



Est. 1892

TongaatHulett®

- Delivered by Email To:**
- All known Affected Persons of Tongaat Hulett Sugar South Africa Proprietary 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 Tongaat and accessible to Affected Persons
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31 August 2023

NOTICE OF MEETING TO VOTE ON FURTHER EXTENSION OF THE DATE FOR THE PUBLICATION OF THE AMENDED BUSINESS RESCUE PLAN AND ON FURTHER ADJOURNMENT OF SECTION 151 MEETING IN THE BUSINESS RESCUE PROCEEDINGS OF TONGAAT HULETT SUGAR SOUTH AFRICA PROPRIETARY LIMITED ("Company")

- 1 As previously advised, the Company's business rescue proceedings are inextricably linked with those of Tongaat Hulett Limited (in business rescue) ("THL"), the Company's parent and previously undisclosed legal "principal". This is due to the fact that the Company has operated as an undisclosed agent for THL. As a result, the business rescue proceedings of the Company are wholly dependent on the business rescue proceedings and business rescue plan of THL.
- 2 On 14 June 2023, THL and the Company's creditors were notified that the respective meetings of creditors to be held in terms of section 151 of the Companies Act 71 of 2008 ("the Companies Act"), to consider and, if appropriate, approve these companies' respective business rescue plans, would be adjourned to a date no later than 30 September 2023 in terms of section 151(3) of the Companies Act. This meeting, in respect of the Company, will be referred to herein as the "Meeting".
- 3 The Meeting was adjourned as a result of the strategic equity partners being expected to submit final binding offers by 15 June 2023 and taking account of certain litigation currently under way it was deemed appropriate, necessary and expedient to delay the meeting to consider the Business Rescue Plan.
- 4 It is the intention of THL's joint business rescue practitioners ("BRPs") to incorporate into THL's Business Rescue Plan the details of the final transaction concluded with the selected bidder. The process to finalise the transaction details is taking longer than what was anticipated at the time when the initial adjournment was decided upon. As a result, it is necessary to extend the date for the publication of THL's amended Business Rescue Plan and therefore also adjourn the meeting in terms of section 151 of the Companies Act to a later date, in order to allow time for the conclusion of the sale transaction(s) and for their incorporation into THL's Business Rescue Plan, and to specify the recoveries and expected distributions to the various classes of creditors. In addition, the previously advised court proceedings against THL remain pending.

- 5 Given the inextricable connection between THL and the Company, it is equally necessary for the Company to extend the date for the publication of its amended Business Rescue Plan ("Publication Date") and therefore also adjourn the Meeting.
- 6 The BRPs will accordingly seek the approval of the Company's creditors for the extension of the Publication Date to a date no later than 31 October 2023, and the further adjournment of the reconvened Meeting to a date no later than 30 November 2023.
- 7 The extension of the aforesaid Publication Date and the adjournment of the Meeting will be decided by the Company's creditors, in terms of section 147(3) of the Companies Act, virtually, at a Microsoft Teams Live Event.
- 8 Please see the details of that virtual meeting of creditors, below:
 - 8.1 **Date: Friday 8 September 2023**
 - 8.2 **Time: 11:00 am**
 - 8.3 Meeting Type: Virtual Microsoft Teams Live Event
 - 8.4 To join the virtual Microsoft Teams Live Event, please click the link below:

https://teams.microsoft.com//meetup-join/19%3ameeting_ZmYwNGEyYjQtNzkyMS00MjkyLWI2OGMtZDc5YmY4Y2FmMmNm%40thead.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%2C%22btype%22%3A%22a%22%7D&btype=a&role=a
- 9 The only agenda item will be as follows:
 - 9.1 The BRPs call on Creditors to consider the following motions:
 - 9.1.1 the extension of the date for the publication of the Company's amended Business Rescue Plan to a date no later than 31 October 2023; and
 - 9.1.2 an adjournment of the Meeting to no later than 30 November 2023 and that no less than 30 days' prior written notice of the intended date of the adjourned Meeting must be provided to Creditors, as it is deemed to be necessary and expedient.
- 10 Voting by proxy:
 - 10.1 Voting by proxy is permitted.



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- 10.2 We have included a proxy form, in order for a creditor to nominate a person to vote on that creditor's behalf at the virtual meeting. The proxy form is also available to download from the Company's website at: www.tongaat.com under the "Business Rescue" tab.
- 10.3 Creditors who are voting by proxy are required to lodge their duly completed proxy form, with supporting documents, either by:
- 10.3.1 submitting it via email, to the Company's business rescue email address at: BR@tongaat.com by no later than **17H00 on Thursday 7 September 2023**; or
- 10.3.2 delivering it by hand, to the Company's registered business address - located at: Amanzimnyama Hill, Tongaat, KwaZulu-Natal, 4400, South Africa - by no later than **17H00 Wednesday 6 September 2023**.
- 11 Affected Persons 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 or will be published and made available to all Affected Persons on the Tongaat website at: <https://www.tongaat.com>, under the 'Business Rescue' tab.
- 12 If you have any queries, they may be directed to the business rescue email address at: BR@tongaat.com.

Yours faithfully,

TJ Murgatroyd

PF van den Steen

GC Albertyn

The Joint Business Rescue Practitioners of Tongaat Hulett Sugar South Africa Proprietary Limited (in business rescue)