

# 101



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# Shareholders' diary

Notice of AGM posted to shareholders	28 September 2018
Annual Financial Statements published and available on website	26 October 2018
2018 Integrated Report published and available on website	26 October 2018
Annual General Meeting	27 November 2018
Interim results for the six months ending 31 December 2018	February 2019
Final results for the year ending 30 June 2019	August 2019

## Shareholders' analysis

Through analysis of the Strate registered holdings and Combined Share Register, and pursuant to the provisions of section 56 of the Companies Act, the following shareholder statistics have been prepared as at 30 June 2018:

	Number of shareholdings	% of total shareholdings	Number of shares	% of issued capital
<b>Shareholder spread</b>				
1 – 1 000	3 339	49.57%	1 032 012	0.28%
1 001 – 10 000	2 387	35.44%	7 892 109	2.12%
10 001 – 100 000	687	10.20%	23 671 429	6.37%
100 001 – 1 000 000	270	4.01%	78 421 274	21.11%
Over 1 000 000	53	0.79%	260 490 970	70.12%
<b>Total</b>	<b>6 736</b>	<b>100.00%</b>	<b>371 507 794</b>	<b>100.00%</b>
<b>Distribution of shareholders</b>				
Assurance Companies	47	0.70%	13 475 880	3.63%
BEE Entities	1	0.01%	67 029	0.02%
Close Corporations	61	0.91%	276 926	0.07%
Collective Investment Schemes	261	3.87%	161 131 157	43.37%
Control Accounts	3	0.04%	106	0.00%
Custodians	30	0.45%	18 610 224	5.01%
Foundations and Charitable Funds	45	0.67%	2 270 022	0.61%
Hedge Funds	12	0.18%	2 329 514	0.63%
Insurance Companies	11	0.16%	1 911 269	0.51%
Investment Partnerships	37	0.55%	351 573	0.09%
Managed Funds	29	0.43%	9 211 565	2.48%
Medical Aid Funds	20	0.30%	1 759 119	0.47%
Organs of State	9	0.13%	68 547 629	18.45%
Private Companies	179	2.66%	4 876 721	1.31%
Public Companies	8	0.12%	1 718 627	0.46%
Public Entities	5	0.07%	299 190	0.08%
Retail Shareholders	5 123	76.05%	12 372 436	3.33%
Retirement Benefit Funds	270	4.01%	50 784 051	13.67%
Scrip Lending	13	0.19%	2 473 313	0.67%
Share Schemes	1	0.01%	8 937 448	2.41%
Sovereign Funds	3	0.04%	4 990 433	1.34%
Stockbrokers and Nominees	24	0.36%	443 732	0.12%
Trusts	539	8.00%	4 669 023	1.26%
Unclaimed Scrip	5	0.07%	807	0.00%
<b>Total</b>	<b>6 736</b>	<b>100.00%</b>	<b>371 507 794</b>	<b>100.00%</b>

## Shareholders' analysis (continued)

	Number of shareholdings	% of total shareholdings	Number of shares	% of issued capital
<b>Shareholder type</b>				
<b>Non-public shareholders</b>	<b>5</b>	<b>0.06%</b>	<b>62 789 291</b>	<b>16.90%</b>
Directors and associates of the company	2	0.03%	131 492	0.04%
Own holdings	1	0.01%	289 949	0.08%
Share schemes	1	0.01%	8 937 448	2.41%
Public Investment Corporation (GEPF)	1	0.01%	53 430 402	14.38%
<b>Public shareholders</b>	<b>6 731</b>	<b>99.94%</b>	<b>308 718 503</b>	<b>83.10%</b>
<b>Total</b>	<b>6 736</b>	<b>100.00%</b>	<b>371 507 794</b>	<b>100.00%</b>
<b>Fund Managers with a holding greater than 3% of the issued shares</b>				
Allan Gray			90 809 145	24.44%
Public Investment Corporation			55 914 736	15.05%
PSG Asset Management			28 458 622	7.66%
Prudential Investment Managers			25 705 043	6.92%
Dimensional Fund Advisors			17 557 054	4.73%
Old Mutual Investment Group			15 483 877	4.17%
Vanguard Investment Management			12 057 273	3.25%
Visio Capital Management			11 913 961	3.21%
<b>Total</b>			<b>257 899 711</b>	<b>69.42%</b>
<b>Beneficial shareholders with a holding greater than 3% of the issued shares</b>				
Government Employees Pension Fund (GEPF)			65 520 007	17.64%
Allan Gray			51 295 657	13.81%
PSG			27 074 735	7.29%
Old Mutual Group			16 518 209	4.45%
Dimensional Fund Advisors			16 372 401	4.41%
Prudential			15 492 959	4.17%
State Street (Custodian)			14 807 921	3.99%
Alexander Forbes Investments			12 351 786	3.32%
Vanguard			12 057 273	3.25%
<b>Total</b>			<b>231 490 948</b>	<b>62.31%</b>
<b>Total number of shareholdings</b>	<b>6 736</b>			
<b>Total number of shares in issue</b>		<b>371 507 794</b>		

## Bondholders' analysis

The bondholders as at 30 June 2018 were:

	Number of bondholdings	% of total bondholdings	Bonds held	% held
<b>Bondholder spread</b>				
50 000 – 1 000 000 bonds	39	65.00%	14 330 000	7.02%
1 000 001 bonds and over	21	35.00%	189 670 000	92.98%
<b>Total</b>	<b>60</b>	<b>100.00%</b>	<b>204 000 000</b>	<b>100.00%</b>
<b>Distribution of bondholders</b>				
Assurance Companies	2	3.33%	20 500 000	10.05%
Collective Investment Schemes	21	35.00%	132 840 000	65.12%
Foundations and Charitable Funds	7	11.67%	1 350 000	0.66%
Insurance Companies	2	3.33%	21 800 000	10.69%
Managed Funds	2	3.33%	500 000	0.25%
Retirement Benefit Funds	24	40.00%	26 660 000	13.07%
Trusts	2	3.33%	350 000	0.17%
<b>Total</b>	<b>60</b>	<b>100.00%</b>	<b>204 000 000</b>	<b>100.00%</b>
<b>Bondholder type</b>				
<b>Non-public bondholders</b>	<b>1</b>	<b>1.67%</b>	<b>59 900 000</b>	<b>29.36%</b>
Allan Gray	1	1.67%	59 900 000	29.36%
<b>Public bondholders</b>	<b>59</b>	<b>98.33%</b>	<b>144 100 000</b>	<b>70.64%</b>
<b>Total</b>	<b>60</b>	<b>100.00%</b>	<b>204 000 000</b>	<b>100.00%</b>
<b>Investment Manager shareholdings (&gt;3%)</b>				
Allan Gray			112 300 000	55.05%
Northstar Asset Management			19 000 000	9.31%
Mergence Africa Investments			18 000 000	8.82%
<b>Total</b>			<b>149 300 000</b>	<b>73.18%</b>
<b>Beneficial bondholdings (&gt;3%)</b>				
Allan Gray			97 690 000	47.89%
Regent			40 000 000	19.61%
Northstar Asset Management			19 000 000	9.31%
Alexander Forbes Investments			10 950 000	5.37%
Amplats			6 600 000	3.24%
<b>Total</b>			<b>174 240 000</b>	<b>85.42%</b>
<b>Beneficial holding by region</b>				
South Africa			203 750 000	99.88%
Namibia			200 000	0.10%
Swaziland			50 000	0.02%
<b>Total</b>			<b>204 000 000</b>	<b>100.00%</b>
<b>Total number of bondholding</b>	<b>60</b>			
<b>Total number of bonds in issue</b>		<b>204 000 000</b>		

# Abbreviations and definitions

The following abbreviations and definitions listed below have been used throughout this Integrated Report.

“Ader”	Servicios Empresariales Ader S.A
“AGM”	Annual General Meeting
“AUD”	Australian Dollar
“Basic EPS”	Earnings for the year attributable to equity holders of Super Group divided by the weighted average number of ordinary shares in issue during the year
“B-BBEE”	Broad-Based Black Economic Empowerment
“BEE”	Black Economic Empowerment
“CAGR”	Compound Annual Growth Rate
“CEO”	Chief Executive Officer
“CFO”	Chief Financial Officer
“CIO”	Chief Information Officer
“CIPC”	Companies and Intellectual Property Commission
“CJD”	Chrysler, Jeep, Dodge
“Closing earnings yield”	Headline earnings per share as a percentage of market value per share at 30 June
“Closing PE ratio”	Market value per share at 30 June divided by headline earnings per share
“Companies Act”	Companies Act, No. 71 of 2008, as amended
“CSI”	Corporate Social Investment
“DMTN”	Domestic Medium Term Notes
“EAG” or “Essex Auto Group”	Essex Auto Group Limited
“Earnings yield”	HEPS as a percentage of market value per share
“EBIT”	Earnings before interest and taxation
“EBITA”	Earnings before interest, taxation and amortisation of PPA intangibles
“EBITDA”	Earnings before interest, taxation, depreciation and amortisation of PPA intangibles
“ECD”	Early Childhood Development
“EPS”	Earnings per share
“EU”	European Union
“EUR/€”	Euro
“Exco”	Executive Committee
“Fleet Hire”	Fleet Hire Holdings Limited
“FMCG”	Fast Moving Consumer Goods
“FML”	Full Maintenance Leasing
“GDP”	Gross Domestic Product
“Gearing”	Interest-bearing borrowings less cash and cash equivalents as a ratio to total equity
“GRC”	Group Risk Committee
“HEPS”	Headline earnings divided by the weighted average number of ordinary shares in issue during the year
“IAS”	International Auditing Standards
“IFRS”	International Financial Reporting Standards
“IT”	Information Technology
“JIBAR”	Johannesburg Interbank Agreed Rate
“JSE”	JSE Limited

“King IV”	The King Code of Corporate Governance Principles and the King Report on Governance for South Africa 2016
“KPI”	Key Performance Indicators
“Legend”	ABF Legend Logistics Proprietary Limited
“Listings Requirements”	Listings Requirements of the JSE
“MDS”	MDS Group Proprietary Limited
“Motiva”	Motiva Group Limited
“NAAMSA”	National Association of Automobile Manufacturers of South Africa
“NAV”	Net asset value
“NCI”	Non-controlling interests
“Net operating assets”	Total assets excluding cash and cash equivalents, deferred tax assets, equity accounted investees and interest-bearing receivables less total liabilities excluding bank overdrafts, interest-bearing borrowings, FML borrowings, deferred tax liabilities, interest-bearing payables and income tax payable
“OEM”	Original Equipment Manufacturer
“Operating profit margin”	EBIT as a percentage of revenue
“PE”	Price earnings, market value per share divided by HEPS
“Pound Sterling/GBP/£”	Great British Pound
“PPA”	Purchase Price Allocation
“QSR”	Quick Service Restaurant
“R”	Rand, the South African currency
“Remco”	Remuneration Committee
“Return on equity”	Profit attributable to equity holders of Super Group as a percentage of average capital and reserves attributable to equity holders of Super Group
“Return on total assets”	EBIT as a percentage of average total assets
“RNOA”	Return on net operating assets, calculation being EBIT after tax as a percentage of average net operating assets
“SA”	South Africa
“SARS”	Share Appreciation Rights Scheme
“SENS”	Stock Exchange News Service
“SG Fleet”	SG Fleet Group Limited
“SG inTime” or “inTime”	SG inTime Holdings GmbH and its subsidiaries
“SMC” or “Slough Motor Corporation”	Slough Motor Company Limited, held by Bestodeck Limited
“Strate”	Strate Limited
“Super Group” or “the Group”	Super Group Limited and its subsidiaries
“the Board”	the Board of directors of Super Group
“the company”	Super Group Limited
“UK”	United Kingdom
“WACC”	Weighted Average Cost of Capital

# Corporate information

## Directors

**Executive:** P Mountford (CEO) and C Brown (CFO)

**Non-executive:** P Vallet\* (Chairman of the company), Dr E Banda\*, M Cassim\*, V Chitalu<sup>#</sup>, O Mabandla\*, J Newbury\* and D Rose\*

\* Independent # *Zambian*

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## Transfer secretaries

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(PO Box 61051, Marshalltown, 2107)

## Sponsor (Resigned 31 August 2018)

Deutsche Securities (SA) Proprietary Limited

(Registration number 1995/011798/07)

3 Exchange Square, 87 Maude Street, Sandton, 2196

## Sponsor (Appointed 1 September 2018)

Investec Securities Limited (a division of Investec Bank Limited)

(Registration number 1969/004763/06)

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## Auditors

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(Registration number 1999/021543/21)

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## Attorneys

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(Registration number 2000/024775/21)

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[www.supergroup.co.za](http://www.supergroup.co.za)