

GRIT REAL ESTATE INCOME GROUP LIMITED
(previously known as Mara Delta Property Holdings Limited)
(Registered by continuation in the Republic of Mauritius)
(Registration number: C128881 C1/GBL)
SEM share code: DEL.N0000
JSE share code: GTR
ISIN: MU0473N00036
("Grit" or "the Company")



DISTRIBUTION OF CIRCULAR AND NOTICE OF GENERAL MEETING

1. Introduction

- 1.1. Shareholders of Grit are referred to the announcement released by the Company on the Stock Exchange News Service of the JSE Limited ("**JSE**") and the website of the Stock Exchange of Mauritius Ltd ("**SEM**") on 12 September 2017 and 12 December 2017 relating to *inter alia* the guarantee agreement entered into between Grit and the Government Employees Pension Fund in South Africa represented by the Public Investment Corporation Limited ("**GEPF**"), in terms of which Grit provides the GEPF with an irrevocable and unconditional guarantee for 50% of all losses suffered by the GEPF following the occurrence of a trigger event under the agreement recording the contingent repurchase obligation provided by the GEPF to Bank of America, N.A., up to a maximum of USD17 500 000 ("**Transaction**").
- 1.2. Grit will, today, distribute a circular to shareholders, detailing the Transaction and the manner in which it will be implemented ("**Circular**").

2. Distribution of Circular

- 2.1. The Circular incorporates a notice convening a general meeting of shareholders ("**General Meeting**") in order to consider and, if deemed fit, to approve the Transaction.
- 2.2. The Circular will also be available on the Company's website at www.grit.group. In addition, copies of the Circular will be available for inspection, in English only, during normal business hours until the date of the General Meeting at the Company's registered office and at the offices of its JSE sponsor, PSG Capital, at 1st Floor, Ou Kollege, 35 Kerk Street, Stellenbosch and 2nd Floor, Building 3, 11 Alice Lane, Sandhurst, Sandton.

3. Notice of General Meeting

Notice is hereby given that the General Meeting of shareholders will be held at 10:00 on Monday, 22 January 2018 at the offices of Intercontinental Fund Services Limited, Level 5, Alexander House, 35 Cybercity, Ebéne, 72201 Mauritius, at which meeting shareholders will be requested to consider and, if deemed fit, to pass the resolutions set out in the notice of General Meeting, as included in the Circular.

Grit has its primary listings on both the Official Market of the SEM and the Main Board of the JSE.

By order of the Board

20 December 2017

JSE sponsor and transaction advisor to

Grit



PSG CAPITAL

**SEM authorised representative & sponsor and Mauritian
transaction advisor to Grit**



Directors: Sandile Nomvete (chairman), Bronwyn Corbett*, Peter Todd (lead independent), Chandra Gujadhur, Ian Macleod, Leon van de Moortele*, Matshepo More, Nomzamo Radebe, Catherine McIlraith and Maheshwar Doorgakant# (*executive director) (#alternate to Mr Gujadhur)

Company secretary: Intercontinental Fund Services Limited

Registered address: c/o Intercontinental Fund Services Limited, Level 5, Alexander House, 35 Cybercity, Ebene 72201, Mauritius

Transfer secretary (South Africa): Computershare Investor Services Proprietary Limited

Registrar and transfer agent (Mauritius): Intercontinental Secretarial Services Limited

Transaction advisor and JSE sponsor: PSG Capital Proprietary Limited

Sponsoring Broker: Axy's Stockbroking Limited

SEM authorised representative & sponsor and Mauritian transaction advisor: Perigeum Capital Ltd

This notice is issued pursuant to the JSE Listings Requirements, SEM Listing Rule 11.3 and Rule 5(1) of the Securities (Disclosure Obligations of Reporting Issuers) Rules 2007. The board of directors of the Company accepts full responsibility for the accuracy of the information contained in this communiqué.