

CSG HOLDINGS LIMITED

(Incorporated in the Republic of South Africa)

(Registration number: 2006/011359/06)

Share code: CSG

ISIN: ZAE000184438

(“**CSG**” or the “**Company**”)



DISPOSAL AND ACQUISITION OF SECURITIES

CSG shareholders (“**Shareholders**”) are referred to the firm intention announcement released on the Stock Exchange News Service of the JSE Limited (“**SENS**”) on 8 November 2021, in which they were advised that UBI General Partner Proprietary Limited (“**General Partner**”), in its capacity as general partner of the ARC Fund (“**ARC Fund**” or the “**Offeror**”), which, through its wholly-owned portfolio investment company Gemcap Proprietary Limited (“**Gemcap**”), is a 24.8% indirect shareholder in the Company (calculated by including treasury shares) had, on 4 November 2021, delivered to the board of directors of CSG a binding offer to acquire all of the ordinary shares in the issued share capital of CSG (“**Shares**”) which it does not already indirectly own, from all Shareholders who wish to sell their Shares for a cash consideration of 35 cents per Share (the “**Offer**”).

On 18 November 2021, Shareholders were further advised on SENS that a circular has been distributed to Shareholders on that day detailing the Offer. In the circular it was noted that the shares held by Gemcap will be transferred to the Offeror in order to directly hold the investment in CSG. As Gemcap is a wholly owned subsidiary of the Offeror, the transfer does not result in a change in ultimate ownership.

In accordance with section 122(3)(b) of the Companies Act, No. 71 of 2008, as amended, and paragraph 3.83(b) of the JSE Limited Listings Requirements, Shareholders are hereby advised that the Company has now received formal notification, in the prescribed form, of the following changes in the shareholding of the Company:

Gemcap, a wholly owned portfolio company of General Partner has disposed of its entire 24.8% interest in the securities of the Company to General Partner, in its capacity as general partner of the ARC Fund.

Pretoria

2 December 2021

Sponsor

PSG Capital



PSG CAPITAL