

Steinhoff International Holdings N.V.

(Incorporated in the Netherlands)

(Registration number: 63570173)

Share Code: **SNH**

ISIN: **NL0011375019**

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### **Result of Accelerated Placement of ordinary shares in Pepco Group N.V.**

Further to the announcement released on 17 January 2023, Steinhoff International Holdings N.V. (the “**Company**”, together with its subsidiaries, “**Steinhoff**” or the “**Steinhoff Group**”) announces that the Steinhoff Group has sold through IBEX Retail Investments (Europe) Limited (the “**Seller**”), an indirect wholly owned subsidiary of the Company, an aggregate of 38 million ordinary shares in the capital of Pepco Group N.V. (“**Pepco Group**”) at a price of PLN 38.95 per share (the “**Placement**”), raising aggregate gross sale proceeds of approximately PLN 1,480.1 million (EUR 315.2 million). The Placement was upsized from its launch size of approximately 34.5 million ordinary shares due to investor demand.

Following closing of the Placement, the Company will indirectly hold 415,594,616 ordinary shares, representing approximately 72.3% of Pepco Group’s issued share capital.

The proceeds of the Placement are payable in cash on usual settlement terms, and closing of the Placement is expected to occur on a T+2 basis on 20 January 2023. The Steinhoff Group intends to use the proceeds from the Placement to reduce its outstanding debt. Pepco Group will not receive any proceeds from the Placement.

The ordinary shares in Pepco Group retained by Steinhoff following the Placement will be subject to a 90-day lock-up period, subject to customary exemptions.

Goldman Sachs Bank Europe SE (“**Goldman Sachs**”) and J.P. Morgan SE (“**JP Morgan**”) are acting as Joint Global Coordinators in connection with the Placement. Santander Bank Polska S.A. – Santander Biuro Maklerskie (“**Santander**”) and Numis Europe Limited (“**Numis**”) are acting as Joint Bookrunners.

The Company has a primary listing on the Frankfurt Stock Exchange and a secondary listing on the JSE Limited.

Stellenbosch, South Africa

18 January 2023

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EACH OF GOLDMAN SACHS AND JP MORGAN IS SUPERVISED BY THE EUROPEAN CENTRAL BANK AND THE FEDERAL FINANCIAL SUPERVISORY AUTHORITY (*BUNDESANSTALT FÜR FINANZDIENSTLEISTUNGSAUFSICHT*) IN GERMANY. SANTANDER IS SUBJECT TO THE SUPERVISION OF THE POLISH FINANCIAL SUPERVISION COMMISSION (KOMISJA NADZORU FINANSOWEGO) WITH ITS HEADQUARTERS IN WARSAW, PIĘKNA 20, 00-549 WARSAW, POLAND. NUMIS IS REGULATED BY THE CENTRAL BANK OF IRELAND IN IRELAND. THE JOINT GLOBAL COORDINATORS AND THE JOINT BOOKRUNNERS ARE ACTING FOR THE SELLER ONLY IN CONNECTION WITH THE PLACEMENT AND NO ONE ELSE, AND WILL NOT BE RESPONSIBLE TO ANYONE OTHER THAN THE SELLER FOR PROVIDING THE PROTECTIONS OFFERED TO CLIENTS NOR FOR PROVIDING ADVICE IN RELATION TO THE PLACEMENT SHARES OR THE PLACEMENT, THE CONTENTS OF THIS ANNOUNCEMENT OR ANY TRANSACTION, ARRANGEMENT OR OTHER MATTER REFERRED TO IN THIS ANNOUNCEMENT.

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