

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")



RESULTS OF ANNUAL GENERAL MEETING AND CHANGES TO THE BOARD

Shareholders are advised that at the annual general meeting of shareholders held on Friday, 30 October 2015 (in terms of the notice of annual general meeting dispatched to shareholders on 30 September 2015), all of the resolutions tabled thereat (other than ordinary resolution 2.3 re-electing Andries de Lange as director, which was withdrawn prior to the annual general meeting, due to his resignation on 23 September 2015), were passed by the requisite majority of Rockcastle shareholders.

Details of the results of voting at the annual general meeting are as follows:

- total number of Rockcastle shares that could have been voted at the annual general meeting: 912 540 104
- total number of Rockcastle shares that were present/represented at the annual general meeting: 825 012 077 being 90.41% of total number of Rockcastle shares that could have been voted at the annual general meeting

Ordinary Resolution 1: To receive and adopt the audited company and group financial statements for the year ended 30 June 2015

Shares voted*	For	Against	Abstentions[^]
822 606 433, being 100%	822 606 433, being 100%	-	2 405 644, being 0.26%

Ordinary Resolution 2.1 : Re-election of Mark Olivier as director

Shares voted*	For	Against	Abstentions[^]
822 606 433, being 100%	822 606 433, being 100%	-	2 405 644, being 0.26%

Ordinary Resolution 2.2: Re-election of Spiro Noussis as director

Shares voted*	For	Against	Abstentions[^]
822 606 433, being 100%	822 606 433, being 100%	-	2 405 644, being 0.26%

Ordinary Resolution 2.3: Re-election of Andries de Lange as director

Withdrawn			
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Ordinary Resolution 2.4: Re-election of Nick Matulovich as director

Shares voted*	For	Against	Abstentions[^]
822 606 433, being 100%	822 606 433, being 100%	-	2 405 644, being 0.26%

Ordinary Resolution 2.5: Re-election of Rory Kirk as director

Shares voted*	For	Against	Abstentions[^]
822 606 433, being 100%	822 606 433, being 100%	-	2 405 644, being 0.26%

Ordinary Resolution 2.6: Re-election of Yan Ng as director

Shares voted*	For	Against	Abstentions^
822 606 433, being 100%	822 606 433, being 100%	-	2 405 644, being 0.26%

Ordinary Resolution 2.7: Re-election of Paul Pretorius as director

Shares voted*	For	Against	Abstentions^
822 606 433, being 100%	822 606 433, being 100%	-	2 405 644, being 0.26%

Ordinary Resolution 2.8: Re-election of Andre van der Veer as director

Shares voted*	For	Against	Abstentions^
822 606 433, being 100%	822 606 433, being 100%	-	2 405 644, being 0.26%

Ordinary Resolution 3: Re-appointment of auditor

Shares voted*	For	Against	Abstentions^
822 606 433, being 100%	822 606 433, being 100%	-	2 405 644, being 0.26%

Ordinary Resolution 4: Authorising directors to determine auditor's remuneration

Shares voted*	For	Against	Abstentions^
822 606 433, being 100%	822 606 433, being 100%	-	2 405 644, being 0.26%

Ordinary Resolution 5: Approval of non-executive directors' fees

Shares voted*	For	Against	Abstentions^
822 606 433, being 100%	822 447 133, being 99.98%	159 300, being 0.02%	2 405 644, being 0.26%

Ordinary Resolution 6: Control over unissued shares

Shares voted*	For	Against	Abstentions^
822 606 433, being 100%	752 916 190, being 91.53%	69 690 243, being 8.47%	2 405 644, being 0.26%

Ordinary Resolution 7: General authority to issue shares for cash

Shares voted*	For	Against	Abstentions^
822 606 433, being 100%	744 983 293, being 90.56%	77 623 140, being 9.44%	2 405 644, being 0.26%

Ordinary Resolution 8: Non-binding advisory vote on remuneration policy

Shares voted*	For	Against	Abstentions^
822 606 433, being 100%	758 908 990, being 92.26%	63 697 443, being 7.74%	2 405 644, being 0.26%

Ordinary Resolution 9: Authority for directors or company secretary to implement resolutions

Shares voted*	For	Against	Abstentions^
822 606 433, being 100%	822 606 433, being 100%	-	2 405 644, being 0.26%

Special Resolution 1: Approval of financial assistance to related or inter-related companies

Shares voted*	For	Against	Abstentions^
822 606 433, being 100%	821 699 574, being 99.89%	906 859, being 0.11%	2 405 644, being 0.26%

Special Resolution 2: Approval of repurchase of shares

Shares voted*	For	Against	Abstentions^
822 606 433, being 100%	805 701 457, being 97.94%	16 904 976, being 2.06%	2 405 644, being 0.26%

* shares excluding abstentions

^ in relation to total shares in issue

Shareholders are further advised that in accordance with section 12.4.2 of the Constitution of the Company, Barry Stuhler automatically retired as non-executive director of Rockcastle at the end of the AGM. Subsequently, Barry Stuhler was re-appointed by the Board as per section 12.3 of Rockcastle's Constitution and the re-appointment will be presented for approval at the next general meeting or annual general meeting of shareholders, whichever comes first.

By order of the board

For further information please contact:

Intercontinental Trust Limited

Company secretary

+230 403 0800

Java Capital

JSE Sponsor

+27 11 283 0042

30 October 2015

This notice is issued pursuant to the JSE Listings Requirements, SEM Listing Rules 11.3 and 11.22(b) 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.