



African Distillers Limited (Incorporated in Zimbabwe)

NOTICE

Notice is hereby given that the sixty first Annual General Meeting of the Company will be held in the boardroom at the Head Office, St. Marnock's, Lomagundi Road, Stapleford, Harare, Zimbabwe at 11am on Wednesday 02 November 2011, for the following purposes:

ORDINARY BUSINESS

1. To receive and adopt the financial statements for the year ended 30 June 2011 with the Reports of the Directors and Auditors.
2. To appoint directors:
Mr P Moyo resigned from the Board in December 2010 and was replaced, in January 2011, by Mr A Chitapi. The Company's Articles of Association require that he retire at the Annual General Meeting but, being eligible, he offers himself for election.

In terms of Article 99 of the Company's Articles of Association, Messrs J S Mutizwa, C Z Guyo, and G J Schooling retire from the Board by rotation but, being eligible, offer themselves for re-election.

3. To confirm the fees of Directors for the year ended 30 June 2011 of USD8 380, and approve the recommendations of the Remuneration Committee for the fees for the year ending 30 June 2012.
4. To appoint Auditors for the current year and approve their remuneration for the past year ended 30 June 2011 of USD60 000.

SPECIAL BUSINESS

As a special resolution, to approve an employee share option scheme. "That the Directors of the Company be and are hereby authorised to implement the African Distillers Limited Share Option Scheme (2011) and allocate 4 050 000 African Distillers Limited shares to this scheme".

The rules of the scheme have been approved by the Zimbabwe Stock Exchange and shall be available for inspection at the registered offices of the Company 14 days prior to the date of this Annual General Meeting.

By Order of the Board

L MUTAMUKO
Company Secretary

St Marnock's
Stapleford
Harare
Zimbabwe

7 October 2011

PROXIES

Members are notified that they are entitled to appoint one or more proxies to act in their alternative, to attend and vote and speak in their place at the meeting. A proxy need not be a member of the Company. Proxies must be lodged at the registered office of the Company at least forty-eight hours before the meeting.