



Novus Holdings Limited  
Incorporated in the Republic of South Africa  
(Registration number 2008/011165/06)  
JSE share code: NVS ISIN: ZAE000202149  
("Novus Holdings" or "the Company" or "the Group")

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## NO CHANGE STATEMENT AND NOTICE OF ANNUAL GENERAL MEETING

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### No Change Statement

Shareholders are advised that the Group has published its integrated annual report ("IAR") for the year ended 31 March 2021 and that it is available on the Company's website on [www.novus.holdings](http://www.novus.holdings). The Condensed Annual Report has been distributed to shareholders today, 16 July 2021. The annual financial statements included in the IAR have been audited by the Group's auditors, PricewaterhouseCoopers Incorporated and contains no modifications to the audited results for the year ended 31 March 2021 which were published on SENS on Wednesday, 9 June 2021.

### Notice of Annual General Meeting

Notice is hereby given that the annual general meeting of shareholders of Novus Holdings ("AGM") will be held at 10:00 on Friday, 27 August 2021, to be conducted entirely by electronic communication as permitted by section 63(2)(a) of the Companies Act (No. 71 of 2008) ("Companies Act"), the JSE Limited and the Company's Memorandum of Incorporation to consider and, if deemed fit, pass with or without modification, the resolutions contained in the notice of the AGM forming part of the IAR.

The Company together with its transfer secretaries, JSE Investor Services Proprietary Limited ("JSE Investor Services"), and The Meeting Specialist ("TMS") shall host the AGM on an interactive electronic platform, to facilitate remote participation by shareholders. JSE Investor Services will also act as the meeting scrutineer. Shareholders who wish to participate electronically at the AGM are required to contact TMS at [proxy@tmsmeetings.co.za](mailto:proxy@tmsmeetings.co.za) or on +27 11 520 7952/0/1 as soon as possible, but in any event, for administrative purposes only, by no later than 10:00 on Monday, 23 August 2021. However, this will not in any way affect the rights of shareholders to register for the AGM after this date, provided, however, that only those shareholders who are fully verified (as required in terms of section 63(1) of the Companies Act) and subsequently registered at the commencement of the AGM, will be allowed to participate by electronic means.

Shareholders wishing to vote, will be assisted by TMS, and must email [proxy@tmsmeetings.co.za](mailto:proxy@tmsmeetings.co.za) or alternatively contact TMS on +27 11 520 7952/0/1 by no later than 10:00 on Monday, 23 August 2021 ("Electronic Notice"). Shareholders are still able to vote through proxy submission in the usual manner, despite participating electronically. Shareholders are strongly encouraged to submit votes by proxy before the AGM. TMS will assist shareholders with the requirements for electronic meeting

participation. TMS is obliged to validate this information with your CSDP before providing you with the necessary means to access the voting platform.

If dematerialised shareholders without “own name” registration wish to participate in the AGM, they should instruct their CSDP or broker to issue them with the necessary letter of representation to participate remotely in the AGM personally, in the manner stipulated in their respective custody agreements. These instructions must be provided to the CSDP or broker by the cut-off time and date advised by the CSDP or broker for instructions of this nature.

Aside from the costs incurred by the Company as a result of the hosting of the AGM by way of a remote interactive electronic platform, which shareholders can choose to access, shareholders will be liable for their own network charges in relation to electronic participation at the AGM. Any such charges will not be for the account of the Company and / or JSE Investor Services and / or TMS. Neither of the Company, JSE Investor Services nor TMS can be held accountable in the case of loss of network connectivity or other network failure due to insufficient airtime, internet connectivity, internet bandwidth and / or power outages which prevents any such shareholder from participating at the AGM.

Shareholders are reminded that they are still able to vote normally through proxy submission, despite deciding to participate either electronically or not at all in the AGM.

Completed proxy forms should be delivered by email at [meetfax@jseinvestorservices.co.za](mailto:meetfax@jseinvestorservices.co.za) or by post to JSE Investor Services at 13th Floor, Rennie House, 19 Ameshoff Street, Braamfontein, 2000, before the person(s) so empowered seeks to exercise any right granted to it under such instrument, and are requested to be lodged timeously so as to be received, for administrative purposes, by 10:00 on Wednesday, 25 August 2021.

The chairperson of the AGM may reject or accept any form of proxy which is completed and/or received otherwise than in accordance with the proxy notes, provided that he / she is satisfied as to the manner in which the shareholder concerned wishes to vote. Proxy forms delivered on the day of the AGM must be delivered by email to the Company at [meetfax@jseinvestorservices.co.za](mailto:meetfax@jseinvestorservices.co.za) with a copy thereof to the company secretary of Novus Holdings at [Company.Secretary@novus.holdings](mailto:Company.Secretary@novus.holdings) to be received by both of them before the person so empowered seeks to exercise any right granted to it under such instrument.

The board of directors of the Company determined that, in terms of section 62(3)(a), as read with section 59 of the Companies Act, the record date for the purposes of determining which shareholders of the Company are entitled to participate in and vote at the AGM is Friday, 20 August 2021. Accordingly, the last day to trade Novus Holdings shares in order to be recorded in the register to be entitled to vote at the virtual AGM is Tuesday, 17 August 2021.

Cape Town  
16 July 2021

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