

Main elements of contracts



prosus

Fabricio Bloisi Rocha

Appointment	Appointed as the Naspers and Prosus Group chief executive on 10 July 2024.
Role	Chief executive of the Naspers and Prosus Group.
Contract	Employed by a subsidiary of Prosus on the basis of an employment agreement for a period of four years.
Performance objectives	Determined annually by the Board and relevant committees as described in the Remuneration Policy.
Remuneration	Fabricio Bloisi's remuneration, which is paid in Euro, as an executive director of Prosus and an executive director of Naspers will be split 10/90 between Naspers and Prosus. His remuneration is determined annually by the Board and human resources and remuneration committee as described in the Remuneration Policy.
Fixed Remuneration	The non-executive directors review the base pay annually and may increase the base salary levels for the executive Directors on an annual basis, typically effective from 1 April each year in line with the Remuneration Policy. A number of factors are taken into account during the review process, including personal performance, business performance, the scope and nature of the role, relevant companies in the technology sector and local economic indicators such as inflation, cost-of-living changes and the relevant labour market, to ensure remuneration is fair, sensible and market competitive. In preparation of the annual review process, the human resources and remuneration committee considers data from comparator companies, bearing in mind the size of the business, its complexity and its geographic footprint.
Short-term incentives	The executive directors are eligible to participate in an annual performance-related, short-term incentive scheme as set out in the Remuneration Policy. Fabricio Bloisi's annual cash bonus is up to 100% of his annual base salary.
Longer-term incentives	The executive directors are eligible to participate in annual performance-related, longer-term incentives (LTIs) as set out in the Remuneration Policy. Detailed scheme rules provide for the operation and governance of each scheme.
Benefits	Benefits provided include a mix of cash and non-cash benefits, including pension, health insurance, life insurance and other benefits.
Severance payment entitlement	Prosus will pay the chief executive a gross termination payment equal to 12 months' base pay (the "Termination Payment") if termination is initiated by Prosus provided termination is not due to the chief executive's seriously culpable or negligent behaviour or related to facts and circumstances that would constitute an urgent cause (<i>dringende reden</i>) under Dutch employment law as defined in Article 7:678 DCC. The Termination Payment includes the statutory transition compensation.

Nico Marais

Appointment	Appointed as the Naspers and Prosus Group chief financial officer effective as per 29 April 2025.
Role	Chief financial officer of the Naspers and Prosus Group.
Contract	Employed by a subsidiary of Prosus on the basis of an employment agreement for an indefinite period of time.
Performance objectives	Determined annually by the Board and relevant committees as described in the Remuneration Policy.
Remuneration	Nico Marais' remuneration as an executive director of Prosus and an executive director of Naspers will be split 10/90 between Naspers and Prosus. His remuneration is determined annually by the Board and human resources and remuneration committee as described more extensively in the Remuneration Policy.
Fixed Remuneration	The non-executive directors review the base pay annually and may increase the base salary levels for the executive Directors on an annual basis, typically effective from 1 April each year in line with the Remuneration Policy. A number of factors are taken into account during the review process, including personal performance, business performance, the scope and nature of the role, relevant companies in the technology sector and local economic indicators such as inflation, cost-of-living changes and the relevant labour market, to ensure remuneration is fair, sensible and market competitive. In preparation of the annual review process, the human resources and remuneration committee considers data from comparator companies, bearing in mind the size of the business, its complexity and its geographic footprint.
Short-term incentives	The executive directors are eligible to participate in an annual performance-related, short-term incentive schemes as set out in the Remuneration Policy. Nico Marais' annual cash bonus and performance related payment is up to 100% of his annual base salary.
Longer-term incentives	The executive directors are eligible to participate in an annual performance-related, longer-term incentives (LTIs) as set out in the remuneration policy. Detailed scheme rules provide for the operation and governance of each scheme.
Benefits	Benefits provided include a mix of cash and non-cash benefits, including pension, health insurance, life insurance and other benefits.
Severance payment entitlement	Prosus will pay the financial director a gross termination payment equal to 12 months' base pay and STI ((STI will then be based on the average pay-out of STI in the three years preceding the end date) ((the "Termination Payment") if termination is initiated by Prosus provided termination is not due to the financial director's seriously culpable or negligent behaviour or related to facts and circumstances that would constitute an urgent cause (<i>dringende reden</i>) under Dutch employment law as defined in Article 7:678 DCC. The Termination Payment includes the statutory transition compensation.

Phuthi Mahanyele-Dabengwa

Appointment	Appointed as an executive director on 1 April 2025 to Naspers and subject to shareholder at the annual general meeting to be held on 20 August 2025 for Prosus.
Role	Naspers South Africa CEO and an executive director.
Contract	Employed by a subsidiary of Naspers on the basis of an employment agreement for an indefinite period of time.
Performance objectives	Determined annually by the Board and relevant committees as described in the Remuneration Policy.
Remuneration	Phuthi Mahanyele-Dabengwa's remuneration as an executive director of Prosus and an executive director of Naspers will be split 10/90 between Naspers and Prosus. Her remuneration is determined annually by the Board and human resources and remuneration committee as described more extensively in the Remuneration Policy.
Fixed Remuneration	The non-executive directors review the base pay annually and may increase the base salary levels for the executive Directors on an annual basis, typically effective from 1 April each year in line with the Remuneration Policy. A number of factors are taken into account during the review process, including personal performance, business performance, the scope and nature of the role, relevant companies in the technology sector and local economic indicators such as inflation, cost-of-living changes and the relevant labour market, to ensure remuneration is fair, sensible and market competitive. In preparation of the annual review process, the human resources and remuneration committee considers data from comparator companies, bearing in mind the size of the business, its complexity and its geographic footprint.
Short-term incentives	The executive directors are eligible to participate in an annual performance-related, short-term incentive schemes as set out in the Remuneration Policy. Phuthi Mahanyele-Dabengwa's annual cash bonus and performance related payment is up to 100% of her annual base salary.
Longer-term incentives	The executive directors are eligible to participate in an annual performance-related, longer-term incentives (LTIs) as set out in the remuneration policy. Detailed scheme rules provide for the operation and governance of each scheme.
Benefits	Benefits provided include a mix of cash and non-cash benefits, including pension, health insurance, life insurance and other benefits.
Severance payment entitlement	The agreement with the executive director does not provide for a contractual severance entitlement.