



GO LIFE INTERNATIONAL LIMITED

(Incorporated in the Republic of Mauritius)

(Registration number: 098177 C1/GBL)

SEM share code: GOLI.N0000

JSE share code: GLI ISIN: MU0330N00004

("the Company" or "Go Life International" or "GLI")

COMMUNIQUE - ISSUE OF SHARES

The Board of Directors is pleased to advise that it has entered into three subscription agreements with Novanod Proprietary Limited ("Novanod"), DVN Family Office Proprietary Limited ("DVNFO") and Yusuf Sooklall, to subscribe for 232 500 000 shares, 232 500 000 shares and 10 000 000 shares respectively, totalling 475 000 000 shares, which subscription proceeds will be used to effectively settle the loans from Boundryless and DVNFO advanced over the past two years to settle creditors and regularise the company.

The Company has 132 500 000 treasury shares at the Last Practicable Date, which will be reissued as part of the issue of shares for cash.

The Board has approved the Issue of Shares for Cash of 475 000 000 shares at ZAR0.01 or one cent per share amounting to R4 750 000, which will be subscribed for in cash or the extinguishing of existing liabilities of the Company. This amounts to approximately USD257 315 at an assumed exchange rate at 28 February 2023 of R18.4599:USD1.00.

The new shares are of the same class of shares and will rank *pari passu* in all respects with the existing ordinary shares in issue.

The proceeds from the issue of shares will be applied to settle the existing loan amounts owing to Boundryless and DVNFO. The Boundryless loan and the DVNFO loans have been acquired by the Subscribers, excluding Yusuf Sooklall.

Two Subscribers, namely Novanod and DVNFO have also agreed to provide additional funds of R3 000 000, being R1 500 000 each, as additional loan funding towards the settlement of the remaining creditors amounting to approximately R2.8 million as detailed in Annexure 4 to these Listing Particulars and the balance of around R200 000 for future working capital, including the audit for the year ended 28 February 2023. The new loans will bear interest at 11.5% per annum on a drawn down basis.

Some of the above loan funding has already been advanced to the Company post year end to settle certain creditors and the Subscribers will settle remaining creditors post the listing of the new shares. If required, additional funding will be advanced to grow the business.

The directors of the Company believe that the Company has sound prospects once the solvency of the Company has been restored through the Issue of Shares for Cash and a supportive shareholder has been secured.

In addition, the Company has made arrangements for the appointment of a new management company, pursuant to the above issue of shares in order to ensure full compliance with the requirements of Mauritius. This will include the appointment of a second Mauritian director. These appointments will be announced on SEM and SENS in due course.

Pursuant to the Issue of Shares for Cash, neither Novanod's nor the DVNFO shareholding will exceed 30% and thus a mandatory offer will not be made to Go Life International shareholders.

Approval has been granted by the LEC for the listing of a further 342 500 000 additional Go Life shares on the Official List of the SEM with effect from the commencement of trade on 11 May 2023, which additional listing has been approved by the Board of Go Life in accordance with its Constitution and does not require shareholder approval. The shares will also be listed on the JSE on or about 11 May 2023.

The total combined issued share capital of Go Life is 900 000 000 shares of no par value before the issue of new shares for cash and 1 242 500 000 shares of no par value after the issue of shares for cash. The Company has 132 500 000 treasury shares, which will be reissued as part of the issue of shares for cash.

Listing Particulars have been prepared and issued in compliance with the SEM Listing Rules governing the Official Listing of Securities, in respect of a further listing of 342 500 000 additional Go Life shares for the purpose of providing updated information to the public with regard to the Company and have been approved by the LEC of the SEM, in conformity with the Listing Rules, on 9 May 2023 under reference number **LEC/P/04/2023**

The Listing Particulars will be made available from 10 May 2023 on the Company's website at www.golifeinternational.co.za.

Go Life International has its primary listing on the Stock Exchange Mauritius and a secondary listing on the Alternative Exchange of the JSE.

By Order of the Board

10 May 2023

Executive Directors: Patrick Wysoczanski Jean van Rooyen	Non-Executive Directors: Mohamed Yusuf Sooklall Peter Koll
JSE Sponsor: AcaciaCap Advisors Proprietary Limited	