

- Delivered by Email To:**
- All known Creditors of Tongaat Hulett Limited (in business rescue)
  - Companies and Intellectual Property Commission
- Displayed:**
- Registered office and principal place of business of the Company
- Published:**
- On the website maintained by the Company and accessible to Affected Persons
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04 November 2022

**NOTICE TO ALL KNOWN CREDITORS ("Creditors") OF TONGAAT HULETT LIMITED (IN BUSINESS RESCUE) ("Company")**

**1. ADDITIONAL INFORMATION REGARDING THE FIRST MEETING OF CREDITORS IN RESPECT OF THE BUSINESS RESCUE PROCEEDINGS OF IN TERMS OF SECTION 147 OF THE COMPANIES ACT 71 OF 2008, AS AMENDED**

- 1.1. As Creditors, you are aware from the previous correspondence sent to Affected Persons of the Company, in accordance with the provisions set forth in section 129 of the Companies Act 71 of 2008, as amended ("**Companies Act**"), the Company voluntarily commenced business rescue proceedings, and Messrs. Trevor John Murgatroyd, Petrus (Peter) Francois van den Steen and Gerhard Conrad Albertyn were appointed as the joint business rescue practitioners of the Company ("**BRPs**"), on **27 October 2022**.
- 1.2. We refer you to the Notice to Creditors in terms of Section 147 of Chapter Six of the Companies Act ("**Section 147 Notice**"), circulated to Creditors via email and further distributed by way of publication on the Business Rescue Page of the Company's website at: <https://www.tongaat.com/business-rescue/> at the link: <https://www.tongaat.com/thl-section-147-notice-to-creditors-2/>, on **Tuesday, 01 November 2022**. The Section 147 Notice duly notified all Creditors of the First Meeting of Creditors, in terms of Section 147(1) of the Companies Act ("**First Meeting**") and provided details thereof, in terms of Section 147(2) of the Companies Act.
- 1.3. In accordance with the information detailed in the Section 147 Notice, this Additional Information Notice to Creditors, hereby notifies and provides Creditors with further details and additional information with regard to the First Meeting, convened in accordance with the provisions set forth in sections 147(1) and 147(2) of the Companies Act.

1.4. As per the Section 147 Notice, due to the significant number of Creditors of the Company and the logistics associated with Creditors being required to travel to one location to attend the First Meeting, the BRPs have determined that the First Meeting in respect of the business rescue proceedings of the Company should be convened virtually, and not in person at a specified venue.

1.5. Please see the details of the First Meeting and the link to the First Meeting Microsoft Teams Live Event, below –

**Date:** Tuesday 08 November 2022  
**Time:** 09h00 – 10h00  
**Meeting Type:** Virtual Meeting - Microsoft Team Live Event  
**Venue:** Accessible via clicking the blue hyperlink included below

1.6. **The virtual Microsoft Teams Live Event can be accessed via clicking the link below:**

**Link to the First Meeting of Creditors virtual meeting:**

[https://teams.microsoft.com/l/meetup-join/19%3ameeting\\_NWY1YmRhNmItYzUxOC00NTdjLTgzNDgtYTFiYTNkOGUwNjVm%40tthread.v2/0?context=%7B%22Tid%22%3A%22b7d38a71-93f8-44d1-adfa-3667a718fc4c%22%2C%22Oid%22%3A%221e7c695b-05e7-46c2-91ea-d6b77c66236d%22%2C%22IsBroadcastMeeting%22%3Atrue%2C%22role%22%3A%22a%22%7D&btype=a&role=a](https://teams.microsoft.com/l/meetup-join/19%3ameeting_NWY1YmRhNmItYzUxOC00NTdjLTgzNDgtYTFiYTNkOGUwNjVm%40thread.v2/0?context=%7B%22Tid%22%3A%22b7d38a71-93f8-44d1-adfa-3667a718fc4c%22%2C%22Oid%22%3A%221e7c695b-05e7-46c2-91ea-d6b77c66236d%22%2C%22IsBroadcastMeeting%22%3Atrue%2C%22role%22%3A%22a%22%7D&btype=a&role=a)

## **2. CONSENT FOR EXTENSION IN TERMS OF SECTION 150(5) OF THE COMPANIES ACT**

2.1. In terms of section 150(5) of the Companies Act:

- 150(5) – *"The business rescue plan must be published by the company within 25 business days after the date on which the practitioner was appointed, or such longer time as may be allowed by – (a) the court, on application by the company; or (b) the holders of a majority of the creditors' voting interests."*

2.2. As per the Section 147 Notice, the BRPs intend to request Creditors consent for the extension of the publication of the business rescue plan, in terms of Section 150(5) at the First Meeting.

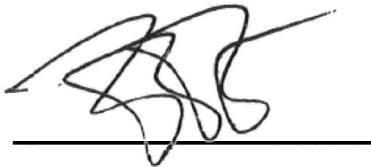
- 2.3. All Creditors in attendance at the First Meeting, will be entitled to submit their vote for, against or to abstain from voting, with regard to their consent for the extension of the publication of the Company's business rescue plan, when the BRPs submit their request to those Creditors present and voting at the First Meeting.
- 2.4. Voting will be conducted by way of the interactive Q&A panel in the First Meeting Live Event or by way of email.
- 2.5. If a Creditor chooses to submit their vote during the First Meeting, they will be required to type their name, the name of the Creditor that they represent and their vote in favour, against or to abstain from voting in the Q&A panel in the First Meeting Live Event.
- 2.6. Alternatively, Creditors who were present at the First Meeting will be permitted to submit their vote to the BRPs, after the First Meeting, via email to the BR email address: [br@tongaat.com](mailto:br@tongaat.com). If a Creditor who was present at the First Meeting chooses to submit their vote after the meeting, they are required to submit their vote to the BR email address by **17h00 on Friday 11 November 2022**.
- 2.7. Voting by proxy is permitted. We have included a proxy form herein, marked as "**Annexure A**", for the purpose of nominating a person to vote on your behalf at the First Meeting.
- 2.8. Proxy forms will also be available to download off the Company's website, under the 'Business Rescue' tab at: <https://www.tongaat.com/business-rescue/>.
- 2.9. Proxy forms must be returned via email to the Company's BR email address: [br@tongaat.com](mailto:br@tongaat.com).
- 2.10. The BRPs will determine the outcome of the votes submitted for their requested consent from Creditors for the extension of the publication date of the business rescue plan, in terms of section 150(5) of the Companies Act, based on the votes submitted by Creditors or their Proxy's, present and voting at the First Meeting, or by email after the First Meeting. Thereafter, a Notice to Affected Persons regarding the outcome of this vote will be distributed to all Affected Persons.

### **3. CLOSING REMARKS**

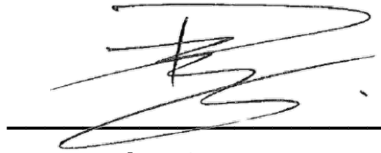
- 3.1. Please note that, although you have been invited to this First Meeting and invited to submit your claims to the Company, nothing in this, or any other Notice in terms of the business rescue proceedings of the Company, shall be construed to be an admission of your status as a Creditor of the Company, which status will be determined by the BRPs in the course of the business rescue proceedings.

- 3.2. Creditors are reminded that all notices and documents regarding the business rescue proceedings of the Company that have been and/or will be circulated to all known Affected Persons, are/will be published and made available to all Affected Persons, on the Company's website at: [www.tongaat.com](http://www.tongaat.com), under the 'Business Rescue' tab.
- 3.3. If you have any queries in this regard, they may be directed to the business rescue email address at: [br@tongaat.com](mailto:br@tongaat.com).


Yours faithfully,



**TJ Murgatroyd**



**PF van den Steen**



**GC Albertyn**

**The Joint Business Rescue Practitioners of Tongaat Hulett Limited (in business Rescue)**

**TONGAAT HULETT LIMITED (in business rescue)**

**PROXY FORM**

For use by the Creditors of Tongaat Hulett Limited (in business rescue) ("**Company**"), for the purposes of voting on the business rescue practitioners request for consent for the extension of the publication of the business rescue plan of the Company, in terms of Section 150(5) of the Companies Act 71 of 2008, as amended ("**Companies Act**"), at the vote to be conducted at the First Meeting of Creditors of the Company, convened in terms of section 147 of the Companies Act, to be held virtually as a Microsoft Teams Live Event on **Tuesday 08 November 2022 at 09h00** ("**First Meeting**").

**NAME OF CREDITOR:** \_\_\_\_\_

I / We, being a Creditor of the Company, do hereby nominate, constitute and appoint:

- i. \_\_\_\_\_ or failing him / her;
- ii. \_\_\_\_\_ or failing him / her;
- iii. the business rescue practitioners ("**BRPs**") who act as the Chairmen of the Meeting,

as my / our proxy to attend and act for me / us and on my / our behalf to vote:

- i. in favour and thus consenting to; or
- ii. against and thus not consenting to; or
- iii. abstaining from voting

when called to vote on the BRPs request for consent for the extension of the publication of the business rescue plan of the Company, in terms of Section 150(5) of the Companies Act, which vote will be held at the First Meeting and, if deemed fit, voting: (indicate with an X)

VOTE IN FAVOUR	VOTE AGAINST	ABSTAIN FROM VOTING

**SIGNED at** \_\_\_\_\_ **on this** \_\_\_\_\_ **day of** \_\_\_\_\_ **2022**

\_\_\_\_\_  
**SIGNATURE/S**

\_\_\_\_\_  
**NAME/S**

Who warrants that he is/she is/they are duly authorised thereto

**NOTES ON THIS PROXY FORM:**

1. A Creditor may insert the name of a proxy or the names of two alternative proxies of his/her choice in the space provided, with or without deleting “the business rescue practitioners (“**BRPs**”) who act as the Chairmen of the Meeting”. The person whose name stands first on the form of proxy and who is present and voting at the First Meeting will be entitled to act as proxy to the exclusion of those whose names follow.
2. The form of proxy must be:
  - i. emailed to the Company’s business rescue email address: [BR@tongaat.com](mailto:BR@tongaat.com), by not later than **17h00 on Friday 11 November 2022**.
3. The completion and lodging of this form of proxy will not preclude the relevant Creditor from virtually attending and participating in the Meeting and voting thereat, to the exclusion of the proxy appointed in terms thereof, should such Creditor wish to do so.
4. If this proxy is signed under power of attorney or by a representative on behalf of a company, close corporation or trust, it must be accompanied by an appropriate power of attorney (for an individual) or authorising resolution/letter (for a juristic person) - as is applicable - giving such representative the authority to act as proxy and vote at the First Meeting.