

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")



DISCLOSURE OF DISPOSAL OF SECURITIES

In accordance with section 122(3)(b) of the Companies Act, No. 71 of 2008, as amended, and paragraph 3.83(b) of the JSE Limited Listings Requirements, shareholders are hereby advised that on 9 February 2023 the Company received formal notification in the prescribed form from Ainsley Holdings Proprietary Limited ("**Ainsley Holdings**"), an indirect wholly owned subsidiary of Steinhoff International Holdings N.V. (the "**Steinhoff Group**"), that Ainsley Holdings has reduced its beneficial interest in the issued ordinary share capital of the Company, such that the total beneficial interest held by Ainsley Holdings amounts to 41.992% of the Company's issued ordinary share capital.

Steinhoff Group launched an accelerated bookbuild of 240 million Pepkor shares on 8 February 2023 (the "**placing**"). Following strong demand from investors, the size of the placing was increased to 265 million Pepkor shares and the placing remained significantly oversubscribed. The final placing represents approximately 7.2% of the total Pepkor shares in issue.

Following the placing, the Steinhoff Group now holds 43.898% of the issued shares (through Ainsley Holdings and other subsidiaries) in Pepkor. As a result, the Steinhoff Group no longer has a controlling stake in Pepkor. Pepkor's free float has increased to 56.1%.

The requisite notice in terms of section 122(3)(a) of the Companies Act has been filed with the Takeover Regulation Panel. The board of the Company accepts responsibility for the information contained in this announcement and confirms that, to the best of its knowledge and belief, such information accurately reflects the information contained in the TRP 121.1 form received by the Company from Ainsley Holdings.

Parow
13 February 2023

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