

Steinhoff International Holdings N.V.
(Incorporated in the Netherlands)
(Registration number: 63570173)
Share Code: **SNH**
ISIN: **NL0011375019**
("Steinhoff")

Shoprite Holdings Limited
(Incorporated in the Republic of South Africa)
(Registration number: 1936/007721/06)
JSE Share Code: **SHP**
NSX Share Code: **SRH**
ISIN: **ZAE000166997**
("Shoprite")

RENEWAL OF JOINT CAUTIONARY ANNOUNCEMENT

Further to the joint detailed cautionary announcement released on the Stock Exchange News Service on 14 December 2016, shareholders of Steinhoff and Shoprite (together, "the Companies") are advised that the Companies remain engaged in exclusive on-going negotiations regarding the potential sale of Steinhoff's Africa retail assets to Shoprite as set out in the aforementioned cautionary announcement ("the Proposed Transaction").

The Proposed Transaction, if successfully concluded, may have a material effect on the prices of the Companies' securities. Accordingly, shareholders of Steinhoff and Shoprite are advised to continue to exercise caution when dealing in their Steinhoff and Shoprite securities, respectively, until a further announcement is made.

Stellenbosch and Cape Town
31 January 2017

Financial Adviser and Transaction Sponsor to Steinhoff
Rand Merchant Bank (A division of FirstRand Bank Limited)

Sponsor to Steinhoff
PSG Capital (Pty) Ltd

Financial Adviser and Transaction Sponsor to Shoprite
Investec Bank Limited

Sponsor to Shoprite
Nedbank Corporate and Investment Banking

Legal Advisers to Steinhoff
Cliffe Dekker Hofmeyr Incorporated
Girard Hayward Incorporated
Linklaters LLP

Legal Advisers to Shoprite
Werksmans Attorneys