



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

CASH PAYMENT APPLICABLE TO THE SCRIP DISTRIBUTION

Shareholders of the Company are referred to the annual results for the year ended 31 March 2021 and the declaration announcement released on SENS on Friday, 16 July 2021 ("**Declaration Announcement**"), wherein it was advised that the board of directors of Novus ("**Board**") had declared a gross cash dividend of 50 ZAR cents per ordinary Novus share ("**Cash Dividend**") and that shareholders will be entitled to elect to receive a scrip distribution alternative of new, fully-paid ordinary shares ("**Shares**") in proportion to their ordinary shareholding in Novus on the Record Date being Friday, 10 September 2021 ("**Record Date**") instead of the Cash Dividend ("**Scrip Distribution Alternative**"). For the avoidance of doubt, shareholders who do not elect to receive the Scrip Distribution Alternative, will automatically receive the Cash Dividend (the Cash Dividend is the default option).

As detailed in the Declaration Announcement, the ratio applicable to the Scrip Distribution entitlement is 22.72727 Scrip Distribution shares for every 100 Shares held on the Record Date. If the application of this ratio gives rise to a fraction of a new ordinary share, such fraction of a new ordinary share will be rounded down to the nearest whole number, resulting in allocations of whole ordinary shares and a cash payment for the fraction ("**Rounding Provision**").

In accordance with the requirements of the JSE Limited, the cash payment has been determined with reference to the volume weighted average price of a Share traded on the JSE on Wednesday, 8 September 2021 (being the day on which a Share began trading 'ex' the entitlement to receive the Cash Dividend or the Scrip Distribution Alternative), discounted by 10%.

Shareholders are accordingly advised that the basis applicable for determining the cash payment for the fractional entitlement is 218.6734 ZAR cents (242.9704 ZAR cents, discounted by 10%).

Example of fractional entitlement

This example assumes that a shareholder holds 100 Shares at the close of business on the Record Date and elects to receive the Scrip Distribution Alternative in respect of all their shareholding.

The ratio of Shares to which a shareholder will become entitled pursuant to the Scrip Distribution is 22.72727 Scrip Distribution shares for every 100 Shares held on the Record Date.

By applying the Rounding Provision, a shareholder with 100 Shares will receive 22 Shares for every 100 Shares held and a cash payment for the fraction of $0.72727 \times 218.6734 = 159.0346$ ZAR cents.

Shareholders are informed that, as far as the tax implications of the cash payment of the fractional entitlements are concerned, the receipt of the cash payment will not be subject to dividend withholding tax.

The above is a general guide and is not intended to constitute a complete analysis of the taxation consequences of the cash payment of fractional entitlements in terms of South African taxation law. It is not intended to be, nor should it be considered as legal or taxation advice and shareholders are advised to seek their own tax advice from an independent tax advisor. The Company and its advisors cannot be held responsible for the taxation consequences that the Scrip Distribution Alternative may have on individual shareholders and therefore shareholders are advised to consult their own tax advisors if they are in any doubt about their tax position.

Cape Town
9 September 2021

Sponsor
Merchantec Capital