

CAPITEC BANK HOLDINGS LIMITED
 Registration Number: 1999/025903/06
 Incorporated in the Republic of South Africa
 Registered bank controlling company
 Share Code: CPI
 ISIN Number: ZAE000035861
 ("Capitec" or "the Company")

DEALINGS IN SECURITIES AND ACCEPTANCE BY A PRESCRIBED OFFICER OF SHARE APPRECIATION RIGHTS GRANTED IN TERMS OF A SHARE INCENTIVE PLAN

Select executive directors and prescribed officers of the Company ("participants") were granted share appreciation rights in terms of a share incentive plan ("Plan") which falls outside of the ambit of schedule 14 of the JSE Limited Listings Requirements ("JSE Listings Requirements"). The granting and eventual vesting of the share appreciation rights in terms of the Plan are subject to the participants investing all or a portion of their after-tax annual cash bonus in Capitec ordinary shares ("Shares") ("Cash Bonus Shares"). Should such participants dispose of any Cash Bonus Shares within a three-year period from acquisition, the grant of the share appreciation rights will be reduced proportionately. Following the exercise of the share appreciation rights, such rights will be settled by Capitec Bank Limited ("Capitec Bank"), the wholly-owned subsidiary of the Company, solely by way of Shares purchased in the market for direct delivery to the participants in order to ensure that there is no dilution of shareholding, and only where the Company or Capitec Bank, as may be applicable, is not prohibited from doing so in terms of the JSE Listings Requirements.

In compliance with paragraphs 3.63 to 3.74 of the JSE Listings Requirements, the following information relating to the dealings in securities and acceptance of share appreciation rights, granted in terms of the Plan, by a prescribed officer, is disclosed:

DEALINGS IN SECURITIES

NAMES OF PRESCRIBED OFFICER	GR Lee
COMPANY OF WHICH PRESCRIBED OFFICER	Capitec Bank Holdings Limited
NATURE OF TRANSACTIONS	Acquisition of Cash Bonus Shares (on-market transactions)
TYPE AND CLASS OF SECURITIES	Ordinary shares
DATE OF TRANSACTIONS	10 June 2024
NUMBER OF SECURITIES TRANSACTED	581
PRICE PER SECURITY (RAND)	Ave R2 177.2606 High R2 183.15 Low R2 174.23

TOTAL RAND VALUE OF SECURITIES	R1 264 988.41
DATES OF VESTING	In equal tranches on the date on which annual bonuses are paid in 2028, 2030 and 2032
NATURE AND EXTENT OF THE PRESCRIBED OFFICER'S INTEREST IN THE TRANSACTION	Direct, beneficial

ACCEPTANCE BY A PRESCRIBED OFFICER OF SHARE APPRECIATION RIGHTS GRANTED IN TERMS OF THE PLAN

NAMES OF PRESCRIBED OFFICER	GR Lee
COMPANY OF WHICH A PRESCRIBED OFFICER	Capitec Bank Holdings Limited
CLASS OF SECURITIES	Share appreciation rights to acquire Shares on a net-settlement basis
NATURE OF TRANSACTION	Acceptance of share appreciation rights granted in terms of the Plan. Following exercise, the share appreciation rights will be settled through net settlement, solely by way of the purchase of Shares in the market for direct delivery to the participant. (off-market transactions)
DATE OF ACCEPTANCE	10 June 2024
STRIKE PRICE	R2 056.24 (which price will reduce by 5% for every year up to 8 years during which the participant remains in the employ of the Company)
NUMBER OF SHARE APPRECIATION RIGHTS GRANTED	3 356 subject to reduction if Cash Bonus Shares are sold within a 3-year period of their acquisition
STRIKE DATES OF SHARE APPRECIATION RIGHTS	The date of public announcement of the annual financial results on SENS in each of 2028, 2030 and 2032
PERIOD OF EXERCISE	The share appreciation rights mature in tranches of 33.33% each on the fourth,

	sixth and eighth anniversaries of the grant date and the participant has until the end of the exercise period to exercise.
NUMBER OF SHARES TO BE ACQUIRED UPON EXERCISE	<p>The number of shares to be settled will be determined upon exercise and will be equal to the growth in market value of Shares in excess of the Strike Price, which price will reduce by 5% for every year up to 8 years during which the participant remains in the employ of the Company, for all share appreciation rights exercised, less applicable income tax, divided by the market price at the time of exercise.</p> $x = \frac{[(a-b)xd] - c}{a}$ <p>x= number of shares to be settled following exercise a= market value of a share on exercise b= strike price (reduced by 5% per annum for every year up to 8 years during which participants remain in the employ of the company) c= income tax payable on exercise of the share appreciation right d= number of share appreciation rights being exercised.</p>
NATURE AND EXTENT OF THE PRESCRIBED OFFICER'S INTEREST IN THE TRANSACTION	Direct, beneficial

Clearance for the above was obtained in accordance with paragraph 3.66 of the JSE Listings Requirements.

12 June 2024
Stellenbosch

Sponsor
PSG Capital