

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

POSTING OF CIRCULAR AND NOTICE OF GENERAL MEETING

1. INTRODUCTION

Shareholders of Niveus ("Shareholders") are referred to the announcements published by the Company on SENS on Thursday, 21 May 2015 and Tuesday, 28 July 2015 wherein Shareholders were advised that the Company has entered into an agreement, subject to Shareholder approval, with Johnnic Holdings Management Services Limited ("JHMS") ("the Corporate Actions Agreement") in terms of which:

- 1.1 The existing administration agreement between Niveus and JHMS ("the Administration Agreement"), be amended by replacing the entitlement of JHMS to receive 50 basis points of the Enterprise Value with a management fee of R3 million per annum, escalating at the Consumer Price Index, in exchange for payment of the amount of R45 150 000 ("the Restructuring"); and
- 1.2 Niveus proposes to issue 1 750 000 shares at an issue price of R25.80 per share to JHMS ("the Specific Issue"), in exchange for payment by JHMS to Niveus of the amount of R45 150 000.

2. POSTING OF CIRCULAR

Shareholders are advised that a circular ("the Circular"), containing full details of the Restructuring and Specific Issue, and also incorporating a notice of general meeting of Shareholders, has been posted to Shareholders today, 11 August 2015.

The Circular will also be made available on the Company's website at www.niveus.co.za, and will be available for inspection, during normal business hours, at the Company's registered offices at La Concorde, 57 Main Street, Paarl, 7646

and at the offices of the Company's Transaction Adviser and Sponsor at 1st Floor, Ou Kollege, 35 Kerk Street, Stellenbosch, 7600 and at 1st Floor, Building 8, Inanda Greens Business Park, 54 Wierda Road West, Wierda Valley, Sandton from today, 11 August 2015 to Wednesday, 9 September 2015.

3. NOTICE OF GENERAL MEETING

Notice is hereby given that a general meeting of Shareholders will be held at La Concorde, 57 Main Street, Paarl, 7646 on Wednesday, 9 September 2015 at 10h00 ("the General Meeting"), for purposes of considering and, if deemed fit, passing, with or without modification, the resolutions set out in the notice of General Meeting included in the Circular. The record date to determine which Shareholders will be entitled to attend, participate in and vote at the General Meeting will be Friday, 4 September 2015.

4. SALIENT DATES AND TIMES

Shareholders are referred to the table below setting out the salient dates and times in relation to the Restructuring and Specific Issue. Capitalised terms used below and elsewhere in this announcement and that are not otherwise defined, bear the meanings ascribed to them in the Circular.

2015

Record date to determine which Shareholders are eligible to receive the Circular	Friday, 31 July
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Circular posted to Shareholders (including the notice convening the General Meeting) on	Tuesday, 11 August
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Announcement providing full details of the Corporate Actions, giving salient dates and times and advising of the posting of the Circular and giving the date and place of the General Meeting released on SENS on	Tuesday, 11 August
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Last day to trade in the shares in

order to be eligible to attend,
participate in and vote at the
General Meeting on Friday, 28 August

General meeting record date for
Shareholders to be recorded in the
Register in order to be eligible
to attend, participate in and vote
at the General Meeting Friday, 4 September

Forms of Proxy in respect of the
General Meeting to be lodged at
the Transfer Secretaries by 10:00
on Monday, 7 September

Forms of Proxy not lodged with the
Transfer Secretaries to be handed
to the chairperson of the General
Meeting before 10:00 on Wednesday, 9 September

General Meeting to be held at
10:00 on Wednesday, 9 September

Results of General Meeting
released on SENS on Wednesday, 9 September

Listing of shares pursuant to the
Specific Issue on or about Tuesday, 15 September

Notes

1. All of the above dates and times are subject to change. Any changes made will be notified to Shareholders by release on SENS.
2. Shareholders should note that, as transactions in shares are settled in the electronic settlement system used by Strate, settlement of trades takes place five business days after such trade. Therefore, persons who acquire shares after the last day to trade in order to be eligible to vote at the General Meeting, namely, Friday, 28 August 2015, will not be able to vote thereat.

3. A Shareholder may submit the Form of Proxy at any time before the commencement of the General Meeting (or any adjournment of the General Meeting) or hand it to the chairperson of the General Meeting before the appointed proxy exercises any of the relevant Shareholder's rights at the General Meeting (or any adjournment of the General Meeting), provided that, should a Shareholder lodge the Form of Proxy with the Transfer Secretaries less than 48 hours before the General Meeting, a Shareholder will also be required to furnish a copy of such Form of Proxy to the chairperson of the General Meeting before the appointed proxy exercises any of such Shareholder's rights at the General Meeting (or any adjournment of the General Meeting).
4. If the General Meeting is adjourned or postponed, Forms of Proxy submitted for the initial General Meeting will remain valid in respect of any such adjournment or postponement.
5. All times given in the Circular are local times in South Africa.

Cape Town
11 August 2015

Transaction Adviser and Sponsor
PSG Capital Proprietary Limited