

Attention: **All Affected Persons**
Group Five Limited (In Business Rescue)

Attention: **Companies and Intellectual Property Commission**
businessrescue@cipc.co.za

Delivered by Email

Displayed –

- Registered Office and Principal Place Business of the Company and anywhere where Employees are Employed
- Published on the Website Maintained by the Company and Accessible to Affected Persons

Hand Delivered to the Trade Unions after publication

October 2019

STATUS REPORT FOR GROUP FIVE LIMITED (IN BUSINESS RESCUE)

- 1 In accordance with section 132(3)(a) and section 132(3)(b) of the Companies Act 71 of 2008, as amended ("**Act**") when the business rescue proceedings of a company have not concluded within 3 months of the date on which they started, a business rescue practitioner is required to –
 - 1.1 prepare a report on the progress of the business rescue, and update it at the end of each subsequent month until the end of the business rescue proceedings; and
 - 1.2 deliver the report and each update to each affected person and to the Companies and Intellectual Property Commission ("**CIPC**").

This requirement is applicable to Group Five Limited (In Business Rescue) ("**Company**").

- 2 Capitalised words not otherwise defined in this report shall have the meaning ascribed to them in the Business Rescue Plan for the Company on 30 August 2019 ("**Plan**").

- 3 Accordingly, we, the business rescue practitioners ("**BRPs**") hereby provide you, with the fifth report on the status of the Company's business rescue proceedings.
- 4 Since the fourth status report of 19 September 2019, the following has occurred -
- 4.1 Commencement of the implementation of the Plan – The BRPs published the Plan on 30 August 2019. The Plan was distributed to affected persons and is available for download on the Company's website (www.g5.co.za) under the Business Rescue Tab for the Company. At the meeting held in terms of Section 151(2) of the Companies Act 71 of 2008, the Plan was voted on and adopted and has thus become legally binding on all affected person. The implementation of the Plan is heavily dependent on the successful implementation of all three phases set out in the business rescue plan of Group Five Construction (Pty) Ltd. ("**Group Five Construction**")
- 4.2 Asset and Business Sales – the sale process of the secured subsidiary of the Company, Everite, is ongoing.
- 4.3 Group Five Construction (Pty) Limited ("**Group Five Construction**") - the legally separate business rescue process for Group Five Construction is ongoing. In this regard we enclose for your benefit the status report that was sent to the affected persons of Group Five Construction. We would note that there currently remains no realistic prospect of any recovery by the Company from the Group Five business rescue process.
- 4.4 External Auditors – The Company appointed BDO South Africa Incorporated as the external auditors of the Company. The auditing process is ongoing.
- 4.5 Chief Executive Officer and Director Resignation – Dr Thabo Kgogo, the interim CEO of the Company, tendered his resignation as CEO of the Company and as an executive director on the board of the Company. His resignation will take effect from 30 October 2019. Ms Jackie Huntley remains on the board as a Non-Executive Director and Mr Anthony Clacher remains on the board as an executive director of the Company.
- 4.6 Litigation - There continues to be a number of existing litigation, arbitration and adjudication matters that the Company is involved with that are currently ongoing.

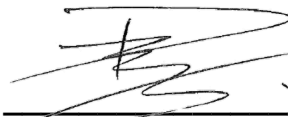
5 Disputed Creditors

- 5.1 In the Plan, "Disputed Creditors" are defined as persons who have "Disputed Claims" or who allege that they are "Creditors", but, who dispute the amount for which their "Claim" is reflected in Annexure B of the Plan, they are also considered persons who dispute the class in which they are reflected in Annexure B, and / or who dispute the existence and / or value of their security as reflected in Annexure B. Thus, "Disputed Claims" are any claims, or parts thereof, not recognised in the Plan.
- 5.2 In Section 10 of the Plan, a "Dispute Resolution Mechanism" was set out for "Disputed Creditors" to resolve "Disputed Claims", in an expedited manner and at minimum cost to all parties concerned.
- 5.3 In terms of this "Dispute Resolution Mechanism", all "Disputed Creditors" were requested to notify the BRPs in writing within 30 days after the date of adoption of the Plan (11 September 2019) of their intention to resolve the dispute. Thus, Friday 11 October 2019 was the final date on which a "Disputed Creditor" could submit a "Disputed Claim".
- 6 If you have any queries, they may be directed to G5ltdbr@groupfive.co.za All relevant notices circulated to the affected persons of the company, to date, have been published on the company's website at www.g5.co.za.

Yours faithfully,



Dave Lake



Peter van den Steen

Joint Business Rescue Practitioners for Group Five Limited (in business rescue)

**Companies and Intellectual Property Commission
Republic of South Africa**

Form CoR 125.1

About this Form

- This form is issued in terms of section 132 and 141 of the companies Act, 2008, and Regulation 125 of the Companies Regulations, 2011.
- This Notice and the attached report must be published to every affected person, and to-
 - a) The Commission, if the business rescue proceedings were started by the company; or
 - b) The court, if the proceedings were ordered by the court.
- A report and Notice must be issued at the end of the first three months of the business rescue proceedings, and at regular monthly intervals after that

Contacting the Commission

The Companies and Intellectual Property Commission of South Africa

Postal Address

PO Box 429
Pretoria
0001
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www.cipc.co.za

Business Rescue Status Report

Date: 25 October 2019

Customer Code: WERKMP

Concerning

(Name and Registration Number of Company)

Name: Group Five Limited

Registration No: 1969/000032/06

The above named company commenced business rescue proceedings on 11 March 2019.

Because the business rescue proceedings have not concluded within three months, the appointed business rescue practitioner provides the attached report in terms of section 132 (3).

Name and Title of person signing on behalf of the Practitioner:

DAC Lake and PF van den Steen - Joint Business Rescue Practitioners

Authorised Signature:

