

RECM and Calibre Limited  
(Incorporated in the Republic of South Africa)  
Registration number 2009/012403/06  
Preference Share Code: RACP  
ISIN: ZAE000145041  
("RAC" or "the Company")



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## **DISTRIBUTION OF A CIRCULAR AND NOTICE OF GENERAL MEETINGS**

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Shareholders are advised that the directors have performed a review of the Company's existing Memorandum of Incorporation ("MOI") and have found it to be, in certain respects, outdated, inconsistent and not sufficiently clear. In addition, the board wishes to confer on Participating Preference Shareholders a level of control over the issue of new Participating Preference Shares. Accordingly, the board is proposing that the existing MOI be substituted in its entirety by a new MOI.

A circular setting out the details of the proposed new MOI and containing notices of a special general meeting of Participating Preference Shareholders ("Preference Shareholder Meeting") and of a combined general meeting of the Ordinary Shareholders and Participating Preference Shareholders ("the Combined Meeting") (collectively "the General Meetings") to approve the special resolution to adopt the new MOI, will be posted to Ordinary and Participating Preference Shareholders registered as such on Friday, 17 June 2016, on or about Tuesday, 28 June 2016.

The Circular, together with the proposed new MOI, will be available on the Company's website: [www.racltd.co.za](http://www.racltd.co.za), from 28 June 2016.

### **NOTICE OF GENERAL MEETINGS**

Notice is hereby given that the Preference Shareholder Meeting and the Combined Meeting will be held on Wednesday, 27 July 2016 at the Southern Sun, Newlands, 7 Main Road, Newlands, Cape Town, at 11:10 and 11:20, respectively, to consider the special resolution to adopt a new MOI.

### **TIMETABLE**

The salient dates and times relating to the General Meetings are set out below:

	<b>2016</b>
Last day to trade in order to be eligible to vote in respect of the General Meetings	Tuesday, 12 July
General meetings record date in order to vote	Friday, 15 July
Last day to lodge forms of proxy for the Preference Shareholder Meeting and the Combined Meeting by 11:10 and 11:20, respectively, on	Monday, 25 July
Preference Shareholder Meeting and the Combined Meeting to be held at 11:10 and 11:20, respectively, on	Wednesday, 27 July
Results of the General Meetings released on SENS on	Wednesday, 27 July

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The above dates and times are subject to change. Any material change will be released on SENS.

Cape Town  
22 June 2016

Sponsor: Questco (Pty) Ltd