

**NEPI Rockcastle plc**

Incorporated and registered in the Isle of Man

Registered number 014178V

JSE and Euronext share code: NRP

ISIN: IM00BDD7WV31

("NEPI Rockcastle" or "the company")




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**DEALINGS IN SECURITIES BY DIRECTORS AND ASSOCIATES OF DIRECTORS OF NEPI ROCKCASTLE**


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Shareholders are advised of the following information relating to dealings in securities by a director and by associates of directors of the company under the JSE Listing Requirements and the Market Abuse Regulation ("MAR") in Europe, pursuant to an election to receive the interim dividend for the six months ended 30 June 2019 as a return of capital.

Name of director / person discharging managerial responsibilities and relationship to director/ person discharging managerial responsibilities and reason for the notification:	Alexandru Morar
Initial notification/amendment according to MAR:	Initial notification
Transaction date:	28 October 2019
Class of securities/description and type of the financial instrument:	Ordinary shares of EUR0.01 each
Number of securities/volume:	4 874
Price per security*:	ZAR 123.3589
Total value:	ZAR 601 251.28
Aggregated information:	N/A single transaction
Nature of transaction:	Off-market receipt of shares in terms of an election to receive the interim dividend for the six months ended 30 June 2019 as a return of capital by way of an issue of new shares
Place of the transaction:	Outside of a trading venue
Nature and extent of director's interest:	Direct beneficial
Name of associate / person closely associated:	CEMZ Holdings Limited
Name of director / person discharging managerial responsibilities and relationship to director/ person discharging managerial responsibilities and reason for the notification:	Alexandru Morar, who has an indirect beneficial interest in CEMZ Holdings Limited
Initial notification/amendment according to MAR:	Initial notification
Transaction date:	28 October 2019
Class of securities/description and type of the financial instrument:	Ordinary shares of EUR0.01 each
Number of securities/volume:	16 946
Price per security*:	ZAR 123.3589
Total value:	ZAR 2 090 439.92
Aggregated information:	N/A single transaction
Nature of transaction:	Off-market receipt of shares in terms of an election to receive the interim dividend for the six months ended 30 June 2019 as a return of capital by way of an issue of new shares
Place of the transaction:	Outside of a trading venue
Nature and extent of director's interest:	Indirect beneficial

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Name of director / person discharging managerial responsibilities and relationship to director/ person discharging managerial responsibilities and reason for the notification:	Mirela Covasa
Initial notification/amendment according to MAR:	Initial notification
Transaction date:	28 October 2019
Class of securities/description and type of the financial instrument:	Ordinary shares of EUR0.01 each
Number of securities/volume:	7 608
Price per security*:	ZAR 123.3589
Total value:	ZAR 938 514.51
Aggregated information:	N/A single transaction
Nature of transaction:	Off-market receipt of shares in terms of an election to receive the interim dividend for the six months ended 30 June 2019 as a return of capital by way of an issue of new shares
Place of the transaction:	Outside of a trading venue
Nature and extent of director's interest:	Direct beneficial

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Name of associate / person closely associated:	Groot Marico Limited
Name of director / person discharging managerial responsibilities and relationship to director/ person discharging managerial responsibilities and reason for the notification:	Mirela Covasa, who has an indirect beneficial interest in Groot Marico Limited
Initial notification/amendment according to MAR:	Initial notification
Transaction date:	28 October 2019
Class of securities/description and type of the financial instrument:	Ordinary shares of EUR0.01 each
Number of securities/volume:	7 214
Price per security*:	ZAR 123.3589
Total value:	ZAR 889 911.10
Aggregated information:	N/A single transaction
Nature of transaction:	Off-market receipt of shares in terms of an election to receive the interim dividend for the six months ended 30 June 2019 as a return of capital by way of an issue of new shares
Place of the transaction:	Outside of a trading venue
Nature and extent of director's interest:	Indirect beneficial

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Name of director / person discharging managerial responsibilities:	Andre van der Veer
Initial notification/amendment according to MAR:	Initial notification
Transaction date:	28 October 2019
Class of securities/description and type of the financial instrument:	Ordinary shares of EUR0.01 each
Number of securities/volume:	4 124
Price per security*:	ZAR 123.3589
Total value:	ZAR 508 732.10
Aggregated information:	N/A single transaction
Nature of transaction:	Off-market receipt of shares in terms of an election to receive the interim dividend for the six months ended 30 June 2019 as a return of capital by way of an issue of new shares
Place of the transaction:	Outside of a trading venue
Nature and extent of director's interest:	Direct beneficial

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Name of associate / person closely associated:	Laurine van der Veer
Name of director / person discharging managerial responsibilities:	Andre van der Veer, who is the husband of Laurine van der Veer
Initial notification/amendment according to MAR:	Initial notification
Transaction date:	28 October 2019
Class of securities/description and type of the financial instrument:	Ordinary shares of EUR0.01 each
Number of securities/volume:	241
Price per security*:	ZAR 123.3589
Total value:	ZAR 29 729.49
Aggregated information:	N/A single transaction
Nature of transaction:	Off-market receipt of shares in terms of an election to receive the interim dividend for the six months ended 30 June 2019 as a return of capital by way of an issue of new shares
Place of the transaction:	Outside of a trading venue
Nature and extent of director's interest:	N/A

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Name of associate / person closely associated:	Juliette van der Veer
Name of director / person discharging managerial responsibilities:	Andre van der Veer, who is the father of Juliette van der Veer
Initial notification/amendment according to MAR:	Initial notification
Transaction date:	28 October 2019
Class of securities/description and type of the financial instrument:	Ordinary shares of EUR0.01 each
Number of securities/volume:	31
Price per security*:	ZAR 123.3589
Total value:	ZAR 3 824.13
Aggregated information:	N/A single transaction
Nature of transaction:	Off-market receipt of shares in terms of an election to receive the interim dividend for the six months ended 30 June 2019 as a return of capital by way of an issue of new shares
Place of the transaction:	Outside of a trading venue
Nature and extent of director's interest:	N/A

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Name of associate / person closely associated:	Danielle van der Veer
Name of director / person discharging managerial responsibilities:	Andre van der Veer, who is the father of Danielle van der Veer
Initial notification/amendment according to MAR:	Initial notification
Transaction date:	28 October 2019
Class of securities/description and type of the financial instrument:	Ordinary shares of EUR0.01 each
Number of securities/volume:	31
Price per security*:	ZAR 123.3589
Total value:	ZAR 3 824.13
Aggregated information:	N/A single transaction
Nature of transaction:	Off-market receipt of shares in terms of an election to receive the interim dividend for the six months ended 30 June 2019 as a return of capital by way of an issue of new shares
Place of the transaction:	Outside of a trading venue
Nature and extent of director's interest:	N/A

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\* This is the price at which shares were issued in terms of the election and for Rand purposes assumes an exchange rate of EUR 1.00: ZAR16.5997.

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<b>NEPI Rockcastle plc</b> Mirela Covasa	+40 21 232 1398
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1 November 2019