SAB ZENZELE KABILI EMPLOYEE SHARE OWNERSHIP PLAN

SAB ZENZELE KABILI

FACTBOOK



UNDERSTANDING THE SAB ZENZELE KABILI ESOP

SAB Zenzele Kabili Employees Share Ownership Plan is a Broad-Based Black Economic Empowerment scheme which helps Qualifying Employees become proud shareholders. The purpose of this scheme is to represent SAB's key commitment to broad-based black economic empowerment through ownership, and recognise the contribution staff make to SAB's ongoing success.

- It is reserved for Qualifying Employees
- Through means of a trust, the scheme assigns share participation rights to these employees.
- The rights are linked to underlying shares in SAB Kabili Holdings, which is listed on the B-BBEE segment of the JSE.

Rights were allocated on 1 June 2021. The total number of possible rights granted to each employee is 2 756.

WHO QUALIFIES?

To qualify you had to be a permanent, Qualifying Employee of SAB, SAB Maltings (Pty) Ltd, SAB Hop Farms (Pty) Ltd, SAB Barley Farm (Pty) Ltd, or Coleus Packaging (Pty) Ltd on **1 JUNE 2021.**

If you joined after this date, you cannot participate in this scheme. However, if you are considered a BEE-compliant person, you are free to purchase shares in SAB Zenzele Kabili Holdings on the B-BBEE segment of the JSE.

DISCLAIMER: PLEASE NOTE THAT THIS FACTBOOK DOES NOT CONSTITUTE FINANCIAL ADVICE AND IS FOR INFORMATIONAL PURPOSES ONLY.

EMPLOYEE CATEGORIES

Qualifying employees are grouped into two categories. These determine the rights you keep should you leave your employment.

EXISTING EMPLOYEES

Those with 5 years' or more service prior to 1 June 2021 keep all participation rights, under any departure circumstances.

NEW EMPLOYEES

Those with less than 5 years' service prior to 1 June 2021 keep participation rights according to certain conditions and date of departure as per below:

CONDITIONS OF DEPARTURE APPLICABLE TO NEW EMPLOYEES

These conditions would not apply to existing employees.

RETIREMENT, RETRENCHMENT

DEATH OR ILL HEALTH/INJURY

PERMANENT DISABILITY

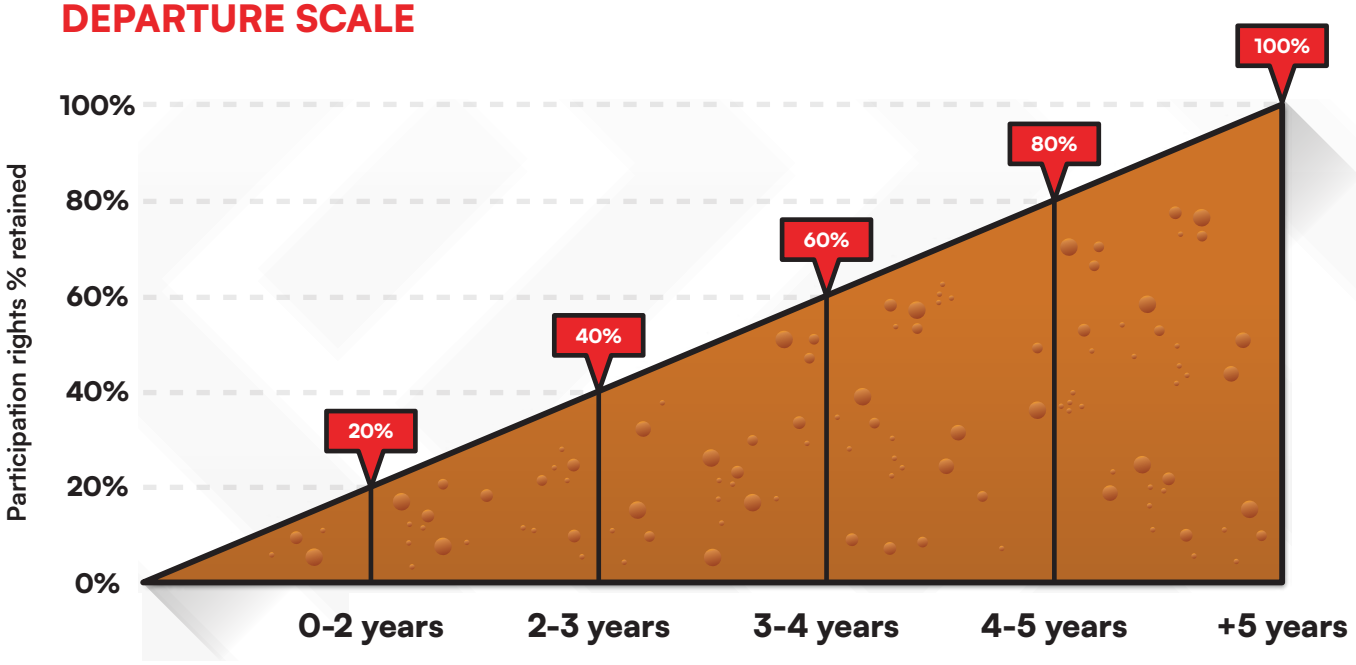
100% of participation rights retained by individual or their estate

RESIGNATION

DISMISSAL

Participation rights retained according to sliding scale of service (see below)*

NEW EMPLOYEE PARTICIPATION RIGHTS DEPARTURE SCALE



*Any balance of participation rights, if applicable, will be forfeited.

Vesting occurred in June 2026.

It's when the first liquidity event in the SAB Zenzele Kabili scheme's calendar takes place.

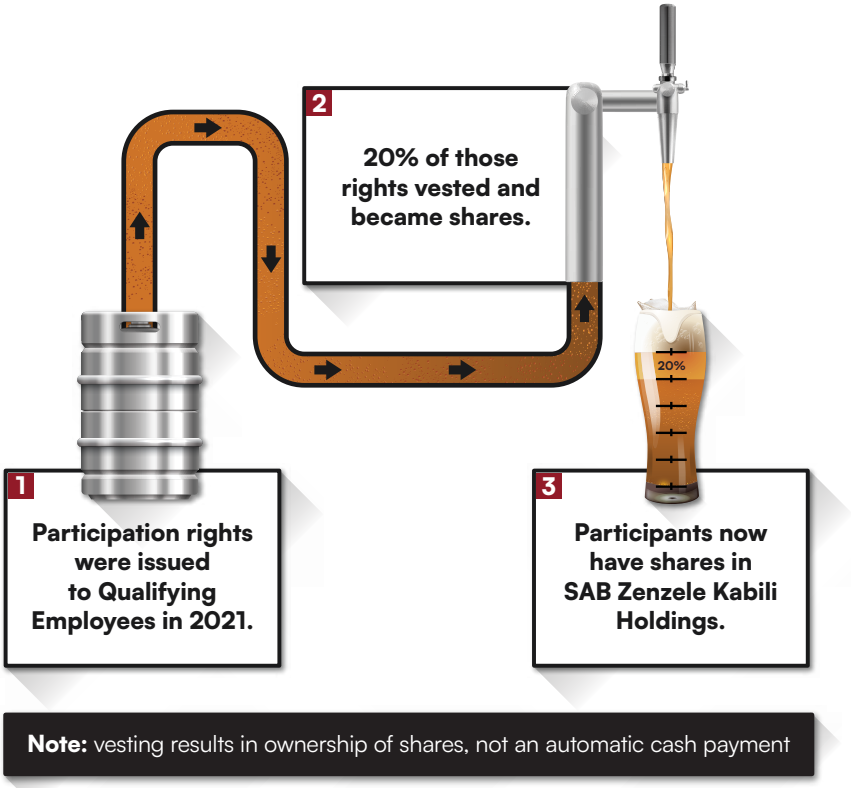
This is one of five vesting events that will take place annually from 2026 to 2030. At each vesting event, an additional 20% of the rights become shares in your name.

At this point you can:

- Trade them, provided you find a buyer*; or
- Keep them as part of your portfolio of investments.

In other words, the rights you had to receive shares veste and became actual shares in your name and, by keeping them, you may continue to receive dividends in the future.**

If you choose to sell your vested shares, please visit the SAB Zenzele Kabili website for the process to follow. It is important to note that if you choose to sell your vested shares, any sale will depend on market conditions and investor demand. While we support the process, the current market has fewer buyers, which may impact how quickly and easily your shares can be sold.



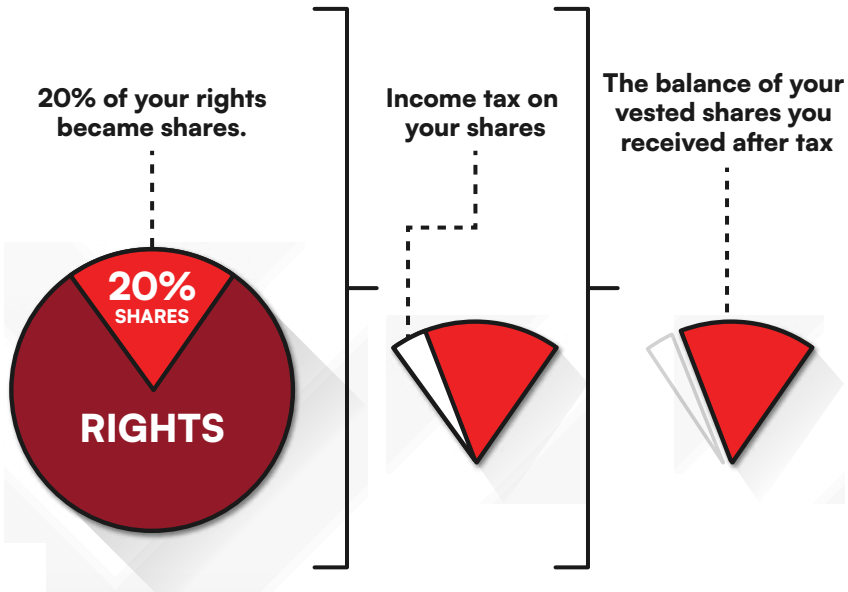
Note: vesting results in ownership of shares, not an automatic cash payment

*Note: Although shares are transferable, your remaining participation rights cannot be transferred.

**Disclaimer: Dividends are not guaranteed and they may fluctuate according to the market and other factors.

VESTED SHARES GET TAXED

- SARS levies income tax on the value of the shares when they vest.
- To help you pay it, the administrators of the scheme worked on a solution to support participants following vesting.
- A portion of your vested shares was sold and the proceeds was used to pay the tax to SARS on your behalf.
- **After the tax was deducted, all remaining shares vested in your name became yours.**



HARD WORK PAYS DIVIDENDS

Your participation rights have already resulted in you receiving dividends, but here's a quick recap.

If the company's financial performance and profits in a certain year allow for it, and a decision is made to share those profits with shareholders, then in that year there will be payouts of dividends in line with the number of rights/shares you own.

Hard work → **Better company performance** → **Better potential dividend payouts**

In other words, by retaining your shares, you may continue to receive potential dividends as long as the company remains in existence.

DID YOU KNOW?

Dividends are a portion of a company's profits paid to shareholders in cash as a reward for their investment.

VESTING TIMELINE



SABZENZELE KABILI

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