

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
21-Jan-16	RioZim EGM	SR 01	'That in accordance with Articles 4 and 49.6 of the Company's Memorandum and Articles of Association, it is resolved that 10,000,000 (ten million) Unissued Authorised Ordinary Shares in the Company be converted to 10,000,000 (ten million) Unissued Authorised Cumulative Redeemable Preference Shares of US\$0.01 (one United States cent) each.'	FOR
		OR 01	'That in accordance with Articles 5 and 6 of the Company's Memorandum and Articles of Association, it is resolved that the Directors of the Company be and are hereby authorised to issue 10,000,000 (ten million) Unissued Authorised Cumulative Redeemable Preference Shares at a premium of US\$3.36721 to Zimbabwe Asset Management Corporation (private) Limited (ZAMCO) without the same being first offered to the ordinary shareholders and to do and all such things as may be required or necessary to give effect to this Resolution.'	FOR
10-Feb-16	Nampak AGM	OR 1	To receive, consider and adopt the Financial Statements for the year ended 30 September 2015 together with the Report of the Auditors	FOR
		OR 02	To approve the remuneration of the Directors	FOR
		OR 03	To elect the following directors: Mr K C Katsande who retires by rotation, but being eligible, offers himself for re-election. Mr R G Morris was appointed a Director during the year, and is required to retire in terms of the Company's Articles of Association, and, being eligible offers himself for election.	FOR
		OR 04	To appoint Deloitte & Touché as external auditors of the company until the conclusion of the next AGM and to approve the remuneration for the past financial year	FOR
		SR 01	To include the definition of the Securities Act "That Article 1 (Interpretation) of the Articles and Association can be amended by the insertion, after the definition of "Secretary", the following definition: "Securities Act – the Securities and Exchange Act of Zimbabwe (Chapter 24:25)"	FOR
		SR 02	To provide for the Dematerialisation Issue of shares "That Article 10 (Certificates) of the Articles of Association be amended by the insertion of sub-paragraph (d): "Notwithstanding the other provisions of the Article, shares may be issued in dematerialized form and certificates shares may be converted to dematerialized shares as envisaged by the Securities and Exchange Act; provided that no certificated share shall be converted to a dematerialized share without the consent of the current holder thereof"	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	Nampak AGM	SR 03	To provide for Electronic Communication "That Article 171 (Method of Notice) of the Articles of Association be amended by the insertion of sub-paragraph (c): "delivered by electronic means, provided that should a member request a hard copy of any Notice or Statement issued by the Company, including its Annual Report together with the Contents of notice per Article 73, such documents shall be provided to the member in hard copy."	FOR
		SR 04	Payments to Members "That Article 160 (Payment by Cheque) of the Articles of Association be amended by the insertion of sub-paragraph (c): "Any dividend, interest or other monies payable in respect of the shares may also be paid through any approved national payments systems and such payments may be notified to the recipient by electronic communication, or in the case of joint holders to the electronic address of the first named joint holder in the register of members".	FOR
23-Feb-16	Powerspeed AGM		NO SHAREHOLDING	
25-Feb-16	Radar EGM	SR 01	Approval for the delisting of Radar Holdings Limited Shares from the ZSE. The directors of the company be and are hereby authorised to make a written application to the ZSE for the delisting of the company's shares from the ZSE.	FOR
		OR 01	The Directors of the Company be and are hereby authorised do all such things as they may consider necessary or desirable to give effect to or pursuant to or in connection with the delisting of the shares of the company from the ZSE.	FOR
25-Feb-16	Mash AGM	OR01	To receive and adopt the Audited Financial Statements and Report of the Directors for the year ended 30 September 2015.	FOR
		OR02	To re-elect the following directors who retire in accordance with the Articles of Association and who, being eligible, offer themselves for re-election: Mr N Matsangura Mr. R. Mutandagayi Mrs. P. Musarurwa	FOR FOR FOR
		OR03	To approve the fees of the Directors and Auditors	FOR
		OR04	To re-elect KPMG as Auditors for the ensuing year.	FOR
		SR 01	Extension of Share Buy-back " That, in accordance with Article 52 of the Articles of Association, the Company be, as it is hereby, authorised and empowered to purchase its own shares in issue up to a maximum of 200,000,00 (two hundred million) shares at a purchase price of not more than 5% of the market price on the day prior to transaction and that the authority for such purchase be extended to 1 April 2017 or the next AGM, whichever is the sooner."	FOR
26-Feb-16	ART AGM	OR 01	To receive and consider the Directors' Report and the Accounts for the year ended 30 September 2015.	FOR
		OR 02	To re-appoint Ernst and Young as auditors for the ensuing year and to authorize the Directors to fix their remuneration	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	ART AGM	OR 03	To approve Directors fees for the year ended 30 September 2015	FOR
		OR 04	In terms of the Articles of Association of the Company, Messrs M Oakley and T Wushe having been appointed to the Board during the year, retire at the AGM and being eligible offer themselves for re-election. Messrs A.M. Chingwecha, O Mtasa and T M Ameer retire at the Annual General Meeting by rotation. All being eligible offer themselves for re-election.	FOR
		OR 05	To consider and if deemed fit, pass with or without amendments, the following resolutions as special resolutions: a. That a new Article, Article 2(A) be inserted as follows: "Notwithstanding any contrary provisions in the British Virgin Islands Business Companies Act, 2004 and these Articles of Association the Company shall issue securities in dematerialized form, convert certificated securities to dematerialized securities, and allow its securities to be traded in dematerialized securities, provided that no certificated securities shall be converted to their dematerialized form without the consent of the holder thereof". b. That a new Article, Article 102 (A) be inserted as follows: "Notwithstanding any other provision of these Articles of Association, any document and or notice required to be sent to members in terms of sections 102 to 104 above or in terms of any other provision of these Articles of Association may, notwithstanding anything to the contrary be sent by electronic means to the electronic address last furnished by such member and shall be posted on the company's websites. Such documents and or notices shall be forwarded to the members concerned within the prescribed time frames. Provided, should a member request a hard copy, such document as requested shall be availed in hard copy format to the member." c. That a new Article 133 be inserted as follows: "Any dividend, interest or other monies payable in respect of the shares may be paid through any and all approved national payment systems and such payment may be notified to the recipient by communication to his electronic address or in the case of joint holders, to the electronic address of that one of the joint holders who is first named on the register of members or to such person or to such electronic address as the holder or joint holders may in writing direct. Any one of two or more joint holders may give effectual receipts for any dividends, bonuses or other money payable in respect of the shares held by them as joint holders".	FOR FOR FOR
26-Feb-16	Ariston AGM	OR 01	To receive, consider and adopt the Audited Financial Statements and Report of the Directors for the year ended 30 September 2015.	FOR
		OR 02	To elect directors in place of those retiring in accordance with the provisions of the Articles of Association	FOR
		OR 03	To appoint auditors for the ensuing year and fix their remuneration for the past audit.	FOR
		OR 04	To approve directors' emoluments for the year ended 30 September 2014.	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	Ariston AGM	SR 01	Increase in authorised share capital To resolve that the Company's authorised share capital of one million six hundred thousand United States dollars (US\$1,600,000) comprising 1,600,000,000 ordinary shares of United States dollars US\$0.001 each be increased to two million United States dollars (US\$2,000,000) comprising 2,000,000,000 ordinary shares of United States dollars US\$0.001 each.	FOR
		SR 02	Amendment to Articles of Association To resolve that Article 55, "Limits on borrowings" be amended by the deletion of the words: o "The Directors may from time to time, at their discretion, raise or borrow or secure in any way, including by the issue of debentures, the payment of any sum or sums of money for the purposes of the Company, save that the Directors shall procure that the aggregate principal amount at any one time outstanding in respect of moneys borrowed or raised by the Company and/or any of its subsidiaries for the time being of the Company shall not, without the previous sanction of an ordinary resolution of the Company, exceed an amount equal to the aggregate amount of the issued capital, the share premium account and the capital and revenue reserves of the Company and its subsidiaries for the time being, provided that no such sanction shall be required to the borrowing of any moneys intended to be applied and actually applied within ninety days for the repayment (with or without any premium) of any moneys then already borrowed and outstanding and notwithstanding that the new borrowing may result in the abovementioned limit being exceeded." And the substitution of the following: o "The Directors may from time to time, at their discretion, raise or borrow or secure in any way, including by the issue of debentures, the payment of any sum or sums of money for the purposes of the Company, save that the Directors shall procure that the aggregate principal amount at any one time outstanding in respect of moneys borrowed or raised by the Company and/or any of its subsidiaries for the time being of the Company shall not, without the previous sanction of an ordinary resolution of the Company, exceed an amount equal to double the aggregate amount of the issued capital, the share premium account and the capital and revenue reserves of the Company and its subsidiaries for the time being, provided that no such sanction shall be required to the borrowing of any moneys intended to be applied and actually applied within ninety days for the repayment (with or without any premium) of any moneys then already borrowed and outstanding and notwithstanding that the new borrowing may result in the abovementioned limit being exceeded."	ABSTAIN
16-Mar-16	TSL AGM	OR1	To approve the minutes of the previous AGM held on 11 March 2015.	FOR
		OR2	To receive and adopt the Financial Statements for the year ended 31 October 2014, together with the reports of the Directors and Auditors	FOR
		OR3	Mr D Odeteye was appointed to the board as an Executive Director with effect from 11 March 2015. Mr M Nzwere was appointed to the board with effect from 18 February 2016. In accordance with the Articles of Association, he retires at the AGM and being eligible offers himself for re-election. To elect directors who retire in terms of the the Articles of Association of the Company. The directors due to retire are Messrs A S Mandiwanza, B Ndebele and H Rudland and being eligible offer themselves for re-election. Director D Odeteye M Nzwere A Mandiwanza B Ndebele H Rudland	ABSTAIN FOR ABSTAIN FOR FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	TSL AGM	OR4	To fix the budget for fees payable to directors for the year ending 31 October 2016 and to confirm the actual amount paid for the year ended 31 October 2016.	FOR
		OR5	To approve the auditors' remuneration for the previous year and re-appoint Messrs Ernst & Young Zimbabwe as auditors for the current year.	FOR
24-Mar-16	WILLDALE AGM	OR1	To receive and adopt the financial statements and report of the Directors for the year ended 30 September 2015.	FOR
		OR2	To approve the fees of directors	FOR
		OR3	To re-elect Ernst and Young as auditors for the ensuing year	FOR
		OR4	To approve the audit fees for the year ended 30 September 2015.	FOR
		OR5	To re-elect the following Directors who retire in terms of The Company's Articles of Association and who, being eligible, offer themselves for re-election. G A Chigova M G Revanowako	FOR
08-Apr-16	Simbisa EGM	SR 01	To resolve as an ordinary resolution, with or without amendments: "That the Directors of the Company be and is hereby authorised to establish a Share Option Scheme, to be called the "2016 Simbisa Share Option Scheme", which Scheme shall be effective from the date that such Scheme is approved by Shareholders of the Company and to grant options in respect of the rules of the Scheme (which rules will be available for inspection at the registered office of the Company, 14 days before EGM), with such options in aggregate not exceeding 54,159,344 ordinary shares, being 10% of the 541,593,440 ordinary shares in issue on 5th November 2015, being the date on which the company was listed on the ZSE."	AGAINST
26-Apr-16	BAT AGM	OR1	Financial Statements and Reports To receive and adopt the audited financial statements for the year ended 31 December 2015, together with the reports of the directors and auditors thereon	FOR
		OR2	Dividend To confirm the payment of an interim dividend of US\$0.47 per share and approve the declaration of a final dividend of US\$0.44 per share for the year ended 31 December 2015.	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	BAT AGM	OR3	Directorate 1.1. To approve the remuneration of directors for the year ended 31 December 2015. 1.2. To note the resignation of Mr Peter Doona as a director of the company. 1.3. To re-elect Mr Lovemore T Manatsa and Professor Hope C Sadza who retire by rotation in terms of Article 96 of the company's Articles of Association. 1.4. To re-elect Mrs Clara Mlambo and Mr Lucas Francisco who were appointed as directors prior to the Annual General Meeting in terms of Article 88 of the company's Articles of Association and retire at this Annual General Meeting.	FOR NOTED FOR FOR
		OR4	Auditors 1.1. To fix the remuneration of the auditors for the past year. 1.2. To reappoint Messrs. KPMG Chartered Accountants (Zimbabwe) as auditors of the company until the conclusion of the next Annual General Meeting.	FOR FOR
28-Apr-16	CBZ AGM	OR1	To receive and consider the Audited Annual Financial Statements for the year ended 31 December 2015, including the Chairman's, Group Chief Executive Officer's, Managing Directors' Reports and the Report of the External Auditors thereon.	FOR
		OR2	To confirm the declaration of the final dividend of 0.212 cents per share for the year ended 31 December 2015, following an interim dividend of 0.212 cents per share giving a total dividend of 0.424 cents per share.	FOR
		OR3	Directorate i. To note that in terms of Article 88 of the Memorandum and Articles of Association, one third of the Directors are required, after serving a period of three years, to retire from the Board by rotation and that in terms thereof there are no Directors eligible for retirement by rotation. ii. To note the retirement of Andrew Lowe and Tinoziva Bere who retired during the course of the year. iii. To note the retirement of Richard Victor Wilde from the Board of Directors. iv. To confirm the appointment of Elliot Mugamu as the Chairman of the Board of Directors. v. To confirm the appointment of Tsitsi Mutasa and Dr. Ruvimbo Mabeza-Chimedza as Independent Non-Executive Directors of the Board.	FOR
		OR4	To confirm the remuneration paid to the Directors during the year.	FOR
		OR5	To note the retirement of Deloitte & Touche Zimbabwe as external auditors of the Company and its Subsidiaries after having served the statutory term within the Group.	
		OR6	To confirm the appointment of Ernst & Young Chartered Accountants (Zimbabwe) as external auditors of the Company for the ensuing year.	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	CBZ AGM	OR7	To authorise the Directors to fix the external auditors' remuneration.	FOR
		OR8	<p>Share Buy Back</p> <p>If members deem it appropriate, they may approve the extension of the following resolution passed by Members at the Annual General Meeting held on 30 May 2012 and extended at the Annual General Meeting held on 30 April 2015 as a special resolution with or without amendments:</p> <p>It was Resolved:</p> <p>"That the Directors of CBZ Holdings Limited be and are hereby authorised in terms of article 11(b) of the Company's Articles and subject to sections 78 to 79 of the Companies' Act (Chapter 24:03) to purchase the Company's own shares subject to the following:</p> <p>i.) That the purchase price shall not be lower than the nominal value of the Company's shares and not greater than 5% or 5% above the weighted average trading price for such ordinary shares traded over 5 business working days immediately preceding the date of the purchase of such shares by the Company.</p> <p>ii.) That the shares secured under this resolution shall be ordinary shares in the Company and the maximum number of shares that may be acquired shall not exceed 68 676 894 shares.</p> <p>iii.) That this authority shall expire on the date of the next Annual General Meeting of the Company.</p> <p>iv.) That the shares purchased shall be held for treasury purposes."</p>	ABSTAIN
05-May-16	BARCLAYS AGM	OR1	To receive, consider and adopt the Financial Statements and Report of the Directors and Auditors for the financial year ended 31 December 2015.	FOR
		OR2	To appoint retiring directors, by a single resolution.	FOR
		OR3	To approve the re-election, by a single resolution, of Messrs Busisa Moyo and Sydney Dalintyebo Mtsambiwa and Mesdames Tembiwe Moyo and Sara Nyaradzo Moyo as directors of the Company, who following their appointment in terms of Article 109 of the Articles of Association, retire from the Board and being eligible, offer themselves for re-election.	FOR
		OR4	To approve the re-election, by a single resolution, of Messrs. A.I. Lawson and A.S. Mandiwanza as directors of the Company, who in terms of Article 102 of the Articles of Association, retire from the Board and being eligible, offer themselves for re-election.	FOR
		OR5	To approve directors' fees and remuneration for the past year.	FOR
		OR6	To re-appoint KPMG as Auditors of the Company until the conclusion of the next Annual General Meeting.	FOR
		OR7	To fix the remuneration of the auditors, for the past year's audit.	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
09-May-16	AFSUN EGM		<p>Amendments to Articles of Association</p> <p>To consider, and if deemed fit, pass with or without amendment, the following resolution as a special resolution:</p> <p>That the Memorandum and Articles of Association be amended as per the schedule attached hereto.</p> <p>That the Managing Director or any person appointed by the Managing Director shall be authorized to make minor adjustments in the above resolution as may be required in connection with the registration thereof.</p>	FOR
10-May-16	INNSCOR EGM		<p>Approval of a share buy back</p> <p>That the Company authorizes in advance, in terms of section 79 of the Companies Act (Chapter 24:03) and the ZSE Listing Requirements, the purchase by the Company of its own shares upon such terms and conditions and such amounts as the Directors if the Company may from time to time determine and such authority hereby specifies that:-</p> <p>(i) The authority in terms of this resolution shall expire on the date of the Company's next Annual General Meeting</p> <p>(ii) Acquisitions shall be of ordinary shares which, in aggregate in any one financial year, shall not exceed 10% of the Company's issued ordinary share capital</p> <p>(iii) The maximum and minimum prices, respectively, at which such ordinary shares may be acquired will not be more than 5% above and 5% below the weighted average of the market price at which such ordinary shares are traded on the ZSE as determined over the 5 business days immediately preceding the date of purchase of such an ordinary shares by the Company; and</p> <p>(iv) A press announcement will be published as soon as the Company has acquired ordinary shares constituting, on a cumulative basis in the period between Annual General Meetings, 3% of the number of ordinary shares in issue prior to the acquisition and;</p> <p>(v) If during the subsistence of this resolution the Company is unable to declare and pay a cash dividend, then this resolution shall be of no force and effect.</p>	FOR
18-May-16	DAIRIBORD AGM	OR1	To receive and adopt the Financial Statements for the year ended 31 December 2015, together with reports of the Directors and Auditors thereon.	FOR
		OR2	To elect Directors of the Company In accordance with article 100 of the Company's Articles of Association, Mr J Sachikonye retires by rotation and being eligible, offers himself for re-election.	FOR
			Mr. H. Makuwa who has served the company as non-executive director since 1 March 2006 is also retiring in accordance with Article 100 of the Company's Articles of Association, and is not seeking re-election.	FOR
			In accordance with article 107 of the Company's Articles of Association, Mr Cron Von Siedel who was appointed director of the company with effect from 10 March 2016 retires, and being eligible offer themselves for election.	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
		OR3	To approve the remuneration of the auditors for the past audit and to re-appoint Ernst & Young Chartered Accountants (Zimbabwe) as auditors for the current year.	FOR
		OR4	To approve the remuneration of the directors for the past year.	FOR
		SR	<p>As an ordinary resolution: Share Buy Back. "That the company as duly authorised by Article 6 of its Articles of Association and section 79 of the Companies Act (Chapter 24:03), may undertake the purchase of its ordinary shares in such manner or on such terms as the directors may from time to time determine, provided that the re-purchases are not made at a price greater than 5% above the weighted average of the market value for the securities for the five (5) business days immediately preceding the date of the re-purchase and also provided that the maximum number of shares authorised to be acquired shall not exceed 10% of the company's issued ordinary share capital."</p> <p>That this authority shall expire at the next Annual General Meeting (AGM), and shall not extend beyond 15 months from the date of this resolution.</p> <p>After considering the effect of the maximum re-purchase of the shares, the directors are confident that</p> <ul style="list-style-type: none"> a) The company will be able to pay its debts for a period of twelve months after the date of the notice of the AGM. b) The assets of the company will be in excess of its liabilities c) The share capital and reserves of the company are adequate for a period of twelve months after the date of the notice of the AGM. d) The company will have adequate working capital for a period of twelve months after the date of the notice of the AGM. 	FOR
18-May-16	ZB BUILDING SOCIETY AGM	OR1	To receive, consider and if deemed fit; adopt the financial statements for the year ended 31 December 2015, and the reports of the Directors and Auditors thereon.	FOR
		OR2	To consider the re-appointment of the following Directors who retire by rotation in terms of Rule 89 of the Society's Rules and, being eligible, offer themselves for re-election in accordance with the Society's rules: Messrs, C Makoni, M Sachak and S K Chiganze.	ABSTAIN
		OR3	To confirm the remuneration of Directors amounting to US\$73,782 for the year ended 31 December 2015.	FOR
		OR4	To approve the Auditors' remuneration amounting to US\$28,635 for the year ended 31 December 2015.	FOR
		OR5	To approve the appointment of Deloitte and Touche as the external auditor of the Society.	FOR
19-May-16	PADENGA AGM	OR1	To receive, approve and adopt the Financial Statements and Reports of the Directors and Auditors for the financial year ended 31 December 2015.	FOR
		OR2	<p>To elect the following Directors, Mr O Kamundimu and Mrs A Madzara who retire by rotation in terms of the Articles of Association of the Company and, being eligible, offer themselves for re-election.</p> <p>Director Mr. O Kamundimu (Finance Director) Mrs. A Madzara</p>	FOR FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	PADENGA AGM	OR3	To approve Directors' fees for the financial year ended 31 December 2014.	FOR
		OR4	To re-appoint Ernst & Young as Auditors of the Company until the conclusion of the next Annual General Meeting and to approve their remuneration for the past audit.	FOR
		SR01	<p>Approval of Share Buy – Back</p> <p>To consider and, if deemed fit, to pass with or without modification, the following ordinary resolution: "That the Company authorises in advance, in terms of section 79 of the Companies Act (Chapter 24:03) and the Zimbabwe Stock Exchange (ZSE) Listing Requirements, the purchase by the Company of its own shares upon such terms and conditions and in such amounts as the Directors of the Company may from time to time determine and such authority hereby specifies that: -</p> <ul style="list-style-type: none"> i. the authority in terms of this resolution shall expire on the date of the Company's next Annual General Meeting; and ii. acquisitions shall be of ordinary shares which, in the aggregate in any one financial year, shall not exceed 10% (ten per centum) of the Company's issued ordinary share capital; and iii. the maximum and minimum prices, respectively, at which such ordinary shares may be acquired will not be more than 5% (five per centum) above and 5% (five per centum) below the weighted average of the market price at which such ordinary shares are traded on the ZSE, as determined over the 5 (five) business days immediately preceding the date of purchase of such ordinary shares by the Company; and iv. a press announcement will be published as soon as the Company has acquired ordinary shares constituting, on a cumulative basis in the period between annual general meetings, 3% (three per centum) of the number of ordinary shares in issue prior to the acquisition; and v. If during the subsistence of this resolution the Company is unable to declare and pay a cash dividend then this resolution shall be of no force and effect." <p>NOTE: In terms of this resolution, the Directors are seeking authority to allow use of the Company's available cash resources to purchase its own shares in the market in terms of the Companies Act and the regulations of the ZSE, for treasury purposes. The Directors will only exercise the authority if they believe that to do so would be in the best interests of shareholders generally. In exercising this authority, the Directors will duly take into account following such repurchase, the ability of the Company to pay its debts in the ordinary course of business, the maintenance of an excess of assets over liabilities, and for the Company and Group, the adequacy of ordinary capital and reserves as well as working capital.</p> 	FOR
		SR02	<p>Loans to Directors</p> <p>To resolve as an ordinary resolution, with or without amendments: - "That the Company be and is hereby authorised to make any loan to any Executive Director or to enter into any guarantee or provide any security in connection with a loan to such Executive Director for the purpose of enabling him to properly perform his duty as an officer of the Company, as may be determined by the Remuneration Committee of the Board of Directors, provided that the amount of the loan or the extent of the guarantee or security shall not exceed the annual remuneration of that Director."</p>	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
19-May-16	NMB AGM	OR1	To receive and adopt the Financial Statements for the year ended 31 December 2015, together with the report of the Directors and Auditors thereon.	FOR
		OR2	In accordance with the Articles of Association, all the directors of the Company, being Mr. B. Chikwanha, Mr. B. Washaya, Ms. J. Maguranyanga, Ms. M. Svova, Mr. K. Qurashi, Mr. C. Ndiaye, Mr. B. Zwinkels, Mr. E. Sandersen and Mr. C. Chikaura retire by rotation. Being eligible, all the directors of the Company offer themselves for re-election.	FOR
		OR3	To approve directors' fees for the year ended 31 December 2015.	FOR
		OR4	To appoint KPMG as the Company's Auditors for the year ending 31 December 2015.	FOR
		OR5	To approve Messrs KPMG's remuneration for the year ended 31 December 2015.	FOR
		SR01	<p>Special Business</p> <p>To consider, and if deemed fit, to pass, with or without modification, the resolution set out below:</p> <p>"That the Company, being duly authorised thereto by Article 10 of its Articles of Association, may undertake general repurchases by way of open market transactions on the Zimbabwe Stock Exchange ("ZSE") of any of its own ordinary shares in such manner or on such terms as the directors may from time to time determine provided that:</p> <p>a. the maximum number of shares authorized to be acquired is no more than 10% of the Company's ordinary issued share capital.</p> <p>b. for each share, the minimum price shall not be lower than the nominal value of the Company's shares and the maximum price that may be paid is 5% above the weighted average market price for the ordinary shares in the Company as derived from the Zimbabwe Stock Exchange (ZSE) Daily Price Sheet for the five business days immediately preceding the date on which such ordinary shares are contracted to be purchased</p> <p>c. the authority in terms of this special resolution shall unless renewed prior to such time, expire on the first anniversary of this resolution or at the conclusion of the next Annual General Meeting of the Company, whichever is later, save that the Company, may before such expiry, enter into a contract or contracts to purchase its ordinary shares which would or might be completed wholly or partly after the expiry and may purchase its ordinary shares in pursuance of such contract or contracts."</p>	FOR
19-May-16	TURNALL AGM	OR1	To receive, consider and adopt the Group Consolidated Annual Financial Statements of the Company and the reports of the Directors and Auditors for the year ended 31 December, 2015.	FOR
		OR2	<p>To elect Directors;</p> <p>i. Mr R Dhlwayo passed on during the period. Mr H. Nkala resigned from the Board on 12 August 2015. Messrs K Naik and J.P Mutizwa resigned on 20 October 2015 and Messrs P.C.C Moyo, J Mushayavanhu, C.M Gadzikwa and C. Dhlembeu and Mrs L Sasikwa resigned from the board on 2 January 2016.</p> <p>ii. On 12 August 2015, Mrs P Marufu was appointed on the board. On 8 January 2016, Messrs. N Hayes, M. Gwanzura, I. Chinyama, B.P Nyajeka and M Mahari were appointed to the Board. In terms of Article 101 of the Company's Articles of Association, all these retire and all being eligible, offer themselves for re-election</p>	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	TURNALL AGM	OR3	To approve the remuneration of the Directors for the financial year ended 31 December 2015.	FOR
		OR4	To appoint auditors for the ensuring year. The current auditors being eligible offer themselves for re-appointment.	FOR
20-May-16	LAFARGE	OR1	To receive, consider and adopt the Financial Statements of the Company and the reports of the Directors and Auditors for the year ended 31 December, 2015	FOR
		OR2	To elect Directors; i. To note that in terms of article 100 of the Articles of Association 1/3 of the Directors shall retire from office and be eligible for re-election. Messrs Muchadeyi Ashton Masunda and David Leslie Cruttenden retire by rotation, and being eligible, offer themselves for re-election <div style="text-align: right;"> Muchadeyi Ashton Masunda David Leslie Cruttenden </div> ii. To confirm the appointment of Mr. Kumbirayi Katsande as Chairman of the Board iii. To confirm the appointment of Mr. Jose Cantillana as a Director of the Company iv. To note the resignation of Messrs Isaiah Frank Bingwa, Dominique Drouet and Mrs. Chrissie Moloseni from the Board of Directors of Lafarge Cement	FOR FOR
		OR3	To approve the fees paid to Directors of the Company.	ABSTAIN
		OR4	To fix the remuneration of Auditors for the past year and elect Auditors for the ensuing year	FOR
		OR5	INDIGENISATION IMPLEMENTATION PLAN (IIP) To consider, and if deemed fit, pass with or without modification, the following resolution: THAT the Directors be and they are hereby authorized to establish: a) An employee share ownership scheme effective from the 1st of April 2016 to be called "Employees Share Ownership Trust" and to propose share transfer guidelines from Associated Cement International Limited in respect of the rules of the scheme, such shares in aggregate not exceeding 4,000,000 (four million) ordinary shares, being 5% of ordinary shares in issue as at 31 March 2016. b) A community share ownership scheme effective from the 1st of April 2016 to be called "Lafarge Empowerment Trust" and to propose share transfer guidelines from Associated Cement International Limited in respect of the rules of the scheme, such shares in aggregate not exceeding 4,000,000 (four million) ordinary shares, being 5% of ordinary shares in issue as at 31 March 2016.	ABSTAIN
24-May-16	MASIMBA AGM	OR1	To receive, consider and adopt the Annual Financial Statements for the year ended 31 December 2015, including the Directors' and Independent Auditor's reports thereon.	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	MASIMBA AGM	OR2	Approval of Directors' fees for the year ended 31 December 2015	FOR
		OR3	In accordance with Article 114 of the Company's Articles of Association, Messrs. Canada Malunga and Malcolm William McCulloch retire by rotation at the Company's Annual General Meeting and being eligible, offer themselves for re-election.	
			Mr. Mark Mario Di Nicola and Mrs. Agnes Makamure have been appointed as Directors of the Company and in terms of Article 115 of the Articles of Association they retire at the forthcoming Annual General Meeting. Being eligible, they offer themselves for re-election	ABSTAIN
		OR4	To appoint Mr. Mark Mario Di Nicola and Mrs Agnes Makamure to the Board A Makamure M Nicola	FOR ABSTAIN
		OR5	5.1 To approve the Auditors' remuneration for the previous year. 5.1 To consider the appointment of Messrs. Grant Thornton as Auditors for the ensuing year.	FOR FOR
26-May-16	PROPLASTICS	OR1	To receive and adopt the financial statements for the year ended 31 December 2015, together with the reports of the Directors and Auditors thereon.	FOR
		OR2	In accordance with Article 119 of the Company's Articles of Association, all the Directors; Messrs. Paschal Changunda, Kudakwashe Chigiya, Gregory Sebborn, Samuel Sithole and Paddy Zhanda (Jnr.), retire by rotation at the Company's Annual General Meeting and being eligible, offer themselves for re-election.	FOR
		OR3	To confirm the fees paid to Directors for the year ended 31 December 2015.	FOR
		OR4	o declare a final dividend of US0.15 (fifteen cents) per ordinary share in the capital of the Company.	FOR
		OR5	o approve the remuneration of the Auditors for the previous year. To consider the re-appointment of Deloitte & Touche Chartered Accountants Zimbabwe as Auditors for the ensuing year.	FOR FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	PROPLASTICS	SR01	To consider, and if deemed fit, to pass, with or without amendments, the resolution set out below: 6.1 As an Ordinary Resolution: Share Buy-back "That the Company, as duly authorised by Article 60 of its Articles of Association and section 79 of the Companies Act (Chapter 24:03), may undertake the purchase of its own ordinary shares in such manner or on such terms as the Directors may from time to time determine, provided that the repurchases are not made at a price greater than 5% above nor 5% below the weighted average of the market price at which such ordinary shares are traded on the Zimbabwe Stock Exchange as determined over the 5 (five) business days immediately preceding the date of the repurchase and also provided that the maximum number of shares authorized to be acquired shall not exceed 10% (ten percent) of the Company's issued ordinary share capital. That this authority shall expire at the next Annual General Meeting, and shall not extend beyond 15 months from the date of this resolution". Directors' statement It will be recorded that, in terms of the Companies Act and the regulations of the Zimbabwe Stock Exchange, the Directors of the Company will duly take into account the ability of the Company for a period of 12 (twelve) months to pay its debts in the ordinary course of business, the maintenance of an excess of assets over liabilities, and the adequacy of ordinary capital and reserves as well as the adequacy of working capital.	FOR
31-May-16	PEARL AGM	OR1	To receive, consider and adopt the Audited Financial Statements and Reports of the Directors and Auditors for the financial year ended 31 December 2015.	FOR
		OR2	To elect directors: Mr D. Hoto, Ms R.B Ncube and Mr W.M. Marere retire as directors of the Company in terms of Article 106 of the Articles of Association. Being eligible, all offer themselves for re-election.	ABSTAIN
		OR3	To fix the remuneration of the Directors.	ABSTAIN
		OR4	To confirm the remuneration of the Auditors, PwC Chartered Accountants (Zimbabwe) , for the past year and to appoint Auditors to hold office until the conclusion of the next Annual General Meeting	FOR
		SR01	Amendment of the Memorandum and Articles of Association Dematerialisation of Securities AS A SPECIAL RESOLUTION THAT a new Article, Article 14A, be inserted as follows: "Notwithstanding any contrary provisions in the Companies Act [Chapter 24:03] and these Articles of Association, the Company shall be empowered to issue securities in dematerialised form, convert certificated securities to dematerialised securities and allow its securities to be traded in dematerialised form, provided that no certificated securities shall be converted to their dematerialized form without the consent of the holder thereof." 5.2 Electronic Communications AS A SPECIAL RESOLUTION THAT a new Article, Article 147A, be inserted as follows: "Notwithstanding any other provisions of these Articles of Association, any document and or notice required to be sent to members in terms of sections 147 to 150 or in terms of any other provisions of these Articles of Association or the Companies Act [Chapter 24:03] may, notwithstanding anything to the contrary, be sent by electronic means to the electronic address last furnished by such members and shall be posted on the Company's official website. Such documents and/or notices shall be forwarded to the members concerned within the prescribed timeframes, provided that should a member request a hard copy, such document shall be availed in hard copy format to the member."	FOR FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	PEARL AGM	SR03	Payment of Dividends AS A SPECIAL RESOLUTION THAT Article 139 be amended to read as follows: "Any dividend, interest or other monies payable in respect of the shares may be paid through any and all approved national payment systems and such payment may be notified to the recipient by communication to his electronic address or in the case of joint holders, to the electronic address of that one of the joint holders who is first named on the register of members or to such person or to such electronic address as the holder or joint holders may in writing direct. Any one of two or more joint holders may give effectual receipts for any dividends, bonuses or other money payable in respect of the shares held by them as joint holders".	FOR
SR04		Loans to Executive Directors AS AN ORDINARY RESOLUTION THAT the Company be and is hereby authorized to make any loan to any Executive Director or to enter into any guarantee or provide any security in connection with a loan to such Executive Director for the purpose of enabling him to properly perform his duty as an officer of the Company as may be determined by the Group Human Resources and Governance Committee, provided that the amount of the loan or the extent of the guarantee or security shall not exceed the annual remuneration of that Director. Any such loans, securities or guarantees made or provided during the six months preceding this Annual General Meeting are hereby ratified.	FOR	
SR05		General Authority to Buy Back Shares AS AN ORDINARY RESOLUTION THAT the Company authorises in advance, in terms of section 79 of the Companies Act [Chapter 24:03] and the Zimbabwe Stock Exchange Listing Requirements the purchase by the Company of its own shares subject to the following terms and conditions: a. The authority in terms of this resolution shall expire on the date of the Company's next Annual General Meeting; b. Acquisitions shall be of ordinary shares which, in the aggregate in any one financial year shall not exceed 10% of the Company's issued ordinary share capital; and c. The maximum and minimum prices, respectively, at which such ordinary shares may be acquired will be the weighted average of the market price at which such ordinary shares are traded on the Zimbabwe Stock Exchange, as determined over the five business days immediately preceding the day of purchase of such ordinary share of the Company and shall not be less than the nominal value of the company's shares; and d. All shares purchased pursuant to this resolution shall be utilised for treasury purposes. e. If the maximum number of shares that can be purchased pursuant to the authority is purchased, the Directors believe that: i. the Company will be able, in the ordinary course of business, to pay its debts for a period of twelve months after the date of this ii. the assets of the Company will be in excess of the liabilities of the Company and the Group; iii. there will be adequate ordinary capital and reserves in the Company for a period of 12 months after the date of this notice; and iv. there will be adequate working capital in the Company for a period of 12 months after the date of this notice. f. A press announcement will be published as soon as the Company has acquired ordinary shares constituting, on a cumulative basis in the period between annual general meetings, 3% of the number of ordinary shares in issue prior to the acquisition.	FOR	

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
02-Jun-16	ZIMPLOW AGM	OR1	To approve the minutes of the Annual General Meeting held on 4 May 2015	FOR
		OR2	To receive and consider the director's report and audited financial statements for the year ended 31 December 2015	FOR
		OR3	To elect directors in place of those retiring: Messrs Godfrey Manhambara, Sibani Mngomezulu and Timothy Johnson retire from the Board by rotation and being eligible, offer themselves for re-election. Messrs Mark Yong, Kalpesh Patel and Mark David Hullett who were appointed during the period, retire from the Board in terms of the Company's Articles of Association and being eligible retire offer themselves for re-election.	FOR
		OR4	To approve the remuneration of directors for year ended 31 December 2014	FOR
		OR5	To fix the auditors remuneration for the year ended 31 December 2014	FOR
		OR6	To appoint auditors for the financial year ending 31 December 2015	FOR
09-Jun-16	FML AGM	OR1	To receive, consider and adopt the Audited Financial Statements and Report of the Directors and Auditors for the financial year ended 31 December 2014.	FOR
		OR2	To elect directors: 1.1. Ms T Khumalo, Mr M S Manyumwa, Mr J M Matiza and Mr E K Moyo retire as directors of the Company in terms of Article 106 of the Articles of Association and, being eligible, offer themselves for re-election. 1.2. Mr S V Rushwaya, who was appointed during the year, also retires and, being eligible offers himself for re-election in terms of Article 113.	ABSTAIN
		OR03	To fix the remuneration of the Directors	ABSTAIN
		OR04	To confirm the remuneration of the outgoing Auditors, EY Chartered Accountants, Zimbabwe, for the past year.	ABSTAIN
		OR05	To appoint PwC Chartered Accountants (Zimbabwe) as Auditors of the Company until the conclusion of the next Annual General Meeting.	FOR
		SR01	1. AS AN ORDINARY RESOLUTION THAT the Company be and is hereby authorized to make any loan to any Executive Director or to enter into any guarantee or provide any security in connection with a loan to such Executive Director for the purpose of enabling him to properly perform his duty as an officer of the Company as may be determined by the Group Human Resources Development, Remuneration and Nominations Committee, provided that the amount of the loan or the extent of the guarantee or security shall not exceed the annual remuneration of that Director. Any such loans, securities or guarantees made or provided during the six months preceding this Annual General Meeting are hereby ratified.	ABSTAIN

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
15-Jun-16	RTG AGM	OR1	To receive and adopt the financial statements and the reports of directors and auditors for the year ended 31 December 2015.	FOR
		OR2	To approve the fees paid to the directors for the year ended 31 December 2015.	FOR
		OR3	4.1 To re-elect Mrs. Thandiwe Thando Mlobane and Mr. Douglas Mavhembu as Directors of the Company. In accordance with Article 99 of the Company's Articles of Association, Mrs. Thandiwe Thando Mlobane and Mr. Douglas Mavhembu retire by rotation at the Company's Annual General Meeting and, being eligible, offer themselves for re-election.	
		OR4	4.2 To elect Ms. Charity Jane Murandu, Messrs. Brian Anesu Shenje and Sijabuliso Thabani Biyam who were appointed as directors of the Company in terms of Article 106 of the Company's Articles of Association. Brief Profiles of these individuals was included in the Annual Report. Thandiwe Mlobane Douglas Mabvembu Charity Murandu Sijabuliso Biyam Brian Shenje	ABSTAIN FOR FOR ABSTAIN FOR FOR
22-Jun-16	LAFARGE AGM	OR1	To receive, consider and adopt the Financial Statements of the Company and the reports of the Directors and Auditors for the year ended 31 December, 2015	FOR
		OR2	To elect Directors; i. To note that in terms of article 100 of the Articles of Association 1/3 of the Directors shall retire from office and be eligible for re-election. Messrs Muchadeyi Ashton Masunda and David Leslie Cruttenden retire by rotation, and being eligible, offer themselves for re-election ii. To confirm the appointment of Mr. Kumbirayi Katsande as Chairman of the Board iii. To confirm the appointment of Mr. Jose Cantillana as a Director of the Company iv. To note the resignation of Messrs Isaiah Frank Bingwa, Dominique Drouet and Mrs. Chrissie Moloseni from the Board of Directors of Lafarge K Katsande (Chairman) M A Masunda D L Cruttenden A Tantawi H Mapondera J Cantillana S M Mutangadura	FOR FOR FOR FOR FOR FOR FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	LAFARGE AGM	OR3	To approve the fees paid to Directors of the Company.	ABSTAIN
		OR4	To fix the remuneration of Auditors for the past year and elect Auditors for the ensuing year	FOR
		SR01	<p>INDIGENISATION IMPLEMENTATION PLAN (IIP)</p> <p>To consider, and if deemed fit, pass with or without modification, the following resolution</p> <p>As an Ordinary Resolution</p> <p>THAT the Directors be and they are hereby authorized to establish;</p> <p>a) An employee share ownership scheme effective from the 1st of April 2016 to be called "Employees Share Ownership Trust" and to propose share transfer guidelines from Associated Cement International Limited in respect of the rules of the scheme, such shares in aggregate not exceeding 4,000,000 (four million) ordinary shares, being 5% of ordinary shares in issue as at 31 March 2016.</p> <p>b) A community share ownership scheme effective from the 1st of April 2016 to be called "Lafarge Empowerment Trust" and to propose share transfer guidelines from Associated Cement International Limited in respect of the rules of the scheme, such shares in aggregate not exceeding 4,000,000 (four million) ordinary shares, being 5% of ordinary shares in issue as at 31 March 2016.</p>	ABSTAIN
22-Jun-16	GBH AGM	OR1	To receive, consider and adopt the financial statements for the year ended 31 December 2015, together with the reports of Directors and Auditors thereon.	FOR
		OR2	<p>To elect Directors of the Company.</p> <p>2.1 Messrs. C.E Dhlembeu, Alderman Sibanda and I Murefu, retire by rotation in terms of Article 95 of the Company's Articles of Association and being eligible, offer themselves for re-election.</p>	ABSTAIN
		OR3	To approve the remuneration of the Directors for the year ended 31 December 2015.	FOR
		OR4	To approve the remuneration of the Auditors for the year ended 31 Dec 2015.	FOR
		OR5	To appoint Auditors for the current year. The Auditors BDO Zimbabwe Chartered Accountants, being eligible, offer themselves for re-appointment	FOR
22-Jun-16	ZHL AGM	OR01	To receive, consider and adopt the audited Annual Financial Statements together with the reports of the Directors and Auditors for the year ended 31 December 2015.	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	ZHL AGM	OR02	To elect Directors of the company	ABSTAIN
		OR03	To approve the remuneration of the Directors	FOR
		OR04	To approve the remuneration of the Auditors for the past year	FOR
		OR5	To appoint Auditors for the current year	FOR
23-Jun-16	RIOZIM AGM	OR01	<p>As a Special Resolution</p> <p>a) 'That in accordance with Articles 4 and 49.6 of the Company's Memorandum and Articles of Association, it is resolved that 10,000,000 (ten million) Unissued Authorised Ordinary Shares in the Company be converted to 10,000,000 (ten million) Unissued Authorised Cumulative Redeemable Preference Shares of US\$0.01 (one United States cent) each.'</p> <p>b) 'That such class of shares shall:</p> <p>a. Be non-voting and non-tradable;</p> <p>b. Entitle the holder thereof to receive a fixed dividend of 9% per annum which dividend shall be payable on a bi-annual basis;</p> <p>Be redeemed by the Company in part or in whole, at cost, on or before the fifth anniversary of the issue date in respect of such Shares or not more than 180 days from the fifth anniversary of the issue date</p>	FOR
			<p>As an Ordinary Resolution</p> <p>a) 'That in accordance with Articles 5 and 6 of the Company's Memorandum and Articles of Association, it is resolved that the Directors of the Company be and are hereby authorised to issue 10,000,000 (ten million) Unissued Authorised Cumulative Redeemable Preference Shares at a premium of US\$3.36721 to Zimbabwe Asset Management Corporation (private) Limited (ZAMCO) without the same being first offered to the ordinary shareholders and to do and all such things as may be required or necessary to give effect to this Resolution.'</p> <p>Terms of the cumulative redeemable preference shares:</p> <ul style="list-style-type: none"> · No voting rights and will not be tradable and transferable. · Redeemable without penalty at any time prior to the redemption date. · Entitle ZAMCO to a dividend at a fixed rate of 9% pa of the issued price USD3.37721 per share. · ZAMCO is also entitled to a once off Arrangement fee of 1% (of transaction value). · ZAMCO shall be entitled to one seat on the Board of Directors of RIOZIM for so long as the preference shares remain unredeemed. 	FOR
23-Jun-16	ZIMPAPERS AGM	OR1	The Directors of the Company are obliged to present their Report and Accounts to shareholders of the Company at an Annual General meeting. This is a standard form of resolution common to all Annual General Meetings.	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
		OR02	<p>The Company's Articles of Association require a third of the Directors to stand down at each Annual General Meeting and if they are eligible, they may offer themselves for re-election. The Directors standing down are Mr. G. Manyere, Ms. R. Nharaunda and Mr. F.F. Moyo and being eligible, offer themselves for re-election. Information about Mr. G. Manyere, Ms. R. Nharaunda and Mr. F. Moyo is shown below:-</p> <p>Mr. G. Manyere was appointed to the Zimpapers Board with effect from 1st February 2014. Mr. Manyere is a Banking and Corporate Finance Executive who has worked for banks in Zimbabwe, South Africa and the International Finance Corporation in Washington D.C. He is an Accountant.</p> <p>Ms. R. Nharaunda was appointed to the Zimpapers Board with effect from 1st of February 2014. Ms. Nharaunda is an entrepreneurial woman who has exposure to various fields including magazine publishing, furniture manufacturing and social work.</p> <p>Mr. F. F. Moyo was appointed to the Zimpapers Board with effect from 1st of February 2014. Mr. Moyo is the Director of Information and Public Relations at the National University of Science and Technology. He has experience in the book publishing industry.</p>	<p>FOR</p> <p>FOR</p> <p>FOR</p>
		OR3	Shareholders are requested to approve Directors' fees. The Directors fees for 2015 have been disclosed in the Annual Report.	FOR
		OR04	All public companies are required to appoint Auditors at each Annual General Meeting at which Financial Statements are presented, to hold office until the next such meeting in terms of section 150(2) of the Companies Act (Chapter 24:03). This resolution therefore proposes the appointment of auditors in accordance with usual practice and the Companies Act (Chapter 24:03).	FOR
		OR05	The Remuneration of the auditors is required to be fixed by the Company in a General meeting in terms of section 150(6) of the Companies Act (Chapter 24:20). Accordingly, Members will be requested to approve the remuneration paid to the external auditors of the Company, BDO Zimbabwe for the year ended 31 December 2015 as disclosed in the Annual Report	FOR
24-Jun-16	DAWN AGM	OR1	To receive, consider and adopt the financial statements for the period ended 31 December 2015 together with the report of the Directors and Auditors thereon.	FOR
		OR02	<p>To appoint directors</p> <p>In terms of the Articles of Association Messrs P. Gwatidzo and M. Mukonoweshuro retire by rotation at the forthcoming AGM and being eligible these directors offer themselves for re-election.</p> <p>P. Gwatidzo M. Mukonoweshuro</p>	<p>FOR</p> <p>FOR</p>
		OR03	To approve directors' fees for the period ended 31 December 2015	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	DAWN AGM	OR04	To approve the independent auditors' remuneration for the period ended 31 Dec 2015	FOR
		OR05	Appointment of auditors To appoint independent auditors for the ensuing year.	ABSTAIN
		SR	Special business To receive and consider for approval, with or without amendments, proposed changes to the Company's Articles of Association That Article 57 be amended to read as follows: "No business shall be transacted at any general meeting unless a quorum of members is present at the time when the meeting proceeds to business. Save as herein otherwise provided, a quorum shall be four members holding at least 51% of the Company's issued shares entitled to attend and vote at the general meeting and present either in person or by proxy"	FOR
			That Article 99 be amended to read as follows: "Notwithstanding anything to the contrary in the Companies Act (Chapter 24:03) and in these Articles of Association, subject to the provisions of Article 98, at each Annual General Meeting, all the non-executive directors shall retire and may make themselves available for re-election".	FOR
			That Article 102 be deleted in its entirety	FOR
			That Article 108 be amended to read as follows: "The Directors may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit. Questions arising at any meeting shall be decided by a majority of votes. In the case of an equality of votes, the Chairman shall have a second or casting vote. A Director may, and the Secretary on the requisition of a Director shall, at any time summon a meeting of the Directors". That the quoted section of article 109 be amended to read as follows: "The quorum necessary for the transaction of the business of the Directors shall be a majority of the Directors, of which at least one must at all times be an Executive Director".	FOR
			That a new Article, Article 109(a) be inserted as follows: "A Director shall be deemed to be present at a meeting of the Directors if he participates by telephone or other electronic means and all Directors participating in the meeting are able to hear and communicate with one another"	FOR
			That the quoted section to amended to read as follows: "Any such resolution may consist of several documents including facsimile (or other similar means of electronic communication), each of which may be signed by one or more Directors (or their alternates, if applicable), and shall be deemed to have been passed on the date on which it was signed by the last Director who signed it (unless a statement to the contrary is made in that resolution) by 1 or more Directors"	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
		OR03	To note the retirement of Messrs Clever Matigimu, Hamish Rudland, Bernard Manyenyeni as directors of the company in accordance with the Company's Articles of Association. Messrs Hamish Rudland and Bernard Manyenyeni are not offering themselves for re-election. 3.2. To re-elect Mr Clever Matigimu as director of the Company. In terms of the Articles of Association, Mr Clever Matigimu retire by rotation at the Company's AGM and, him being eligible, offer himself for re-election. 3.3. To note and ratify the appointment of Robert Edward Kuipers as the director of the Company.	FOR
		OR04	To approve the remuneration of the auditors for the past year and to consider the re-appointment of EY Chartered Accountants (Zimbabwe) as auditors for the ensuing year	ABSTAIN
30-Jun-16	HWANGE AGM	OR01	To receive and consider the audited accounts and the reports of the directors and of the auditors for the year ended 31 December 2015.	ABSTAIN
		OR02	Resignation of Directors: The Company received notices of resignation from Non-executive Directors Messrs Shingirayi Norman Chibhanguza and Ian Chamunorwa Haruperi effective 12 February 2016. A notice of resignation was also received from Non-executive Director and Acting Board Chairman Mr Jemister Chininga effective 15 May 2016.	NOTED
		OR03	Appointment of Directors: Following on 1.2 above, the Company has received nominations of persons to be appointed in the stead of the Directors retiring. Shareholders are being requested to pass an ordinary resolution for the appointment of the following nominations, listed in alphabetical order, as Directors of the Company; Chitando Winston, Kutekwatekwa Wenceslaus Tarugarira and Masuku Ntombizodwa (Mrs). The confirmation of willingness to be elected was also received from the aforementioned persons.	ABSTAIN
		OR04	Re-appointment of Directors retiring by rotation: Messrs Winston Chitando, Wencelaus Tarugarira Kutekwatekwa and Mrs Ntombizodwa Masuku retire by rotation at the forthcoming Annual General Meeting. The retiring Directors being eligible offer themselves for re-election. Their brief resumes appear on pages 27 and 28 of the 2015 annual report	ABSTAIN
		OR05	To approve the Directors' fees for the year ended 31 December 2015	FOR
		OR06	To approve the remuneration of the auditors for the year ended 31 December 2015.	FOR
		OR07	To elect auditors of the Company, Grant Thornton Chartered Accountants (Zimbabwe) for the ensuing year	ABSTAIN
30-Jun-16	FBC AGM	OR01	To receive, consider and adopt the financial statements and the reports of the directors and auditors of the company for the financial year ended 31 December 2015.	FOR
		OR02	To sanction the dividend paid	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	FBC AGM	OR03	<p>To elect Directors of the Company</p> <p>In terms of Article 95 of the Company's Articles of Association, Mr Franklin Kennedy, Mr Canada Malunga and Mr Godfrey Nhemachena retire by rotation. Being eligible, Messrs Kennedy, Malunga and Nhemachena offer themselves for re-election.</p> <p>To confirm the appointment of Mr Robin Vela to the Board</p> <p>To note the resignation of Mr Kenzias Chibota from the Board with effect from 12 October 2015 and the resignation of Mr James Matiza from the Board with effect from 16 October 2015.</p>	FOR
		OR04	To approve the remuneration of the Directors for the past financial year.	FOR
		OR05	To approve the remuneration of the auditor for the past audit and to re-appoint Messrs Deloitte & Touche Chartered Accountants (Zimbabwe) of Harare as auditor of the Company	FOR
		SR01	<p>Special business</p> <p>Share buy-back as ordinary resolutions</p> <p>To consider, and if deemed fit, to resolve by way of ordinary resolution with or without modification the following:</p> <p>1.1 Purchase of own shares</p> <p>That the Directors be and hereby authorised in terms of section 50 of the Company's Articles of Association and Section 79 of the Companies Act (Chapter 24:03) to purchase the Company's own shares subject to the following terms and conditions: The purchase price shall not be lower than the nominal value of the Company's shares and not greater than 5% (five percent) nor 5% (five percent) below the weighted average trading price for such ordinary shares traded over (5) business days immediately preceding the date of purchase of such shares by the Company.</p> <p>1.2 The shares to be acquired under this resolution shall be ordinary shares in the Company and the maximum number of shares which may be acquired under this resolution shall be 10% (ten percent) of the ordinary shares of the Company in issue prior to the date of this resolution.</p> <p>1.3 This authority shall expire on the date of the Company's next Annual General Meeting.</p> <p>1.4 That the shares purchased according to this resolution shall be utilised for treasury purposes.</p> <p>Directors' statement</p> <p>In relation to the aforesaid proposed resolution, the Directors of the Company state that:-</p> <p>i. The Company is in a strong financial position and will, in the ordinary course of business, be able to pay its debts for a period of 12 months after the Annual General Meeting.</p> <p>ii. The assets of the Company will be in excess of its liabilities for a period of 12 months after the Annual General Meeting.</p> <p>iii. The ordinary capital and reserves of the Company will be adequate for a period of 12 months after the Annual General Meeting.</p> <p>iv. The working capital of the Company will be adequate for a period of 12 months after the Annual General Meeting.</p>	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
30-Jun-16	AFSUN AGM	OR01	To receive and adopt the financial statements for the year ended 31 December 2015, together with the report of the Directors and Auditors therein.	FOR
		OR02	Pursuant to the recent amendments to the Companies Memorandum and Articles of Association, all the Non-Executive Directors will be subject to re-election at the Annual General Meeting. All the Non-Executive Directors being eligible will offer themselves for re-election at the Annual General Meeting	FOR
		OR03	To determine the Auditor's remuneration for the past audit. PricewaterhouseCoopers have indicated their willingness to continue in office	FOR
		OR04	To approve the payment of Directors' fees for the chairman and non-executive directors for the year ended 31 December 2015	FOR
07-Jul-16	NICOZ DIAMOND AGM		OM did not participate in the vote as it has no shareholding in the business	
15-Jul-16	CFI AGM (OM has no shareholding)	OR01	To receive and adopt the financial statements for the year ended 30 September 2015, together with the reports of the directors and auditors thereon.	AGAINST
		OR02	To elect directors in place of those retiring in accordance with the provisions of the Articles of Association. Messrs I V Pasi, H Matemera and S D Zinyemba were appointed to the Board after the previous AGM, and retire from the Board as per Article 58; and being eligible; they offer themselves for re-election. Mrs G Muradzikwa retires from the board by rotation, and being eligible, offers herself for re-election.	ABSTAIN
		OR03	To confirm directors' fees for the year ended 30 September 2015	FOR
		OR04	To approve the remuneration of the auditors for the year ended 30 September 2015 and to appoint auditors for the ensuing year. The present auditors, Messrs Deloitte & Touche, offer themselves for re-appointment.	FOR
		OR05	To seek shareholder approval to ratify the exceeded borrowing powers in 2015 and to seek authority to borrow to a cap of not more than US\$20 million dollars in 2016.	AGAINST
23-Jul-16	OK ZIMBABWE AGM	OR01	STATUTORY FINANCIAL STATEMENTS To receive and adopt the Financial Statements for the year ended 31 March 2016, together with the Report of the Directors and Auditors thereon.	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	OK ZIMBABWE AGM	OR02	<p>APPOINTMENT OF DIRECTORS</p> <p>In terms of the Company's Articles of Association Mrs. M. T. Rukuni and Mr. H. Nkala retire by rotation at the conclusion of the meeting. The Directors, being eligible, offer themselves for re-election.</p> <p style="text-align: right;">Mrs. M. T. Rukuni Mr. H. Nkala</p>	<p>FOR</p> <p>FOR</p>
		OR03	<p>AUDITORS' FEES AND APPOINTMENT OF AUDITORS</p> <p>Members will be asked to approve the auditors' fees for the past financial year and to reappoint Messrs. Deloitte & Touche Chartered Accountants (Zimbabwe) as auditors of the company for the ensuing year.</p>	FOR
		OR04	<p>DIRECTORS' FEES</p> <p>To approve Directors' fees for the past year.</p>	FOR
29-Jul-16	DELTA AGM	OR01	<p>Statutory financial statements</p> <p>To receive and adopt the Financial Statements for the year ended 31 March 2015, together with the Report of Directors and Auditors thereon.</p>	FOR
		OR02	<p>To appoint Directors</p> <p>Prof H C Sadza and Messrs S J Hammond and T N Sibanda are due to retire by rotation. Being eligible, they will offer themselves for re-election.</p> <p>Prof H C Sadza Messrs S J Hammond T N Sibanda</p>	<p>FOR</p> <p>FOR</p> <p>FOR</p>
		OR03	<p>Directors fees</p> <p>To approve the directors' fees for the financial year ended 31 March 2015.</p>	ENGAGE
		OR04	<p>Auditors</p> <p>To appoint Auditors for the current year and approve their remuneration for the past year</p>	ABSTAIN
		SR01	<p>Special Business</p> <p>1. Share appreciation rights scheme – 2015</p> <p>That the "Delta Corporation Limited Share Appreciation Rights Scheme - 2015" be and is hereby authorised for implementation and that the Directors can allocate up to 25 000 000 (Twenty five million) ordinary shares to this Scheme. The rules of the Scheme will be available for inspection at the registered office of the company fourteen (14) days before the meeting.</p>	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	DELTA AGM	SR02	<p>2. Share buy back</p> <p>Shareholders will be asked to consider and if deemed fit, to resolve with or without amendments, THAT the Company authorises in advance, in terms of Section 79 of the Companies Act (Chapter 24:03) the purchase by the Company of its own shares upon such terms and conditions and in such amounts as the Directors of the Company may from time to time determine and such authority hereby specifies that:</p> <p>a. the authority shall expire on the date of the Company's next Annual General Meeting;</p> <p>b. acquisitions shall be of ordinary shares which, in aggregate in any one financial year, shall not exceed 10% (ten percent) of the Company's issued ordinary share capital.</p> <p>c. the maximum and minimum prices, respectively, at which such ordinary shares may be acquired will be not more than 10% (ten percent) above and 10% (ten percent) below the weighted average of the market price at which such ordinary shares are traded on the Zimbabwe Stock Exchange, as determined over the 5 (five) business days immediately preceding the date of purchase of such ordinary shares by the Company;</p> <p>d. a press announcement will be published as soon as the Company has acquired ordinary shares constituting, on a cumulative basis in the period between Annual General Meetings, 3% (three percent) of the number of ordinary shares in issue prior to the acquisition. It will be recorded that, in terms of Companies Act and the regulations of the Zimbabwe Stock Exchange, it is the intention of the Directors of the Company to utilise this authority at a future date provided the cash resources of the Company are in excess of its requirements and the transaction is considered to be in the best interests of shareholders generally. In considering cash resource availability the Directors will take account of, inter alia, the long term cash need of the Company, and will ensure the Company will remain solvent after the re-purchase.</p>	FOR
01-Aug-16	PPC EGM	SR01	<p>Approval of the increase to the authorised shares of the Company</p> <p>Increase the number of authorised PPC Shares from 700,000,000 to 10,000,000,000, by the creation of 9,300,000,000 PPC Ordinary Shares. The reason to increase authorised issued shares is to ensure the Company has sufficient authorised stated capital to implement the Proposed Rights Offer and for any future issue of PPC Shares.</p>	FOR
		SR02	<p>Amendments to the MOI</p> <p>Subject to the passing of special resolution 1, the MOI be and is hereby amended in order to give effect to special resolution 1. The reason for proposing special resolution 2 is to amend the MOI as required by section 36(2)(a) of the Companies Act. Such that the MOI reflects the Company's new authorised stated capital as approved pursuant to the passing of special resolution 1.</p>	FOR
		SR03	<p>Authorisation for the ability to issue 30% or more of the company's ordinary shares for the purposes of implementing the proposed rights offer</p> <p>That directors be and are hereby authorised to issue PPC Shares in the authorised but unissued stated capital of the Company as are required pursuant to and for the purposes of implementing the Proposed Rights Offer, even if such number of PPC Shares have voting power equal to or in excess of 30% of the voting rights of all PPC shares immediately prior to such issue. Such authority includes the authority to allot and issue any PPC shares in the authorised but unissued stated capital of PPC to any underwriter(s) of the Proposed Rights Offer and any other person falling within the ambit of section 41(1) of the Companies Act, being Director, future Director, prescribed offer or future-prescribed officer of PPC or a person related or interrelated to the Company or related or inter-related to a Director or prescribed officer of PPC.</p> <p>The reason for special resolution 3 is to authorise the issue of PPC Shares which have voting rights equal to or in excess of 30% of the voting rights of all PPC Shares immediately prior to the issue and/or to a person falling within the ambit of section 41(1) of the Companies Act.</p>	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	PPC EGM	OR01	<p>Placing the control of the Authorised but unissued shares under the control of the directors for the purpose of implementing the proposed rights offer</p> <p>PPC shares in the authorised but unissued stated capital are hereby placed under the control of the Directors with specific authority to issue such PPC Shares upon such terms and conditions as they may determine for the specific purpose of implementing the Proposed Rights Offer, subject to the provisions of the Companies Act, the MOI and the Listings Requirements.</p> <p>Reason for the resolution is to place PPC Shares in the authorised but unissued stated capital of the Company under the control of Directors with specific authority to issue such PPC Shares for the specific purpose of implementing the Proposed Rights Offer.</p>	FOR
		OR02	<p>Waiver of Mandatory Offer Provisions of the Companies Act</p> <p>Resolved that, in the event that pursuant to their obligations to underwrite the Proposed Rights Offer, one or more of the underwriters to the Proposed Rights offer, is able to exercise at least 35% of all of the voting rights attached to the PPC Ordinary Shares, the benefit of a mandatory offer from such underwriter or underwriters in terms of section 123 of the Companies Act to acquire any remaining securities of PPC on terms determined in accordance with the Companies Act and the Takeover Regulations, be and is hereby irrevocably waived as contemplated in Regulation 86(4) of the Companies Regulations.</p> <p>The reason for the resolution is that section 123(3) of the Companies Act provides that, in the event that pursuant to the acquisition of a beneficial interest in voting rights attached to securities of a company, a person is able to exercise at least 35% of all the voting rights attached to the securities of that company, the person is required to offer to acquire any remaining securities of that company on terms determined in accordance with the Companies Act and the Takeover Regulations. Regulation 86(4) of the Companies Regulations provides that a transaction is exempt from the obligation to make a mandatory offer if the independent holders of more than 50% of the general voting rights of all issued securities of the company have agreed to waive the benefit of such a mandatory offer. The adoption of this resolution will give effect to a waiver of the right to receive a mandatory offer from the underwriters of the Proposed Rights Offer in the event that, pursuant to the Proposed Rights Offer, one or more such underwriters is able to exercise at least 35% of all the voting rights attached to securities PPC.</p>	FOR
05-Aug-16	PG AGM's	OR01	<p>Financial Statements</p> <p>To receive and adopt the financial statements for the year ended 31 December 2013, 31 December 2014 and 31 December 2015 together with the report of the Directors and the Auditors thereon.</p>	<p>2015 AGAINST</p> <p>2014 FOR</p> <p>2013 FOR</p>
		OR02	<p>Directors' Remuneration</p> <p>To approve the remuneration payable for the year ended 31 December 2013, 31 December 2014 and 31 December 2015.</p>	<p>2015 FOR</p> <p>2014 FOR</p> <p>2013 FOR</p>

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	PG AGM's	OR03	Election of Directors In terms of Article 110 of the Articles of Association, Mr F M Dzanya, Mr H Matemera and Mrs R Likukuma retire by rotation and being eligible offer themselves for re-election.	F M Dzanya FOR H Matemera FOR R Likukuma FOR H M Munyati FOR
		OR04	Auditors To approve the Auditors' remuneration for the year ended 31st December 2013, 31 December 2014 and 31 December 2015 and to re-appoint Ernst & Young as auditors for the ensuing year.	2015 FOR 2014 FOR 2013 FOR
			SPECIAL BUSINESS-DELISTING FROM THE ZIMBABWE STOCK EXCHANGE To resolve, as a special resolution, that The Company delists from the Zimbabwe Stock Exchange with effect from 5 August 2016. Rational for delisting The Company's shares were suspended from trading on the Zimbabwe Stock Exchange on 31 December 2013 and this suspension has not been lifted as the Company had failed to issue audited financial statements for the years 31 December 2013 to 31 December 2015 within six months of the end of each financial year. Raising equity capital has been difficult and the Company has not been able to pay its annual listing fees.	FOR
10-Aug-16	SEED CO AGM	OR01	To receive, approve and adopt the Financial Statements and Reports of the Directors and Auditors for the financial year ended 31 March 2016	FOR
		OR02	Messrs C Kabaghe, D Long, and M S Ndoro will retire by rotation and being eligible, offer themselves for re-election. Messrs J P Rooney and C M B Utete will retire and will not be seeking re-election.	C Kabaghe FOR D Long FOR M S Ndoro FOR
		OR03	To approve Directors' fees	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	SEED CO AGM	OR04	To approve the remuneration of the auditors for the past audit and re-appoint Ernst & Young, Chartered Accountants (Zimbabwe) as auditors for the current year	FOR
		SR01	Loans for Directors To resolve as an ordinary resolution, with or without amendments:- "That the Company be and is hereby authorised to make any loan to any Executive Director or to enter into any guarantee or provide any security in connection with a loan to such Executive Director for the purpose of enabling him to properly perform his duty as an officer of the Company, as may be determined by the Remuneration Committee of the Board of Directors, provided that the amount of the loan or the extent of the guarantee or security shall not exceed the annual remuneration of that Director".	FOR
		SR02	Amendments to Articles of Association To consider and if deemed fit, pass with or without amendment, the following resolution as special resolutions: Directors Term of Office Paragraph 96 (g) of the Company's Articles of Association be amended by the inclusion of the following paragraph: "Any persons that are seventy years old are disqualified persons from holding position of director of the company"	FOR
		SR03	Share Buy Back To consider and if deemed fit, resolve as a special resolution: That the Company be authorised in advance, in terms of Article 50A of the Company's Articles of Association and section 79 of the Companies Act [Chapter 24:03] and the Zimbabwe Stock Exchange Listing Requirements, to purchase its own shares, but subject to the following:- i. This Authority shall expire on the date of the Company's Next Annual General Meeting; and ii. Acquisitions shall be of ordinary shares which, in aggregate shall not exceed one million shares (0,426% of issued share capital) and iii. The maximum and minimum prices respectively, at which such ordinary shares may be acquired will be weighted average of the market price at which such ordinary shares are traded on the Zimbabwe Stock Exchange, as determined over the 5 (five) business days immediately preceding the date of purchase of such ordinary shares by the company; and iv. A press announcement will be published as soon as the company has acquired ordinary shares constituting on a cumulative basis in the period between annual general meetings, (0,426% of issued share capital) of the number of ordinary shares in issue prior to the acquisition. It will be recorded that, in terms of Companies Act and the regulations of the Zimbabwe Stock Exchange, it is the intention of the Directors of the Company to utilise this authority at a future date provided the cash resources of the Company are in excess of its requirements and the transaction is considered to be in the best interests of shareholders generally. In considering cash resource availability the Directors will take account of, inter alia, the long term cash need of the Company, and will ensure the Company will remain solvent after the re-purchase.	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
10-Aug-16	ARISTON EGM	SR01	RESOLUTION 1 - SPECIAL RESOLUTION: CONVERSION OF US\$4,000,000 WORTH OF SHAREHOLDERS' LOANS INTO EQUITY To consider and, if thought fit, to pass, with or without amendment(s), the following as a Special Resolution: "In accordance with article 4.1 of the Company's Articles, an amount of US\$4,000,000 (Four Million United States Dollars), being shareholder debt (capital portion) in the books of the company as at 30 September 2015, be converted at a conversion price of US\$0.018 into 222,200,000 (Two Hundred and Twenty-Two Million, Two Hundred Thousand) ordinary shares of a nominal value of US\$0.001 each, all of which are issued to Origin, as described in the attached Circular. Shareholders are also advised of the waiver of interest amounting to US\$1,534,202 by Origin and Afrifresh that will form part of this Transaction." This resolution is subject to a special majority of the Company's non-conflicted shareholders to cast their vote in favour of the resolution.	FOR
		SR02	RESOLUTION 2 - SPECIAL RESOLUTION: THE ISSUE OF SHARES TO ORIGIN BY WAY OF PRIVATE PLACEMENT AND THE WAIVER OF PRE EMPTIVE RIGHTS To consider and, if thought fit, to pass, with or without amendment(s), the following as a Special Resolution in terms of Section 5.83 of the Zimbabwe Stock Exchange Listing Requirements: "That subject to the approval of Special Resolution 1, existing shareholders, hereby irrevocably waive their pre-emptive rights in respect of the said 222,200,000 (Two Hundred and Twenty-Two Million, Two Hundred Thousand) ordinary Ariston shares of a nominal value of US\$ 0,001 each to facilitate the said issue thereof to Origin Global Holdings Limited." This resolution will require that not less than 90% of members present in person or by proxy, entitled to vote at the meeting, vote in favour of this resolution.	FOR
		SR03	RESOLUTION 3 - ORDINARY RESOLUTION: DIRECTORS EMPOWERED "That the directors of the Company (or any duly authorised committee thereof be, and are, hereby authorised to do all such things that they may consider necessary or desirable to give effect to, or pursuant to, or in connection with, the Proposed Transaction as described in the attached Circular"	FOR
24-Aug-16	NTS AGM	OR01	Financial statements To receive, consider and adopt the Company's financial statements for the year ended 31 March 2016 together with the report of the Directors and auditors thereon.	FOR
		OR02	To approve the Directors' remuneration for the year ended 31 March 2016	FOR
		OR03	To appoint Directors: 3.1 Mr. B.V. Mancama and Mr. S.N. Mandimika retire by rotation in terms of Article 98 of the Company's Articles of Association and being eligible, offer themselves for re-election. 3.2 Mr. A. Ushe was appointed as Director during the year and members are requested to confirm his appointment. He retires in terms of Article 105 of the Company's Articles of Association and being eligible offers himself for re-election. <div style="text-align: right;"> Mr A Ushe Mr S.N Mandimika </div>	FOR FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	NTS AGM	OR04	Auditors To approve the remuneration of the auditors for the financial year ended 31 March 2016 and to appoint BDO Zimbabwe Chartered Accountants as auditors for the financial year ending 31 March 2017.	FOR
15-Sep-16	PGI EGM		Notice of an Extraordinary General Meeting (EGM) On 6 July 2016, the High Court of Zimbabwe granted permission for PG to propose a new scheme of arrangement. If the Secondary Scheme of Arrangement is sanctioned by the court, it sets aside the initial scheme of arrangement which was sanctioned by the court on 1 April 2015. Mr Justice Moses Hungwe Chinhengo or failing him, other legal practitioner nominated by Dube, Manikai and Hwacha, has been appointed as Chairperson of the Scheme Meetings. The Scheme Meetings will take place at Royal Harare Golf Club on Thursday 15 September 2016, (adjourned from Friday 5 August 2016) as follows: (i) Meeting between PG and shareholders at 0930hours (ii) Meeting between PG and secured lenders at 1030hours (iii) Meeting between PG and preferred creditors at 1130hours (iv) Meeting between PG and concurrent creditors at 1200hours · The Chairperson shall be available at 7 Elsworth Road, Belgravia Harare	FOR
20-Sep-16	Bindura AGM	OR01	Financial Statements and Reports · To receive, consider and adopt the Financial Statements and Reports of the Directors and Auditors for the financial year ended 31 March 2016.	FOR
		OR02	Directorate 2.1 To re-elect the following Directors who retire by rotation and, being eligible, offer themselves for re-election in terms of Articles 100 and 101 of the Company's Articles of Association: · Dr Xian Jian Guo · Mr Yim Chiu Kwan · Mr Muchadeyi Ashton Masunda · Mr David Edgar Hoover Murangari To approve the remuneration of the Directors for the year ended 31 March 2016	FOR FOR FOR FOR
		OR03	Auditors 3.1 To confirm the appointment of Messrs Ernst & Young Chartered Accountants (Zimbabwe) as Auditors to hold office until the conclusion of this Annual General Meeting. 3.2 To fix the remuneration of the Auditors for the past audit. 3.3 To appoint Auditors to hold office until the conclusion of the next AGM.	FOR FOR FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
		OR04	<p>Staff Share Option Scheme (2016)</p> <p>To consider and, if deemed fit, to pass with or without amendment, the following resolution:</p> <p>As an Ordinary Resolution – Staff Share Option Scheme (2016) Preamble At an Annual General Meeting of the Company held on 23 September 2010, Shareholders authorised the Directors to establish the BNC Share Option Scheme (2010) for the benefit of eligible employees and directors and to set aside an allocation of ordinary shares in the capital of the Company equivalent to 5% of the Company's issued share capital for the Scheme. Shareholders also approved the Scheme document dated 23 September 2010. Subsequently, the Zimbabwe Stock Exchange ("the ZSE") also approved the Scheme document in terms of the ZSE's Listing Rules. At the time that the Share Option Scheme (2010) was approved, the Company's issued share capital was 126 048 355 (one hundred and twenty six million and forty eight thousand three hundred and fifty five) ordinary shares. Accordingly, the Share Option Scheme (2010) was established with an allocation of 6 302 417 (six million three hundred and two thousand four hundred and seventeen) ordinary shares. Up to now, no shares have been granted or allotted to eligible employees or directors in terms of the Share Option Scheme (2010), for a variety of reasons including the following:</p> <p>a) between 2008 and the latter part of 2012, the Company was put under Care and Maintenance and, therefore, it was deemed inappropriate to grant any shares from the Scheme during that period;</p> <p>b) the Company's issued share capital was increased in September 2012, following a successful Rights Offer, from 126 048 355 (one hundred and twenty six million and forty eight thousand three hundred and fifty five) to 1 210 213 657 (one billion two hundred and ten million two hundred and thirteen thousand six hundred and fifty seven) ordinary shares;</p> <p>c) As a consequence of (b) above, the total number of shares allocated to the 2010 Scheme, amounting to 6 302 417 (six million three hundred and two thousand four hundred and seventeen) ordinary shares (being 5% of the previous issued share capital of 126 048 355 ((one hundred and twenty six million and forty eight thousand three hundred and fifty five)) ordinary shares) became insignificant in percentage terms (0.52%) and therefore unattractive, when compared to the Company's new issued share capital post the Rights Issue, which amounted to 1 210 213 657 (one billion two hundred and ten million two hundred and thirteen thousand six hundred and fifty seven) ordinary shares. As at today's date, the number of shares in issue has increased by 29 442 934 (twenty nine million four hundred and forty two thousand nine hundred and thirty four) from 1 210 213 657 (one billion two hundred and ten million two hundred and thirteen thousand six hundred and fifty seven) to 1 239 656 591 (one billion two hundred and thirty nine million six hundred and fifty six thousand five hundred and ninety one) ordinary shares following a series of additional share issues by way of private placement in favour of a selection of the Company's creditors in lieu of debt settlement, as duly authorised by Shareholders at an Annual General Meeting of the Company, which was held on 19 September 2013. At an Extraordinary General Meeting of the Company, which was held on 29 June 2012, Shareholders voted in favour of placing all unissued ordinary shares of the Company under the control of the Directors for an indefinite period, to be issued in compliance with the terms of the Memorandum and Articles of Association and the Zimbabwe Stock Exchange listing requirements. In terms of that authority, and in the light of the foregoing as well as due to the continued need to attract and retain key members of staff, the Directors hereby propose the withdrawal of the BNC Share Option Scheme (2010) and its replacement by a new scheme, to be called the "BNC Share Option Scheme (2016)". The proposed BNC Share Option Scheme (2016) document is available for inspection at the Company's registered address and at this Annual General Meeting.</p> <p>Accordingly, it is RESOLVED THAT, subject to approval by the ZSE, the Directors of the Company be and they are hereby authorised:</p> <p>a) to withdraw the BNC Share Option Scheme (2010) and to replace it with a new scheme, to be called the "BNC Share Option Scheme</p> <p>b) to set aside an allocation of ordinary shares in the capital of the Company equivalent to 7.5% of the Company's issued share capital, amounting in total to 92 974 244 (ninety two million nine hundred and seventy four thousand two hundred and forty four) ordinary shares for the BNC Scheme Option Scheme (2016).</p>	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote																					
27-Sep-16	HIPPO AGM	OR01	To receive, approve and adopt the Financial Statements and Reports of the Directors and Auditors for the financial year ended 31 March 2016	FOR																					
		OR02	To approve the remuneration of the auditors for the past audit and re-appoint Deloitte & Touché as auditors for the current year.	FOR																					
		OR03	To elect Directors in place of Messrs M H Munro, JP Maposa and PH Staude who retire by rotation in terms of article 100 of the Articles of Association, and who, being eligible, offer themselves for re-election. Motions for re-election will be moved individually;	MH Munro (Tongaat CFO) FOR JP Maposa FOR PH Staude (Tongaat CEO) FOR																					
		OR04	To consider and, if deemed -, to pass, with or without modification, the following resolution: Ordinary Resolution o "Resolution as an ordinary resolution that the proposed fees, set out below, payable to non-executive Directors for their services as Directors on the Board and Board Committees for the period 1 April 2016 to 31 March 2017 be and are hereby approved".	FOR																					
		<table border="1"> <thead> <tr> <th></th> <th>Existing Quarterly Fee US\$</th> <th>Proposed Quarterly Fee 1 April 2016 to 31 March 2017* US\$</th> </tr> </thead> <tbody> <tr> <td>Hippo Valley Estates Limited Board</td> <td></td> <td></td> </tr> <tr> <td>Chairman</td> <td>6,174</td> <td>6,174</td> </tr> <tr> <td>Non-Executive Director</td> <td>3,087</td> <td>3,087</td> </tr> <tr> <td>Audit and Compliance Committee</td> <td></td> <td></td> </tr> <tr> <td>Chairman</td> <td>3,087</td> <td>3,087</td> </tr> <tr> <td>Non-Executive Director</td> <td>1,534</td> <td>1,543</td> </tr> </tbody> </table>			Existing Quarterly Fee US\$	Proposed Quarterly Fee 1 April 2016 to 31 March 2017* US\$	Hippo Valley Estates Limited Board			Chairman	6,174	6,174	Non-Executive Director	3,087	3,087	Audit and Compliance Committee			Chairman	3,087	3,087	Non-Executive Director	1,534	1,543	
	Existing Quarterly Fee US\$	Proposed Quarterly Fee 1 April 2016 to 31 March 2017* US\$																							
Hippo Valley Estates Limited Board																									
Chairman	6,174	6,174																							
Non-Executive Director	3,087	3,087																							
Audit and Compliance Committee																									
Chairman	3,087	3,087																							
Non-Executive Director	1,534	1,543																							
29-Sep-16	Star Africa AGM	OR01	Financial statements To receive and approve the Audited Financial Statements and the Reports of the Directors and Auditors for the year ended 31 March 2016.	ABSTAIN																					
		OR02	Resignation of Director To note the resignations of Dr H. Chikova and Mr K. Chibota from the Board subsequent to year end.	NOTED																					

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	Star Africa AGM	OR03	Re-election of Directors To elect Directors who retire by rotation, in terms of Article 100 of the Articles of Association. Mr R.J. Mbire and Mr J. Mutizwa retired by rotation and being eligible offer themselves for re-election. <div style="text-align: right;">MR Mbire Mr Mutizwa</div>	FOR FOR
		OR04	Confirmation of appointment of a Director To confirm the appointment of Ms T. Mutasa and Mr A.J. Musemburi as Directors of the Company with effect from 17 March 2016. In accordance with Articles of Association 107, they will both retire at the Company's Annual General Meeting and being eligible, both offer themselves for re-election.	ABSTAIN
		OR05	Directors' Remuneration To approve fees accrued to directors for the year ended 31 March 2016.	FOR
		OR06	Auditors To approve the remuneration of the independent auditors for the year ended 31 March 2016 and to reappoint auditors for the ensuing year. Ernst and Young have indicated their willingness to continue as Independent Auditors to the company for the ensuing year.	FOR ABSTAIN
		SR01	SPECIAL BUSINESS Ratification of Borrowings in excess of authorised limits As an ordinary resolution, to ratify the Company's excess borrowings in accordance with Article 87 of the Company's Articles of Association	FOR
02-Nov-16	AFDIS AGM	OR01	Statutory financial statements To receive and adopt the financial statements for the year ended 30 June 2016 with the Reports of the Directors and Auditors.	FOR
		OR02	To appoint Directors In terms of Article 99 of the Company's Articles of Association, Messrs R H M Maunsell, S W Klopper and M Valela retire from the Board by rotation but, being eligible offer themselves for re-election. Messers C Z Guyo and A Chitapi resigned from the Board on 1 September 2006.	ABSTAIN
		OR03	Directors fees To confirm the fees of Directors for the year ended 30 June 2016 of US\$88 386, and approve the recommendations of the Remuneration Committee for the fees for the year ending 30 June 2017	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	AFDIS AGM	OR04	Auditors To appoint Auditors for the current year and approve their remuneration for the past year ended 30 June 2016 of US\$68 000.	FOR
		SR01	Share buy back Shareholders will be asked to consider and if deemed fit, to resolve with or without amendments, THAT the Company authorises in advance, in terms of section 79 of the Companies Act (Chapter 24:03). The purchase by the Company of its own shares upon such terms and conditions and in such amounts as the directors of the Company may from time to time determine and such authority hereby specifies that: a. The authority shall expire on the date of the Company's next Annual General Meeting; b. acquisitions shall be of ordinary shares which, in aggregate in any one financial year, shall not exceed 10% (ten percent) of the Company's issued ordinary share capital. c. the maximum and minimum prices, respectively, at which such ordinary shares may be acquired will be not more than 5% (five percent) above and 5% (five percent) below the weighted average of the market price at which such ordinary shares are traded on the Zimbabwe Stock Exchange, as determined over the 5(five) business days immediately preceding the date of purchase of such ordinary shares by the Company. d. a press announcement will be published as soon as the Company has acquired ordinary shares constituting, on a cumulative basis in the period between Annual General Meetings, 3% (three percent) of the number of ordinary shares in issue prior to the acquisition. After considering the effect of the maximum repurchase of the shares, the Directors are confident that: a. The company will be able to pay its debts for a period of 12 months after the date of the notice of the Annual General Meeting. b. The assets of the Company will be in excess of its liabilities. c. The share capital and reserves of the Company are adequate for a period of 12 months after the date of the notice of the Annual General Meeting. d. The Company will have adequate working capital for a period of 12 months after the date of the notice of the Annual General Meeting. It will be recorded that, in terms of the Companies Act and the regulations of the Zimbabwe Stock Exchange, it is the intention of the Directors of the Company to utilise this authority at a future date provided the cash resources of the Company are in excess of its requirements and the transaction is considered to be in the best interests of shareholders generally. In considering cash resource availability the Directors will take account of, inter alia, the long term cash needs of the Company, and will ensure the Company will remain solvent after the re-purchase	FOR
09-Nov-16	NATFOODS AGM	OR01	To receive, approve and adopt the Financial Statements and Reports of the Directors and Auditors for the financial year ended 30 June 2016.	FOR
		OR02	1. To elect the following Directors, Messrs Michael Lashbrook and Noel Doyle who retire by rotation in terms of the Articles of Association of the Company, and being eligible, offer themselves for re-election.	ABSTAIN

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	NATFOODS AGM	OR03	1. To approve the appointment of Mr Godfrey Gwainda who was appointed as a Director of the Company with effect from 18th August 2016, and who in terms of the Articles of Association of the Company is required to retire from the Board at the Annual General Meeting and being eligible, offers himself for re-election.	ABSTAIN
		OR04	To approve Directors' fees for the financial year ended 30 June 2016.	FOR
		OR05	To re-appoint Ernst & Young as Auditors of the Company until the conclusion of the next Annual General Meeting and to approve their remuneration for the past audit.	FOR
		SR01	<p>SPECIAL BUSINESS</p> <p>1. Share Buy Back To consider, and if deemed appropriate, to pass with or without amendment, the following ordinary resolution:- That the Company be authorised in advance, in terms of section 79 of the Companies Act [Chapter 24:03] and the Zimbabwe Stock Exchange Listing Requirements, to purchase its own shares, upon such terms and conditions and in such amounts as the Directors of the company may from time to time determine, but subject to the following:-</p> <p>i) This Authority shall expire on the date of the Company's Next Annual General Meeting; and</p> <p>ii) Acquisitions shall be of ordinary shares which, in aggregate in any one financial year, shall not exceed (ten per cent) of the Company's issued ordinary share capital as at the date of this resolution; and</p> <p>iii) The maximum and minimum prices respectively, at which such ordinary shares may be acquired will be weighted average of the market price at which such ordinary shares are traded on the Zimbabwe Stock Exchange, as determined over the 5 (five) business days immediately preceding the date of purchase of such ordinary shares by the company; and</p> <p>iv) A press announcement will be published as soon as the company has acquired ordinary shares constituting on a cumulative basis in the period between annual general meetings, (three per cent) of the number of ordinary shares in issue prior to the acquisition.</p> <p>Note:- In terms of this resolution, the Directors are seeking authority to allow use of the Company's available cash resources to purchase its own shares in the market in terms of the Companies Act and the regulations of the Zimbabwe Stock Exchange, for treasury purposes. The Directors will only exercise the authority if they believe that to do so would be in the best interests of shareholders generally. In exercising this authority the Directors will duly take into account following such repurchase, the ability of the Company to be able to pay its debts in the ordinary course of business, the maintenance of an excess of assets over liabilities, and for the Company the adequacy of ordinary capital and reserves as well as working capital.</p>	FOR
		SR02	<p>Loans to Directors</p> <p>To resolve any ordinary resolution, with or without amendments:- "That the Company be and is hereby authorised to make any loan to any Executive Director or to enter into any guarantee or provide any security in connection with a loan to such Executive Director for the purpose of enabling him to properly perform his duty as an officer of the Company, as may be determined by the Remuneration Committee of the Board of Directors, provided that the amount of the loan or the extent of the guarantee or security shall not exceed the annual remuneration of that Director".</p>	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
11-Nov-16	COLCOM AGM	OR01	To receive and consider the annual financial statements for the year ended 30 June 2016, together with the report of the Directors and the Auditors thereon.	FOR
		OR02	To re-elect retiring Directors: Mr B. Fairlie and Mr. J.P. Schonken who retire by rotation and being eligible they offer themselves for re-election.	ABSTAIN
		OR03	To approve the appointment as a Director of Mr G. Gwainda, who was appointed as a Director on the 16th August 2016 subsequent to the last Annual General Meeting of the Company, and who in terms of the Articles of Association of the Company is required to retire from the Board at this Annual General Meeting and being eligible, offers himself for re-election	ABSTAIN
		OR04	To approve Directors fees for the financial year ended 30 June 2016.	FOR
		OR05	To approve the remuneration of the auditors' for the financial year ended 30 June 2016 and reappoint Ernst & Young of Harare as auditors of the Company until the conclusion on the next Annual General Meeting.	FOR
		SR01	SPECIAL BUSINESS 1. To consider and, if deemed fit, to pass with or without modification, the following ordinary resolution: "That the Company authorises in advance, in terms of section 79 of the Companies Act (Chapter 24:03) and the Zimbabwe Stock Exchange (ZSE) Listing Requirements, the purchase by the Company of its own shares upon such terms and conditions and in such amounts as the Directors of the Company may from time to time determine and such authority hereby specifies that: i) the authority in terms of this resolution shall expire on the date of the Company's next Annual General Meeting; and ii) acquisitions shall be of ordinary shares which, in the aggregate in any one financial year, shall not exceed 10% (ten percent) of the Company's issued ordinary share capital; and iii) the maximum and minimum prices, respectively, at which such ordinary shares may be acquired will be the weighted average of the market price at which such ordinary shares are traded on the ZSE, as determined over the 5 (five) business days immediately preceding the date of purchase of such ordinary shares by the Company; and iv) a press announcement will be published as soon as the Company has acquired ordinary shares constituting, on a cumulative basis in the period between annual general meetings, 3% (three percent) of the number of ordinary shares in issue prior to the acquisition; and v) if during the subsistence of this resolution the Company is unable to declare and pay a cash dividend then this resolution shall be of no force and effect." Note:- In terms of this resolution, the Directors are seeking authority to allow use of the Company's available cash resources to purchase its own shares in the market in terms of the Companies Act and the regulations of the ZSE, for treasury purposes. The Directors will only exercise the authority if they believe that to do so would be in the best interests of shareholders generally. In exercising this authority, the Directors will duly take into account following such repurchase, the ability of the Company to pay its debts in the ordinary course of business, the maintenance of an excess of assets over liabilities, and for the Company and Group, the adequacy of ordinary capital and reserves as well as working capital.	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	COLCOM AGM	SR02	To resolve as an ordinary resolution, with or without amendments: "That the Company be and is hereby authorised to make any loan to any Executive Director or to enter into any guarantee or provide any security in connection with a loan to such Executive Director for the purpose of enabling him to properly perform his duty as an officer of the Company, as may be determined by the Remuneration Committee of the Board of Directors, provided that the amount of the loan or the extent of the guarantee or security shall not exceed the annual remuneration of that Director."	FOR
25-Nov-16	SIMBISA AGM	OR01	To receive and approve the Audited Financial Statements and the Reports of the Directors and Auditors for the nine months ended 30 June 2016.	FOR
		OR02	To confirm the appointment of Mr. S.Z Eceolaza, Mr. A.B.C Chinake, Mr. B.S Dionisio, Mr. A Gupta, Mr. Z Koudounaris, Mr. I.K Tomazos and Mr. E.D.K Vardas as Directors of the Company with effect from 21 August 2015. Mr A.B.C Chinake and Amit Gupta as non-executive directors and Mr B.S Dionisio and Mr S.Z Eceolaza ad executive directors. Mr. Z Koudounaris, Mr. I.K Tomazos and Mr. E.D.K Vardas	FOR ENGAGE
		OR03	To elect Directors who retire by rotation, in terms of Article 89 of the Articles of Association. Mr. S.Z Eceolaza, Mr. A.B.C Chinake and Mr. A Gupta, retired by rotation and being eligible offer themselves for re-election	FOR
		OR04	To approve fees accrued to Directors for the nine months ended 30 June 2016.	ABSTAIN
		OR04	To approve the remuneration of the independent auditors for the nine months ended 30 June 2016 and to reappoint auditors for the ensuing year. Ernst and Young of Harare have indicated their willingness to continue as Independent Auditors to the Company for the ensuing year.	FOR
		SR01	Special Business Limits on Borrowing Powers of Directors. To consider and, if deemed fit, to pass with or without modifications, an ordinary resolution amending the Articles by the insertion of a new Article 112A as follows: "The borrowings, loans and payments of any sums of money referred to in Article 112 above shall not exceed at any one time, the issued and fully paid share capital of the Company multiplied by a factor of five hundred and fifteen (515), save with the sanction of the Company in general meeting." Note The Articles of Association at Article 112 grant the directors unlimited borrowing powers. The purpose of the amendment is to place a cap on the borrowing powers of the directors to an amount based on a multiple of the issued and fully paid share capital of the Company for any one financial year. The borrowing limit as at 30 June 2016 based on this formula is USD 28,674,170. This limit has been determined from twice the annual earnings before interest, tax, depreciation and amortization for the Company and its subsidiaries for the financial year ended 30 June 2016.	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	SIMBISA AGM	SR02	<p>Share Buy-back</p> <p>To consider and, if deemed fit, to pass with or without modifications, the following ordinary resolution: "That the Company authorizes in advance, in terms of section 79 of the Companies Act and the Zimbabwe Stock Exchange (ZSE) Listing requirements, the purchase by the Company of its own shares upon such terms and conditions and in such amounts as the Directors of the Company may from time to time determine and such authority hereby specifies that:</p> <p>I. The authority in terms of this resolution shall expire on the date of the Company's next Annual General Meeting; and</p> <p>II. Acquisitions shall be of ordinary shares which, in the aggregate in any one financial year, shall not exceed 10% (ten percent) of the Company's issued ordinary share capital; and</p> <p>III. The price at which such ordinary shares may be acquired will be not more than 5%(five percent) above and 5% (five percent) below the weighted average of the market price as determined over the 5 (five) business days immediately preceding the date of purchase of such ordinary shares by the Company; and</p> <p>IV. A press announcement will be published as soon as the Company has acquired such ordinary shares constituting, on a cumulative basis in the period between annual general meetings, 3% (three percent) of the number of ordinary shares in issue prior to the acquisition; and</p> <p>V. If during the subsistence of this resolution the Company is unable to declare and pay a cash dividend, then this resolution shall be of no force and effect".</p> <p>Note</p> <p>In terms of this resolution, the Directors are seeking authority to allow use of Company's available resources to purchase its own shares in the market in terms of the Companies Act and the regulations of the ZSE, for treasury purposes. The Directors will only exercise the authority if they believe that to do so would be in the best interests of shareholders generally. In exercising this authority, the Directors will duly take into account, following such repurchase, the ability of the Company to pay its debts in the ordinary course of business, the maintenance of an excess of assets over liabilities, and for the Company, the adequacy of ordinary capital and reserves as well as working capital.</p>	FOR
		SR03	<p>Loans to Executive Directors</p> <p>To resolve as an ordinary resolution, with or without amendments:</p> <p>"That the Company be and is hereby authorised to make any loans to any Executive Director or to enter into any guarantee or provide any security in connection with a loan to such Executive Director for the purpose of enabling him to properly perform his duty as an officer of the Company, as may be determined by the Remuneration Committee of the Board of Directors, provided that the amount of the loan or the extent of the guarantee or security shall not exceed the annual remuneration of that Director."</p>	FOR
29-Nov-16	AXIA AGM	OR01	To receive and approve the Audited Financial Statements and the Reports of the Directors and Auditors for the three months ended 30 June 2016	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	AXIA AGM	OR02	To re-elect retiring Directors: Mr L.E.M Ngwerume, Mr. R.M Rambanapasi, Mrs. T.C Mazingi,, Mr. Z Koudounaris and Mr. T.N Sibanda who retire by rotation and being eligible offer themselves for re-election	FOR
		OR03	To approve fees accrued to Directors for the three months ended 30 June 2016.	FOR
		OR04	To approve the remuneration of the independent auditors for the three months ended 30 June 2016 and to reappoint Ernst and Young of Harare as auditors of the company until the conclusion of the next General Meeting.	FOR
		OR05	<p>Special Business</p> <p>Approval of a Share Buy-back</p> <p>To consider and, if deemed fit, to pass with or without modifications, the following ordinary resolution: "That the Company authorizes in advance, in terms of section 79 of the Companies Act and the Zimbabwe Stock Exchange (ZSE) Listing requirements, the purchase by the Company of its own shares upon such terms and conditions and in such amounts as the Directors of the Company may from time to time determine and such authority hereby specifies that:</p> <p>I. The authority in terms of this resolution shall expire on the date of the Company's next Annual General Meeting; and</p> <p>II. Acquisitions shall be of ordinary shares which, in the aggregate in any one financial year, shall not exceed 10% (ten percent) of the Company's issued ordinary share capital; and</p> <p>III. The price at which such ordinary shares may be acquired will be not more than 5%(five percent) above and 5% (five percent) below the weighted average of the market price as determined over the 5 (five) business days immediately preceding the date of purchase of such ordinary shares by the Company; and</p> <p>IV. A press announcement will be published as soon as the Company has acquired such ordinary shares constituting, on a cumulative basis in the period between annual general meetings, 3% (three percent) of the number of ordinary shares in issue prior to the acquisition; and</p> <p>V. If during the subsistence of this resolution the Company is unable to declare and pay a cash dividend, then this resolution shall be of no force and effect".</p> <p>Note</p> <p>In terms of this resolution, the Directors are seeking authority to allow use of Company's available resources to purchase its own shares in the market in terms of the Companies Act and the regulations of the ZSE, for treasury purposes. The Directors will only exercise the authority if they believe that to do so would be in the best interests of shareholders generally. In exercising this authority, the Directors will duly take into account, following such repurchase, the ability of the Company to pay its debts in the ordinary course of business, the maintenance of an excess of assets over liabilities, and for the Company, the adequacy of ordinary capital and reserves as well as working capital.</p>	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	AXIA AGM	SR03	Approval of 2016 Axia Share Option Scheme To resolve as an ordinary resolution, with or without amendments: "That the Directors of the Company be and is hereby authorised to establish a Share Option Scheme, to be called the "2016 Axia Share Option Scheme", which Scheme shall be effective from the date that such Scheme is approved by shareholders of the company and to grant share options in respect of the rules of the Scheme (which rules will be available for inspection at the registered office of the Company 14 days before the AGM) with such options in aggregate not exceeding 54,159,344 ordinary shares being 10% of the 541,593,440 ordinary shares in issue on 17th May 2016, being the date on which the Company was listed on the ZSE.	ENGAGE
		SR04	To resolve as an ordinary resolution, with or without amendments: "That the Company be and is hereby authorised to make any loans to any Executive Director or to enter into any guarantee or provide any security in connection with a loan to such Executive Director for the purpose of enabling him to properly perform his duty as an officer of the Company, as may be determined by the Remuneration Committee of the Board of Directors, provided that the amount of the loan or the extent of the guarantee or security shall not exceed the annual remuneration of that Director."	FOR
30-Nov-16	TRUWORTHS AGM	OR01	To approve minutes of the Annual General Meeting held on November 27 2015	FOR
		OR02	To receive and adopt the financial statements and reports of the Directors and Auditors for the period ended July 10 2016.	FOR
		OR03	Mr M. P. Mahlangu and Mr D. P. Pfaff retire by rotation in terms of the Articles of Association. Both being eligible, they offer themselves for re- Mr M. P. Mahlangu Mr D. P. Pfaff	FOR FOR
		OR04	To approve the remuneration of the directors for the past financial year.	FOR
		OR05	To approve the remuneration of the auditors for the past audit.	FOR
		OR06	To re-appoint Ernst & Young as auditors until the conclusion of the next Annual General Meeting. SPECIAL BUSINESS To consider, and if deemed fit, to pass with or without modification, the following resolutions:-	FOR
		SR01	1. To obtain by ordinary resolution, as set out below, the ratification of the Company's excess borrowings for the year ended 10 July 2016 in accordance with Article 100 of the Company's Articles of Association:- "THAT the Company's excess borrowings of US\$819,130 (eight hundred and nineteen thousand one hundred and thirty dollars) in the financial year ended 10 July 2016 be and are hereby ratified."	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
		SR02	<p>2. To obtain by ordinary resolution in accordance with Article 100 of the Company's Articles of Association as set out below; "THAT the Company be and is hereby authorised to borrow up to a limit of US\$12,000,000 (twelve million United States dollars) until the conclusion of the next Annual General Meeting. The Directors must be satisfied that any borrowings incurred by the Company are in the best interest of the Company, that the terms thereof are fair and reasonable to the Company and the Company as expected will readily satisfy any financial covenants imposed by lenders for the full duration of the borrowing period."</p> <p>EXPLANATORY NOTE TO THE PROPOSED SPECIAL RESOLUTION Amendment of Article 100 of the Company's Articles of Association The Company and its subsidiaries introduced 12 month credit. This move is in line with current local and regional retail trends. The impact of the move has been to extend the working capital investment time frame. The borrowing powers in their current shape and form restrict the Company's ability to borrow to increase business performance. This has made it necessary for the Company to seek the amendment of Article 100 of its Articles of Association to include working capital for the purposes of calculating the borrowing powers of the Company.</p>	FOR
07-Dec-16	INNSCOR AGM	OR01	To receive and consider the financial statements for the financial year ended 30 June 2016 together with the reports of the Directors and Auditors thereon.	FOR
		OR02	To re-elect retiring Directors: Mr. M. J. Fowler and Mr. T N Sibanda who retire by rotation and being eligible offer themselves for re-election.	FOR
		OR03	To approve Directors' fees for the financial year ended 30 June 2016	FOR
		OR04	To approve the remuneration of the Auditors for the financial year ended 30 June 2016 and re-appoint Ernst & Young of Harare as Auditors of the Company until the conclusion of the next Annual General Meeting.	FOR
		SR01	<p>Special Business Approval of a Share Buy-back That the Company authorises in advance, in terms of section 79 of the Companies Act (Chapter 24:03) and the Zimbabwe Stock Exchange (ZSE) Listing Requirements, the purchase by the Company of its own shares upon such terms and conditions and in such amounts as the Directors of the Company may from time to time determine and such authority hereby specifies that: -</p> <p>(i) the authority in terms of this resolution shall expire on the date of the Company's next Annual General Meeting; and (ii) acquisitions shall be of ordinary shares which, in the aggregate in any one financial year, shall not exceed 10% (ten percent) of the Company's issued ordinary share capital; and</p>	FOR

2016 PROXY VOTING DISCLOSURE

Effective Date	Meeting Description	Resolution	Description	Vote
	INNSCOR AGM		<p>(iii) the maximum and minimum prices, respectively, at which such ordinary shares may be acquired will not be more than 5% (five per centum) above and 5% (five per centum) below the weighted average of the market price at which such ordinary shares are traded on the ZSE, as determined over the 5 (five) business days immediately preceding the date of purchase of such ordinary shares by the Company; and</p> <p>(iv) a press announcement will be published as soon as the Company has acquired ordinary shares constituting, on an accumulative basis in the period between annual general meetings, 3% (three percent) of the number of ordinary shares in issue prior to the acquisition; and</p> <p>(v) if during the subsistence of this resolution the Company is unable to declare and pay a cash dividend then this resolution shall be of no force and effect.</p> <p>Note:- In terms of this resolution, the Directors are seeking authority to allow use of the Company's available cash resources to purchase its own shares in the market in terms of the Companies Act and the regulations of the ZSE. The Directors will only exercise the authority if they believe that to do so would be in the best interests</p>	
		SR02	<p>Approval of the 2016 Innscor Africa Limited Share Option Scheme</p> <p>To resolve as an ordinary resolution, with or without amendments: "That the Directors of the Company be and are hereby authorised to establish a Share Option Scheme, to be called the "Innscor Africa Limited Share Option Scheme 2016", which Scheme shall be effective from the date that such Scheme is approved by Shareholders of the Company and to grant options in respect of the rules of the Scheme (which rules will be available for inspection at the registered office of the Company, fourteen (14) days before the AGM), with such options in aggregate not exceeding 54,159,344 (fifty four million one hundred and fifty nine thousand three hundred and forty four) ordinary shares, being 10% of the 541,593,440 (five hundred and forty one million five hundred and ninety three thousand four hundred and forty) ordinary shares in issue on 30 June 2016".</p>	ENGAGE
		SR03	<p>Loans to Executive Directors</p> <p>To resolve as an ordinary resolution with or without amendments "That the Company be and is hereby authorised to make any loan to any Executive Director or to enter into any guarantee or provide any security in connection with a loan to such Executive Director for the purpose of enabling him to properly perform his duty as an officer of the Company, as may be determined by the Remuneration Committee of the Board of Directors, provided that the amount of the loan or the extent of the guarantee or security shall not exceed the annual remuneration of that Director."</p>	FOR