

Motus Holdings Limited

Incorporated in the Republic of South Africa

(Registration number: 2017/451730/06)

ISIN: ZAE000261913

Share code: MTH

("Motus" or "the Company")

VESTING OF SHARES AND AWARDS IN TERMS OF THE MOTUS HOLDINGS SHARE INCENTIVE SCHEME (2018 AWARDS)

In compliance with paragraphs 3.63 to 3.74 (both inclusive) of the Listings Requirements of the JSE Limited, the following information is disclosed in relation to the directors and prescribed officers of the Company:

Deferred Bonus Plan ("DBP")

DBP options were awarded to the scheme participants in 2018 at R89.67 per share. In accordance with the rules of the scheme approved by the shareholders, an equal number of matching Motus ordinary shares are awarded on the vesting date at no further cost. These options vest on 15 September 2021 in accordance with the rules of the scheme.

Share Appreciation Rights ("SAR")

Vesting of 84.16% of SAR awards on 15 September 2021 after applying the related performance conditions during the performance period from 1 July 2018 until 30 June 2021. In accordance with the scheme rules, the gains of participants in terms of the SAR scheme is determined using the share price of Motus at the time when each participant elects to exercise their vested rights, compared to the strike price of R89.67, which may be exercised by no later than 30 June 2023, with the difference in value used to purchase shares on behalf of the participant.

Conditional Share Plan ("CSP")

Motus granted CSP awards to directors and prescribed officers of the Company in 2018, which vested on 15 September 2021 at 53.31% during the performance period from 1 July 2018 until 30 June 2021, after applying the related performance conditions. The CSP awards were granted at a price of R89.67 per share.

Additional details of the transactions are disclosed below.

Director:	OS Arbee
Position:	Executive Director
Nature of transaction:	Vesting of DBP options and CSP awards, respectively
Class of securities:	Ordinary shares of no par value
Nature of interest:	Direct beneficial

DBP

Number of matching Motus shares vested:	118 211
Deemed price:	R103.5584
Total value of transaction:	R12 241 742.02

CSP

Number of shares: 71 341
Deemed price: R104.4659
Total value: R7 452 701.77

Director: **OJ Janse van Rensburg**
Position: **Executive Director**
Nature of transaction: Vesting of DBP options and CSP awards, respectively
Class of securities: Ordinary shares of no par value
Nature of interest: Direct beneficial

DBP

Number of matching Motus shares vested: 61 336
Deemed price: R103.5584
Total value of transaction: R6 351 858.02

CSP

Number of shares: 41 615
Deemed price: R104.4659
Total value: R4 347 348.43

Director: **KA Cassel**
Position: **Executive Director**
Nature of transaction: Vesting of SAR and CSP awards, respectively
Class of securities: Ordinary shares of no par value
Nature of interest: Direct beneficial

SAR

Number of SAR vested: 153 549

CSP

Number shares: 29 725
Deemed price: R104.4659
Total value: R3 105 248.88

Prescribed Officer: **C Venter**
Position: **Prescribed Officer**
Nature of transaction: Vesting of DBP options, SAR and CSP awards, respectively
Class of securities: Ordinary shares of no par value
Nature of interest: Direct beneficial

DBP

Number of matching Motus shares vested: 10 706
Deemed price: R103.5584
Total value of transaction: R1 108 696.23

SAR

Number of SAR vested: 62 394

CSP

Number of shares: 23 780

Deemed price: R104.4659

Total value: R2 484 199.10

Prescribed Officer

Position:

Nature of transaction:

Class of securities:

Nature of interest:

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Prescribed Officer

Vesting of DBP options; SAR and CSP awards respectively.

Ordinary shares of no par value

Direct beneficial

DBP

Number of matching Motus shares vested: 10 706

Deemed price: R103.5584

Total value of transaction: R1 108 696.23

SAR

Number of SAR vested: 62 394

CSP

Number of ordinary shares of no par value: 23 780

Deemed price: R104.4659

Total value: R2 484 199.10

The abovementioned transactions were all done off-market and the prerequisite clearance to deal was obtained.

Bedfordview

16 September 2021

Sponsor

Merchantec Capital