

MTN Group Limited
(Incorporated in the Republic of South Africa)
Registration number 1994/009584/06
Share code: MTN
ISIN: ZAE000042164
(MTN or the MTN Group)

MOBILE TELEPHONE NETWORKS HOLDINGS LIMITED
(Incorporated in the Republic of South Africa)
(Registration No. 1993/001411/06)
(MTN Holdings)

ALLOCATION/AWARD OF MTN GROUP SHARES IN ACCORDANCE WITH THE
PERFORMANCE SHARE PLAN 2010 (MTN PERFORMANCE SHARE PLAN)

In accordance with paragraph 3.63 of the JSE Limited Listings Requirements, shareholders are advised that the following directors of MTN as well as of major subsidiaries of MTN were awarded and accepted shares, which are subject to performance conditions, in accordance with the MTN Performance Share Plan. The salient details of which are set out below:

1.	Name of director & MTN Prescribed Officer	RT Mupita
	Name of the company	MTN & MTN Holdings Mobile Telephone Networks Proprietary Limited and MTN Nigeria Communications Plc
	Date of transaction:	13 December 2021
	Number of shares awarded	205 200 shares
	Class of security	MTN ordinary shares of 0.01 cents each
	Market price per share at which shares were awarded	R158.00
	Total value of shares	R32 421 600,00
	Vesting period	Three years from award date
	Nature of transaction	Off-market award of shares to employee

	Nature of interest	Direct beneficial
	Clearance	Yes
2.	Name of director & Prescribed Officer	TB Molefe
	Name of the company	MTN & MTN Holdings Mobile Telephone Networks Proprietary Limited and MTN Nigeria Communications Plc
	Date of transaction	13 December 2021
	Number of shares awarded	101 900 shares
	Class of security	MTN ordinary shares of 0.01 cents each
	Market price per share at which shares were awarded	R158.00
	Total value of shares	R16 100 200,00
	Vesting period	Three years from award date
	Nature of transaction	Off-market award of shares to employee
	Nature of interest	Direct beneficial
	Clearance	Yes
3.	Name of director & MTN Prescribed Officer	J Schulte-Bockum
	Name of the subsidiary company	Mobile Telephone Networks Proprietary Limited and MTN Nigeria Communications Plc
	Date of transaction	13 December 2021
	Number of shares awarded	121 500 shares
	Class of security	MTN ordinary shares of 0.01 cents each

Market price per share at which shares were awarded	R 158.00
Total value of shares	R19 197 000,00
Vesting period	Three years from award date
Nature of transaction	Off-market award of shares to employee
Nature of interest	Direct beneficial
Clearance	Yes

4. **Name of director**

PD Norman

Name of the subsidiary company	Mobile Telephones Networks Proprietary Limited
Date of transaction	13 December 2021
Number of shares awarded	56 900 shares
Class of security	MTN ordinary shares of 0.01 cents each
Market price per share at which shares were awarded	R158.00
Total value of shares	R8 990 200,00
Vesting period	Three years from award date
Nature of transaction	Off-market award of shares to employee
Nature of Interest	Direct beneficial
Clearance	Yes

5. **Name of director**

K Toriola

Name of the subsidiary company	MTN Nigeria Communications Plc
Date of transaction	13 December 2021

Number of shares awarded	50 850 shares
Class of security	MTN ordinary shares of 0.01 cents each
Market price per share at which shares were awarded	R158.00
Total value of shares	R8 034 300,00
Vesting period	Three years from award date
Nature of transaction	Off-market award of shares to employee
Nature of interest	Direct beneficial
Clearance	Yes

6. **Name of Director**

C Molapisi

Name of Company	MTN Nigeria Communications Plc
Date of transaction	13 December 2021
Number of shares awarded	82 400 shares
Class of security	MTN ordinary shares of 0.01 cents each
Market price per share at which shares were awarded	R158.00
Total value of shares	R13 019 200,00
Vesting period	Three years from award date
Nature of transaction	Off-market award of shares to employee
Nature of interest	Direct beneficial
Clearance	Yes

8. Name of director	FJ Moolman
Name of the subsidiary company	Mobile Telephone Networks Proprietary Limited and MTN Nigeria Communications Plc
Date of transaction	13 December 2021
Number of shares awarded	64 900 shares
Class of security	MTN ordinary shares of 0.01 cents each
Market price per share at which shares were awarded	R158.00
Total value of shares	R10 254 200,00
Vesting period	Three years from award date
Nature of transaction	Off-market award of shares to employee
Nature of interest	Direct beneficial
Clearance	Yes
 10. Name of director	 D Molefe
Name of the subsidiary company	Mobile Telephone Networks Proprietary Limited
Date of transaction	21 December 2020
Number of shares awarded	28 500 shares
Class of security	MTN ordinary shares of 0.01 cents each
Market price per share at which shares were awarded	R158.00
Total value of shares	R4 503 000,00
Vesting period	Three years from award date

Nature of transaction	Off-market award of shares to employee
Nature of interest	Direct beneficial
Clearance	Yes

11. **Name of Director**

M Kadri

Name of the subsidiary company	MTN Nigeria Communications Plc
Date of transaction	13 December 2021
Number of shares awarded	15 150 shares
Class of security	MTN ordinary shares of 0.01 cents each
Market price per share at which shares were awarded	R158.00
Total value of shares	R2 393 700,00
Vesting period	Three years from award date
Nature of transaction	Off-market award of shares to employee
Nature of interest	Direct beneficial
Clearance	Yes

12. **Name of Company Secretary**

T Sishuba Bonoyi

Name of company	MTN
Date of transaction	13 December 2021
Number of shares awarded	21 300 shares
Class of security	MTN ordinary shares of 0.01 cents each
Market price per share at which shares were awarded	R158.00

Total value of shares	R3 365 400,00
Vesting period	Three years from award date
Nature of transaction	Off-market award of shares to employee
Nature of interest	Direct beneficial
Clearance	Yes

Fairland

17 December 2021

Lead Sponsor

Tamela Holdings Proprietary Limited

Joint Sponsor

JP Morgan Equities Proprietary Limited

Debt Sponsor

Standard Bank Limited