

**Shoprite Holdings Limited**

(Incorporated in the Republic of South Africa)

Registration no. 1936/007721/06

ISIN: ZAE000012084

JSE share code: SHP

A2X share code: SHP

NSX share code: SRH

LuSE share code: SHOPRITE

("Shoprite Holdings")

**DEALING IN SECURITIES BY AN ASSOCIATE OF A DIRECTOR**

Shareholders are referred to the announcement released on SENS on 13 October 2023 in respect of an on market sale of 3 831 164 Shoprite Holdings ordinary shares (the "Shares") by Titan Fincap Solutions (RF) (Pty) Ltd ("Titan Fincap") on 10 October 2023.

Following the on market sale of the Shares Titan Fincap entered into a scrip borrow transaction, full details of which are set out below.

Director	Dr C H Wiese
Office held	Non-executive Director
Associate	Titan Fincap
Date transaction effected	12 October 2023
Class of securities	Shoprite Holdings ordinary shares
Nature of transaction	Scrip borrow of Shoprite Holdings ordinary shares by Titan Fincap (on market)
Deemed price per ordinary share	R243.50 (based on the closing price of Shoprite Holdings ordinary shares as at 12 October 2023). The obligation is for Titan Fincap to return a fixed number of 3 831 164 Shoprite Holdings ordinary shares and there is no price attributed to this transaction
Number of ordinary shares	3 831 164
Deemed value of the transaction	R932 888 434
Nature of interest for director	Indirect beneficial through Titan Fincap controlled by Titan Premier Investments (Pty) Ltd ("TPI") of which Dr C H Wiese is a director
Nature of interest for associate	Direct beneficial
Written clearance to deal received	N/A

Further to the transaction above, the Titan group of companies concluded intra-group transactions (off market) on 17 October 2023 where (i) Titan Fincap acquired an option to purchase from TPI, 3 831 164 Shoprite Holdings ordinary shares at a strike price of R300 per share, for a value of R1 149 349 200, and (ii) TPI obtained an option from Thibault Square Financial Services (Pty) Ltd ("Thibault") to purchase 3 831 164 Shoprite Holdings ordinary shares at a strike price of R300 per share, for a value of R1 149 349 200.

TPI, Thibault and Titan Fincap are wholly owned subsidiaries in the Titan group of companies and therefore the above intra-group transactions do not result in any change to the Titan group of companies' and Dr CH Wiese's direct and indirect beneficial shareholdings in Shoprite Holdings ordinary shares.

The above transactions, prior to the exercise of the intra-group options, do not affect any of the voting rights in respect of Shoprite Holdings ordinary shares and deferred shares held by Thibault.

Cape Town

Date 18 October 2023

Sponsor: Nedbank Corporate and Investment Banking, a division of Nedbank Limited