
ITALTILE LIMITED
Incorporated in the Republic of South Africa
(Registration number: 1955/000558/06)
Share code: ITE ISIN: ZAE000099123
(**"Italtile"**)

DISTRIBUTION OF CIRCULAR AND NOTICE OF GENERAL MEETING

1. ITALTILE STAFF SHARE SCHEME TRUST

In line with the remuneration philosophy of Italtile, its subsidiaries and the franchisees of the Italtile subsidiaries (**"Group"**) of fair, responsible and transparent remuneration, Italtile wishes to establish the Italtile Staff Share Scheme Trust (**"Trust"**) in order to, *inter alia*, -

- acquire, hold and sell Italtile shares for the benefit of designated employees within the Group in the manner contemplated in the deed of trust of the Trust, including the rules thereof (**"Trust Deed"**);
- enable designated employees within the Group to participate in the capital growth of Italtile shares and to receive dividend income in respect of Italtile shares;
- facilitate the economic empowerment of designated employees within the Group; and
- recognise, reward and retain designated employees within the Group.

The achievement of the aforementioned objects will facilitate the Broad-Based Black Economic Empowerment ownership transformational objectives of the Group.

2. DISTRIBUTION OF CIRCULAR

Shareholders of Italtile (**"Shareholders"**) are hereby advised that the circular (**"Circular"**) containing the salient features of the Italtile Staff Share Scheme embodied in the Trust Deed (**"Scheme"**) and incorporating a notice to convene a general meeting of Shareholders (**"Notice of General Meeting"**) in order to consider and, if deemed fit, to pass, with or without modification, the resolutions necessary to approve and adopt the Scheme, has been distributed today, 14 October 2022.

The Circular is available on Italtile's website at: www.italtile.com.

3. NOTICE OF GENERAL MEETING

Notice is hereby given that the general meeting of Shareholders (**"General Meeting"**) will be conducted entirely by electronic communication and will be held at 09:00 (or immediately following the annual general meeting of Shareholders which is to be conducted entirely by electronic communication at 08:00 on Friday, 11 November 2022, whichever is earlier) on Friday, 11 November 2022, to consider and, if deemed fit, to pass, with or without modification, the resolutions set out in the Notice of General Meeting.

The board of directors of Italtile has determined that, in terms of section 62(3)(a), as read with section 59 of the Companies Act, 2008 (Act 71 of 2008), as amended, the record date for the purposes of determining which Shareholders are entitled to receive the Notice of General Meeting is Friday, 7 October 2022.

The record date for determining which Shareholders are entitled to participate in and vote at the General Meeting is Friday, 4 November 2022. Accordingly, the last day to trade in Italtile shares in order to be recorded in Italtile's securities register and thereby be entitled to attend, participate in and vote at the General Meeting is Tuesday, 1 November 2022.

Shareholders are referred to the shareholders' virtual meeting guide attached as Annexure 1 to the Notice of General Meeting, which guide sets out the necessary information to enable Shareholders or their proxies to access the available medium in order to participate in and vote at the General Meeting.

Johannesburg
14 October 2022

Sponsor
Merchantec Capital