

Datacentrix Holdings Limited
Incorporated in the Republic of South Africa
(Registration number: 1998/006413/06)
Share code: DCT
ISIN: ZAE000016051
("Datacentrix")

Investor news

MANDATORY OFFER BY PINNACLE HOLDINGS LIMITED

Shareholders are referred to the announcement released on SENS on [16] October 2015, wherein it was stated, *inter alia*, that DCT Holdings Proprietary Limited, a wholly-owned subsidiary of Pinnacle Holdings Limited ("**Pinnacle**"), has acquired a beneficial interest in the securities of the Company, such that its entire beneficial interest amounts to 43.12% of the total number of securities in issue.

As a result of Pinnacle's shareholding in the issued share capital of Datacentrix surpassing 35%, a change in control of the Company has been effected ("**Change in Control**"). Consequently, in terms of section 123 of the Companies Act 2008, (Act 71 of 2008), as amended ("**Companies Act**"), Pinnacle is required to extend an offer to the remaining Datacentrix shareholders at the price at which it acquired its controlling stake, being 1 (one) Pinnacle share for every 2.6 (two point six) Datacentrix shares held ("**Offer Consideration**") (the "**Mandatory Offer**").

As such, a circular containing details of the Mandatory Offer will be distributed to Datacentrix shareholders in due course.

Shareholders are further advised that an independent board of Datacentrix ("**Independent Board**") will be constituted to, *inter alia*, provide its views on the Mandatory Offer, and its opinion in terms thereof, taking into account the opinion of an independent expert to be appointed by the Independent Board.

Johannesburg
16 October 2015

Sponsor
Merchantec Capital