

QUANTUM FOODS HOLDINGS LIMITED

(Incorporated in the Republic of South Africa)

(Registration number: 2013/208598/06)

Share code: QFH

ISIN: ZAE000193686

("Quantum Foods" or the "Company")

**DEALINGS IN SECURITIES**

In compliance with paragraphs 3.63 to 3.74 of the JSE Limited Listings Requirements ("**JSE Listings Requirements**"), shareholders of Quantum Foods are hereby advised of the following dealings in ordinary shares in Quantum Foods ("**Shares**") by directors of the Company ("**Directors**"), associates of Directors ("**Associates**") and an associate of a director of a major subsidiary of the Company.

Dealings by Directors:

Class of securities:	Shares
Nature of transaction:	The grant of a call option to a third party to purchase Shares at any time between the Signature Date (as defined below) and 31 December 2025 (" Call Option "), for no consideration (" Call Option Agreement ").
Date of transaction:	2 September 2024 (" Signature Date ")
Price per Share:	R8.00 per Share, escalating at the Prime Rate* from 1 January 2025 until settlement of the trade implemented pursuant to the exercise of the Call Option, less an amount equal to the aggregate amount of any distribution declared and made by the Company in respect of the Shares between the Signature Date and the date on which the Call Option is exercised (" Adjustment Mechanism ").
Nature and extent of the Directors' interest:	Direct beneficial
On-market or off-market:	Off-market
Clearance given in terms of paragraph 3.66 of the JSE Listings Requirements:	Yes

Transaction 1

Name of Director:	Adel Deidré van der Merwe
Number of Shares subject to the Call Option Agreement:	423 149
Total value of Shares subject to the Call Option Agreement:	R3 385 192.00, subject to the Adjustment Mechanism

Transaction 2

Name of Director:	André Hugo Muller
Number of Shares subject to the Call Option Agreement:	693 853
Total value of Shares subject to the Call Option Agreement:	R5 550 824.00, subject to the Adjustment Mechanism

Dealings by Associates:

Class of securities:	Shares
Date of the transaction:	2 September 2024
Price per Share	R8.00 per Share, subject to the Adjustment Mechanism
Nature and extent of the Directors' interest:	Indirect beneficial
On-market or off-market:	Off-market
Clearance given in terms of paragraph 3.66 of the JSE Listings Requirements:	Yes

Transaction 1

Name of Director:	Adel Deidré van der Merwe
Name of Associate:	Dirk Cornelius van der Merwe
Relationship with Director:	Spouse of Adel Deidré van der Merwe
Nature of transaction:	Call Option Agreement
Number of Shares subject to the Call Option Agreement:	94 786
Total value of Shares subject to the Call Option Agreement:	R758 288.00, subject to the Adjustment Mechanism

Transaction 2

Name of Director:	Adel Deidré van der Merwe
Name of Associate:	Johan Daniël van der Merwe
Relationship with Director:	Son of Adel Deidré van der Merwe
Nature of transaction:	Call Option Agreement
Number of Shares subject to the Call Option Agreement:	18 000
Total value of Shares subject to the Call Option Agreement:	R144 000.00, subject to the Adjustment Mechanism

Transaction 3

Name of Director:	Adel Deidré van der Merwe
Name of Associate:	Karli van der Merwe
Relationship with Director:	Daughter of Adel Deidré van der Merwe
Nature of transaction:	Call Option Agreement
Number of Shares subject to the Call Option Agreement:	18 000
Total value of Shares subject to the Call Option Agreement:	R144 000.00, subject to the Adjustment Mechanism

Transaction 4

Name of Director:	Wouter André Hanekom
Name of Associate:	Any New Investments Proprietary Limited (" Any New Investments ")
Relationship with Director:	Wouter André Hanekom is a director of Any New Investments and a beneficiary and trustee of the sole shareholder of Any New Investments
Nature of transaction:	Call Option Agreement, including an option fee amounting to R1 857 310.60 payable by the third party to Any New Investments
Number of Shares subject to the Call Option:	7 230 894
Total value of Shares subject to the Call Option:	R57 847 152.00, subject to the Adjustment Mechanism

Transaction 5

Name of Director:	Wouter André Hanekom
Name of Associate:	HPS Invest Solutions Proprietary Limited (" HPS Solutions ")
Relationship with Director:	Wouter André Hanekom is a director of HPS Solutions and a beneficiary and trustee of the sole shareholder of HPS Solutions
Nature of transaction:	Call Option Agreement, including an option fee amounting to R1 142 689.40 payable by the third party to HPS Solutions
Number of Shares subject to the Call Option:	4 448 726
Total value of Shares subject to the Call Option:	R35 589 808.00, subject to the Adjustment Mechanism

Dealing by an associate of a director of a major subsidiary of the Company:

Name of director of a major subsidiary of the Company:	Roelof Viljoen
Name of major subsidiary of the Company:	Quantum Foods Proprietary Limited
Name of associate:	Grain 4 Investments Proprietary Limited (" Grain 4 Investments ")
Relationship with director:	Roelof Viljoen is the sole shareholder and a director of Grain 4 Investments
Class of securities:	Shares
Nature of transaction:	Agreement for the disposal of Shares
Date of transaction:	1 September 2024, with implementation expected as soon as possible
Number of Shares:	859 291
Price per Share:	R8.00
Total value:	R6 874 328.00
Nature and extent of the director's interest:	Indirect beneficial
On-market or off-market:	Off-market
Clearance given in terms of paragraph 3.66 of the JSE Listings Requirements:	Yes

**The percentage publicly quoted as the basic rate of interest levied by FirstRand Bank Limited from time to time on overdraft, calculated on a daily basis based on a 365 day year, irrespective of whether the applicable year is a leap year, compounded monthly in arrears.*

Wellington
2 September 2024

Corporate advisor and Sponsor
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