

Metrofile Holdings Limited
(Incorporated in the Republic of South Africa)
(Registration number 1983/012697/06)
Share code: MFL
ISIN Code: ZAE000061727
("Metrofile Holdings" or "the Company")

ACCEPTANCE OF CONDITIONAL SHARES IN TERMS OF THE METROFILE HOLDINGS LIMITED CONDITIONAL SHARE PLAN

In compliance with paragraphs 3.63 to 3.74 of the JSE Limited Listings Requirements, notification is hereby given that the following directors of the Company and directors of major subsidiaries of the Company have accepted a conditional right to Metrofile Holdings Shares issued in terms of the Conditional Share Plan ("CSP").

CSP awards have a strike price of Rnil, however are subject to the relevant criteria as approved at the November 2019 Annual General Meeting, namely they are linked to pre-defined performance criteria and vest in full after 4 years. The awards outlined below are in relation to the standard annual allocations as per the Company's remuneration policy and relate to the annual allocations for 2019 and 2020. The 2019 award was delayed due to the ongoing cautionary announcement since September 2019.

Name of director	Pfungwa G Serima
Name of company	Metrofile Holdings Limited
Date of transaction	19 October 2020
Number of CSP awards	2 904 275
Total value of securities	R7 445 508
Class of security	CSP awards in respect of ordinary shares
Nature of transaction	Off market acceptance of allocation of CSP awards
Nature of interest	Direct beneficial

Name of director	Shivan Mansingh
Name of company	Metrofile Holdings Limited
Date of transaction	19 October 2020
Number of CSP awards	1 614 893
Total value of securities	R4 140 000
Class of security	CSP awards in respect of ordinary shares
Nature of transaction	Off market acceptance of allocation of CSP awards
Nature of interest	Direct beneficial

Name of director	Wayne K Clarke
Name of company	Metrofile Proprietary Limited
Date of transaction	19 October 2020
Number of CSP awards	1 156 170
Total value of securities	R2 964 000
Class of security	CSP awards in respect of ordinary shares
Nature of transaction	Off market acceptance of allocation of CSP awards

Nature of interest	Direct beneficial
Name of director	Vera Massyn
Name of company	Metrofile Proprietary Limited
Date of transaction	19 October 2020
Number of CSP awards	279 291
Total value of securities	R716 000
Class of security	CSP awards in respect of ordinary shares
Nature of transaction	Off market acceptance of allocation of CSP awards
Nature of interest	Direct beneficial

Name of director	Ashley IJ De Klerk
Name of company	Metrofile Proprietary Limited
Date of transaction	19 October 2020
Number of CSP awards	1 104 681
Total value of securities	R2 832 000
Class of security	CSP awards in respect of ordinary shares
Nature of transaction	Off market acceptance of allocation of CSP awards
Nature of interest	Direct beneficial

Clearance to deal was obtained in terms of the JSE Limited Listings Requirements.

Illovo
19 October 2020

Sponsor
The Standard Bank of South Africa Limited