

CALGRO M3 HOLDINGS LIMITED

(Incorporated in the Republic of South Africa)

(Registration number: 2005/027663/06)

JSE Share code: CGR

ISIN: ZAE000109203

Company Alpha Code: CGRI1

LEI: 3789003B0859E9438F25

("the Company")



GENERAL REPURCHASE OF ORDINARY SHARES

At the annual general meeting ("**AGM**") of the Company held on Thursday, 29 June 2023, shareholders, by special resolution, granted a general authority to the board of directors of the Company ("**Board**") to repurchase up to 20% of the issued ordinary share capital of the Company, on the terms and subject to the conditions specified in the notice of AGM ("**General Authority**").

Shareholders are hereby advised that, during the period commencing on 29 June 2023 to 7 August 2023, the Company repurchased an aggregate of 4 024 601 ordinary shares, representing 3.30% of the issued ordinary share capital of the Company as at the date on which the General Authority was granted. The aforementioned ordinary shares were repurchased for an aggregate value of R12 974 853.25, funded out of the Company's available cash resources, as follows:

Date of repurchases	Aggregate number of shares repurchased	Highest price per share repurchased	Lowest price per share repurchased	Aggregate value
29 June 2023 to 7 August 2023	4 024 601	R3.25	R3.20	R12 974 853.25

The repurchases were made in terms of the General Authority and were effected through the order book operated by the JSE Limited trading system without any prior understanding or arrangement between the Company and the counterparties. The requirements for the general repurchase of ordinary shares in terms of paragraph 5.72(a) of the JSE Limited Listings Requirements, have been complied with.

The repurchases did not take place during a prohibited period, as defined in the JSE Limited Listings Requirements.

The ordinary shares repurchased have been and will be de-listed and cancelled by the date of this announcement or as soon as possible thereafter as the JSE Limited may permit.

The Company may repurchase up to a further 20 394 702 ordinary shares (16.70% of the ordinary shares in issue as at the date on which the General Authority was granted), in terms of the current General Authority, which is valid until the Company's next AGM.

As at the date of this announcement, the Company held 18 894 449 ordinary shares in treasury (through Calgro M3 Employee Benefit Trust, Calgro M3 Empowerment Trust and Calgro M3 Developments Limited). The impact of the repurchases of the ordinary shares on the financial position of the Company is immaterial, as the repurchases were funded out of the Company's available cash resources.

OPINION OF THE BOARD

The Board has considered the effect of the repurchases and is of the opinion that, for a period of 12 months following the date of this announcement:

- the Company and its subsidiaries (“**the Group**”) will be able, in the ordinary course of business, to repay their debts;
- the consolidated assets of the Company and the Group will be in excess of the consolidated liabilities of the Company and the Group;
- the Company’s and the Group’s share capital and reserves will be adequate for the ordinary business purposes of the Company and the Group; and
- the Company and the Group will have sufficient working capital for ordinary business purposes.

Johannesburg
8 August 2023

Equity and Debt Sponsor
PSG Capital



PSG CAPITAL