

THE FOSCHINI GROUP LIMITED  
Reg. No.: 1937/009504/06  
Code : TFG  
ISIN : ZAE000148466  
("TFG" and "Company")

Directors and Company Secretary Dealing in Securities: Acceptance of shares

In compliance with the requirements of paragraphs 3.63 to 3.74 of the JSE Listings Requirements, the following should be noted:

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Name : A E Thunström  
Position : Executive director - CEO  
Date of Acceptance : 1 July 2021  
No. of shares : 33 180  
Class : Ordinary shares  
Value of transaction : R5 221 537 based on the closing market price on 1 July 2021 of R157.37  
  
Consideration : Nil  
Nature of Transaction: Acceptance of 33 180 TFG shares in terms of and subject to the rules of the Company's Forfeitable Share Plan 2020  
  
Vesting periods : The shares vest in June 2024 provided the recipient remains in the group's employ  
  
Extent of interest : Direct Beneficial

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Name : D B Gedye  
Position : Director of Foschini Retail Group (Pty) Ltd  
Date of Acceptance : 1 July 2021  
No. of shares : 12 833  
Class : Ordinary shares  
Value of transaction : R2 019 529 based on the closing market price on 1 July 2021 of R157.37  
  
Consideration : Nil  
Nature of Transaction: Acceptance of 12 833 TFG shares in terms of and subject to the rules of the Company's Forfeitable Share Plan 2020  
  
Vesting periods : The shares vest in June 2024 provided the recipient remains in the group's employ  
  
Extent of interest : Direct Beneficial

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Name : G S Naidoo  
Position : Director of Foschini Retail Group (Pty) Ltd  
Date of Acceptance : 1 July 2021  
No. of shares : 12 833  
Class : Ordinary shares  
Value of transaction : R2 019 529 based on the closing market price on 1 July 2021 of R157.37  
  
Consideration : Nil  
Nature of Transaction: Acceptance of 12 833 TFG shares in terms of and subject to the rules of the Company's Forfeitable Share Plan 2020  
  
Vesting periods : The shares vest in June 2024 provided the recipient remains in the group's employ  
  
Extent of interest : Direct Beneficial

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Name : S A Baird  
 Position : Director of Foschini Retail Group (Pty) Ltd  
 Date of Acceptance : 1 July 2021  
 No. of shares : 11 573  
 Class : Ordinary shares  
 Value of transaction : R1 821 243 based on the closing market price on 1 July 2021 of R157.37  
 Consideration : Nil  
 Nature of Transaction: Acceptance of 11 573 TFG shares in terms of and subject to the rules of the Company's Forfeitable Share Plan 2020  
 Vesting periods : The shares vest in June 2024 provided the recipient remains in the group's employ  
 Extent of interest : Direct Beneficial  
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 Name : J L Fisher  
 Position : Director of Foschini Retail Group (Pty) Ltd  
 Date of Acceptance : 1 July 2021  
 No. of shares : 11 573  
 Class : Ordinary shares  
 Value of transaction : R1 821 243 based on the closing market price on 1 July 2021 of R157.37  
 Consideration : Nil  
 Nature of Transaction: Acceptance of 11 573 TFG shares in terms of and subject to the rules of the Company's Forfeitable Share Plan 2020  
 Vesting periods : The shares vest in June 2024 provided the recipient remains in the group's employ  
 Extent of interest : Direct Beneficial  
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 Name : S E Morley  
 Position : Director of Foschini Retail Group (Pty) Ltd  
 Date of Acceptance : 1 July 2021  
 No. of shares : 8 213  
 Class : Ordinary shares  
 Value of transaction : R1 292 480 based on the closing market price on 1 July 2021 of R157.37  
 Consideration : Nil  
 Nature of Transaction: Acceptance of 8 213 TFG shares in terms of and subject to the rules of the Company's Forfeitable Share Plan 2020  
 Vesting periods : The shares vest in June 2024 provided the recipient remains in the group's employ  
 Extent of interest : Direct Beneficial  
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 Name : D van Rooyen  
 Position : Company secretary  
 Date of Acceptance : 1 July 2021  
 No. of shares : 5 506  
 Class : Ordinary shares  
 Value of transaction : R866 479 based on the closing market price on 1 July 2021 of R157.37  
 Consideration : Nil  
 Nature of Transaction: Acceptance of 5 506 TFG shares in terms of and subject to the

rules of the Company's Forfeitable Share Plan 2020

Vesting periods : The shares vest in June 2024 provided the recipient remains in the group's employ

Extent of interest : Direct Beneficial

The following shares have been committed by the executive directors in accordance with the Minimum Shareholding Requirement (MSR) Policy.

- a) In terms of the MSR Policy, voluntary deferred bonus amounts which may represent all or portion of the executive's bonus can be converted to shares (termed FY21 Deferred Shares) and be subjected to the 5 year Holding Period.
- b) In terms of the MSR Policy the voluntary deferred bonus amount will be matched by the Company with 40% additional forfeitable restricted shares (termed Matched Shares) to vest in 3 years subject to the executive being in the Group's employ. The executive will forfeit the Matched Shares prior to the vesting date should the FY21 Deferred Shares no longer be held subject to the MSR. The FY21 Deferred Shares would be required to be released by the TFG Remuneration Committee at their discretion.

Name : A E Thunström

Position : Executive director - CEO

Date of Acceptance : 1 July 2021

No. of shares : 33 845

Class : Ordinary shares

Value of transaction : R5 326 188 based on the closing market price on 1 July 2021 of R157.37

Consideration : Nil

Nature of Transaction: Acceptance of 33 845 TFG shares (FY21 Deferred Shares) in lieu of a deferred bonus in terms of the MSR policy

Vesting periods : The shares are subject to a 5 year holding period and subject to the MSR policy

Extent of interest : Direct Beneficial

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Name : A E Thunström

Position : Executive director - CEO

Date of Acceptance : 1 July 2021

No. of shares : 13 538

Class : Ordinary shares

Value of transaction : R2 130 475 based on the closing market price on 1 July 2021 of R157.37

Consideration : Nil

Nature of Transaction: Acceptance of 13 538 TFG shares (Matched Shares) in terms of and subject to the rules of the Company's Forfeitable Share Plan 2020 and subject to the FY21 Deferred Shares being held until vesting date

Vesting periods : The shares vest in June 2024 provided the recipient remains in the group's employ

Extent of interest : Direct Beneficial

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Name : G S Naidoo

Position : Director of Foschini Retail Group (Pty) Ltd

Date of Acceptance : 1 July 2021

No. of shares : 17 459

Class : Ordinary shares

Value of transaction : R2 747 523 based on the closing

market price on 1 July 2021 of R157.37

Consideration : Nil

Nature of Transaction: Acceptance of 17 459 TFG shares (FY21 Deferred Shares) in lieu of a deferred bonus in terms of the MSR policy

Vesting periods : The shares are subject to a 5 year holding period and subject to the MSR policy

Extent of interest : Direct Beneficial

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Name : G S Naidoo

Position : Director of Foschini Retail Group (Pty) Ltd

Date of Acceptance : 1 July 2021

No. of shares : 6 984

Class : Ordinary shares

Value of transaction : R1 099 072 based on the closing market price on 1 July 2021 of R157.37

Consideration : Nil

Nature of Transaction: Acceptance of 6 984 TFG shares (Matched Shares) in terms of and subject to the rules of the Company's Forfeitable Share Plan 2020 and subject to the FY21 Deferred Shares being held until vesting date

Vesting periods : The shares vest in June 2024 provided the recipient remains in the group's employ

Extent of interest : Direct Beneficial

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Name : S A Baird

Position : Director of Foschini Retail Group (Pty) Ltd

Date of Acceptance : 1 July 2021

No. of shares : 10 309

Class : Ordinary shares

Value of transaction : R1 622 327 based on the closing market price on 1 July 2021 of R157.37

Consideration : Nil

Nature of Transaction: Acceptance of 10 309 TFG shares (FY21 Deferred Shares) in lieu of a deferred bonus in terms of the MSR policy

Vesting periods : The shares are subject to a 5 year holding period and subject to the MSR policy

Extent of interest : Direct Beneficial

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Name : S A Baird

Position : Director of Foschini Retail Group (Pty) Ltd

Date of Acceptance : 1 July 2021

No. of shares : 4 123

Class : Ordinary shares

Value of transaction : R648 837 based on the closing market price on 1 July 2021 of R157.37

Consideration : Nil

Nature of Transaction: Acceptance of 4 123 TFG shares (Matched Shares) in terms of and subject to the rules of the Company's Forfeitable Share Plan 2020 and subject to the FY21 Deferred Shares being held until vesting date

Vesting periods : The shares vest in June 2024 provided the recipient remains in the group's employ  
 Extent of interest : Direct Beneficial  
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 Name : J L Fisher  
 Position : Director of Foschini Retail Group (Pty) Ltd  
 Date of Acceptance : 1 July 2021  
 No. of shares : 5 267  
 Class : Ordinary shares  
 Value of transaction : R828 868 based on the closing market price on 1 July 2021 of R157.37  
 Consideration : Nil  
 Nature of Transaction: Acceptance of 5 267 TFG shares (FY21 Deferred Shares) in lieu of a deferred bonus in terms of the MSR policy  
 Vesting periods : The shares are subject to a 5 year holding period and subject to the MSR policy  
 Extent of interest : Direct Beneficial  
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 Name : J L Fisher  
 Position : Director of Foschini Retail Group (Pty) Ltd  
 Date of Acceptance : 1 July 2021  
 No. of shares : 2 107  
 Class : Ordinary shares  
 Value of transaction : R331 579 based on the closing market price on 1 July 2021 of R157.37  
 Consideration : Nil  
 Nature of Transaction: Acceptance of 2 107 TFG shares (Matched Shares) in terms of and subject to the rules of the Company's Forfeitable Share Plan 2020 and subject to the FY21 Deferred Shares being held until vesting date  
 Vesting periods : The shares vest in June 2024 provided the recipient remains in the group's employ  
 Extent of interest : Direct Beneficial  
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 Name : S E Morley  
 Position : Director of Foschini Retail Group (Pty) Ltd  
 Date of Acceptance : 1 July 2021  
 No. of shares : 9 195  
 Class : Ordinary shares  
 Value of transaction : R1 447 017 based on the closing market price on 1 July 2021 of R157.37  
 Consideration : Nil  
 Nature of Transaction: Acceptance of 9 195 TFG shares (FY21 Deferred Shares) in lieu of a deferred bonus in terms of the MSR policy  
 Vesting periods : The shares are subject to a 5 year holding period and subject to the MSR policy  
 Extent of interest : Direct Beneficial  
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 Name : S E Morley  
 Position : Director of Foschini Retail Group (Pty) Ltd  
 Date of Acceptance : 1 July 2021

No. of shares : 3 678  
Class : Ordinary shares  
Value of transaction : R578 807 based on the closing market price on 1 July 2021 of R157.37  
Consideration : Nil  
Nature of Transaction: Acceptance of 3 678 TFG shares (Matched Shares) in terms of and subject to the rules of the Company's Forfeitable Share Plan 2020 and subject to the FY21 Deferred Shares being held until vesting date  
Vesting periods : The shares vest in June 2024 provided the recipient remains in the group's employ  
Extent of interest : Direct Beneficial

The abovementioned transactions are off-market transactions and the pre-requisite clearances were obtained for these transactions.

Cape Town  
6 July 2021

Sponsor:  
UBS South Africa Proprietary Limited