

**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")



---

**DISPATCH OF NOTICE OF GENERAL MEETING TO ROCKCASTLE SHAREHOLDERS**

---

The Board of Directors of Rockcastle wishes to inform the shareholders and the general public that it has considered and approved the adoption of a Share Purchase Scheme (the "**Scheme**"), which Scheme has been approved by the Johannesburg Stock Exchange ("**JSE**") and the Listing Executive Committee of the Stock Exchange of Mauritius Ltd ("**SEM**"), subject to shareholder approval. The Scheme permits 42 393 101 ordinary shares as the maximum number of shares that can be offered for subscription on a periodic basis. For the purposes of clarification, the Scheme is subject to approval by shareholders and no shares are currently being issued thereunder.

The purpose of the Scheme is to align the interests of the company's employees and executive directors with those of the shareholders of the company by providing such persons the opportunity to acquire shares in the company.

Shareholders are advised that the company will dispatch a notice of general meeting to Rockcastle shareholders on Monday, 15 June 2015, which meeting will be held at the registered office of the company being c/o Intercontinental Trust Ltd, Level 3, Alexander House, 35 Cybercity, Ebene 72201, Mauritius at 10:00 Mauritian time (08:00 South African time) on 13 July 2015 (the "**general meeting**") for the purpose of considering and if deemed fit, passing, with or without modification the special resolution required to approve the adoption of the Scheme.

Rockcastle holds a primary listing on the Official Market of the SEM and the Main Board of the JSE.

The salient dates and times in relation to the general meeting are set out in the table below:

---

	<b>2015</b>
Notice of general meeting posted to shareholders on	Monday, 15 June
Record date to be recorded in the register in order to be entitled to vote at the general meeting	Friday, 3 July
Last day to lodge forms of proxy for the general meeting by 10:00 Mauritian time (08:00 South African time) on	Thursday, 9 July
General meeting held at 10:00 Mauritian time (08:00 South African time) on	Monday, 13 July
Results of the general meeting released on SENS and in the press in Mauritius	Monday, 13 July

---

*Note: The above dates and times are subject to change. Any changes will be released on SENS and by SEM Communiqué.*

For further information please contact:

---

Intercontinental Trust Limited

Company secretary +230 403 0800

---

Java Capital

JSE sponsor +27 11 722 3050

---

12 June 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.