

**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

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

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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 Monday, 15 February 2016, in respect of the election by shareholders to receive a scrip dividend by way of an issue of 2.167 new Rockcastle shares (“**new Rockcastle shares**”) for every 100 Rockcastle shares held on the record date, being Friday, 4 March 2016 (“**scrip dividend**”) at an issue price of USD2.13 per share or a cash dividend of 4.6310 USD cents per share (73.40135 ZAR cents per share for shareholders on the South African share register) (“**cash dividend**”) in respect of the six months ended 31 December 2015.

Following completion of the election, the company hereby announces that in respect of the scrip dividend, a total of 18 454 215 new Rockcastle shares (out of a maximum of 19 774 744 new Rockcastle shares as mentioned in the circular posted to shareholders on Friday, 12 February 2016) will be issued on market as listed shares on Tuesday, 8 March 2016 on the JSE Limited (“**JSE**”) 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 930 994 319 ordinary shares of no par value each. Therefore, the total number of voting rights in Rockcastle will be 930 994 319 with effect from Tuesday, 8 March 2016, 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 Tuesday, 8 March 2016 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 Tuesday, 8 March 2016 with the new Rockcastle shares.

Rockcastle has its primary listing on both the Official List of the SEM and the main board of the JSE.

By order of the board

For further information please contact:

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**Intercontinental Trust Limited**

Company secretary

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**Java Capital**

South African corporate advisor and JSE sponsor

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8 March 2016

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This notice is issued pursuant to the JSE Listings Requirements and the 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.