



## Microfinance Bank

GetBucks Microfinance Bank Limited

Incorporated in Zimbabwe on 17 January 2012 (Registration number 322/2012)

### RESULTS FOR THE 8<sup>th</sup> ANNUAL GENERAL MEETING HELD ON 7 APRIL 2025

	RESULT
<b>Ordinary Resolutions</b>	
1. Financial Statements	
i. 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 2023.	PASSED
ii. 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 2024.	PASSED
2. Election of Directors	
i. To note the appointment of Mr. Gabriel Chiome as the Finance Director effective from 1 July 2023.	PASSED
ii. To approve the appointment of Mr. Innocent Chagonda as Non-Executive Director effective 8 February 2024.	PASSED
iii. To approve the appointment of Mr. Gamuchirai Nyamuzinga as Non-Executive Director 25 September 2024.	PASSED
iv. To approve the appointment of Ms. Shaleetha Mababeer as Non-Executive Director 25 September 2024	PASSED
3. Directors' Fees	
i. To approve the fees paid to Directors of the Company in 2023 as appears on Page 21 of the Abridged Financial Statements for the year ended 31 December 2023.	PASSED
ii. To approve the fees paid to Directors of the Company in 2024 as appears on Page 2 of the Abridged Financial Statements for the year ended 31 December 2024.	PASSED
4. External Auditors	
i. To note the resignation of Grant Thornton (Zimbabwe) as the Company's external auditor with effect from 23 July 2023.	PASSED
ii. To approve the appointment of Crowe Chartered Accountants (Zimbabwe) as the Company's external auditors with effect from 8 February 2024.	PASSED
iii. To approve the remuneration of Auditors for the financial year ended 31 December 2023 as detailed on Page 21 of the Abridged Financial Statements for the year ended 31 December 2023.	PASSED
i. To approve the remuneration of Auditors for the financial year ended 31 December 2024 as detailed on Page 2 of the Abridged Financial Statements for the year ended 31 December 2024.	PASSED
5. Dividend	
To note that no dividend was declared by the Directors in 2023 and 2024.	PASSED
<b>SPECIAL RESOLUTIONS</b>	
1. Redenomination of issued share capital	
"That, subject to the approval of the Chief Registrar of Companies and Other Business Entities, the authorized share capital of the Company be redenominated from US\$2 000 comprising 20 000 000 000 ordinary shares of a nominal value of US\$0.0000001 each, to ZWG2 000 comprising 20 000 000 000 ordinary shares of a nominal value of ZWG0.0000001 each."	PASSED



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	RESULT
<p>2. Rights issue to all shareholders</p> <p><b>THAT</b> the Directors be and are hereby authorised to raise an equivalent of US\$10,119,129.88 (Ten million One Hundred And Nineteen Thousand One Hundred And Twenty Nine United States Dollars and Eighty Eight cents) by way of a Renounceable Rights Offer to all shareholders, pro rata to their existing shareholding, being the offer of 3,489,355,131 (Three Billion Four Hundred And Eighty Nine Million Three Hundred And Fifty Five Thousand One Hundred and Thirty One) new ordinary shares of a nominal value of ZWG0.0000001 each, at a ZWG Rights Offer subscription price equivalent to US\$0,0029 per share, on the basis of three (3) new ordinary shares for every ordinary share held.</p>	<b>PASSED</b>
<p>3. To place unissued shares under the control of Directors</p> <p><b>THAT</b> the balance of the authorised but unissued ordinary shares of the Company, be placed 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 of the Company, provided that no issue will be made which would effectively transfer the control of the Company without the prior approval of the Shareholders in a general meeting.</p>	<b>PASSED</b>
<p>4. Directors authorised to give effect to resolutions</p> <p><b>"THAT</b> the Directors be and are hereby authorised to do any and all such things as may be necessary to give effect to the above resolutions."</p>	<b>PASSED</b>

BY ORDER OF THE BOARD

Signed on 7 April 2025

Chairman.....

A handwritten signature in black ink, appearing to read 'M. Maganda', written over a dotted line.

Secretary.....

A handwritten signature in blue ink, appearing to read 'H. H.', written over a dotted line.