



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

ACQUISITION OF BLUESP HOLDINGS PROPRIETARY LIMITED AND ITS WHOLLY OWNED SUBSIDIARY ("BLUESP"), RENEWAL OF CAUTIONARY ANNOUNCEMENT AND SUPPLEMENTARY PRELISTING STATEMENT

Introduction

The board of directors of 4Sight Holdings is pleased to announce that the Company has entered into an agreement with R Dreyer, T Carolin, L van Wyk, C Sato, MKwinda, E Madikizela and H Jacobs ("the vendors") for the acquisition of 100% of the shares in BluESP Holdings Proprietary Limited and BluESP Proprietary Limited with effect from the date of listing of the Company. The vendors are not related parties to 4Sight Holdings. These companies will become subsidiaries of 4Sight and will adhere to the provisions of paragraph 10.21 of Schedule 10 of the JSE Listing Requirements.

Terms and conditions

The purchase price is R54.8 million, payable as follows:

Details	Cash R	Shares R	Amount R
Purchase consideration	19 800 000	35 000 000	54 800 000

Of the above cash on listing, R19.8 million has been settled through the issue of vendor shares at R2.00 per share. The 17 500 000 shares will also be issued at R2.00 per share in settlement of the share portion post listing.

Description of BluESP

BluESP is an engineering technology company, focussing on delivering software solutions to the mining and manufacturing sector. These solutions enable companies to operate their processing plants or manufacturing processes optimally, maximising revenues, eliminating inefficiencies and minimising costs.

These improvements are achieved by collecting data from sensors, equipment and IOT devices across an entire site and between multiple sites. The data is stored in a real-time data warehouse from where it can be analysed and visualised.

Further value is added through the Manufacturing Execution System ("MES") layer; an information system designed and implemented according to the customer's business processes, and fully integrated with the Enterprise Resource Planning ("ERP") suite. Enterprise Operations Reporting Systems ("EOR") give management enterprise wide visibility of their operations.

Real-Time Optimisation ("RTO") solutions offer extremely attractive returns on investment through efficiency improvements, emission control, reduced costs and higher throughput. Prescriptive Maintenance solutions, that leverage advanced machine learning algorithms, can forecast failure of major equipment up to eight weeks in advance. Supply Chain Optimisation, Production Planning and Scheduling and Demand Management solutions maximise revenue and minimising inventory by utilizing sophisticated models and optimisation techniques.

These technologies are implemented by a dedicated team of engineers with an average of over fifteen years of experience in implementing successful software solutions. This allows BluESP to deliver solutions that maximise manufacturing efficiencies at unprecedented levels.

BluESP is based in Jukskei Park, South Africa. BluESP and its partner's products have been deployed across the globe by the BluESP team. Since 2008, BluESP has established itself as the world leading supplier of RTO solutions to the Mining Sector and is proud that it has a track record of delivering projects with a better than six-month return on investment. BluESP has an industry partnership with AspenTech, a leading global provider of asset optimisation software solutions for capital intensive industries. BluESP is AspenTech's world-wide partner for the mining sector.

BluESP customers in South Africa include Sasol, Columbus Stainless, Anglo-American, Glencore, Impala Platinum, Lonmin, Samancor, Tharisa, Tronox, South32, Chevron, Arcelor Mittal, Natref and Kynoch. Global customers include First Quantum Minerals (Zambia), Mount Isa Mines (Australia), Sekura (Malaysia), GS Caltex (South Korea) and Shell (Germany).

Rationale for the acquisition of BluESP

The acquisition of BluESP is in line with 4Sight Holdings' acquisitive and organic growth strategy of acquiring industry 4.0 companies and provides the 4Sight Holdings group with deep skills in data science and real-time decision-making solutions, with large customer bases internationally and in South Africa, and the ability to enhance solutions across customers and industries.

In addition, BluESP is a natural fit with the separately announced acquisition of AGE Technologies which company is an established systems integrator providing a IOT devices. BluESP forms an important part of the vertical stack of services to mining and manufacturing companies.

Conditions precedent

There are no remaining conditions precedent to the Acquisition other than the following:

- signing of the agreement by 4Sight Holdings in Mauritius in accordance with Mauritian law, which is in process; and
- the directors of BluESP consenting to remain employed by the for a period of at least two years from effective date of acquisition.

Financial Information

The net asset value of BluESP as extracted from the Annual Financial Statements for the year ended 28 February 2017 was R10 862 588 and the profit after tax was R3 479 446.

Classification of the transaction

The Acquisition is classified as a Category 2 transaction in terms of the JSE Listings Requirements pertaining to companies listed on the Alternative Exchange of the JSE and thus shareholder approval is not required.

Renewal of cautionary announcement and supplementary prelisting statement

Shareholders are referred to the cautionary announcement published on 16 October 2017 and are advised that the Company is finalising the terms of acquisition of AGE Technologies Proprietary and Foursight Proprietary Limited, details of which will be announced in due course.

Once the acquisitions have been finalised, the Company will consider the need to publish a supplementary prelisting statement, which will probably include an updated profit forecast, particularly for the year ending 31 December 2018 as the impact on the six months ending 31 December 2017 is likely to be immaterial. The Company will consult with the JSE in this regard in due course.

20 October 2017
Mauritius

Designated Advisor

Arbor Capital Sponsors Proprietary Limited

