

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

**DEALINGS IN SECURITIES BY RESTRICTED SHARE PLAN TRUST, DIRECTORS, DIRECTOR OF A MAJOR SUBSIDIARY AND GROUP COMPANY SECRETARY**

In compliance with the JSE Limited Listings Requirements, the following information relating to dealings in securities by the MultiChoice Group Restricted Share Plan Trust, directors, directors of a major subsidiary and the group company secretary is disclosed:

Director	:	Byron du Plessis
Company	:	MultiChoice (Pty) Ltd and MultiChoice Support Services (Pty) LTd (major subsidiaries of MultiChoice)
Date of transaction	:	18 June 2024
Nature of transaction	:	Off market vesting and subsequent on market sale of shares awarded under the MultiChoice Group Restricted Share Plan Trust accepted in June 2019.
Class of securities	:	Ordinary shares
Number of securities	:	5 734 shares
Highest Selling price per share	:	R104.91
Lowest Selling price per share	:	R104.90
Average sale price	:	R104.9004
Value of transaction	:	R601 499.14
Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been received in terms of paragraph 3.66 of the JSE Listings Requirements

Group company secretary	:	Carmen Miller
Company	:	MultiChoice
Date of transaction	:	18 June 2024
Nature of transaction	:	Off market vesting and subsequent on market sale of shares awarded under the MultiChoice Group Restricted

		Share Plan Trust and accepted on 18 June 2020, prior to appointment as company secretary in June 2020.
Class of securities	:	Ordinary shares
Number of securities	:	2 034 shares
Selling price per share	:	R104.90
Value of transaction	:	R213 366.60
Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been received in terms of paragraph 3.66 of the JSE Listings Requirements

Director	:	Tom de Vries
Company	:	MultiChoice Africa Holdings B.V. (a major subsidiary of MultiChoice)
Date of transaction	:	18 June 2024
Nature of transaction	:	Off market vesting and subsequent on market sale of shares awarded under the MultiChoice Group Restricted Share Plan Trust accepted in June 2019.
Class of securities	:	Ordinary shares
Number of securities	:	1 370 shares
Selling price per share	:	R104.90
Value of transaction	:	R143 713.00
Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been received in terms of paragraph 3.66 of the JSE Listings Requirements

Director	:	Richard Tessendorf
Company	:	MultiChoice Africa Holdings B.V. (a major subsidiary of MultiChoice)
Date of transaction	:	18 June 2024
Nature of transaction	:	Off market vesting and subsequent on market sale of the shares awarded under the MultiChoice Group Restricted Share Plan Trust and accepted on 18 June 2021 prior to his appointment as a major subsidiary director.
Class of securities	:	Ordinary shares
Number of securities	:	5 417 shares

Selling price per share	:	R105.34
Value of transaction	:	R570 626.78
Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been received in terms of paragraph 3.66 of the JSE Listings Requirements

Director	:	Doug Lowther
Company	:	MultiChoice Africa Holdings B.V. (a major subsidiary of MultiChoice)
Date of transaction	:	18 June 2024
Nature of transaction	:	Off market vesting of shares and subsequent on market sale of a portion of such vested shares awarded under the MultiChoice Group Restricted Share Plan Trust and accepted on 18 June 2019 prior to his appointment as a major subsidiary director. In terms of the award, Doug Lowther received 13 590 ordinary shares. He sold 6 846 ordinary shares on market to cover his tax obligation and took ownership of the balance of MultiChoice ordinary shares (6 744).
Class of securities	:	Ordinary shares
Number of securities sold	:	6 846 shares
Selling price per share	:	R104.00
Value of sale transaction	:	R711 984.00
Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been received in terms of paragraph 3.66 of the JSE Listings Requirements

Name of share scheme	:	The Irdeto Restricted Share Unit Plan
Date of transaction	:	18 June 2024
Nature of transaction	:	On-market purchase of ordinary shares to settle restricted share awards granted in terms of the Irdeto Restricted Share Unit Plan
Number of securities	:	2 905
Class of securities	:	Ordinary shares
Highest purchase price	:	R104.17
Lowest purchase price	:	R103.99
Average Purchase price per share	:	R104.1404
Value of purchase	:	R302 528.00

Clearance obtained	:	Clearance has been received in terms of paragraph 3.66 of the JSE Listings Requirements
Nature of interest	:	Direct, non- beneficial

Director	:	Calvo Mawela
Company	:	MultiChoice
Date of transaction (award acceptance)	:	21 June 2024
Nature of transaction	:	*Off market acceptance of awards of restricted shares in terms of the MultiChoice Group Restricted Share Plan Trust
Class of securities	:	Ordinary shares
Number of securities	:	204 018 shares
Price per share as at date of award	:	R102.69 (18 June 2024)
Value of transaction	:	R20 950 608.42
Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been obtained in terms of paragraph 3.66 of the JSE Listings Requirements

Director	:	Tim Jacobs
Company	:	MultiChoice
Date of transaction (award acceptance)	:	21 June 2024
Nature of transaction	:	*Off market acceptance of awards of restricted shares in terms of the MultiChoice Group Restricted Share Plan Trust
Class of securities	:	Ordinary shares
Number of securities	:	119 838 shares
Price per share as at date of award	:	R102.69 (18 June 2024)
Value of transaction	:	R12 306 164.22
Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been obtained in terms of paragraph 3.66 of the JSE Listings Requirements

Director	:	Byron Du Plessis
Company	:	MultiChoice (Pty) Ltd and MultiChoice Support Services (Pty) LTd (major subsidiaries of MultiChoice)
Date of transaction (award acceptance)	:	21 June 2024
Nature of transaction	:	*Off market acceptance of awards of restricted shares in terms of the MultiChoice Group Restricted Share Plan Trust
Class of securities	:	Ordinary shares
Number of securities	:	60 254 shares
Price per share as at date of award	:	R102.69 (18 June 2024)
Value of transaction	:	R6 187 483.26
Nature of interest	:	Direct, beneficial

Clearance obtained	:	Clearance has been obtained in terms of paragraph 3.66 of the JSE Listings Requirements
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Group company secretary	:	Carmen Miller
Company	:	MultiChoice
Date of transaction (award acceptance)	:	21 June 2024
Nature of transaction	:	*Off market acceptance of awards of restricted shares in terms of the MultiChoice Group Restricted Share Plan Trust
Class of securities	:	Ordinary shares
Number of securities	:	45 707 shares
Price per share as at date of award	:	R102.69 (18 June 2024)
Value of transaction	:	R4 693 651.83
Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been obtained in terms of paragraph 3.66 of the JSE Listings Requirements

Director	:	Richard Tessendorf
Company	:	MultiChoice Africa Holdings B.V (a major subsidiary of MultiChoice)
Date of transaction (award acceptance)	:	21 June 2024
Nature of transaction	:	*Off market acceptance of awards of restricted shares in terms of the MultiChoice Group Restricted Share Plan Trust
Class of securities	:	Ordinary shares
Number of securities	:	27 388 shares
Price per share as at date of award	:	R102.69 (18 June 2024)
Value of transaction	:	R2 812 473.72
Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been obtained in terms of paragraph 3.66 of the JSE Listings Requirements

Director	:	Doug Lowther
Company	:	MultiChoice Africa Holdings B.V. (a major subsidiary of MultiChoice)
Date of transaction	:	21 June 2024
Nature of transaction (award acceptance)	:	*Off market acceptance of awards of scheme units in terms of the MultiChoice Group Phantom Performance Share Plan and to be settled in MultiChoice ordinary shares
Class of securities	:	Ordinary shares
Number of securities	:	80 082 shares
Price per share as at date of award	:	R102.69 (18 June 2024)
Value of transaction	:	R8 223 620.58
Nature of interest	:	Direct, beneficial

Clearance obtained	:	Clearance has been obtained in terms of paragraph 3.66 of the JSE Listings Requirements
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Director	:	Tom De Vries
Company	:	MultiChoice Africa Holdings B.V. (a major subsidiary of MultiChoice)
Date of transaction (award acceptance)	:	21 June 2024
Nature of transaction	:	**Off market acceptance of awards of units in terms of the Irdeto Restricted Share Unit Plan and to be settled in MultiChoice ordinary shares
Class of securities	:	Ordinary shares
Number of securities	:	1 570 shares
Price per share as at date of award	:	\$40.02 (20 June 2024)
Value of transaction	:	USD62 831.40
Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been obtained in terms of paragraph 3.66 of the JSE Listings Requirements

Director	:	Tom de Vries
Company	:	MultiChoice Africa Holdings B.V. (a major subsidiary of MultiChoice)
Date of transaction	:	21 June 2024
Nature of transaction	:	<p>Off market vesting and subsequent on market sale of shares awarded under the Irdeto Restricted Share Unit Plan accepted and announced in June 2021. The Irdeto RSUs awarded vested as follows:</p> <p style="text-align: center;">602 on 21 June 2024</p> <p>Tom de Vries exercised 602 awards (vesting on the above stated date) in terms of the abovenamed Irdeto RSU plan and received 4 262 MultiChoice ordinary shares in settlement of the gain (determined by translating the gain on the awards at US\$40.02: R18.06337195 exchange rate as at 20 June 2024 and based on the closing price of a MultiChoice ordinary share on 20 June 2024 being R102.09. Tom de Vries then sold 4 262 MultiChoice ordinary shares on market.</p>
Irdeto RSU award	:	602
Irdeto RSU strike price	:	US\$40.02
Irdeto RSU value gained	:	US\$24 092.04 (ZAR435 183.48)
Class of securities	:	Ordinary shares

Number of securities	:	4 262 shares
Selling price per share	:	R102.01
Value of transaction	:	R434 766.62
Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been obtained in terms of paragraph 3.66 of the JSE Listings Requirements

Director	:	Doug Lowther
Company	:	MultiChoice Africa Holdings B.V. (a major subsidiary of MultiChoice)
Date of transaction (award acceptance)	:	21 June 2024
Nature of transaction	:	***Off market acceptance of awards of units in terms of the Irdeto Restricted Share Unit Plan and to be settled in MultiChoice ordinary shares
Class of securities	:	Ordinary shares
Number of securities	:	11 162 shares
Price per share as at date of award	:	\$40.02 (20 June 2024)
Value of transaction	:	USD446 703.24
Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been obtained in terms of paragraph 3.66 of the JSE Listings Requirements

Director	:	Calvo Mawela
Company	:	MultiChoice
Date of transaction (award acceptance)	:	21 June 2024
Nature of transaction	:	****Off market acceptance of awards of scheme units in terms of the Showmax Restricted Share Plan and to be settled in MultiChoice ordinary shares
Class of securities	:	Ordinary shares
Number of securities	:	39 480 shares
Price per share as at date of award	:	\$11.10 (20 June 2024)
Value of transaction	:	USD438 228.00
Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been obtained in terms of paragraph 3.66 of the JSE Listings Requirements

Director	:	Tim Jacobs
Company	:	MultiChoice
Date of transaction (award acceptance)	:	21 June 2024
Nature of transaction	:	****Off market acceptance of awards of scheme units in terms of the Showmax Restricted Share Plan and to be settled in MultiChoice ordinary shares
Class of securities	:	Ordinary shares
Number of securities	:	23 754 shares

Price per share as at date of award	:	\$11.10 (20 June 2024)
Value of transaction	:	USD263 669.40
Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been obtained in terms of paragraph 3.66 of the JSE Listings Requirements

Director	:	Byron Du Plessis
Company	:	MultiChoice (Pty) Ltd and MultiChoice Support Services (Pty) LTd (major subsidiaries of MultiChoice)
Date of transaction (award acceptance)	:	21 June 2024
Nature of transaction	:	****Off market acceptance of awards of scheme units in terms of the Showmax Restricted Share Plan and to be settled in MultiChoice ordinary shares
Class of securities	:	Ordinary shares
Number of securities	:	10 093 shares
Price per share as at date of award	:	\$11.10 (20 June 2024)
Value of transaction	:	USD112 032.30
Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been obtained in terms of paragraph 3.66 of the JSE Listings Requirements

Director	:	Richard Tessendorf
Company	:	MultiChoice Africa Holdings B.V (a major subsidiary of MultiChoice)
Date of transaction (award acceptance)	:	21 June 2024
Nature of transaction	:	****Off market acceptance of awards of scheme units in terms of the Showmax Restricted Share Plan and to be settled in MultiChoice ordinary shares
Class of securities	:	Ordinary shares
Number of securities	:	4 588 shares
Price per share as at date of award	:	\$11.10 (20 June 2024)
Value of transaction	:	USD50 926.80
Nature of interest	:	Direct, beneficial
Clearance obtained	:	Clearance has been obtained in terms of paragraph 3.66 of the JSE Listings Requirements

Name of share scheme	:	The Irdeto Restricted Share Unit Plan
Date of transaction	:	21 June 2024
Nature of transaction	:	On-market purchase of ordinary shares to settle restricted share awards granted in terms of the Irdeto Restricted Share Unit Plan
Number of securities	:	350 086
Class of securities	:	Ordinary shares
Highest purchase price	:	R105.55
Lowest purchase price	:	R102.01
Average purchase price per share	:	R102.0265



Value of purchase	:	R35 718 034.59
Clearance obtained	:	Clearance has been received in terms of paragraph 3.66 of the JSE Listings Requirements
Nature of interest	:	Direct, non- beneficial

Name of share scheme	:	The Irdeto Restricted Share Unit Plan
Date of transaction	:	24 June 2024
Nature of transaction	:	On-market purchase of ordinary shares to settle restricted share awards granted in terms of the Irdeto Restricted Share Unit Plan
Number of securities	:	1 132
Class of securities	:	Ordinary shares
Purchase price per share	:	R103.55
Value of purchase	:	R117 218.60
Clearance obtained	:	Clearance has been received in terms of paragraph 3.66 of the JSE Listings Requirements
Nature of interest	:	Direct, non- beneficial

\*Restricted shares awarded in terms of the MultiChoice Group Restricted Share Plan Trust vest 100% after 3 years, calculated from 18 June 2024 and subject to performance and employment conditions.

\*\*Scheme units awarded in terms of the Irdeto Restricted Share Unit Plan vest 50% in year 3 and 50% in year 4, calculated from 20 June 2024 and subject to employment conditions.

\*\*\*Scheme units awarded in terms of the Irdeto Restricted Share Unit Plan vest 100% after 3 years, calculated from 20 June 2024 and subject to performance and employment conditions.

\*\*\*\*Scheme units awarded in terms of the Showmax Restricted Share Plan vest 100% after 3 years, calculated from 20 June 2024 and subject to performance and employment conditions.

Randburg  
24 June 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 domicile, 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](http://www.multichoice.com) for further detail.

Shareholders are further referred to ruling issued by the Takeover Regulation Panel on 27 February 2024, which ruling deals with the MultiChoice memorandum of incorporation. Shareholders can access the ruling on the Company's website at <https://www.investors.multichoice.com/regulatory.php>.

If shareholders are in any doubt as to what action to take, they should seek advice from their broker, attorney or other professional adviser.