

tiso blackstar group.

TISO BLACKSTAR GROUP SE
(Incorporated in England and Wales)
(Registration number SE000110)
(registered as an external company with limited liability in the Republic of South Africa
under registration number 2011/008274/10)
Share code: TBG
ISIN: GB00BF37LF46
("Tiso Blackstar" or the "Company")

FORM OF ACCEPTANCE, SURRENDER AND TRANSFER *(for use by Certificated Tiso Blackstar Shareholders in respect of the Standby Offer only)*

The definitions and interpretations commencing on page 10 and page 221 of the Circular to which this Form of Acceptance, Surrender and Transfer is attached ("the Circular"), apply, unless the context clearly indicates otherwise, to this Form of Acceptance.

Important:

1. This form should be read in conjunction with the Circular.
2. Please read the instructions below. Non-compliance with the instructions may result in the rejection of this Form of Acceptance.
3. Forms of Acceptance will be rejected if they are not received by the Transfer Secretaries at the addresses below on or before 11:00 a.m. BST (12:00 p.m. SAST) on the Standby Offer Closing Date.

Instructions:

1. A separate Form of Acceptance is required for each Tiso Blackstar Shareholder. Certificated Tiso Blackstar Shareholders must complete this Form of Acceptance in **BLOCK CAPITALS**.
2. **Part A** must be completed by all Certificated Tiso Blackstar Shareholders who wish to accept the Standby Offer.
3. **Part B** must be completed by Certificated Tiso Blackstar Shareholders who have accepted the Standby Offer and who wish to have the Standby Offer Consideration paid to them by electronic funds transfer ("**EFT**"). If **Part B** is left blank or completed incorrectly, the Standby Offer Consideration will be paid by cheque and posted by ordinary mail at the risk of the Tiso Blackstar Shareholder concerned, to the address provided in **Part A** below or, failing which, to the address of the Certificated Shareholder concerned as it appears in the Register.
4. **Part C** must be completed by Certificated Tiso Blackstar Shareholders who have accepted the Standby Offer and who are emigrants from, or non-residents of, the Common Monetary Area.
5. Certificated Tiso Blackstar Shareholders wishing to accept the Standby Offer must complete **Part D** to indicate whether they wish to sell all or only some of their Tiso Blackstar Shares pursuant to the Standby Offer.

Please also read notes overleaf.

To: The Transfer Secretaries

Hand deliveries to:	Postal deliveries to:
Link Market Services South Africa (Pty) Ltd 13th Floor 19 Ameshoff Street Braamfontein, 2001 Johannesburg	Link Market Services South Africa (Pty) Ltd PO Box 4844 Johannesburg 2000

Dear Sirs

PART A – SURRENDER OF DOCUMENTS OF TITLE		
<p>ALL CERTIFICATED TISO BLACKSTAR SHAREHOLDERS WHO WISH TO ACCEPT THE STANDBY OFFER MUST PLEASE COMPLETE PART A.</p> <p>Certificated Tiso Blackstar Shareholders who wish to anticipate the Standby Offer becoming Operative and expedite settlement of the Standby Offer Consideration should complete Part A and return this form to the Transfer Secretaries together with their Document(s) of Title by no later 11:00 a.m. BST (12:00 p.m. SAST) on the Standby Offer Closing Date.</p>		
Surname or Name of corporate body		
First names (in full)		
Title		
Address		
	Postal code	
Country		
Telephone ()		
Cell phone number		
Email address		
Fax number ()		
<p>Please note: In order to comply with the requirements of the Financial Intelligence Centre Act, No 38 of 2001 (“FICA”), the Transfer Secretaries will not be able to record any change of address mandated unless the relevant FICA documentation as advised by the Transfer Secretaries is received from the relevant Tiso Blackstar Shareholder. Tiso Blackstar Shareholders are required to contact the Transfer Secretaries directly on +27 11 029 0112 in order for the Transfer Secretaries to advise them of the specific FICA documentation required.</p>		
<p>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.</p>		
<p>Share certificate/s and/or other Document(s) of Title to be surrendered (as enclosed)</p>		
Name of registered holder (separate form for each holder)	Certificate number(s) (in numerical order)	Number of Tiso Blackstar Shares covered by each certificate
Total		
Signature of Tiso Blackstar Shareholder		Stamp and address of agent lodging this form
Assisted by me (if applicable)		
State full name and capacity		
Date	2020	
Telephone number (Home) ()		
Telephone number (Work) ()		
Cell phone number ()		
<p><i>Signatories may be called upon for evidence of their authority or capacity to sign this form.</i></p>		

PART B – EFT PAYMENT INSTRUCTION

To be completed in BLOCK LETTERS by Certificated Tiso Blackstar Shareholders wishing to receive payment of the Standby Offer Consideration by means of EFT.

Name of account holder (no third party accounts):		
Bank name:		
Account number:		
Sort Code:		
Signature of Tiso Blackstar Shareholder:		
Assisted by me (if applicable):		
(State full name and capacity):		
Date:		
Telephone: (Home) ()	Telephone: (Work) ()	Cell phone number:

Pursuant to FICA, the Transfer Secretaries will only be able to record the bank details if the relevant FICA documentation as advised by the Transfer Secretaries is received from the Tiso Blackstar Shareholder. Tiso Blackstar Shareholders are required to contact the Transfer Secretaries directly on +27 11 029 0112 in order for the Transfer Secretaries to advise them of the specific FICA documentation required.

PART C – EMIGRANTS FROM AND NON-RESIDENTS OF THE COMMON MONETARY AREA

1. **To be completed only by Certificated Tiso Blackstar Shareholders who have accepted the Standby Offer and are emigrants from, or non-residents of, the Common Monetary Area.**

The Standby Offer Consideration will be forwarded to the authorised dealer nominated below for its control and credited to the emigrant's blocked account. Accordingly, a non-resident who is an emigrant from South Africa must provide the following information:

Name of authorised dealer in South Africa:

Account number:

Address:

Signature of authorised dealer

2. **To be completed only by all other non-resident Certificated Tiso Blackstar Shareholders who wish to provide a substitute address.**

The Standby Offer Consideration will be posted to the registered address of the non-resident concerned, unless written instructions to the contrary are received and a substitute address provided below:

Substitute address:

3. **If no nomination is made pursuant to 1 above, the Standby Offer Consideration will be held in trust by Tiso Blackstar or the Transfer Secretaries on behalf of Tiso Blackstar for the benefit of the emigrants concerned until lawfully claimed by such Tiso Blackstar Shareholders who have made the Exit Election for a maximum period of 3 years.**

PART D – STANDBY OFFER

To be completed by all Certificated Tiso Blackstar Shareholders who wish to sell some or all of their Tiso Blackstar Shares pursuant to the Standby Offer.

Indicate that you wish to sell your Tiso Blackstar Shares by means of an "X" or insert relevant number of Tiso Blackstar Shares if you only wish to sell some of your Tiso Blackstar Shares.

I would like to sell all my Tiso Blackstar Shares in exchange for the Standby Offer Consideration.

ALTERNATIVELY

Insert number of Tiso Blackstar Shares if you wish to sell only part of your Tiso Blackstar Shares.

Notes:

1. Emigrants from the Common Monetary Area must complete Part C.
2. All other non-residents of the Common Monetary Area must complete **Part C** if they wish the Standby Offer Consideration to be sent to an address other than their address in the Register.
3. If **Part C** is not properly completed, the Standby Offer Consideration (in the case of emigrants) will be held in trust by Tiso Blackstar (or its agent) pending receipt of the necessary nomination or instruction.
4. The Standby Offer Consideration will not be sent to Tiso Blackstar Shareholders unless and until Documents of Title in respect of the relevant Tiso Blackstar Shares have been surrendered to the Transfer Secretaries.
5. If a Certificated Tiso Blackstar Shareholder produces evidence to the satisfaction of Tiso Blackstar that Documents of Title in respect of Tiso Blackstar Shares have been lost or destroyed, Tiso Blackstar 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 Tiso Blackstar, or any of its duly authorised representatives, may incur or suffer by reason of, or arising from, the payment of the Standby Offer Consideration to such person) in a form and on terms and conditions approved by Tiso Blackstar, or may in its discretion waive such indemnity.
6. Persons who have acquired Tiso Blackstar Shares after the date of posting of the Circular to which this Form of Acceptance is attached, can obtain copies of the Form of Acceptance and the Circular from the Transfer Secretaries at Link Market Services South Africa Proprietary Limited, 13th Floor, 19 Ameshoff Street, Braamfontein, Johannesburg, 2001 (PO Box 4844, Johannesburg, 2000).
7. No receipts will be issued for documents lodged, unless specifically requested. In compliance with the requirements of the JSE, 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.
8. Any alteration to this Form of Acceptance must be signed in full and should not be merely initialled.
9. If this Form of Acceptance 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 for noting (unless it has already been noted by Tiso Blackstar or the Transfer Secretaries).
10. Where the Certificated Tiso Blackstar Shareholder is a company or a close corporation, unless it has already been registered with Tiso Blackstar or the Transfer Secretaries, a certified copy of the directors' or members' resolution authorising the signing of this Form of Acceptance must be submitted if so requested by Tiso Blackstar.
11. Where Tiso Blackstar Shares are held jointly, all joint holders are required to sign this Form of Acceptance.