



**DLA Piper Advisory Services  
Proprietary Limited**  
Private Bag X17, Benmore 2010  
6th Floor, 61 Katherine Street  
Sandton 2196  
South Africa

**T** +27113020810  
**F** +27113020801  
**W** www.dlapiper.com

**Attn: The Directors,**  
Allied Electronics Corporation Limited  
Altron House  
4 Sherborne Road  
Parktown  
Gauteng  
2193

**Your reference**

Project Zeus

**Our reference**

SS/SS/422935/1  
UKM/106128667.1

28 October 2020

Dear Sirs

## CONSENT LETTER

Allied Electronics Corporation Limited, (“**Altron**” or “**the Company**”) is issuing a circular on or about 2 November 2020 (“**Circular**”) in respect of its proposed separation of Bytes Technology Limited (“**Bytes UK**”) from Altron (the “**Demerger**”).

The Demerger will be implemented by way of:

- (i) the disposal by Altron of all its shares in Bytes UK, constituting a Category 1 transaction in terms of the JSE Listings Requirements and the disposal of the greater part of the assets of Altron in terms of section 112 of the Companies Act, to the newly established Bytes Technology Group plc (“**Bytes UK HoldCo**”) in consideration for Convertible Notes issued by Bytes UK HoldCo;
- (ii) the subsequent distribution in specie of the beneficial interest in approximately 91% of the Convertible Notes to Altron shareholders;
- (iii) the offer of new shares in Bytes UK Holdco to selected investors in the UK;
- (iv) the primary listing of all the shares in Bytes UK Holdco on the main market of the LSE and secondary inward listing of all the shares in Bytes UK HoldCo on the JSE (the “**Listing**”); and
- (v) the redemption of a portion of the Convertible Notes at the Listing price and the conversion of the balance of the Convertible Notes into new Bytes UK HoldCo shares.

DLA Piper Advisory Services Proprietary Limited, in its capacity as South African Legal and Tax Advisor to the Company, hereby consents to its name being stated and to the references thereto in the form and context in which it appears in the Circular.

Such consent will not be withdrawn prior to the issue of the Circular.

**DLA Piper Advisory Services  
Proprietary Limited** is a private limited liability company registered in South Africa (registration number 2015/222271/07, Directors PG Bradshaw, ML du Preez, NA Goldberg, JP Gouws, P Jani, MB Jefferson, AG Lewis, JL MacDonald, W Makadam, DB Messerschmidt, JS Pennington, WJ Rysbergen, J Simpson, KL Simpson, M van der Walt, N van Dyk & MF Whitaker) which is part of DLA Piper, a global law firm operating through various separate and distinct legal entities. Its registered office and principal place of business is at 61 Katherine Street, Sandton 2196, Johannesburg, South Africa.

A list of offices and regulatory information can be found at [www.dlapiper.com](http://www.dlapiper.com).



Yours faithfully

A handwritten signature in black ink, consisting of several loops and a long horizontal stroke extending to the right.

**PETER BRADSHAW**  
**Director, Corporate Location Head**  
**DLA PIPER ADVISORY SERVICES PROPRIETARY LIMITED**

peter.bradshaw@dlapiper.com  
**For and on behalf of DLA Piper Advisory Services Proprietary Limited**