



## The African Seed Company

# NOTICE OF SEED CO LIMITED ANNUAL GENERAL MEETING

Notice is hereby given that the **24th Annual General Meeting** of Members of Seed Co Limited ("the Company") will be held in the Standards Association of Zimbabwe Auditorium No.1 Northend Close, Northridge Park Borrowdale Harare Zimbabwe on Thursday, 15th of August 2019, at 12:00 hours. Members will be asked to consider, and if deemed fit, to pass with or without modification, the resolutions set out below : -

### ORDINARY BUSINESS: -

#### As ordinary resolutions:

#### 1. Approval of Financial Statements and Reports

To receive, consider and adopt the Annual Financial Statements and Reports of the Directors and Auditors for the year ended 31 March 2019.

#### 2. Appointment of Directors

To note the resignation of Mr A Colombo from the Board on the 18th of March 2019.

In accordance with Articles 97 and 98 of the Company's Articles of Association Messrs. D.E.B Long, C Kabaghe and M.S Ndoro retire by rotation. All these retiring Directors offer themselves for re-election.

#### 3. Approval of Directors' fees

Approval of Directors' fees for the year ended 31 March 2019.

#### 4. Auditors

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.

#### 5. Dividend

To ratify the dividend of 0,40 cents per share payable in cash and scrip.

### Special Business

"That, in terms of the new currency regime brought about by the Statutory Instrument 142/2019, the authorized share capital of the Company be and is hereby re-denominated from 500,000,000 (five hundred million) ordinary shares of US\$0,001 (zero comma zero zero one United States dollars) nominal value each to 500,000,000 (five hundred million) ordinary shares of ZWL0,01 (zero comma zero one Zimbabwean dollars) nominal value each, and that the Directors be authorized to process any translation effects through the capital reserves of the Company and that the Articles of the Company be amended accordingly."

By Order of the Board

T N Chimanya  
Group Secretary

5 July 2019

### Notes

A member entitled to attend and vote at the meeting may appoint one or more proxies to attend, vote and speak in their stead. The proxy need not be a member of the company.

To be effective, the form of the proxy must be lodged at the company's office at least 48 hours before the meeting.

