

STADIO HOLDINGS LIMITED
(Incorporated in the Republic of South Africa)
(Registration number: 2016/371398/06
Share code: SDO
ISIN: ZAE000248662
LEI: 3789007C8FB26515D966
("STADIO Holdings" or "the Company")



AWARD AND ACCEPTANCE OF OPTIONS IN TERMS OF THE STADIO GROUP SHARE INCENTIVE SCHEME

In compliance with paragraphs 3.63 to 3.74 of the JSE Limited Listings Requirements, the following information regarding the acceptance of options is disclosed:

1.

NAME OF DIRECTOR	Mr Christian Phillipus David Vorster
COMPANY OF WHICH A DIRECTOR	STADIO Holdings Limited
STATUS: EXECUTIVE/NON-EXECUTIVE	Executive
TYPE AND CLASS OF SECURITIES	Options to acquire ordinary shares in STADIO Holdings
NATURE OF TRANSACTION	Acceptance of award of options to acquire ordinary shares in STADIO Holdings in terms of the STADIO Group Share Incentive Scheme (off-market transaction)
DATE OF ACCEPTANCE OF OPTIONS	10 July 2020
DATE OF AWARD OF OPTIONS	1 July 2020
OPTION STRIKE PRICE	R1.21
NUMBER OF OPTIONS ACCEPTED	4 299 966
TOTAL DEEMED RAND VALUE OF SECURITIES	R5,202,958.86
VESTING DATES OF OPTIONS	The options will vest in four tranches of 25% each, on the following dates: 1 July 2022 1 July 2023 1 July 2024 1 July 2025
PERIOD OF EXERCISE	Participants have a 30-day period from the vesting date during which options can be exercised
NATURE AND EXTENT OF INTEREST IN THE TRANSACTION	Direct, beneficial

2.

NAME OF DIRECTOR	Ms Divya Singh
COMPANY OF WHICH A DIRECTOR	STADIO Holdings Limited
STATUS: EXECUTIVE/NON-EXECUTIVE	Executive
TYPE AND CLASS OF SECURITIES	Options to acquire ordinary shares in STADIO Holdings
NATURE OF TRANSACTION	Acceptance of award of options to acquire ordinary shares in STADIO Holdings in terms of the STADIO Group Share Incentive Scheme (off-market transaction)

DATE OF ACCEPTANCE OF OPTIONS	9 July 2020
DATE OF AWARD OF OPTIONS	1 July 2020
OPTION STRIKE PRICE	R1.21
NUMBER OF OPTIONS ACCEPTED	682 927
TOTAL DEEMED RAND VALUE OF SECURITIES	R826,341.67
VESTING DATES OF OPTIONS	The options will vest in four tranches of 25% each, on the following dates: 1 July 2022 1 July 2023 1 July 2024 1 July 2025
PERIOD OF EXERCISE	Participants have a 30-day period from the vesting date during which options can be exercised
NATURE AND EXTENT OF INTEREST IN THE TRANSACTION	Direct, beneficial

3.

NAME OF DIRECTOR	Ms Samara Totaram
COMPANY OF WHICH A DIRECTOR	STADIO Holdings Limited
STATUS: EXECUTIVE/NON-EXECUTIVE	Executive
TYPE AND CLASS OF SECURITIES	Options to acquire ordinary shares in STADIO Holdings
NATURE OF TRANSACTION	Acceptance of award of options to acquire ordinary shares in STADIO Holdings in terms of the STADIO Group Share Incentive Scheme (off-market transaction)
DATE OF ACCEPTANCE OF OPTIONS	9 July 2020
DATE OF AWARD OF OPTIONS	1 July 2020
OPTION STRIKE PRICE	R1.21
NUMBER OF OPTIONS ACCEPTED	1 186 931
TOTAL DEEMED RAND VALUE OF SECURITIES	R1,436,186.51
VESTING DATES OF OPTIONS	The options will vest in four tranches of 25% each, on the following dates: 1 July 2022 1 July 2023 1 July 2024 1 July 2025
PERIOD OF EXERCISE	Participants have a 30-day period from the vesting date during which options can be exercised
NATURE AND EXTENT OF INTEREST IN THE TRANSACTION	Direct, beneficial

4.

NAME OF PRESCRIBED OFFICER	Mr Jacobus Johannes Human
COMPANY OF WHICH A PRESCRIBED OFFICER	STADIO Holdings Limited
TYPE AND CLASS OF SECURITIES	Options to acquire ordinary shares in STADIO Holdings
NATURE OF TRANSACTION	Acceptance of award of options to acquire ordinary shares in STADIO Holdings in terms of the STADIO Group Share Incentive Scheme (off-market transaction)
DATE OF ACCEPTANCE OF OPTIONS	9 July 2020
DATE OF AWARD OF OPTIONS	1 July 2020
OPTION STRIKE PRICE	R1.21
NUMBER OF OPTIONS ACCEPTED	611 765
TOTAL DEEMED RAND VALUE OF SECURITIES	R740,235.65
VESTING DATES OF OPTIONS	The options will vest in four tranches of 25% each, on the following dates: 1 July 2022 1 July 2023 1 July 2024 1 July 2025
PERIOD OF EXERCISE	Participants have a 30-day period from the vesting date during which options can be exercised
NATURE AND EXTENT OF INTEREST IN THE TRANSACTION	Direct, beneficial

5.

NAME OF DIRECTOR	Mr Christian Phillipus David Vorster
COMPANY OF WHICH A DIRECTOR	STADIO Holdings Limited
STATUS: EXECUTIVE/NON-EXECUTIVE	Executive
TYPE AND CLASS OF SECURITIES	Options to acquire ordinary shares in STADIO Holdings
NATURE OF TRANSACTION	Acceptance of award of options to acquire ordinary shares in STADIO Holdings in terms of the STADIO Group Share Incentive Scheme (off-market transaction)
DATE OF ACCEPTANCE OF OPTIONS	15 April 2020
DATE OF AWARD OF OPTIONS	3 April 2020
OPTION STRIKE PRICE	R1.23
NUMBER OF OPTIONS ACCEPTED	7 985 652
TOTAL DEEMED RAND VALUE OF SECURITIES	R9,822,351.96
VESTING DATES OF OPTIONS	The options will vest in four tranches of 25% each, on the following dates: 3 April 2022 3 April 2023 3 April 2024 3 April 2025
PERIOD OF EXERCISE	Participants have a 30-day period from the vesting date during which options can be exercised

NATURE AND EXTENT OF INTEREST IN THE TRANSACTION	Direct, beneficial
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6.

NAME OF DIRECTOR	Ms Divya Singh
COMPANY OF WHICH A DIRECTOR	STADIO Holdings Limited
STATUS: EXECUTIVE/NON-EXECUTIVE	Executive
TYPE AND CLASS OF SECURITIES	Options to acquire ordinary shares in STADIO Holdings
NATURE OF TRANSACTION	Acceptance of award of options to acquire ordinary shares in STADIO Holdings in terms of the STADIO Group Share Incentive Scheme (off-market transaction)
DATE OF ACCEPTANCE OF OPTIONS	9 April 2020
DATE OF AWARD OF OPTIONS	3 April 2020
OPTION STRIKE PRICE	R1.23
NUMBER OF OPTIONS ACCEPTED	1 268 293
TOTAL DEEMED RAND VALUE OF SECURITIES	R1,560,000.39
VESTING DATES OF OPTIONS	The options will vest in four tranches of 25% each, on the following dates: 3 April 2022 3 April 2023 3 April 2024 3 April 2025
PERIOD OF EXERCISE	Participants have a 30-day period from the vesting date during which options can be exercised
NATURE AND EXTENT OF INTEREST IN THE TRANSACTION	Direct, beneficial

7.

NAME OF DIRECTOR	Ms Samara Totaram
COMPANY OF WHICH A DIRECTOR	STADIO Holdings Limited
STATUS: EXECUTIVE/NON-EXECUTIVE	Executive
TYPE AND CLASS OF SECURITIES	Options to acquire ordinary shares in STADIO Holdings
NATURE OF TRANSACTION	Acceptance of award of options to acquire ordinary shares in STADIO Holdings in terms of the STADIO Group Share Incentive Scheme (off-market transaction)
DATE OF ACCEPTANCE OF OPTIONS	13 April 2020
DATE OF AWARD OF OPTIONS	3 April 2020
OPTION STRIKE PRICE	R1.23
NUMBER OF OPTIONS ACCEPTED	2 204 300
TOTAL DEEMED RAND VALUE OF SECURITIES	R2,711,289.00

VESTING DATES OF OPTIONS	The options will vest in four tranches of 25% each, on the following dates: 3 April 2022 3 April 2023 3 April 2024 3 April 2025
PERIOD OF EXERCISE	Participants have a 30-day period from the vesting date during which options can be exercised
NATURE AND EXTENT OF INTEREST IN THE TRANSACTION	Direct, beneficial

8.

NAME OF PRESCRIBED OFFICER	Mr Jacobus Johannes Human
COMPANY OF WHICH A PRESCRIBED OFFICER	STADIO Holdings Limited
TYPE AND CLASS OF SECURITIES	Options to acquire ordinary shares in STADIO Holdings
NATURE OF TRANSACTION	Acceptance of award of options to acquire ordinary shares in STADIO Holdings in terms of the STADIO Group Share Incentive Scheme (off-market transaction)
DATE OF ACCEPTANCE OF OPTIONS	10 April 2020
DATE OF AWARD OF OPTIONS	3 April 2020
OPTION STRIKE PRICE	R1.23
NUMBER OF OPTIONS ACCEPTED	1 136 136
TOTAL DEEMED RAND VALUE OF SECURITIES	R1,397,447.28
VESTING DATES OF OPTIONS	The options will vest in four tranches of 25% each, on the following dates: 3 April 2022 3 April 2023 3 April 2024 3 April 2025
PERIOD OF EXERCISE	Participants have a 30-day period from the vesting date during which options can be exercised
NATURE AND EXTENT OF INTEREST IN THE TRANSACTION	Direct, beneficial

Clearance for the above was obtained in terms of paragraph 3.66 of the JSE Limited Listings Requirements.

Durbanville
10 July 2020

Sponsor
PSG Capital



PSG CAPITAL

Joint independent sponsor
UBS South Africa

