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10 June 2022

To: Mediclinic International plc ("**Mediclinic**") shareholders, persons with information rights, and holders of securities convertible into rights to subscribe for and/or options over shares in Mediclinic.

#### **Announcement regarding possible offer for Mediclinic**

On 9 June 2022, a consortium comprising Remgro Limited ("**Remgro**") and MSC Mediterranean Shipping Company SA, acting through its wholly-owned subsidiary, SAS Shipping Agencies Services Sàrl, (together the "**Consortium**") announced that it had made a proposal to the board of directors of Mediclinic (the "**Board**") concerning a possible offer (the "**Potential Offer**") to acquire the entire issued and to be issued ordinary share capital of Mediclinic not already owned by Remgro (the "**Proposal**"). Mediclinic made a subsequent announcement later that day confirming it had received the Proposal from the Consortium and that the Board had considered the Proposal and unanimously rejected it, concluding that it significantly undervalued Mediclinic and its future prospects.

In accordance with Rule 2.11 of the City Code on Takeovers and Mergers (the "**Takeover Code**"), a copy of the announcements, and all other information, documents and announcements relating to the Potential Offer, have been made available on Mediclinic's website at <https://investor.mediclinic.com>. This communication is not to be taken as a summary of the information in the announcements and should not be regarded as a substitute for reading the announcements in full. For the avoidance of doubt, the content of Mediclinic's website is not incorporated into, and does not form part of, this communication.

Although the announcement has put Mediclinic into what is known as an "offer period" under the Takeover Code, there can be no certainty that the Consortium will proceed to make an offer for Mediclinic. A further announcement will be made in due course as appropriate. Shareholders are not required to take any action at this time.

Yours faithfully

Dame Inga Beale  
Chair  
Mediclinic International plc

## **Important Notices**

Should you wish to contact Mediclinic regarding administrative matters in view of the announcements, please contact Caroline Emmet in the United Kingdom on +44 (0)333 300 1930 or [caroline.emmet@linkgroup.co.uk](mailto:caroline.emmet@linkgroup.co.uk) or Marlene De Beer in South Africa on +27 21 861 1036 or [marlene.debeer@mediclinic.com](mailto:marlene.debeer@mediclinic.com) during normal business hours. Please be aware that addresses, electronic addresses and certain other information provided by you for the receipt of communications from Mediclinic may be provided to the Consortium during the offer period as required under Section 4 of Appendix 4 of the Takeover Code.

## **Responsibility statement**

The directors of Mediclinic (the “**Directors**”) accept responsibility for the information contained in this communication relating to Mediclinic. To the best of the knowledge and belief of the Directors (who have taken all reasonable care to ensure that such is the case) the information contained in this communication (including any expressions of opinion) is in accordance with the facts and does not omit anything likely to affect the import of such information.

## **Right to request hard copies**

You may request a hard copy of this communication, the announcements and any information incorporated into the announcements by reference to another source in hard copy by writing to Computershare Investor Services PLC in the United Kingdom at [WebCorres@computershare.co.uk](mailto:WebCorres@computershare.co.uk) or The Pavilions, Bridgwater Road, Bristol, BS13 8AE, United Kingdom, or by calling 0370 703 6022 if dialling from the UK and +44 370 703 6022 if dialling from abroad, or Mediclinic Corporate Office, 25 Du Toit Street, Stellenbosch, 7599 in South Africa at [info@mediclinic.com](mailto:info@mediclinic.com) or by calling +27 21 809 6500 during normal business hours. A hard copy of the announcements will not be sent to you unless you so request it.

You may also request that all future documents, announcements and information sent to you in relation to the Potential Offer should be sent to you in hard copy form, again by writing to the address set out above or by calling the telephone number above.

## **Disclosure Requirements of the Takeover Code**

Under Rule 8.3(a) of the Takeover Code, any person who is interested in 1 per cent. or more of any class of relevant securities of an offeree company or of any securities exchange offeror (being any offeror other than an offeror in respect of which it has been announced that its offer is, or is likely to be, solely in cash) must make an Opening Position Disclosure following the commencement of the offer period and, if later, following the announcement in which any securities exchange offeror is first identified.

An Opening Position Disclosure must contain details of the person's interests and short positions in, and rights to subscribe for, any relevant securities of each of (i) the offeree company and (ii) any securities exchange offeror(s). An Opening Position Disclosure by a person to whom Rule 8.3(a) applies must be made by no later than 3.30 pm (London time) on the 10th business day following the commencement of the offer period and, if appropriate, by no later than 3.30 pm (London time) on the 10th business day following the announcement in which any securities exchange offeror is first identified. Relevant persons who deal in the relevant securities of the

offeree company or of a securities exchange offeror prior to the deadline for making an Opening Position Disclosure must instead make a Dealing Disclosure.

Under Rule 8.3(b) of the Takeover Code, any person who is, or becomes, interested in 1 per cent. or more of any class of relevant securities of the offeree company or of any securities exchange offeror must make a Dealing Disclosure if the person deals in any relevant securities of the offeree company or of any securities exchange offeror. A Dealing Disclosure must contain details of the dealing concerned and of the person's interests and short positions in, and rights to subscribe for, any relevant securities of each of (i) the offeree company and (ii) any securities exchange offeror, save to the extent that these details have previously been disclosed under Rule 8. A Dealing Disclosure by a person to whom Rule 8.3(b) applies must be made by no later than 3.30 pm (London time) on the business day following the date of the relevant dealing.

If two or more persons act together pursuant to an agreement or understanding, whether formal or informal, to acquire or control an interest in relevant securities of an offeree company or a securities exchange offeror, they will be deemed to be a single person for the purpose of Rule 8.3.

Opening Position Disclosures must also be made by the offeree company and by any offeror and Dealing Disclosures must also be made by the offeree company, by any offeror and by any persons acting in concert with any of them (see Rules 8.1, 8.2 and 8.4).

Details of the offeree and offeror companies in respect of whose relevant securities Opening Position Disclosures and Dealing Disclosures must be made can be found in the Disclosure Table on the Takeover Panel's website at [www.thetakeoverpanel.org.uk](http://www.thetakeoverpanel.org.uk), including details of the number of relevant securities in issue, when the offer period commenced and when any offeror was first identified. You should contact the Panel's Market Surveillance Unit on +44 (0)20 7638 0129 if you are in any doubt as to whether you are required to make an Opening Position Disclosure or a Dealing Disclosure.