

# SHARE APPLICATION FORM



## VISUAL INTERNATIONAL HOLDINGS LIMITED

(Formerly Presto Financing Proprietary Limited) (Incorporated in the Republic of South Africa)  
(Registration number 2006/030975/06) ("the Company" or "Visual")  
ISIN Code: ZAE000187407 Share code: VIS

### APPLICATION FORM IN RESPECT OF THE OFFER BY VISUAL OF 66 000 000 ORDINARY SHARES OF 50 CENTS EACH

All monies received will be held in trust by Prescient Wealth Management and will not be released to the company until the Prospectus, to be issued in due course, has been issued and the company listed on the Johannesburg Stock Exchange.

This application form must be printed, completed and signed, and should be:

A) scanned and forwarded by e-mail to: *Hayley.havenga@prescient.co.za*

**OR**

B) fax to Hayley on: 086 577 6759

**OR**

B) post or deliver by hand to the following address:

**Visual Subscription**, c/o Prescient Wealth Management

2nd Floor, Madison House, Alphen Business Park, Main Road, Constantia, 7806, RSA

To be received by 12:00 on Friday, 28th March 2014. Applications are subject to the terms set out below.

**If applying in your personal capacity please complete Block A1 only;**

**if you are applying in the name of a Company or Trust please complete Block A2 only.**

**If you wish to apply in both your personal capacity *and* in the name of a Company or Trust, you must complete a separate form for each.**

#### BLOCK A1: PERSONAL DETAILS

Surname of applicant:	
First names of applicant:	
Identity number of applicant:	

Complete only one of these blocks

#### BLOCK A2: COMPANY / TRUST DETAILS

Company name / Trust name:	
Company or Trust registration no.:	
Registered office address including postal code:	

#### BLOCK A3: CONTACT DETAILS

Postal address (preferably a PO Box) including postal code:	
Contact name:	
Telephone number and dialling code:	
Cell phone number:	
Fax number and dialling code:	
E-mail address:	
Former resident or non-resident of South Africa:	

**BLOCK B: APPLICATION FOR VISUAL ORDINARY SHARES**

	Column 1 Number of Visual ordinary shares applied for (must be a whole number with a multiple of 100). NB Minimum purchase of of 10 000 shares.	Column 2 Rand value of total number of ordinary shares applied for
Amount applied for:		
Name of Financial Advisor or Introducer:		

Please make payment to the following account for the full Rand value  
as per Column 2 above to this bank account:

Visual International  
Investec Bank Limited  
Account number: 50007669908  
Branch code: 58 01 05  
Reference: Surname of applicant

This form should be accompanied by a Proof of Payment where possible.

All Visual shares allotted to applicants will be registered in the name and at the address listed above.

**BLOCK C: APPLICATION FOR VISUAL ORDINARY SHARES AT A PRICE OF 50 cents EACH  
(CREDITED AS FULLY PAID) ("VISUAL ORDINARY SHARES")**

To:	The Directors of Visual
I, the undersigned, warrant that I have full legal capacity to contract on behalf of the applicant stated in Block A1 or Block A2 above ("the applicant"). On behalf of the applicant, I hereby irrevocably subscribe for the number of Visual ordinary shares stated in column 1 of Block B above at the price stated in column 2 of Block B above, or any lesser number of Visual ordinary shares that may be allocated to the applicant in the manner set out in paragraph 2.3.2 of the Company's Prospectus which is expected to be issued during the first quarter of 2014. Where a lesser number of Visual ordinary shares are allocated to the applicant, I hereby agree that the relevant amount payable by the applicant in terms of column 3 of Block B above will be reduced pro-rata to the lesser number of Visual ordinary shares allocated. I acknowledge that, on acceptance by Visual of the above Offer, a binding subscription for Visual ordinary shares allocated to the applicant will be subject to the terms and conditions set out below.	
Full name:	
Capacity:	
<b>Signature:</b>	
Date:	

**BLOCK D: DETAILS OF CSDP OR BROKER (To be completed and stamped by the CSDP or broker)**

Name of CSDP or broker:	
Name of account holder:	
Account number:	

**In the event that Block D is not completed, applicants will be issued a share allocation advice that will be posted to the address set out in Block A3 above. In accordance with the FMA, share certificates may not be issued and applications must be made for dematerialised shares.**

## TERMS OF THE APPLICATION

1. Applications under this form are irrevocable and may not be withdrawn once submitted.
2. Applicants should consult their professional advisers in case of doubt as to the correct completion of this application form.
3. All alterations on this application form must be authenticated by a full signature. All applications must be made without any conditions stated by applicants.
4. The name of the applicant may be changed to a nominee holder acceptable to Visual, provided that the applicant remains responsible for the obligations of its nominee.
5. Visual reserves the right to refuse any application in whole or in part, or to accept some applications in full and others in part, or to reduce all or any application on the basis determined by it.
6. Payment in respect of Visual ordinary shares allocated to the applicant must be made by cheque made payable to VISUAL ISSUE and must accompany this application form or alternatively payment must be made by way of electronic transfer to the stipulated bank account.
7. If the Offer to subscribe for the Visual ordinary shares is accepted in whole or in part then the resultant subscription is subject to the conditions referred to in section 2 of the Prospectus to be issued in due course.
8. The subscription and allotment of the Visual ordinary shares will be subject to the terms and conditions stated in the Prospectus to be issued in due course.
9. If the instructions set out in this application form and the Prospectus, to be issued in due course, are not fully complied with, the Company reserves the right to accept such applications in whole or in part at its discretion.
10. No receipts will be issued for documents lodged unless specifically requested. In compliance with the requirements of the JSE, lodging agents are requested to prepare special transaction receipts, if required. Signatories may be called upon for evidence of their authority or capacity to sign this application form.
11. If this application form is signed under a power of attorney, then such power of attorney or a notarially certified copy thereof must be sent with this application form for noting (unless it has already been noted by Link Market Services). This does not apply in the event of this application form bearing a JSE broker's stamp.
12. The formal application form will be contained in the Prospectus, to be issued in due course, and the CIPC registration will only be done after the JSE has approved the Prospectus .