



MURRAY & ROBERTS HOLDINGS LIMITED

(Incorporated in the Republic of South Africa)

Registration number 1948/029826/06

JSE Share Code: MUR

ISIN: ZAE000073441

(“Murray & Roberts” or “Group” or “Company”)

CONCLUSION OF DEBT REFINANCING AND RESTRUCTURING PROCESS

Stakeholders are referred to Murray & Roberts’ annual results announcement on 31 August 2022, where it reported that the Group was in the process of refinancing its South African overdraft facilities (“**Existing South African Debt**”) with its existing lenders comprising Standard Bank, Absa, Nedbank and RMB (“**SA Lenders**”).

The directors of the Board are pleased to announce that following negotiation with the SA Lenders, the Group has successfully concluded the refinancing and upsizing of its Existing South African Debt from R1,675 billion to R2,0 billion. The salient features of the new facilities are as follows:

- **Senior secured term loan facility:**
 - Amount: R1,35 billion
 - Term: 18 months

- **Senior secured overdraft facilities:**
 - Amount: R650 million
 - Term: Repayable on-demand

The new facilities have terms and conditions that are typical for a transaction of this nature.

The new facilities provide the Group with additional liquidity to support its South African operations and more certainty in terms of debt maturity whilst it progresses the deleveraging plan in order to reduce overall debt to an appropriate level and achieve a sustainable long-term capital structure.

Notice in terms of Section 45(5) of the Companies Act, 71 of 2008, as amended (“the Act”)

Pursuant to the special resolution adopted by the shareholders of the Company in terms of section 45(3)(a)(ii) of the Act, approving same and in terms of section 45(2) of the Act, the Board of the Company adopted the required resolutions which authorised the Company to enter into a guarantee securing the obligations of the obligors in terms of a common terms agreement between the Company, the SA Lenders and certain related or inter-related companies in the Group.

Accordingly, this serves as written notice that the Board has passed resolutions approving the provision by the Company of direct and indirect financial assistance to, among others, its subsidiaries and other related or inter-related companies, as contemplated and in accordance with, *inter alia*, Sections 4 and 45 of the Act.

Shareholders are advised that this notice is provided for compliance purposes only and no response is required hereto.

Bedfordview
16 November 2022

Sponsor
The Standard Bank of South Africa Limited