

**ALARIS HOLDINGS LIMITED**

(Incorporated in the Republic of South Africa)

(Registration number: 1997/011142/06)

Share code: ALH

ISIN: ZAE000201554

("Alaris" or "the Company")




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**ACCEPTANCE OF OPTIONS BY DIRECTORS AND DIRECTOR OF A MAJOR SUBSIDIARY IN TERMS OF THE COMPANY SHARE INCENTIVE SCHEME**


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In compliance with paragraphs 3.63 to 3.74 of the JSE Limited Listings Requirements, the following information regarding the acceptance of options is disclosed:

NAME OF DIRECTORS	Gisela Heyman (1) Jürgen Dresel (2) Elsie Müller (3) Chris Vale (4) Samu Lentonen (5) Jim Detert (6)
COMPANY OF WHICH ARE DIRECTORS/ PRESCRIBED OFFICERS	Alaris Holdings Limited (1) – (4) COJOT Oy (5) MWAVE LLC (6)
STATUS	Executive Directors (1)-(3) and (5)-(6) and prescribed officer (4)
TYPE AND CLASS OF SECURITIES	Options to acquire ordinary shares
NATURE OF TRANSACTION	Acceptance of award of options to acquire ordinary shares in terms of the Company Share Incentive Scheme
DATE OF ACCEPTANCE OF OPTIONS	(1) – (5) 26 October 2020 (6) 27 October 2020
DATE OF AWARD OF OPTIONS	15 October 2020
OPTION STRIKE PRICE	R0.00
NUMBER OF OPTIONS ACCEPTED	1) 1 086 000 2) 1 654 900 3) 808 800 4) 931 500 5) 1 105 800 6) 1 223 500
TOTAL RAND VALUE OF OPTIONS ACCEPTED	R0.00
VESTING DATES OF OPTIONS	The options will vest on 30 September 2023, if the participant is still employed and to the extent that the following performance vesting criteria are met:

	<ul style="list-style-type: none"> <li>• 3-year cumulative growth in normalised earnings per share from year-end preceding the award (30 June 2020) to the year-end preceding vesting (30 June 2023).</li> <li>• The options will vest in full if the normalised earnings per share increase by a cumulative 72% over the period (72% being calculated as 20% per year, compounded for 3 years).</li> <li>• No options will vest if the normalised earnings per share did not increase over the period by at least a cumulative minimum threshold of 9.81% over the period (9.81% being calculated as 3.2% per year, compounded for 3 years).</li> <li>• The options are unlocked proportionally from 0% if the minimum threshold is achieved.</li> </ul>
PERIOD OF EXERCISE	Participants have a 90-day period from the vesting date during which options can be exercised.
NATURE AND EXTENT OF INTEREST IN THE TRANSACTION	Direct, beneficial

Clearance for the above was obtained in terms of paragraph 3.66 of the JSE Limited Listings Requirements.

Pretoria  
27 October 2020

Designated Adviser  
PSG Capital

