

ANNEXURE D – BRPS REMUNERATION AGREEMENT

in relation to the

Business Rescue Plan for EDCON LIMITED (under business rescue)

(Registration No. 2007/003525/06)

PUBLICATION DATE: 8 JUNE 2020

08 June 2020

RE: EDCON LIMITED (IN BUSINESS RESCUE) (“THE COMPANY”)

1. In terms of section 143(2) of the Companies Act, 71 of 2008 (“Companies Act”), we, in our capacity as the business rescue practitioners of the Company, hereby propose an agreement with the Company providing for further remuneration upon the adoption of the business rescue plan as follows:
 - 1.1. An increase in respect of the prescribed tariff rates as set out in Regulation 128 to the Companies Act since its promulgation in 2011, to market related hourly rates of R 4 500.00.
 - 1.2. The aforesaid increase will be retrospective from the Commencement Date, being 29 April 2020, until the Substantial Implementation Date.
2. Please indicate your acceptance of the above proposed agreement by having this letter countersigned in the space provided for below.
3. Upon signature by the Company below, this letter will constitute the written agreement between the Company and the business rescue practitioners in respect of section 143(2) of the Companies Act.
4. This agreement will become final and binding on the Company upon approval, as contemplated in section 143(3) of the Companies Act.

Yours faithfully



Piers Marsden

Business Rescue Practitioner



Lance Schapiro

Business Rescue Practitioner



MATUSON
ASSOCIATES

I, the undersigned, Charles Vikisi, do hereby agree on behalf of the Company to the proposed agreement for an increase in the business rescue practitioners' remuneration as provided for in paragraph 1 of this letter.

Signed

Name

Charles M Vikisi

Designation

Chief Legal Officer and Group Secretary

Date

08 June 2020