

Results of the 55th AGM held on 18th December 2024

Please be advised that the 55th Annual General Meeting of Shareholders of National Foods Holdings Limited (the 'Company' or 'National Foods') was held at National Foods Limited, 10 Stirling Road, Workington, Harare on Wednesday, 18th December 2024 at 08.45am, where after consideration by Shareholders, the resolutions tabulated below were put to vote as follows:

Resolutions		
Ordinary Business		Result
1.	FINANCIAL STATEMENTS Approval of the audited Financial Statements for the financial year ended 30 June 2024, together with the report of the Directors and Auditors and the Corporate Governance Report.	Passed
2(i)	RE-ELECTION OF DIRECTOR RETIRING BY ROTATION Approval of the re-election of Mr. Michael Lashbrook.	Passed
2(ii)	RE-ELECTION OF DIRECTOR RETIRING BY ROTATION Approval of the re-election of Mr. Julian Schonken.	Passed
2(iii)	CONFIRMATION OF DIRECTOR APPOINTED SINCE THE LAST AGM Approval of appointment and re-election of Mr. Edwin I. Manikai.	Passed
2(iv)	CONFIRMATION OF DIRECTOR APPOINTED SINCE THE LAST AGM Approval of appointment and re-election of Mr. Tjaart Kruger.	Passed
2(v)	CONFIRMATION OF DIRECTOR APPOINTED SINCE THE LAST AGM Approval of appointment and re-election of Mr. Thushen Govender.	Passed
3.	DIRECTORS FEES Approval of Directors' remuneration for the financial year ended 30 June 2024.	Passed
4(a)	APPOINTMENT OF AUDITORS Approval of the appointment of Messrs. Axcentium (previously Deloitte & Touche) as auditors of the Company until the conclusion of the next Annual General Meeting of the Company.	Passed
4(b)	REMUNERATION OF THE AUDITORS FOR THE PAST AUDIT Approval of the remuneration of the Auditors, Messrs. Axcentium, for the financial year ended 30 June 2024.	Passed
Special Business		Result
5.	AMENDMENT OF ARTICLES OF ASSOCIATION Approval of the Amendment of the Company's Articles of Association by the addition of a new Article 51A to enable the company to purchase its own shares. <i>"The Company may subject to the provisions of the Act and to sanction by a resolution of the members, purchase its own shares of any class (including any redeemable shares) or enter into such agreement (contingent or otherwise) in relation to the purchase of its own shares on such terms and in such manner as may be approved by such resolution and permitted by the Act."</i> All prior purchases of the Company's shares, and any and all actions undertaken by the Company, its Directors, officers, or agents with the meaning and effect of such transactions, are hereby ratified, confirmed, and deemed fully authorised, with full effect under this Article.	Passed
6.	APPROVAL OF LOANS TO EXECUTIVE DIRECTORS Approval of loans to Executive Directors of the Company.	Passed
7.	DIRECTORS AUTHORISED TO GIVE EFFECT TO RESOLUTIONS To approve that Directors are authorized to give effect to resolutions.	Passed

BY ORDER OF THE BOARD



Leigh Caroline Howes
Group Legal Counsel and Company Secretary
20 December 2024