

TONGAAT HULETT LIMITED

(Incorporated in the Republic of South Africa)

Registration number: 1892/000610/06

Share code: TON

ISIN: ZAE000096541

(the "**Company**")



NOTICE TO AFFECTED PERSONS

Shareholders and Affected Persons are advised that a notice has been issued in accordance with section 128 of the Companies Act 71 of 2008 ("**the Companies Act**"), as amended, read together with sections 144, 145 and 146 of the Act, to Affected Persons ("**Notice**").

The Notice advises Affected Persons that the Company, together with its joint business rescue practitioners ("**BRPs**"), has brought an application for leave to appeal to the Constitutional Court of South Africa against the judgment of the Supreme Court of Appeal delivered on 15 December 2025, under case number 945/2024 ("**the Application**").

In the Application, the Company and the BRPs seek, inter alia, an order setting aside the judgment of the Supreme Court of Appeal and substituting it with an order declaring that the BRPs are empowered, for the duration of the business rescue proceedings, to suspend certain payment obligations of the Company arising under the Sugar Industry Agreement, 2000. In the alternative, the Application seeks relief declaring section 136(2)(a)(i) of the Companies Act unconstitutional and invalid insofar as it fails to provide for the suspension of regulatory charges that become due during business rescue proceedings, together with consequent reading-in relief.

As previously advised to Affected Persons, the Company and the BRPs have cited the Affected Persons of Tongaat Hulett as a respondent in the underlying proceedings. Affected Persons are accordingly entitled, in terms of the Companies Act, to receive a copy of the Application, to take independent legal advice in relation thereto and to participate in the proceedings, should they wish to do so.

A copy of the founding papers in the Application for leave to appeal is available on the Company's website at: <https://www.tongaathulett.com/business-rescue/>

Shareholders and Affected Persons are reminded that all notices and documents relating to the business rescue proceedings of the Company are published and made available on the Company's website under the "**Business Rescue**" tab.

5 February 2026

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