

**CURRO HOLDINGS LIMITED**

Incorporated in the Republic of South Africa

(Registration number: 1998/025801/06)

JSE Equity Alpha Code: COH

ISIN: ZAE000156253

LEI: 378900E237CB40F0BF96

JSE Debt Alpha Code: COHI

("Curro" or "the Company")

The logo for Curro Holdings Limited, featuring the word "CURRO" in a bold, blue, sans-serif typeface.

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**FINALISATION ANNOUNCEMENT IN RESPECT OF THE ACQUISITION BY THE JANNIE MOUTON STIGTING OF CURRO AND TO DELIST CURRO FROM THE JSE**

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*All capitalised terms used but not defined in this announcement shall bear the meanings ascribed to them in the Circular.*

**1. INTRODUCTION**

- 1.1. Curro Shareholders are referred to the announcement released on SENS on 31 October 2025, wherein it was confirmed that the resolution necessary to approve the Scheme of Arrangement, was approved by the requisite majority of Curro shareholders present (in person or represented by proxy) at the General Meeting held on Friday, 31 October 2025.

**2. FULFILMENT OF THE SCHEME OF ARRANGEMENT SUSPENSIVE CONDITIONS**

- 2.1. Curro is pleased to confirm that all of the Suspensive Conditions, as outlined in the Circular, have now been fulfilled or waived (where permitted), as the case may be, and that the Scheme of Arrangement has accordingly become unconditional. Consequently, Curro will proceed with the implementation of the Scheme of Arrangement.
- 2.2. The implementation of the Scheme of Arrangement will ultimately result in:
- 2.2.1. Shareholders recorded on the Curro Register on the Scheme Consideration Record Date receiving the Scheme Consideration (comprising the Cash Consideration and Share Consideration); and
- 2.2.2. the issued ordinary shares of Curro being delisted from the Main Board of the JSE Limited in terms of paragraph 1.17(b) of the JSE Listings Requirements.

### 3. SALIENT DATES AND TIMES

Kindly note the following salient details:

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#### 2025

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| Issue of the compliance certificate by the TRP with respect to the Scheme of Arrangement in terms of section 121(b) of the Companies Act on | Monday, 22 December |
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| Scheme Finalisation Date announcement released on SENS by 11:00 on | Tuesday, 23 December |
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#### 2026

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| Scheme Last Day to Trade | Tuesday, 6 January |
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| Trading in Scheme Shares on the JSE suspended from commencement of trade on or about | Wednesday, 7 January |
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| Announcement released on SENS in respect of the cash payment applicable to fractional entitlements, based on the volume weighted average price of Capitec Shares and PSG Financial Services Shares traded on Wednesday, 7 January 2025, less 10%, by 11:00 am on | Thursday, 8 January |
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| Scheme Consideration Record Date to be recorded in the Register in order to receive the Scheme Consideration | Friday, 9 January |
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| Announcement released on SENS in respect of the closing price of a Capitec Share and PSG Financial Services Share for STT calculation purposes | Friday, 9 January |
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| Scheme Implementation Date | Monday, 12 January |
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| Scheme Consideration payment to Dematerialised Shareholders | Monday, 12 January |
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| Scheme Consideration payment to Certificated Shareholders (assuming timely surrender of Documents of Title and duly completed Forms of Surrender) | Monday, 12 January |
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#### **Delisting**

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| Termination of listing of Scheme Shares on the JSE at commencement of trade on or about | Tuesday, 13 January |
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| Termination of listing of remaining Curro Shares on the JSE at commencement of trade on or about | Tuesday, 13 January |
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Notes:

1. In terms of the Scheme of Arrangement, Shareholders will receive the Consideration Shares in Dematerialised form only. Certificated Shareholders wishing to receive their Consideration Shares in Dematerialised form and Shareholders wishing to materialise their Consideration Shares following the implementation of the Scheme of Arrangement, are referred to page 7 of the Circular, which details the steps to be taken by them in this regard.
2. Share certificates in respect of Curro Shares may not be Dematerialised or re-materialised from the Business Day following the Scheme Last Day to Trade.
3. All times indicated above and elsewhere in the Circular are in South African Standard Time.

#### **4. RESPONSIBILITY STATEMENT**

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.

Bellville  
23 December 2025

Transaction Advisor and Sponsor  
PSG Capital

Legal Advisor  
Cliffe Dekker Hofmeyr Inc.

Independent Sponsor  
BSM Sponsors