

RMB HOLDINGS LIMITED
(Incorporated in the Republic of South Africa)
(Registration number 1987/005115/06)
ISIN: ZAE000024501
JSE ordinary share code: RMH
("RMH" or "the Company")

DEALINGS IN SECURITIES

In compliance with the JSE Limited Listings Requirements, the following dealings are disclosed in relation to the RMH forfeitable share plan ("RMH FSP") that vested on 26 September 2023. The RMH FSP allowed for the value lost that participants experienced in their RMH share appreciation right scheme ("RMH SARs"), due to the September 2022 and April 2021 special dividends, to be replaced by an award of forfeitable shares ("the replacement awards").

The RMH FSP awards are subject to the performance conditions being met. The Company purchased the ordinary shares in the market and placed those shares in restricted accounts for the benefit of participants, restrictions are lifted to the extent that performance conditions are met. The SENS announcements released on 15 March 2022 and 13 December 2022 refer.

Considering the required performance conditions have been met, both directors have elected to have the restriction lifted on the net of tax number of shares. The PAYE amount due is based on vesting and has been calculated using a 5-day Volume Weighted Average Price ("VWAP") of the RMH shares. The number of shares that will be required to settle the PAYE have been returned to RMH. The Company will be in a closed period from 30 September 2023 considering the financial year end change, announced on 30 June 2023. The shares will be sold in the open market post the closed period and this will be announced accordingly.

As a result of the settlement mechanics of the RMH FSP, the following disclosures are made.

Director	:	BM Roberts
Company	:	RMH
Original award date of RMH SARs	:	25 September 2020
Date of replacement awards	:	11 March 2022 and 13 December 2022
Performance period	:	30 June 2020 to 31 March 2025
Percentage of award vested	:	95%
Date of vesting	:	26 September 2023
Nature of transaction	:	Vesting post restriction on RMH ordinary shares lifted as a result of RMH FSP awards
Date of transaction	:	26 September 2023
Class of securities	:	RMH ordinary shares
Net number of shares	:	8 632 537
Number of shares returned to RMH to settle tax	:	6 982 736
Selling price per share	:	47.029 cents*
Value of shares returned to RMH for tax purposes	:	R3 283 910.91
Net value of shares retained post vesting	:	R4 059 795.83
Total value	:	R7 343 706.74
Confirmation	:	Off-market
Nature of interest	:	Direct beneficial
Clearance obtained	:	Yes

Director	:	EJ Marais
Company	:	RMH
Original award date of RMH SARs	:	25 September 2020
Date of replacement awards	:	11 March 2022 and 13 December 2022
Performance period	:	30 June 2020 to 31 March 2025
Percentage of award vested	:	95%
Date of vesting	:	26 September 2023
Nature of transaction	:	Vesting post restriction on RMH ordinary shares lifted as a result of RMH FSP awards
Date of transaction	:	26 September 2023
Class of securities	:	RMH ordinary shares
Net number of shares	:	3 551 494
Number of shares returned to RMH to settle tax	:	2 934 316
Selling price per share	:	47.029* cents
Value of shares returned to RMH for tax purposes	:	R1 379 979.47
Net value of shares retained post vesting	:	R1 670 232.11
Total value	:	R3 050 211.58
Confirmation	:	Off-market
Nature of interest	:	Direct beneficial
Clearance obtained	:	Yes

*5-day VWAP starting on 11 September 2023 and ending on 18 September 2023.

Bryanston

27 September 2023

Sponsor

BSM Sponsors Proprietary Limited