

COGNITION HOLDINGS LIMITED
Incorporated in the Republic of South Africa
(Registration number 1997/010640/06)
Share code: CGN ISIN: ZAE000197042
("Cognition" or "the Company")

**CHANGE STATEMENT, NOTICE OF ANNUAL GENERAL MEETING AND AVAILABILITY OF
B-BBEE ANNUAL COMPLIANCE REPORT**

1. CHANGE STATEMENT

Shareholders are advised that the integrated annual report for the year ended 30 June 2020 was distributed to shareholders on 30 September 2020 and is also available on the Company's website, https://www.cgn.co.za/pages/display/annual_results. The integrated annual report contains no modifications to the reviewed preliminary condensed consolidated results for the year ended 30 June 2020 ("Reviewed Results") published on SENS on 18 September 2020, other than those detailed below:

1. On the statement of Financial Position the Retained Earnings and Non-controlling Interest differ due to an allocation error.

	Reviewed Results	Integrated Annual Report	Difference
	R	R	R
Retained Income	66 101 544	69 703 426	(3 601 882)
Non-controlling interest	21 493 151	17 891 269	3 601 882
Total Equity	<u>87 594 695</u>	<u>87 594 695</u>	-

The allocation error noted above had no impact on the statement of profit and loss and other comprehensive income for the period, earnings per share and headline earnings per share.

2. NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the annual general meeting of shareholders of Cognition will be held entirely via a remote interactive electronic platform, Microsoft Teams, at 10:00 on Friday, 27 November 2020 to transact the business stated in the notice of the annual general meeting, which is contained in the integrated annual report.

The board of directors of the Company determined that, in terms of section 62(3)(a), as read with section 59 of the Companies Act, 2008 (Act 71 of 2008), as amended, the record date for the purposes of determining which shareholders of the Company are entitled to participate in and vote at the annual general meeting is Friday, 20 November 2020. Accordingly, the last day to trade Cognition shares in order to be recorded in the register to be entitled to vote will be Tuesday, 17 November 2020.

3. AVAILABILITY OF B-BBEE ANNUAL COMPLIANCE REPORT

Shareholders are hereby notified that in accordance with the Listings Requirements of JSE Limited, the Company's compliance report in terms of section 13G(2) of the Broad-Based Black Economic Empowerment Act, 2003 (Act 53 of 2003) read with the Broad-Based Black Economic Empowerment Act, 2013 (Act 46 of 2013), is available on the Company's website, <http://www.cgn.co.za/pages/display/bbbee>.

Johannesburg
30 September 2020

Sponsor
Merchantec Capital