

ADDENDUM : GROCAP HOLDINGS (PTY) LTD

Registration No. 2020/660620/07

SHAREHOLDER'S AGREEMENT

1. WHEREAS

- 1.1. This is an Addendum to the Shareholder's Agreement ("Agreement") entered into in respect of Grocap Holdings (Pty) Ltd (Registration No. 2020/660620/07) ["the Company"] between Brylyne Chitsunge, Identity Number: 690302 1288 088 ("Chitsunge") and Mark Yoong Khong Yong, Passport Number: E6947683H ("Yong").
- 1.2. The Parties entered into the Agreement on or about 03 September 2020.
- 1.3. It is hereby recorded by the Parties that, in accordance with the processes and procedures required by law and by mutual consent of the Company, Chitsunge and Yong, they wish to amend the Agreement in accordance with this Addendum.
- 1.4. All clauses, together with the annexures of the Agreement, other than those referred to in this Addendum, shall remain unchanged and in full force and effect.

2. IT IS HEREBY RECORDED THAT THE PARTIES AGREE TO AMEND THE AGREEMENT AS FOLLOWS:

- 2.1. The parties to this Addendum are Chitsunge, Yong, the Company, as well as El Passo Farms CC, a close corporation with registration number: 2008/102446/23, registered in accordance with the company laws of the Republic of South Africa.
- 2.2. The parties hereby expressly agree and acknowledge that the Agreement, incorrectly and in a *bona fide* error, referred to Chitsunge, in her personal capacity as a shareholder of the Company.
- 2.3. The shareholder's further expressly acknowledge and agree that it was not then nor is now the intention for Chitsunge to have been a shareholder in her personal capacity, and that at all times, the shareholders of the Company were and are El Passo Farms CC and Yong.
- 2.4. The parties thus hereby agree to amend the Agreement by the deletion of all references to Chitsunge therein, in her personal capacity, and by the insertion in replacement thereof with El Passo Farms CC, as shareholder.
- 2.5. The remainder of the Agreement remains unchanged and shall apply to the shareholders *mutatis mutandis* accordingly.
- 2.6. In furtherance thereof, the parties thereby acknowledge and agree that:

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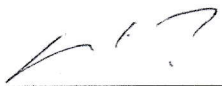
- 2.6.1. The shareholders of the Company are thus, were to have been, and shall be El Passo Farms CC and Yong.
- 2.6.2. El Passo Farms CC hereby, by signature of this Addendum, accepts and agrees to the terms of the Shareholders Agreement as if it was named therein and signed by El Passo Farms CC.
- 2.6.3. Chitsunge acknowledges and agrees that the reference to her was in error and as such the Shareholders Agreement is not applicable to her in her personal capacity, and that there are no rights and/or obligations which accrue and/or apply to her, as if, she had never been named therein, and she thus waives any rights under the Agreement accordingly.

3. EFFECTIVE DATE

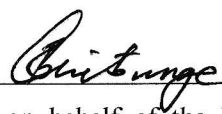
The effective date of this Addendum shall be, notwithstanding the date of signature of this Addendum, shall be the date of signature of the Agreement.

SIGNED AT JOHANNESBURG ON THIS 28th DAY OF SEPTEMBER 2020

AS WITNESSED


1. 


2. 



For and on behalf of the EL PASSO FARMS CC, who hereby warrants that he/she is duly authorised to sign this agreement on its behalf

SIGNED AT JOHANNESBURG ON THIS 28th DAY OF SEPTEMBER 2020

AS WITNESSED

1. 


2. 



For and on behalf of GROCAP HOLDINGS (PTY) LTD, who hereby warrants that he/she is duly authorised to sign this agreement on its behalf

SIGNED AT JOHANNESBURG ON THIS 28th DAY OF SEPTEMBER 2020

AS WITNESSED

1. 

2. 




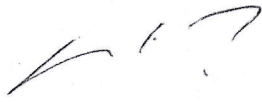
BRYLYNE CHITSUNGE, in her personal capacity

SIGNED AT JOHANNESBURG ON THIS 28th DAY OF SEPTEMBER 2020

AS WITNESSED

1. 

2. 



MARK YOONG KHONG YONG, in his personal capacity