

NIVEUS INVESTMENTS LIMITED  
(Incorporated in the Republic of South Africa)  
(Registration number: 1996/005744/06)  
Share code: NIV ISIN: ZAE000169553  
("Niveus" or "the Company")

#### SPECIFIC ISSUE OF SHARES

Shareholders are hereby advised that on 18 May 2015 the Company entered into an administration restructuring agreement with Johnnic Holdings Management Services Limited ("JHMS") ("the Agreement"), subject to shareholder approval, whereby the 50 basis point portion of the current management fee payable to JHMS in terms of the current administration agreement between the Company and JHMS, is cancelled for a settlement amount of R45 140 536 ("Settlement Amount"), together with agreeing to an ongoing annual management fee of R3 million per annum escalating at the Consumer Price Index. In terms of the Agreement, JHMS will subscribe for 1 750 000 ordinary shares in Niveus equal to approximately 1.5% of the issued share capital of Niveus, at a subscription price of R25,80 per ordinary share, being a 7,28% premium to the 30 day volume weighted average price of Niveus ordinary shares as at 18 May 2015 ("Specific Issue").

The Company and JHMS have agreed that the entire Specific Issue shall be set-off against the Settlement Amount owed by the Company to JHMS.

The Specific Issue to JHMS and the set-off of the Specific Issue against the Settlement Amount will allow the Company to preserve its cash reserves which may be used for growth or acquisition purposes and head office costs would be reduced by approximately R13 million based on the current year management fee payment used as reference.

In terms of paragraph 5.51(g) of the Listings Requirements of the JSE Limited, the Specific Issue requires the approval by way of an ordinary resolution (requiring at least a 75% majority of the votes cast in favour of such resolution) by all Niveus shareholders present or represented by proxy at a general meeting.

A circular containing the full details of the Specific Issue as well as the date of the general meeting for approval of the Specific Issue will be distributed to the shareholders within the next 60 days.

Cape Town  
21 May 2015  
Sponsor: PSG Capital