

The Company Secretary
Innscor Africa Limited
P O Box A88
Avondale
Harare
Zimbabwe

Affix Stamp
Here



Form of Proxy 26th 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-SIXTH ANNUAL GENERAL MEETING of the Company to be held on 9 December 2022 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 2022 be adopted. | | | |
| 2 THAT Mr T.N Sibanda be re-elected as a Director of the Company in terms of the Articles of Association. | | | |
| 3 THAT Mrs D.K Shinya 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 the final dividend of US\$1.56cents per share declared on 23 September 2022 together with a dividend payment of US\$453 588 to Inncor Africa Employee Share Trust (Private) Limited, and the interim dividend of ZW\$300 cents per share declared on 18 March 2022 together with a dividend payment of ZW\$85.69 million to Inncor Africa Employee Share Trust (Private) Limited be and are hereby confirmed. | | | |
| SPECIAL BUSINESS | | | |
| 7 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. | | | |
| 8 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 _____ 2022

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.