

**PSG KONSULT LIMITED**

(Incorporated in the Republic of South Africa)

Registration Number: 1993/003941/06

JSE Share Code: KST

NSX Share Code: KFS

SEM Share Code: PSGK.N0000

ISIN: ZAE000191417

LEI Code: 378900ECF3D86FD28194

(“**PSG Konsult**” or the “**Company**”)



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**DEALINGS IN PSG KONSULT SECURITIES**

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In compliance with paragraphs 3.63 to 3.74 of the JSE Limited (“**JSE**”) Listings Requirements, the following information regarding dealings in PSG Konsult securities is disclosed:

**ACCEPTANCE OF OPTIONS IN TERMS OF THE PSG KONSULT GROUP SHARE INCENTIVE TRUST (“SIT”)**

1.

NAME OF DIRECTOR	FJ Gouws
COMPANY OF WHICH A DIRECTOR	PSG Konsult Limited
STATUS: EXECUTIVE/NON-EXECUTIVE	Executive
TYPE AND CLASS OF SECURITIES	Share options to acquire ordinary shares
DATE OF AWARD OF OPTIONS	1 April 2021
DATE OF ACCEPTANCE OF OPTIONS	28 April 2021
OPTION STRIKE PRICE	R9.08 (PSG Konsult’s 30-day volume weighted average traded price prior to 1 April 2021)
NUMBER OF OPTIONS ACCEPTED	8 500 000
TOTAL RAND VALUE OF OPTIONS	R77 180 000.00
VESTING DATE OF OPTIONS	Exercisable in tranches of 25% each on the 2nd, 3rd, 4th and 5th anniversary of the award
NATURE OF TRANSACTION	Acceptance of award of options to acquire ordinary shares in terms of the share incentive scheme
NATURE AND EXTENT OF INTEREST IN THE TRANSACTION	Direct, beneficial

CLEARANCE OBTAINED	Yes
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2.

NAME OF DIRECTOR	MIF Smith
COMPANY OF WHICH A DIRECTOR	PSG Konsult Limited
STATUS: EXECUTIVE/NON-EXECUTIVE	Executive
TYPE AND CLASS OF SECURITIES	Share options to acquire ordinary shares
DATE OF AWARD OF OPTIONS	1 April 2021
DATE OF ACCEPTANCE OF OPTIONS	28 April 2021
OPTION STRIKE PRICE	R9.08 (PSG Konsult's 30-day volume weighted average traded price prior to 1 April 2021)
NUMBER OF OPTIONS ACCEPTED	2 100 000
TOTAL RAND VALUE OF OPTIONS	R19 068 000.00
VESTING DATE OF OPTIONS	Exercisable in tranches of 25% each on the 2 <sup>nd</sup> , 3 <sup>rd</sup> , 4 <sup>th</sup> and 5 <sup>th</sup> anniversary of the award
NATURE OF TRANSACTION	Acceptance of award of options to acquire ordinary shares in terms of the share incentive scheme
NATURE AND EXTENT OF INTEREST IN THE TRANSACTION	Direct, beneficial
CLEARANCE OBTAINED	Yes

3.

NAME OF DIRECTOR	NM Gudka
COMPANY OF WHICH A DIRECTOR	PSG Wealth Financial Planning Proprietary Limited (a major subsidiary of PSG Konsult)
STATUS: EXECUTIVE/NON-EXECUTIVE	Executive
TYPE AND CLASS OF SECURITIES	Share options to acquire ordinary shares
DATE OF AWARD OF OPTIONS	1 April 2021
DATE OF ACCEPTANCE OF OPTIONS	28 April 2021

OPTION STRIKE PRICE	R9.08 (PSG Konsult's 30-day volume weighted average traded price prior to 1 April 2021)
NUMBER OF OPTIONS ACCEPTED	2 100 000
TOTAL RAND VALUE OF OPTIONS	R19 068 000.00
VESTING DATE OF OPTIONS	Exercisable in tranches of 25% each on the 2 <sup>nd</sup> , 3 <sup>rd</sup> , 4 <sup>th</sup> and 5 <sup>th</sup> anniversary of the award
NATURE OF TRANSACTION	Acceptance of award of options to acquire ordinary shares in terms of the share incentive scheme
NATURE AND EXTENT OF INTEREST IN THE TRANSACTION	Direct, beneficial
CLEARANCE OBTAINED	Yes

4.

NAME OF DIRECTOR	DPB Hugo
COMPANY OF WHICH A DIRECTOR	PSG Wealth Financial Planning Proprietary Limited (a major subsidiary of PSG Konsult)
STATUS: EXECUTIVE/NON-EXECUTIVE	Executive
TYPE AND CLASS OF SECURITIES	Share options to acquire ordinary shares
DATE OF AWARD OF OPTIONS	1 April 2021
DATE OF ACCEPTANCE OF OPTIONS	28 April 2021
OPTION STRIKE PRICE	R9.08 (PSG Konsult's 30-day volume weighted average traded price prior to 1 April 2021)
NUMBER OF OPTIONS ACCEPTED	2 700 000
TOTAL RAND VALUE OF OPTIONS	R24 516 000.00
VESTING DATE OF OPTIONS	Exercisable in tranches of 25% each on the 2 <sup>nd</sup> , 3 <sup>rd</sup> , 4 <sup>th</sup> and 5 <sup>th</sup> anniversary of the award
NATURE OF TRANSACTION	Acceptance of award of options to acquire ordinary shares in terms of the share incentive scheme
NATURE AND EXTENT OF INTEREST IN THE TRANSACTION	Direct, beneficial

CLEARANCE OBTAINED	Yes
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5.

NAME OF DIRECTOR	AM Ahern
COMPANY OF WHICH A DIRECTOR	PSG Asset Management Holdings Proprietary Limited (a major subsidiary of PSG Konsult)
STATUS: EXECUTIVE/NON-EXECUTIVE	Executive
TYPE AND CLASS OF SECURITIES	Share options to acquire ordinary shares
DATE OF AWARD OF OPTIONS	1 April 2021
DATE OF ACCEPTANCE OF OPTIONS	28 April 2021
OPTION STRIKE PRICE	R9.08 (PSG Konsult's 30-day volume weighted average traded price prior to 1 April 2021)
NUMBER OF OPTIONS ACCEPTED	1 600 000
TOTAL RAND VALUE OF OPTIONS	R14 528 000.00
VESTING DATE OF OPTIONS	Exercisable in tranches of 25% each on the 2 <sup>nd</sup> , 3 <sup>rd</sup> , 4 <sup>th</sup> and 5 <sup>th</sup> anniversary of the award
NATURE OF TRANSACTION	Acceptance of award of options to acquire ordinary shares in terms of the share incentive scheme
NATURE AND EXTENT OF INTEREST IN THE TRANSACTION	Direct, beneficial
CLEARANCE OBTAINED	Yes

6.

NAME OF DIRECTOR	HP Visser
COMPANY OF WHICH A DIRECTOR	PSG Insure Holdings Proprietary Limited (a major subsidiary of PSG Konsult)
STATUS: EXECUTIVE/NON-EXECUTIVE	Executive
TYPE AND CLASS OF SECURITIES	Share options to acquire ordinary shares
DATE OF AWARD OF OPTIONS	1 April 2021
DATE OF ACCEPTANCE OF OPTIONS	28 April 2021

OPTION STRIKE PRICE	R9.08 (PSG Konsult's 30-day volume weighted average traded price prior to 1 April 2021)
NUMBER OF OPTIONS ACCEPTED	2 100 000
TOTAL RAND VALUE OF OPTIONS	R19 068 000.00
VESTING DATE OF OPTIONS	Exercisable in tranches of 25% each on the 2 <sup>nd</sup> , 3 <sup>rd</sup> , 4 <sup>th</sup> and 5 <sup>th</sup> anniversary of the award
NATURE OF TRANSACTION	Acceptance of award of options to acquire ordinary shares in terms of the share incentive scheme
NATURE AND EXTENT OF INTEREST IN THE TRANSACTION	Direct, beneficial
CLEARANCE OBTAINED	Yes

7.

NAME OF DIRECTOR	E de Waal
COMPANY OF WHICH A DIRECTOR	PSG Wealth Holdings Proprietary Limited (a major subsidiary of PSG Konsult)
STATUS: EXECUTIVE/NON-EXECUTIVE	Executive
TYPE AND CLASS OF SECURITIES	Share options to acquire ordinary shares
DATE OF AWARD OF OPTIONS	1 April 2021
DATE OF ACCEPTANCE OF OPTIONS	28 April 2021
OPTION STRIKE PRICE	R9.08 (PSG Konsult's 30-day volume weighted average traded price prior to 1 April 2021)
NUMBER OF OPTIONS ACCEPTED	2 100 000
TOTAL RAND VALUE OF OPTIONS	R19 068 000.00
VESTING DATE OF OPTIONS	Exercisable in tranches of 25% each on the 2 <sup>nd</sup> , 3 <sup>rd</sup> , 4 <sup>th</sup> and 5 <sup>th</sup> anniversary of the award
NATURE OF TRANSACTION	Acceptance of award of options to acquire ordinary shares in terms of the share incentive scheme
NATURE AND EXTENT OF INTEREST IN THE TRANSACTION	Direct, beneficial
CLEARANCE OBTAINED	Yes

8.

NAME OF DIRECTOR	E Wegner
COMPANY OF WHICH A DIRECTOR	PSG Life Limited (a major subsidiary of PSG Konsult)
STATUS: EXECUTIVE/NON-EXECUTIVE	Executive
TYPE AND CLASS OF SECURITIES	Share options to acquire ordinary shares
DATE OF AWARD OF OPTIONS	1 April 2021
DATE OF ACCEPTANCE OF OPTIONS	28 April 2021
OPTION STRIKE PRICE	R9.08 (PSG Konsult's 30-day volume weighted average traded price prior to 1 April 2021)
NUMBER OF OPTIONS ACCEPTED	200 000
TOTAL RAND VALUE OF OPTIONS	R1 816 000.00
VESTING DATE OF OPTIONS	Exercisable in tranches of 25% each on the 2 <sup>nd</sup> , 3 <sup>rd</sup> , 4 <sup>th</sup> and 5 <sup>th</sup> anniversary of the award
NATURE OF TRANSACTION	Acceptance of award of options to acquire ordinary shares in terms of the share incentive scheme
NATURE AND EXTENT OF INTEREST IN THE TRANSACTION	Direct, beneficial
CLEARANCE OBTAINED	Yes

9.

NAME OF DIRECTOR	P Redshaw
COMPANY OF WHICH A DIRECTOR	PSG Life Limited (a major subsidiary of PSG Konsult)
STATUS: EXECUTIVE/NON-EXECUTIVE	Executive
TYPE AND CLASS OF SECURITIES	Share options to acquire ordinary shares
DATE OF AWARD OF OPTIONS	1 April 2021
DATE OF ACCEPTANCE OF OPTIONS	28 April 2021
OPTION STRIKE PRICE	R9.08 (PSG Konsult's 30-day volume weighted average traded price prior to 1 April 2021)

NUMBER OF OPTIONS ACCEPTED	125 000
TOTAL RAND VALUE OF OPTIONS	R1 135 000.00
VESTING DATE OF OPTIONS	Exercisable in tranches of 25% each on the 2 <sup>nd</sup> , 3 <sup>rd</sup> , 4 <sup>th</sup> and 5 <sup>th</sup> anniversary of the award
NATURE OF TRANSACTION	Acceptance of award of options to acquire ordinary shares in terms of the share incentive scheme
NATURE AND EXTENT OF INTEREST IN THE TRANSACTION	Direct, beneficial
CLEARANCE OBTAINED	Yes

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#### DEALINGS IN SECURITIES BY A DIRECTOR

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NAME OF DIRECTOR	FJ Gouws
COMPANY OF WHICH A DIRECTOR	PSG Konsult Limited
STATUS: EXECUTIVE/NON-EXECUTIVE	Executive
TYPE OF SECURITIES	Shares
CLASS OF SECURITIES	Ordinary
DATE OF TRANSACTION	28 April 2021
CENTS PER SHARE	1 022
NUMBER OF SECURITIES TRANSACTED	372 450
TOTAL RAND VALUE OF SECURITIES	R3 806 439.00
NATURE OF TRANSACTION	Acquisition – election to invest portion of bonus in PSG Konsult shares (off-market transaction)
NATURE AND EXTENT OF INTEREST IN THE TRANSACTION	Direct, beneficial
CLEARANCE OBTAINED	Yes

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**DEALINGS IN SECURITIES BY DIRECTORS OF MAJOR SUBSIDIARIES**

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The following shares were released to directors of major subsidiaries in accordance with the terms of the SIT:

1.

NAME OF DIRECTOR	NM Gudka
MAJOR SUBSIDIARY OF WHICH A DIRECTOR	PSG Wealth Financial Planning Proprietary Limited
STATUS: EXECUTIVE/NON-EXECUTIVE	Executive
TYPE OF SECURITIES	Shares
CLASS OF SECURITIES	Ordinary
DATE OF TRANSACTION	28 April 2021
CENTS PER SHARE AT WHICH SECURITIES WERE INITIALLY ACQUIRED BY SIT	1 035
CENTS PER SHARE AT WHICH SECURITIES WERE RELEASED	1 022
NUMBER OF SECURITIES TRANSACTED	144 928
TOTAL RAND VALUE OF SECURITIES	R 1 481 164.16
NATURE OF TRANSACTION	Release of shares in PSG Konsult to director (off-market transaction)
NATURE AND EXTENT OF INTEREST IN THE TRANSACTION	Direct, beneficial
CLEARANCE OBTAINED	Yes

2.

NAME OF DIRECTOR	E Wegner
MAJOR SUBSIDIARY OF WHICH A DIRECTOR	PSG Life Limited
STATUS: EXECUTIVE/NON-EXECUTIVE	Executive
TYPE OF SECURITIES	Shares
CLASS OF SECURITIES	Ordinary



DATE OF TRANSACTION	28 April 2021
CENTS PER SHARE AT WHICH SECURITIES WERE INITIALLY ACQUIRED BY SIT	1 035
CENTS PER SHARE AT WHICH SECURITIES WERE RELEASED	1 022
NUMBER OF SECURITIES TRANSACTED	17 391
TOTAL RAND VALUE OF SECURITIES	R 177 736.02
NATURE OF TRANSACTION	Release of shares in PSG Konsult to director (off-market transaction)
NATURE AND EXTENT OF INTEREST IN THE TRANSACTION	Direct, beneficial
CLEARANCE OBTAINED	Yes

3.

NAME OF DIRECTOR	P Redshaw
MAJOR SUBSIDIARY OF WHICH A DIRECTOR	PSG Life Limited
STATUS: EXECUTIVE/NON-EXECUTIVE	Executive
TYPE OF SECURITIES	Shares
CLASS OF SECURITIES	Ordinary
DATE OF TRANSACTION	28 April 2021
CENTS PER SHARE AT WHICH SECURITIES WERE INITIALLY ACQUIRED BY SIT	1 035
CENTS PER SHARE AT WHICH SECURITIES WERE RELEASED	1 022
NUMBER OF SECURITIES TRANSACTED	17 391
TOTAL RAND VALUE OF SECURITIES	R177 736.02
NATURE OF TRANSACTION	Release of shares in PSG Konsult to director (off-market transaction)
NATURE AND EXTENT OF INTEREST IN THE TRANSACTION	Direct, beneficial
CLEARANCE OBTAINED	Yes

Tyger Valley  
29 April 2021

JSE Sponsor: PSG Capital Proprietary Limited  
Independent Joint JSE Sponsor: UBS South Africa Proprietary Limited  
NSX Sponsor: PSG Wealth Management (Namibia) Proprietary Limited, member of the  
Namibian Stock Exchange  
SEM authorised representative and SEM Sponsor: Perigeum Capital Ltd

This notice is issued pursuant to the JSE Listings Requirements, SEM Listing Rule 15.24 and the Mauritian Securities Act 2005. The board of directors of PSG Konsult accepts full responsibility for the accuracy of the information contained in this Communiqué.