

NEPI ROCKCASTLE PLC

Incorporated and registered in the Isle of Man with registered number 014178V

JSE share code: NRP

Euronext share code: NRP

ISIN: IM00BDD7WV31

(“NEPI Rockcastle”) or (the “company”)



RESULTS OF THE ACCELERATED BOOK BUILD AND ISSUE OF EQUITY

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Following the close of the book build undertaken on 3 October 2017 (“**capital raise**”), shareholders are advised that a total of 29 541 215 new NEPI Rockcastle ordinary shares are expected to be issued and listed on Monday, 16 October 2017. The new shares, when issued, will be credited as fully paid and will rank *pari passu* in all respects with the existing issued shares.

Given that a number of new NEPI Rockcastle shares are anticipated to be listed and issued on Thursday, 12 October 2017, pursuant to the distribution announced on 22 August 2017, the company will on Wednesday, 11 October 2017 announce the total issued share capital of the company and total number of voting rights in NEPI Rockcastle following both the distribution and the capital raise.

Java Capital acted as sole bookrunner.

5 October 2017

The equity raising is not an offer to the public as contemplated under the South African Companies Act, No.71 of 2008 as amended (“**Companies Act**”), nor an offer of securities in any other jurisdiction. Potential investors are only permitted to apply for shares with a minimum total acquisition cost, per single addressee acting as principal, of greater than or equal to ZAR1 000 000, unless the potential investor is a person, acting as principal, whose ordinary business, or part of whose ordinary business, is to deal in securities, whether as principal or agent (in reliance on Section 96(1)(a)(i) and 96(1)(b) of the Companies Act) or such applicant falls within one of the other specified categories of persons listed in section 96(1) of the Companies Act.

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This announcement is for information purposes only and in member states of the European Economic Area (other than the United Kingdom) is directed only at persons who are qualified investors (as defined in article 2(1)(e) of EU directive 2003/71/EC (the “**Prospectus Directive**”) and the relevant implementing rules and regulations adopted by each Member State). In the United Kingdom, this announcement is directed only at the following persons: investment professionals falling within article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the “**Order**”); and high net worth entities, and other person to whom it may lawfully be communicated, falling within article 49(2)(a) to (d) of the Order.

As required in terms of Isle of Man law, successful applicants will not have registered ownership of the shares issued pursuant to the equity raise. Shares will instead be delivered in the form of dematerialised security entitlements representing beneficial ownership. References throughout this announcement to shares received or issued pursuant to the equity raise or to any shareholding following settlement of the equity raise should therefore be read as a reference to a receipt, issue or holding of security entitlements representing beneficial ownership of NEPI Rockcastle shares, and not to any registered ownership of NEPI Rockcastle shares. All shares issued pursuant to the equity raise will be registered in the name of Nederlands Centraal Instituut voor Giraal Effectenverkeer B.V., for and on behalf of successful applicants.

This announcement has been issued by and is the sole responsibility of NEPI Rockcastle. No representation or warranty express or implied, is or will be made as to, or in relation to, and no responsibility or liability is or will be accepted by Java Capital (Bookrunner and JSE Sponsor) in relation to the accuracy or completeness of this announcement or any other written or oral information made available to or publicly available to any interested party or its advisers, and any liability therefore is expressly disclaimed.

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