

Invicta Holdings Limited  
(Incorporated in the Republic of South Africa)  
(Registration number 1966/002182/06)  
Ordinary Share code: IVT Ordinary Share ISIN ZAE000029773  
Preference Share code: IVTP Preference Share ISIN: ZAE000173399  
("Invicta" or "the Company")

**VOLUNTARY ANNOUNCEMENT REGARDING LONG TERM SUPPLY AGREEMENT AND  
ACQUISITION OF SALES BRANCHES CONCLUDED BETWEEN BEARING MAN GROUP  
(PROPRIETARY) LIMITED ("BMG") AND FENNER CONVEYOR BELTING SOUTH AFRICA  
(PROPRIETARY) LIMITED ("FENNER") ("THE TRANSACTION")**

Invicta is pleased to announce that its subsidiary BMG has entered into a long-term agreement with Fenner in terms of which BMG will distribute Fenner conveyor belting products in specified territories in Sub-Saharan Africa on an exclusive basis and on a non-exclusive basis in the rest of Africa.

Fenner's South African conveyor belt plant will supply BMG with conveyor belting for South Africa and the other specified territories.

As part of the Transaction, BMG will also acquire the Engineered Conveyor Solutions ("ECS") service operations and related assets of Fenner in South Africa.

The Transaction is an exciting opportunity for both BMG and Fenner to further strengthen the existing long-term relationship between the respective companies. The Transaction will enable both BMG and Fenner to harness their respective strengths and develop sales opportunities in South Africa and the wider Sub-Saharan territories for conveyor belting, using the well-respected and well-established branch and distributor network operated by BMG.

The Transaction is conditional on clearance from the relevant competition authorities.

Although the Transaction falls below the threshold of the categorisation of transactions which require disclosure in terms of the JSE Limited's Listings Requirements, the board of Invicta deemed it appropriate to inform shareholders of the Transaction.

Cape Town  
25 July 2017

Sponsor  
Deloitte & Touche Sponsor Services (Pty) Ltd