

STADIO HOLDINGS LIMITED

(Incorporated in the Republic of South Africa)

(Registration number: 2016/371398/06)

Share code: SDO

ISIN: ZAE000248662

("STADIO" or "the Company")

STADIO
— HOLDINGS —

VOLUNTARY TRANSACTION ANNOUNCEMENT: STADIO ACQUIRES PRESTIGE ACADEMY

The board of directors of STADIO is pleased to advise shareholders that the Company, through its wholly-owned subsidiary, Stadio Investment Holdings Proprietary Limited, has entered into a sale of shares agreement ("**Agreement**") in terms of which it will acquire 100% of the issued share capital of Prestige Academy Proprietary Limited ("**Prestige Academy**"), a registered private higher education provider with 27 registered qualifications offered at its campus in Bellville and 4 registered qualifications offered at its campus in Centurion ("**Acquisition**").

The Acquisition is subject to the fulfilment of certain conditions precedent, none of which are material.

The Acquisition is aligned with STADIO's intention to acquire and grow existing registered higher education brands, fund further expansions of existing brands and oversee the greenfield development of new faculties, programmes and campuses across all institutions.

It is the STADIO Group's vision to be a leading Multiversity, offering qualifications aligned with the needs of societies, students and the world of work. As a Multiversity, and following the acquisition of Prestige Academy, STADIO will own 6 registered higher education institutions all providing programmes, both undergraduate (including bachelors degrees, higher certificates and diplomas) and post graduate (including honours and masters degrees), that provide graduates with a real chance of creating employment opportunities (entrepreneurship) or finding employment. In time STADIO will look to consolidate the programmes offered by its various higher education institutions that will allow all stakeholders to benefit from the marketing, operational and regulatory advantages of doing so.

The Acquisition is uncategorised in terms of the JSE Limited Listings Requirements, and the information contained in this announcement has been voluntarily disclosed by the Company.

Durbanville
24 October 2018

Sponsor and Transaction Adviser
PSG Capital



PSG CAPITAL