

RFG HOLDINGS LIMITED  
(Incorporated in the Republic of South Africa)  
(Registration number 2012/074392/06)  
JSE share code: RFG  
ISIN: ZAE000191979

## **DEALINGS IN SECURITIES BY AN ASSOCIATE OF DIRECTORS AND DISCLOSURE OF BENEFICIAL INTEREST IN RFG ORDINARY SHARES**

In compliance with the JSE Limited Listings Requirements, the following information is disclosed:

Directors:	Garth Willis and Chad Smart
Company:	RFG Holdings Limited
Name of associate:	Capitalworks Private Equity SP GP II Proprietary Limited, as general partner of Special Purpose Acquisition Partnership VI
Relationship to directors:	Garth Willis and Chad Smart have an indirect economic interest, through discretionary trusts, in Special Purpose Acquisition Partnership VI
Nature of transaction:	On market purchase of securities
Class of securities:	Ordinary shares
Date of transaction:	3 June 2024
Number of securities:	1,078,812
Purchase price per share:	R13.50
Total value of transaction:	R14,563,962.00
Nature of interest:	Indirect beneficial, through discretionary trusts
Clearance obtained:	Not required - associate dealing

In accordance with section 122(3)(b) of the Companies Act, No. 71 of 2008 as amended ("the Act"), regulation 121(2)(b) of the Companies Regulations, 2011 and paragraph 3.83(b) of the JSE Limited Listings Requirements, shareholders are advised that RFG has received notification in terms of section 122(1) of the Act that:

Capitalworks Private Equity SP GP II Proprietary Limited ("Capital Works") has increased its holding in RFG, such that the total interest in the ordinary shares of the Company held by Capital Works amounts to 40.15% (previously 39.74%) of the total issued ordinary share capital of RFG. Capital Works' ultimate holding in RFG is held within three subsidiary entities:

- South African Investment GP Trust,
- Capitalworks Private Equity GP Proprietary Limited,
- Capitalworks Private Equity SP GP II Proprietary Limited.

As required in terms of section 122(3)(a) of the Act, the Company has filed the required notice with the Takeover Regulation Panel.

The board of directors of RFG accepts responsibility for the information contained in this announcement as it relates to the Company and confirms that, to the best of its knowledge and belief, such information relating to RFG is true and that this announcement does not omit anything likely to affect the importance of such information.

Groot Drakenstein  
5 June 2024  
Sponsor  
RAND MERCHANT BANK (A division of FirstRand Bank Limited)