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# TongaatHulett®

- Delivered by Email To:**
- All known Affected Persons 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
  - Availability recorded in an announcement to shareholders on the Stock Exchange News Service (SENS), released after distribution.

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12 December 2023

**NOTICE TO ALL KNOWN AFFECTED PERSONS OF TONGAAT HULETT LIMITED (IN BUSINESS RESCUE) ("Company") IN TERMS OF SECTION 128 OF THE COMPANIES ACT 71 OF 2008 ("the Companies Act") READ TOGETHER WITH SECTIONS 144, 145 AND 146 OF THE COMPANIES ACT**

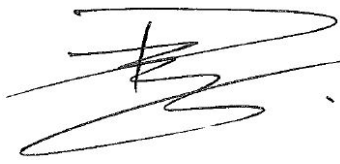
1. In accordance with section 128 of the Companies Act, as amended, read together with sections 144(3)(a), 145(1)(a) and 146(a) of the Companies Act, Affected Persons are hereby advised to consider the below notice ("**the Notice**").
2. Please take notice that an urgent application was launched on 11 December 2023 in the High Court of South Africa, KwaZulu Natal Local Division, Durban, under case number D14036/2023, by RGS Group Holdings Limited, with registration number C134230 – C2/GBL ("**RGS**"), against, *inter alios*, the Company and the Business Rescue Practitioners ("**the application**"). The Affected Persons of the Company are cited as the eighth respondent in the aforesaid application.
3. In the abovementioned application, RGS has sought, *inter alia*, that -
  - 3.1. the application be consolidated for a joint hearing on Wednesday 13 December 2023 with the applications filed by (i) RCL Foods Sugar & Milling (Proprietary) Limited under case number D13763/2023 and (ii) the South African Sugar Association under case number D13739/2023 (see the section 151 notice dated 5 December 2023 for details pertaining to those urgent applications);
  - 3.2. the Business Rescue Practitioners ("**BRPs**") be ordered to convene the meeting in terms of 151 of the Companies Act ("**the Meeting**") on Thursday, 14 December 2023;

- 3.3. the BRPs be prohibited and restrained from conducting a "Pre-Meeting Proxy Vote" in advance of the Meeting to determine the sequence in which the two proposed business rescue plans will be tabled for consideration at the Meeting; and
- 3.4. the BRPs be ordered to first table the RGS business rescue plan for consideration and call for a vote on the adoption of the RGS Plan at the Meeting.
4. As set out above, RGS has cited the Affected Persons of THL as the eighth respondent in the abovementioned application. You are therefore entitled to (i) receive a copy of the application, (ii) take independent legal advice and (iii) participate in the RCL application. A copy of the Notice of Motion and Founding Affidavit in the abovementioned application is available on THL's website at <https://www.tongaat.com/business-rescue/>.
5. The Company and the BRPs have opposed the application.
6. 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/will be published and made available to all Affected Persons, on the Tongaat website at: [www.tongaat.com](http://www.tongaat.com), under the 'Business Rescue' tab.

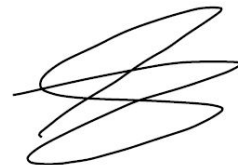
**Yours faithfully,**



**TJ Murgatroyd**



**PF van den Steen**



**GC Albertyn**

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