

Mara Delta Property Holdings Limited
(previously Delta Africa Property Holdings Limited)
(Registered by continuation in the Republic of
Mauritius)
(Registration number: C128881 C1/GBL)
SEM share code: DEL.N0000
JSE share code: MDP
ISIN: MU0473N00028
(“Mara Delta” or “the Company”)



82.7% SHAREHOLDER APPROVAL FOR ISSUE OF SHARES AT A MINIMUM SUBSCRIPTION PRICE OF USD1.54 TO ACQUIRE YIELD ACCRETIVE ASSETS AND APPROVAL FROM THE STOCK EXCHANGE OF MAURITIUS LTD

1. APPROVAL FROM SHAREHOLDERS

Shareholders are referred to the circular distributed to shareholders on 4 November 2016 (“**Circular**”), in terms of which shareholders were requested to vote on certain written resolutions (“**Written Resolutions**”), in terms of clause 11.1.3 of the Mara Delta’s constitution and section 117 of the Mauritian Companies Act, 2001, in order to authorise the board of directors (the “**Board**”) of the Company to allot and issue a maximum of 125 513 408 additional ordinary shares at a minimum subscription price of USD 1.54 per share (being an approximate 4.93% discount to net asset value per share as at 30 September 2016), in order to fund the various yield accretive acquisitions as set out in the introductory section of the Circular.

Shareholders’ approval of the Written Resolutions was sought purely to comply with the Listing Rules of the Stock Exchange of Mauritius Ltd (“**SEM**”). As indicated in the Circular, no shareholder approval is required in terms of the Listings Requirements of the JSE Limited in order to issue the Acquisition Shares, as the Acquisition Shares will be issued in terms of a vendor consideration placing.

Shareholders are hereby advised that 82.718% of the votes entitled to be cast on the Written Resolutions were in favour of the Written Resolutions.

2. APPROVAL FROM THE STOCK EXCHANGE OF MAURITIUS LTD

The Board is pleased to announce that the Listing Executive Committee of the SEM has, on 2 December 2016, approved the listing of up to 125 513 408 additional ordinary shares of the Company on the Official Market of the SEM by way of private placement(s) or issue(s) to vendors at a minimum subscription price of USD 1.54 per share.

For a full appreciation of the Company, the Supplement to the Listing Particulars relating to this further issue of shares and the Listing Particulars of the Company dated 4 April 2016, should be read in their entirety.

In line with the Company’s strategy of investing in African real estate assets (excluding assets situated in South Africa), the additional capital to be raised through this issue of additional ordinary shares will be utilised by the Company to reduce gearing and to fund the various acquisitions as set out in the Supplement to the Listing Particulars.

As required by the Listing Rules of the SEM, copies of the Supplement to the Listing Particulars and the Listing Particulars of the Company dated 4 April 2016, will be made available for inspection for at least 10 business days during normal office hours (from 9 a.m. to 5 p.m. Mauritian time) as from 2nd December 2016, at the registered office of the Company which is situated at c/o Intercontinental Fund Services Limited, Level 5, Alexander House, 35 Cybercity, Ebene 72201, Mauritius.

This announcement is not an invitation to the public to subscribe for shares in the Company and is provided for information purposes only.

Mara Delta has its primary listings on both the Main Board of the JSE Limited and the Official Market of the Stock Exchange of Mauritius Ltd.

By order of the Board

5 December 2016

JSE sponsor and corporate advisor to Mara Delta



SEM authorised representative and sponsor to Mara Delta



Directors: Sandile Nomvete (chairman), Bronwyn Anne Corbett*, Peter Todd (lead independent), Chandra Kumar Gujadhur, Ian Macleod, Leon van de Moortele* and Jacqueline Rouxanne van Niekerk (*executive director)

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

Corporate advisor and JSE Sponsor: PSG Capital Proprietary Limited

Sponsoring broker: SBM Securities Ltd

SEM authorised representative and sponsor: 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.