

PEPKOR HOLDINGS LIMITED

(Incorporated in the Republic of South Africa)

(Registration number: 2017/221869/06)

Share Code: PPH

Debt Code: PPHI

ISIN: ZAE000259479

("Pepkor" or the "Company")



ACQUISITION OF SECURITIES AND THE ACCEPTANCE OF SHARE RIGHTS IN TERMS OF THE PEPKOR HOLDINGS LIMITED EXECUTIVE SHARE RIGHTS SCHEME ("THE SCHEME")

In compliance with paragraphs 3.63 to 3.74 of the JSE Limited ("JSE") Listings Requirements and paragraphs 6.42 to 6.53 of the JSE Debt Listings Requirements, the following information regarding the acquisition of securities and the acceptance of share rights granted under the Scheme is disclosed:

ACQUISITION OF SECURITIES

NAMES OF DIRECTORS	LM Lourens [1] RG Hanekom [2] JL Hamman [3]
NAMES OF ASSOCIATES	Leon Lourens Beleggings (Pty) Ltd [1] LM Hamman [4]
RELATIONSHIP OF ASSOCIATES WITH DIRECTORS	Director is a director and shareholder of the associate [1] Spouse of a director of a major subsidiary [4]
COMPANY OF WHICH A DIRECTOR	Pepkor Holdings Limited [1 - 2] Pepkor Trading (Pty) Limited [3] (a major subsidiary of the Company)
DIRECTOR STATUS: EXECUTIVE/NON-EXECUTIVE	Executive [1 - 3]
TYPE AND CLASS OF SECURITIES	Ordinary shares [1 - 4]
NATURE OF TRANSACTION	Acquisition of ordinary shares through the vesting of awards in terms of the Scheme (off-market transaction) [1 - 4]
DATE OF AWARD	1 March 2019 [1 - 4]
DATE OF VESTING	1 March 2022 [1 - 4]
DATE OF TRANSACTION	10 March 2022 [1 - 4]

DEEMED PRICE PER SHARE	R20.25 (closing price on 10 March 2022)	[1 - 4]
NUMBER OF SECURITIES ACQUIRED AFTER SETTLEMENT OF TAX	406 274 273 327 194 939 82 593	[1] [2] [3] [4]
DEEMED TOTAL RAND VALUE OF SECURITIES ACQUIRED NET OF TAX	R8 227 048.50 R5 534 871.75 R3 947 514.75 R1 672 508.25	[1] [2] [3] [4]
NATURE AND EXTENT OF INTEREST IN THE TRANSACTION	Indirect, beneficial Direct, beneficial	[1] [2 - 4]

ACCEPTANCE OF SHARE RIGHTS

NAMES OF DIRECTORS AND COMPANY SECRETARY	LM Lourens RG Hanekom JL Hamman M Allie	[1] [2] [3] [4]
NAME OF ASSOCIATE	LM Hamman	[5]
RELATIONSHIP OF ASSOCIATE WITH DIRECTOR	Spouse of a director of a major subsidiary	[5]
COMPANY OF WHICH A DIRECTOR	Pepkor Holdings Limited Pepkor Trading (Pty) Limited (a major subsidiary of the Company)	[1 - 2] [3]
DIRECTOR STATUS: EXECUTIVE/NON- EXECUTIVE	Executive	[1 - 3]
TYPE AND CLASS OF SECURITIES	Share rights to ordinary shares in the company granted in terms of the Scheme	[1 - 5]
NATURE OF TRANSACTION	Acceptance of share rights in terms of the Scheme (off-market transaction)	[1 - 5]
DATE OF AWARD OF SHARE RIGHTS	1 March 2022	[1 - 5]
DATE OF ACCEPTANCE OF SHARE RIGHTS	11 March 2022	[1 - 5]
PRICE AT WHICH SHARE RIGHTS AWARDED	Zero cost	[1 - 5]
NUMBER OF SHARE RIGHTS ACCEPTED	794 522 533 819 402 227	[1] [2] [3]

	235 874 [4] 235 874 [5]
TOTAL RAND VALUE OF SHARE RIGHTS ACCEPTED BASED ON THE CLOSING SHARE PRICE OF R20.25 ON 10 MARCH 2022	R16 089 070.50 [1] R10 809 834.75 [2] R8 145 096.75 [3] R4 776 448.50 [4] R4 776 448.50 [5]
VESTING DATE OF SHARE RIGHTS	The share rights are subject to a [1 - 5] three year performance period and shall vest on the third anniversary of the award date subject to the achievement of performance criteria
NATURE AND EXTENT OF INTEREST IN THE TRANSACTION	Direct, beneficial [1 - 5]

Clearance for the above was obtained in terms of paragraph 3.66 of the JSE Limited Listings Requirements.

Parow
11 March 2022

Equity Sponsor
PSG Capital



Debt Sponsor and corporate broker
Rand Merchant Bank (A division of FirstRand Bank Limited)

