



FIDELITY LIFE

ASSURANCE OF ZIMBABWE

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 43rd Annual General Meeting of the Members of Fidelity Life Assurance Company Limited will be held virtually on **Thursday, 29 September 2022 at 14.30 hours** on the following Zoom link.

<https://us06web.zoom.us/j/89568833321?pwd=RUVxOVA1WTJiUGxHb09EZEhvQi9JUT09>

for the purpose of transacting the following business:

Ordinary Business

1. Financial Statements

To receive and adopt the financial statements and report of the Directors and Auditor for the financial year ended 31 December 2021.

2. Corporate Governance

To receive, consider and approve the Corporate Governance Statement for the period 1 January 2021 to 31 December 2021.

3. Directorate

a) To re-elect Mr. Livingstone T. Gwata who was appointed on 1 February 2022 in terms of article 83 of the Articles of Association of the Company.

(Livingstone Gwata holds a Bachelor of Administration from the University of Zimbabwe. He is a Certificated Associate of the Institute of Bankers in South Africa by examination, and an Associate of the Institute of Bankers of Zimbabwe. He is also a Fellow of the Institute of Bankers of Zimbabwe. Livingstone's career in corporate, retail and merchant banking spans 37 years).

b) To re-elect Ms. Takudzwa Chitsike who was appointed on 1 February 2022 in terms of article 83 of the Articles of Association of the Company.

(Takudzwa Chitsike is a legal professional with 15 years of corporate experience. She is well versed in legal advisory, legal drafting, commercial litigation and legal interpretation. She holds a LLM in International Trade Law.)

c) To re-elect Mr. Langton Mabhanga who was appointed on 1 February 2022 in terms of article 83 of the Articles of Association of the Company.

(Langton Mabhanga is an electrical engineer by profession with a passion for business strategy, corporate governance and business and economic intelligence. He is a holder of the Master's Degree in Business and Economic Intelligence and a PhD Student in Business Administration, majoring in Strategy and Competitiveness)

d) To re-elect Mr. Stanley Kudenga who retires by rotation in terms of Article 77 and 78 of the Company's Articles of Association, and being eligible, offers himself for re-election.

(Stanley Kudenga is a Chartered Accountant (Zimbabwe) and an investment banker with over 20 years experience. He has handled major privatization mandates, investment promotions and corporate restructuring during his career. He also a holder of a Masters in Business Leadership.)

e) To re-elect Mr. Garikai Dhombo who retires by rotation in terms of Article 77 and 78 of the Company's Articles of Association, and being eligible, offers himself for re-election.

(Garikai Dhombo has experience in insurance broking spanning over 20 years both in Zimbabwe and the region. He has held senior positions for Allianz Group, Santam and Alexander Forbes, including MD of Alexander Forbes Insurance South Africa and Executive for retail and sales and service for the Alexander Forbes Group)

f) To re-elect Mr. Francis Dzanya who retires by rotation in terms of

Article 77 and 78 of the Company's Articles of Association, and being eligible, offers himself for re-election.

(Francis Dzanya is seasoned banker with experience in both Zimbabwe and Botswana specializing in risk management, Corporate and International banking as well as currency swaps.)

4. Directors' Remuneration

To approve the remuneration of the Directors for the year ended 31 December 2021 amounting to ZWL10,692,668

(In terms of Practice Note 4 issued by the Zimbabwe Stock Exchange on the 17th of January 2020, the FLA Directors Remuneration Report shall be available for inspection at the Company's registered office during the Annual General Meeting.)

5. Auditor's Fees

To approve the remuneration of the External Auditor, PricewaterhouseCoopers (PwC) Zimbabwe, for the past audit for the year ended 31 December 2021, amounting to ZWL21,931,736.

6. To appoint Grant Thornton Zimbabwe as the External Auditors for the Company for the ensuing year until the conclusion of the next Annual General Meeting.

(In terms of the Insurance and Pension Commission (IPEC) Guidelines insurers are required to change their audit firm every five years. PricewaterhouseCoopers Chartered Accountants (Zimbabwe) retire as the Company's External Auditor)

7. To transact any other business that may be transacted at an Annual General Meeting.

Proxies

A member entitled to attend and vote at the meeting may appoint any person or persons to attend and vote on his or her behalf. A proxy need not be a member of the Company. Proxy forms together with a copy of the notice can be obtained at the registered office of the Company or on the Fidelity Life Assurance of Zimbabwe website on the following link www.fidelitylife.co.zw/downloads or at the office of the Transfer Secretaries, ZB Transfer Secretaries (Private) Limited, 21 Natal Road, Avondale, Harare, Zimbabwe. Proxy forms must be lodged with the Company Secretary or Transfer Secretary not less than 48 hours before the meeting.

Meeting Details

Shareholders are advised to contact ZB Transfer Secretaries for meeting ID details. Robert Mutakwa (rmutakwa@zb.co.zw) and (schatitima@zb.co.zw) or phone on 08677002001 or 0242 2934 585

BY ORDER OF THE BOARD

R Chidora

Group Company Secretary

08 September 2022



www.fidelitylife.co.zw



FIDELITY LIFE

ASSURANCE OF ZIMBABWE

ANNUAL GENERAL MEETING

PROXY FORM

I/ We,

being a member of

holding shares, hereby appoint

..... of

Or failing him/ her of

As my / our proxy to vote for me / us and on my / our behalf at the Annual General Meeting of the Company to be held on 29th of September 2022 at 10:00 hours electronically via Zoom, and at any adjournment thereof.

Signed this day of 2022

Signature of member:

NOTE:

In terms of the Companies and Other Business Entities Act [Chapter 24:31] a member entitled to attend and vote at a meeting is entitled to appoint a proxy to attend, vote a poll and speak in his stead. A proxy need not be a member of the Company.