

MULTICHOICE GROUP LIMITED  
 (incorporated in the Republic of South Africa)  
 (Registration number: 2018/473845/06)  
 JSE Share Code: MCG  
 ISIN: ZAE000265971  
 ("MultiChoice" or "the Company")

**DEALINGS IN SECURITIES BY RESTRICTED SHARE PLAN TRUST, DIRECTORS, DIRECTOR OF A MAJOR SUBSIDIARY AND GROUP COMPANY SECRETARY**

In compliance with the JSE Limited Listings Requirements, the following information relating to dealings in securities by the MultiChoice Group Restricted Share Plan Trust, directors, directors of a major subsidiary and the group company secretary is disclosed:

Trust (Transferee)	:	MultiChoice Group Restricted Share Plan Trust (Share Trust)
Company (Transferor)	:	MultiChoice Group Treasury Services Proprietary Limited (TreasuryCo)
Date of transaction	:	30 March 2021
Nature of transaction	:	Off market transfer of treasury shares to the Share Trust from TreasuryCo to enable the Share Trust to comply with its obligations in terms of the MultiChoice Group Restricted Share Plan
Number of shares	:	684 056 ordinary shares
Price per share*	:	R 131.30
Total value of transaction	:	R 89 816 552.80
Clearance obtained	:	Clearance has been obtained in terms of paragraph 3.66 of the JSE Listings Requirements
Nature of interest	:	Direct, beneficial

\* Based on the closing price on 29 March 2021.

Director	:	Calvo Mawela
Company	:	MultiChoice
Date of transaction	:	31 March 2021
Nature of transaction	:	Off market acceptance of awards of restricted shares in terms of the MultiChoice Group Restricted Share Plan Trust
Class of securities	:	Ordinary shares
Number of securities	:	120 809 shares
Price per share	:	R 128.95
Value of transaction	:	R 15 578 320.55
Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been obtained in terms of paragraph 3.66 of the JSE Listings Requirements

Director	:	Tim Jacobs
Company	:	MultiChoice
Date of transaction	:	31 March 2021

Nature of transaction	:	Off market acceptance of awards of restricted shares in terms of the MultiChoice Group Restricted Share Plan Trust
Class of securities	:	Ordinary shares
Number of securities	:	80 732 shares
Price per share	:	R 128.95
Value of transaction	:	R 10 410 391.40
Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been obtained in terms of paragraph 3.66 of the JSE Listings Requirements

Director	:	Marc Jury
Company	:	SuperSport International Holdings Proprietary Limited (a major subsidiary of MultiChoice)
Date of transaction	:	31 March 2021
Nature of transaction	:	Off market acceptance of awards of restricted shares in terms of the MultiChoice Group Restricted Share Plan Trust
Class of securities	:	Ordinary shares
Number of securities	:	36 947 shares
Price per share	:	R 128.95
Value of transaction	:	R 4 764 315.65
Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been obtained in terms of paragraph 3.66 of the JSE Listings Requirements

Director	:	Byron Du Plessis
Company	:	MultiChoice
Date of transaction	:	31 March 2021
Nature of transaction	:	Off market acceptance of awards of restricted shares in terms of the MultiChoice Group Restricted Share Plan Trust
Class of securities	:	Ordinary shares
Number of securities	:	34 663 shares
Price per share	:	R 128.95
Value of transaction	:	R 4 469 793.85
Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been obtained in terms of paragraph 3.66 of the JSE Listings Requirements

Group company secretary	:	Carmen Miller
Company	:	MultiChoice
Date of transaction	:	31 March 2021
Nature of transaction	:	Off market acceptance of awards of restricted shares in terms of the MultiChoice Group Restricted Share Plan Trust
Class of securities	:	Ordinary shares
Number of securities	:	33 949 shares
Price per share	:	R 128.95
Value of transaction	:	R 4 377 723.55

Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been obtained in terms of paragraph 3.66 of the JSE Listings Requirements

Director	:	Calvo Mawela
Company	:	MultiChoice
Date of transaction	:	31 March 2021
Nature of transaction	:	Off market acceptance of awards of scheme units in terms of the MultiChoice Group Phantom Performance Share Plan and to be settled in MultiChoice ordinary shares
Class of securities	:	Ordinary shares
Number of securities	:	85 534 shares
Price per share	:	R 121.42
Value of transaction	:	R 10 385 538.28
Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been obtained in terms of paragraph 3.66 of the JSE Listings Requirements

Director	:	Tim Jacobs
Company	:	MultiChoice
Date of transaction	:	31 March 2021
Nature of transaction	:	Off market acceptance of awards of scheme units in terms of the MultiChoice Group Phantom Performance Share Plan and to be settled in MultiChoice ordinary shares
Class of securities	:	Ordinary shares
Number of securities	:	57 159 shares
Price per share	:	R 121.42
Value of transaction	:	R 6 940 245.78
Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been obtained in terms of paragraph 3.66 of the JSE Listings Requirements

Director	:	Marc Jury
Company	:	SuperSport International Holdings Proprietary Limited (a major subsidiary of MultiChoice)
Date of transaction	:	31 March 2021
Nature of transaction	:	Off market acceptance of awards of scheme units in terms of the MultiChoice Group Phantom Performance Share Plan and to be settled in MultiChoice ordinary shares
Class of securities	:	Ordinary shares
Number of securities	:	26 159 shares
Price per share	:	R 121.42
Value of transaction	:	R 3 176 255.78
Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been obtained in terms of paragraph 3.66 of the JSE Listings Requirements

Director	:	Byron Du Plessis
Company	:	MultiChoice
Date of transaction	:	31 March 2021
Nature of transaction	:	Off market acceptance of awards of scheme units in terms of the MultiChoice Group Phantom Performance Share Plan and to be settled in MultiChoice ordinary shares
Class of securities	:	Ordinary shares
Number of securities	:	24 542 shares
Price per share	:	R 121.42
Value of transaction	:	R 2 979 889.64
Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been obtained in terms of paragraph 3.66 of the JSE Listings Requirements

Restricted shares awarded in terms of the MultiChoice Group Restricted Share Plan Trust vest 100% after 3 years, calculated from 31 March 2021 and subject to performance and employment conditions.

Scheme units awarded in terms of the MultiChoice Group Phantom Performance Share Plan vest 50% in year 4 and 50% in year 5, calculated from 31 March 2021 and subject to performance and employment conditions.

Randburg  
1 April 2021

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

#### **Important notice**

**Shareholders should take note that, pursuant to a provision of the MultiChoice memorandum of incorporation, MultiChoice is permitted to reduce the voting rights of shares in MultiChoice (including MultiChoice shares deposited in terms of the American Depositary Share ("ADS") facility) so that the aggregate voting power of MultiChoice shares that are presumptively owned or held by foreigners to South Africa (as envisaged in the MultiChoice memorandum of incorporation) will not exceed 20% of the total voting power in MultiChoice. This is to ensure compliance with certain statutory requirements applicable to South Africa. For this purpose, MultiChoice will presume in particular that:**

- all MultiChoice shares deposited in terms of the MultiChoice ADS facility are owned or held by foreigners to South Africa, regardless of the actual nationality of the MultiChoice ADS holder; and
- all shareholders with an address outside of South Africa on the register of MultiChoice will be deemed to be foreigners to South Africa, irrespective of their actual nationality or domicile, unless such shareholder can provide proof, to the satisfaction of the MultiChoice board, that it should not be deemed to be a foreigner to South Africa, as envisaged in article 40.1.3 of the MultiChoice memorandum of incorporation.

Shareholders are referred to the provisions of the MultiChoice memorandum of incorporation available at [www.multichoice.com](http://www.multichoice.com) for further detail. If shareholders are in any doubt as to what action to take, they should seek advice from their broker, attorney or other professional adviser.