

**NEPI Rockcastle plc**

Incorporated and registered in the Isle of Man

Registered number 014178V

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 the capitalisation issue in terms of which shareholders were awarded 4.2920 ordinary shares for every 100 ordinary shares held. Written clearance to deal was received, as applicable.

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:	11 September 2020
Class of securities/description and type of the financial instrument:	Ordinary shares of EUR0.01 each
Number of securities/volume:	18 889
Price per security*:	ZAR 72.12256
Total value:	ZAR 1 362 323.04
Aggregated information:	N/A single transaction
Nature of transaction:	Off-market receipt of shares in terms of a capitalisation issue
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:	11 September 2020
Class of securities/description and type of the financial instrument:	Ordinary shares of EUR0.01 each
Number of securities/volume:	38 079
Price per security*:	ZAR 72.12256
Total value:	ZAR 2 746 354.96
Aggregated information:	N/A single transaction
Nature of transaction:	Off-market receipt of shares in terms of a capitalisation issue
Place of the transaction:	Outside of a trading venue
Nature and extent of director's interest:	Indirect beneficial

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:	11 September 2020
Class of securities/description and type of the financial instrument:	Ordinary shares of EUR0.01 each
Number of securities/volume:	13 999
Price per security*:	ZAR 72.12256
Total value:	ZAR 1 009 643.72
Aggregated information:	N/A single transaction
Nature of transaction:	Off-market receipt of shares in terms of a capitalisation issue
Place of the transaction:	Outside of a trading venue
Nature and extent of director's interest:	Direct beneficial
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:	11 September 2020
Class of securities/description and type of the financial instrument:	Ordinary shares of EUR0.01 each
Number of securities/volume:	8 238
Price per security*:	ZAR 72.12256
Total value:	ZAR 594 145.65
Aggregated information:	N/A single transaction
Nature of transaction:	Off-market receipt of shares in terms of a capitalisation issue
Place of the transaction:	Outside of a trading venue
Nature and extent of director's interest:	Indirect beneficial
Name of director / person discharging managerial responsibilities:	Marek Noetzel
Initial notification/amendment according to MAR:	Initial notification
Transaction date:	11 September 2020
Class of securities/description and type of the financial instrument:	Ordinary shares of EUR0.01 each
Number of securities/volume:	9 841
Price per security*:	ZAR 72.12256
Total value:	ZAR 709 758.11
Aggregated information:	N/A single transaction
Nature of transaction:	Off-market receipt of shares in terms of a capitalisation issue
Place of the transaction:	Outside of a trading venue
Nature and extent of director's interest:	Direct 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:	11 September 2020
Class of securities/description and type of the financial instrument:	Ordinary shares of EUR0.01 each
Number of securities/volume:	3 905
Price per security*:	ZAR 72.12256
Total value:	ZAR 281 638.60
Aggregated information:	N/A single transaction
Nature of transaction:	Off-market receipt of shares in terms of a capitalisation issue
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:	11 September 2020
Class of securities/description and type of the financial instrument:	Ordinary shares of EUR0.01 each
Number of securities/volume:	275
Price per security*:	ZAR 72.12256
Total value:	ZAR 19 833.70
Aggregated information:	N/A single transaction
Nature of transaction:	Off-market receipt of shares in terms of a capitalisation issue
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:	11 September 2020
Class of securities/description and type of the financial instrument:	Ordinary shares of EUR0.01 each
Number of securities/volume:	36
Price per security*:	ZAR 72.12256
Total value:	ZAR 2 596.41
Aggregated information:	N/A single transaction
Nature of transaction:	Off-market receipt of shares in terms of a capitalisation issue
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:	11 September 2020
Class of securities/description and type of the financial instrument:	Ordinary shares of EUR0.01 each
Number of securities/volume:	36
Price per security*:	ZAR 72.12256
Total value:	ZAR 2 596.41
Aggregated information:	N/A single transaction
Nature of transaction:	Off-market receipt of shares in terms of a capitalisation issue
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:	ROE Family Investments CC
Name of director / person discharging managerial responsibilities:	Robert Emslie who is a member of ROE Family Investments CC
Initial notification/amendment according to MAR:	Initial notification
Transaction date:	11 September 2020
Class of securities/description and type of the financial instrument:	Ordinary shares of EUR0.01 each
Number of securities/volume:	429
Price per security*:	ZAR 72.12256
Total value:	ZAR 30 940.58
Aggregated information:	N/A single transaction
Nature of transaction:	Off-market receipt of shares in terms of a capitalisation issue
Place of the transaction:	Outside of a trading venue
Nature and extent of director's interest:	Indirect beneficial

Name of director / person discharging managerial responsibilities:	Antoine Dijkstra
Initial notification/amendment according to MAR:	Initial notification
Transaction date:	11 September 2020
Class of securities/description and type of the financial instrument:	Ordinary shares of EUR0.01 each
Number of securities/volume:	193
Price per security*:	ZAR 72.12256
Total value:	ZAR 13 919.65
Aggregated information:	N/A single transaction
Nature of transaction:	Off-market receipt of shares in terms of a capitalisation issue
Place of the transaction:	Outside of a trading venue
Nature and extent of director's interest:	Direct beneficial

Name of associate / person closely associated:	Dyer Investments Proprietary Limited
Name of director / person discharging managerial responsibilities and relationship to director/ person discharging managerial responsibilities and reason for the notification:	Andries de Lange, who is a beneficiary of Dyer Trust, which owns Dyer Investments Proprietary Limited
Initial notification/amendment according to MAR:	Initial notification
Transaction date:	11 September 2020
Class of securities/description and type of the financial instrument:	Ordinary shares of EUR0.01 each
Number of securities/volume:	2 146
Price per security*:	ZAR 72.12256
Total value:	ZAR 154 775.01
Aggregated information:	N/A single transaction
Nature of transaction:	Off-market receipt of shares in terms of a capitalisation issue
Place of the transaction:	Outside of a trading venue
Nature and extent of director's interest:	Indirect beneficial

\* Deemed value per security based on the volume weighted average price per share as at 9 September 2020.

For further information please contact:

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JSE sponsor

**Java Capital**

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Euronext Listing Agent

**ING Bank**

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14 September 2020