

Safari Investments (RSA) Limited
(Incorporated in the Republic of South Africa)
(Registration number: 2000/015002/06)
Share code: SAR
ISIN: ZAE000188280
("Safari" or the "Company")

RESPONSE TO THE PUBLIC LETTER FROM COMMUNITY PROPERTY COMPANY PROPRIETARY LIMITED ("COMPROP") IN RESPECT OF ITS OFFER TO ACQUIRE ALL OF THE ISSUED SHARES OF SAFARI BY WAY OF A SCHEME OF ARRANGEMENT

1 Response to Comprop

The shareholders of Safari ("**Shareholders**") are referred to the announcement released by the Company on SENS on 22 July 2019 ("**Initial Comprop Proposal Announcement**") relating to, *inter alia*, the receipt by the board of directors of Safari ("**Safari Board**") of an unsolicited, binding written proposal ("**Comprop Proposal**") from Comprop stating its firm intention to make a cash offer to acquire all of the issued shares of Safari ("**Target Shares**") at an ex dividend price of R5.90 per Target Share by way of a scheme of arrangement ("**Scheme**") in terms of section 114 of the Companies Act, No. 71 of 2008, as amended ("**Companies Act**"). As was stated in the Initial Comprop Proposal Announcement, the Safari Board constituted an independent board of directors comprising of Allan Wentzel, Mark Minnaar and Chris Roberts ("**Independent Board**") to assess the Comprop Proposal.

As stated in the announcement released by Safari on SENS on 26 August 2019, Safari have repeatedly sought to engage with Comprop. This includes evidencing the 'Confirmatory Letters' to Comprop's advisors, Rand Merchant Bank, addressing a comprehensive letter to Comprop on 21 August 2019 raising key legal and commercial aspects (the "**Concerns**") of the Scheme which are of concern to the Independent Board, and requesting Comprop to address the Concerns. The Concerns include aspects of the legal terms of the Comprop Proposal which, if put in their present form, could give rise to unnecessary risks to Shareholders of the Scheme failing, even if approved by Shareholders. Comprop has not responded to this letter.

Instead, Comprop unilaterally published its letter to Safari on SENS at 07:30 on 10 September 2019 ("**Comprop's Letter**"), which letter was received by Safari and its advisors at 07:17 on 10 September 2019. Respectfully, this approach appears to be little more than a strategy to avoid engaging on the Concerns, and to publicly position certain matters in a favourable light in order for Comprop to advance its own commercial interests, and not necessarily those of the general body of Shareholders. This effort to avoid meaningful engagement and to foster public discord is an unfortunate development, given that the Independent Board has consistently sought to approach the Comprop Proposal in a measured and professional way.

The Independent Board has today, 12 September 2019, responded to Comprop's Letter and a copy of this letter is available on the Company's website (www.safari-investments.com/investor-relations).

By way of update, the Safari Board and the Independent Board have appointed an independent professional expert, BDO Corporate Finance Proprietary Limited ("**Independent Professional Expert**"), to express an opinion, if ultimately required in terms of the Companies Act, on whether the Comprop Proposal is fair and reasonable to Shareholders, as contemplated in sections 114(2) and 114(3) of the Companies Act and regulations 90 and 110(1) of the regulations under the Companies Act.

The Independent Board continues to engage with the Independent Professional Expert to receive their preliminary feedback. Simultaneously, the Independent Board continues to request constructive engagement with Comprop to reach an amicable resolution of the Concerns.

2 Responsibility statement

The Safari Board (and, as applicable, the Independent Board) accepts responsibility for the information contained in this announcement to the extent that it relates to Safari. To the best of its knowledge and belief, such information contained in this announcement is true and nothing has been omitted which is likely to affect the importance of such information.

Pretoria

12 September 2019

Corporate adviser and transaction sponsor to Safari

Nedbank Corporate and Investment Banking, a division of Nedbank Limited

Legal adviser to Safari

Webber Wentzel