

Public Announcement

UNDER REGULATION 24 OF THE CAPITAL MARKETS AND SECURITIES (SUBSTANTIAL ACQUISITIONS, TAKEOVERS AND MERGERS) REGULATIONS, 2006 (THE “REGULATIONS”)



SCANCEM INTERNATIONAL DA
(Incorporated in Norway)
(Registration Number 943 513 716)
("Scancem")

Conditional Voluntary Offer Results Announcement

Scancem International DA ("Scancem" or "Acquirer") refers to the announcement issued on 15 November 2023, advising of the acceptance by AfriSam Mauritius Holdings Limited of Scancem's Conditional Voluntary Offer to shareholders of Tanga Cement PLC ("Tanga Cement" or "Target Company") to acquire a single block of 43,504,403 ordinary shares in Tanga Cement pursuant to and in accordance with regulations 9(5), 9(6), 11(3), 15(4), 15(5) and the Fourth Schedule of the Regulations (hereafter referred to as the "Offer"), and to the announcement by Tanga Cement of the results of the vote of its shareholders regarding the Offer at the extraordinary general meeting held on 10 November 2023. Terms written with a capital letter in this announcement bear in the meaning ascribed to them in the announcement released by Scancem on 31 October 2023 regarding the Offer and the Offer Document referenced therein.

Scancem is pleased to advise that all the Conditions to the Offer have been satisfied and the Offer is now unconditional and will be implemented in accordance with its terms.

The results of the Offer are provided in the table below.

1. Results of Offer

1.1 Results of Offer

Particulars	Number of Shares
Total number of voting shares to which the Offer relates and:	
a) for which acceptances have been received, after having received the Offer Document in accordance with these Regulations	43,504,403
b) which the Acquirer and all persons acting in concert with it was holding at the time the Offer Document was issued in accordance with these Regulations	0
c) which have been agreed to be acquired during the offer period	43,504,403

d) the shareholding and voting structure of Tanga Cement subsequent to the Offer	As per 1.2 below
e) percentage of the relevant classes of share capital and percentages of voting rights represented by these numbers	As per 1.2 below

1.2 Schedule of shareholding of Tanga Cement subsequent to the Offer

Particulars	Number of Shares	% Shareholding	Class of Shares
Scancem International DA	43,504,403	68.33%	ordinary shares
Various minority shareholders	20,166,642	31.67%	ordinary shares
Total	63,671,045	100%	

About Scancem

Scancem is a Norwegian partnership company founded in 1986 and is located in Oslo, Norway, with registration number 943 513 716 and registered address c/o Heidelberg Materials Norway AS, Lilleakerveien 2A, 0283 Oslo, Norway. The partners are two Norwegian limited liability companies, both ultimately owned 100% by Heidelberg Materials. Scancem is part of the lumber and other construction materials merchant wholesalers industry and produces and distributes cement.