

Rockcastle Global Real Estate Company Limited

(Incorporated in the Republic of Mauritius)

(Registration number 108869 C1/GBL)

JSE share code: ROC

SEM share code: ROCK.N0000

ISIN: MU0364N00003

("Rockcastle" or "the company")



ROCKCASTLE
GLOBAL REAL ESTATE COMPANY LIMITED

RESULTS OF DIVIDEND ELECTION, ISSUE OF NEW SHARES AND TOTAL VOTING RIGHTS

Shareholders are referred to the previous announcements, the last of which was released on SENS and on the website of the Stock Exchange of Mauritius Ltd ("**SEM**") on Friday, 6 March 2015, in respect of the election by shareholders to receive a scrip dividend by way of an issue of 1.95 new Rockcastle shares ("**new Rockcastle shares**") for every 100 Rockcastle shares held on the record date, being Friday, 20 March 2015 ("**scrip dividend**") at an issue price of US\$2.20 per share or a cash dividend of 4.28 US\$ cents per share (50.33280 ZAR cents per share for shareholders on the South African share register) ("**cash dividend**") in respect of the six months ended 31 December 2014.

Following completion of the election, the company hereby announces that in respect of the scrip dividend, a total of 14 669 955 new Rockcastle shares (out of a maximum of 15 009 150 new Rockcastle shares as mentioned in the circular posted to shareholders on Tuesday, 24 February 2015) will be issued on market as listed shares on Monday, 23 March 2015 on the JSE Limited and the SEM. The new Rockcastle shares issued in respect of the scrip dividend will upon their issue be fully paid up and will rank *pari passu* in all respects with existing Rockcastle shares in issue and are fully fungible with effect from the date of listing.

Following the issue of the new Rockcastle shares, the total issued share capital of the company will increase to 784 369 955 ordinary shares of no par value each. Therefore, the total number of voting rights in Rockcastle will be 784 369 955 with effect from Monday, 23 March 2015, which may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, Rockcastle.

In respect of all shareholders in Mauritius and certificated shareholders in South Africa, the cash dividend payment was made by electronic funds transfer and in respect of dematerialised shareholders in South Africa, your CSDP/broker accounts were credited and updated.

In respect of certificated shareholders in South Africa, share certificates were dispatched to all certificated shareholders by registered post at the risk of such shareholders, on Monday, 23 March 2015 or in accordance with the instructions given to the South African transfer secretaries.

In respect of dematerialised shareholders in South Africa and Mauritius, CSDP/CDS/broker accounts were credited and updated on Monday, 23 March 2015 with the new Rockcastle shares.

Rockcastle is listed on the Official List of the SEM and the main board of the JSE Limited.

By order of the board

For further information please contact:

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23 March 2015

This notice is issued pursuant to SEM Listing Rule 11.3 and Rule 5(1) of the Securities (Disclosure Obligations of Reporting Issuers) Rules 2007. The Board of Directors of Rockcastle Global Real Estate Company Limited accepts full responsibility for the accuracy of the information contained in this announcement.