



Bindura Nickel Corporation

A Member of Kuvimba Mining House

Physical Address: Number 1, Trojan Mine Road, Bindura, Zimbabwe

Postal Address: P.O Box 35, Bindura, Zimbabwe, **Landline no.:** +263 (0) 772185650/1/2/3/4

Email: info@bnc.co.zw, **Company Registration number:** 552/1966, **Website:** <https://www.binduranickel.co.zw>

NOTICE TO SHAREHOLDERS

NOTICE IS HEREBY GIVEN THAT the 56th Annual General Meeting ("AGM") of Members of Bindura Nickel Corporation Limited (the "Company") will be held virtually on Thursday 25 August 2022 at 9am, for the purpose of transacting the following business:

ORDINARY BUSINESS

1. Virtual AGM

To note and approve the convening of the 56th AGM through a virtual platform.

2. Financial Statements and Reports

To receive, consider and adopt the Financial Statements and Reports of the Directors and Auditors for the financial year ended 31 March 2022.

3. Directorate

3.1 To re-elect the following Directors who retire by rotation in terms of Article 100 of the Company's Articles of Association (the "Articles") and, being eligible, offer themselves for re-election in terms of Article 101 of the Articles.

- Mr. Obey Chimuka
- Mr. Craig Gerald Meerholz

3.2 To re-elect the following Directors who, having been appointed during the financial year 2022, are required to retire in accordance with Article 87 of the Articles and, being eligible, offer themselves for re-election in terms of Article 101 of the Articles.

- Mr. Michiel Jakobus Bronn
- Mr. Simbarashe Chinyemba
- Mr. Innocent Rukweza

3.3 The profiles of the Directors seeking re-election are provided fully in the Annual Report from pages 38 to 40.

3.4 To fix the remuneration of the Directors for the year ended 31 March 2022. The Directors' Remuneration Report will be available for inspection on the date of the AGM.

4. Auditors

4.1 To reappoint Ernst & Young Chartered Accountants (Zimbabwe) for the ensuing year, being their seventh year as Auditors of the Company.

4.2 To fix the remuneration of the Auditors for the past audit.

5. Any Other Business

To transact such other business as may be dealt with at an AGM.

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 and vote on a poll and speak in his stead. A proxy need not be a member of the Company. Proxy forms must be lodged with the Company Secretary at the registered address of the Company, not less than forty-eight (48) hours before the time for holding the meeting.

BY ORDER OF THE BOARD

C F MUKANGANGA
COMPANY SECRETARY
1 August 2022

Directors: M A Masunda (Chairman), T Lusiyano (Managing Director), P Maseva-Shayawabaya (Finance Director), M J Bronn, O Chimuka, S Chinyemba, C C Jinya (Dr.), C D Malaba (Mrs), C G Meerholz, R Nhamo (Mrs), I Rukweza.