

**INSIMBI INDUSTRIAL HOLDINGS LIMITED**  
(Incorporated in the Republic of South Africa)  
(Registration number: 2002/029821/06)  
Share code: ISB ISIN: ZAE000116828  
("Insimbi" or "the Company")



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## CAUTIONARY ANNOUNCEMENT

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Shareholders are hereby advised that the Company has entered into negotiations, which, if successfully concluded, may result in the conclusion of a transaction comprising (i) the repurchase of a number of listed ordinary issued Insimbi shares from certain shareholders (such shares constituting, in aggregate, approximately 11% of the Company's total issued share capital); and (ii) the disposal of certain business assets owned by subsidiaries of Insimbi, with such disposal, if concluded, to constitute a category 2 transaction in terms of the JSE Limited ("**JSE**") Listings Requirements (collectively, "**Potential Transaction**"). If implemented, the Potential Transaction may have a material effect on the price of the Company's securities.

The purpose of this announcement is to inform Insimbi shareholders of the Potential Transaction under consideration by the board of directors of Insimbi ("**Board**") and to advise shareholders to exercise caution when dealing in the Company's securities until a further announcement is released by Insimbi in this regard.

It is currently anticipated that, if concluded, the Potential Transaction will be regulated by the JSE and the Takeover Regulation Panel, and will be subject to approval by the Insimbi shareholders. The further details of the classification of the Potential Transaction, salient dates and times, conditions precedent and other material terms of the Potential Transaction will be announced by the Company in due course, should the Potential Transaction be approved by the Board and binding transaction agreements be concluded.

Accordingly, shareholders are advised to exercise caution when dealing in the Company's securities until a further announcement is released by Insimbi in this regard.

The Board individually and collectively accepts full responsibility for the accuracy of the information contained in this announcement. In addition, the 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.

Johannesburg  
13 May 2024

Transaction Advisor and Sponsor  
PSG Capital



PSG CAPITAL