

FOODCORP

● RAINBOW Chicken's acquisition of Foodcorp will enable the group to broaden its range of brands and categories to counter the cyclical nature of the food industry, and become a food player with significant scale, Rainbow Chicken CEO Miles Dally said on Wednesday.

Rising commodity prices, inflation and surging chicken imports from Brazil have put pressure on local poultry players forcing them to look at other avenues of growth.

Rainbow, which is South Africa's largest processor and marketer of chicken, on Wednesday announced its plans to buy a 64.2% stake in Foodcorp, which is South Africa's third-largest food producer, for R1.037bn.

"We have been positioning ourselves for some time now to look for other branded opportunities outside of the poultry area, Mr Dally said."

Rainbow is a 73.4% subsidiary of Remgro, the investment holding company of the Rupert family.

Avior Research equity analyst Jiten Bechoo said the acquisition was a good diversification away from the "bleak" prospects of the poultry business.

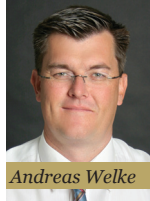
Foodcorp's range of products includes Yum Yum peanut butter and Ouma Rusks. The company also manufactures and sells convenience, ready-to-eat products for Woolworths and other retailers.



Peter McCrystal

Rainbow will conduct a rights offer, fully underwritten by Remgro, to contribute funding for strategic growth opportunities, including the Foodcorp transaction.

Foodcorp's revenue for the year ended August 31 amounted to R6.9bn.



Andreas Welke

The PwC team was led by Peter McCrystal (Engagement Partner) and Andreas Welke (Associate Director).

PwC provided vendor assistance services to Foodcorp, and has previously assisted the group with similar services.

RAINBOW CHICKEN'S ACQUISITION OF FOODCORP

Legal Adviser to the Purchaser
& Legal Adviser to the Equity provider



Financial Due Diligence Provider



Vendor Due Diligence Provider



Virtual Data Room Provider



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HEDRICH

● Quadriga Capital has backed the management buyout of Hedrich Group, a leading manufacturer of specialised production equipment for the electronics industry.

Hedrich Group is a family-owned worldwide acting group of companies. With its subsidiaries, the company develops and manufactures production equipment and complete production lines. Its customers range from the electrical and electronics industry, automotive industry and chemical industry. They are offered customised and innovative technical products as well as services meeting with their entire chain of requirements. Their benefit: receiving all Hedrich system solutions from one source, in highest quality, worldwide.

Being active in more than 30 countries, the company employs more than 270 people and fuse under one umbrella internationally acting companies. Its equipment and solutions for automation exactly match with each other. All customers can be assured that with Hedrich Group's products they will obtain top quality, top innovative, best reliable and safe equipment and services.

Ruhmann Peters Altmeyer, a partnership enterprise domiciled in Wetzlar, has given the vendor both tax and legal advice and support in the course of the transaction and been closely involved in the entire due diligence process. Ruhmann Peters Altmeyer had already been advising the Hedrich-group on all questions of commercial law for several years.



Thorsten Straßheim

By way of preparation for the transaction, the partnership executed a complete restructuring of the group and was closely involved in the legal and tax aspects of it. Dr. Ingo Peters (lawyer and notary) and Mr. Thorsten Straßheim (lawyer) led the Ruhmann Peters Altmeyer team for the transaction, providing overall co-ordination covering the legal due diligence, giving the vendor legal advice which included the SPA contract negotiations and the land purchase contracts. Mr. Thomas Ruhmann (Business graduate, auditor and tax adviser) was closely involved in the tax and financial part of the due diligence as well as in the transaction.

QUADRIGA CAPITAL ACQUIRES ALL SHARES OF HEDRICH GROUP

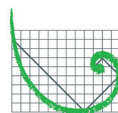
Legal & Financial Adviser

Ruhmann Peters Altmeyer

Financial Adviser



Environmental Adviser



Financing Bank

Privatbankiers gegründet 1520

BERENBERG BANK
Joh. Berenberg, Gossler & Co. AG

Market Adviser



KLEFFMANN

● The corporate history of Kleffmann GmbH makes impressive reading. Within a short time the company, founded in 1990, has made a name for itself as the world's leading provider of market research in the agricultural sector. For the current financial year the Kleffmann Group, which employs over 350 people, expects a turnover of approximately € 21.0 million. In addition to the corporate headquarters in Lüdinghausen, the company has another 17 subsidiaries around the world at locations including Brazil, China, Russia, Australia and the USA.

"A prerequisite for this corporate development was to put the quality of our global data collection and our long-standing expertise in agribusiness based data analysis skills at the heart of our daily work. This will continue to be our number one priority, says Burkhard Kleffmann, managing partner of Kleffmann Group, summarising the success story."

To continue the business growth of the past into the future, the company intends to increase the size of the company further through targeted internationalisation, especially in Asia and Africa. In addition to the organic growth in existing markets. To implement this strategy we have found with NORD Holding a majority shareholder whose partnership approach towards SMEs fits and speaks our language, adds Kleffmann.

Matthias Kues, chief executive officer of NORD Holding says: *"We have purposefully invested in the agricultural sector. It is one of the most interesting future markets. A more professionalised food industry can make a vital contribution towards solving the world's food problem. Long decision-making and communication paths are unknown to the company. The Kleffmann Group today thus represents an ideal platform for organic and external growth. We are pleased to be able to take the second step of business development together with the founder."*

NORD Holding assigned maconda to conduct a commercial due diligence on Kleffmann Group. Inna Ivanova, maconda's project manager: *"Kleffmann Group is operating on a global scale in a niche market which is barely covered by any market studies. Moreover, the served regional markets are hardly comparable, neither in terms of client behaviour nor regarding market structure and market drivers. Accordingly, maconda conducted multitude well-prepared interviews with clients and various experts around the globe. Furthermore, the wide service sector experience of maconda, which is one of the most active German providers for commercial due diligences, contributed to the better understanding of Kleffmann's product offering and positioning."*

www.maconda.de

KLEFFMANN GROUP ACQUIRES NORD HOLDING

Commercial Due Diligence Provider



Financial Due Diligence Provider & Tax Adviser



Legal Adviser to the Equity Provider



Legal Adviser to the Vendor



Rechtsanwälte Steuerberater