

## METAIR INVESTMENTS LIMITED

(Incorporated in the Republic of South Africa)

Registration number: 1948/031013/06

ISIN: ZAE000090692

JSE and A2X share code: MTA

("Metair" or the "Company")



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### POSTING OF THE CIRCULAR, NOTICE OF GENERAL MEETING, SALIENT DATES AND TIMES AND FURTHER SHAREHOLDER SUPPORT FOR THE DISPOSAL

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*Unless otherwise defined herein, capitalised words and terms contained in this announcement shall bear the same meanings ascribed thereto in the announcement published by Metair on SENS on Tuesday, 17 September 2024 ("Announcement").*

#### 1. INTRODUCTION

Shareholders are referred to the Announcement wherein it was advised that Metair and MIH entered into a SPA with Quexco in terms of which MIH will dispose of its entire shareholding in Metair Türkiye to the Purchaser for the Disposal Consideration.

#### 2. POSTING OF THE CIRCULAR

Shareholders are advised that the Circular (incorporating a notice convening the General Meeting), has been posted to Shareholders today, 30 September 2024. The Circular is also available on Metair's website at <https://www.metair.co.za/investors/circulars/>.

**To obtain a thorough understanding of the Disposal, Shareholders are advised to refer to the full terms and conditions pertaining thereto, as set out in the Circular.**

#### 3. NOTICE OF GENERAL MEETING

The General Meeting will be held at 14:00 on Tuesday, 29 October 2024 (subject to any cancellation, postponement or adjournment thereof) in order to consider and, if deemed appropriate, approve, with or without modification, the resolution required to approve the Disposal, as set out in the notice convening the General Meeting incorporated into the Circular.

Metair has determined that the General Meeting will be held at Metair's registered office, Suite 7, Ground Floor, Building No. 2, Oxford and Glenhove, 114 Oxford Road, Houghton Estate, Johannesburg, 2198, Republic of South Africa and through an electronic interactive platform hosted by The Meeting Specialist Proprietary Limited ("TMS"), as permitted in terms of clause 16.5 of Metair's memorandum of incorporation, the JSE Listings Requirements and section 63(2)(b) of the Companies Act, No. 71 of 2008. The electronic interactive platform employed will enable all persons participating in the General Meeting to communicate concurrently with each other and without an intermediary, and to participate reasonably effectively in the General Meeting.

TMS will assist Shareholders with the requirements for electronic attendance, participation in, and voting at the General Meeting. Shareholders who wish to electronically attend, participate in and vote at the General Meeting are required to contact TMS at [proxy@tmsmeetings.co.za](mailto:proxy@tmsmeetings.co.za) or on +27 84 433 4836; +27 81 711 4255; or +27 61 440 0654 as soon as possible, so as to be received, for administrative reasons, **by no later than 14:00 on Friday, 25 October 2024.**

Although voting will be permitted by way of electronic communication, Shareholders are encouraged to make use of proxies for purposes of voting at the General Meeting.

The costs of participation in the General Meeting by electronic communication will be for the expense of Shareholders or their proxies and they will be billed separately by their service providers. Neither Metair nor TMS will be held liable for any loss, injury, damage, penalty or claim arising from the use of the electronic communication services or any defect in respect thereof or from a total or partial failure of the electronic communication services for any reason whatsoever, including loss of network connectivity or other network failure due to, *inter alia*, insufficient airtime, internet connectivity, internet bandwidth and/or power outages which prevent a Shareholder or its proxy from attending, participating in and/or voting at the General Meeting.

#### 4. SALIENT DATES AND TIMES

Event (refer to notes 1 and 2)	2024
Record date to determine which Shareholders are entitled to receive the Circular, on	Friday, 20 September
Publication of the Circular to Shareholders, on	Monday, 30 September
The last day to trade in Metair Shares in order to be recorded in the Metair register (" <b>Metair Register</b> ") and thereby be eligible to attend, participate in and vote at the General Meeting (" <b>General Meeting LDT</b> "), on (refer to notes 3 and 4)	Tuesday, 15 October
General Meeting record date, being the date on which a Shareholder must be recorded in the Metair Register to be eligible to attend, participate in and vote at the General Meeting, on	Friday, 18 October
Forms of Proxy (incorporated into the Circular) to be received by TMS by 14:00, on (refer to notes 5, 6 and 7)	Friday, 25 October
General Meeting to be held at 14:00, on	Tuesday, 29 October
Results of the General Meeting published on SENS and A2X news service (" <b>ANS</b> "), on or about	Wednesday, 30 October

##### Notes:

1. **The dates and times set out in the above timetable (and in the Circular) are subject to change by Metair, with the approval of the JSE, if required. Any such change will be published on SENS and ANS.**
2. All times given in the Circular are in South African Standard Time, unless otherwise stated.
3. Shareholders should note that, since trades in Metair Shares are settled by way of the electronic settlement system used by Strate Proprietary Limited ("**Strate**"), settlement will take place 3 business days after the date of a trade. Therefore, persons who acquire Metair Shares after the General Meeting LDT, being, Tuesday, 15 October 2024, will not be entitled to attend, participate in or vote at the General Meeting.
4. No dematerialisation or rematerialisation of Metair Shares by Shareholders may take place on or after the business day following the General Meeting LDT until the General Meeting record date.
5. Dematerialised Shareholders, other than those with "*own name*" registration, must provide their central securities depository participant ("**CSDP**") with their instructions for voting at the General Meeting by the cut-off date and time stipulated by their CSDP in terms of their respective custody agreements.
6. Any form of proxy not delivered to TMS, so as to be received by **14:00 on Friday, 25 October 2024**, may be delivered to the chairperson of the General Meeting before the start of the General Meeting and before such Shareholder's voting rights are exercised at the General Meeting.
7. If the General Meeting is adjourned or postponed, the forms of proxy submitted for the initial General Meeting will remain valid in respect of any adjournment or postponement of the General Meeting.

#### 5. FURTHER SHAREHOLDER SUPPORT FOR THE DISPOSAL

Shareholders were advised in the Announcement that Metair had obtained a binding irrevocable in support of the Ordinary Resolution from Value Capital Partners, a Shareholder holding 39 075 118 Metair Shares (including Metair Shares held on behalf of its clients), representing c. 19.64% of the Metair Shares.

Metair is pleased to advise that since the publication of the Announcement, further support in the form of non-binding letters of support have been obtained from asset managers acting on behalf of their clients holding 65 285 837 Metair Shares, representing c. 32.81% of the Metair Shares, bringing total support in respect of the Ordinary Resolution to 52.45% of the Metair Shares.

Johannesburg  
30 September 2024

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