

AFRISTRAT INVESTMENT HOLDINGS LIMITED

(formerly Ecsponent Limited)

Incorporated in the Republic of South Africa

Registration number: 1998/013215/06

JSE Code: ATI - ISIN: ZAE000287587

Debt Issuer Code: ATID

Hybrid Issuer Code: ATIG

("Afristrat" or "the Company")



GENERAL UPDATE ON MYBUCKS SA

1. GENERAL UPDATE ON MYBUCKS S.A. ("MYBUCKS")

Security holders are advised of the following developments announced today by Afristrat's largest investment, MyBucks, on the Frankfurt Stock Exchange.

1.1. GENERAL UPDATE ON MYBUCKS DEBT RESTRUCTURING

1.1.1. Disposal of MyBucks Banking Corporation ("MBC") registered in Mozambique

MyBucks received approval from the Bank of Mozambique for the disposal of its 96.5% stake in MBC to Xtenda Financial Holdings Limited ("**Xtenda**"), which will result in the conclusion of settlement of Eur11.3million of MyBucks' legacy debts.

Shareholders are referred to the previous announcement released on 25 June 2020 which contained the terms of the disposal transaction and which can be accessed at the following link: <https://corporate.mybucks.com/articles/mybucks-sa-completes-second-phase-of-financial-restructuring/7ys1wAaTO9nomGigS3tAEj>

1.1.2. Disposal of MyBucks Zambia

Further reference is made to the announcement released on SENS dated 4 August 2020 and 20 January 2021, in terms of which MyBucks announced it had entered into an agreement on 21 January 2021 with Xtenda whereby MyBucks would dispose of its remaining 45% interest in Ecsponent Financial Services Limited T/A MyBucks Zambia for a purchase consideration of US\$2,7million (the "**Additional Disposal**"), which remains subject to approval from the Bank of Zambia ("**Reserve Bank**").

The Additional Disposal occurred after Finsbury Investment Limited ("**Finsbury**") failed to complete the purchase of the 45% equity in MyBucks Zambia in accordance with a Put and Call Option Agreement between MyBucks and Finsbury ("**Option**").

Finsbury has claimed that MyBucks was obliged to extend a loan for the purchase of the 45%, being the subject of the Option. As a result of the disagreement, Finsbury has approached the Courts of England to claim performance by MyBucks. Furthermore, Finsbury claims damages on the failure by MyBucks to honour the extension of the US\$12million loan.

MyBucks' board and legal counsel believe the claim is without merit and will be vigorously defended in the Courts of England. The litigation may potentially have an impact on the timing of receiving Reserve Bank approval of the Additional Disposal.

1.2. OUTCOME ON MYBUCKS EXTRAORDINARY GENERAL MEETING ("EGM") HELD ON 12 FEBRUARY 2021

Security holders are advised of the outcome of the EGM held by MyBucks on 12 February 2021. The outcome has resulted in shareholders voting in favour of all resolutions dealing with, *inter alia*, the effective de-listing of MyBucks from the Luxembourg Stock Exchange.

1.3. FORENSIC INVESTIGATION INTO VSS FINANCIAL SERVICES (PTY) LTD (“VSS”)

Security holders are advised that following the outcome of its own forensic investigation into its investment in the preference share of VSS, the Board of Afristrat requested MyBucks to further investigate the activities of VSS, a wholly owned subsidiary of MyBucks, registered in South Africa. MyBucks today announced the outcome of the forensic investigation and stated that it believes that certain former directors and executives and certain service providers should answer for the clear lack of corporate governance, financial mismanagement, accounting irregularities and failure to act in the best interests of the company and its stakeholders. MyBucks and its controlling shareholder, Afristrat, have agreed to collaborate in the process.

Further details of the above matter’s announcement by MyBucks, can be accessed at the following link: <https://www.presettext.com/news/1613140200166>

For more information about this announcement or the Afristrat group, email investor.relations@afristrat.ltd or visit www.afristrat.ltd/investor-relations/.

12 February 2021
Pretoria

Sponsor to Afristrat



Questco Corporate Advisory Proprietary Limited