

RMB Holdings Limited
(Incorporated in the Republic of South Africa)
(Registration number: 1987/005115/06)
ISIN: ZAE000024501
Share Code: RMH
("RMH" or "the **Company**")

CAUTIONARY ANNOUNCEMENT

Shareholders are advised that the board of directors of RMH (the **Board**) recently received a formal approach from Brightbridge Real Estate Limited (**Brightbridge**) in relation to the proposed acquisition of the greater part of the property interests of RMH (the **Target Assets**) that are indirectly held through RMH Property (the **Formal Approach**). The Target Assets do not include RMH's interests in the Integer Properties portfolio.

The Formal Approach contemplates the acquisition by Brightbridge of the Target Assets, for a proposed total consideration of R1.75 billion.

The Formal Approach is subject to customary terms and conditions for transactions of this nature, including certain pre-conditions and conditions being fulfilled, and does not constitute a firm intention to make an offer as envisaged in the Takeover Regulations encapsulated in Chapter 5 of the Companies Regulations, 2011.

The Board is considering the Formal Approach and RMH will revert to Brightbridge and update shareholders in due course.

Shareholders are advised that the Formal Approach, if implemented, may have a material effect on the price of the Company's securities. Accordingly, shareholders are advised to exercise caution when dealing in the Company's securities until a further announcement is made.

11 October 2021

Rosebank

Sponsor

RAND MERCHANT BANK (A division of FirstRand Bank Limited)