



**4SIGHT HOLDINGS LIMITED**

(Incorporated in the Republic of Mauritius)  
(Registration number: C148335 C1/GBL)  
("4Sight Holdings" or "the Company")  
ISIN Code: MU0557S00001      JSE Code: 4SI

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**ABRIDGED PROSPECTUS RELATING TO THE LISTING OF 4SIGHT HOLDINGS LIMITED**

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**1. BACKGROUND ON THE PROSPECTUS**

The board of directors of 4Sight Holdings ("the Directors") is pleased to announce the issue of a Prospectus prepared and issued in terms of the JSE Listings Requirements and the South African Companies Act, 2008 (No. 71 of 2008), as amended ("the SA Companies Act"), relating to a private placement ("Private Placement") for subscription of 4Sight Holdings ordinary shares ("Offer Shares") by way of:

- a private placing of up to 120 000 000 shares at an indicative price of between R1.80 and R2.20 per Offer Share determined at the prevailing USD:ZAR exchange rate at 12:00 South African time on Thursday, 12 October 2017;
- a preferential offer of up to 30 000 000 shares at an indicative price of between R1.80 and R2.20 per Offer Share to be determined at the prevailing USD:ZAR exchange rate at 12:00 SA time on Thursday, 12 October 2017; and
- the subsequent listing of all the issued shares of the Company by way of a primary listing on the Alternative Exchange ("AltX") of the JSE.

It is noted that the Company may increase the number of Offer Shares (placed within the offer price range, being between R1.80 and R2.20) if so determined by the Directors. Should the increase of Offer Shares result in a material change to the pro forma financial information contained in the Prospectus, such changes will be reviewed by the Company's Reporting Accountant and published on the Stock Exchange New Service (SENS) of the JSE Limited ("JSE"). The above price range for the Private Placement will be between R1.80 and R2.20 per share. The price range is indicative only and may change during the course of the Private Placement, and the prices may be set within, above or below the range. The initial price of the Private Placement will be determined by the Company following a book building process.

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**Opening date of the Private Placement (comprising the Private Placing and Preferential Offer) and announced on SENS at 12h30 on**  
**Closing date of the Private Placement (comprising the Private Placing and Preferential Offer) at 12h00 on\***  
**Anticipated listing date on AltX at commencement of trade at 9h00 on**

**Thursday, 21 September 2017**

**Thursday, 12 October 2017**

**Thursday, 19 October 2017**

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*\*Shareholders wishing to subscribe for Offer Shares in dematerialised form must advise their Central Securities Depository Participant ("CSDP") or broker of their acceptance of the Private Placement of Offer Shares in the manner and within the cut-off time stipulated by their CSDP or broker.*

In the event of an over-subscription in terms of the Private Placement, the Directors will adjust the allocation of applicants on an equitable basis in accordance with paragraph 5.18 of the JSE Listings Requirements. The Offer Shares placed in terms of the Prospectus will rank *pari passu* with the existing ordinary shares in 4Sight Holdings and rank equally as to voting, share in profits, dividends and distributions.

Immediately prior to the listing, the issued share capital of 4Sight Holdings will comprise 336 867 001 ordinary no par value shares. Assuming that 150 000 000 shares are issued in terms of the Private Placement, immediately after the Private Placement and the listing on the JSE, the issued share capital of the company will comprise 486 867 001 shares of no par value. The anticipated market capitalisation of the company will be approximately USD75 million (approximately ZAR973 million).

The JSE has granted 4Sight Holdings a listing in respect of up to 486 867 001 ordinary shares on its Alternative Stock Exchange ("AltX") under the abbreviated name "4Sight", share code "4SI" and ISIN Code MU0557S00001. It is anticipated that the listing of the ordinary shares on AltX under the Information Technology sector will become effective from the commencement of business on or about Thursday, 19 October 2017 or such later date as granted by the JSE. The listing is considered to be an inward listing on the JSE by a foreign company.

The Private Placement has not been underwritten and the Company does not have any Treasury Shares or debentures in issue.

Applications for ordinary shares in 4Sight Holdings must be for a minimum of 2 000 ordinary shares, and in multiples of 100 ordinary shares thereafter. Fractions of shares in 4Sight Holdings will not be issued. The ordinary shares in 4Sight Holdings will be tradable on the JSE in dematerialised form only and, as such, all investors who elect to receive their ordinary shares in 4Sight Holdings in certificated form, will have to dematerialise their certificated Shares should they wish to trade therein.

The Company's Designated Advisor, Auditors and Reporting Accountants, Attorney, Commercial Banker and Transfer Secretaries, whose names are set out below, have given and have not, prior to registration, withdrawn their written consents to the inclusion of their names in the capacities stated.

A copy of the Prospectus has been registered by the Commissioner in South Africa on 21 September 2017 in terms of sections 99(2), 96(1)(b) read together with regulation 45 of the SA Companies Act.

## **2. INCORPORATION AND NATURE OF BUSINESS**

4Sight Holdings is a public company, newly incorporated in accordance with the laws of the Republic of Mauritius specifically for the listing. 4Sight Holdings was established as a diversified holding company with a core focus on providing decision support technology solutions that enable, inter alia, intelligent pricing and decisions across various industries.

During June 2017, 4Sight Holdings concluded the acquisition of the entire issued share capital of Digitata Limited ("Digitata Mauritius"), which became the Company's first wholly-owned subsidiary ahead of the listing with effect from 1 July 2017. Digitata Mauritius operates mainly in the telecommunications industry, specialising in the "Internet-of-Things", Big Data, Machine Learning ("ML"), Artificial Intelligence ("AI"), block-chain technology, and data science. A full description of the Digitata Mauritius business is set out in paragraph 1.3.2.1 of the Prospectus.

4Sight Holdings' business model follows an acquisitive and organic growth strategy. The acquisition strategy provides for the acquisition of existing business entities with deep skills in data science and real-time decision-making solutions, while the growth strategy focuses on leveraging existing technology capabilities across new business vertical applications within the group. The group currently delivers real-time dynamic pricing solutions to the telecommunications sector, with real-time processing optimization services for the basic materials, energy, and utilities business sectors to follow in the next 12 months.

4Sight Holdings is overseen by the Directors, comprising executive and non-executive Directors. The Chief Executive Officer and Financial Director are responsible for the day to day management of the Company whilst, the rest of the Board provides strategic direction to the Group and will ensure that good corporate governance practices are adhered to in accordance with King III/IV and the JSE Listings Requirements.

The management team of the 4Sight Group focuses on the group strategy, investment, and brand building for the group. Each of the subsidiaries, including future businesses to be acquired, will focus on and manage its own business portfolio and brand and will also have its own board that will report back to the 4Sight Holdings' Board, with subsidiary CEOs having dotted reporting lines to the 4Sight Holdings' management team

The Company will list on AltX in the FTSE classified "Nonequity Investment Instruments" sector of the JSE lists.

### **3. PURPOSE OF THE OFFER**

The rationale for the listing of 4Sight Holdings on the AltX is set out below:

The listing of 4Sight Holdings on the AltX supports the Company's aim of creating an international technology group that is run by exceptional individuals with entrepreneurial expertise, as supported by four key listing value drivers, being:

- Access to funding for:
  - Acquisitions;
  - Development and go-to-market of internal products; and
  - Incubator projects in various stages of development
- Visibility: Increased exposure to the markets, with analyst coverage raising the profile of the company;
- Credibility: Our customer base is dominated by corporates. They seek a secure and credible supplier and being listed on the JSE provides this credibility; and
- Talent attraction from a global network pool due, in part, to the visibility of the listing, but also from having greater opportunities to engage with the media.

The key drivers will all result in accelerated growth which, in turn, will drive shareholder value.

The Company wishes to raise up to R300 000 000 through the AltX Listing, of which approximately R52 000 000 (\$4 000 000) will be used to settle, the cash amounts owed by Digitata Mauritius as disclosed in annexure 10 of the Prospectus. The balance will be used for expansion, primarily by way of acquisitions both in South Africa and internationally with up to R60 000 000 for various incubator projects that are expected to yield worldwide revenue over time. A portion of the funds will be used to settle costs associated with the capital raising as the majority of the costs associated with listing have been settled at the date of the Prospectus. The capital will primarily be raised in South Africa.

As at the date of the Prospectus, 4Sight Holdings is not listed on any Stock Exchange.

## 4. FINANCIAL INFORMATION

### Historical Financial Information

4Sight Holdings was newly incorporated at the end of June 2017 for purposes of the listing on the JSE and the acquisition of 100% of Digitata Mauritius was effective from 1 July 2017. Accordingly, 4Sight Holdings does not have historical financial information.

Digitata Mauritius is regarded as a substantial acquisition in terms of the JSE Listings Requirements and has been established for over 10 years. A reporting accountants report on the last three years of Digitata Mauritius is included in the Prospectus.

An extract of the consolidated historical financial information for the three years ended 31 December 2016, 31 December 2015 and 31 December 2014 is set out below.

The statement of Comprehensive Income reflects the results of the operations of Digitata Mauritius for the years ended 31 December 2016, 2015 and 2014.

In 2015, the ratio of cost of sales and operating expenses changed from 2014 due to the acquisition of a controlling interest in Digitata South Africa, which had previously been a supplier.

In December 2015, the Nigeria Communication Commission (NCC) imposed a USD5.2 billion fine on one of Digitata's global customers, which hindered the company's growth. (<http://www.profile.co.za/irsites/mtngroup/archive/259615.htm>)

This had an immediate impact on revenue in that revenue from this group declined in 2016 by 55%. In addition, in prior years the global channel partner contributed about half of the turnover, but this dropped to 20% in the 2016 fiscal year. During the last few months of 2016 the global channel partner had gone through major internal re-organisations and as Digitata Mauritius' revenue is insignificant in the total performance of the partner, the Digitata solution was not prioritized.

In 2015 a concerted effort was put in place to grow the in-house commercial team and to place more effort on the direct channel. To this effect a Chief Commercial Officer was appointed in April 2015 with a key mandate to grow the sales force and activate the direct channel within the Americas and Asia region, which was previously handled by the global channel partner with support from Digitata Mauritius.

## Consolidated Statement of Financial Position (Figures in US Dollars)

	2016 USD	2015 USD	2014 USD
<b>Assets</b>			
Property, plant and equipment	2 209 793	1 932 884	35 876
Intangible assets	1 641 390	1 520 288	983 867
Goodwill	1 988 528	1 988 528	-
Investment in associate	-	452 197	414 798
Other financial assets	480 167	-	-
Deferred tax asset	607 566	340 559	800
	<b>6 927 444</b>	<b>6 321 086</b>	<b>1 435 341</b>
<b>Current assets</b>			
Other financial assets	37 312	86 630	-
Trade and other receivables	4 524 333	9 088 651	16 364 663
Cash and cash equivalents	7 178 584	9 114 459	4 680 604
	<b>11 740 229</b>	<b>18 203 110</b>	<b>21 045 267</b>
<b>Total assets</b>	<b>18 667 673</b>	<b>24 524 196</b>	<b>22 480 608</b>
<b>Equity and Liabilities</b>			
<b>Capital and reserves</b>			
Stated capital	10 000	10 000	10 000
Retained reserves	8 461 554	13 595 311	9 592 521
Foreign currency translation reserve	(565 246)	(650 947)	-
<b>Equity attributable to owners of the parent</b>	<b>7 906 308</b>	<b>12 954 364</b>	<b>9 602 521</b>
Non-controlling interests	3 422 267	3 319 820	4 707
<b>Total equity</b>	<b>11 328 575</b>	<b>16 274 184</b>	<b>9 607 228</b>
<b>Non-current liabilities</b>			
Deferred income	1 531 143	2 391 013	3 664 082
Borrowings	446 674	477 188	-
Deferred tax liabilities	5 798	10 048	-
	<b>1 983 615</b>	<b>2 878 249</b>	<b>3 664 082</b>
<b>Current liabilities</b>			
Deferred income	918 686	896 630	2 544 556
Borrowings	105 340	79 992	-
Trade and other payables	4 331 457	4 395 141	6 664 742
	<b>5 355 483</b>	<b>5 371 763</b>	<b>9 209 298</b>
<b>Total liabilities</b>	<b>7 339 098</b>	<b>8 250 012</b>	<b>12 873 380</b>
<b>Total equity and liabilities</b>	<b>18 667 673</b>	<b>24 524 196</b>	<b>22 480 608</b>
Number of shares in issue	3 000 000	3 000 000	3 000 000
Net asset value per share (cents)	264	432	320
Net Tangible asset value per share (cents)	143	315	287

## Consolidated Statement of Comprehensive Income (Figures in US Dollars)

	<b>2016</b>	<b>2015</b>	<b>2014</b>
	<b>USD</b>	<b>USD</b>	<b>USD</b>
Revenue	10 393 375	18 469 373	18 033 035
Cost of sales	(1 324 195)	(4 914 919)	(7 622 527)
<b>Gross Profit</b>	<b>9 069 180</b>	<b>13 554 454</b>	<b>10 410 508</b>
Other Income	2 639	227 294	-
Operating expenses	(13 485 434)	(9 053 529)	(7 397 786)
<b>Operating (loss)/ profit</b>	<b>(4 413 615)</b>	<b>4 728 219</b>	<b>3 012 722</b>
Finance income	51 469	62 580	15 172
Finance cost	(450 917)	-	(204 031)
Equity accounted post acquisition losses	-	(9 778)	(5 189)
<b>(Loss)/profit before taxation</b>	<b>(4 813 063)</b>	<b>4 781 021</b>	<b>2 818 674</b>
Taxation	(733 623)	(1 192 909)	(350 764)
<b>(Loss)/profit for the year</b>	<b>(5 546 686)</b>	<b>3 588 112</b>	<b>2 467 910</b>
<b>(Loss)/profit for the year attributable to:</b>			
Owners of the parent	(5 149 415)	4 002 790	2 470 151
Non-controlling interests	(397 271)	(414 678)	(2 241)
	<b>(5 546 686)</b>	<b>3 588 112</b>	<b>2 467 910</b>
<b>Other comprehensive income:</b>			
Item that may be reclassified subsequently to profit or loss			
Currency translation differences	585 419	(652 592)	-
<b>Total comprehensive (loss)/income for the year</b>	<b>(4 961 267)</b>	<b>2 935 520</b>	<b>2 467 910</b>
<b>Total comprehensive (loss)/income for the year attributable to:</b>			
Owners of the parent	(5 063 714)	3 351 843	2 470 151
Non-controlling interests	102 447	(416 323)	(2 241)
	<b>(4 961 267)</b>	<b>2 935 520</b>	<b>2 467 910</b>
(Loss)/ Earnings per share (cents)	(171.64)	133.42	82.33
Dilutive (loss)/ earnings per share (cents)	(171.64)	133.42	82.33
Weighted average number of shares in issue	3 000 000	3 000 000	3 000 000

## Profit Forecast

The profit forecasts of 4Sight Holdings are presented for the periods ending 31 December 2017 and 31 December 2018. It should be noted that 4Sight Holdings was only incorporated at the end of June 2017 for purposes of the listing and accordingly the first reporting period to 31 December 2017 is only for six months. The profit forecast does not include any of the targeted acquisitions and only comprises the existing 4Sight Holdings and Digitata Mauritius group. The full set of assumptions relating to the profit forecast are contained in Annexure 7 of the Prospectus.

	Six month period ending 31-Dec-17 USD	Year ending 31-Dec-18 USD
<b>Revenue</b>	<b>12 465 316</b>	<b>26 362 879</b>
<b>Cost of Sales</b>	<b>(2 023 198)</b>	<b>(6 989 185)</b>
<b>Gross Profit</b>	<b>10 442 118</b>	<b>19 373 694</b>
Other Income	5 251	3 323
Operating Expenses	(6 998 590)	(15 440 112)
<b>Operating Profit</b>	<b>3 448 778</b>	<b>3 936 904</b>
Finance cost	(31 793)	(233 632)
Finance Income	9 844	29 884
<b>Profit before taxation</b>	<b>3 426 829</b>	<b>3 733 156</b>
Taxation	(939 823)	(1 086 912)
<b>Profit after taxation</b>	<b>2 487 005</b>	<b>2 646 244</b>
Non-controlling interests	710 134	239 822
Profit attributable to owners of the parent	1 776 871	2 406 422

For the 2017 and 2018 period the DTS stream contributes 72% and 66% respectively for the forecast turnover. The 2017 forecast turnover for DTS is 15% lower than the turnover achieved for 2015 and shows a 63% growth from the 2016 financials, which turnover was negatively impacted in 2016 as explained further below. For 2018 the DTS forecasted revenue is 63% below the 2015 revenue and shows a growth of 14% from the 2017 forecast revenue. The 14% growth from 2017 to 2018 is mainly attributable to the increase in Support and maintenance revenue which is directly correlated to the increase in the clientele base. The 2018 revenue comprises of 64% in existing clientele and 36% in new clientele, which new clientele is currently in the proposal phase, and uncontracted in nature.

Furthermore, the increase in Insights revenue of 152% from revenue in 2016 is based on an increase of 97% in new clientele, which is currently in the proposal phase, and uncontracted in nature. Insights, Networks and Glovent are relatively young businesses that have been incubated over the past two to three years and are currently in a high growth phase off a very low base.

The forecasted numbers for DTS 2017, being the major contributor to group turnover, are within revenue levels achieved in prior years (excluding 2016 due to the reasons detailed below) as set out in Annexure 3 to this Prospectus. A large component (on average 60% based on past history) of the business is licence and maintenance fees on either evergreen or annual contracts and thus the DTS revenue forecast has been based on existing and expected pipeline business.

Digitata now has multiple opportunities globally though the investment in regional presence that will be used to serve those demands and exploit the opportunities. Further to this Digitata is in the process of renegotiating the global channel agreement, with the high-level terms agreed, which will have a material impact on lowering the cost of sales. More importantly the customers will be moved directly to Digitata; enabling greater influence and higher margins.

In December 2015 the Nigeria Communication Commission imposed a USD5.2billion fine on one of Digitata's global customer, temporarily hindered the company's growth. (<http://www.profile.co.za/irsites/mtnngroup/archive/259615.htm>)

This had an immediate impact on Digitata's revenue in that revenue from this group declined in 2016 by 55% due to a temporary freeze on spending by the customer. Over this period Digitata actively engaged with the restructured management team and Digitata is already seeing a significant return to business as evidenced by the management accounts of Digitata Mauritius for the first six months of the year to 30 June 2017. The pipeline of revenue for the six months to 31 December 2017 from this customer is also on par with what was achieved in years prior to 2016.

During the preceding two to three years Digitata spent approximately R54 million into Insights (R20m), Networks (R24m) and Glovent (R10m), to diversify the income stream and smooth the revenue going forward. This will negate the historical effect of the 2016 financial year. The revenue forecast for Insights, Networks and Glovent for 2017 is based on revenue achieved for the first 7 months of the year, with the balance of the year based on pipeline. The revenue for Networks in 2017 is higher than 2018 due to a recent large sale to a telco customer in Mexico.

Historically, the group's revenue is earned 40% in the first half of the year and 60% in the second half of the year, primarily due to licence sales in the second half of the year. Per the management accounts to 30 June 2017, Digitata Mauritius has had the best first six months up to 30 June 2017 since the formation of the group in 2008. Based on the above, as well as business in the pipeline, management is thus reasonably certain that revenue targets will be achieved.

The group has relatively low cost of sales due to it primarily being a service business. The main component of cost of sales is hardware purchases for the Networks business. Commission is directly related to the achievement of revenue targets.

The main component of operational expenses is salaries and wages, representing around 80% of the operational expenses. The forecast for salaries and wages for 2017 is based on the existing headcount at present, with an increase assumed in 2018 for both package increases and an increase in headcount.

This second largest expense is travel expenses, which is directly related to revenue generation, with clients around the world, largely in Africa. This typically approximates around 10% of the operating expenses. However, this has been assumed to increase in 2018 due to the higher revenue projections.

The balance of the operational costs has been based on the existing expense base of the group. The operating expenses are lower than the operating expenses for the year ended 31 December 2016 of R13 485 434 due to more effective cost management after 2016 losses. The cost savings started towards the end of 2016 and continued into 2017 and included renegotiating on a group level various costs and contracts. Foreign exchange gains or losses have not been forecast.

Depreciation and amortisation have been assumed on the basis of the existing depreciation and amortisation rates used by the group as well as expected capital expenditure and development costs, which are capitalised and then amortised. Details of the EBITDA, depreciation and amortisation as set out in the table below:

	<b>31 December 2017 USD</b>	<b>31 December 2018 USD</b>
<b>EBITDA</b>	<b>4 013 071</b>	<b>5 291 723</b>
Depreciation	(89 857)	(150 211)
Amortisation	(474 436)	(1 204 608)



Taxation has been assumed at the rate of taxation in the relevant tax jurisdictions, being 15% in Mauritius and 28% in South Africa and includes normal taxation and dividend withholding tax.

## HEADLINE EARNINGS RECONCILIATION AND SHARE INFORMATION

<b>Headline earnings reconciliation:</b>	<b>31 December 2017</b>	<b>31 December 2018</b>
Attributable profit shareholders of the company	1 776 871	2 406 422
<b>Per share information:</b>		
Earnings per Share (US cents)	0.36	0.49
Headline Earnings per Share (US cents)	0.36	0.49
<b>Fully diluted weighted average number of shares in issue</b>	<b>486 867 001</b>	<b>486 867 001</b>

## 5. PROSPECTS

The Directors of the Company believe that the 4Sight Group has excellent prospects based on the following:

- 4Sight Holdings has an experienced, well-balanced, innovative and well-motivated management team;
- The acquisition of Digitata Mauritius brings a well-run business into the fold on which 4Sight Holdings can build its long-term strategy of international expansion;
- The fourth industrial concept drives digitalization in the internal market space; 4Sight Holdings is at the forefront by offering industrial strength analytics to companies in their effort to transform to Industry 4.0 operations.
- 4Sight Holdings will expand with its acquisition strategy to procure skills, capabilities and services which covers most of the analytical capabilities required to deal with Industry 4.0
- 4Sight Holdings has a growth strategy which expands across multiple sectors and technology bases – allowing the Group to grow and maintain a well-balanced performance and risk technology portfolio;
- There is a strong international sales pipeline for the telecommunications cluster;
- The group already has representation in a number of countries and has customers around the world;
- The listing will provide funding for subsidiaries to speed-up their “go to” market cycles with new products and services as funding requirements from free cash flow will be removed.
- The team has a growth strategy in place to increase revenues and profits significantly in various sector clusters with regards to acquisition and organic growth.
- The fourth industrial revolution requires that the Board of 4Sight Holdings is comprised of visionary individuals with a proven track record in strategy. 4Sight Holdings fulfils this requirement.
- AI and ML is a strong growth area. 4Sight Holdings has the ability to become a significant player in this space and to grow with the demand.

The intended capital raising of R300 000 000 is not required for current operations of the Group but will be used to settle the \$4 000 000 (R52 000 000) cash portion owing by Digitata Mauritius in relation to the acquisition of the remaining shareholding in Digitata South Africa Proprietary Limited and the balance for identified strategic and complementary acquisitions or “go to” market projects. Digitata South Africa is a 100% owned subsidiary of Digitata Mauritius.

## 6. AUTHORISED AND ISSUED SHARE CAPITAL

The authorised and issued share capital of the Company as at the last practicable date is as follows:

	<b>USD</b>
<b>Issued stated share capital</b>	
336 867 001 ordinary Shares of no par value	29 491 752

The issued share capital of the Company on the date of listing, assuming that the Private Placement of 150 000 000 new Shares is fully subscribed, will be as follows:

	<b>USD</b>
<b>Issued stated share capital</b>	
486 867 001 ordinary Shares of no par value (net of estimated costs)	51 780 924

Mauritian companies do not have authorised share capital. The shares of the company are under the control of the Board. In terms of Clause 6 of the Company's Constitution, shareholders at a general meeting of the Company may authorise the Board to issue shares and/or grant options at any time to any person.

On 31 August 2017, the shareholders of the company passed a resolution authorising the board to issue shares for cash in terms of the Private Placement and/or various placings to be undertaken through the company's South African share register, subject to the Company's Constitution and the JSE Listings Requirements, and that such authority given to the Directors shall be valid for a period of twelve months from the date of the listing on the JSE, or until the company's first annual general meeting of shareholders.

There are no treasury Shares held as at the date of the Prospectus.

All of the issued shares (including those to be issued in terms of the Prospectus) are of the same class and rank equally in every respect, including rights to dividends, profits or capital, rights on liquidation or distribution of capital assets. In accordance with the JSE Listings Requirements, issued Shares must be fully paid up and the securities to be listed are freely transferable.

Any variation of rights attaching to the ordinary shares will require the consent of shareholders in general meeting in accordance with the Constitution.

There have been no previous offers of shares by 4Sight Holdings to members of the public.

## 7. DIRECTORS

### Executive

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#### **Antonie Van Rensburg (49)**

Nationality	South African
Business address	28 Roos Street Witkoppen, Fourways, 2191 South Africa
Appointment date	28 June 2017
Qualifications	<ul style="list-style-type: none"><li>➤ Philosophiae Doctor (PhD), University of Pretoria (1996)</li><li>➤ MEng (Industrial Engineering) (Cum Laude), University of Pretoria (1992)</li><li>➤ BEng (Industrial Engineering)(Cum Laude), University of Pretoria (1990)</li></ul>
Occupation	Group CEO
Position in Company	Chief Executive Officer
Term of office	No fixed term, but subject to the provisions of the Company's Constitution

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#### **Jacques Hattingh (39)**

Nationality	South African
Business address	Ground Floor Nexteracom Tower 1 CyberCity, Ebene Mauritius
Appointment date	28 June 2017
Qualifications	<ul style="list-style-type: none"><li>➤ CA(SA) - Bachelor of Commerce (Honours) (2000)</li><li>➤ University of Pretoria - Certificate in Theory of Accounting</li></ul>
Occupation	Chief Financial Officer (full-time)
Position in Company	Group Financial Director
Term of office	No fixed term, but subject to the provisions of the Company's Constitution

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#### **Tinus Neethling (39)**

Nationality	South African
Business address	Ground Floor Nexteracom Tower 1 CyberCity, Ebene Mauritius
Appointment date	28 June 2017
Qualifications	<ul style="list-style-type: none"><li>➤ B.Sc. Information Technology (Computer Science) – University of Pretoria 1999</li><li>➤ Numerous GSM and Information Technology courses</li></ul>
Occupation	Chief Executive Officer of Digitata Mauritius
Position in Company	Executive Director
Term of office	No fixed term, but subject to the provisions of the Company's Constitution

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#### **Gary Laurysen (52)**

Nationality	South African
Business address	28 Roos Street Witkoppen, Fourways, 2191 South Africa
Appointment date	28 June 2017
Qualifications	BCom - University of South Africa
Occupation	Group Executive - Merger & Acquisitions
Position in Company	Executive Director
Term of office	No fixed term, but subject to the provisions of the Company's Constitution

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## Non-Executive

<b>Conal Lewer-Allen (47)</b>	
Nationality	Swedish
Business address	Ground Floor Nexteracom Tower 1 CyberCity, Ebene Mauritius
Appointment date	28 June 2017
Qualifications	BSc(Elec Eng), University of Cape Town (UCT)
Occupation	Group Chief Marketing Officer, Digitata Mauritius
Position in Company	Non-Executive Director
Term of office	Subject to the provisions of the Company's Constitution
<b>Geoffrey Carter (58)</b>	
Nationality	South African
Business address	56A Clarensville, 56 Regent Road, Sea Point, 8005
Appointment date	22 August 2017
Qualifications	BA Natal University, LLB Natal University
Occupation	Businessman
Position in Company	Independent Non-Executive
Term of office	Subject to the provisions of the Company's Constitution
<b>Dr Rama Sithanen (63)</b>	
Nationality	Mauritian
Business address	IFS Court, Bank Street, Twenty Eight Cybercity, Ebene 72201
Appointment date	22 August 2017
Qualifications	<ul style="list-style-type: none"><li>➤ BSc Economics with First Class Honours at the London School of Economics ( LSE);MSc Economics with a Mark of Distinction at the London School of Economics (LSE)</li><li>➤ PhD Political Science at Brunel University, London, United Kingdom</li></ul>
Occupation	Chairman and Director of International Financial Services, Mauritius
Position in Company	Independent Non-Executive
Term of office	Subject to the provisions of the Company's Constitution

## 8. SALIENT DATES

	<b>2017</b>
Date on which the Private Placement contemplated in this Prospectus will be open at 12h30 on	Thursday, 21 September
Date of release of the abridged prospectus on SENS	Thursday, 21 September
Expected last date for indications of interest for purposes of the book build	Thursday, 12 October
Date on which the Private Placement contemplated in this Prospectus will close at 12h00 on	Thursday, 12 October
Expected publication date of the final Offer Price and final number of Offer Shares released on SENS	Monday, 16 October
Date on which shareholders will be advised of their allocations	Tuesday, 17 October
Date on which funds will be debited from shareholders' accounts or payments made into the Company's bank account	Wednesday, 18 October
Date on which the results of the Private Placement will be released on SENS	Wednesday, 18 October
Date on which shares will reflect in shareholders' accounts	Thursday, 19 October
Listing of securities on the JSE at 9h00 on	Thursday, 19 October

A copy of the Prospectus can be obtained from:

- the Designated Advisor in Johannesburg; or
- on the company's website at [www.4sightholdings.com](http://www.4sightholdings.com)

## 9. CORPORATE INFORMATION AND ADVISORS

<p><b>Registered address</b>  4Sight Holdings Limited  Registration number C148335 C1/GBL  Level 3, Alexander House  35 Cybercity, Ebene 72201, Mauritius  Contact: Antonie van Rensburg  +27 (11)568 0849</p>	<p><b>Company secretary</b>  Intercontinental Trust Limited  (Registration number 23546/5396)  Level 3, Alexander House  35 Cybercity, Ebene 72201, Mauritius  Contact: Willem Du Preez  +27(11) 784 5746</p>
<p><b>Designated Advisor</b>  Arbor Capital Sponsors Proprietary Limited  (Registration number 2006/033725/07)  20 Stirrup Lane, Woodmead Office Park  Cnr Woodmead Drive &amp; Van Reenens Avenue  Woodmead, 2191  Contact: Michelle Krastanov/Tshidiso Motsifane  +27 (11) 480 8500</p>	<p><b>Reporting accountants and auditor</b>  Nexia SAB&amp;T  (Registration number 1997/018869/21)  119 Witch-Hazel Avenue,  Centurion, 0046  Contact: Tertius de Kock  +27 (12) 682 8800</p>
<p><b>Group Bankers</b>  Afrasia Bank Limited  (Registration number: C07067923)  Bowen Square  10, Dr Ferriere Street, Port Louis, Mauritius  Contact: Jenny Sum Ming Hoi  +230 403 5500</p>	<p><b>Attorney</b>  Cliffe Dekker Hofmeyr Inc.  (Registration number: 2008/018923/21)  11 Buitengracht Street  Cape Town, 8001  Contact: Christoff Pienaar  +27 (11) 481 6350</p>
<p><b>Transfer Secretaries</b>  Link Market Services South Africa (Pty) Limited  (Registration number: 2000/007239/07)  13th Floor  19 Ameshoff Street, Braamfontein, 2001  Contact: Granville Israel  +27 (11) 713 0866</p>	

### BY ORDER OF THE BOARD

Johannesburg

21 September 2017

<p style="text-align: center;"><b>Designated Advisor</b></p> 	<p style="text-align: center;"><b>Auditor and Reporting Accountants</b></p> 	<p style="text-align: center;"><b>Attorney</b></p> 
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