



BEHEREND BEPERK • HOLDINGS LIMITED

NWK HOLDINGS LIMITED

(Incorporated in the Republic of South Africa)

Registration Number: 1998/007243/06

4AX Share Code: 4ANWKH

ISIN: ZAE400000028

("NWK Holdings" or "Company")

FINALISATION ANNOUNCEMENT IN RESPECT OF THE ODD-LOT OFFER

Unless the context indicates otherwise, capitalised (defined) terms used in this announcement bear the same meanings given to such terms in the Odd-lot Circular distributed together with the 2021 Notice of the Annual General Meeting to NWK Holdings Shareholders on Tuesday, 10 August 2021, in relation to the Odd-lot Offer.

1. Introduction and fulfilment of Odd-lot Offer

- 1.1. Shareholders of NWK Holdings ("**Shareholders**") are referred to the announcement dated 10 August 2021 and Odd-lot Circular, which was distributed together with the 2021 Notice of the Annual General Meeting. The Odd-lot Circular containing the salient information relating to the Odd-lot Offer is available for download from the Company's website (<https://www.nwk.co.za/wp-content/uploads/2021/09/Circular-Odd-Lot.pdf>).
- 1.2. Shareholders are further referred to the announcement published on the CTSE News Service on Friday, 10 September 2021, notifying them that at the Annual General Meeting held on Friday, 10 September 2021, the special and ordinary resolutions set out in the Notice of Annual General Meeting, were passed by the requisite majorities entitled to vote (being those set out in the Notice in respect of each resolution).
- 1.3. The Company is pleased to announce that:
 - 1.3.1. the Board has passed a resolution authorising the repurchase in terms of the Odd-lot Offer and confirming that the Company has passed the solvency and liquidity test in terms of section 4 and 48 of the Companies Act;
 - 1.3.2. the amendments to the MOI have been filed and accepted by the Companies and Intellectual Property Commission; and
 - 1.3.3. the Financial Surveillance Department of the South African Reserve Bank approved the Odd-lot Offer, as such all Conditions Precedent to the Odd-lot Offer have now been fulfilled.

2. Salient dates and times applicable to the Odd-lot Offer

- 2.1. **The important dates and times relating to the Odd-lot Offer is contained in the timetable below:**

ACTION/EVENT	2021
Odd-lot Offer opened at the commencement of trade on	Monday, 13 September
Finalisation announcement published on the CTSE News Service on	Monday, 11 October
Last day to trade to participate in the Odd-Lot Offer on	Friday, 22 October
Record date for the Odd-lot Offer on	Friday, 22 October
Forms of Election and Surrender (green) to be received by the Company and/or CTSE Registry by 12:00 on	Monday, 25 October
Odd-lot Offer Closing Date for the Odd-lot Offer at 12:00 on	Monday, 25 October
Shares commence trading "ex" the Odd-lot Offer on	Monday, 25 October

Results of the Odd-lot Offer published on the CTSE News Service on	Tuesday, 26 October
Settlement of the Cash Consideration to Odd-lot Holders who have sold their Odd-lot Holdings to the Company on	Tuesday, 26 October
Delisting of Odd-Lot Offer Shares repurchased by the Company in terms of the Odd-lot Offer on or about	Wednesday, 27 October

Notes:

1. The above salient dates and times are subject to amendment. Any amendment will be communicated to Shareholders via the CTSE News Service.
2. All dates and times quoted in this announcement are local dates and times in South Africa, on a 24 hour basis, unless specified otherwise.
3. Those Odd-lot Holders who do not make an election will automatically be regarded as having chosen and accepted to sell their Shares to the Company and receive the Cash Consideration.
4. Shares traded ex the Odd-Lot Offer means that any acquisition or disposal shall not be subject or effected by the odd-lot offer after said date – “normal” share trading applies.

Lichtenburg

11 October 2021

**CORPORATE AND TRANSACTION ADVISOR
AND 4AX EXTERNAL ISSUER AGENT:**

Pallidus
CAPITAL