

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")

DIVIDEND FINALISATION AND REPORT ON PROCEEDINGS AT THE ANNUAL GENERAL MEETING

The Company is pleased to inform shareholders that the MultiChoice South Africa Holdings (Pty) Ltd ("MCSAH") shareholders approved the MCSAH dividend at the MCSAH annual general meeting held on Wednesday, 25 August 2021. The Company's dividend declaration is accordingly unconditional and the dividend will be paid in accordance with the timetable set out in the declaration announcement.

At the third (3rd) annual general meeting ("AGM") of the shareholders of MultiChoice held on Thursday, 26 August 2021, all ordinary and special resolutions proposed at the meeting were approved by the requisite majority of votes save for ordinary resolution number 6, relating to the general authority to issue shares for cash, which did not pass with the requisite 75% approval required in terms of the JSE Limited ("JSE") Listings requirements. In addition, the non-binding advisory resolutions 1 and 2 did not achieve the 75% support level referred to in the King Code.

MultiChoice confirms the voting statistics from the AGM as follows:

Resolution	Votes cast disclosed as a percentage of the total number of shares voted at the meeting		Number of Shares Voted	Shares voted disclosed as a percentage of the total issued shares ⁽¹⁾	Shares abstained disclosed as a percentage of the total issued shares
	For	Against			
Ordinary resolution number 1:					
Presenting the annual reporting suite	100.00%	0.00%	352,236,152	79.60%	0.24%
Ordinary resolution number 2:					
Election of James Hart du Preez as an independent non-executive director	99.36%	0.64%	352,364,060	79.63%	0.21%
Ordinary resolution number 3: Re-election of directors					
Christine Mideva Sabwa	99.30%	0.70%	352,365,224	79.63%	0.21%
Fatai Adegboyega Sanusi	99.30%	0.70%	352,365,224	79.63%	0.21%

John James Volkwyn	65.89%	34.11%	352,364,060	79.63%	0.21%
Ordinary resolution number 4:					
Reappointment of independent auditor	70.03%	29.97%	352,365,493	79.63%	0.21%
Ordinary resolution number 5: Appointment of audit committee member					
Louisa Stephens (chair)	98.97%	1.03%	352,362,896	79.63%	0.21%
James Hart du Preez	97.67%	2.33%	352,362,605	79.63%	0.21%
Elias Masilela	97.80%	2.20%	352,364,060	79.63%	0.21%
Christine Mideva Sabwa	100.00%	0.00%	352,364,060	79.63%	0.21%
Ordinary resolution number 6⁽²⁾:					
General authority to issue shares for cash	67.84%	32.16%	352,367,321	79.63%	0.21%
Non-binding advisory resolution number 1⁽³⁾:					
Endorsement of the Company's remuneration policy	35.77%	64.23%	352,306,068	79.61%	0.22%
Non-binding advisory resolution number 2⁽³⁾:					
Endorsement of the implementation of the Company's remuneration policy	35.49%	64.51%	351,574,810	79.45%	0.39%
Special resolution number 1:					
Approval of the remuneration of non-executive directors	82.00%	18.00%	352,271,723	79.61%	0.23%
Special resolution number 2:					
General authority to repurchase shares	94.08%	5.92%	352,325,405	79.62%	0.22%

Special resolution number 3:					
General authority to provide financial assistance in terms of section 44 of the Companies Act	92.55%	7.45%	352,365,793	79.63%	0.21%
Special resolution number 4:					
General authority to provide financial assistance in terms of section 45 of the Companies Act	96.19%	3.81%	352,363,711	79.63%	0.21%
Ordinary resolution number 7:					
Authorisation to implement resolutions	100.00%	0.00%	352,365,260	79.63%	0.21%

- (1) Total issued shares is 442 512 678.
- (2) Shareholders are advised that ordinary resolution number 6 relating to the general authority to issue shares for cash did not receive 75% of the votes cast in favour of the resolution as required by the JSE Listings Requirements.
- (3) Shareholders are advised that the non-binding advisory resolutions numbers 1 and 2 (the remuneration policy and the implementation of the remuneration policy, respectively) were voted against by more than 25% of MultiChoice's shareholders present in person or represented by proxy at the AGM ("dissenting shareholders").

The board and the remuneration committee invite those dissenting shareholders to engage with the Company by forwarding their concerns/questions on the remuneration policy and the implementation thereof to the Company Secretary in writing by email to agm@multichoice.com by close of business on Friday, 17 September 2021. We will respond post the deadline to those that have made submissions.

Randburg
26 August 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 domicilium, 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 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.