

Shoprite Holdings Limited

(Incorporated in the Republic of South Africa)

Registration no. 1936/007721/06

ISIN: ZAE000012084

JSE share code: SHP

NSX share code: SRH

LuSE share code: SHOPRITE

("Shoprite Holdings" or the "Group")

VOLUNTARY ANNOUNCEMENT RELATING TO THE FULFILLMENT OF SUSPENSIVE CONDITIONS AND CLOSING OF THE ACQUISITION OF SELECT BUSINESSES FROM MASSMART HOLDINGS LIMITED ("MASSMART HOLDINGS")

Shoprite Holdings' shareholders ("Shareholders") are referred to the Group's announcement released on 20 August 2021 wherein the Group communicated that it would acquire select businesses from Massmart Holdings.

The revised transaction sees the exclusion of 15 stores, the majority of which are to be separately divested of by Massmart Holdings following consultation with the South African competition authorities.

With certain stores being required to be excluded from the initial proposed transaction by the South African competition authorities, the final transaction hereby comprises the following:

- 42 Cambridge Food and Rhino Cash and Carry stores (the majority of which include adjacent liquor stores);
 - two Fruitspot facilities and the Massfresh Meat business; and
 - 12 Masscash Cash and Carry stores,
- (the "Transaction").

Shareholders are advised that all suspensive conditions, including the requisite approval by the South African Competition Tribunal, have been fulfilled and the Transaction will be effective on 9 January 2023.

Cape Town

12 December 2022

Financial Advisor and Transaction Sponsor: Investec Bank Limited

Legal Advisor: DLA Piper Advisory Services Proprietary Limited