

Delta Property Fund Limited
(Incorporated in the Republic of South Africa)
(Registration number 2002/005129/06)
Share code: DLT ISIN: ZAE000194049
("Delta" or "the Company")
REIT status approved

Finalisation announcement for the dividend re-investment alternative

Shareholders are referred to Delta's unaudited condensed consolidated interim results for the six months ended 31 August 2017 released on SENS on Tuesday, 31 October 2017 ("the results announcement") which included reference to a cash dividend in the amount of 46.39874 cents per Delta share ("the cash dividend") with the option to reinvest the cash dividend ("the dividend re-investment alternative"). Full details of the dividend re-investment alternative were also set out in a circular posted to shareholders on Tuesday, 31 October 2017 ("the circular").

The price applicable to a Delta shareholder electing the dividend re-investment alternative is R7.24525 ("the re-investment price"), being the five-day volume weighted average traded price ("VWAP") of Delta shares prior to the finalisation date of 7 November 2017. Shareholders are advised that the board has made the decision to set the re-investment price at the five-day VWAP cum dividend and not at the five-day VWAP ex dividend as communicated in the results announcement and the circular as the board believes that Delta shares are already trading at a significant discount to net asset value due to various market conditions.

The ratio in respect of the dividend re-investment alternative is 6.40403 Delta shares for every 100 Delta shares held on the record date by South African resident shareholders exempt from dividend withholding tax ("Dividend Tax") and 5.12322 Delta shares for every 100 Delta shares held on the record date by non-resident shareholders subject to Dividend Tax at 20%.

1. Dividend Tax implications

Dividend Tax implications for South African resident shareholders

Dividends are exempt from Dividend Tax in the hands of South African resident shareholders provided that South African resident shareholders have submitted to the CSDP or broker, as the case may be, in respect of uncertificated shares, or the transfer secretaries in respect of certificated shares, the requisite documentation as detailed in paragraph 5 of the circular. Accordingly, South African resident shareholders who have submitted the requisite documentation and are exempt from Dividend Tax, will receive a net dividend of 46.39874 cents per Delta share.

Dividend Tax implication for non-resident shareholders

Dividends received by non-resident shareholders are subject to Dividend Tax at 20%, unless the rate is reduced in terms of any applicable agreement for the avoidance of double taxation between South Africa and the country of residence of the non-resident shareholders, provided that the non-resident shareholders have submitted to the CSDP or broker, as the case may be, in respect of uncertificated shares, or the transfer secretaries in respect of certificated shares, the requisite documentation as detailed in paragraph 5 of the circular. Accordingly, non-resident shareholders who have submitted the requisite documentation, and assuming that Dividend Tax

is withheld at the current rate of 20%, will receive a net dividend of 37.11899 cents per Delta share.

Shareholders are encouraged to consult their professional advisors should they be in any doubt as to the appropriate action to take.

2. Fractions

Trading in the Strate environment does not permit fractions or fractional entitlements. Accordingly, where a shareholder's entitlement to the Delta shares in relation to the dividend re-investment alternative calculated in accordance with the ratio above gives rise to a fraction of a new Delta share, such fraction will be rounded down to the nearest whole number and the cash balance will be paid to the shareholder.

3. Impact on Delta shareholders

An example illustrating the impact for South African resident shareholders and non-resident shareholders electing to either receive the cash dividend or the dividend re-investment alternative and applying the rounding principle set out in paragraph 2 above are as follows:

	South African resident shareholders exempt from Dividend Tax	Non-resident shareholders subject to Dividend Tax
Cash dividend		
Dividend per share (cents)	46.39874	46.39874
Dividend Tax of 20% per share (cents)	0	(9.27975)
Net dividend per share (cents)	46.39874	37.11899
Dividend re-investment alternative		
Number of shares held	100	100
Re-investment price (R)	7.24525	7.24525
Total amount available for re-investment (R)	46.39874	37.11899
Number of shares issued in terms of the dividend re-investment alternative	6	5
Cash payment for fractional entitlement (R)	2.93	0.89

4. Foreign shareholders

The distribution of the circular and/or accompanying documents and the right to elect the dividend re-investment alternative in jurisdictions other than the Republic of South Africa may be restricted by law and failure to comply with any of these restrictions may constitute a violation of the securities laws of any such jurisdictions. The Delta shares have not been and will not be registered for the purposes of the election under the securities laws of the United Kingdom, European Economic Area or EEA, Canada, United States of America, Japan or Australia and

accordingly are not being offered, sold, taken up, re-sold or delivered directly or indirectly to recipients with registered addresses in such jurisdictions.

5. Salient dates and times

Shareholders electing the dividend re-investment alternative are alerted to the fact that the new shares will be listed on Last day to trade (“LDT”) + 3 and that these shares can only be traded on LDT + 3 due to the fact that settlement of the shares will be three days after the record date, which differs from the conventional one day after record date settlement process.

Shareholders are reminded that the last day to elect to receive the dividend re-investment alternative is 12:00 on Friday, 24 November 2017. No action is required if you wish to receive the cash dividend.

The salient dates and times for the cash dividend and the dividend re-investment alternative are set out in the results announcement and the circular and remain unchanged.

7 November 2017

Sponsor
Nedbank Corporate and Investment Banking