

COMPANY FACT SHEET NO. 2: PICK N PAY STORES LTD

WHO ARE THEY

The Pick n Pay Group is one of Africa's largest and currently South Africa's second largest retailer of food, general merchandise and clothing. According to the 2011 company report it has a total of 869 stores, made up of Hypermarkets, Supermarkets and Family Stores (which are franchise stores). It operates in seven African countries outside of South Africa as well as in Australia as Franklins. The Group employs over 49 000 people, and generates an annual turnover of ZAR 52billion.

WHERE ARE THEY

Company documentation at the year-end (February 2011) notes 869 stores (500 corporate, 379 franchise), excluding in-store pharmacies and a 25% investment in TM in Zimbabwe (51 stores). The group currently operates one store in Zambia, seventeen stores in Namibia, twelve in Botswana, seven in Swaziland and one in Lesotho, two in Zambia and one in Mozambique; together with its fifty-one-store network with TM in Zimbabwe. In October 2010 the company bought 24 per cent of Zimbabwe operation TM Supermarkets, bringing its total shareholding to 49 per cent. In October 2011 it opened its first store in Mauritius. In total 104 new stores are planned for 2011/2012 including Mauritius, Malawi and DRC. Angola is next with the West African states of Nigeria and Ghana and Kenya, Tanzania, Uganda, Rwanda and Burundi in East Africa listed as "on the radar" with further plans off-shore in the Comoros Islands and the Seychelles.

TOP SHAREHOLDERS (FEBRUARY 2011)

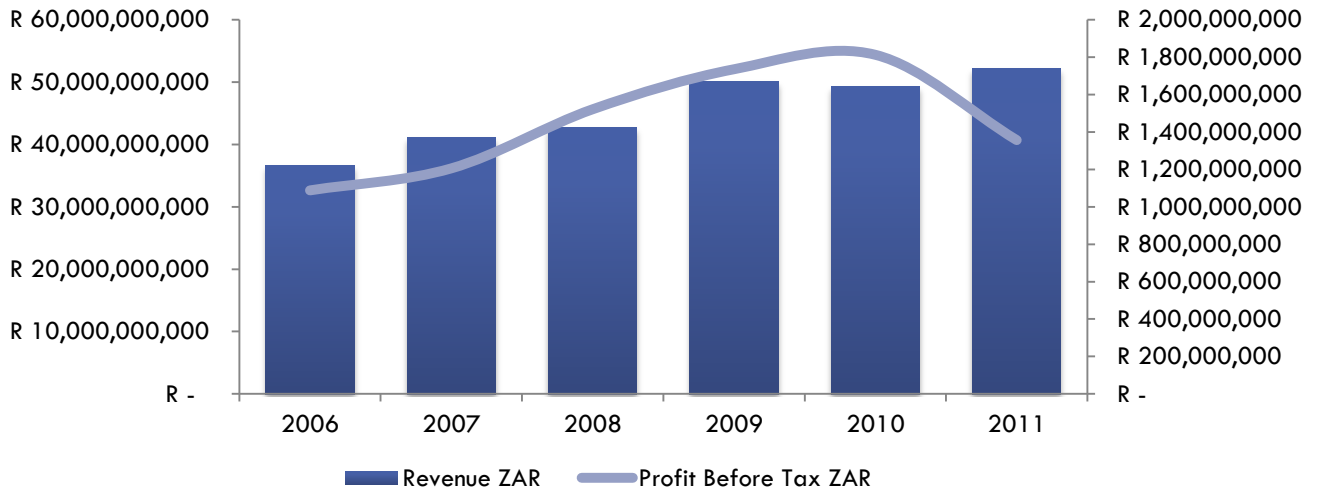
Shareholder	Percentage shares
Pick n Pay Holdings Limited	53.6%
Government Employees Pension Fund	10.2%
Liberty Life Assurance of Africa Ltd	1.7%
Sanlam	1%

The Ackerman Family Trust owns 48.3 per cent of Pick n Pay Holdings which holds 53.6 per cent of the Pick n Pay Stores (the operational company)

COMPANY PERFORMANCE

	Revenue (Sales) ZAR	Profit Before Tax ZAR	Change in Revenue (%)	Change in PBT (%)
2006	R 36,664,900,000	R 1,087,600,000	0	0
2007	R 41,128,100,000	R 1,205,300,000	12%	11%
2008	R 42,677,100,000	R 1,521,000,000	4%	26%
2009	R 50,135,800,000	R 1,734,800,000	17%	14%
2010	R 49,323,800,000	R 1,812,000,000	-2%	4%
2011	R 52,216,700,000	R 1,356,100,000	6%	-25%

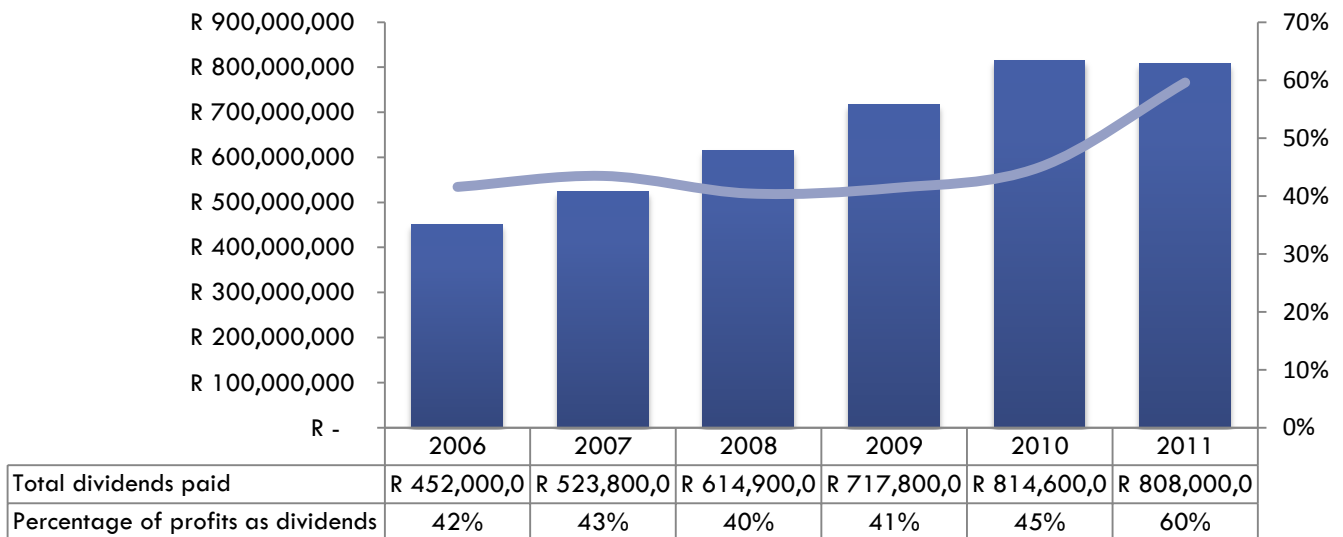
REVENUE AND PROFIT 2006 - 2011



While revenue appears to be showing a slight recovery, profit at Pick n Pay has been increasing more slowly over the past four years and dropped significantly in the last year.

TOTAL DIVIDEND PAYOUTS SINCE 2006

PICK N PAY TOTAL DIVIDEND PAYOUT AS A PERCENTAGE OF PROFIT BEFORE TAX FOR THE YEAR



BOARD

Chief executive officer: Nick Badminton (49) – Appointed 2007

Non-Executive Chairman Gareth Ackerman (53) – Appointed 1990 / Chairman – Appointed 1 March 2010

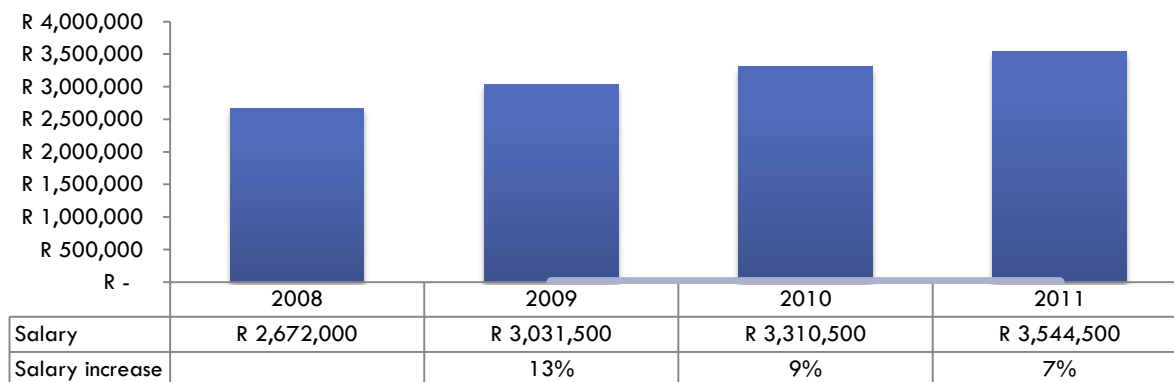
DIRECTOR FEES

The CEO received a seven per cent increase in his salary in 2010/11 taking it to over R3.5 million for the year, as well as R860,900 in benefits. Additionally, the CEO cashed in some of his shares and received R10.5 million for them. As of the date of the annual report – 29 April 2011 – the CEO has 3,074,418 shares outstanding. At current share price (20 May 2011 - Official JSE closing price at market close: 4 220c) these have a value of R129,740,439.

POSITION	SALARY 2010	TOTAL PAY 2010**	SALARY 2011	TOTAL PAY 2011**
Chief Executive Officer	R3,310,500	R4,468,300	R3,544,500	R14,985,400
Executive Director Average Fees	R2,148,750	R2,709,950	R2,107,800	R3,040,650

**Total Pay includes salary, allowances, benefits, bonuses and long-term incentive payments

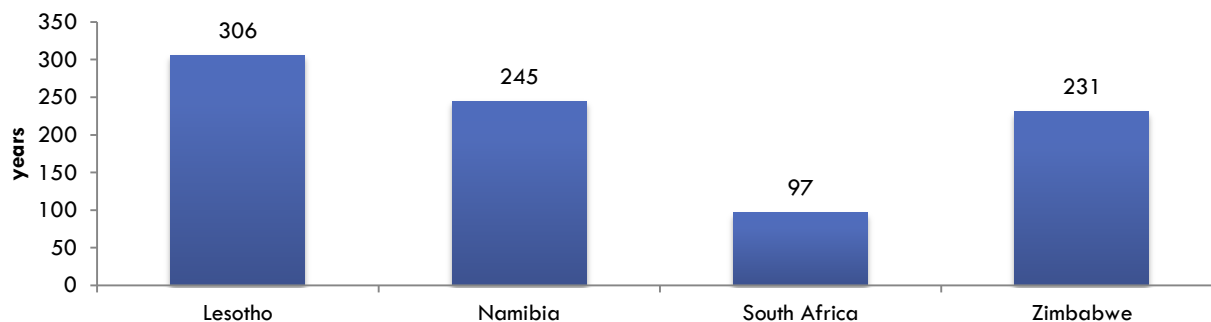
CHIEF EXECUTIVE OFFICER SALARY INCREASE 2008 - 2011



WAGES AND THE WAGE GAP

COUNTRY	GENERAL WORKER MONTHLY WAGE 2010 (ZAR)	GENERAL WORKER ANNUAL WAGE 2010 (ZAR)	CEO REMUNERATION 2010 (ZAR)
South Africa	R3,800	R45,600	R4,468,300
Zimbabwe	R1,588	R19,056	R4,468,300
Namibia	R1,500	R18,000	R4,468,300
Lesotho	R1,200	R14,400	R4,468,300

HOW MANY YEARS WOULD IT TAKE A WORKER IN THE VARIOUS PICK N PAY OPERATIONS TO EARN THE CEO'S ANNUAL REMUNERATION FOR 2010?



LATEST COMPANY NEWS

Retrenchment: In early July 2011, Pick n Pay management announced their intention to retrench up to 3, 137 workers from the non-management bargaining unit in South Africa.

Takeover: South African retail market speculations are abundant that UK based global retailer Tesco is showing a great interest in Pick n Pay as a part of its expansion strategy. Pick n Pay is supposed to be a good match with its business structure and marketing strategies and one of a few local retailers that extensively uses loyalty programs. The rumour is strongly denied by management.

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