

4 August 2022

[REDACTED]  
[REDACTED]  
[REDACTED]

Dear Colleague,

As you are aware, [REDACTED] is part of the wider Mediclinic group of companies. On 4 August 2022, Mediclinic and a consortium comprising Remgro Limited and MSC Mediterranean Shipping Company SA (together the “**Consortium**”) announced (the “**Announcement**”) that they have reached agreement on the terms and conditions of a recommended cash offer for Mediclinic by Manta Bidco Limited (“**Bidco**”) (the “**Offer**”).

In accordance with Rule 2.11 of the City Code on Takeovers and Mergers (the “**Takeover Code**”), we are required to inform you that a copy of the Announcement, and all other information, documents and announcements relating to the Offer, have been made available on Mediclinic’s website at <https://investor.mediclinic.com/regulatory-news/offer-mediclinic-international-plc>. This communication is not to be taken as a summary of the information in the Announcement and should not be regarded as a substitute for reading the Announcement 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.

Our current management and employees will be trusted to deliver this vision, as the Consortium attaches great value to our existing skills, experience and commitment. They do not intend to make any material change in the number of, balance of skills and functions of, or terms and conditions of employment of, our employees or management.

Yours faithfully,



Dr Ronnie van der Merwe  
Group Chief Executive Officer

## IMPORTANT NOTICES

It is expected that the Offer will be implemented by way of a scheme of arrangement. Employee representatives of Mediclinic have a right under Rule 25.9 of the Takeover Code to have published, at Mediclinic's cost, a separate opinion on the effects of the Offer on employment. Any such opinion will be appended to any circular on the Offer (i.e. the scheme document) published by Mediclinic in accordance with the requirements of Rule 25.9 of the Takeover Code. Mediclinic will be responsible for the costs reasonably incurred by employee representatives in obtaining advice required for the verification of the information contained in that opinion.

If you are in any doubt as regards the contents of this communication, you are recommended to seek your own financial advice immediately from your stockbroker, bank manager, solicitor or other independent adviser authorised under the Financial Services and Markets Act 2000 if you are in the United Kingdom, or from another appropriately authorised independent financial adviser if you are in a territory outside the United Kingdom. If you have sold or otherwise transferred all of your ordinary shares in Mediclinic, please send this communication at once to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee. If you have sold or transferred only part of your holding of ordinary shares in Mediclinic, you should retain this letter and consult the bank, stockbroker or other agent through whom the sale was effected. However, this letter should not be forwarded or transmitted in whole or in part in, into or from any jurisdiction where to do so would constitute a violation of the relevant laws or regulations of that jurisdiction.

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 Code.

Should you wish to contact Mediclinic regarding administrative matters in view of the Announcement, 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 Danielle Oosthuizen in South Africa on +27 21 809 6978 or [danielle.oosthuizen@mediclinic.com](mailto:danielle.oosthuizen@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 letter 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 letter (including any expressions of opinion) is in accordance with the facts and does not omit anything likely to affect the import of such information.

ETHICS LINES AND EMAIL

EMAIL  
[mediclinic@tip-offs.com](mailto:mediclinic@tip-offs.com)

SOUTH AFRICA  
TOLL-FREE 0800 005 316

NAMIBIA  
TOLL-FREE 0800 003 313  
081 91847 (MTC NETWORKS)

HIRSLANDEN  
TOLL-FREE 0800 005 316

MEDICLINIC MIDDLE EAST  
TOLL-FREE 800 1 55000

MEDICLINIC INTERNATIONAL PLC  
REGISTERED IN ENGLAND AND WALES  
COMPANY NUMBER: 08338604

## Right to request hard copies

We currently intend to make available any documents in relation to the Offer that we are required to by sending you a communication referring you to where you can find the documents on our website. You can ask to receive a hardcopy of those documents or any information incorporated into such documents by reference to another source (i) by writing to Mediclinic Corporate Office, 25 Du Toit Street, Stellenbosch, 7599 in South Africa, emailing [info@mediclinic.com](mailto:info@mediclinic.com) or calling +27 21 809 6500; or (ii) by writing to Mediclinic International plc, 6th Floor, 65 Gresham St, London EC2V 7NQ, emailing [mediclinicinternational@linkgroup.co.uk](mailto:mediclinicinternational@linkgroup.co.uk) or calling +44 (0)333 300 1930, in each case during normal business hours.

## 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.

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