

FINALISATION ANNOUNCEMENT IN RESPECT OF THE SCHEME OF ARRANGEMENT AND DELISTING

1. INTRODUCTION

- 1.1 Unless otherwise defined herein, capitalised words and terms contained in this announcement shall bear the same meanings ascribed thereto in the circular dated 23 December 2022 ("the Circular").
- 1.2 Shareholders of Alviva ("Shareholders") are referred to the Circular, regarding a Scheme of Arrangement in terms of section 114(1)(c), read with section 115, of the Companies Act, proposed by the Alviva Board between Alviva and Alviva Shareholders and the Delisting of all the Alviva Shares from the JSE pursuant to the implementation of the Scheme.

2. FULFILMENT OF SCHEME CONDITIONS

- 2.1 Shareholders are advised that all the Scheme Conditions have been fulfilled on 17 February 2023. Accordingly, the Scheme has become unconditional and will be implemented per the dates and times below.

3. SALIENT DATES AND TIMES

The salient dates and times in relation to the implementation of the Scheme remain as set out in the Circular. The relevant dates and times are repeated below for ease of reference:

Scheme Finalisation Date announcement released on SENS	Monday, 20 February 2023
Scheme Finalisation Date announcement to be published in the South African press	Tuesday, 21 February 2023
Scheme last day to trade	Tuesday, 28 February 2023
Trading in Alviva Shares on the JSE suspended from commencement of trade on	Wednesday, 1 March 2023
Scheme Record Date to be recorded in the Register in order to receive the Scheme Consideration	Friday, 3 March 2023
Scheme Implementation Date	Monday, 6 March 2023
Scheme Consideration payment to Dematerialised Alviva Shareholders to take place	Monday, 6 March 2023
Scheme Consideration payment to Certificated Alviva Shareholders to take place (assuming surrender of Documents of Title and duly completed Forms of Surrender and Transfer)	Monday, 6 March 2023
Termination of listing of Alviva Shares on the JSE at commencement of trade on	Tuesday, 7 March 2023

4. RESPONSIBILITY STATEMENT

- 4.1 The independent board individually and collectively accepts full responsibility for the accuracy of the information contained in this announcement. In addition, the independent board certifies that to the best of its knowledge and belief, the information contained in this announcement solely pertaining to the Company is true and, where appropriate, does not omit anything that is likely to affect the importance of the information contained herein, and that all reasonable enquiries to ascertain such information have been made.
- 4.2 The Board of Directors of Alviva accepts responsibility for the information contained in this announcement. To the best of the Board's knowledge and belief, the information contained in this announcement is true and nothing has been omitted which is likely to affect the importance of the information.

Midrand
20 February 2023

Corporate advisor and transaction sponsor to Alviva

bravura 

Legal advisor to Alviva

TWB
TUGENDHAFT WAPNICK BANCHETTI
AND PARTNERS

Sponsor

Deloitte.

Legal advisor to the Consortium

WEBBER WENTZEL
in alliance with > Linklaters

Financial advisor, Bookrunner and Mandated Lead Arranger to the Consortium and BidCo

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