

Invicta Holdings Limited  
(Incorporated in the Republic of South Africa)  
(Registration number 1966/002182/06)  
Ordinary Share code: IVT Ordinary Share ISIN ZAE000029773  
Preference Share code: IVTP Preference Share ISIN: ZAE000173399  
(“Invicta” or the “Company”)

## DISTRIBUTION OF CIRCULAR AND NOTICE OF GENERAL MEETING

### 1. Distribution of circular

Invicta shareholders are referred to the announcement released on SENS on 13 September 2021 regarding:

- the specific repurchase by Invicta of 1 500 000 and 2 400 000 Invicta ordinary shares from Mr Lance R Sherrell and Mr David I Samuels respectively, for an aggregate cash consideration of R109.2 million (the “Share Repurchase(s)”); and
- the repurchase from Humulani Marketing Proprietary Limited, a wholly-owned subsidiary of Invicta South Africa Holdings Proprietary Limited, which in turn is a subsidiary of Invicta, of 1 541 823 Invicta ordinary shares (currently held as treasury shares), for a cash consideration of R48.907 million (the “Treasury Share Repurchase”),

collectively the “Specific Repurchases”.

In this regard, a circular setting out full details of the Specific Repurchases and containing a notice of general meeting (the “Circular”) has been distributed to Invicta shareholders today and is available on Invicta’s website at (<https://www.invictaholdings.co.za/circulars-to-shareholders/>).

### 2. Notice of general meeting

Notice is hereby given that the general meeting of Invicta shareholders will be held virtually at 10:00 on Monday, 29 November 2021 (the “General Meeting”), to pass, with or without modification, the ordinary and special resolutions to approve and implement the Specific Repurchases.

The salient dates and times relating to the General Meeting are set out below:

	<b>2021</b>
Notice record date being the date on which a shareholder must be registered in the register in order to be eligible to receive the Circular and notice of General Meeting	Friday, 22 October
Circular and notice of General Meeting distributed to shareholders and announced on SENS and A2X News Service	Friday, 29 October
Last day to trade shares in order to be recorded in the register to vote at the General Meeting on	Tuesday, 16 November
General Meeting record date, being the date on which a shareholder must be registered in the register in order to be eligible to virtually attend and electronically participate in the General Meeting and to vote thereat, by close of trade on	Friday, 19 November
For administrative reasons, proxy forms in respect of the General Meeting to be lodged at or received by the transfer secretaries by no later than 10:00 on	Friday, 26 November
General Meeting to be held at 10:00 on	Monday, 29 November
Results of the General Meeting published on SENS and A2X News Service on or	Monday, 29 November

about	
Specific Repurchases effected on or about	Monday, 29 November
Cancellation and delisting of Repurchase Shares on or about	Tuesday, 30 November

**Notes:**

All dates and times indicated above are South African Standard Time and are subject to amendment. Any amendment will be released on SENS and A2X News Service.

Johannesburg  
29 October 2021

Corporate Advisor and Transaction Sponsor  
Nedbank Corporate and Investment Banking, a division of Nedbank Limited