

MULTICHOICE GROUP LIMITED
(Incorporated in the Republic of South Africa)
(Registration number: 2018/473845/06)
JSE Share Code: MCG ISIN: ZAE000265971
("MultiChoice")

FUNDING OF THE NEW SHOWMAX PARTNERSHIP

On 2 March 2023 MultiChoice announced that it had entered into an agreement with Comcast Corporation's (Comcast) subsidiary NBCUniversal Media, LLC (NBCU) and Sky to form a partnership for purposes of driving Showmax to become the leading streaming service in Africa. The new partnership brings some of the world's best content and technology to streaming customers across MultiChoice's footprint in sub-Saharan Africa. Changing the game for streaming on the continent, the re-launched Showmax also provides an opportunity to capture the best of both partners' capabilities and competitive advantages to deliver a differentiated subscription video-on-demand (SVOD) service, that offers world-class entertainment at affordable prices to millions of African consumers.

As stated in the announcement released on 2 March 2023:

- MultiChoice contributed its Showmax business for a 70% equity stake in Showmax Africa Holdings Limited (SMAH) and provides ongoing business support through its local market expertise, local content production capabilities, its portfolio of general entertainment and sports rights licenses as well as its back-office support functions.
- Comcast, through its subsidiary NBCU, acquired a 30% equity stake in SMAH and provides ongoing support through the licensing of both its Peacock platform and content from NBCU, Universal Pictures, Peacock and Sky.
- MultiChoice, through its wholly owned subsidiary, MultiChoice Group Holdings B.V (MGHBV), and Comcast, through NBCU, are providing funding to SMAH, (only as and when the board of SMAH so determines) during its investment phase in proportion to their respective shareholdings and the SMAH shareholders will share in profits on the same basis in future.

In accordance with paragraph 9.15 of the JSE Limited Listings Requirements, shareholders are advised that:

- a. Both SMAH shareholders are providing funding in proportion to their shareholding in order to ensure that their equity stakes remain at 70% (MGHBV) and 30% (NBCU), respectively.
- b. Equity funding is provided monthly or at other intervals, depending on SMAH's then current working capital requirements and as may be determined by the board of SMAH for budget purposes, subject to a maximum capped amount.
- c. Prior to this announcement MGHBV and NBCU provided, in the aggregate, USD20 million in equity funding to SMAH, each in proportion of their respective shareholdings.
- d. On 2 February 2024 MGHBV and NBCU will provide, in the aggregate, USD 30 million in equity funding to SMAH, each in proportion of their respective shareholdings.
- e. Additional equity funding to a maximum of USD127 million, of which 70% or up to USD88.9 million will be carried by MultiChoice, is anticipated for the remainder of MultiChoice's financial year ending 31 March 2024.
- f. Financial performance relating to SMAH was disclosed in MultiChoice's interims results released on SENS on 15 November 2023. Further, it is noted that the business is consolidated into the financials in the normal course.

In accordance with paragraph 9.11 of the JSE Limited Listings Requirements, the original transaction announced on 2 March 2023, aggregated with the equity funding provided to date plus the equity funding for the remainder of the financial year ending 31 March 2024 will result in a category 2 transaction, requiring release of this announcement by MultiChoice.

Randburg
1 February 2024

Sponsor
RAND MERCHANT BANK (A division of FirstRand Bank Limited)

Important notice

Shareholders should take note that, pursuant to a provision of the MultiChoice memorandum of incorporation, MultiChoice is permitted to reduce the voting rights of shares in MultiChoice (including MultiChoice shares deposited in terms of the American Depositary Share ("ADS") facility) so that the aggregate voting power of MultiChoice shares that are presumptively owned or held by foreigners to South Africa (as envisaged in the MultiChoice memorandum of incorporation) will not exceed 20% of the total voting power in MultiChoice. This is to ensure compliance with certain statutory requirements applicable to South Africa. For this purpose MultiChoice will presume in particular that:

- **all MultiChoice shares deposited in terms of the MultiChoice ADS facility are owned or held by foreigners to South Africa, regardless of the actual nationality of the MultiChoice ADS holder; and**
- **all shareholders with an address outside of South Africa on the register of MultiChoice will be deemed to be foreigners to South Africa, irrespective of their actual nationality or domicilium, unless such shareholder can provide proof, to the satisfaction of the MultiChoice board, that it should not be deemed to be a foreigner to South Africa, as envisaged in article 40.1.3 of the MultiChoice memorandum of incorporation.**

Shareholders are referred to the provisions of the MultiChoice memorandum of incorporation available at www.multichoice.com for further detail. If shareholders are in any doubt as to what action to take, they should seek advice from their broker, attorney or other professional adviser.