

Notice is hereby given that the Third Annual General Meeting of the Members of Proplastics Limited will be held at the Monomotapa Hotel, 54 Parklane, Harare, Ophir Room, 1st Floor on Thursday 24 May 2018 at 10.00 hours.

ORDINARY BUSINESS

1. Approval of Financial Statements and Reports

To receive, consider and adopt the financial statements for the year ended 31 December 2017, together with the reports of the Directors and Auditors thereon.

2. Dividend

To declare a final dividend of US0.26 cents per ordinary share in the capital of the Company.

3. Directors' Fees

To approve the fees of the Directors for the year ended 31 December 2017.

4. Election of Directors

To re-elect retiring Directors Messrs. Gregory Sebborn and Kudakwashe Chigiya who retire by rotation and being eligible, offer themselves for re-election.

5. Auditors

5.1 To approve the remuneration of the Auditors for the previous year.

5.2 To approve re-appointment of Deloitte & Touche Chartered Accountants Zimbabwe as auditors for the current year.

SPECIAL BUSINESS

To resolve as a special resolution, with or without amendment:

6. Loans to Executive Directors

That the Company be and is hereby authorized, in terms of section 177(d) of the Companies Act (Cap 24:03) as read with section 73 of the said Act, to make any loan to any Executive Director or to enter into any guarantee or to provide any security in connection with a loan to such Executive Director for the purpose of enabling him to purchase or subscribe for fully paid shares in the Company to be held by him or in trust for him, repayable on such terms as may be determined by the Remuneration Committee of the Board of Directors, and provided that the amount of the loan or the extent of the guarantee or security shall not exceed two and a half times 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.

NOTE: In terms of the Companies Act (Chapter 24:03) a member entitled to attend and vote at a meeting is entitled to appoint a proxy to attend and vote on a poll and speak in his stead. A proxy need not to be a member of the Company. Proxy forms must be lodged with the secretary not less than forty-eight (48) hours before the time for holding the meeting.

By Order of the Board

P. Changunda
Company Secretary
2 May 2018