

WILSON BAYLY HOLMES - OVCON LIMITED

(Incorporated in the Republic of South Africa)

(Registration number 1982/011014/06)

Share code: WBO

ISIN: ZAE000009932

("WBHO" or "Company")



DISTRIBUTION OF CIRCULAR AND NOTICE OF GENERAL MEETING

Shareholders (**WBHO Shareholders**) are referred to the announcement released on SENS on 6 April 2023 regarding the WBHO B-BBEE Ownership Transaction, a proposed broad-based black economic empowerment ownership transaction involving employees, black women, youth and black people (including black women and youth) living in rural and underdeveloped areas.

WBHO Shareholders are advised that the Company has posted a circular (**Circular**) today, Friday, 5 May 2023, including a notice of general meeting (**Notice of General Meeting**) of WBHO Shareholders to be conducted entirely by electronic communication at 10:00 (South African Standard Time) on Tuesday, 6 June 2023 (**General Meeting**), in order for the WBHO Shareholders to consider and, if deemed fit, adopt, resolutions relating to the WBHO B-BBEE Ownership Transaction.

Copies of the Circular may be obtained from the registered office of WBHO (53 Andries Street, Wynberg, Sandton, 2090) and the offices of the Sponsor (100 Grayston Drive, Sandton, 2196) during normal business hours from the date of this announcement until the date of the General Meeting, or by emailing donna.msiska@wbho.co.za during the same period. This Circular will also be available on the WBHO website, <https://www.wbho.co.za>, during the same period.

Salient dates

	2023
Last practicable date for the Circular	Tuesday, 25 April
Record date to be entitled to receive the Circular containing the Notice of General Meeting on	Friday, 28 April
Circular distributed to WBHO Shareholders on	Friday, 5 May
Last Day to trade in WBHO shares for a WBHO Shareholder to be entitled to attend, and speak and vote at, the General Meeting on	Tuesday, 23 May

	2023
Record date for a WBHO Shareholder to be entitled to attend, and speak and vote at, the General Meeting on	Friday, 26 May
For administrative purposes, WBHO Shareholders requested (but not required) to lodge forms of proxy by 10:00 by	Friday, 2 June
Last date to lodge forms of proxy at any time before the resolutions are first put to a vote the General Meeting	Tuesday, 6 June
General Meeting to be conducted at 10:00 on	Tuesday, 6 June
Results of the General Meeting released on SENS on	Tuesday, 6 June
Implementation by	Friday, 30 June

Notes:

1. All dates and times are South African dates and South African Standard Time.
2. The dates and times are subject to change and may be changed by WBHO. Any material change will be released on SENS and published in the South African press.
3. If the General Meeting is adjourned or postponed, forms of proxy submitted for the initial General Meeting will remain valid in respect of any resumption of an adjourned meeting or recommencement of a postponed meeting.
4. WBHO Shareholders should note that, insofar as transactions in the WBHO Shares are settled in the electronic settlement system used by Strate, settlement of trades takes place three JSE trading days after such trade. Accordingly, WBHO Shareholders who purchase WBHO Shares after Tuesday, 23 May 2023, will not be eligible to vote at the General Meeting as they will not have been recorded on the WBHO Securities Register on the relevant record date.

Johannesburg

5 May 2023

Sponsor

Investec Bank Limited