



Life Healthcare Group Holdings Limited

Incorporated in the Republic of South Africa
(Registration Number 2003/002733/06)
JSE share code: LHC
ISIN: ZAE000145892
("Life" or "the Company")

FORM OF ELECTION

A SCRIP DISTRIBUTION OR, ALTERNATIVELY, A CASH DIVIDEND

Only for use by Shareholders who hold ordinary shares in Life in certificated form and who elect to receive the Cash Dividend alternative for all or part of their ordinary shareholding held, or deemed to be held, at the close of business on the Record Date, being Friday, 17 June 2016, failing which the Scrip Distribution will, by default, be distributed to such Shareholders.

Dematerialised Shareholders who wish to receive the Cash Dividend alternative are required to notify their duly appointed CSDP or broker of their election in the manner and the time stipulated in the agreement governing the relationship between such Shareholders and their CSDP or broker and must not complete this Form of Election. Please refer to paragraph 5.2 of the Circular to which this Form of Election is attached ("Circular").

IF YOU WISH TO RECEIVE THE CASH DIVIDEND FOR ALL OR PART OF YOUR ORDINARY SHAREHOLDING AND

- **YOU HOLD DEMATERIALIZED ORDINARY SHARES, YOU SHOULD INSTRUCT YOUR CSDP OR BROKER ACCORDINGLY, IN TERMS OF THE AGREEMENT ENTERED INTO BETWEEN YOU AND YOUR CSDP OR BROKER; OR**
- **YOU HOLD CERTIFICATED ORDINARY SHARES, YOU MUST COMPLETE THE ATTACHED FORM OF ELECTION AND RETURN IT TO THE TRANSFER SECRETARIES.**

IF YOU DO NOT WISH TO RECEIVE THE CASH DIVIDEND, NO FURTHER ACTION IS REQUIRED.

SHOULD YOU TAKE NO ACTION, REGARDLESS OF BEING A CERTIFICATED OR DEMATERIALIZED SHAREHOLDER, ON MONDAY, 20 JUNE 2016 THE SCRIP DISTRIBUTION WILL BE DISTRIBUTED TO YOU IN ACCORDANCE WITH THE PROVISIONS DETAILED IN THE CIRCULAR.

FORMS OF ELECTION MUST BE LODGED WITH OR MAILED TO THE TRANSFER SECRETARIES SO AS TO BE RECEIVED BY NO LATER THAN 12:00 ON FRIDAY, 17 JUNE 2016. FORMS OF ELECTION RECEIVED AFTER THIS TIME AND DATE WILL NOT BE ACCEPTED.

To the Transfer Secretaries:

Computershare Investor Services Proprietary Limited
Ground Floor,
70 Marshall Street,
Johannesburg, 2001
(PO Box 61763, Marshalltown, 2107)

Attention: Corporate Actions Department

Tel: + 27 11 870 8216 or, if calling within South Africa,
086 1100 63434 (available between 08:00 and 16:30 SA time)
Fax: + 27 11 688 5210
Email: corporate.events@computershare.co.za

Shareholders who do not post their Election Forms should ensure that same are faxed to +27 11 688 5210 or emailed to corporate.events@computershare.co.za. Computershare Investor Services Proprietary Limited will not be responsible for any loss and/or damage whatsoever in relation to or arising from the late or non-receipt of faxed or emailed Election Forms or owing to Election Forms being forwarded to any other facsimile or email address other than those provided above. Election Forms shall be deemed to be received on the date reflected in the Transfer Secretaries' electronic or facsimile systems. Notwithstanding anything to the contrary it is the shareholder's responsibility to ensure that their Election Form is received by Computershare Investor Services Proprietary Limited.

I/We

(name in BLOCK LETTERS)

regarding the election of the Cash Dividend instead of the Scrip Distribution:

- hereby irrevocably, and on the terms and conditions contained in this Form of Election and in the Circular, elect to receive the Cash Dividend of 73 cents per ordinary share of R0.000001 each held on the Record Date, being Friday, 17 June 2016, in respect of all or part of my/our ordinary shareholding, instead of the Scrip Distribution;
- acknowledge that this Form of Election is applicable only in respect of ordinary shares in the Company of which I/we was/were the registered holder(s) at the close business on the Record Date, being Friday, 17 June 2016; and
- acknowledge that I/we am/are not entitled to a Scrip Distribution, the number of which will be determined in the ratio that 73 cents bears to the volume weighted average price of an ordinary Life share traded on the JSE during the 15-day trading period ending on Wednesday, 1 June 2016, in respect of the number of ordinary shares, reflected in Block (D) overleaf, held, or deemed to be held, by me/us at the close of business on the Record Date, being Friday, 17 June 2016 in respect of which I/we have elected to receive the Cash Dividend.

Signed at _____ on _____ 2016

Assisted by (where applicable) _____

Signature _____

Telephone numbers including international and area codes: _____

Home: _____

Work: _____

Cellphone/mobile number: _____

Email address: _____

Telefax number: _____

CERTIFICATED SHAREHOLDERS ARE REQUIRED TO ACCURATELY COMPLETE THE INFORMATION IN THE BLOCKS BELOW:

Name, address and contact number of registered Shareholder	Account number
(A)	<i>Enquiries in connection with this form should be addressed to the Transfer Secretary by quoting the account number</i>

Name:	Address:
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Contact telephone and/or cellular phone number:	Email address:
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Nominated Authorised Dealer in the case of a certificated Shareholder who is an emigrant from, or non-resident of, the Common Monetary Area:
(A)

Name:	Address in South Africa or substitute instructions:
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Contact telephone and/or cellular phone number:	Email address:
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Account number/Investor Code (IVC)	Number of ordinary shares deemed to be held on the Record Date, being Friday, 17 June 2016, based on your shareholding at the close of business on Friday, 6 May 2016.
(B)	(C)

Number of ordinary shares for which the Cash Dividend is elected – The remaining Scrip Distribution and Cash Dividend will be calculated by the Transfer Secretaries. The maximum number of ordinary shares for which the Cash Dividend alternative can be elected is the number of ordinary shares still registered in your name in the Company's registers on the Record Date, being Friday, 17 June 2016.	(D)
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(If Block D is not completed, but the remaining parts of the Form of Election are completed, then you are deemed not to have elected to receive the Cash Dividend based on your entire holding of ordinary shares held, or deemed to be held, on the Record Date, being Friday, 17 June 2016. Therefore certificated Shareholders who wish to receive the Cash Dividend based on their entire holding of ordinary shares need to complete Block D and must complete and sign the rest of the Form of Election in accordance with the instructions herein and lodge this Form of Election with the Transfer Secretaries.

Date of signature _____ Signature _____

Instructions on how to complete this Form of Election:

- For the terms and conditions governing the election, refer to the Circular and to the notes below.
- If you hold share certificate(s) and elect to receive the Cash Dividend alternative in respect of all or part of your shareholding, you should complete Block D above in accordance with the instructions herein and lodge this Form of Election with the Transfer Secretaries. If Block D is not completed, but the remaining parts of the Form of Election are completed, then you are deemed not to have elected to receive the Cash Dividend alternative and, on Monday, 20 June 2016 the Scrip Distribution will be distributed to you, subject to and in accordance with the provisions detailed in this Circular and based on your entire holding of ordinary shares held, or deemed to be held, on the Record Date, being Friday, 17 June 2016.
- The signature on this Form of Election of any person who is under legal disability shall be accompanied by the signature of such person's parent or guardian or legal representative, as the case may be.
- Any alteration or correction made to this Form of Election must be initialled by the signatory(ies).
- In order to be valid, this Form of Election must be properly completed and received by the Transfer Secretaries detailed above, by no later than 12:00 on Friday, 17 June 2016. If your Form of Election is received by the Transfer Secretaries by later than 12:00 on Friday, 17 June 2016, on Monday, 20 June 2016 the Scrip Distribution will be distributed to you, subject to and in accordance with the provisions detailed in this Circular and based on your entire holding of ordinary shares held, or deemed to be held, on the Record Date, being Friday, 17 June 2016.
- Should you have any queries as to the completion of this Form of Election, please contact the Transfer Secretaries.

Notes:

1. Capitalised terms in the Form of Election bear the same meaning as in the Circular unless the context indicates otherwise.
2. Please note that, if your preference is to participate in the Cash Dividend alternative, an election must be made in respect of the number of ordinary shares in the Company for which the Cash Dividend is required. If no election is made for a Cash Dividend, or if a Form of Election is received by the Transfer Secretaries timeously but it is not completed in accordance with the above instructions, the Shareholder will receive the Scrip Distribution in accordance with the Shareholder's ordinary shareholding in the Company as of the Record Date, being Friday, 17 June 2016. Certificated Shareholders electing to participate in the Cash Dividend alternative and who have not previously provided the Transfer Secretaries with their banking details will need to do so by completing **FORM B: Direct Credit – Bank Account Details** attached hereto and returning same to the Transfer Secretaries.
3. Life reserves the right, in its discretion, to:
 - 3.1 treat as invalid (in which case the Scrip Distribution will be awarded) any Form of Election not complying with the terms of the election or any instruction contained in the Circular;
 - 3.2 require proof of the authority of the person signing this Form of Election, where such proof has not yet been lodged with or recorded by the Transfer Secretaries.

FORM B : DIRECT CREDIT – BANK ACCOUNT DETAILS FORM

FOR COMPLETION ONLY BY CERTIFICATED SHAREHOLDERS OF LIFE HEALTHCARE GROUP HOLDINGS LIMITED ("LIFE") WHO HAVE NOT PREVIOUSLY PROVIDED THE TRANSFER SECRETARIES WITH THEIR LATEST BANKING DETAILS

Full name of registered shareholder												
Identity number of person signing this form												
Your shareholder number (if known)												
Email address												
Cellphone number												
Office phone number												
Home phone number												
Fax number												

REQUEST FOR DIRECT CREDITING OF PAYMENTS – BANK ACCOUNT DETAILS

PLEASE NOTE: We cannot accept banking details in the name of a third party

Name of bank account holder			
Name of South African Bank			
Name of bank branch			
Bank account number			
Bank branch code			
Account type	Cheque	Transmission	Savings

I/We hereby authorise

Computershare Investor Services Proprietary Limited and/or Life to act in accordance with my/our instructions set out above. I/We acknowledge that these instructions supersede and have priority over all previous instructions relating to payments to which I/we am/are entitled to be paid in cash, but do not override any previous reinvestment instructions.

Signature of shareholder	Day	Month	Year
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If you are signing this form in a representative capacity, please indicate which capacity (see over)
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<p style="text-align: center;">BANK VERIFICATION I/We confirm that the above information about the abovementioned shareholders account at this Bank is correct</p> <p style="text-align: center;">Signed on behalf of Bank THIS MUST BE COMPLETED BY YOUR BANK</p>	BANK STAMP HERE
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THIS FORM MUST BE SIGNED AND ACCOMPANIED BY AN ORIGINAL CERTIFIED COPY OF YOUR IDENTITY DOCUMENT. (COPIES OF CERTIFIED COPIES WILL NOT BE ACCEPTED).

PLEASE BE ADVISED THAT FACSIMILE/ELECTRONIC COPIES WILL NOT BE ACCEPTED.

HOW TO COMPLETE THIS FORM

Request for Direct Crediting of payments

This form must be completed in full if you wish your cash dividend/distribution payments to be paid directly into your nominated South African bank account. Until cancelled in writing by you, all future cash payments will be paid into the nominated account.

IMPORTANT: Do not use the number quoted on your credit or debit card.

By signing this form you:

- Confirm that the details are true and correct.
- Understand that neither Life nor Computershare Investor Services Proprietary Limited is obliged to post you a dividend cheque in the event that we are unable to transfer the funds due to you electronically and any decision to do so will be at the sole and absolute discretion of Life on a case by case basis.
- Agree that if Life determines that a cheque will be sent to you by post, it will be at your own risk.
- Understand and agree that neither Life nor Computershare Investor Services Proprietary Limited shall be responsible in any way for any loss you may suffer as a result of transfer/deposits being made in accordance with the information provided on this form.

- Understand and agree that any such deposit shall constitute a full and sufficient discharge of Life and/or Computershare Investor Services Proprietary Limited obligation to make such payments to me/us.
- Understand and agree that this payment instruction will be applied to all future cash payments.

This instruction only applies to the specific holding identified by the holder number and the name appearing on the front of this form.

NOTE: We cannot accept banking details in the name of a third party.

IF YOU ARE SIGNING THIS FORM IN A REPRESENTATIVE CAPACITY, COMPUTERSHARE INVESTOR SERVICES PROPRIETARY LIMITED REQUIRES THE FOLLOWING DOCUMENTATION IN ADDITION TO AN ORIGINAL CERTIFIED COPY OF YOUR IDENTITY DOCUMENT.

Joint holding:	Where the holding is in more than one name, the signature of the first mentioned shareholder is required
Power of attorney:	To sign under a Power of Attorney, you must have already lodged the Power of Attorney with Computershare Investor Services Proprietary Limited. Alternatively, please attach an original certified copy of the Power of Attorney to this form when you return it together with an original certified copy of the registered holder's identity document.
Trusts:	The form must be signed by the authorised trustee. If you have not already done so, please attach an original certified copy of the Trustee Resolution/Power of Attorney authorising you to act on behalf of the trust, together with original certified copies of the Letters of Authority issued by the Master of the High Court and the Trust Deed.
Companies/Closed Corporations/ Funds:	Any authorised company official/member may sign on behalf of the company/closed corporation/fund. Please indicate the office held when signing the form. If you have not already done so, please provide Computershare Investor Services Proprietary Limited with an original certified copy of your authorisation to act on behalf of the company/closed corporation/fund in the form of an original certified copy of the board minute/resolution detailing the authorized signatories including specimen signatures and a company letterhead for noting in our records. In addition, Computershare Investor Services Proprietary Limited requires an original certified copy of the Certificate of Incorporation/CK1 Founding Statement/Constitution.
Minors:	If the shares are registered in the name of a minor, the form must be completed by the natural guardian, stating the capacity in which he/she is signing or in the case of a legal guardian attach an original certified copy of the Letters of Guardianship (if not previously provided). The guardian must attach an original certified copy of his/her identity document together with an original certified copy of the birth certificate of the minor.
Deceased shareholders:	This form must be signed by the Executor/s of the Deceased Estate. If you have not already done so, please provide Computershare Investor Services Proprietary Limited with an original certified copy of the Letters of Executorship together with an original certified copy of the Executor's identity document.
Shareholder under Curatorship:	The form must be signed by the Curator Bonis appointed by the Master of the High Court. If you have not already done so, please provide Computershare Investor Services Proprietary Limited with an original certified copy of the Letters of Curatorship together with an original certified copy of the Curator's identity document.
Shareholder under Liquidation:	The form must be signed by the liquidator appointed by the Master of the High Court. If you have not already done so, please provide Computershare Investor Services Proprietary Limited with an original certified copy of your Letter of Appointment together with an original certified copy of the shareholder's identity document.