

Naspers Limited

(Incorporated in the Republic of South Africa)

(Registration number 1925/001431/06)

JSE share code: NPN ISIN: ZAE000015889

(Naspers)

DEALINGS IN SECURITIES

In compliance with Rules 3.63 – 3.74 of the JSE Listings Requirements, the following information is disclosed:-

Executive Director:	Bob van Dijk
Transaction date:	5 July 2023
On/off market:	Off market
Price at which share options were offered:	Closing price on the JSE Limited on 27 June 2023: R3 261.28
Number of shares:	6 519 Naspers N ordinary share options
Value:	R11 546 938 (approximately US\$623 500). Value is determined as being fair value of the award on grant date determined in accordance with International Financial Reporting Standards 2 – Share-based Payment.
Class of shares:	N ordinary
Nature of transaction:	Offer of an option to purchase shares made by the MIH Internet Holdings B.V. employee share incentive scheme to Bob van Dijk. The offer of an option to purchase shares was made at market value on 27 June 2023 at R3 261.28, being the closing price on the JSE Limited on that day. The offer was accepted on 5 July 2023. The first quarter of the options vest on 27 June 2024, the second quarter vests on 27 June 2025, the third quarter vests on 27 June 2026 and the final quarter vests on 27 June 2027.
Price at which PSUs were offered:	R0
Number of shares:	21 244 Naspers performance stock units
Grant value:	R69 281 627 (approximately US\$3 741 000).
Class of shares:	N ordinary
Nature of transaction:	Offer of performance share units (PSUs) by the Naspers Restricted Stock Plan Trust to Bob van Dijk. The offer of PSUs was made on 27 June 2023. Vesting of PSUs, and the exact quantum thereof, is subject to the achievement of performance conditions set out in the remuneration report included in the integrated annual report on page 141. The offer was accepted on 5 July 2023. The PSUs are expected to vest on or about 27 June 2026.
Nature of interest:	Direct Beneficial
Clearance:	Clearance has been received in terms of paragraph 3.66 of the JSE Listings Requirements.

Executive Director:	Basil Sgourdos
Transaction date:	5 July 2023
On/off market:	Off market
Price at which share options were offered:	Closing price on the JSE Limited on 27 June 2023: R3 261.28
Number of shares:	3 597 Naspers N ordinary share options
Value:	R6 370 724 (approximately US\$344 000) Value is determined as being fair value of the award on grant date determined in accordance with International Financial Reporting Standards 2 – Share-based Payment.
Class of shares:	N ordinary
Nature of transaction:	Offer of an option to purchase shares made by the MIH Internet Holdings B.V. employee share incentive scheme to Basil Sgourdos. The offer of an option to purchase shares was made at market value on 27 June 2023 at R3 261.28, being the closing price on the JSE Limited on that day. The offer was accepted on 5 July 2023. The first quarter of the options vest on 27 June 2024, the second quarter vests on 27 June 2025, the third quarter vests on 27 June 2026 and the final quarter vests on 27 June 2027.
Price at which PSUs were offered:	R0
Number of shares:	11 721 Naspers performance stock units
Grant value:	R38 224 346 (approximately US\$2 064 000)
Class of shares:	N ordinary
Nature of transaction:	Offer of performance share units (PSUs) by the Naspers Restricted Stock Plan Trust to Basil Sgourdos. The offer of PSUs was made on 27 June 2023. Vesting of PSUs, and the exact quantum thereof, is subject to the achievement of performance conditions set out in the remuneration report included in the integrated annual report on page 141. The offer was accepted on 5 July 2023. The PSUs are expected to vest on or about 27 June 2026.
Nature of interest:	Direct Beneficial
Clearance:	Clearance has been received in terms of paragraph 3.66 of the JSE Listings Requirements
Cape Town, South Africa 6 July 2023	
JSE sponsor to Naspers Investec Bank Limited	

Enquiries

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About Naspers

Established in 1915, Naspers has transformed itself to become a global consumer internet company and one of the largest technology investors in the world. Through Prosus, the group operates and invests globally in markets with long-term growth potential, building leading consumer internet companies that empower people and enrich communities. Prosus has its primary listing on Euronext Amsterdam, and a secondary listing on the Johannesburg Stock Exchange and Naspers is the majority owner of Prosus.

In South Africa, Naspers is one of the foremost investors in the technology sector and is committed to building its internet and ecommerce companies. These include Takealot, Mr D Food, Superbalist, Autotrader, Property24 and PayU, in addition to Media24, South Africa's leading print and digital media business.

Naspers has a primary listing on the Johannesburg Stock Exchange (NPN.SJ) and a secondary listing on the A2X Exchange (NPN.AJ) in South Africa and a level 1 American Depositary Receipt (ADR) programme which trades on an over-the-counter basis in the US.

For more information, please visit www.naspers.com.

Naspers Labs

In 2019, Naspers Labs, a youth development programme designed to transform and launch South Africa's unemployed youth into economic activity, was launched. Naspers Labs focuses on digital skills and training, enabling young people to pursue tech careers.

Response to Covid-19

Naspers contributed R1.5 billion of emergency aid to support the South African government's response to the COVID-19 pandemic. This contribution consisted of R500 million towards the Solidarity Fund and R1 billion worth of PPE sourced and distributed to South Africa's front-line healthcare workers. In addition, Naspers contributed R6.9 million to the Nelson Mandela Foundation's EachOne FeedOne programme to support families who COVID-19 has impacted with meals for a year.