

SENS ANNOUNCEMENT



Nampak Limited
(Incorporated in the Republic of South Africa)
Registration Number: 1968/008070/06
Share Code: NPK
ISIN: ZAE 000071676
Share Code: NPP1 ISIN: ZAE000004966
Share Code: NPKP ISIN: ZAE000004958
LEI: 3789003820EC27C76729
("Nampak" or the "Company")

DISPOSAL OF PROPERTY IN TANZANIA

1. Introduction

Shareholders are advised that Nampak, through its wholly-owned subsidiary, Nampak Tanzania Limited ("Nampak Tanzania" or the "Seller"), has entered into a sale of property agreement ("Sale Agreement") with Canda (T) Investment Company Limited ("Canda Investment" or the "Purchaser"), to dispose of property relating to its Tanzanian manufacturing business ("Property") (the "Disposal").

2. Rationale

Nampak has wound down and closed its Tanzania manufacturing business and the Disposal relates to the Property that is no longer required for use in manufacturing activities by Nampak Tanzania.

The Disposal is in line with Nampak's active portfolio optimisation strategy and will assist Nampak in its focus on the balance of its portfolio and to reduce its interest bearing debt.

3. Details of the Property

The Disposal relates to the Property with all related buildings situated on Plot No. 46/1 Pugu Road Area, (Nyerere Road), Ilala Municipality,

Dar es Salaam with title No. 11048, measuring 20,096.689 m² as expressly described and specified in the Sale Agreement.

The ultimate beneficial shareholder of Canda Investment is Jianhong Huang. The Purchaser is not a 'related party' in terms of the JSE Limited Listings Requirements.

Canda Investment is not acquiring or otherwise taking over any other aspects relating to Nampak Tanzania's business, including any of Nampak Tanzania's contracts and/or, supply agreements with its customers, all of which shall remain with Nampak Tanzania.

Disposal consideration and application of proceeds

The consideration payable for the Property amounts to US\$5 550 000 (inclusive of VAT) ("Consideration"), which will be paid into an escrow account, and managed in accordance with an escrow agreement, as follows:

- 4.1 the first installment, an amount of US\$2 887 500, shall be paid on or before 31 May 2023;
- 4.2 the second installment, in an amount of US\$887 500, shall be paid on or before 30 June 2023;
- 4.3 the third installment, in an amount of US\$887 500, shall be paid on or before 31 July 2023;
- 4.4 the fourth instalment, in an amount of US\$887 500, shall be paid on or before 31 August 2023;

The Consideration will be transferred from the escrow account to the Seller upon registration of the Property in the name of the Purchaser, which is anticipated to be within 3 months following the last installment payment.

The proceeds from the Disposal shall be used primarily to reduce the Company's interest-bearing debt.

4. Conditions precedent to the Disposal

The Property is sold and agreed to be transferred subject to the terms and conditions contained in the Certificate of Right of Occupancy ("Certificate of Occupancy") issued under the Land Act, Cap. 113 and registered as "Title Deed" under Land Registration Act, Cap. 334. The transfer of the Certificate of Occupancy is conditional upon the grant of the Commissioner for Land's approval for the disposition of the land and consent being obtained.

5. Representations and warranties

The Sale Agreement contains representations and warranties by the parties in favour of one another which are standard for transactions of this nature.

6. Financial information

The book value of the Property is US\$107 383 and there is no profit attributable to the Property from operational activities.

7. Categorisation

The Disposal is categorised as a Category 2 transaction in terms of the JSE Listings Requirements and accordingly no shareholder approval is required.

Bryanston
25 May 2023

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