



ANUVA
INVESTMENTS

ANUVA PRIVATE EQUITY

ANUVA EQUITY FUND LOAN

Information Memorandum

Published April 2021

An Authorised Financial Services

Provider FSP 49691

SARS Authorised VCC-0137

Smarter investing for smart people.

100% FINANCE FOR YOUR HIGH PERFORMING EQUITY FUND INVESTMENT

Get a 100% loan to invest in Section 12J and let SARS pay up to 45% back for you when you invest in Anuva's Equity Fund



A SECTION 12J EQUITY INVESTMENT MADE MORE ACCESSIBLE

YOUR INVESTMENT IN ANUVA WILL:

SAVE YOU
TAX



EARN YOU
DIVIDENDS



GROW YOUR
CAPITAL



ABOUT THE FUND

Anuva Private Equity has an established pipeline of almost R100 million high yield investments within the Anuva Group made up of a portfolio of innovative, small-to-medium enterprises. These companies are securely established, have a proven track record and show exceptional potential for growth. Add in our new loan facility and you have a fund which is not only shooting the lights out in terms of return on investment, but provides a unique investment opportunity to a broader base of investors.

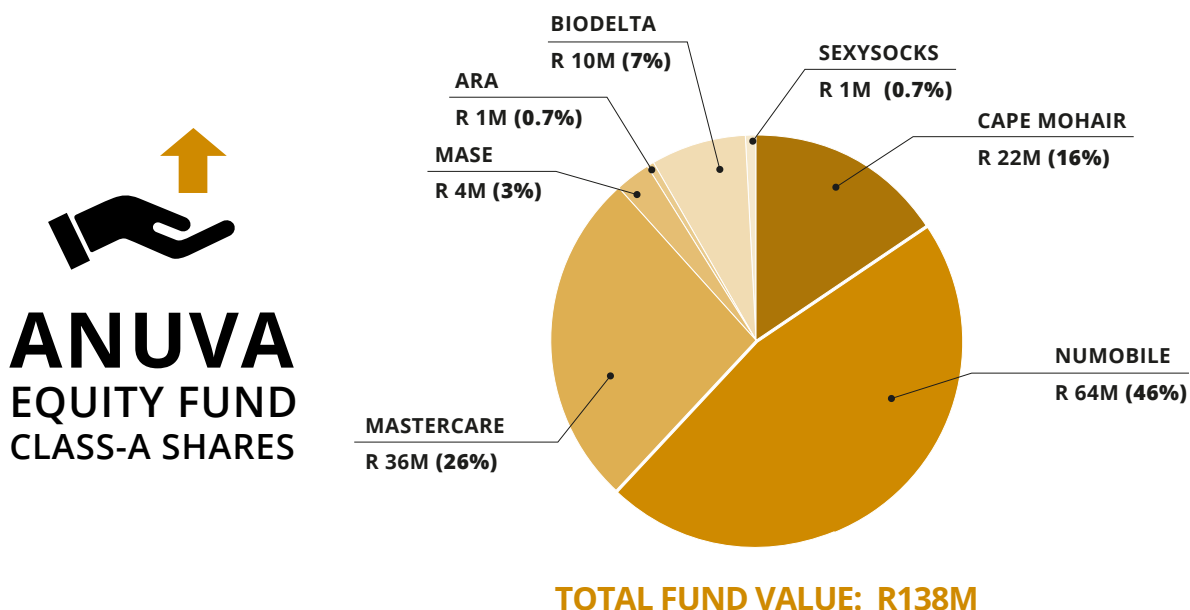
By combining Section 12J tax strategies and following a diversified investment approach we

are able to facilitate consistent growth for these companies which, along with our loan facility, has resulted in excellent returns and massive tax breaks for investors.

Our innovative loan is one-of-a-kind and exclusive to Anuva. Facilitated by Flyt Property Investment, it provides a 5 year loan, repayable monthly for qualifying investors into our Equity Fund. And here's the kicker, your tax pays off up to 45% of the loan so you only have to repay 55% over 60 months – this, cushioned by dividends earned – will enable you to pay off your loan quicker.

**GET A R500 000 EQUITY INVESTMENT FOR ONLY R2 975 PM.
FORECAST ANNUAL RETURN ON MONTHLY PAYMENTS = 28%**

INVESTMENT INTO THE A-CLASS PORTFOLIO LOOKS LIKE THIS:



THE LOAN DOWN

For investors, professionals and salary earners who are itching to jump on board but do not have accessible cash available here's your chance to get in on the 12J action with our loan facility.



You tell us how much tax you will pay for the Feb 2022 year-end.
Our tax advisors can help you work this out.



You decide how much to invest monthly for a 5-year period.
The higher your monthly investment, the higher your upfront tax refund and your total investment will be! If you'd prefer to pay ZERO TAX, we can determine a loan amount for a 100% tax refund and let you know what your monthly payment will be too.



Our approved loan partner (Flyt 12J) will evaluate your application and calculate your qualifying loan value.
The amount you qualify for depends on two factors: how much tax you pay and your monthly instalment.



You sign a loan agreement with Flyt, who will disburse the loan directly to Anuva on your behalf. This loan capital is initially used to purchase your shares in Anuva Private Equity Interest Fund.
The Anuva Private Equity Interest Fund (C Class Shares) is a risk-free share class that pays a fixed dividend of Prime less 2.5%.



As you repay your loan to Flyt, your shares in the Interest Fund (C Class) will automatically convert into the Equity Fund (A Class)
In other words, you will convert your interest-bearing shares into equity shares as you reduce your loan.



Your loan is repaid quickly! The returns you get from your Anuva shares are automatically paid into your loan and reduce your repayments.
This is why your monthly repayment is low compared to your investment amount.



You can also add lump-sums to repay your loan quicker and enjoy higher returns. We also allow a balloon payment at the end of 5 years, further reducing your monthly instalments.
Talk to us about structuring your Anuva Equity Fund Loan to suit your needs!



After five years, you will have a fully paid-off investment, comprising your tax refund, investment earnings, and the loan you repaid.
It's like forced savings, but on steroids.

THE INVESTMENT PROCESS

- INVEST** | A minimum investment of R500 000 secures your shares.
- FINANCE** | We arrange up to 100% finance for qualified investors.
- CERTIFICATION** | You receive a tax and share certificate.
- TAX SAVING** | You get an immediate tax saving of up to 45% of your investment value.
- DIVIDENDS** | Dividends are paid out monthly, directly into your loan.
- RETURNS** | After five years you will have a fully paid off investment, comprising your tax refund, investment returns and the loan you repaid.
- EXIT** | After five years you may exit the fund, or keep your investment.

IN NUMBERS: AN INVESTOR WHO EARNS A R500 000 GROSS SALARY PER ANNUM AND TAKES A MINIMUM LOAN AMOUNT INVESTED INTO ANUVA PRIVATE EQUITY WILL LOOK LIKE THIS:

Anuva Equity Fund Loan

Investment Amount (100% financing available!) **R500 000**

Repaid by your instalments **R275 000**
Repaid by your SARS tax refund **R225 000**

| Financing options | Option 1 | Option 2 |
|-----------------------------------|-------------------|------------------------------|
| | <i>0% deposit</i> | <i>deposit & balloon</i> |
| Deposit (5%) | R0 | R25 000 |
| Balloon payment (15%) | R0 | R75 000 |
| Monthly instalment (x60) | R4 533 | R2 975 |
| Cash invested over 5 years | R271 966 | R278 526 |

Results

| | | |
|---------------------------------|-----------------|-----------------|
| Share value after 5 years | R663 961 | R662 200 |
| Less cash invested over 5 years | -R271 966 | -R278 526 |
| Return (Rand) | R391 995 | R383 675 |
| Return (Total %) | 144% | 138% |
| Return (Annualised %) | 29% | 28% |

*Example based on a 45% tax payer

GET ALL YOUR TAX BACK WITHOUT
HAVING TO OUTLAY ANYTHING UPFRONT



PERFORMANCE PERSONIFIED

Anuva's core objective is to grow wealth; yours and the companies we invest in, and provide consistent capital growth along with regular annual dividends. Since inception our fund has provided a handsome 50% total return on investment, and that excludes the Section 12J tax benefit of up to 45%.

These impressive returns can be attributed to a combination of agile investment strategies using Section 12J as a vehicle, the recent introduction of our unique loan facility, along with a diverse portfolio of cherry-picked assets. Investors can also look forward to extraordinary dividends

from time to time based on additional performance of the underlying companies.

Investors are paid an extra income as an extraordinary dividend when investment companies within the fund do particularly well, or if an underlying company is sold for a profit - the ultimate goal - thereby increasing share value and affording investors a bumper return, by way of an extraordinary dividend paid on exit.

The result: robust returns for our investors, extraordinary tax savings, job creation, growth and expansion of business, and a boost to the economy.

WHAT DO YOU GET?



Immediate tax saving of up to 45%



Robust performance on your investment



Diversification across your portfolio



Expert management

SHARE & TAX CERTIFICATE

TARGETED RETURNS



8% annual capital growth



Extra ordinary dividends from time to time, based on performance of underlying companies.



8% targeted dividend

REMARKABLE RETURNS



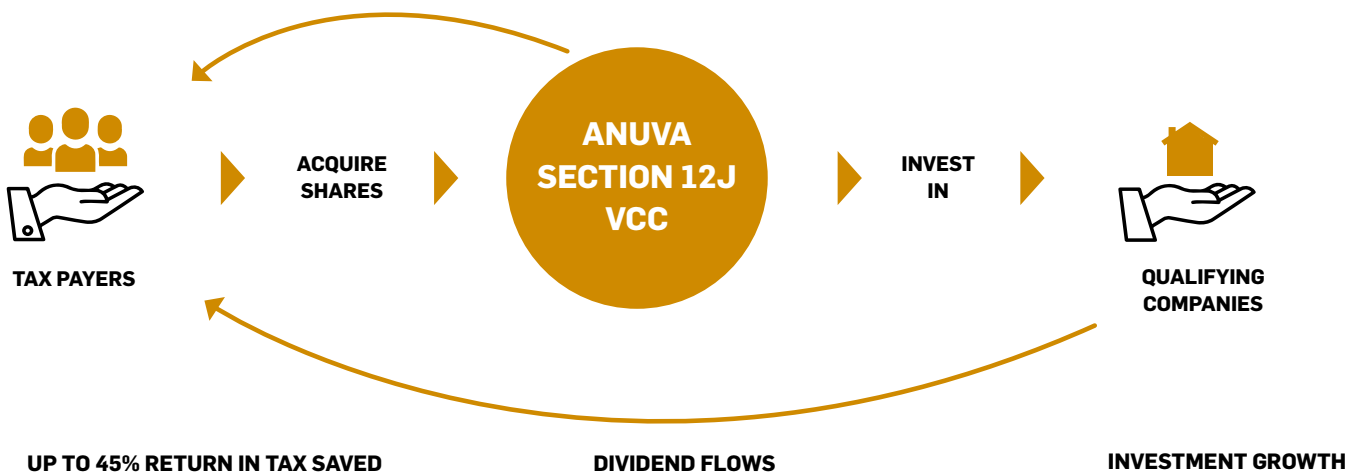
SARS SWEETENS THE DEAL

Section 12J specifically aims to help the growth of small and medium-sized businesses by increasing their access to equity finance. To attract investors into this typically under-funded sector, which is imperative for driving economic growth, SARS has

written Section 12J into the Tax Act, which offers taxpayers a 100% tax deduction in the year of investment if they invest in SMMEs by way of subscription of shares in a Section 12J Venture Capital Company.

The Section 12J tax incentive is ending on 30th June so this will be your last chance to benefit from this remarkable tax-saving opportunity.

SECTION 12J - A REMARKABLE INVESTMENT OPPORTUNITY



GET A 100% TAX DEDUCTION AND MAKE IT WORK



IMPRESSIVE GROWTH

The following impressive stats were achieved by our portfolio companies over the last 12 months. This growth is expected to significantly increase the share price in the coming year.

- *Nu-Mobile has seen massive growth, bolstering its monthly contract sign-up from 300 to 750 contracts in the last 12 months.*
- *Mastercare had an impressive increase in corporate sales of 50%.*
- *Cape Mohair increased sales of their socks from 63 500 to 142 700 units per month.*
- *Sexy Socks increased its revenue by 30%.*
- *Bidelta increased its revenue by approximately 34% since Anuva's investment.*

ABOUT YOUR INVESTMENT

Our Equity Fund's objective is to invest in high-margin companies that show strong potential for accelerated growth. The fund has invested into seven excellent companies to date. Here they are:



Established in 1974 as Early Bird, with more than 40 years as a proudly South African company, MasterCare is the leading name in home appliance repairs and maintenance. Their services encompass the installation, servicing and repair of home appliances. They also service the retail trade in and out of warranty period, providing end-user maintenance care plans, as well as value-added products to leading brands and retail chains.

ANUVA HAS A 69% STAKE IN MASTERCARE VALUED AT R36m

Anuva's key strategy for Mastercare

- Continue to improve customer satisfaction
 - Team up with leading companies
 - Expand services to other areas of the household
-

www.mastercare.co.za



Founded in 2008, NuMobile is a leading smartphone provider to low-income workers in South Africa. Their goal is to provide employees with the necessary smart mobile technology for effective communication with their employers and colleagues. NuMobile aims to offer employees reliable and affordable smartphones with the aid of their employer at no risk to the employer.

ANUVA HAS A 69% STAKE IN NUMOBILE VALUED AT R64m

Anuva key strategy for NuMobile

- Aggressively grow the client base with blue chip companies
- Expand on phone and laptop devices
- Grow the rental book from R120 Million to R360 Million

www.numobile.co.za



Mastercare Enterprises is a business that supplies medical orthopaedic and prosthetic products throughout South Africa. Their quality, custom-made range is fast making them a preferred supplier in their field. They specialise in orthopaedic bracing, bespoke manufacturing, prosthetic suspension technology, rehab/therapy products, compression/ support garments, icing and recovery products and foot orthotic technology.

ANUVA HAS A 49% STAKE IN MASTERCARE ENTERPRISES VALUED AT R4m

Anuva key strategy for Mastercare Enterprises

- Rebranding of the business
- Develop and roll out a national distribution model
- Establish and build out their own brand and expanding the portfolio to include a larger number of products used by medical professionals

www.mastercareenterprises.co.za



Anuva recently furthered its 46% stake in Cape Mohair Ltd to 69%. Established in 1991 and based in Cape Town, Cape Mohair is a proudly South African manufacturer of mohair socks. Their range includes medical, outdoor, workwear and leisure socks. Cape Mohair is proud to manufacture a product that is not just technologically advanced, but also creates jobs, supports local farming communities and treads lightly on the earth.

ANUVA HAS A 69% STAKE IN CAPE MOHAIR VALUED AT R22m

Anuva key strategy for Cape Mohair

- Secure overseas contracts for diabetic sock range
- Focus on socks where we have a competitive advantage to increase the overall gross profit margins
- Entrench products with leading local retailers

www.capemohair.co.za



ARA is a soap manufacturer on a quest to make traditional practices and medicine more accessible and current. The company has a unique approach – they use indigenous medicinal plants as key ingredient in their soap formula, which is specifically developed for South African skin. ARA’s current range of quality Imphepho soap products targets the local mass market, and they engage small-scale farmers to grow and become long-term suppliers of Imphepho.

ANUVA HAS A 4% STAKE IN ARA VALUED AT R1m

Anuva key strategy for ARA

- Secure product listings with national retailers
- Establish direct to consumer distribution

www.araindigenous.com



The Anuva Equity Fund is in a joint venture with Biodelta with the intention to convert to 10% equity. Biodelta operates as a contract manufacturing company. They develop and manufacture nutraceutical products such as capsules, tablets, powders, granules, effervescent sachets and tea. Biodelta serves the health and food industry. The company has recently extended its product range and manufacturing focus to deliver much-needed COVID-19 key products, such as virus test kits, three-layer surgical masks, sanitisers and immune booster supplements.

ANUVA HAS A 10% STAKE IN BIODELTA VALUED AT R10m

Anuva key strategy for Biodelta

- Build and expand on own brands
- Finalise the provisionally approved application of medicinal cannabis licence
- Improve business process to facilitate the expected growth in volumes

www.biodelta.net



SEXY SOCKS

Sexy Socks is a fashion sock brand famous for their fun socks made from bamboo – a great fibre, which is not only kinder to the environment, but it is also antibacterial, anti-odour, hypoallergenic, and soft. Recently they expanded their range to include premium combed cotton socks and Sexy Jocks, bringing the unmistakable Sexy Socks splash of fun to ordinarily dull wardrobe staples. Sexy Socks believes in doing good business and care is put into every aspect of production – from conceptualisation through to product design, yarn selection and businesses practices. Through their one-for-one model, the business donates a pair of school socks to a child in need for every pair of Sexy Socks sold.

ANUVA HAS A 10% STAKE IN SEXY SOCKS VALUED AT R1m

Anuva key strategy for Sexy Socks

- Team up with Cape Mohair to produce medical and diabetic socks for pharmacies
- Expand reach in Gauteng
- Build the Sexy Socks brand to a household name

www.buysexysocks.com

EXIT STRATEGY

There are a number of potential events which will have an impact on the future exit from this fund.

1. Listing

It is the intention of the directors of Anuva to list the Anuva Equity Fund as a Private Equity fund on the Johannesburg Stock Exchange, or comparable exchange. The timing of this listing will be dependent upon the economic circumstances being favourable for the listing of a Private Equity Company and, of course, the track record of the Anuva Equity Fund. This will undoubtedly be the most convenient option for investors to exit their investment as they can choose how many shares to sell, when and at what price.

2. If there is no Listing

Shareholders may exit by offering their shares to Anuva for repurchase. Shares will then be sold at the price determined by external valuation, subject to Anuva's ability to redeem shares for cash. Typically, small parcels of shares can be repurchased from within Anuva's cash resources, whereas the repurchase of larger volumes of shares can only be repurchased from the proceeds of fresh share subscriptions, or upon the exit from an underlying investment. Shareholders wishing to sell their shares should give the directors of Anuva as much lead time as possible, ideally six months.

3. Winding up of the Fund

The directors, acting on a resolution by the shareholders, may elect to wind up the fund by disposing of the underlying assets and paying the proceeds out to shareholders as a return of share capital. This will obviously be done at the appropriate time and in consultation with the Investment Committee and the Shareholders.

WHAT ARE THE FEES?

LOAN COSTS

All loans provided by Flyt 12J are priced as follows:



INTEREST RATE:
Prime + 0.5%



INITIATION FEE:
R1 000 excl VAT

12J MANAGEMENT FEES

| | INITIAL FEE | ANNUAL FEE | DIVIDEND |
|--------------------|--|------------|----------|
| C CLASS (INTEREST) | 2% (IF 5% DEPOSIT) 3% (IF 0% DEPOSIT) | 0% | 0% |
| A CLASS (EQUITY) | 0% | 2% | 20% |

GROW YOUR WEALTH



OFFER TO SUBSCRIBE FOR SHARES IN ANUVA INVESTMENTS LTD

This Information Memorandum is an invitation to subscribe for shares in The Anuva C Class – the Equity Fund of Anuva Investments Ltd – a registered venture capital company (VCC). The content of this Information Memorandum does not constitute, and should not be interpreted as investment, tax, legal, accounting or other advice.

ANUVA FAQs

• What is S12J and what is a Venture Capital Company?

“S12J” or “12J” is simply a short reference to Section 12J of the Income Tax Act 58 of 1962 (“The Act”). “Venture Capital Company” (or “VCC”) is the type of company that is dealt with within this section. The Act sets out what a Venture Capital Company is, how it must operate, and that investors who purchase shares are allowed to deduct 100% of their investment.

The Section 12J tax incentive is ending on 30 June so this will be your last chance to benefit from this remarkable tax-saving opportunity.

• What types of entities can invest?

Any individual, company or trust can make a 12J investment. Although there is no maximum limit to the value of investments, the 100% tax write off is limited to R2,5m per year for an individual and R5m per year for a company or trust.

• I am a salary earner (PAYE). How does my tax refund work?

Your employer will be deducting your tax each month (PAYE), which is paid directly to SARS. If you invest in our fund then your taxable income is reduced, and SARS will owe you a refund. For example: if you earn R100 000 per month (R1,2m per year), your annual tax is approx. R395 000. You will get out R1,2m less R395 000 = R805 000 p.a. after tax (about R67 000 per month). If you invest R1m into the fund, then your taxable income is reduced by R1m; i.e. it is now R200 000. Based on R200 000 income, your annual tax is now only R22 000, but you have in fact already paid R395 000! You will therefore get a refund of R395 000 less R22 000 = R373 000 (SARS will pay this back to you directly).

• I am self-employed (a Provisional Tax Payer). How does it work for me?

As a provisional tax payer you must pay provisional tax in August and February each year. By making a 12J investment, you reduce the income on which your tax is calculated by the value of your investment, and therefore reduce the tax payable. So by investing in 12J you legally avoid having to pay the tax (whereas a salaried earner will receive a refund).

• What happens if I sell my shares?

If you sell your shares in the first 5 years, you will owe SARS the full tax benefit that you received upfront. So whilst it is possible to sell, we strongly discourage this as you lose all the tax benefits.

• What is the difference between Anuva Investments and Anuva Private Equity?

An investment of over one million rand qualifies as an Anuva Investment, while an investment under one million rand along with all loan investments fall under Anuva Private Equity.

ABOUT ANUVA

Our team is dedicated to creating prosperity for investors and entrepreneurs. How? We enable tax payers to take advantage of the government's generous 12J tax break by investing in South Africa's promising entrepreneurs and businesses. It's our area of expertise.

For us, investing intelligently is not just a straightforward job. It's an art. It requires creative thinking, time, and the skills to effectively match investors with our various hand-selected funds and investment companies. That's why we have some of the best minds in the business on board to ensure every investor's unique needs are met.

THE TEAM

Our investment team works together as a cohesive unit to evaluate and support potential investments. We have former senior executives on our Investment Committee who provide key guidance in vetting investment opportunities, market knowledge and leadership experience, which supplements our competitive advantage.

They are also involved in assessing and monitoring our portfolio companies as board members and

ABOUT FLYT PROPERTY INVESTMENT

Flyt 12J (Pty) Ltd, a Flyt Property Investment subsidiary, is a registered credit provider and is Anuva's accredited loans provider for the Convertible Investment Loan product.

Flyt and Anuva Investments have a long-standing professional relationship spanning several projects and investments. Flyt's strong balance sheet and their understanding of Section 12J investments have positioned them as one of the leading providers of loans in the Section 12J industry.

providing suggestions on strategic and operational matters. We readily admit that it is impossible to cover all industry knowledge in-house.

Depending on the nature of our portfolio company's business, we select our industry experts based on their track record within the industry, strategic insights, available network and understanding of the dynamics of the industry.

"Our company story is about two tax practitioners, a fund manager and a few entrepreneurs who decided to take up Government's challenge to invest in the small to medium sized enterprise sector and get the tax breaks to invest in companies that could create jobs."

Neill Hobbs: CA, Senior Business Rescue Practitioner

BOARD MEMBERS



NEILL HOBBS
Chief Executive Officer

For the last 14 years, Neill has been a partner of Hobbs Sinclair where his skills have been utilised in building an accounting practice, specialising in tax structures.



ZANE DE DECKER
Chief Investment Officer: Properties

Zane has nearly two decades of technical and practical experience in the field, spanning property, asset and development management.



GREIG SINCLAIR
CA (SA)

Greig became a partner at Hobbs Sinclair in 2006, specialising in corporate structure, tax compliance, audit, financial and management accounting, tax and financial strategy.



ALAN GILLETT
Non Executive Director And Chairman
Of The Anuva Investments Board

Alan is Chairman of Synchron Markings (Pty) Ltd, Claremont Consolidated Investments (Pty) Ltd, Anuva Investments Ltd. and Trustee of the Synland Property Trust.

INVESTMENT COMMITTEE MEMBERS



MICHAEL HAINEBACH
Non Executive Director

Experienced entrepreneur and key individual of iTouch and ViaMedia.



KOBUS NELL
Non Executive Director

Kobus is the Managing Director of PKF Constantia Valley Cape Town. In being part of two international networks over the years, Kobus also has vast experience in cross border operations.



BRETT DAWSON
Investment Committee Member

Brett was the CEO of Dimension Data for a remarkable 12 years, taking the company through four major transitions, and he is a believer that technology is core to every business strategy.



BRITA KIRK
Investment Committee Member

Chartered Accountant (CA) SA. Brita has remained involved in several entrepreneurial business ventures over the past 15 years, both as an investor and advisor.

ANUVA PRIVATE EQUITY

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1st Floor Constantia Village Shopping Centre,
Constantia Main Road,
Constantia, 7806

PO Box 44764, Claremont, 7735

Andrew Friedmann

Head of Sales

(M) +27 (73) 530 6016

(E) andrewf@anuvainvestments.co.za

Smarter investing for smart people.

