Companies and Intellectual Property Commission
Republic of South Africa

Form CoR 125.1

About this Form

- This form is issued in terms of section 132 and 141 of the companies Act, 2008, and Regulation 125 of the Companies Regulations, 2011.
- This Notice and the attached report must be published to every affected person, and to-
  - a) The Commission, if the business rescue proceedings were started by the company; or
  - b) The court, if the proceedings were ordered by the court.
- A report and Notice must be issued at the end of the first three months of the business rescue proceedings, and at regular monthly intervals after that

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address
PO Box 429
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Republic of South Africa
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www.cipc.co.za

Business Rescue Status Report

Date: April 2025

Customer Code: D55152

Concerning

(Name and Registration Number of Company)

Name: Group Five Construction Proprietary Limited

Registration No: 1974/003166/07

The above named company commenced business rescue proceedings on 11 March 2019.

Because the business rescue proceedings have not concluded within three months, the appointed business rescue practitioner provides the attached report in terms of section 132 (3).

Name and Title of person signing on behalf of the Practitioner:

DAC Lake and PF van den Steen - Joint Business Rescue Practitioners

Authorised Signature:

This form is prescribed by the Minister of Trade and Industry in terms of section 223 of the Companies Act, 2008 (Act No. 71 of 2008).

GROUP FIVE
structured ingenuity

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

April 2025

BUSINESS RESCUE STATUS UPDATE REPORT FOR GROUP FIVE CONSTRUCTION PROPRIETARY LIMITED (IN BUSINESS RESCUE) (the "Company")

1. In accordance with section 132(3)(a) and section 132(3)(b) of the Companies Act 71 of 2008, as amended ("**the Act**") when the business rescue proceedings of a company have not concluded within 3 months of the date on which they started, the business rescue practitioners (**"BRPs"**) are required to –

   1.1. prepare a report on the progress of the business rescue proceedings and update it at the end of each subsequent month until the end of the business rescue proceedings; and

   1.2. deliver the report and each update to each Affected Person and to the CIPC.

2. Accordingly, we, the BRPs of the Company, hereby provide you with the report on the status of the Company's business rescue proceedings for April2025.

3. Capitalised words not otherwise defined in this report shall have the meaning ascribed to them in the approved Business Rescue Plan for the Company as published on 30 August 2019 (**"the Plan"**).

4. **PAYMENT OF BUSINESS RESCUE DISTRIBUTIONS**

   4.1. Secured Creditors of the Company have been **repaid in full**. This should be measured against the **65 cents in the Rand** total recovery for Secured Creditors independently estimated in the alternative scenario of a liquidation of the Company.

   4.2. To date, Concurrent Creditors have received fifteen Distributions **totaling 85.0 cents in the Rand** in respect of their proven Claims. This should be measured against the estimated recovery of **3.4 cents in the Rand** for Concurrent Creditors independently estimated in the alternative scenario of a liquidation of the Company.

   4.3. Concurrent Creditors are advised that further Distributions are anticipated based on the outcome of certain remaining asset sales. The BRPs will continue to communicate with the relevant Affected Persons in this regard, as and when appropriate.

   4.4. Concurrent Creditors, including trade creditors and sub-contractors, that have not yet received any or all of the cash distributions they believe are due to them are advised to contact Nesh Singh on email nsingh@groupfive.co.za with details of that creditor's claim so that due payments may be released. Payments will only be made to recognised and appraised Concurrent Creditors as previously notified in accordance with the business rescue proceedings of G5 and the approved business rescue plan for G5. The purpose of such contact will be to validate information including: the claim so submitted; bank details; and the identification of the submitter/claimant.

5. BUSINESS RESCUE UPDATES

5.1 Asset Disposals and Value Collection – Several ongoing value collection initiatives and asset sale processes are still underway in accordance with the Plan – proceeds in respect of which continue to be secured and collected for the benefit of Concurrent Creditors. In April, payment due to the Company in respect of the sale of shares of Sky Sands (Proprietary) Limited ("**Sky Sands**") was received along with monthly interest payable. The Company has commenced with the process of transferring the Sky Sands shares to enable the buyer to exercise its mining rights. At this point, the Company will hand over its responsibilities as miner of Sky Sands. Other ongoing small asset sale processes are still underway, and negotiations continue to the benefit of Concurrent Creditors.

5.2 Litigation and Dispute Resolution – multiple litigation and dispute resolution matters relating to the Company as previously reported to Affected Persons remain ongoing and are in the process of being resolved by the BRPs and their legal advisors. Some of these are initiated by the Company to recover value for Creditors, and the balance are matters where the Company is defending its position for the benefit of Creditors. During April settlement proposals relating to the long outstanding Competition Commission matter were settled by the BRP's.

5.3 Construction Projects – All construction projects that were in progress at the commencement of business rescue proceedings have now either been successfully completed, ceded, sold as part of a business sale or terminated.

5.4 Other – Other matters still underway in relation to the business rescue process include:

5.4.1 collection of amounts owing to the Company (included in 5.1 above);

5.4.2 dealing with SARS related matters, including current and past VAT refund claims;

5.4.3 SARS have requested a VAT audit to be completed from 2020 to 2025, which audit is currently in progress and ultimately should result in a material return of funds to the Company. The BRP's expect to submit all required documentation to SARS within the agreed upon timeframe;

5.4.4 addressing residual matters relating to remaining staff and operations;

5.4.5 audit completions - the financial statements for Group Five Construction (Pty) Ltd (in business rescue) have been audited up to 2021. The 2022 audit is in progress, which is being undertaken by Nolands. In April, a total of 14 audits were completed relating to the Group's international subsidiaries. The Group can now commence with the deregistration or liquidation processes, as appropriate.

5.4.6 extinguishing the final guarantee still outstanding in relation to the Company (Note: The successful recovery depends on the outcome of a court case before the Supreme Court of Appeal expected to take place in the 2nd half of 2025);

5.4.7 winding down numerous group companies in conjunction with Group Five Limited. At the commencement of Business Rescue, there were 179 companies in the group (85 international, 94 local). Currently, 62 companies remain (32 international, 30 local). During the quarter ended March 2025, a further 2 companies were deregistered. The deregistration or liquidation of the remaining companies is dependent on the completion of audits, tax compliance being brought up to date, the conclusion of the disposal of assets or resolution of outstanding matters, with considerable progress being made in this regard. Currently 16 entities have been submitted for deregistration or liquidation. The report will be **updated quarterly** to reflect the progress from a wind down and compliance perspective.

5.4.8 closure of excess bank accounts continues and will continue until such time that the remaining bank accounts are used for central treasury functions only.

5.4.9 Group company audits are underway to facilitate the above deregistration or liquidation and tax compliance processes.

5.4.10 **SSL Structural Systems (Africa) Pty Ltd** – BDO has completed the 2019 to 2020 financial year audit work, approval is awaited from BDO to proceed with signature. The 2021 to 2023 independent review work has been completed and once the 2019 to 2020 financial statements are finalised, those would also be finalised and signed off.

5.4.11 outstanding tax returns in respect of group companies are being submitted as audits are completed.

5.4.12 dealing with matters as required in respect of the inter-related Group Five Limited business rescue process.

6. 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

Signed and issued on 09 May2025