RESULTS OF THE MEETING OF SHAREHOLDERS HELD ON FRIDAY 25 FEBRUARY 2011

1. INTRODUCTION

1.1 Shareholders are referred to the update announcement released on the Securities Exchange News Service (“SENS”) of the JSE Limited (“JSE”) on Thursday, 10 February 2011 (“10 February 2011 announcement”) in connection with, inter alia, the following:

1.1.1 the Early Conversion, RenAsset Conversion, Pinebridge Specific Issue and the proposed R50 million Blue BEE Transaction; and

1.1.3 the posting of the circular to Blue shareholders dated 10 February 2011 containing details of the Early Conversion, RenAsset Conversion, Pinebridge Specific Issue and the Blue BEE Transaction (“Circular”) and incorporating a notice of general meeting convening a shareholder’s meeting to be held at 09h30 on Friday, 25 February 2011 at the registered office of the Company (“Notice of General Meeting”).

1.2 The Early Conversion, RenAsset Conversion, Pinebridge Specific Issue and the Blue BEE Transaction are collectively referred to in this announcement as the “Transaction”.

2. RESULTS OF SHAREHOLDERS MEETING

Shareholders are hereby advised that the general meeting of Blue shareholders held on Friday, 25 February 2011 (the “shareholders meeting”) was duly constituted and at this meeting, ordinary resolution numbers 1 to 7 required to approve the Transaction, were passed by the requisite majority, which in all instances exceeded 98% of the votes of shareholders present in person or represented by proxy.

Ordinary resolution number 8 which proposed that the definition of Dilution Shares as contained in the Recapitalisation Circular be amended, was withdrawn.
3. FULFILLMENT OF ALL CONDITIONS PRECEDENT

All the conditions precedent that are required to be fulfilled in order for the Transaction to become effective, have been fulfilled, and accordingly the Company has applied to the JSE for the listing of 3,913,773,450 Ordinary Shares arising from the Early Conversion, RenAsset Conversion, Pinebridge Specific Issue and the consequent issue of Anti-dilution shares to Mayibuye Group (Proprietary) Limited, Blue’s controlling shareholder, which shares are to commence trading on the JSE with effect from today, 28 February 2011.

4. BLUE BEE TRANSACTION

As advised in paragraph 2 above, Blue is pleased to announce that the ordinary resolutions required to approve the Blue BEE Transaction were passed with overwhelming support (98%) by the requisite majority. The Company’s objective in the medium term is to raise Blue’s BEE rating to a Level 3 of which BEE equity ownership will comprise a key element. Accordingly, the Company is of the view that the proposed Blue BEE Transaction will greatly benefit Blue as it will significantly improve the BEE status of the Company and reinforce Blue’s stated commitment to transformation. Furthermore it will also assist the Company in the implementation of its turnaround strategy which involves inter alia, improving the financial strength of its balance sheet pursuant to the implementation of the debt equity conversion proposed in terms of the Blue BEE Transaction.

Pretoria
28 February 2011

Designated adviser to Blue
Grindrod Bank Limited

Financial adviser to Blue
PricewaterhouseCoopers Corporate Finance (Proprietary) Limited