The Company is seeking to restructure its group holdings, by proposing to separate the Botswana trading operations from Furniture Mart Limited. The new entity will be wholly owned subsidiary of the Company, and Shareholders will be entitled to vote in the Extraordinary General Meeting of Shareholders to be held on 30 January 2009, the date on which the transfer becomes effective; and

(c) 31 January 2009, the date on which the transfer becomes effective;

3.4.2 the Directors of Furniture Mart Limited, (who are also Directors of the Company); and

- the approval of Shareholders in general meeting; and

- the approval of the board of directors of the Company and of the Transferee respectively;

the Directors further recommend that Shareholders vote in favour of the Special Resolution

(c) 31 January 2009, the date on which the transfer becomes effective;

- the results of the Special Resolutions;

- that the Company is popularly referred to as "Furnmart";

- whether the change of name has been registered with the Registrar of Companies;

- that the approval of Shareholders be recorded in the board minutes of the Company; and

- the approval of the board of directors of the Company;

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It is anticipated that the transfer will take place on or about 31 January 2009. The consideration for the transfer is to be paid in full and final settlement.

The transfer is subject to the following conditions:

- the approval of Shareholders in general meeting; and

The Directors'responsibility for the accuracy of the information given and certify that to the best of their knowledge and belief, the information contained in paragraphs 5.2 to 5.6 is true and that no material change in the affairs of the Company has taken place since 31 December 2008.

The Directors report that there have been no material changes, other than in the normal course of business, in the financial position of Furniture Mart Limited as at 31 December 2008.

By virtue of the Furniture Mart Limited (Change of Name) Act, 1986, the registered name of the Company is to be changed from "Furniture Mart Limited" to "Furnmart Limited". The new name will replace the old name on all official documents, including the transfer of shares, the register of members and authorised share capital.

It is important to note that the restructuring will affect all Shareholders directly and the beneficial ownership of the shares in the companies involved in the restructure remain unchanged.

The Directors and Shareholders of Furniture Mart Limited have decided to recommend to shareholders at the Extraordinary General Meeting, the change of name of Furniture Mart Limited to "Furnmart Limited". For the reasons stated in paragraph 3.4.1 above, Shareholders are advised to vote in favour of the Special Resolution for the change of name of the Company to "Furnmart Limited".

The Directors of Furniture Mart Limited have resolved to recommend to Shareholders that the transfer of the Furniture Mart Limited (Change of Name) Act, 1986 be approved.

A company's reorganization involves the transfer of assets and liabilities from one company to another. This transfer may be voluntary or involuntary, depending on the terms of the agreement. In this case, Furniture Mart Limited is transferring its Botswana trading operations to Bonus Stores (Proprietary) Limited, a wholly owned subsidiary of the Company. Shareholders are entitled to vote in the Extraordinary General Meeting, which will be held on 30 January 2009.

CIRCULAR TO SHAREHOLDERS Furniture Mart Limited Company No. C96 ("the Company")
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3.2 GROUP'S ACTIVITIES

The transfer will take place on or about 31 January 2009.

Furniture Mart Limited was incorporated in Botswana on 01 March 1974. The Company's registered office is Plot 20573/4, Magochanyama Road, Gaborone, and its principal activities include the retail of household furniture, appliances, home ware etc, carried on by the Company or its subsidiaries and associates. The company has been operating in Botswana, numerically the smallest of the countries involved in the restructuring, since it began trading in 1974 and was listed on the BSE in December 1998.

4.2 TAX CONSEQUENCES

It is important to note that the restructuring will affect all Shareholders directly and the beneficial ownership of the shares in the companies involved in the restructure remain unchanged.

The Directors and Shareholders of Furniture Mart Limited have decided to recommend to shareholders at the Extraordinary General Meeting, the change of name of Furniture Mart Limited to "Furnmart Limited". For the reasons stated in paragraph 3.4.1 above, Shareholders are advised to vote in favour of the Special Resolution for the change of name of the Company to "Furnmart Limited".