

FORM OF PROXY
25th ANNUAL GENERAL MEETING

I /We, _____ (full names)

of _____ (full address)

being the registered holder/s of _____ ordinary shares in INNSCOR AFRICA LIMITED, do hereby appoint:

_____ (full names)

of _____ (full address)

or failing him/her, do hereby appoint: _____ (full names)

of _____ (full address)

as my/our proxy to vote for me/us on my/our behalf at the TWENTY-FIFTH ANNUAL GENERAL MEETING of the Company to be held on 10 December 2021 at 08.15 am and at any adjournment thereof.

I/We instruct my/our proxy or proxies to vote in the following way: *(Please mark the appropriate box with an "X" next to each resolution)*

ORDINARY BUSINESS	For	Against	Abstain
1 THAT the Audited Financial Statements and Reports of the Directors and Auditors for the financial year ended 30 June 2021 be adopted.			
2 THAT Mr A.B.C Chinake be re-elected as a Director of the Company in terms of the Articles of Association.			
3 THAT Mr Z. Koudounaris be re-elected as a Director of the Company in terms of the Articles of Association.			
4 THAT the remuneration of the Directors be confirmed.			
5 THAT the remuneration of the Auditors, Messrs Deloitte & Touche for the past audit be confirmed.			
6 THAT Messrs Deloitte and Touche Chartered Accountants (Zimbabwe) be re-appointed as Auditors of the Company until the conclusion of the next Annual General Meeting.			
7 THAT the final dividend of ZW\$180 cents per share declared on 21 September 2021 together with a dividend payment of ZW\$31 million to Innscor Africa Employee Share Trust (Private) Limited, and the interim dividend of ZW\$110 cents per share declared on 5 March 2021 together with a dividend payment of ZW\$31 million to Innscor Africa Employee Share Trust (Private) Limited be and are hereby confirmed.			
SPECIAL BUSINESS			
8 As a Special Resolution THAT the Company be authorised in terms of Section 129 of the Companies and Other Business Entities Act (Chapter 24:31) to purchase its own shares, subject to certain conditions.			
9 THAT the Company be authorised to make loans to Executive Directors in terms of Section 208 of the Companies and Other Business Entities Act (Chapter 24:31), subject to certain conditions.			

Details of the above resolutions are set out in the Notice of the Annual General Meeting.

Signed this _____ day of _____ 2021

SIGNATURE OF SHAREHOLDER

NOTES:

- In terms of Section 171 of the Companies and Other Business Entities Act (Chapter 24:31), a member of the Company is entitled to appoint one or more persons to act in the alternative as his proxy, to attend and vote and speak in his stead. A proxy need not be a shareholder of the Company.
- Unless otherwise instructed, the proxy will vote as he/she thinks fit.
- This proxy form must be deposited at the Registered Office of the Company so as to be received by the Company Secretary not less than 48 hours before the meeting.
- The proxy form must be signed and dated for it to be valid. Any alterations or corrections to this form must be initialled.
- Anyone signing this proxy form in a representative capacity must be authorised to do so. Please stamp this form with your company or organisation's stamp and enclose proof of authorisation.
- The return of this proxy form will not prevent you from attending the meeting and voting in person. However, should this happen, the proxy will be revoked.