

**INVESTEC PROPERTY FUND LIMITED**  
Approved as a REIT by the JSE  
(Incorporated in the Republic of South Africa)  
(Registration Number 2008/011366/06)  
Share code: IPF    ISIN: ZAE000155099  
(“Investec Property Fund” or “the Fund”)

---

**ACQUISITION OF NEW PROPERTIES, FINANCIAL EFFECTS OF RPP ACQUISITION AND WITHDRAWAL OF CAUTIONARY**

---

**1. NICOL MAIN ACQUISITION**

**1.1. Nicol Main Acquisition**

Linked unitholders of Investec Property Fund (“**Unitholders**”) are hereby advised that the Fund has entered into an agreement with various vendors, (“**Nicol Main Vendors**”) to acquire 5 office buildings located at 6 Bruton Road (bounded by Nicol Highway and Main Road), Bryanston (“**Nicol Main Properties**”) known as the Nicol Main Office Park (“**Nicol Main Acquisition**”).

The Nicol Main Properties consist of 5 office blocks, 3 of which are developed and 2 that are currently under construction. The effective dates of the acquisitions of each of the Nicol Main Properties is set out in the table in paragraph 1.4 below, and is subject to fulfillment of the conditions precedent set out in 1.5 below.

Full details of the properties and the vendors are provided in paragraph 1.4 below.

**1.2. Purchase consideration**

The purchase consideration for the Nicol Main Acquisition is R298,435,522 payable in cash to be funded through existing debt facilities.

The purchase considerations in respect of the properties still to be developed will be paid to the vendors upon completion of the building, conclusion of leases and occupation of the premises by the tenants.

**1.3. Rationale for the Nicol Main Acquisition**

The Nicol Main Acquisition is consistent with Investec Property Fund’s growth and investment strategy of building a quality portfolio by investing in well-priced income producing properties that optimise capital and income returns over the medium- and long-term for Unitholders. The acquisition will extend the Fund’s diversification into the office sector.

The Nicol Main Office Park is an AAA-grade office park located in a strong growth node, in the hub of Bryanston’s commercial and retail node. The property is well situated directly across from the new Nicolway regional shopping center with street frontages to both the William Nicol Highway and Main Road.

Each of the completed buildings are single-tenanted and are leased to 3 quality tenants, being Continental Outdoor Media (one of South Africa’s largest providers of roadside and outdoor advertising), Yum (owners of such brands as KFC) and Boogertman and Partners architects, for periods which are approximately 5 years in duration. The buildings under construction have been fully pre-let to tenants including Jardine Lloyd (a specialist international insurer and re-insurer) and Joe Public (the fastest growing independent communications group in South Africa) on 5 year leases ensuring a stable and secure income stream upon completion.

#### 1.4. Nicol Main Properties

The Nicol Main Office Park consists of 5 office properties, the details of which are set out below.

Building	Vendor	Tenant	Erf Description	Effective date of acquisition	GLA (m <sup>2</sup> )	Rental/m <sup>2</sup> (R/m <sup>2</sup> )	Purchase price (R)
A	Belle Vue The Wedge (Pty) Ltd	Continental Outdoor Media	Portion 1 of Erf 5639, Bryanston, City of Johannesburg, Registration Division IR, Provision of Gauteng	Mar-14	2,094	161.41	67,908,603
B	Belle Vue The Wedge (Pty) Ltd & Tuffsan Investments 1044 (Pty) Ltd	Boogertman Architects	Portion 2 of Erf 5639, Bryanston, City of Johannesburg, Registration Division IR, Provision of Gauteng	Mar-14	2,061	120.75	54,654,566
C	Belle Vue The Wedge (Pty) Ltd & Standard Bank Properties (Pty) Ltd	Yum	Portion 3 of Erf 5639, Bryanston, City of Johannesburg, Registration Division IR, Provision of Gauteng	Mar-14	2,461	100.77	54,915,117
D	Belle Vue The Wedge (Pty) Ltd & Standard Bank Properties (Pty) Ltd	JLT Insurance	Portion 3 of Erf 5639, Bryanston, City of Johannesburg, Registration Division IR, Provision of Gauteng	Jul-14 (anticipated date of completion)	2,095	103.98	48,933,091
E	Belle Vue The Wedge (Pty) Ltd & Standard Bank Properties (Pty) Ltd	Joe Public Advertising Agency	Portion 3 of Erf 5639, Bryanston, City of Johannesburg, Registration Division IR, Provision of Gauteng	Nov-14 (anticipated date of completion)	3,152	105.16	72,024,145
<b>Total</b>					<b>11,863</b>		<b>298,435,522</b>

#### 1.5. Conditions Precedent

The Nicol Main Acquisition is subject to the following conditions precedent:

- The satisfactory completion of a due diligence investigation, to be performed by the Fund on each of the Nicol Main Properties; and
- Confirmation that the transaction has been unconditionally approved by the competition authorities in terms of the Competition Act 89 of 1998.

### **1.6. Warranties**

The Nicol Main Vendors have provided warranties and indemnities to the Fund that are standard to a transaction of this nature.

### **1.7. Financial effects of the Nicol Main Acquisition**

The financial effects of the Nicol Main Acquisition on the Fund's distribution per unit, earnings per unit, headline earnings per unit and net asset value per unit is not significant and therefore has not been included.

### **1.8. Categorisation**

The Nicol Main Acquisition is a category 2 transaction in terms of the JSE Listings Requirements and accordingly does not require approval by Unitholders.

## **2. FINANCIAL EFFECTS RELATING TO THE RPP ACQUISITION**

Unitholders are referred to the announcement released on SENS on 17 October 2013 in which it was announced that the Fund had concluded an agreement to acquire the RPP Portfolio from the RPP Vendors for a purchase consideration of R571,570,319.

### **2.1. Financial effects of the RPP Acquisition**

The financial effects of the RPP Acquisition on the Fund's distribution per unit, earnings per unit, headline earnings per unit and net asset value per unit is not significant and therefore has not been included.

## **3. WITHDRAWAL OF CAUTIONARY**

Investec Property Fund unitholders are advised that following the release of the financial effects of the above acquisitions, caution is no longer required to be exercised by unitholders when dealing in their securities in the Fund.

Johannesburg  
14 November 2013

Investment Bank and Sponsor  
Investec Corporate Finance

Legal advisor  
Fluxmans Inc.