

Delivered by Email To:	All known Affected Persons of Group Five Construction (Proprietary) Limited (in business rescue) Companies and Intellectual Property Commission
Displayed:	Registered business address and principal place business of the Company and anywhere where employees are employed
Published:	On the website maintained by the Company and accessible to Affected Persons

26 March 2024

NOTICE TO ALL KNOWN AFFECTED PERSONS OF GROUP FIVE CONSTRUCTION (PROPRIETARY) LIMITED (IN BUSINESS RESCUE) (the "Company") IN TERMS OF SECTION 128 OF THE COMPANIES ACT 71 OF 2008 ("the Companies Act") READ TOGETHER WITH SECTIONS 144, 145 AND 146 OF THE COMPANIES ACT

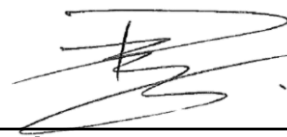
1. In accordance with section 128 of the Companies Act, as amended, read together with sections 144(3)(a), 145(1)(a), 145(1)(b) and 146(a) of the Companies Act, Affected Persons are hereby advised to consider the below notice ("**the Notice**").
2. Please take notice that an urgent application was launched late on 26 March 2024 in the High Court of South Africa, Gauteng Local Division, Johannesburg, under case number 2024-032459, by Framatome Southern Africa (Proprietary) Limited ("**Framatome**"), against the Company, Jay and Jayendra (Proprietary) Limited ("**Jay and Jayendra**"), Stirling Investments (Proprietary) Limited ("**Stirling**") and Mr Fancis Melville Curruthers ("**Mr Curruthers**") ("**the application**").
3. In the abovementioned application, Framatome has sought that, *inter alia*, an interim interdict that the Company and Jay and Jayendra be interdicted and restrained from –
 - 3.1.transferring their respective shares in Lesedi Nuclear Services (Proprietary) Limited ("**Lesedi**") and/or delivering their original share certificates issued by Lesedi together with any documents which may be necessary to enable Stirling and/or Mr Curruthers to take transfer of the shares and to procure the registration of the shares into its/his name; and/or
 - 3.2.ceding and transferring any Sale Claims, as defined in clause 1.1.22 of the Sale of Shares and Claims Agreement entered into between the Company and the other respondents on 30 August 2023 ("**the Group Five Share Sale Agreement**") they may have against Lesedi to Stirling.

4. The above interim interdict is sought with immediate effect, pending either -
- 4.1. the outcome and final determination of the dispute between the Framatome and the Company and Jay and Jayendra, alternatively the Framatome and the Company, Jay and Jayendra and Stirling regarding the status and validity of the Implementation Agreement concluded between the parties and Lesedi on 22 December 2023 (and specifically, regarding the extension of the longstop date of 30 March 2024 as a result of the Competition Commission's extension of the period during which it is to consider the proposed merger); *alternatively*
- 4.2. any prohibition of the implementation of the proposed merger as contemplated in the Group Five Share Sale Agreement by the Competition Commission, whichever may be sooner.
5. The Company has opposed the application, and the interim interdict is currently set down for hearing on 2 April 2024.
6. In accordance with the abovementioned provisions of the Companies Act, each Affected Person is entitled to (i) receive a copy of the application (ii) participate in the application should they deem fit and (iii) take independent legal advice in relation thereto.
7. A copy of the Notice of Motion and Founding Affidavit in the abovementioned application is available on the Company's website at <http://www.g5.co.za>.
8. Affected Persons are reminded that all notices and documents regarding the business rescue proceedings of the Company that have been and/or will be circulated to all known Affected Persons, are/will be published and made available to all Affected Persons, on 'the Company's website at: <http://www.g5.co.za>, under the 'Business Rescue' tab.
9. If Affected Persons have any queries or concerns with regard to the business rescue proceedings of the Company, such queries or concerns may be directed to the business rescue team on: G5ConstructionBR@groupfive.com.

Yours faithfully,



Dave Lake
Business Rescue Practitioner
Group Five Construction (Pty) Ltd



Peter van den Steen
Business Rescue Practitioner
Group Five Construction (Pty) Ltd

Group Five Construction (Pty) Ltd (in business rescue)

