

# RICHEMONT

**PRESS RELEASE FOR IMMEDIATE RELEASE EXCEPT AS SPECIFIED ON PAGE 5  
9 OCTOBER 2008**

## **RICHEMONT RESTRUCTURING APPROVED**

The necessary PC-holder and shareholder approvals having been obtained at meetings held on 8 and 9 October respectively, Compagnie Financière Richemont SA ("CFR") and Richemont SA ("RSA") will proceed with the restructuring of their businesses to create a focused luxury goods business and a separately-listed investment vehicle, as previously announced. The restructuring will result in the distribution of 90 per cent of Richemont's interest in British American Tobacco plc ("BAT") to its shareholders.

### **Key elements of the restructuring**

- Richemont units, comprising shares issued by CFR and PCs issued by RSA, will be de-twinned on 20 October 2008 to create two separate entities:
  - CFR will become a focused luxury goods business, holding all of Richemont's luxury assets; it will continue to be headquartered in Geneva and listed on SIX Swiss Exchange; it is expected to remain in the blue-chip SMI index of leading Swiss stocks;
  - RSA will be converted into a Luxembourg investment vehicle listed on the Luxembourg Stock Exchange, to be renamed Reinet Investments SCA ("Reinet"), which will focus on long term capital growth; the existing PCs issued by RSA will simultaneously be converted into ordinary shares in Reinet;
  - Trading of the de-twinned CFR shares and new Reinet shares will commence on 21 October 2008 on SWX Europe and the Luxembourg Stock Exchange, respectively.
- On 3 November 2008, 90 per cent of Richemont's interest in BAT, being some 351 million shares representing approximately 17.6 per cent of the ordinary capital of BAT, will be distributed to Reinet shareholders on the cancellation of approximately 86.3% of the share capital of Reinet; the remaining 10 per cent of Richemont's interest in BAT, some 39 million shares being 1.9 per cent of the ordinary capital of BAT, will be retained in Reinet; a further 1.1 per cent of the ordinary capital of BAT (some 21 million shares) will be contributed by Remgro on the same terms in exchange for Reinet Depositary Receipts ("Reinet DRs") for distribution to its shareholders; at this point, Reinet will hold some 60 million BAT shares and approximately €407 million of cash and other investments;
- Reinet will subsequently launch a rights issue whereby shareholders can subscribe for Reinet shares using BAT shares. It is expected that shareholders will be able to subscribe for four new Reinet shares for every five Reinet shares held; the precise terms of the rights issue, including its size and the subscription exchange ratio, will be determined immediately prior to its launch. Rupert family interests have committed to underwrite the entire rights issue and, through a subsequent placing of Reinet shares at NAV per share, will be able to contribute into Reinet any remaining BAT shares that they hold; and
- Richemont DRs will be separated into CFR DRs and Reinet DRs. Richemont DR holders will also participate in the restructuring and receive BAT shares. Linked to this and pursuant to an undertaking given by BAT in February 2007, BAT has committed to seek to obtain a secondary listing of its shares on the stock exchange in Johannesburg (the "JSE"). It is expected that this listing will become effective by 28 October 2008.

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## **Impact of the restructuring on unitholders**

Each Richemont 'A' unit currently listed on SIX Swiss Exchange comprises one 'A' share issued by CFR and one PC issued by RSA.

For every 1 000 Richemont 'A' units held an investor will hold on 21 October 2008:

- 1 000 'A' shares in CFR, a focused luxury goods vehicle listed on SIX Swiss Exchange; and
- 1 000 ordinary shares in Reinet, an investment vehicle listed on the Luxembourg Stock Exchange.

On 3 November 2008, Reinet will distribute 90% of its BAT shares to its shareholders on the cancellation of approximately 86.3% of the ordinary shares in Reinet. On 10 November 2008, Reinet will issue warrants to its shareholders with one warrant issued in respect of each ordinary share outstanding; it is expected that five warrants will be required to subscribe for four new shares.

After the launch of the rights issue on 10 November 2008 and prior to its conclusion, for every 1 000 Richemont 'A' units previously held, an investor will therefore have:

- 1 000 'A' shares in CFR;
- 137 ordinary shares in Reinet;
- 611 shares in BAT; and
- 137 warrants to subscribe for 110 new ordinary shares in Reinet.

An investor will be able either to exercise the warrants by subscribing for new ordinary shares in Reinet by contributing BAT shares at a subscription exchange ratio to be determined just prior to the launch date on 10 November 2008 or to sell the warrants on the Luxembourg Stock Exchange.

The subscription exchange ratio will be determined by reference to the prevailing market prices of BAT and Reinet shares and is expected to reflect a 5-10 per cent discount to the theoretical ex-rights price ("TERP") of Reinet shares which itself is expected to reflect a discount to the net asset value per share. This subscription exchange ratio will be announced immediately prior to the issue of the warrants.

Richemont DRs trade in the ratio of 10 DRs to every Richemont 'A' unit. Following the reconstruction, 10 CFR DRs will equal one CFR 'A' share and 10 Reinet DRs will equal one Reinet share.

Richemont DRs are currently classified as domestic dual listed securities in the hands of South African investors. The same dispensation will extend to the Reinet DRs and the new CFR DRs. Consequently no ownership restrictions will apply to CFR DRs and Reinet DRs and, in particular, the holding of such DRs will not be marked against a South African investor's foreign portfolio allowance and prudential limits for institutional holders will not apply. A derivative of the warrants, "warrant receipts", will be tradable on the JSE and a facility will be established for the conversion of the warrants into South African warrant receipts, and vice versa.

Fractional entitlements will be dealt with according to market practice by the relevant settlement systems and/or financial intermediaries. The numbers in the example of the impact of the restructuring on 1 000 Richemont 'A' units have been rounded for presentational purposes.

## Richemont unit buyback programme

On 22 May 2008, Richemont announced a programme to acquire through the market up to 10 000 000 Richemont 'A' units. As a consequence of the reconstruction, the buyback programme will relate in future solely to CFR 'A' shares.

This and previous buyback programmes have been implemented by Richemont to purchase units to hedge obligations to employees arising in connection with the Group's long-term incentive schemes. As a consequence of the restructuring, non-vested options over Richemont 'A' units granted to employees under such schemes will be converted into options solely over CFR 'A' shares. In consequence, Richemont Employee Benefits Limited, an affiliate of CFR, will acquire up to 3 000 000 'A' shares through the market, as part of the previously announced programme, to hedge its obligations to employees.

As the first phase of the restructuring will be effective on 20 October 2008 during a 'closed period' for unit/share dealing established by the Group prior to the announcement of interim results in November 2008, Richemont Employee Benefits Limited has given instructions, prior to the commencement of the closed period, to a bank to acquire such CFR 'A' shares in the market following, and conditional upon, the implementation of the restructuring.

## Expected timetable of key dates for unitholders

Step/Event	Date
Publication of Reinet listing prospectus	10 October
Reconstruction of Richemont:	
• De-twinning of Richemont units effective	20 October
• Luxury split on cancellation of CFR's interest in RSA	20 October
• RSA converted into Reinet and PCs converted into Reinet shares	20 October
• Investors receive new Reinet shares and de-twinned CFR shares in SIS accounts	21 October
• Separate listings of CFR and Reinet effective	21 October
Distribution of BAT shares:	
• Reinet shares will trade "ex-entitlement" to the distribution of BAT shares from	28 October
• Distribution of BAT shares to Reinet shareholders pursuant to a partial capital reduction of Reinet	3 November
Rights offering of Reinet	
• Publication of the rights offering prospectus	7 November
• Issue of nil-paid warrants	10 November
• Trading period for warrants	10-28 November
• Practical end of exercise period	3 December
• Auction for unexercised warrants	8 December
• Capital increase effective	10 December
Final effective date for optional placing of Reinet	12 December

The implementation of the restructuring remains subject to the formal approval of the listing of Reinet shares and Reinet DRs on the Luxembourg and Johannesburg stock exchanges, respectively.



## **Limitations of this announcement**

**This announcement is not intended for distribution to, or use by any person or entity in any jurisdiction or country where such distribution or use would be contrary to local law or regulations.**

**This announcement does not constitute nor does it form part of any offer or invitation to buy, sell, exchange or otherwise dispose of, or issue, or any solicitation of any offer to sell or issue, exchange or otherwise dispose of, buy or subscribe for, any securities, nor does it constitute investment, legal, tax, accountancy or other advice or a recommendation with respect to such securities, nor does it constitute the solicitation of any vote or approval in any jurisdiction, nor shall there be any offer or sale of securities in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the applicable securities laws of any such jurisdiction (or under exemption from such requirements).**

**In particular, the information contained herein does not constitute an offer of securities for sale in the United States. None of the securities described or directly or indirectly referred to in this announcement have been and nor will they be registered under the US Securities Act of 1933, as amended (the "Securities Act"). Such securities may not be offered or sold in the United States or to, or for the account or benefit of, US persons (as such terms are defined in Regulation S under the Securities Act) unless registered under the Securities Act or pursuant to an exemption from such registration. If and to the extent that any such securities may be deemed to be offered or sold as a result of the transactions described in this announcement, such securities are being offered and sold only to persons in offshore transactions outside the United States in accordance with Regulation S under the Securities Act.**

**This announcement has not been and may not be disseminated or distributed by any person in the United States or to US persons.**

## **Switzerland**

Neither Reinet Investments SCA nor Reinet Fund SCA, FIS have been approved by the Swiss Federal Banking Commission as a foreign collective investment scheme pursuant to Article 120 of the Swiss Collective Investment Schemes Act of 23 June 2006.

## **Professional advice**

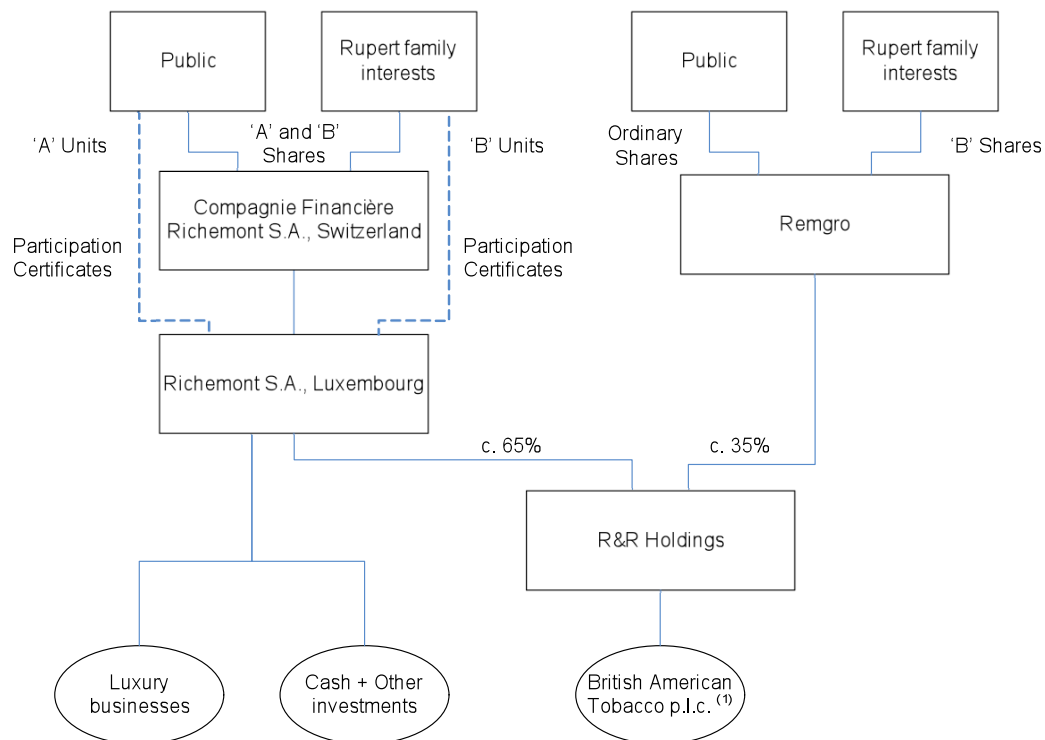
The terms of the reconstruction are complex, involving steps in a number of jurisdictions. Holders of Richemont units and DRs are therefore advised to contact their professional advisors for advice on fiscal, legal and investment matters.

## **Forward looking statements**

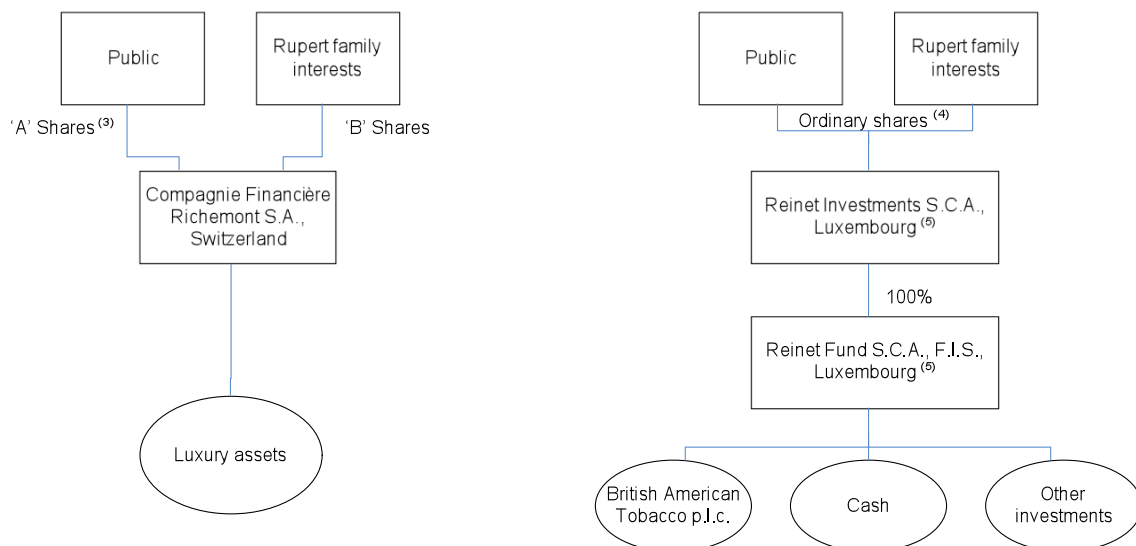
This announcement includes forward-looking statements that are subject to risks and uncertainties, including those pertaining to the anticipated benefits to be realised from the proposals described herein. This announcement contains a number of forward-looking statements including, in particular, statements about future events, future financial performance, plans, strategies, expectations, prospects, competitive environment, regulation and supply and demand. Forward-looking statements include all statements that are not historical facts and can be identified by the use of forward-looking terminology such as the words "may", "will", "expect", "anticipate", "believe", "estimate", "plan", "intend" and similar expressions or the negative of these terms or similar expressions in this announcement. The management of Richemont has based these forward-looking statements on its views with respect to future events and financial performance. Actual financial performance of the entities described herein could differ materially from that projected in the forward-looking statements due to the inherent uncertainty of estimates, forecasts and projections, and financial performance may be better or worse than anticipated. Given these uncertainties, readers should not put undue reliance on any forward-looking statements. Forward-looking statements represent estimates and assumptions only as of the date that they were made. The information contained in this announcement is subject to change without notice and Richemont does not undertake any duty to update the forward-looking statements, and the estimates and assumptions associated with them, except to the extent required by applicable laws and regulations

## Appendix 1

### Current Group structure



### Group structure after the restructuring<sup>2</sup>



<sup>1</sup> The holding in British American Tobacco plc represents currently approximately 30 per cent of the ordinary capital of BAT.

<sup>2</sup> Remgro Limited is not depicted in the chart. Its shareholders will also be shareholders of Reinet Investments SCA and former Richeмонт Unitholders and Remgro shareholders will also hold directly, in aggregate, a significant minority interest in British American Tobacco plc.

<sup>3</sup> CFR 'A' shares are listed on SIX Swiss Exchange.

<sup>4</sup> Reinet Investments SCA ordinary shares will be listed on the Luxembourg Stock Exchange.

<sup>5</sup> The managing partners of Reinet Investments SCA and Reinet Fund SCA, FIS will each hold a small number of management shares.

## Appendix 2

### **CFR after the restructuring**

Following the first phase of the restructuring, CFR will be a focused luxury goods company headquartered in Geneva, Switzerland. CFR's strategy and management of its luxury goods business will not be affected by the restructuring. The Board of RSA has functioned as the Group's management board. As a consequence of the restructuring, a management committee of Richemont will be re-established within CFR.

The existing 'A' bearer and 'B' registered share classes of CFR will be maintained. The 'A' bearer shares of CFR will continue to be traded on the EU-regulated segment of SWX Europe and the 'B' registered shares of CFR will continue to be held by Rupert family interests.

Richemont currently accounts for its interest in BAT as an associated company. Following the restructuring, CFR's consolidated sales and operating profit will therefore not be impacted by the proposals. Net income, however, will be reduced by the elimination of the equity accounted contribution from BAT. The Group's cash flow will be solely that generated by its luxury operations (and related net financial income); post restructuring, CFR will no longer receive any dividends from BAT.

## Appendix 3

### Key characteristics of Reinet

Reinet will have the following key attributes:

- Reinet Investments SCA will be a securitisation vehicle incorporated in Luxembourg with its shares listed on the Luxembourg Stock Exchange. Its investment policy will be to invest into its sole subsidiary, Reinet Fund SCA, FIS, which will be a Luxembourg-registered specialised investment fund;
- Reinet Fund's investment objective will be long term capital growth. The Fund intends, over time, to diversify the portfolio of assets in which it invests and will not have any restrictions on the classes of assets in which it may invest. It is expected that any investments in luxury goods businesses will be made through CFR;
- Reinet Investments and Reinet Fund will both be incorporated in Luxembourg as partnerships limited by shares ('Sociétés en Commandite par Actions');
- The respective Managing Partners ('Actionnaires Commandités'), Reinet Investments Manager SA and Reinet Fund Manager SA, will be limited liability companies incorporated in Luxembourg and controlled by Rupert family interests. Both managing partners will be chaired by Mr Johann Rupert, who will also remain as Executive Chairman of CFR;
- As a consequence of the limited partnership status of Reinet Investments, the ordinary shareholders of Reinet will have limited voting rights. However, a 'Board of Overseers' will be appointed to supervise Reinet Manager and Reinet Fund Manager, which will also act as the audit committee of Reinet Investments and Reinet Fund. The following have been appointed to be the initial members of the Board of Overseers:

Mr Yves-André Istel	Senior Advisor to Rothschild Inc.
Mr Ruggero Magnoni	former Vice Chairman of Lehman Brothers Inc.
Mr Alan Quasha	Chairman of Quadrant Management Inc.
Mr Jürgen Schrempp	Non-Executive Chairman of Mercedes-Benz, South Africa and former Chairman of the Management Board of DaimlerChrysler AG

- The Boards of Reinet Investments Manager SA and Reinet Fund Manager SA will initially comprise:

#### Reinet Investments Manager SA

Mr Johann Rupert	Chairman of CFR and Remgro
Mr Eloy Michotte	Corporate Finance Director of Richemont
Mr Jo' Schwenke	Managing Director of Business Partners Limited
Mr Alan Grieve	Corporate Affairs Director of Richemont

#### Reinet Fund Manager SA

Mr Johann Rupert	(see above)
Mr Eloy Michotte	(see above)
Mr Jo' Schwenke	(see above)
Mr Alan Grieve	(see above)
Mr Kurt Nauer	Treasury Manager of RSA



- Reinet Fund Manager will be advised by Reinet Investment Advisors Limited (the “Investment Advisor”), which will also be controlled by Rupert family interests;
- The Board of the Investment Advisor will initially comprise:
 

Mr Johann Rupert	(see above)
Mr Jason Eaglestone	Finance Director of Richemont's venture capital interests
Mr Frank Vivier	Chief Investment Officer of Richemont's venture capital interests
Mr Ian Crosby	Non-executive director
Mr Niall McCallum	Non-executive director
- The Investment Advisor will establish a team of experienced investment managers with strong investment records, focusing on long term capital growth, in due course;
- Any dividends declared from income generated from the listed and unlisted investments held by Reinet Fund may be paid to Reinet Investments and Reinet Investments will remit such dividends in full to its shareholders and DR holders after deduction of its own operating expenses. Under current law and practice, dividends will be paid free of withholding taxes by Reinet Investments to its shareholders and DR holders;
- A management fee will be payable annually to the Investment Advisor calculated as 1 per cent of the NAV of Reinet Fund adjusted for corporate net indebtedness of Reinet Investments SCA outside Reinet Fund (if any) in respect of investments other than (i) cash, which will attract a fee of 0.25 per cent, and (ii) third-party managed assets, on which no management fee will be payable. No management fee will be charged for the period until 31 March 2009;
- In addition, the Investment Advisor will be entitled to receive a performance fee from Reinet Fund equal to 10 per cent of the cumulative total shareholder return from the date of formation; cumulative total shareholder return will comprise share price appreciation and distributions to shareholders. The first period for calculation of the performance fee will run until 31 March 2011 – subsequent calculation periods will be in line with financial years of Reinet;
- Costs incurred by Reinet Investments Manager SA and Reinet Fund Manager SA will be reimbursed by Reinet Investments and Reinet Fund, respectively; the amount of the management fee payable to the Investment Advisor will, however, be reduced by any cost reimbursements made by Reinet Fund to Reinet Fund Manager;
- The impact of the three phases of the restructuring on Reinet will be as follows:

Step 1: Reconstruction of Richemont

Reinet Investments is established with 574.2 million shares. Initial assets will comprise approximately 390.0 million BAT shares and approximately €407 million in cash and other assets of which it is expected that some €351 million will be in cash and some €55 million will be in the form of other investments.

Step 2a: Distribution of BAT shares

Approximately 351.0 million BAT shares, representing 90% of Reinet’s interest in BAT, are distributed to shareholders. As a result the number of Reinet shares outstanding will be approximately 78.6 million.

Step 2b: Capital increase in Reinet to be subscribed for by Remgro

10% of Remgro's interest in BAT (being some 21.4 million BAT shares) is contributed to Reinet in exchange for approximately 30.3 million new Reinet shares, bringing the total number of Reinet shares outstanding to approximately 108.9 million. The new Reinet shares will be distributed to Remgro shareholders in the form of Reinet DRs. As a result of step 2, Reinet will own approximately 3.0 per cent of the ordinary capital of BAT.

Step 3a: Reinet rights issue

In total approximately 108.9 million nil-paid warrants will be issued to subscribe for an expected total of approximately 87.1 million new shares of Reinet, bringing the total number of Reinet shares to approximately 195.9 million. The Board of Overseers and the underwriters will set the precise size of the rights issue and the subscription exchange ratio, which will determine the number of BAT shares that will be contributed to Reinet through the rights issue, immediately prior to the commencement of the rights issue. The rights issue will be fully underwritten by Rupert family interests.

Step 3b: Optional placing of Reinet shares

The placing of additional new Reinet shares with the Rupert family interests will be at NAV per share pro forma for the rights issue. The placing will be at their option and will, if exercised, result in a minimum of 5.0 million new Reinet shares and a maximum number of new Reinet shares to be determined by reference to the remaining total number of BAT shares held by the Rupert family interests following the rights issue. The exchange ratio for the placing will be determined and announced at the same time as the subscription exchange ratio for the rights issue. The placing will ensure that Rupert family interests will be in a position to contribute all of their remaining BAT shares into Reinet on a basis which is expected to be value neutral to other shareholders.

## Appendix 4

### Detailed settlement timetable for dealings in Richemont units, CFR shares and Reinet shares

Although the clearing and settlement systems have agreed to certain procedures to facilitate the settlement of the transactions described below and the trading of the relevant securities among their participants, they are under no obligation to perform or to continue to perform these procedures, and these procedures may be discontinued at any time. None of CFR, Reinet or any of their respective affiliates or agents will have any responsibility for the performance by the clearing and settlement systems or their respective participants of their obligations under the rules and procedures governing their operations.

	2008
Conversion of Richemont units into Richemont DRs and Richemont DRs into Richemont units blocked from	Monday 13 October
Last day for trading of CFR “A” units <u>with settlement in CFR “A” units</u>	Wednesday 15 October
First day for trading of CFR “A” units <u>with settlement in de-twinned CFR “A” shares and new Reinet shares</u>	Thursday 16 October
Effective date of the reconstruction	Monday 20 October (after close of business)
Listing of CFR shares in de-twinned form on SIX Swiss Exchange	Tuesday 21 October
Listing of Reinet shares on the Luxembourg Stock Exchange	Tuesday 21 October
Investors receive new Reinet shares and de-twinned CFR shares in SIS accounts	Tuesday 21 October
Last day to trade Reinet shares "cum-entitlement" to distribution of BAT shares	Monday 27 October
First day to trade Reinet shares “ex-entitlement” to distribution of BAT shares	Tuesday 28 October
SHAREHOLDERS SHOULD NOT SELL MORE THAN THEIR POST-CAPITAL REDUCTION ENTITLEMENTS TO REINET SHARES, WHICH WILL BE EQUAL TO APPROXIMATELY 13.7% OF THEIR ‘PRE CAPITAL REDUCTION’ HOLDINGS	
Conversion of Reinet shares into Reinet DRs and Reinet DRs into Reinet shares blocked from	Tuesday 28 October to Monday 3 November (inclusive)
Record date for distribution of BAT shares in relation to Reinet capital reduction	Thursday 30 October
Effective date of Reinet capital reduction and distribution of BAT shares	Monday 3 November
CREST accounts credited with BAT shares and despatch of BAT share certificates	Monday/Tuesday 3 - 4 November

Conversion of Reinet shares into Reinet DRs and Reinet DRs into Reinet shares blocked	Thursday 6 November and Friday 7 November
Publication of the rights offering prospectus	Friday 7 November
Record date for Reinet shareholders with respect to warrants entitlement	Friday 7 November
Warrants commence trading on the Luxembourg Stock Exchange	Monday 10 November
First day of warrants exercise period	Monday 10 November
Conversion of warrants into warrant receipts and warrant receipts into warrants blocked from	Thursday 27 November
Last day to trade warrants on the Luxembourg Stock Exchange	Friday 28 November
Last practicable day of warrants exercise period in respect of dematerialised warrants	Wednesday 3 December
Last day of warrants exercise period	Friday 5 December
Auction of unexercised warrants on the Luxembourg Stock Exchange	Monday 8 December
Settlement date for new Reinet shares	Wednesday 10 December

Note: The timetable above and the dates shown elsewhere in this announcement may be subject to change as a result of events outside Richemont's or Reinet's control which may delay or affect the timing of certain events. Richemont or, where relevant, Reinet will issue a public notice in the event that any change is made to the above timetable.

## Appendix 5

### Detailed settlement timetable for dealings in Richemont DRs, CFR DRs and Reinet DRs in South Africa

Although the clearing and settlement systems have agreed to certain procedures to facilitate the settlement of the transactions described below and the trading of the relevant securities among their participants, they are under no obligation to perform or to continue to perform these procedures, and these procedures may be discontinued at any time. None of CFR, Reinet or any of their respective affiliates or agents will have any responsibility for the performance by the clearing and settlement systems or their respective participants of their obligations under the rules and procedures governing their operations.

	2008
Last date to dematerialise or rematerialise Richemont DRs	Friday 10 October
Conversion of Richemont units into Richemont DRs and Richemont DRs into Richemont units blocked from	Monday 13 October
Last day to trade in Richemont DRs on the JSE	Monday 20 October
Suspension of the Richemont DRs from trading on the JSE from 09:00 (South African Standard Time ("SAST"))	Tuesday 21 October
Listing of CFR DRs and Reinet DRs on the JSE	Tuesday 21 October
Commencement of trade in the CFR DRs and the Reinet DRs on the JSE from 09:00 (SAST)	Tuesday 21 October
Finalisation date for the capital reduction of Reinet	Friday 24 October
Record date for the Richemont reconstruction	Monday 27 October
Last day to trade Reinet DRs "cum-entitlement" to the distribution of BAT shares	Monday 27 October
Conversion of Reinet Shares into Reinet DRs and Reinet DRs into Reinet Shares blocked from	Tuesday 28 October to Monday 3 November (inclusive)
Delisting of Richemont DRs from the JSE	Tuesday 28 October
Dematerialised Richemont DR holders' accounts with their brokers or CSDPs will be updated with the CFR DRs and the Reinet DRs	Tuesday 28 October
Certificates in respect of the CFR DRs posted to certificated Richemont DR holders on or about <sup>(note 2)</sup>	Tuesday 28 October
First day to trade Reinet DRs "ex-entitlement" to the distribution of BAT shares from 09.00 (SAST)	Tuesday 28 October
Listing of BAT shares on the JSE effective on or before	Tuesday 28 October
First day to trade BAT share entitlements from 09.00 (SAST)	Tuesday 28 October
Record date on the JSE for the capital reduction of Reinet	Monday 3 November
Dematerialised Reinet DR holders' accounts with their broker or CSDP will be updated with BAT shares on or about <sup>(note 3)</sup>	Tuesday 4 November

Conversion of Reinet shares into Reinet DRs and Reinet DRs into Reinet shares blocked	Thursday 6 November and Friday 7 November
Publication of the rights offering prospectus on or about	Friday 7 November
Last day to trade in Reinet DRs on the JSE to be eligible for the rights offering proposed by Reinet	Friday 7 November
First day of the warrant receipts exercise period	Monday 10 November
Warrant receipts listed and commence trading on the JSE from 09:00 (SAST)	Monday 10 November
Record date on the JSE to be eligible for the rights offering	Friday 14 November
Conversion of warrants into warrant receipts and warrant receipts into warrants blocked from	Thursday 27 November
Last day to trade in warrant receipts on the JSE	Friday 28 November
Last practicable day for the exercise of warrant receipts by dematerialised warrant receipt holders	Wednesday 3 December
Last day for the exercise of warrant receipts by certificated warrant receipt holders by 11.00 (SAST)	Friday 5 December
Record date on the JSE for the rights offering and closing of the rights offering on the JSE	Friday 5 December
Auction of unexercised warrants on the Luxembourg stock exchange	Monday 8 December
Dematerialised Reinet DR holders' accounts with their broker or CSDP updated with new Reinet DRs on or about	Wednesday 10 December
Certificates in respect of the Reinet DRs, new Reinet DRs (to be issued pursuant to the exercise of warrant receipts) and BAT shares will be posted to those certificated former Richemont DR holders who have surrendered their Richemont DR certificates to the depository agent	Wednesday 10 December

#### Notes

1. **Following the last day to trade in Reinet DRs in order to participate in the capital reduction of Reinet, expected to be on Monday 27 October 2008, approximately 86.3 per cent of each Reinet DR holder's holding in Reinet DRs will be blocked in anticipation of the capital reduction, through which BAT shares will be delivered to Reinet DR holders on the cancellation of a portion of their Reinet DRs. Reinet DR holders should not sell more than their post capital reduction entitlements to Reinet DRs which will be equal to approximately 13.7% of their pre capital reduction holdings.**
2. Computershare Investor Services (Proprietary) Limited, the South African transfer secretaries ("Transfer Secretaries") will withhold the certificates in respect of Reinet DRs to which a certificated Richemont DR holder is entitled upon the surrender of his Richemont DR certificates to facilitate the capital reduction of Reinet.
3. The Transfer Secretaries will withhold the certificates in respect of BAT shares to which a certificated Reinet DR holder is entitled to facilitate the rights offering proposed by Reinet.

4. Dematerialised warrant receipt holders are advised that in terms of standard market practice, dematerialised warrant receipt holders must instruct their CSDP or broker to exercise their warrant receipts in accordance with their terms by Wednesday 3 December 2008. Certificated warrant receipt holders may exercise their warrant receipts in accordance with their terms by 11:00 (SAST) on Friday 5 December 2008.
5. These dates and times are subject to change. Any material change will be released on SENS.