
MOTUS HOLDINGS LIMITED
Incorporated in the Republic of South Africa
(Registration number 2017/451730/06)
Share code: MTH ISIN: ZAE000261913
("the Group" or "the Company")

CLARIFICATION ANNOUNCEMENT - DEALINGS IN SECURITIES BY DIRECTORS

Shareholders are referred to the 'Vesting of Shares and Awards in terms of the Motus Holdings Share Incentive Scheme' and the 'Dealings in Securities by Directors and Prescribed Officers' announcements released on SENS on 20 September 2022 and 28 September 2022, respectively. This announcement is published in order to provide context to shareholders regarding the sale of shares by directors as disclosed in the announcement dated 28 September 2022.

In terms of the remuneration policy of the Group, any senior employee with significant managerial or other responsibility, including any director holding salaried employment or office in the Group (participant), is eligible to participate in long term incentive ("LTI") schemes. An LTI scheme participant becomes entitled to shares in the Company after confirmation by the board of directors ("Board") that the performance conditions and all other conditions have been fulfilled as set out in grant letters. Pursuant to the November 2018 and September 2019 grant letters, on 15 September 2022 the LTIs vested, as approved by the Board.

Following vesting of the LTI awards, the Company is required, within 30 (thirty) days of each vesting date, to procure the delivery of the shares that have vested to the participant's account. The participant may elect to have all or part of the shares sold on his/her behalf to settle the tax obligations and to take delivery of the net resulting shares. The announcement dated 28 September 2022 reflects the shares sold by executive directors to settle their tax obligations arising from the vesting of their LTI awards, as detailed in the announcement dated 20 September 2022. In order to ensure fairness to all LTI participants, the consolidated sale of shares was undertaken by an independent third party and was completed over a period of seven days from vesting. The table below reflects the change in directors' interests from 30 June 2022 to date. The current shareholding is in excess on the minimum number of shares required to be held by the directors in terms of the remuneration policy of the Group.

Summary of movement in directors' direct and indirect shareholdings in Motus Holdings Limited

	Directors' direct and indirect shareholding as at 30 June 2022	Shares awarded following vesting of LTI awards 15 September 2022	Shares disposed of to settle tax liability on vesting of LTI scheme shares	Directors' direct and indirect shareholding as at 29 September 2022	Shares disposed as % of shares awarded to settle income tax liability
Osman Arbee	138 393	366 557	(175 912)	329 038	48.0%
Ockert Janse van Rensburg	140 911	201 010	(96 468)	245 453	48.0%
Kerry Cassel	16 597	157 590	(75 630)	98 557	48.0%

Bedfordview
29 September 2022

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