SGHC Detailed Pro Forma Share Count

Total Capitalization (millions)	Sept 30, 2022	Impact of public warrant exchange, cancelation of private warrants and waive of earnout shares	(Proforma) Dec. 26, 2022 Post-Offer Exchange
Shares issued and outstanding	**490.2**	**5.6**	**495.8[1]**
Additional Securities			
Assumption of SEAC warrants (strike price: $11.50)	33.5	(33.5)	--
Earnout shares I (earnout trigger: $11.50)	12.7	(12.7)	--
Earnout shares II (earnout trigger: $12.50)	12.7	(12.7)	--
Earnout shares III (earnout trigger: $14.00)	25.5	(25.5)	--
Restricted Stock Units granted to employees[2,3]	6.6	--	6.6
Total Additional Securities	**91.0**	**(84.4)**	**6.6**
Fully Diluted shares	**581.2**	**(78.8)**	**502.4**

[1] Approximate figure, subject to final share issuance numbers pursuant to Post -Offer Exchange
[2] During 2Q22,approximately 6.6 million Restricted Stock Units ("RSUs") were granted across the employee base and will vest over the next three years on December 31, 2022, 2023 and 2024.
[3] Excludes approximately 0.9 million RSUs granted to employees during 4Q22 and does not reflect vesting of some RSUs on December 31, 2022.

sghc Super group