



GLOBAL ASSET MANAGEMENT LIMITED

(Incorporated in the Republic of South Africa)

(Registration number: 2002/003192/06)

Share Code: GAM ISIN: ZAE000173498

("Global")

**PROPOSED ISSUE OF SHARES FOR CASH TO AFRICAN RAINBOW CAPITAL
PROPRIETARY LIMITED ("ARC") AND WITHDRAWAL OF CAUTIONARY
ANNOUNCEMENT**

Shareholders are referred to the renewal of cautionary announcement released on 31 May 2016 and are advised that Global is in advanced negotiations with ARC regarding a proposed transaction which envisages, among other things:

- ARC subscribing for 19 323 671 Global shares (constituting approximately 26.3% of Global's shares following such subscription) at a subscription price of R2.07 per share, totaling R40 million ("GAM Subscription");
- ARC and certain shareholders of Global entering into a voting pool agreement in respect of not less than 50% of Global's shares;
- ARC subscribing, at nominal consideration, for such number of shares in Enviroprotek Proprietary Limited ("Enviroprotek") such that it acquires 46% of the shares in Enviroprotek following such subscription, and entering into appropriate shareholder arrangements in respect of Enviroprotek.

It is currently envisaged that the proceeds of the GAM Subscription will be invested in various renewable and clean energy projects which Global is undertaking. This is in line with its medium term strategy at the time of its listing on the JSE and following the successful establishment of its first rubber to oil pilot plant.

The GAM Subscription will be of a class of share already in issue and will be issued under the general authority to issue shares for cash.

The shares will be issued at a premium to the 30-day volume weighted average price as at 27 June 2016, being the date on which the terms of the GAM Subscription were agreed.

As at the date of this announcement, ARC is not a related party of Global and is thus considered to be a member of the public as defined in the JSE Limited Listings Requirements.

Whilst negotiations are at an advanced stage, binding agreements have not been entered into. A further announcement will be made once final agreements have been signed.

Withdrawal of Cautionary Announcement

Shareholders are referred to the renewal of cautionary announcement dated 31 May 2016 and are advised that the cautionary announcement is now withdrawn.

Johannesburg
29 June 2016

Designated Advisor

Arbor Capital Sponsors Proprietary Limited

