

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”)



RESULTS OF THE COURT MEETING AND GENERAL MEETING AND REVISION OF THE IMPORTANT EXPECTED DATES AND TIMES RELATING TO THE SCHEME

Capitalised terms used below and elsewhere in this announcement and that are not otherwise defined, bear the meaning ascribed to them in the circular distributed to Tiso Blackstar shareholders on 31 July 2020 (“Circular”).

Shareholders are hereby advised that the approval sought at the Court Meeting of the Company held today at 9:00 a.m. BST (10:00 a.m. SAST) at North West House, 119 Marylebone Road, Marylebone, London, NW1 5PU, United Kingdom was obtained and that all of the resolutions proposed at the General Meeting of the Company held today at 9:15 a.m. BST (10:15 a.m. SAST) at North West House, 119 Marylebone Road, Marylebone, London, NW1 5PU, United Kingdom, were passed by the requisite majorities of the Company’s shareholders.

Details of the results of the voting at the Court Meeting are as follows:

Resolutions proposed at the Court Meeting	Votes for resolution as a percentage of total number of shares voted at Court Meeting	Votes against resolution as a percentage of total number of shares voted at Court Meeting	Number of shares voted at Court Meeting	Number of shares voted at Court Meeting as a percentage of shares in issue	Number of shares abstained as a percentage of shares in issue
Special resolution: Approval of Scheme	77.45%	22.55%	236 550 566	87.61%	0.00%

Details of the results of the voting at the General Meeting are as follows:

Resolutions proposed at the General Meeting	Votes for resolution as a percentage of total number of shares voted at General Meeting	Votes against resolution as a percentage of total number of shares voted at General Meeting	Number of shares voted at General Meeting	Number of shares voted at General Meeting as a percentage of shares in issue	Number of shares abstained as a percentage of shares in issue
Special resolution number 1: Approval of Scheme and Capital Reduction	77.70%	22.30%	246 069 796	91.14%	0.00%
Ordinary resolution number 1: Delisting of Tiso Blackstar	77.69%	22.31%	246 069 796	91.14%	0.00%

Shares from the Main Board of the JSE pursuant to paragraph 1.15(a) of the JSE Listings Requirements					
Ordinary resolution number 2: Approval of the KTH Sale	71.90%	28.10%	195 282 260	72.33%	0.00%
Ordinary resolution number 3: Authority for off-market purchase of own shares under section 694 of the UK Companies Act	77.69%	22.31%	246 069 796	91.14%	0.00%

Note

Total number of shares in issue as at the date of the Court Meeting and General Meeting was 275 753 092. Of these, 5 758 411 are held in treasury and cannot be voted at general meetings or at the Court Meeting. Accordingly, the total number of shares eligible to be voted at the meetings was 269 994 681.

Shareholders are furthermore advised that, as certain Conditions, which includes, *inter alia*, the KTH Sale being implemented and the cash payment of the KTH Sale Consideration being received by Tiso Blackstar and the Scheme and the Capital Reduction being sanctioned and confirmed by the UK Court, are still outstanding, the important dates and times relating to the Scheme, as included in the Circular, will be revised.

Shareholders will be updated in due course regarding the revised important dates and times relating to the Scheme.

London
21 September 2020

Sponsor
PSG Capital



Corporate Advisor
Vestra Advisory



English Legal advisor
Paul Hastings



SA Legal Advisor
Cliffe Dekker Hofmeyr

