



Taking brands beyond borders

## CA SALES HOLDINGS LIMITED

Incorporated in the Republic of South Africa

Registration number 2011/143100/06

Registered as an external company in the Republic of Botswana

Botswana registration number: BW00001085331

JSE Share code: CAA CTSE Share code: CAS ISIN: ZAE400000036

BSE Share code: CAS-EQO

("CA Sales" or "the Company")

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### PRE-LISTING STATEMENT

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*The definitions and interpretations commencing on page 6 of this Pre-listing Statement apply to this cover page.*

This Pre-listing Statement is prepared and issued in terms of the JSE Listings Requirements. This Pre-listing Statement is not an invitation to the public to subscribe for Shares in the Company. It is issued in compliance with the JSE Listings Requirements, for the purpose of providing information in respect of the Company to the public and to investors.

The JSE has granted the Company a dual primary Listing by way of introduction of all its issued ordinary shares on the Main Board of the JSE under the abbreviated name "CA Sales", share code "CAA" and ISIN ZAE400000036 with effect from the commencement of trade on Monday, 27 June 2022. The Company will be listed in the "Diversified Retailers" sector of the Main Board. The Company is dual primary listed on the BSE. The Company will comply with all the rules and requirements of the BSE and the JSE.

As at the Listing Date, the total authorised share capital of the Company will comprise 2 000 000 000 ordinary no par value Shares, the issued Shares of the Company will consist of 461 432 502 ordinary no par value Shares and the stated capital of the Company will amount to R894 378 765. No Shares will be held in treasury on the Listing Date. On the Listing Date, all issued Shares shall rank *pari passu* with each other in all respects, including in respect of voting rights and dividends. It is anticipated that the market capitalisation of the company will be approximately R2 189 000 000 as at the date of Listing.

As at the Listing Date, it is anticipated that the shareholder spread will be comprised as follows:

- 152 684 254 shares held by public shareholders on the BSE, comprising approximately 33.09%;
- 240 495 181 shares held by non-public shareholders on the CTSE (to be held on the JSE), comprising approximately 52.12%; and
- 68 253 067 shares held by public shareholders on the CTSE (to be held on the JSE), comprising approximately 14.79%,

resulting in 47.88% of the Company being held by the public and 52.12% being non-public.

The JSE recognises the full Register and accordingly the Company will have sufficient shareholder spread as contemplated in the JSE Listings Requirements.

Shareholders are advised that their Shares in the Company will only be traded on the JSE in Dematerialised form.

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**Transaction Advisor and Sponsor**



**Lead Independent Sponsor**



The Directors, whose names appear in the “*Corporate Information*” section of this Pre-listing Statement, collectively and individually accept full responsibility for the accuracy of the information given and certify that, to the best of their knowledge and belief, there are no facts that have been omitted which would make any statement false or misleading, and that all reasonable enquiries to ascertain such facts have been made and that this Pre-listing Statement contains all information required by applicable law and the JSE Listings Requirements.

Each of the Company’s advisors, whose names appear on the cover page and in the “*Corporate Information*” section of this Pre-listing Statement, has consented in writing to act in the capacity stated and to its name appearing in this Pre-listing Statement, and has not withdrawn its consent prior to the publication of this Pre-listing Statement.

An abridged version of this Pre-listing Statement will be released on SENS on Monday, 6 June 2022 and published in the press on Tuesday, 7 June 2022.

**Date of issue:** Monday, 6 June 2022

*This Pre-listing Statement is available in English only. Copies may be obtained during normal business hours from the registered office of the Company and from the offices of the Transaction Advisor and Sponsor and Lead Independent Sponsor, whose addresses are set out in the “Corporate Information” section of this Pre-listing Statement, from Monday, 6 June 2022 until the Listing Date (both days inclusive). A copy of this Pre-listing Statement will also be available on the Company’ website ([www.casholdings.co.za](http://www.casholdings.co.za)).*