

30 August 2022

Notification of publication of important documentation in relation to the recommended cash acquisition of Mediclinic by Manta Bidco Limited (“Bidco”) (a newly formed company owned by joint offerors: (i) Remgro Limited (“Remgro”) (through the Relevant Remgro Subsidiaries); and (ii) SAS Shipping Agencies Services S.à r.l. (“SAS”), a wholly owned subsidiary of MSC Mediterranean Shipping Company SA).

We are required by the City Code on Takeovers and Mergers (the “Code”) to make the document referred to in this letter readily available to you.

On 4 August 2022, the boards of directors of Mediclinic (excluding the Remgro representative), Remgro and SAS announced that they had agreed the terms of a recommended cash offer pursuant to which Bidco proposes to acquire the entire issued and to be issued share capital of Mediclinic (the “**Acquisition**”), other than the 328,497,888 Mediclinic Shares already owned by the Relevant Remgro Subsidiaries. The Acquisition is intended to be effected by means of a Court-sanctioned scheme of arrangement (the “**Scheme**”) under Part 26 of the Companies Act. The next step in the process is for Mediclinic Shareholders and Scheme Shareholders to vote on the Acquisition.

Please take this letter as notification that a scheme document published today, which contains further details of the Acquisition, the Scheme, an explanatory statement in compliance with section 897 of the Companies Act and notices of the shareholder meetings (the “**Scheme Document**”), is readily available for you to view at, and can be downloaded from, Mediclinic’s website at <https://investor.mediclinic.com/regulatory-news/offer-mediclinic-international-plc>. For the avoidance of doubt, the content of Mediclinic’s website is not incorporated into, and does not form part of, this letter.

Please note that this letter is not a summary of the information and proposals set out in the Scheme Document and should not be regarded as a substitute for reading the Scheme Document in full. Any capitalised terms not otherwise defined in this letter shall have the meaning given to them in the Scheme Document.

You may request a hard copy of this letter, the Scheme Document and any information incorporated into it by reference to another source in hard copy, free of charge, or otherwise contact Mediclinic regarding administrative matters in view of this letter (i) by writing to Mediclinic Corporate Office, 25 Du Toit Street, Stellenbosch, 7599 in South Africa, emailing info@mediclinic.com or calling +27 (0)21 809 6500; or (ii) by writing to Mediclinic International plc, 6th Floor, 65 Gresham St, London EC2V 7NQ, emailing mediclinicinternational@linkgroup.co.uk or calling +44 (0)333 300 1930, in each case during normal business hours. You may also request that all future documents, announcements and information sent to you in relation to the Acquisition 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. A hard copy of any such information will not be sent to you unless you so request it.

Yours faithfully,



Dr Ronnie van der Merwe
Group Chief Executive Officer
Mediclinic International plc

Important Notice

If you are in any doubt as regards the contents of this letter, you are recommended to seek your own financial advice immediately from your stockbroker, bank manager, solicitor or other independent adviser: (i) authorised under the Financial Services and Markets Act 2000 if you are in the United Kingdom; (ii) duly authorised under the South African Financial Advisory and Intermediary Services Act 37 of 2002 (as amended), if you are in South Africa; or (iii) from another appropriately authorised independent financial adviser if you are in a territory outside the United Kingdom or South Africa.

The release, publication or distribution of this letter and any accompanying documents (in whole or in part) in or into or from jurisdictions other than the United Kingdom, South Africa or Namibia may be restricted by the laws of those jurisdictions and therefore persons into whose possession this letter comes should inform themselves about, and observe, any such restrictions. Failure to comply with any such restrictions may constitute a violation of the securities laws of any such jurisdiction. Further details in relation to overseas shareholders of the Company are set out in the Scheme Document.

Directors' responsibility statement

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

Addresses may be provided to Bidco

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 Bidco during the offer period as required under Section 4 of Appendix 4 of the Code.

Disclosure requirements of the Code

Under Rule 8.3(a) of the Code, any person who is interested in 1% 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 p.m. (London time) on the 10th business day following the commencement of the offer period and, if appropriate, by no later than 3.30 p.m. (London time) on the tenth 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 Code, any person who is, or becomes, interested in 1% 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 p.m. (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, including details of the number of relevant securities in issue, when the offer period commenced and when any offeror was first identified. If you are in any doubt as to whether you are required to make an Opening Position Disclosure or a Dealing Disclosure, you should contact the Panel's Market Surveillance Unit on +44 (0)20 7638 0129.

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