

Steinhoff International Holdings N.V.
(Incorporated in the Netherlands)
(Registration number: 63570173)
Share Code: SNH
ISIN: NL0011375019

Steinhoff Investment Holdings Limited
(Incorporated in the Republic of South Africa)
(Registration number: 1954/001893/06)
JSE Code: SHFF
ISIN: ZAE000068367

NOTICES IN TERMS OF SECTION 155 OF THE COMPANIES ACT 71 OF 2008
RELATING TO
STEINHOFF INTERNATIONAL HOLDINGS PROPRIETARY LIMITED ("the Company")

Capitalised terms used herein and not otherwise defined shall have the meaning ascribed thereto in the compromise that has been proposed by the Company to Scheme Creditors in accordance with section 155 of the Companies Act 71 of 2008, as amended ("**Companies Act**"), referred to as the Amended Proposal in Part B hereof ("**Proposal**"), and available at www.SteinhoffSettlement.com.

Part A – NOTICE OF MEETINGS

Notice is hereby given to Scheme Creditors that virtual meetings (collectively "**Meetings**" and individually "**Meeting**") are convened in terms of section 155(6) of the Companies Act for the purposes of considering and voting on the Proposal.

Please note that due to the restrictions on travel and physical gatherings in relation to the global COVID-19 pandemic, the Meetings will be held virtually and it will not be possible to physically attend the Meetings.

1 MEETINGS

The Meetings will be held on **6 September 2021** at the following times (South African Standard time):

- 1.1 the Meeting of the Financial Creditors will commence at **10h00**;
- 1.2 the Meeting of the Contractual Claimants will commence at **11h00**; and
- 1.3 the Meeting of the Market Purchase Claimants will commence at **13h00**.

2 ATTENDING THE MEETINGS

2.1 Verified Scheme Creditors

2.1.1 For purposes hereof, a "**Verified Scheme Creditor**" is (i) a SIHPL Market Purchase Claimant who submitted claims to the Company prior to the Voting Deadline Date, and whose claims have been duly verified by the Claims Administrator, as communicated by the Claims Administrator to the Verified Scheme Creditor concerned by the issue of a SIHPL Claims Value Notification, (ii) a Contractual Claimant and (iii) a Financial Creditor.

2.1.2 Verified Scheme Creditors, or their proxies, can remotely attend, participate in and vote on the Proposal at the virtual Meeting of the class of creditors to which they belong.

2.1.3 Attending, participating and voting at the virtual Meetings will be via the internet.

2.1.4 The Company has engaged Lumi Technologies Proprietary Limited ("**Lumi**") to remotely host the Meetings on an interactive electronic platform to facilitate remote participation and voting by Scheme Creditors during the virtual Meetings.

2.1.5 Verified Scheme Creditors will in due course receive an e-mail from Lumi which e-mail will include the Scheme Creditor's unique login credentials for purposes of attending and voting at the virtual Meeting of the class of creditors to which they belong.

2.1.6 Verified Scheme Creditors are accordingly encouraged to routinely check their inboxes (including their 'spam'/'junk' e-mail folders) for an e-mail from **smartagm-sa@lumiglobal.com**. If you believe you are a verified Scheme Creditor and you do not receive such an e-mail, kindly notify the Company of this fact, quoting all relevant details, by e-mail to **settlement@steinhoffinternational.com**.

2.2 Observers

Persons other than Verified Scheme Creditors (or their proxies) will be able to observe the Meetings via live webcast, accessible under the 's155 Virtual Meeting' tab on **www.SteinhoffSettlement.com**.

3 INSTRUCTIONS FOR ATTENDANCE AND VOTING BY PROXY

- 3.1 A Verified Scheme Creditor may also elect to authorise the Chair of the Meeting or a third party, in writing, to vote as his/her/its proxy at a Meeting (in accordance with his/her/its instructions). The proxy and voting instruction form should always be granted with clear voting instructions.
- 3.2 Verified Scheme Creditors appointing a named individual or the Chair of the Meeting as their proxy must submit the duly signed proxy and voting instruction form, to be received by the Company by no later than **23:59 SAST on 01 September 2021**, to allow for processing. The e-mail address to which such forms must be sent, as well as the forms themselves, will be made available in due course under the 's155 Virtual Meeting' tab on **www.SteinhoffSettlement.com**.

Part B – NOTICE OF AVAILABILITY OF THE THIRD ADDENDUM TO THE PROPOSAL AND THE AMENDED PROPOSAL

Notice is hereby given of a third addendum to, and the amendment of, the Proposal (the "**Third Addendum**") and of the availability of (i) the Third Addendum and (ii) the Proposal as amended by the Third Addendum, together with the annexures thereto (the "**Amended Proposal**").

The Third Addendum and the Amended Proposal and its annexures are available at www.SteinhoffSettlement.com, www.steinhoffinternational.com and/or by completing a request form from the Registrar of the High Court of South Africa, Western Cape Division, Cape Town.

4 TRANSLATIONS OF THIS NOTICE

In addition to the languages below, a translated version of this notice will be made available in Arabic, Bulgarian, Czech, Greek, Hebrew, Hungarian, Latvian, Lithuanian, Mandarin, Polish, Romanian, Slovak, Slovene and/or Turkish on request (e-mail: info@SteinhoffSettlement.com).

Prevedena verzija ove Obavijesti bit će dostupna na zahtjev na hrvatski (e-mail: info@SteinhoffSettlement.com).

En oversat version af denne meddelelse vil blive gjort tilgængelig efter anmodning på dansk (e-mail: info@SteinhoffSettlement.com).

Een vertaalde versie van deze mededeling zal op verzoek beschikbaar worden gesteld in het Nederlands (e-mail: info@SteinhoffSettlement.com).

Selle teadaande eesti keelde tõlgitud versioon tehakse kättesaadavaks vastava taotluse esitamisel (e-mail: info@SteinhoffSettlement.com).

Une version traduite en français de cette notice sera fournie sur demande (e-mail: info@SteinhoffSettlement.com).

Eine übersetzte Version dieses Hinweises wird auf Anfrage auf Deutsch zur Verfügung gestellt (e-mail: info@SteinhoffSettlement.com).

Þýdd útgáfa af þessari tilkynningu verður fánleg samkvæmt beiðni á Íslensku (e-mail: info@SteinhoffSettlement.com).

Una versione tradotta del presente Avviso verrà resa disponibile su richiesta in Italiano (e-mail: info@SteinhoffSettlement.com).

En oversatt versjon av denne merknaden vil bli gjort tilgjengelig på forespørsel på Norsk (e-mail: info@SteinhoffSettlement.com).

Mediante pedido, será disponibilizada uma versão traduzida do presente Aviso em Português (e-mail: info@SteinhoffSettlement.com).

Toleo lililotafsiriwa la Notisi hii litatolewa endapo litaombwa katika kiswahili (e-mail: info@SteinhoffSettlement.com).

Vid behov kommer en översatt version av detta meddelande att göras tillgänglig på svensk (e-mail: info@SteinhoffSettlement.com).

Se pondrá a disposición de los interesados una versión de este Aviso traducida al español (e-mail: info@SteinhoffSettlement.com).

Steinhoff International Holdings N.V. has a primary listing on the Frankfurt Stock Exchange and a secondary listing on the JSE Limited.

JSE Sponsor: PSG Capital

Stellenbosch, South Africa

11 August 2021