

NOTICE OF SPECIAL GENERAL MEETING (SGM)

NOTICE IS HEREBY GIVEN that a Special General Meeting (“SGM”) of the members of ZB Building Society (“ZBBS” or “the Society”) will be held on Monday 16 March 2026 at Ground Floor Boardroom, 21 Natal Road, Avondale, Harare at 1430hrs to consider and, if deemed fit, to pass the Resolutions set out below, with or without amendment:

AS SPECIAL RESOLUTIONS:

1. SPECIAL RESOLUTION 1: Approval of Solvent Voluntary Liquidation (Banking operations).

THAT ZB Building Society be placed into solvent voluntary liquidation in terms of the Building Society Act [Chapter 24:02], following the cancellation of its licence by the Reserve Bank of Zimbabwe.

2. SPECIAL RESOLUTION 2: Appointment of Liquidator.

THAT a Liquidator be appointed for the solvent voluntary liquidation of ZB Building Society banking operations.

3. SPECIAL RESOLUTION 3: Treatment of residual assets at the end of the liquidation process.

THAT members elect between:

- (i) Distributions of specific residual assets to specific members based on their shareholding in the Society,
- OR
- (ii) Creation of a new asset holding Company with a shareholding proportionate to the shareholding as stated in the ZBBS shareholder register and distribution of residual assets in favour of a new asset holding company.

4. SPECIAL RESOLUTION 4: Appointment of liquidator for the purpose of distribution of residual assets.

THAT a Liquidator be appointed for the purpose of distribution of the residual assets after the liquidation of the banking operations as resolved by the members. That the Liquidator be and is hereby granted power to take any action as maybe necessary to ensure that the members resolution is attained.

AS ORDINARY RESOLUTION:

5. As an Ordinary Resolution – Directors’ Authority To Give Effect To The Resolutions.

THAT the Directors of the Society be and hereby authorised to do any such things as may generally be required or as may be necessary to give effect to the passed resolutions.

IMPORTANT NOTES

1. A member entitled to attend and vote at a meeting is entitled to appoint a proxy to attend and vote and speak in his/her stead. A proxy need not be a member of the Society.
2. The proxy must not be a Director or an Officer of the Society.
3. Proxy forms must be lodged at the Registered Office of ZBBS no later than 48 hours before the meeting.
4. Special Resolutions require approval by at least 75% of votes cast at the SGM.
5. Electronic copies of the documents for the Special General Meeting have been emailed to shareholders whose e-mail addresses are on record, are available at the Registered Office and on request.
6. Members requiring assistance with regards to the Special General Meeting should contact ZB Building Society on 086770020. In the alternative, e-mails can be sent to Tinashé F.A. Masiwa tmasiwa@zb.co.zw or Vimbai Tavaziva vtavaziva@zb.co.zw or Elizabeth Mangwende emangwende@zb.co.zw.

BY ORDER OF THE BOARD



TINASHÉ F.A. MASIWA
SOCIETY SECRETARY
ZB BUILDING SOCIETY

19 February 2026