

**Exemplar REITail Limited**  
(Incorporated in the Republic of South Africa)  
(Registration number 2018/022591/06)  
Approved as a REIT by the JSE  
JSE share code: EXP  
ISIN: ZAE000257549  
("Exemplar" or "the Company")



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## **DIVIDEND: TAX TREATMENT AND SALIENT DATES**

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Shareholders are referred to Exemplar's unaudited interim results for the period ended 31 August 2019 published on SENS on 1 November 2019, wherein shareholders were advised of dividend number 3 of 43.77 cents per share for the 6 months ended 31 August 2019 ("**the dividend**").

In accordance with Exemplar's status as a REIT, shareholders are advised that the dividend meets the requirements of a "**qualifying distribution**" for the purposes of section 25BB of the Income Tax Act, No. 58 of 1962 ("**Income Tax Act**"). The dividend on the shares will be deemed to be a dividend, for South African tax purposes, in terms of section 25BB of the Income Tax Act.

The dividend received by or accrued to South African tax residents must be included in the gross income of such shareholders and will not be exempt from income tax (in terms of the exclusion to the general dividend exemption, contained in paragraph (aa) of section 10(1)(k)(i) of the Income Tax Act) because it is a dividend distributed by a REIT. This dividend is, however, exempt from dividend withholding tax in the hands of South African tax resident shareholders, provided that such shareholders provide the following forms to their Central Securities Depository Participant ("**CSDP**") or broker, as the case may be, in respect of uncertificated shares, or the Company, in respect of certificated shares:

- a) a declaration that the dividend is exempt from dividends tax; and
- b) a written undertaking to inform the CSDP, broker or the Company, as the case may be, should the circumstances affecting the exemption change or the beneficial owner cease to be the beneficial owner,

both in the form prescribed by the Commissioner for the South African Revenue Service. Shareholders are advised to contact their CSDP, broker or the Company, as the case may be, to arrange for the abovementioned documents to be submitted prior to payment of the dividend, if such documents have not already been submitted.

Dividends received by non-resident shareholders will not be taxable as income and instead will be treated as an ordinary dividend which is exempt from income tax in terms of the general dividend exemption in section 10(1)(k)(i) of the Income Tax Act. Any distribution received by a non-resident from a REIT will be subject to dividend withholding tax at 20%, unless the rate is reduced in terms of any applicable agreement for the avoidance of double taxation ("**DTA**") between South Africa and the country of residence of the shareholder. Assuming dividend withholding tax will be withheld at a rate of 20%, the net dividend amount due to non-resident shareholders is 35.016 cents per share. A reduced dividend withholding rate in terms of the applicable DTA may only be relied on if the non-resident shareholder has provided the following forms to their CSDP or broker, as the case may be, in respect of uncertificated shares, or the Company, in respect of certificated shares:

- a) declaration that the dividend is subject to a reduced rate as a result of the application of a DTA; and
- b) a written undertaking to inform their CSDP, broker or the Company, as the case may be, should the circumstances affecting the reduced rate change or the beneficial owner cease to be the beneficial owner,

both in the form prescribed by the Commissioner for the South African Revenue Service. Non-resident shareholders are advised to contact their CSDP, broker or the Company, as the case may be, to arrange for the abovementioned documents to be submitted prior to payment of the dividend if such documents have not already been submitted, if applicable.

The dividend is payable to Exemplar shareholders in accordance with the timetable set out below:

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	<b>2019</b>
Last date to trade <i>cum</i> dividend:	Tuesday, 19 November
Shares trade <i>ex</i> dividend:	Wednesday, 20 November
Record date:	Friday, 22 November
Payment date:	Monday, 25 November

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Share certificates may not be dematerialised or rematerialised between Wednesday, 20 November 2019 and Friday, 22 November 2019, both days inclusive. The dividend will be transferred to dematerialised shareholders' CSDP/broker accounts on Monday, 25 November 2019. Certificated shareholders' dividend payments will be posted or paid to certificated shareholders' bank accounts on or about, Monday, 25 November 2019.

Shares in issue at the date of declaration of the dividend: 321 551 463.

Exemplar's income tax reference number: 9727063175.

6 November 2019

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Sponsor

The logo for Java Capital, featuring the word "JAVA" in a large, bold, blue font, followed by "CAPITAL" in a smaller, grey font. A blue horizontal line is positioned above the "A" in "CAPITAL".