

ASTRAL FOODS LIMITED
"Astral Foods"
(Reg. No. 1978/003194/06)
(Incorporated in the Republic of South Africa)
Share Code: ARL
ISIN Code: ZAE000029757

NOTICE IN TERMS OF SECTION 45(5) OF THE COMPANIES ACT, NO. 71 OF 2008 ("THE ACT")

This notice will be sent to all shareholders of Astral Foods as required by section 45 of the Act.

1. Shareholders should note that:

1.1 the board of directors of Astral Foods ("the board") has adopted a resolution in terms of section 45 of the Act authorising Astral Foods to provide financial assistance to any one or more wholly owned subsidiaries of Astral Foods.

1.2 the provision of financial assistance contemplated in paragraph 2.1 was approved by a special resolution of the shareholders of Astral Foods adopted on 14 February 2013.

2. In accordance with section 45 of the Act, the board is satisfied and acknowledges that (i) immediately after providing such financial assistance, Astral Foods will satisfy the solvency and liquidity test as referred to in section 45(3)(b)(i) of the Act, and that (ii) the terms under which such financial assistance is to be given are fair and reasonable to Astral Foods as referred to in section 45(3)(b)(ii) of the Act.

Pretoria
5 March 2013

Sponsor
JP Morgan Equities South Africa (Pty) Limited