

GRAND PARADE INVESTMENTS LIMITED

(Incorporated in the Republic of South Africa)

(Registration Number: 1997/003548/06)

Share code: GPL

ISIN: ZAE000119814

("GPI" or the "Company")



UPDATE IN RELATION TO THE DISPOSAL OF INTEREST IN BURGER KING - COMPETITION TRIBUNAL APPROVAL AND FURTHER EXTENSION OF DATES

Shareholders are referred to the Company's various announcements regarding the proposed transaction in which the Company's wholly-owned subsidiaries, Grand Foods Investments 1 Proprietary Limited and Grand Foods Proprietary Limited, (collectively, "**Sellers**") will sell all of the shares they hold in Burger King South Africa (RF) Proprietary Limited ("**BKSA**") and Grand Foods Meat Plant Proprietary Limited ("**Grand Foods Meat Plant**"), respectively ("**Disposal**" or "**Proposed Transaction**"), to an affiliate of ECP Africa Fund IV LLC and ECP Africa Fund IV A LLC (collectively, "**ECP Africa Fund**") and to the announcements of 20 July 2021 and 18 August 2021 whereby shareholders were advised of the extension of the dates for fulfilment or waiver of the outstanding conditions precedent and that BKSA, Grand Foods Meat Plant and ECP Africa Fund had submitted an application to the Competition Tribunal to reconsider and approve the Proposed Transaction, subject to certain conditions volunteered by the parties.

COMPETITION TRIBUNAL APPROVAL

GPI is pleased to advise shareholders that the Competition Tribunal approved the Proposed Transaction on 17 September 2021, subject to the following conditions ("**Merger Conditions**"):

BKSA shall within 5 years of the effective date of the Disposal –

- procure the investment of no less than R500,000,000 (five hundred million rand) in aggregate capital expenditure;
- establish at least 60 new Burger King® outlets in South Africa (thereby increasing the total number of Burger King® outlets in South Africa to at least 150);
- increase the number of permanent BKSA employees in South Africa by at least 1 250 historically disadvantaged persons as defined in sections 3(2)(a) to (e) of the Competition Act, 89 of 1998, as amended;
- increase the total value of all payroll and employee benefits in respect of the 1 250 BKSA employees referred to above by not less than R120,000,000 (one hundred and twenty million rand); and
- improve its rating for the Enterprise and Supplier Development element under its B-BBEE scorecard.

Additional Merger Conditions require that –

- BKSA shall establish an employee share ownership program for an effective 5% interest in BKSA;
- ECP Africa Fund shall dispose of Grand Foods Meat Plant; and
- BKSA shall conclude a supply agreement with Grand Foods Meat Plant and/or the purchaser of Grand Foods Meat Plant.

In terms of the Disposal agreement concluded between the Sellers and ECP Africa Fund in respect of the Proposed Transaction, ECP Africa Fund's acceptance of the Merger Conditions is a condition to the Proposed Transaction.

FURTHER EXTENSION OF DATES

Shareholders are furthermore advised that the date for fulfilment or waiver of the conditions, as set out in paragraphs 2.5.1, 2.5.2 and 2.5.3 of the circular issued on 12 March 2021, ("**Conditions Precedent**") has been further extended to 4 October 2021 in order to fulfil or waive the remaining Conditions Precedent.

Cape Town
21 September 2021

Sponsor
PSG Capital



PSG CAPITAL

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