

**UNIVERSAL PARTNERS LIMITED**

(Incorporated in the Republic of Mauritius)

(Registration number: 138035 C1/GBL)

SEM share code: UPL.N0000

JSE share code: UPL

ISIN: MU0526N00007

(“**Universal Partners**” or “**the Company**”)



UNIVERSAL PARTNERS

---

**MANDATORY OFFER TO THE SHAREHOLDERS OF UNIVERSAL PARTNERS**

---

Shareholders and the general public are referred to the communique released by the Company on 23 September 2021 on the website of the Stock Exchange of Mauritius Ltd (“**SEM**”) and the Stock Exchange News Service of the JSE Limited (“**JSE**”) wherein the Board of Directors of Universal Partners (the “**Board**”) announced that as a result of share acquisitions made in the Company by Glenrock Lux PE No1 SCSp and Glenrock Lux PE No2 SCSp (“**Glenrock No1**” and “**Glenrock No2**”, respectively), they collectively hold 24,752,866 shares in Universal Partners, representing 34.01% of the voting rights attached to the ordinary shares of the Company.

The said acquisition imposes an obligation on Glenrock No1 and Glenrock No2 under Rule 33 of the Securities (Takeover) Rules 2010 (“**Takeover Rules**”), to make a mandatory offer for all Universal Partners shares not already owned by them (the “**Offer**”).

Pursuant to Rule 10(1)(e) of the Takeover Rules, Glenrock No1 and Glenrock No2 have entered into a concert party arrangement with Glenrock International Limited to ensure that the cash consideration obligation is met. As a consequence, Glenrock No1, Glenrock No2 and Glenrock International Limited (collectively, the “**Offerors**”) are concert parties, jointly and severally liable to those Universal Partners shareholders who accept the Offer.

Consequently and pursuant to Rule 9 of the Takeover Rules, the Board was notified on 29 April 2022 of the Offerors’ firm intention to make the Offer for a cash consideration of ZAR 18.63 per share, which price has been determined in accordance with Rule 14(2) of the Takeover Rules.

Shareholders and the public in general are hereby informed that the Offerors will make the Offer which shall remain open for at least 35 days but shall not exceed 60 days following the date of communication of the Offer Document to the shareholders of Universal Partners, in compliance with Rule 20(1) of the Takeover Rules. The Offer Document is expected to be issued by the Offerors in due course.

The Offerors have confirmed that they have sufficient financial resources available to satisfy the acceptance of the Offer.

Universal Partners has its primary listing on the Official List of the SEM and a secondary listing on the Alternative Exchange of the JSE.

By order of the Board

29 April 2022

For further information please contact:

---

**JSE Sponsor**

**JAVACAPITAL**

Tel: +27 11 722 3050

**SEM Authorised Representative  
and Sponsor**

**Perigeum  
Capital**

Tel: +230 402 0890

**Company Secretary**

 **itl**  
Intercontinental Trust Ltd

Tel: +230 403 0800

---

This notice is issued pursuant to the SEM Listing Rule 11.3, the JSE Listings Requirements and Rule 12(1)(a) of the Takeover Rules. The Board of Universal Partners accepts full responsibility for the accuracy of the information contained in this announcement.