

TRANS HEX GROUP LIMITED

(Incorporated in the Republic of South Africa)

(Registration number 1963/007579/06)

Share code: TSX

ISIN: ZAE000018552

(“**Trans Hex**” or the “**Company**”)

Cream Magenta 140 Proprietary Limited

Metcap 14 Proprietary Limited

RAC Investment Holdings Proprietary Limited

(collectively, the “**Offerors**”)

ANNOUNCEMENT THAT THE MANDATORY OFFER BY THE OFFERORS IS UNCONDITIONAL

1. INTRODUCTION

Trans Hex shareholders (“**Shareholders**”) are referred to the SENS announcement released on Thursday, 11 August 2016 (“**Firm Intention Announcement**”) and the circular posted to Shareholders on 23 September 2016 (“**the Circular**”), relating to the mandatory cash offer made by the Offerors, in terms of section 123 of the Companies Act, No 71 of 2008, as amended (“**Companies Act**”), to Shareholders to acquire the entire issued ordinary share capital of the Company, other than the issued ordinary shares already held by the Offerors and the issued ordinary shares held as treasury shares (“**Offer Shares**”) (the “**Offer**”).

As set out in paragraph 5 of the Firm Intention Announcement and paragraph 5.1.4 of the Circular, the Offer is conditional upon the approval of the Competition Authorities in terms of the Competition Act, No 89 of 1998, as amended, (“**Competition Authorities**”) and any other relevant regulatory authorities.

2. OFFER UNCONDITIONAL

Shareholders are hereby notified that the Competition Authorities unconditionally approved the Offer and its implementation on Wednesday, 26 October 2016. No other regulatory approvals are required and the Offer is consequently unconditional in accordance with its terms. The Offer will remain open for a further 21 business days as per the time table below.

3. SALIENT DATES AND TIMES

The salient dates and times relating to the Offer are set out in the table below:

	2016
Last day to trade in order to accept the Offer	Tuesday, 22 November
Receipt of acceptances and closing of Offer by 12:00 on	Friday, 25 November
Record date	Friday, 25 November
Payment date	See note 3
Results of the Offer announcement released on SENS and settlement of Offer on	Monday, 28 November

Notes:

1. No dematerialisation or rematerialisation of Trans Hex shares will take place between Wednesday, 23 November 2016 and Friday, 25 November 2016, both days included.
2. Shareholders should note that acceptance of the Offer is irrevocable.
3. Payment of the offer consideration, of 394 cents per Offer Share, will be made within 6 business days of the later of the Offer becoming unconditional or the date on which Shareholders deliver their form of acceptance, surrender and transfer. The procedures are more fully described in the Circular.

Cape Town

28 October 2016

Sponsor to Trans Hex
One Capital

Advisors to the Offerors
Mettle Corporate Finance

General

The release, publication or distribution of this announcement in jurisdictions other than South Africa may be restricted by law and, therefore, any persons who are subject to the laws of any jurisdiction other than South Africa should inform themselves about and observe any applicable requirements in those jurisdictions. This announcement has been prepared for the purposes of complying with the Companies Act and the Companies Regulations and the information disclosed may consequently not be the same as that which would have been disclosed if this announcement had been prepared in accordance with the laws and regulations of any jurisdiction other than South Africa.

This announcement is not intended to, and does not, constitute, or form part of, an offer to sell or an invitation to purchase or subscribe for any securities or a solicitation of any vote or approval in any jurisdiction. This announcement does not constitute a prospectus or a prospectus equivalent document. Shareholders are advised to read carefully the formal documentation in relation to the Offer once it has been dispatched. The Offer will be made solely through the Circular, which will contain the full terms and conditions of the Offer. Any decision to accept the Offer or other response to the proposals should be made only on the basis of the information contained in the Circular.
