

20 March 2019

NOTICE TO CREDITORS OF GROUP FIVE CONSTRUCTION PROPRIETARY LIMITED

1 General

- 1.1 As you are aware from the previous correspondence sent to affected persons (creditors, employees and shareholders) of Group Five Construction Proprietary Limited ("Company/ Group Five Construction") –
- 1.1.1 the Company was placed in business rescue on 11 March 2019; and
- 1.1.2 Petrus (Peter) Francois van den Steen and David (Dave) Arthur Charles Lake were appointed as the business rescue practitioners ("BRPs") on 11 March 2019.
- 1.2 The purpose of this notice is to advise creditors and suppliers of Group Five Construction of the general and administrative matters that pertain to Group Five Construction for the duration of its business rescue proceedings.
- 1.3 Group Five Construction is currently operational. The BRPs are in the process of investigating the affairs of the Company in effort to determine the best way to manage the business rescue proceedings of the Company.
- 1.4 We request that all creditors and suppliers of Group Five Construction take notice of the following which will apply for the duration of Group Five Construction's business rescue proceedings, unless advised otherwise.

2 Business Rescue Timeline

- 2.1 The BRPs intend to convene separate meetings of the affected persons (creditors and employees) of Group Five Construction on or before 26 March 2019. Details about these meetings have been communicated via email.
- 2.2 Thereafter, the BRPs will be working towards putting together a plan on how they intend to rescue the Company. This plan will be made available to all affected persons for their consideration.
- 2.3 A meeting will then be convened at which the business rescue plan will be put to the vote of creditors, and shareholders, as the case may be.
- 2.4 The BRPs will engage with the affected persons of Group Five Construction by email on a regular basis.

3 Legal Proceedings and the Moratorium –

- 3.1 These are legal proceedings or arbitration proceedings against Group Five Construction.
- 3.2 If you and/or your company have instituted or commenced with legal proceedings against the Company, you are not entitled to continue with such proceedings without the leave of the court or the consent of the BRPs.

Group Five Construction (Pty) Ltd

Reg No 1974/003166/07

Directors: TC Kgogo AJ Clacher NM Humphreys KR Maharaj JN Nzimande
Company Secretary: NC Katamzi

2 Eglin Road, Sunninghill, 2191
Postnet Suite 500 Private Bag X26 Sunninghill 2157 South Africa
Tel +27 10 060 1555 Email info@groupfive.co.za Web www.groupfive.co.za



- 3.3 The moratorium that arises by operation of the law prohibits all legal proceedings, including enforcement action, from being commenced or proceeded with, against the Company without the leave of the court or the consent of the BRPs.
- 3.4 Any court documents must, in addition to being served on the Company, be provided, via email, to: G5constructionptyltd@groupfive.co.za.
- 3.5 Any queries or communications about this can also be sent, via email, to: G5constructionptyltd@groupfive.co.za.

4 **Pre-Commencement Claims –**

- 4.1 A pre-commencement claim is any claim that you and/or your company have against Group Five Construction as at 11 March 2019 including any claims that form the subject matter of legal proceedings for the recovery of money.
- 4.2 Any claim that you and/or your company believe you have against the Company as at 11 March 2019 must be submitted to the BRPs for assessment, as follows:
- 4.2.1 All invoices and statements must be submitted using the existing process (emailing accountspayable@groupfive.co.za) via the Group Five Automated Invoice Processing System.
- 4.2.2 Please **also** submit your claim by downloading a Claim Form from the Company's website (www.g5.co.za) and emailing the completed Claim Form, together with a reconciliation statement of account and other supporting documentation, via email to G5constructionptyltd@groupfive.co.za.
- 4.2.3 Please **do not** send your Claim Form to the Group Five Automated Invoice Processing System as it will be rejected.
- 4.2.4 The Group Five Central Accounts Payable department will be available to assist with all supplier related queries.
- 4.3 These claims will be assessed by the BRPs and either accepted or rejected and the BRPs' decision in this regard will be communicated to you and/or your company.
- 4.4 If your claim is accepted (in part or in whole), the details about how and when such payment will be made will be set out in a business rescue plan. This plan will be published in time, for the consideration of affected persons, who will have an opportunity to cast a vote on such plan.

5 **Supply of Goods and Services –**

- 5.1 These are suppliers and/or creditors who are required to continue to supply the Company despite the fact that the Company is under business rescue.
- 5.2 The BRPs will instruct the Company representatives to engage with suppliers with respect to the supply of goods and/or services.

Group Five Construction (Pty) Ltd

Reg No 1974/003166/07

Directors: TC Kgogo AJ Clacher NM Humphreys KR Maharaj JN Nzimande
Company Secretary: NC Katamzi

2 Eglin Road, Sunninghill, 2191
Postnet Suite 500 Private Bag X26 Sunninghill 2157 South Africa
Tel +27 10 060 1555 Email info@groupfive.co.za Web www.groupfive.co.za

5.3 All invoices for services rendered or products supplied to the Company during business rescue must be submitted in the ordinary course.

6 **Assets and Equipment -**

6.1 These are assets or equipment that do not belong to Group Five Construction.

6.2 No assets or equipment belonging to you and/or your company can be removed from any of the premises or sites of Group Five Construction and/or operated by Group Five Construction without the prior written consent of the BRPs.

6.3 If you and/or your company are in possession of equipment belonging to the Company, you are required to provide us with a list of what equipment or assets are in your possession. Specific detail about such asset or equipment must be provided.

6.4 All queries in this regard must be addressed to G5constructionptyltd@groupfive.co.za.

7 **Creditors of the Other Group Companies that are not in business rescue**

7.1 Only Group Five Limited and the Company (collectively "the Companies") have been placed in business rescue under the supervision of the BRPs.

7.2 None of the other direct and indirect subsidiaries of the Company ("Construction Subsidiaries") were placed in business rescue.

7.3 However, as a number of agency arrangements were put in place between the Company, as principal, and its Construction Subsidiaries, as its agents, on various construction projects, the impact of the business rescue proceedings of the Company will extend to those projects. Creditors of the Construction Subsidiaries are therefore urged to lodge claims against the Company for consideration and verification by the BRPs.

8 **General Queries**

8.1 If you have any requests or queries, they may be directed to G5constructionptyltd@groupfive.co.za.

8.2 You are also encouraged to visit Group Five Construction's website (www.g5.co.za) which will be updated with information pertaining to the business rescue proceedings on a regular basis.

8.3 The BRPs will also keep you updated of the business rescue proceedings of the Company on a regular basis. They/we intend to engage with you via email. Accordingly, we request that you ensure that the Company has your correct email addresses.

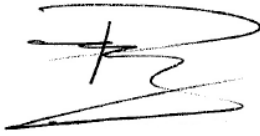
Yours faithfully,

Group Five Construction (Pty) Ltd

Reg No 1974/003166/07

Directors: TC Kgogo AJ Clacher NM Humphreys KR Maharaj JN Nzimande
Company Secretary: NC Katamzi

2 Eglin Road, Sunninghill, 2191
Postnet Suite 500 Private Bag X26 Sunninghill 2157 South Africa
Tel +27 10 060 1555 Email info@groupfive.co.za Web www.groupfive.co.za



Peter van den Steen



Dave Lake

The Business Rescue Practitioners of Group Five Construction Proprietary Limited (in business rescue)



Group Five Construction (Pty) Ltd

Reg No 1974/003166/07

Directors: TC Kgogo AJ Clacher NM Humphreys KR Maharaj JN Nzimande
Company Secretary: NC Katamzi

2 Eglin Road, Sunninghill, 2191
Postnet Suite 500 Private Bag X26 Sunninghill 2157 South Africa
Tel +27 10 060 1555 Email info@groupfive.co.za Web www.groupfive.co.za