



Withdrawal Of Cautionary Statement And Announcement To Shareholders Of Starafrika Corporation Limited

REGARDING THE MANDATORY OFFER TO MINORITY SHAREHOLDERS BY INVESTORS IN AFRICA – TAKURA VENTURES (PVT) LTD AND TAKURA III (PVT) LTD (COLLECTIVELY, “TAKURA”)

1 Introduction

1.1 This announcement is being made to the shareholders of the Company in terms of the provisions of the Securities and Exchange (Zimbabwe Stock Exchange Listings Requirements) Rules, 2019, Statutory Instrument 134/2019 (“Listings Rules”) and the Companies and Other Business Entities Act, Chapter 24:31 (“COBE”).

2 Cautionary Statement

2.1 On the 12th of November 2021 the Company caused to be issued, a cautionary statement advising its shareholders that the majority shareholder was contemplating a transaction that could have a material impact on the share price.

2.2 Further to the Cautionary Statement, the Company hereby furnishes its Shareholders with additional information regarding the Proposed Transaction as provided for below.

3 Nature of the Proposed Transaction

3.1 Investors in Africa – Takura Ventures (Pvt) Limited and Takura III (Pvt) Limited (collectively, “Takura”) has been granted a waiver for a period of 3 years from making the Mandatory Offer to Shareholders pursuant to its acquisition of a “Control Block” of Starafrika Corporation Limited (SAC) shares.

4 The Rationale for the Proposed Transaction

4.1 SAC has undergone two successive schemes of arrangement, which were meant to provide time to expunge its debt obligations and also recapitalise. While the former has largely been achieved, the latter is still work in progress.

4.2 Takura is in the process of assessing the capital expenditure required by the business and the best form of funding it. It is possible that SAC might need to come to the market for a private placement and/or rights issue to obtain capital for the capital expenditure, which would alter the percentage shareholding owned by the different existing shareholders.

5 The Board’s Opinion of the Proposed Transaction

5.1 The Board of Directors of the Company (“the Board”) has considered the Proposed Transaction, the majority shareholder’s stated strategy, its benefits to the Company and is confident that it can work with the majority shareholder to realise its benefits. The Board is of the opinion that the rationale for the Proposed Transaction is fair, and is in the best interests of the Company and its Shareholders.

6 Directors’ Interest

6.1 As at the 10th of December 2021, none of the Directors of the Company held any interest in SAC.

7 Directors’ Responsibility Statement

7.1 The Board of Directors of the Company, whose names appear below, individually and collectively, accept full responsibility for the accuracy of the information pertaining to Starafrika Corporation Limited contained in this announcement and certifies that to the best of its knowledge and belief, the information contained in this announcement is true, correct, and not misleading.

Name	Position	Signature
Rungamo Jekeso Mbire (PhD)	Acting Chairman	
Mavellas Sibanda	Non-Executive Director	
Clifford Matorera	Non-Executive Director	
Rudo Magundani	Non-Executive Director	
Regis Virimai Mutyiri	Chief Executive	
Aldo Jimmy Musemburi	Corporate Services Director	

8 Approval of Notice Publication

8.1 The Company sought and was granted approval by the Zimbabwe Stock Exchange on the 10th of December 2021, to publish this notice to its Shareholders and the investing public.

By order of the Board

A J Musemburi

Company Secretary

13 December 2021