

Tel: Web: +27 (11) 488 1700 www.bdo.co.za Physical address Wanderers Office Park 52 Corlett Drive Illovo, 2196 Postal address Private Bag X60500 Houghton 2041

11 November 2020

The Board of Directors Adcorp Holdings Limited Adcorp Place 102 Western Service Road Gallo Manor Ext 6 Johannesburg South Africa 2191

Dear Directors,

## ADCORP HOLDINGS LIMITED ("Adcorp"): EXPERT'S CONSENT LETTER - BDO CORPORATE FINANCE (PTY) LTD ("BDO")

Save to the extent specifically stated otherwise herein, capitalised terms in this consent letter shall bear the corresponding meanings as ascribed to those terms in the Circular.

- 1. We refer to the circular to be issued by Adcorp to shareholders of Adcorp, to be dated on or about 12 November 2020 ("Circular") relating to the Subscription by the New BEE Partners for 3 542 SA HoldCo Ordinary Shares (comprising 35.42% of SA HoldCo's total shares in issue post-subscription), for a total consideration of R3 542.
- 2. We, BDO, hereby consents to:
  - (i) being named in the Circular, in the capacity of the independent expert to Adcorp;
  - (ii) BDO's name being included in the Circular; and
  - (iii) the references to ourselves in the form and context in which they appear in the Circular.
- 3. This consent is given with regard to the Circular as at the date of this letter, subject to any changes made after the date of this letter as are required to comply with any applicable laws (including the requirement of any regulator), and/or any changes made after the date of this letter to which we consent.
- 4. Subject to paragraph 3, we hereby undertake not to withdraw this consent without providing you with prior notice.

Yours faithfully

N Lazanakis CA (SA) Director

BDO Corporate Finance Proprietary Limited Wanderers Office Park 52 Corlett Drive Illovo 2196

BDO Corporate Finance (Pty) Ltd Registration number: 1983/002903/07

VAT number: 4250218718

BDO Corporate Finance (Pty) Ltd, a South African company, is an affiliated company of BDO South Africa Inc, a South African company, which in turn is a member of BDO International Limited, a UK company limited by guarantee, and forms part of the international BDO network of independent member firms.