

STEINHOFF INTERNATIONAL HOLDINGS N.V.: ANNOUNCEMENT OF THE ZAR EXCHANGE RATE APPLICABLE TO THE PROPOSED FINAL DIVIDEND OF 3 EURO CENTS PER ORDINARY SHARE

Stellenbosch – 7 March 2017 – Shareholders are referred to the Notice of the Annual General Meeting of the Company, to be held on 14 March 2017 (“AGM Notice”). In this regard, the AGM Notice contains a proposal to determine the final dividend of 3 Euro cents per Steinhoff ordinary share (the “**Dividend**”), which if approved by the shareholders of Steinhoff International Holdings N.V. (the “**Company**” or “**Steinhoff**”), will be paid on 20 March 2017.

As indicated in the AGM Notice, the Dividend will be paid in Euro for shareholders who hold their shares on the Frankfurt Stock Exchange (“**FSE**”) and in South African Rand (“**ZAR**” or “**Rand**”) for shareholders who hold their Steinhoff ordinary shares on the Johannesburg Stock Exchange operated by the JSE Limited (the “**JSE**”).

In this regard the ZAR exchange rate applicable to the Dividend will be **ZAR 13.74 : EUR1.00**, resulting in a gross ZAR distribution of **41.22** ZAR cents per Steinhoff ordinary share.

For ease of reference, the salient dates are set out below:

SALIENT DATES AND TIMES FOR SHARES HELD ON THE FSE 2017

Last day to trade in shares on the FSE in order to be eligible for the distribution	Wednesday, 15 March
Shares trade ex-entitlement on the FSE	Thursday, 16 March
Record Date	Friday, 17 March
Payment date	Monday, 20 March

SALIENT DATES AND TIMES FOR SHARES TRADED ON THE JSE 2017

Last day to trade in shares on the JSE in order to be eligible for the distribution	Tuesday, 14 March
Shares trade ex-entitlement on the JSE	Wednesday, 15 March
Record Date	Friday, 17 March
Payment date	Monday, 20 March

Note:

As a result of different settlement periods applied by the FSE (T+2) and JSE (T+3), the Last day to Trade in each jurisdiction falls on different dates, but the Record Date is aligned. Between 13 March 2017 and the Payment Date (20 March 2017) there will be an embargo on transfers between the two settlement systems, being Clearstream for the FSE and Strate for the JSE.

Dividends Withholding Tax ("DWT")

The distribution will be payable in Euro. As the Company is a South African Tax Resident, the Dividend will be subject to a South African dividends withholding tax at a dividend tax rate of 20%, resulting in a net cash Dividend of **2.4** Euro cents per share for shares held on the FSE and **32.976** ZAR cents per share for shares held on the JSE, unless the relevant shareholder is exempt from South African dividend tax or is entitled to a reduced rate in terms of the applicable double tax agreement. The Company's South African income tax reference number is 9088/208/229. At the date of declaration of the Dividend the company had 4,296,551,251 ordinary shares in issue.

DWT in respect of shares held on the FSE:

The Company will withhold the South African dividends withholding tax in respect of all shares held on the FSE, unless shareholders provide it with declarations in the prescribed form that such shareholders are exempt from South African dividend tax in terms of the South African Income Tax Act No 58 of 1962, as amended (the "**SA Income Tax Act**") ("**Declarations**").

Declarations in respect of shares held on the FSE must be submitted to 2016distribution@steinhoffinternational.com and originals must be sent to the Company's postal address being PO Box 122, Stellenbosch, South Africa, 7599 for the attention of the Company Secretary.

The Company will consider all valid Declarations received and will ensure that qualifying shareholders receive a refund of the tax withheld within 60 days after receipt of a valid original Declaration.

DWT in respect of shares held on the JSE:

The administration of the dividends tax in respect of shares held on the JSE will be done by the Regulated Intermediaries as defined in the SA Income Tax Act. Shareholders who hold their shares on the JSE are advised to contact their CSDP or broker should they have any queries in this regard.

If shareholders are uncertain as to the tax treatment, they should consult their own tax advisors.

Steinhoff International Holdings N.V.

Management Board

7 March 2017