



## FORM OF ACCEPTANCE, SURRENDER AND TRANSFER

Where appropriate and applicable, terms defined in this Circular to which this Form of Acceptance, Surrender and Transfer is attached and forms part of shall, unless the context clearly indicates, otherwise bear the same meanings in this Form of Acceptance, Surrender and Transfer.

**To:** The Transfer Secretaries

**Hand deliveries to:** 4 Robert Mugabe Avenue, Windhoek, Namibia

**Postal Deliveries to:** PO Box 2401, Windhoek, Namibia

**This form should be read in conjunction with this Circular.**

### Instructions:

1. A separate Form of Acceptance, Surrender and Transfer is required for each Shareholder. Shareholders must complete this Form of Acceptance, Surrender and Transfer in BLOCK CAPITALS.
2. **Part A** must be completed by all shareholders who wish to accept the Offer.
3. **Part B** must be completed by shareholders who wish to receive the Offer Consideration by EFT.
4. **Part C** must be completed by all shareholders who wish to accept the Offer and who are Emigrants (see note 2).
5. **Part D** must be completed by all shareholders who wish to accept the Offer and who are non-residents of the Common Monetary Area or who are Emigrants whose shares have been released and wish for the Offer Consideration to be paid to an authorised dealer.
6. No receipts will be issued for Documents of Title lodged unless specifically requested. Lodging agents are requested to prepare special transaction receipts, if required.
7. Please also read notes contained in this form.

### Dear Sirs

I/We hereby, subject to the Acceptance Date occurring (and to the extent that this Form is signed, dated and delivered before the Acceptance Date, then with effect from the Acceptance Date), accept the Offer in relation to all my Bidvest Namibia Shares and surrender and enclose the share certificates and Documents of the Title in respect of my/our holdings of the Bidvest Namibia Shares, as per my/our instructions contained herein:

### PART A – TO BE COMPLETED BY ALL SHAREHOLDERS WHO RETURN THIS FORM.

I/We hereby, subject to the Acceptance Date occurring (and to the extent that this Form is signed, dated and delivered before the Acceptance Date, then with effect from the Acceptance Date), accept the Offer in respect of \_\_\_\_\_ shares.

Surname or Name of corporate body:	
First names (in full)	
Title (Mr, Mrs, Miss, Ms, etc)	

Address to which the Offer Consideration, which a Shareholder is entitled to in terms of the Offer, should be sent (if different from registered address)

Country		Postal Code	
Telephone		Mobile	
E-mail		Fax	

Please note: In order to comply with the requirements of the Financial Intelligence Act, No. 3 of 2007, the Transfer Secretaries will not be able to record any change of address mandated unless the following documentation is received from the relevant shareholder:

- an original certified copy of your identity document; and
- an original or an original certified copy of a service bill to verify your physical address not older than three months.

### I/WE HEREBY SURRENDER THE ENCLOSED SHARE CERTIFICATE/S, CERTIFIED TRANSFER DEED/S AND/OR OTHER DOCUMENTS OF TITLE, DETAILS OF WHICH HAVE BEEN COMPLETED BELOW.

#### Share certificate/s and/or other Document(s) of Title to be surrendered (as enclosed)

Name of registered holder (separate form for each holder)	Certificate number(s) (in numerical order)	Number of Bidvest Namibia Shares covered by each certificate
	Total	
Signature of shareholder		Stamp and address of agent lodging this form
Assisted by (if applicable)		
State full name and capacity		
Date		
Telephone number		
Mobile		

**PART B – TO BE COMPLETED IN BLOCK CAPITALS BY SHAREHOLDERS WISHING TO RECEIVE PAYMENT OF THE OFFER CONSIDERATION BY MEANS OF EFT**

In order to comply with the requirements of the Financial Intelligence Act, No. 3 of 2007, the Transfer Secretaries will not be able to record any change of bank account mandated unless the following documentation is received from the relevant shareholder:

- an original certified true copy of ID; and
- an original or an original certified true copy of bank statement or bank confirmation letter not older than three months.

I/We, being a holder/s of the applicable Bidvest Namibia Shares hereby request that the Offer Consideration be electronically deposited into my/our bank account, the details of which are as follows:

Name of account holder (no third party accounts):	
Bank name:	
Branch name:	
Branch code:	
Account number:	
Swift number:	
IBAN number:	
Signature of shareholder:	
Assisted by me (if applicable):	
(State full name and capacity):	
Date:	
Telephone number	
Cellphone	

**PART C – TO BE COMPLETED IN BLOCK CAPITALS BY ALL SHAREHOLDERS WHO ARE EMIGRANTS FROM THE COMMON MONETARY AREA AND WHOSE SHARES HAVE NOT BEEN RELEASED**

The Offer Consideration due to shareholders who are emigrants from the Common Monetary Area and whose Bidvest Namibia Shares have not been released will be paid to the authorised dealer controlling his blocked assets and credited to the emigrant's blocked account. Accordingly, a non-resident who is an emigrant from the Common Monetary Area must provide the following information:

Name of Authorised Dealer in Namibia/South Africa:	
Address:	
Account number:	

If no nomination is made above, the Offer Consideration will be held in trust by Bidvest Namibia until a written instruction is received as to the disposal of such amount.

**PART D – TO BE COMPLETED IN BLOCK CAPITALS BY SHAREHOLDERS WHO ARE NON-RESIDENTS OF THE COMMON MONETARY AREA OR EMIGRANTS FROM THE COMMON MONETARY AREA WHOSE SHARES HAVE BEEN RELEASED AND WHO WISH TO HAVE THE OFFER CONSIDERATION PAID TO AN AUTHORISED DEALER**

The Offer Consideration due to shareholders who have registered addresses outside Namibia or South Africa (other than certificated shareholders who are emigrants from the Common Monetary Area and whose Bidvest Namibia Shares have not been released) and whose share certificates are endorsed "non-resident" will be posted to the relevant shareholder, unless that shareholder nominates an authorised dealer to which such Offer Consideration should be paid.

Name of Authorised Dealer in South Africa or alternative instructions:	
Address:	
Account number:	

**Notes:**

1. Emigrants of the Common Monetary Area must, in addition to Part A, also complete Part C. If Part C is not properly completed, the Offer Consideration will be held in trust by Bidvest Group or the Transfer Secretaries until claimed for a maximum period of five years, after which period such funds shall be made over to the Guardians Fund of the High Court. No interest will accrue or be paid on any Offer Consideration so held in trust.
2. All other non-residents of the Common Monetary Area must complete Part D if they wish the Offer Consideration to be to be paid to an authorised dealer in Namibia or South Africa.
3. The Offer Consideration will not be sent to shareholders unless and until Documents of Title in respect of the relevant shares have been surrendered to the Transfer Secretaries.
4. If a shareholder produces evidence to the satisfaction of Bidvest Namibia that Documents of Title in respect of its Bidvest Namibia Shares have been lost or destroyed, Bidvest Namibia may waive the surrender of such Documents of Title against delivery of a duly executed indemnity (including against any damage, expense, loss or payment that Bidvest Group, or any of its duly authorised representatives, may incur or suffer by reason of, or arising from, the payment of the Offer Consideration to such person) in a form and on terms and conditions approved by Bidvest Namibia and Bidvest Group, or may in their discretion waive such indemnity.
5. If this Form of Acceptance, Surrender and Transfer is not signed by the shareholder, the shareholder will be deemed to have irrevocably appointed the company secretary of Bidvest Namibia to implement that shareholder's obligations under the Offer, on his/her behalf.
6. Persons who have acquired shares after the date of posting of this Circular to which this Form of Acceptance, Surrender and Transfer is attached, can obtain copies of the Form of Acceptance, Surrender and Transfer and this Circular from the Transfer Secretaries.
7. No receipts will be issued for documents lodged, unless specifically requested. In compliance with the requirements of the NSX, lodging agents are requested to prepare special transaction receipts. Signatories may be called upon for evidence of their authority or capacity to sign this Form of Acceptance, Surrender and Transfer.
8. Any alteration to this Form of Acceptance, Surrender and Transfer must be signed in full and should not be merely initialled.
9. If this Form of Acceptance, Surrender and Transfer is signed under a power of attorney, then such power of attorney, or a notarially certified copy hereof, must be sent with this Form of Acceptance, Surrender and Transfer for noting (unless it has already been noted by Bidvest Namibia or the Transfer Secretaries).
10. Where the shareholder is a company or a close corporation, unless it has already been registered with Bidvest Namibia or the Transfer Secretaries, a certified copy of the directors' or members' resolution authorising the signing of this Form of Acceptance, Surrender and Transfer must be submitted if so requested by Bidvest Namibia.
11. Note 10 does not apply in the case of a form bearing an NSX broker's stamp.
12. A minor must be assisted by his parent or guardian, unless the relevant documents establishing his legal capacity are produced or have been registered by Bidvest Namibia or Transfer Secretaries.
13. Where shares are held jointly, all joint holders are required to sign this Form of Acceptance, Surrender and Transfer.