

**ELB GROUP LIMITED**

Incorporated in the Republic of South Africa

Registration number: 1930/002553/06

ISIN: ZAE000035101

JSE Code: ELR

("the Company" or "the Group")



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**NO CHANGE STATEMENT AND NOTICE OF ANNUAL GENERAL MEETING**

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**1. No change statement**

Shareholders are advised that the Group's integrated annual report ("Integrated Annual Report"), incorporating the summarised audited annual financial statements ("Summarised Financial Statements") for the year ended 30 June 2020 and the notice of annual general meeting of the Company ("Notice of AGM"), was distributed to shareholders today.

The following reports are available on the Company's website (<https://www.elb.co.za/investor-relations-2/>)

- the Integrated Report, incorporating the Summarised Financial Statements and Notice of AGM; and
- the full audited consolidated financial statements of the Group for the year ended 30 June 2020 ("Audited Financial Statements")

Neither the Audited Financial Statements, nor the independent auditor's audit report, contain any modifications to the provisional summarised consolidated financial results for the year ended 30 June 2020, which was released on the Stock Exchange News Service on Friday, 27 November 2020.

**2. Notice of the Annual General Meeting**

Notice is hereby given that the ninetieth annual general meeting of shareholders of the Company ("AGM") will be held at 09:00 on Thursday, 31 December 2020 and will be conducted entirely via electronic facility/communication in terms of section 63(2)(a) of the Companies Act, 71 of 2008, as amended due to the impact of the Covid-19 pandemic and the restrictions placed on public gatherings, to transact the business as set out in the Notice of AGM. The salient dates relevant to the AGM are set out below:

<b>2020</b>	
Record date for determining those shareholders entitled to receive the Notice of the AGM	Friday, 20 November
Last day to trade in order to be eligible to participate in, and vote at the AGM	Monday, 14 December
Record date (for voting purposes at the AGM)	Friday, 18 December

It is requested that forms of proxy be lodged or faxed or emailed to the Transfer Secretaries, Computershare Investor Services Proprietary Limited ("Computershare") at –

- Rosebank Towers, 1st Floor, 15 Biermann Avenue, Rosebank, 2196, or

- Private Bag X9000, Saxonwold, 2132, South Africa; or
- by proxy e-mail at [proxy@computershare.co.za](mailto:proxy@computershare.co.za); or
- by fax on +27 11 688 5238,

to be received by them no later than 09:00 on Tuesday, 29 December 2020.

### **3. Electronic participation**

Shareholders of the Company who wish to electronically participate in and/or vote at the AGM are required to contact Computershare at [proxy@computershare.co.za](mailto:proxy@computershare.co.za) as soon as possible, but in any event, for administrative purposes only, by no later than 09:00 on Tuesday, 29 December 2020. However, this will not in any way affect the rights of shareholders of the Company to register for the AGM after this date, provided, however, that only those shareholders of the Company who are fully verified (as required in terms of section 63(1) of the Companies Act) and subsequently registered at the commencement of the AGM will be allowed to participate in and/or vote by electronic means.

Shareholders of the Company are strongly encouraged to submit votes by proxy before the AGM. If shareholders of the Company wish to attend the AGM, they should instruct their central securities depository participant ("CSDP") or broker to issue them with the necessary letter of representation to attend the AGM in person, in the manner stipulated in their custody agreement. These instructions must be provided to the CSDP or broker by the cut-off time and date advised by the CSDP or broker for instructions of this nature.

Computershare will assist shareholders of the Company with the requirements for electronic participation in, and/or voting at, the AGM. Computershare is further obliged to validate (in correspondence with the Company and, in particular, with the company secretary and your CSDP) each such shareholder's entitlement to participate in and/or vote at the AGM, before providing it with the necessary means to access the AGM and/or the associated voting forms.

Shareholders of the Company will be liable for their own network charges and expenses in relation to electronic participation in the AGM. Any such charges will not be for the account of the Company or Computershare. None of the Company or Computershare can be held accountable in the case of loss of network connectivity or other network failure due to insufficient airtime, internet connectivity, internet bandwidth and/or power outages which may prevent any such shareholder of the Company from participating in the AGM.

Notwithstanding the above, shareholders of the Company are reminded that they are still able to vote normally through proxy submission, despite deciding to participate either electronically or not at all in the AGM. Shareholders of the Company are strongly encouraged to submit votes by proxy in advance of the AGM.

Johannesburg  
30 November 2020

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