

DIS-CHEM PHARMACIES LIMITED
(Incorporated in the Republic of South Africa)
(Registration number 2005/009766/06)
JSE share code: DCP
ISIN: ZAE000227831
(“Dis-Chem”)

ANNOUNCEMENT IN RELATION TO RESULTS OF AN ACCELERATED BOOKBUILD

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Shareholders are referred to the announcement released on Monday, 11 December 2017 regarding the launch of an accelerated bookbuild (the “**Bookbuild**”).

Dis-Chem is pleased to announce that the Bookbuild has now closed. Following strong demand Ivan Saltzman, Stan Goetsch and Niall Hegarty (together the “**Selling Shareholders**”) through their respective shareholding vehicles, Ivlyn Proprietary Limited (“**Ivlyn**”), Stansh Proprietary Limited (“**Stansh**”) and Niajul Proprietary Limited (“**Niajul**”), have raised a total of R1,120 million through the sale of 32,000,000 Dis-Chem ordinary shares (“**Bookbuild Shares**”) at a price of R35.00 per share (“**Bookbuild Price**”). Post the Bookbuild, Ivan Saltzman, Stan Goetsch and Niall Hegarty own 52.7%, 6.0% and 3.2% respectively of Dis-Chem’s issued share capital.

The Bookbuild Price represents a 9.3% discount to the pre-launch closing price of R38.58 per share on Monday, 11 December 2017.

Settlement is expected to commence at 09h00 on 15 December 2017.

Midrand
Tuesday, 12 December 2017

Joint Bookrunner
Investec Bank Limited

Joint Bookrunner
Goldman Sachs International

Joint Bookrunner and sole JSE sponsor
The Standard Bank of South Africa Limited

International legal counsel to Dis-Chem
Freshfields Bruckhaus Deringer LLP

South African legal counsel to Dis-Chem
Bowman Gilfillan Inc

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This announcement does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities to any person in the United States, Australia, Canada or Japan or in any jurisdiction to whom or in which such offer or solicitation is unlawful. The Bookbuild may not be offered to the public in any jurisdiction in circumstances which would require the preparation or registration of any offering document relating to the Bookbuild in such jurisdiction. The securities referred to herein (the "Shares") may not be offered or sold in the United States unless registered under the U.S. Securities Act of 1933, as amended (the "Securities Act") or offered in a transaction exempt from, or not subject to, the registration requirements of the Securities Act. The Bookbuild is being offered and sold in the United States only to a limited number of "qualified institutional buyers" ("QIBs") in reliance on Rule 144A under the Securities Act or another exemption from, or transaction not subject to, the registration requirements of the Securities Act, and are being sold outside the United States in offshore transactions in accordance with Regulation S under the Securities Act. The Bookbuild may not be offered to the public in the United States. The offer and sale of the Shares has not been, and will not be, registered under the Securities Act or under the applicable securities laws of Australia, Canada or Japan. Subject to certain exceptions, the Shares referred to herein may not be offered or sold in Australia, Canada or Japan or to, or for the account or benefit of, any national, resident or citizen of Australia, Canada or Japan. There will be no public offer of Shares in the United States, Canada, Australia and Japan.

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