



GO LIFE INTERNATIONAL LIMITED

(Incorporated in the Republic of Mauritius)

(Registration number: 098177 C1/GBL)

SEM share code: GOLI.N0000

JSE share code: GLI ISIN: MU0330N00004

("the Company" or "Go Life International")

ABRIDGED PRE-LISTING STATEMENT

This abridged pre-listing statement relates to the listing of all the issued shares of the Company by way of a secondary inward listing on the Alternative Exchange ("AltX") of the Johannesburg Stock Exchange ("JSE") with effect from the commencement of business on Wednesday, 23 November 2016.

The information in this abridged pre-listing statement as been extracted from the full pre-listing statement issued by Go Life International on Wednesday, 16 November 2016 ("Pre-Listing Statement"). For a full appreciation of Go Life International, investors should read the Pre-Listing Statement in its entirety.

This abridged pre-listing statement is not an invitation to the public to subscribe for shares in the Company, but is issued in compliance with the Listings Requirements of the JSE ("Listings Requirements") and the Listings Rules of the Stock Exchange of Mauritius Limited ("SEM") for the purposes of giving information to the public in relation to Go Life International.

Capitalised words and expressions used in this abridged pre-listing statement shall, unless expressly defined herein or indicated or indicated otherwise by the context, bear the meanings ascribed to them in the Pre-Listing Statement.

1 INTRODUCTION

The JSE has granted Go Life International a secondary inward listing in respect of 900 000 000 shares on the AltX under the abbreviated name "Go Life", share code "GLI" and ISIN MU0330N00004. The Company will maintain its primary listing on the SEM.

As with other inward listed shares, GLI will be classified as 'domestic' for the purposes of South African Exchange Control. Accordingly, South African investors may invest in Go Life International shares without affecting their permissible foreign portfolio investment allowances or foreign exposure limits.

The next financial year end of the Company is 28 February 2017.

2 OVERVIEW

2.1 Background

The Company was incorporated on 1 October 2010 as a public company limited by shares under the Mauritian Companies Act and holds a Category 1 Global Business Licence (Licence No – C110009034) issued by the Mauritius FSC. Go Life International is registered in the Republic of Mauritius and was listed on the SEM on 07 July 2011 following the issue of 96 651 000 shares at US\$0.10 per share.

The Company was previously structured as a PCC under the PCC Act and was converted into a limited company and changed its name to Go Life International Limited by way of a shareholder resolution on 31 March 2015. The Company is registered as an external company in South Africa under Registration Number: 2016/465069/10.

2.2 Nature of business

Go Life International was established to leverage the strength of existing South African nutraceutical companies, Go Life Health Products and Gotha Health Products (collectively Go Life SA), and to drive the presence of the South African products and brands across the global nutraceutical market.

Gotha Health Products was launched in 2005 to market nutraceutical products originally developed by Gotha Pharmaceuticals.

Go Life International was established in 2010 to achieve the following key aims:

- Reinforce the successes achieved by Go Life SA in the South African market.
- Launch the Go Life brand and products into the attractive global nutraceutical market.
- Globally, pharmaceutical and healthcare expenditure is also expected to rise sharply across this decade, from US\$6.12 trillion in 2010 to US\$10.83 trillion in 2020, marking an increase of approximately 77%. The bulk of this expenditure is expected to go to e-health (e-commerce) and preventive healthcare. (<http://ww2.frost.com/news/press-releases/nutraceuticals-play-major-role-preventive-healthcare-says-frost-sullivan/>)
- Amidst the rising costs of healthcare, there is a shift from treatment to prevention via health and wellness achieved through proper nutrition and usage of nutraceuticals. Globally, the nutraceuticals market earned US\$155 billion in revenue in 2013 and is expected to grow at a CAGR of 7.0% to reach US\$211 billion by 2018. (<http://ww2.frost.com/news/press-releases/nutraceuticals-play-major-role-preventive-healthcare-says-frost-sullivan/>)
- Nutraceuticals are products that provide nutrients through various formats including dietary supplements and functional beverages and fortified foods. The world is moving to condition based nutrition where nutraceuticals play a large role. Nutraceuticals are moving away from traditional formats to very focused products addressing specific conditions. This will help customers select the right nutraceutical product based on their demographics, health benefits and purpose. (<http://ww2.frost.com/news/press-releases/nutraceuticals-play-major-role-preventive-healthcare-says-frost-sullivan/>)

Subsequent to this, Go Life International identified the opportunity to expand the Go Life Health Products and Gotha Health Products product range into the rest of the world.

During 2016, Go Life International increased its shareholding in Go Life Health Products from 22% (directly held) to 100% (78% indirectly held through its wholly-owned subsidiary, Go Life Global). Go Life Health Products holds 100% of Gotha Health Products.

Go Life Health Products and Gotha Health Products

Gotha Health Products was launched in 2005 to market nutraceutical products originally developed by Gotha Pharmaceuticals, which holds the patents and formulations. Go Life Health Products and Gotha Health Products hold the exclusive rights to distribute the product range in South Africa and the rest of the world. The products manufactured by Gotha Pharmaceuticals are natural and have been specifically developed to meet the evolving healthcare needs of modern society. Comprehensive medical research has been conducted on the products of Gotha Health Products and their ingredients.

All products are manufactured to strict GMP standards and have been registered with the MCC in South Africa. Gotha Health Products historically concentrated on marketing and distributing its products to the ethnic black market in South Africa, with the majority of its marketing and 80% of its sales originating in the Eastern Cape, a traditionally lower-income area.

In late 2007, Gotha Health Products was approached with a proposal to launch its products under a second, more contemporary brand able to extend product reach throughout South Africa. The Go Life brand was thus launched in June 2008 with the primary long term goal of becoming the market standard in the non-prescription pharmaceutical market, in South Africa and globally. However, the Gotha brand will also be retained as a recognised brand in South Africa and will also be marketed into the rest of Africa.

The Go Life product range proved to be well suited to the broad South African retail environment. Go Life International is in advanced negotiations to conclude shelf space agreements with one of the main retail chain stores in South Africa, as well as individual pharmacies in most major towns and cities.

Since 2008, Go Life Health Products has established a distribution footprint covering the whole of South Africa. The Company has its products in a large retail pharmaceutical chain and the brand currently services outlets and stockists in every major town and city. The majority of its revenue currently comes from the Eastern Cape, Western Cape and Kwa-Zulu Natal, where the products were first launched.

Go Life International products success stories are founded on patented technologies, products, ingredients and proprietary formulas held by Go Life Health Products. These have been researched and developed over many years by dedicated teams of renowned scientists and practitioners in the medical and pharmaceutical industries in South Africa. Go Life International's product range is based on a combination of selected vitamins, co-factors and minerals, as well as specific natural ingredients.

The most successful health products are used to assist in the treatment of metabolic diseases, e.g. chronic inflammation, cardiovascular disease, support in the treatment of cancer, treatment of stress-related problems, cognitive disorders, weight reduction, sensual deficiencies and skin disorders such as inflammation, scars, cellulite and wrinkles.

The proprietary technology base allows the group to expedite the formulation or creation of novel products to extend current product lines and broaden the product base to meet customer demands. Additionally, the unique natural plant based extracts formulated into the products, for example South African and Peruvian/Indian herbs and plant extracts, affords the group a unique marketing advantage. Production methods are validated and continuously audited by regulatory authorities and comply with the highest standards such as current GMP. Go Life International's products are also registered with the MCC.

Consumers have come to trust the Gotha Health Products and Go Life Health Products brands. The quality, effectiveness and pricing ensure that a lasting relationship is formed with the consumer and this will be carried across to new Global markets. Consumers have indicated a willingness to refer the products to friends and family members and this is expected to increase the footprint in addition to traditional marketing techniques.

Go Life Health Products and Gotha Health Products have a proven track record in remedying certain ailments, with thousands of testimonials from satisfied customers to support these claims. The middle to upper class markets (Living Standards Measure ["LSM"] 5-11) have over the last ten years become very open to natural products, vitamins and mineral supplements. This can be directly linked to the sudden accessibility of information on health through the media and the Internet during this period.

The Go Life Health Products and Gotha Health Products product ranges were created by Dr Henry Davis, the owner of Gotha Pharmaceuticals and a medical doctor with a keen interest in genetics and metabolism. Dr Davis has been involved in clinical research and concept development in the pharmaceutical industry for over fifteen years. Over this time he focused much of his research on assessing the health benefits of natural products (including Magnesium, Acetyl L Carnitine, Arginine, Aloe Ferox, Leonotis Oxymfolia Omega 3, Q10, Vitamin D and Ostrich Oil), and has used his extensive knowledge to create an extensive range of patented formulas.

While roughly 72% of South Africa's African population use natural medicines for primary health care, selections of these herbs have only been packaged and sold in retail outlets relatively recently. The organic and health products industry has thus grown extensively over the last ten years. Equally, over this period natural products have evolved from servicing market segments to be considered a viable choice for mass market consumers wishing to improve their quality of life and levels of vitality. <http://www.health24.com/Natural/Natural-approach/African-traditional-medicine-better-than-pills-20140821>

In line with movements across the global economy, the complementary medicines market is continuing to expand in South Africa. The market is currently worth R2.5 billion per year, and is growing at a steady annual pace of 12% to 15% per annum. (<http://ww2.frost.com/news/press-releases/nutraceuticals-play-major-role-preventive-healthcare-says-frost-sullivan/>)

The Go Life brand was carefully selected and is seen to be a more universal brand, which expounds a lifestyle of health and can be spread into any market place. The Gotha Health Products brand has been built up over a period of five years and both brands will be retained. The Go Life Health Products promotion and marketing division has established a network of trained promoters around South Africa and is active in the global social media environment and maintains a strong digital presence across the spiralling global online community.

Health/Frail Care Clinics

Go Life International has indirectly acquired an associate interest in all the frail care centres of Bon Health as well as a 100% interest in Bon Health Properties.

At present, Bon Health Frail Care operates four frail care centres. Bon Health has been a leading frail care operator in the Western Cape since 2004 and is in the process of securing additional retirement and frail care developments in the Southern Cape. Bon Health Frail Care has been invited to take over the management of third party frail care facilities, both established and in the design phase. Direct access to these frail care centres will provide Go Life International with the opportunity to introduce and sell products to the residents.

The use of selected nutraceuticals and cosmeceuticals is expected to have a significant effect on the health of the residents, offering a substantial reduction in nursing costs as a consequence of improved health.

The 51% interest in Bon Health Frail Care will be retained by Calitz Trust, the existing operator of the frail care clinics for the last 12 years, who will continue to be responsible for the frail care operations.

3 SECONDARY LISTING ON ALT X

Go Life International is seeking a secondary inward listing on the AltX to:

- broaden its investor base and afford international investors the opportunity to invest in the Company;
- enhance potential customers and investors' awareness of the Company;
- provide investors the opportunity to participate directly in the income streams and future capital growth of the Company and provide current investors with an additional market for trading the Company's shares;
- enable international investors to support the Group's global growth strategy by investing in a Company on a more liquid and internationally recognised stock exchange.

4 DIRECTORS

The names, ages, nationalities, business addresses, qualifications and roles of the directors of Go Life International are set out below:

| | |
|----------------------|---|
| Gerhard Naudè | |
| Nationality and age | South African (51) |
| Business address | Merrick House, 12 Long Street, Knysna, Western Cape |
| Appointment date | 15 November 2011 |
| Qualifications | Institute of Accounting & Commerce Diploma 1986 |
| Occupation | Businessman |
| Position in Company | Chief Executive Officer (executive) |
| Term of office | 4 Years |

| | |
|----------------------------|---|
| Marthinus Wolmarans | |
| Nationality and age | South African (48) |
| Business address | 12 Long Street, Merrick House, Knysna, Western Cape |
| Appointment date | 1 October 2010 |
| Qualifications | CA(SA) Bachelor of Business Administration BBA (Hons) |
| Occupation | CFO |
| Position in Company | Chief Financial Officer |
| Term of office | 5 Years |
| Oliver Berhardt | |
| Nationality and age | Mauritian (36) |
| Business address | La Tourelle View, La Mivoie, Riviere Noire, Mauritius |
| Appointment date | 19 November 2015 |
| Qualifications | Management Diploma In Nutrition And Food Science |
| Occupation | Businessman |
| Position in Company | Independent Non-Executive Director |
| Term of office | 11Months |
| Yusuf Sooklall | |
| Nationality and age | Mauritian (57) |
| Business address | Beau Plan Business Park, Pamplemousses 21001, Mauritius |
| Appointment date | 4 July 2011 |
| Qualifications | Diploma in Communication and Human Psychology |
| Occupation | Director |
| Position in Company | Independent Non-Executive Chairman |
| Term of office | 5 Years |
| Laurent Marie | |
| Nationality and age | Mauritian (27) |
| Business address | Beau Plan Business Park, Pamplemousses 21001, Mauritius |
| Appointment date | 3 November 2014 |
| Qualifications | Bachelor of Business Administration (SA) |
| Occupation | Financial, marketing and business professional |
| Position in Company | Independent Non-Executive Director |
| Term of office | 1 Year |

5 SHARE CAPITAL

The authorised and issued share capital of the Company as at the last practicable date is as follows:

| | USD |
|---|--------------|
| Authorised share capital | |
| 2 000 000 000 ordinary shares of no par value | |
| Issued stated capital | |
| 900 000 000 ordinary shares of no par value | \$27 000 000 |

The remaining authorised and unissued shares, after the listing, will be under the control of the directors of the Company, subject to the provisions of the Constitution, the Mauritian Companies Act, the SEM and JSE Listings Requirements, where applicable.

There are no treasury shares held as at the Last Practicable Date.

6 IMPORTANT DATES AND TIMES

The table below sets out the important dates and times in respect of the Company's listing on the AltX:

| | |
|---|------------------|
| Prelisting Statement made electronically available to shareholders on the Company website (http://www.golife.co.za/) and announcement published on SENS on | 16 November 2016 |
| Listing date on AltX at commencement of trade on | 23 November 2016 |

7 COPIES OF THIS PRE-LISTING STATEMENT

This Pre-Listing Statement is available in English only. Copies of the Pre-Listing Statement may be obtained during normal business hours from Wednesday, 16 November 2016 from:

- Trifecta Capital Investor Services (Pty) Ltd, Trifecta Capital House, 31 Beacon Road, Florida North, 1709;
- Arbor Capital Sponsors (Pty) Ltd, Ground Floor, One Health Building, Woodmead North Office Park, 54 Maxwell Drive, Woodmead, 2157; and
- Go Life International's website: www.golife.co.za.

16 November 2016

By order of the board
Johannesburg

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