REX TRUEFORM GROUP LIMITED
Listed on the General Segment of the Main Board
(Incorporated in the Republic of South Africa)
(Registration number 1937/009839/06)
JSE share code: RTO ISIN: ZAE000250387
JSE share code: RTN ISIN: ZAE000250395
("**Rex Trueform**" or the "**Company**")

REX TRUEFORM
GROUP LIMITED

SMALL RELATED PARTY TRANSACTION

1. Introduction and rationale

1.1. Shareholders are advised that Rex Trueform (together with certain subsidiaries being, Queenspark Proprietary Limited, Queenspark Distribution Centre Proprietary Limited, Ombrecorp Trading (RF) Proprietary Limited, Telemedia Proprietary Limited and Byte Orbit Proprietary Limited) and Geomer Managerial Services Proprietary Limited ("**GMS**") have concluded a service level agreement in terms of which GMS will provide certain transactional and non-transactional advisory services to Rex Trueform and its subsidiaries (the "**Service Agreement**").

1.2. GMS is a wholly-owned subsidiary of Geomer Investments Proprietary Limited ("**Geomer**") which is a South African based privately held investment holding company which has a diverse investment portfolio. Geomer is an experienced and established investment holding entity in both the private equity and listed spaces.

1.3. The previous agreement between the aforementioned parties as announced on SENS on 31 July 2024 is due to expire on 30 June 2026 and a new agreement has since been agreed upon. The renewal of the arrangement ensures continuity of support following the expiry of the existing service level agreement.

1.4. The Service Agreement will provide Rex Trueform and its subsidiaries with continued access to specialised transactional and strategic advisory services. The board believes that the arrangement will support the group's growth and value-creation strategy, enhance its ability to identify and execute strategic opportunities and provide access to experienced advisory resources on a cost-effective basis, thereby contributing to the achievement of the group's long-term strategic objectives.

2. Terms of the Service Agreement

2.1. In terms of the Service Agreement, GMS will provide transactional services such as merger and acquisition advisory services, corporate finance advisory services, due diligence services and restructuring advice, for which GMS will charge a success fee, payable in cash, based on a sliding scale as a percentage of the aggregate consideration payable or received by Rex Trueform or any of its subsidiaries with regard to a transaction or a series of transactions.

2.2. GMS will, in addition, provide certain non-transactional services such as strategic advisory services, legal advisory services, capital management advisory services and corporate social investment advisory services, for which GMS will charge an hourly fee, payable in cash.

2.3. The Service Agreement will commence on 1 July 2026 and continue until the earlier of either 30 June 2028 or the date on which the total fees paid to GMS in terms of the Service Agreement reaches R14 million, at which stage the Service Agreement will terminate automatically.

2.4. The Service Agreement contains warranties that are normal for a transaction of this nature and is not subject to the fulfilment of any conditions precedent.

3. JSE categorisation and statement from the independent directors

3.1. GMS is a wholly-owned subsidiary of Geomer, which in turn is a material shareholder of Rex Trueform. In addition, the Chief Executive Officer of Rex Trueform, Marcel Golding, is a director of and controlling shareholder in Geomer and the sole director of GMS. GMS is therefore considered to be a related party to

Rex Trueform in terms of paragraphs 9.1(a)(i) and 9.1(a)(ii) of the JSE Listings Requirements. Given the size of the transaction, the conclusion of the Service Agreement accordingly constitutes a small related party transaction for Rex Trueform.

3.2. Due to his interest in the transaction, Marcel Golding recused himself from the board of directors of Rex Trueform (the "**Board**") in relation to the negotiations and deliberations relating to the Service Agreement and from the Board decision to approve the conclusion of the Service Agreement. The independent directors ("**Independent Directors**"), comprising the remaining members of the Board, considered the terms of the Service Agreement and confirm that:

3.2.1. the terms of the Service Agreement were concluded on an arm's length basis and on normal commercial terms which are standard for an agreement of this nature; and

3.2.2. the Service Agreement is fair to shareholders of the Company, excluding the related party and its associates.

3.3. In reaching this conclusion, the Independent Directors took into account the fairness opinion prepared by Valeo Capital Proprietary Limited which concluded that the terms of the Service Agreement are fair insofar as the shareholders of Rex Trueform are concerned.

3.4. As required in terms of paragraph 9.3(a) of the JSE Listings Requirements, the Service Agreement and the fairness opinion can be inspected at the registered office of Rex Trueform, 11 Byrnes Avenue, Wynberg, Cape Town and/or through a secure electronic manner at the election of the person requesting the inspection for a period of 14 days from the date of this announcement. Shareholders who wish to view the Service Agreement and/or the fairness opinion should send their request to the company secretary at legal@rextrueform.com, who will facilitate access to the same.

30 June 2026

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