

Datatec Limited
(Incorporated in the Republic of South Africa)
(Registration number: 1994/005004/06)
ISIN: ZAE000017745
Share Code: DTC
("Datatec" or "the Company")

SHARE INCENTIVE SCHEME: DEALINGS IN SECURITIES BY DIRECTORS AND THE COMPANY SECRETARY

Datatec announces the following in relation to the Share Appreciation Rights Scheme ("SAR Scheme") and the Long-Term Incentive Plan ("LTIP"). These share incentive schemes are subject to the rules originally approved by shareholders at the Company's annual general meeting held on 16 August 2005 and subsequently amended and approved by shareholders at the annual general meeting held on 14 September 2011.

1) SAR Scheme - May 2017 grants - outcome

The Share Appreciation Rights ("SARs") awards granted in July 2017 had a performance condition which required the Company's share price to increase from 1 March 2017 to 28 February 2020 by more than South African CPI inflation over the same period. This performance condition was not met.

Accordingly, the SARs granted in July 2017 have not vested and will lapse.

2) LTIP - May 2016 and July 2017 grants - outcome

The LTIP awards granted in May 2016 and July 2017 had two performance conditions each applying to half the award: an underlying EPS growth condition and a Return on Invested Capital (ROIC) condition. The number of awards and performance conditions were both modified, as permitted in terms of the rules of the LTIP, to take into account the disposal of Westcon Americas and the special dividend declared in FY18.

The Remuneration Committee determined that 50% of the LTIP awards granted in May 2016, as modified, would vest in May 2019.

Following an evaluation of the Company's performance against the prescribed conditions in accordance with the rules of the LTIP, the Remuneration Committee has determined that the other 50% of the LTIP awards granted in May 2016 will now vest and that all the LTIP awards granted in July 2017 will vest.

Accordingly 2,181,454 Datatec shares have been delivered to participants in the May 2016 and July 2017 LTIP on 8 June 2020.

Details of the transfer of Datatec shares to the participants of the LTIP who are Directors and the Company Secretary of Datatec, and consequent share sales, are disclosed below, in compliance with the JSE Limited Listings Requirements:

Director	:	J P Montanana
Company	:	Datatec Limited
Class of security	:	Ordinary shares
Nature of transaction	:	Off market receipt of
vested LTIP shares		
Date of transaction	:	8 June 2020
Number of securities	:	1,310,090
Deemed price per share	:	R22.01*
Transaction value	:	R28,835,081
Nature of interest	:	Indirect beneficial

Clearance obtained	:	Yes
Director	:	I P Dittrich
Company	:	Datatec Limited
Class of security	:	Ordinary shares
Nature of transaction	:	Off market receipt of vested LTIP shares
Date of transaction	:	8 June 2020
Number of securities	:	288,278
Deemed price per share	:	R22.01*
Transaction value	:	R6,344,999
Nature of transaction	:	On market sale of shares
Date of transaction	:	8 June 2020
Number of securities	:	22,248
Volume weighted average sale price	:	R28.1400
Highest price traded	:	R28.50
Lowest price traded	:	R27.65
Transaction value	:	R626,059
Nature of transaction	:	On market sale of shares
Date of transaction	:	9 June 2020
Number of securities	:	107,477
Volume weighted average sale price	:	R27.4033
Highest price traded	:	R27.56
Lowest price traded	:	R27.40
Transaction value	:	R2,945,224
Nature of interest	:	Direct beneficial
Clearance obtained	:	Yes
Company Secretary	:	S P Morris
Company	:	Datatec Limited
Class of security	:	Ordinary shares
Nature of transaction	:	Off market transfer of shares from Treasury
Date of transaction	:	8 June 2020
Number of securities	:	190,837
Deemed price per share	:	R22.01*
Transaction value	:	R4,200,322
Nature of interest	:	Direct beneficial
Clearance obtained	:	Yes

After the delivery of shares to participants in the LTIP Datatec Limited holds 62,525 Treasury shares.

* the closing share price on 27 May 2020, the day of the FY20 Results Announcement.

9 June 2020

Sponsor
RAND MERCHANT BANK (A division of FirstRand Bank Limited)