

**ARROWHEAD PROPERTIES LIMITED**

(Incorporated in the Republic of South Africa)
(Registration number 2011/000308/06)
JSE share code: AWA ISIN: ZAE000203105
(Approved as a REIT by the JSE)
("Arrowhead")

**GEMGROW PROPERTIES LIMITED**

(Incorporated in the Republic of South Africa)
(Registration number 2007/032604/06)
JSE share code: GPA ISIN: ZAE0000223269
JSE share code: GPB ISIN: ZAE0000223277
(Approved as a REIT by the JSE)
("Gemgrow")

FORECAST FINANCIAL AND PROPERTY SPECIFIC INFORMATION IN RESPECT OF THE PROPOSED ACQUISITION BY GEMGROW OF ALL THE ARROWHEAD ORDINARY SHARES HELD BY ARROWHEAD SHAREHOLDERS BY WAY OF A SCHEME OF ARRANGEMENT

Shareholders of Arrowhead and Gemgrow are referred to the joint SENS announcements ("**announcements**") released today in respect of, *inter alia*, the firm intention by Gemgrow to make an offer to acquire all of the Arrowhead ordinary shares, but excluding the Arrowhead shares held in treasury, from Arrowhead shareholders ("**scheme participants**") by way of a scheme of arrangement ("**scheme**") in terms of section 114 of the Companies Act, No. 71 of 2008, as amended, to be proposed by the board of Arrowhead to scheme participants ("**transaction**") and withdrawal of cautionary announcements. Unless otherwise defined, terms in this announcement have been defined in the announcements.

1. Forecast financial information

Set out below are the forecast statements of comprehensive income for Arrowhead ("**forecasts**") for the 6 months ending 30 September 2019 and the year ending 30 September 2020 ("**forecast periods**").

Due to the transaction being classified as a reverse acquisition in accordance with IFRS, Arrowhead is regarded as the accounting acquirer that effectively acquires the issued share capital of Gemgrow that it does not already own at the effective date. Accordingly, the forecast results presented for the enlarged Gemgrow group will be a continuation of the financial results of Arrowhead.

The forecasts, including the assumptions on which they are based and the financial information from which they are prepared, are the responsibility of the directors of Arrowhead and Gemgrow. The forecasts have not been reviewed or reported on by reporting accountant in terms of Section 8 of the JSE Listings Requirements.

The forecasts have been compiled in full compliance with Gemgrow's IFRS compliant accounting policies and on an aggregated basis for the Arrowhead property portfolio, with the exception of Indluplace Properties Limited, ("**Indluplace**") a subsidiary of Arrowhead. On the basis that the forecast financial information of Indluplace was not readily available, due to the information being restricted price sensitive information, the expected distribution to be received from Indluplace was included in the forecast earnings under 'Listed security' income and prepared based on the distribution guidance that Indluplace has communicated to the market on 9 May 2019.

	Notes	Forecast for the 6 months ending 30 September 2019	Forecast for the year ending 30 September 2020
<i>R'000</i>			
Property rental revenue and recoveries	3,4,5,6,7,8,19	873 293	1 774 299
Straight-line rental income accrual	10	-	-
Listed security income	16,17,18	103 115	195 431
Gross property revenue		976 409	1 969 730
Property expenses	9,11,20,21	(330 709)	(697 230)
Net profit from property operations		645 700	1 272 500
Corporate administrative expenses		(50 037)	(83 086)
Finance income	12	36 412	69 809
Operating profit before finance costs		632 075	1 259 223
Finance charges	13	(242 920)	(478 981)
Profit before taxation		389 156	780 243
Taxation		-	-
Profit and total comprehensive for the period/year		389 156	780 243

Total comprehensive income equals distributable earnings.

Forecasts notes and assumptions

The forecasts incorporate the following material assumptions in respect of revenue and expenses that can be influenced by the directors of Arrowhead:

1. The forecasts for the six months ending 30 September 2019 and the year ending 30 September 2020 are based on information derived from lease contracts, information provided by the property manager and historic information.
2. Gemgrow and Arrowhead will not acquire any properties during the forecast periods, however properties have been earmarked for disposal within the forecast periods. No revenues or related expenditure have been included in the forecast periods past the intended date of sale of each property. Per the forecast results presented, the disposal proceeds will be applied in reducing the borrowings of Arrowhead and consequently an overall comparable interest saving.
3. Revenue and recoveries includes rental income and recoveries, of which the portion relating to basic rental income amounts to R642.6 million for the six months ending 30 September 2019 and R1.29 billion for the year ending 30 September 2020.
4. Contracted revenue is based on existing lease agreements, including stipulated increases, all of which are valid and enforceable. 92% of the rental income for the 6 months ending 30 September 2019 relates to contracted rental income, whilst 7% relates to near contracted rental income and 1% uncontracted rental income. Of the rental income for the year ending 30 September 2020, 78% relates to contracted rental, 21% relates to near contracted rental income and 1% relates to uncontracted rental income.
5. Leases expiring during the forecast periods have been forecast on a lease-by-lease basis and have been assumed to renew at current market rates unless the lessee has indicated its intention to terminate the lease.

6. No new leases have been taken into consideration in the forecasts for the six months ending 30 September 2019 and year ending 30 September 2020.
7. Turnover rental (rental income based on the actual turnover of the tenant) has been forecast based on management's income budget in respect of each property.
8. Current vacant space has been forecast on a property-by-property basis and has been assumed to remain vacant for the duration of the forecasts unless a tenant has been identified and a legally binding agreement has been finalised.
9. Property operating expenditure has been forecast by the property manager on a line-by-line basis based on management's review of historical expenditure, where available, and discussions with the property manager.
10. No fair value adjustments to investment properties, other than the adjustment as a result of straight-line rental accrual has been provided.
11. Head Office administration costs include staff and overhead costs, and have been forecast to increase by inflation.
12. Finance income is assumed to be earned at 5.5% per annum over the forecast periods.
13. Existing interest-bearing liabilities of R6.99 billion bear interest at a weighted average rate of 9.8% per annum.

The forecasts incorporate the following material assumptions in respect of revenue and expenses that cannot be influenced by the directors of Arrowhead:

14. The forecasts have assumed no vis majeure (acts of God, riots, political instability).
15. There will be no unforeseen economic factors that will affect the lessee's ability to meet their commitments in terms of existing lease agreements.
16. The forecasts have been compiled in full compliance with Gemgrow's IFRS compliant accounting policies and on an aggregated basis for the property portfolio, with the exception of Indluplace, a subsidiary (55.7% held) of Arrowhead. Indluplace was not consolidated into the forecast results of Arrowhead for the 6 months ending 30 September 2019 and year ending 30 September 2020. On the basis that the forecast financial information of Indluplace was not readily available, due to the information being restricted price sensitive information, the expected distribution to be received from Indluplace was included in the forecast earnings under 'Listed security income' and prepared based on the distribution guidance that Indluplace has communicated to the market on 9 May 2019.
17. No dividend contribution from Rebosis Property Fund Limited, a company in which Arrowhead has an investment (16.4%), has been included in the forecasts.
18. A dividend contribution is forecast to be received from Dipula Property Fund Limited ("**Dipula**"), a company in which Arrowhead has an investment (8.6%), and has been included in 'Listed security income' in the forecasts based on guidance communicated to the market by Dipula.
19. Consumption based recoveries are consistent with the independent property valuers' property income statements.
20. There are no items of expenditure expected to increase by greater than 15% from historical cost.
21. Material items of expenditure include:
 - R152 million in electricity, R64 million in rates and taxes, and R37.4 million in salaries in respect of the six months ending 30 September 2019; and
 - R315.6 million in electricity, R131.7 million in rates and taxes, and R58.4 million in salaries in respect of the year ending 30 September 2020 (Arrowhead's short term incentive and long term

incentive, which is subject to remuneration committee approval, is provided for in full within the last month of the respective financial periods, and is not evenly accrued).

2. Property specific information

The property specific information required in terms of the JSE Listings Requirements in relation to each of the properties comprising Arrowhead's property portfolio, as at 1 April 2019 is set out below.

As Gemgrow is currently a subsidiary of Arrowhead, the Arrowhead property portfolio includes the Gemgrow property portfolio.

	Property name	Address	Province	Sector	GLA (m ²)	Weighted average rental (R/m ²)	Valuation (R)
1	1 Range Road	1 Range Road, Blackheath	Western Cape	Industrial	15 450	35.61	62 100 000
2	1 Sturdee ¹	1 Sturdee Avenue, Rosebank	Gauteng	Commercial	13 350	132.71	212 600 000
3	101 Dorp Street	101 Dorp Street, Pietersburg	Limpopo	Commercial	5 093	70.05	42 900 000
4	105 Landdros Mare Street	105 Landdros Mare Street, Polokwane	Limpopo	Office	571	95.88	4 600 000
5	106 Landdros Mare Street	106 Landdros Mare Street, Polokwane	Limpopo	Retail	1 200	81.95	7 050 000
6	115 Paul Kruger	115 Paul Kruger Street, Pretoria	Gauteng	Commercial	4 080	114.39	49 600 000
7	127 Bethlehem Street	127 Bethlehem Street, Rustenburg	North West	Commercial	6 997	98.78	61 700 000
8	135 Pietermaritz Street	135 Pietermaritzburg Street, Pietermaritzburg	Kwa Zulu Natal	Commercial	2 198	57.49	14 400 000
9	137 Sivewright	137 Sivewright Street, New Doornfontein	Gauteng	Commercial	4 792	47.48	19 000 000
10	16 & 18 Forge Road	16 & 18 Forge Road, Erven 99 and 101 Spartan	Gauteng	Industrial	3 166	34.82	11 200 000
11	18 Thabo Mbeki	18 Thabo Mbeki Street, Polokwane	Limpopo	Commercial	4 288	114.92	40 600 000
12	20 Trichardt	20 Songozwi Street, Louis Trichardt	Limpopo	Retail	2 017	152.16	28 700 000
13	249 Commissioner Street	249 Commissioner street, City & Suburban,	Gauteng	Industrial	1 120	22.94	2 700 000
14	25 Owl Street	crn Owl Street & Stanley Avenue, Auckland Park	Gauteng	Commercial	14 984	67.45	99 000 000
15	31 Nikkel	31 Nikkel Street, Polokwane	Limpopo	Industrial	2 100	47.90	9 600 000
16	38 Derrick Road	38 Derrick Road, Spartan	Gauteng	Industrial	3 846	44.56	18 200 000
17	38 Prospecton Road	38 Prospecton Road, Isipingo Ext 12	Kwa Zulu Natal	Retail	1 528	81.37	14 500 000
18	4 Weightman Avenue	4 Weightman Avenue, Empangeni	Kwa Zulu Natal	Retail	4 171	89.03	41 300 000
19	41 Emerald	41 Emerald Street, Polokwane	Limpopo	Industrial	1 362	69.28	7 900 000
20	46 Steel Road	46 Steel Road, Spartan	Gauteng	Industrial	3 790	47.22	18 200 000
21	5 Rissik - Polokwane	5 Rissik Street	Limpopo	Retail	898	94.03	7 600 000
22	5 Sapphire	5 Sapphire Street, Polokwane	Limpopo	Industrial	1 840	35.39	4 220 000
23	51 Schoeman - Polokwane	51 Schoeman Street, Polokwane	Limpopo	Retail	1 196	80.92	7 500 000
24	54 Agatha	54 Agatha Street, Arbor Park	Limpopo	Retail	1 405	80.15	7 850 000
25	54 Jones	Cnr Phakamile Mabija Road and Currey	Northern Cape	Retail	469	143.91	5 600 000

	Property name	Address	Province	Sector	GLA (m²)	Weighted average rental (R/m²)	Valuation (R)
		Street, Kimberley					
26	54 Schoeman	54 Schoeman Street, Polokwane	Limpopo	Commercial	2 001	96.76	15 100 000
27	55 Voortrekker	55 Thabo Mbeki Street, Mokopane	Limpopo	Retail	1 408	128.79	19 200 000
28	65 Silikon	65 Silikon Street, Polokwane	Limpopo	Industrial	1 040	42.60	4 500 000
29	68 Hans van Rensburg	68 Hans van Rensburg Street, Polokwane	Limpopo	Retail	2 697	104.95	23 500 000
30	70 Landdros Mare	70 Landdros Mare Street, Polokwane	Limpopo	Retail	2 232	108.40	21 900 000
31	71 Biccard	71 Biccard Street, Polokwane	Limpopo	Retail	877	82.89	6 100 000
32	79 Hans Van Rensburg	79 Hans Van Rensburg Street, Polokwane	Limpopo	Commercial	875	84.16	8 400 000
33	79 Market	79 Market Street, Polokwane	Limpopo	Retail	1 322	158.27	19 500 000
34	85 Kruger	85 Kruger Street, Polokwane	Limpopo	Retail	715	114.85	6 800 000
35	9 Montague Drive	9 Montague Drive, Montague Gardens	Western Cape	Industrial	2 649	61.95	17 200 000
36	908 Hoofweg	908 Hoofweg (Main) Street, Marble Hall	Limpopo	Retail	1 962	47.76	6 500 000
37	99 Agatha	99 Agatha Street, Arbor Park	Limpopo	Retail	1 417	63.77	7 750 000
38	Absa Cash Centre	4 Frosterley Crescent, Durban	Kwa Zulu Natal	Commercial	2 359	68.78	27 200
39	Absa Gezina	Ben Swaart & Voortrekker drive, Gezina	Gauteng	Retail	2 053	102.80	12 000 000
40	Absa Nigel	Hendrik Verwoerd and 2nd Avenue, Nigel	Gauteng	Retail	961	87.56	4 000 000
41	Access City	5 Beacon Road, New Doornfontein	Gauteng	Industrial	24 932	25.59	44 800 000
42	Access Park	81 Chichester Road, Claremont	Western Cape	Retail	20 481	380.46	864 700 000
43	Alberton Voortrekker Rd	49 & 51 Voortrekker Road, Alberton	Gauteng	Retail	5 099	50.47	28 200 000
44	Allied - Klerksdorp	66 Oliver Tambo Street, Klerksdorp	North West	Retail	1 122	37.63	4 000 000
45	Bears - Northam	Botha Road, Northam	Limpopo	Retail	2 052	107.16	20 100 000
46	Bedfordview	4-6 Skeen Boulevard, Bedfordview	Gauteng	Commercial	9 221	57.35	58 700 000
47	Beka Bloemfontein Total	82 Long Street, Hilton	Free State	Industrial	400	61.76	1 600 000
48	Beka Candela	Cnr Westview Road and Cor Solomon Street, Olifantsfontein	Gauteng	Industrial	20 338	76.78	148 600 000
49	Beka Durban	17 Cordova Place, Briardene Industrial Park	Kwa Zulu Natal	Industrial	490	38.61	2 100 000
50	Boxer Boksburg	Cnr of Leeupoort Street and Trichardt Road, Boksburg	Gauteng	Retail	3 678	94.76	41 700 000
51	Bridge on Bond	Corner of Bram Fischer Drive and Bond Street, Kensington B	Gauteng	Commercial	12 243	62.64	97 800 000
52	Business Centre	8 Gemsbok road, Rivonia	Gauteng	Commercial	2 926	1888.34ss	25 300 000
53	Cape Town Bellville Suntyger	73 Willie van Schoor Avenue, Bellville	Western Cape	Commercial	6 344	132.80	71 000 000
54	Cape Town Bellville Tijger Park	Tijger Park, Bellville Park, Bellville	Western Cape	Commercial	20 157	138.75	268 000 000

	Property name	Address	Province	Sector	GLA (m²)	Weighted average rental (R/m²)	Valuation (R)
55	Cape Town Parow Industrial Park	Cnr Fritz Spilhaus Avenue and Jean Simonis Street, Parow	Western Cape	Industrial	19 834	40.01	75 800 000
56	Cape Town Westgate Mall	Cnr Morgenster Road & Vanguard, Mitchells Plain, Cape Town	Western Cape	Retail	28 951	139.87	371 000 000
57	Checkers Centre Louis Trichardt	Cnr Songozwi Munnik and Anderson Streets, Louis Trichardt	Limpopo	Retail	7 894	129.33	72 100 000
58	Church Street (Pietermaritzburg)	219 Church Street, Pietermaritzburg	Kwa Zulu Natal	Commercial	5 259	68.82	25 900 000
59	Citizens Building Kimberley	8 - 14 Jones Road	Northern Cape	Retail	840	76.19	5 300 000
60	Citizens Cape Town	177 Main Road, Cape Town	Western Cape	Retail	1 480	135.35	25 600 000
61	Clearwater Crossing	Cnr Hendrik Potgieter & Christ, Strubens Valley, Roodepoort	Gauteng	Retail	10 092	51.06	63 100 000
62	Cleary Park	Cnr Norman and Middleton Drive, Port Elizabeth	Eastern Cape	Retail	36 294	153.52	565 300 000
63	Cmh Spartan	60 Steel Road, Spartan	Gauteng	Industrial	2 467	36.18	9 800 000
64	Creston	49 - 53 Forge Road, Spartan	Gauteng	Industrial	6 546	34.35	24 800 000
65	Crownwood Office Park	100 Northern Parkway, Omonde	Gauteng	Commercial	13 347	99.95	141 800 000
66	Danico	12 Beacon Road, New Doornfontein	Gauteng	Industrial	600	20.29	1 300 000
67	Dept. Of Forestry & Water	2 Hargreaves Avenue	Eastern Cape	Office	3 790	101.02	35 900 000
68	Diesel Road	12 - 14 Diesel Road, Isando	Gauteng	Industrial	7 923	26.16	23 600 000
69	Dikai Shopping Centre	Main Road, Hazzyview (R40 National Highway Cnr R536)	Mpumalanga	Retail	2 923	97.76	22 800 000
70	Durban Receiver of Revenue	201 Dr Pixley Kaseme Street, Durban	Kwa Zulu Natal	Commercial	23 105	115.48	232 700 000
71	Durban Valley View Industrial Park	24 Otto Volek Road, New Germany	Kwa Zulu Natal	Industrial	30 790	33.95	134 000 000
72	East London Vincent Office Park	59 Western Avenue, Vincent, East London	Eastern Cape	Commercial	9 040	118.07	86 000 000
73	Edufin PE	3 Sommers Road	Eastern Cape	Office	3 500	33.09	9 700 000
74	Ellerines - Northam	Botha Road, Northam	Limpopo	Retail	877	95.48	7 310 000
75	Ellerines Dundee	Cnr Wilson, King Edward & Victoria Streets, Dundee	Kwa Zulu Natal	Retail	3 518	58.68	21 100 000
76	Ellerines Thohoyandou	Thohoyandou CBD	Limpopo	Retail	829	102.23	7 900 000
77	Empire Place	106 Hans van Rensburg Street	Limpopo	Commercial	1 066	87.52	7 300 000
78	F B Motors	105 & 107 Hans Van Rensburg Street	Limpopo	Office	4 217	65.30	29 800 000
79	Federal Mogul	41 Anderson Street	Mpumalanga	Office	900	61.62	4 580 000
80	FNB Building	22 Jorissen Street, Polokwane	Limpopo	Retail	2 370	134.99	32 200 000
81	Foschini - Kimberley	corner Phakamile Mabija road and Du Toits Road, Kimberley	Northern Cape	Retail	1 763	105.89	17 300 000
82	Game Centre	112 & 124 Mphetu Road, Thohoyandou	Limpopo	Retail	7 934	160.44	122 800 000

	Property name	Address	Province	Sector	GLA (m²)	Weighted average rental (R/m²)	Valuation (R)
83	Gearmatic	38 Kruger Street, City & Suburban, Johannesburg	Gauteng	Industrial	1 124	22.48	2 800 000
84	Geen & Richards	20 Danie Joubert Street, Arbor Park	Limpopo	Retail	1 776	95.45	16 600 000
85	Germiston Meadowdale R24	Herman Road, Meadowdale, Germiston	Gauteng	Industrial	35 016	50.15	178 000 000
86	Greytown Shopping Centre	Cnr Sergeant & Oakes Streets, Greytown	Kwa Zulu Natal	Retail	5 373	34.87	19 300 000
87	Greywies Dry Cleaners	103 Kerk Street, Polokwane	Limpopo	Retail	2 248	79.16	17 400 000
88	Grobblersdal Fruit & Veg City	2 van Riebeeck Street	Mpumalanga	Retail	3 980	52.71	18 500 000
89	Hawana Noor Centre	Cnr Songozwi and Krogh Street, Louis Trichardt	Limpopo	Retail	9 817	136.35	135 100 000
90	Herfred Pietersburg	52 Bok Street	Limpopo	Retail	2 250	49.56	10 020 000
91	Hi Tech Mini Factories	14 - 16 Gerhardus Street, Strijdom Park	Gauteng	Industrial	2 719	41.67	13 200 000
92	Impala Centre	Cnr Bethlehem and Fatima Bhayat Street, Rustenburg	North West	Retail	3 604	244.04	82 800 000
93	Jane Furse Crossing	Jane Furse Main Road, Jane Furse	Limpopo	Retail	10 766	158.71	160 000 000
94	Jet Industrial Park	7 Herold Flight Street, Jet Park Ext 5	Gauteng	Industrial	10 209	18.47	20 400 000
95	Jet Phalaborwa	Cnr of Palm Avenue and President Nelson Mandela Drive, Phalaborwa	Limpopo	Retail	2 305	73.09	16 000 000
96	Jet Potchefstroom	Walter Sisulu Lane, Potchefstroom	North West	Retail	1 636	41.07	5 300 000
97	Jhb - Isle of Houghton	36 Boundary Road, Houghton Estate	Gauteng	Commercial	27 249	110.62	259 500 000
98	Jhb Rosebank 158 Offices	9 Walter Street, Rosebank, Johannesburg	Gauteng	Commercial	19 510	140.13	252 900 000
99	Jm Investments	1321 Spyker Crescent, Stormill	Gauteng	Industrial	2 700	24.48	7 900 000
100	John Orr - Klerksdorp	53 Oliver Tambo Street, Klerksdorp	North West	Retail	272	85.45	1 800 000
101	Karoo Junction	Cnr Donkin St & Danie Theron, Beaufort West	Western Cape	Retail	6 899	45.17	15 700 000
102	Kathu Shopping Centre	14 Rietbok Street, Kathu	Northern Cape	Retail	5 088	92.45	47 000 000
103	Kimberley Building	41 du Toitspan Way,	Northern Cape	Commercial	1 305	33.04	2 710 000
104	Kimberley Clark	Bevan Road, Erf 587 Wadeville Ext 18	Gauteng	Industrial	6 817	24.87	21 300 000
105	Kimberley Printing	13 Woodley Street,	Northern Cape	Commercial	1 193	10.00	2 100 000
106	King Williams Town Market Sq	Maclean Street, King William's Town	Eastern Cape	Retail	13 264	71.01	120 500 000
107	Klein Brothers	52 - 62 George Street	Northern Cape	Retail	915	62.91	4 300 000
108	Kolbenco	6 Liebenberg Street, Alrode	Gauteng	Industrial	12 660	19.10	21 800 000
109	La Rocca	Corner Main Street and Petunia Street, Bryanston	Gauteng	Commercial	2 935	75.78	24 400 000
110	Lakeview Terrace	7 Metica Moon Street, Richards Bay	Kwa Zulu Natal	Commercial	13 079	73.48	100 200 000

	Property name	Address	Province	Sector	GLA (m²)	Weighted average rental (R/m²)	Valuation (R)
111	Lea Glen	3 Amanda Avenue,Lea Glen, Roodepoort	Gauteng	Industrial	3 411	33.95	13 000 000
112	Longmarket Street Branch	188 Longmarket Street, Pietermaritzburg	Kwa Zulu Natal	Commercial	3 890	63.43	28 800 000
113	Lowveld Lifestyle Centre	Waterval Avenue, Nelspruit	Mpumalanga	Retail	11 170	48.40	62 200 000
114	Lyndhurst Square	Cnr Drome and Pretoria Road, Lyndhurst	Gauteng	Retail	6 352	73.29	53 200 000
115	Lynnwood Botco Place	61 Kasteel Road, Lynwood Glen	Gauteng	Commercial	493	55.97	3 000 000
116	Lynwood - Atrium Building	59 Kasteel Road, Lynwood Glen	Gauteng	Commercial	5 037	39.09	22 000 000
117	Mae West Building	92 Bok Street, Pietersburg	Limpopo	Commercial	2 922	104.56	30 200 000
118	Matsulu Shopping Centre	Corner Madiba Drive and Simunye Street, Matsulu - A	Mpumalanga	Retail	6 087	112.68	67 900 000
119	Maverick Corner	22 Albrecht Street, Jeppestown	Gauteng	Retail	1 570	81.17	11 900 000
120	McCarthy Centre - Turffontein	3 End Street, City and Suburban	Gauteng	Industrial	5 935	43.10	24 000 000
121	MCG Building	33rd Street, Malvern	Gauteng	Industrial	16 000	43.82	80 200 000
122	Media Shop	138 Kelvin drive, Sandton	Gauteng	Commercial	2 522	80.41	22 700 000
123	Melville Properties	7th Street, Melville	Gauteng	Retail	1 156	135.64	14 000 000
124	Metcash Welkom	4th 11th Street, Welkom	Free State	Industrial	6 812	24.77	15 400 000
125	Middelburg SAP	37 SADC Vos Street	Mpumalanga	Office	3 400	39.59	8 080 000
126	Midrand IBG	International Gateway Business Park, Midridge Park	Gauteng	Commercial	8 515	95.89	87 800 000
127	Midtown Mall	Corner Loop and Fatima Bhayat, Rustenburg	North West	Retail	16 721	152.22	239 700 000
128	Mkuze Plaza	Main Road	Kwa Zulu Natal	Retail	8 535	81.64	65 700 000
129	Montclair Mall	169 Wood Road, Montclair, Durban	Kwa Zulu Natal	Retail	12 652	92.16	153 600 000
130	Monument Mall	9 Voortrekker Road, Krugersdorp	Gauteng	Retail	4 648	100.28	34 000 000
131	Motswedi House	495 Summit Road, Morningside	Gauteng	Commercial	1 630	87.53	16 400 000
132	Nedbank Kimberley	37 Chapel Street,	Northern Cape	Commercial	1 252	63.11	3 800 000
133	Nelspruit Centre	Cnr Henshall & Anderson Streets	Mpumalanga	Retail	1 060	166.93	16 700 000
134	Nelspruit Ellerines	20 Bester Street	Mpumalanga	Retail	1 147	85.72	8 800 000
135	Nizams Phalaborwa	Cnr of Palm Avenue and President Nelson Mandela Drive, Phalaborwa	Limpopo	Retail	2 263	85.83	18 900 000
136	Noor Centre	Cnr Songozwi Munnik and Krogh Street, Louis Trichardt	Limpopo	Retail	8 117	128.66	78 000 000
137	North-End	653 Govan Mbeki Avenue, Port Elizabeth	Eastern Cape	Commercial	1 630	108.05	22 700 000
138	Nu - Payment	2 Kingfisher Crescent, Alberton	Gauteng	Commercial	1 408	38.49	10 100 000
139	Oakhill	Roos Street, Fourways	Gauteng	Commercial	1 361	103.88	16 200 000
140	Odendaalsrus Shopping Centre	68 Waterkant Street Cnr Wessel,Odendaalsrus	Free State	Retail	3 683	85.56	37 400 000

	Property name	Address	Province	Sector	GLA (m²)	Weighted average rental (R/m²)	Valuation (R)
141	Ok Klerksdorp	Cnr Delver, Leask & Oliver Tambo Streets,Klerksdorp	North West	Retail	7 931	19.73	17 600 000
142	Oudehuis Centre	122 Main Road	Western Cape	Mixed Use	4 182	93.11	31 100 000
143	Parc Du Bel	19 Strand Street	Western Cape	Mixed Use	2 299	69.29	14 300 000
144	Perm - Smith Street	343 Smith Street, Durban	Kwa Zulu Natal	Commercial	10 177	51.34	50 000 000
145	Perm Kimberley	33 du Toitspan Way,	Northern Cape	Commercial	4 967	49.00	15 100 000
146	Philippi Court	Cnr New Eisleben & Lansdown Roads	Western Cape	Office	1 357	125.27	18 100 000
147	Pinetown Westmead Kyalami Industrial Park	26–30 Kyalami Road, Westmead, Pinetown	Kwa Zulu Natal	Industrial	16 914	63.82	103 600 000
148	Plantation Road 18	18 Plantation Road, Eastleigh	Gauteng	Industrial	3 954	32.76	15 700 000
149	Plantation Road 20	20 Plantation Road, Eastleigh	Gauteng	Industrial	4 209	35.31	17 000 000
150	Propstars	15 Siemert Road, Doornfontein	Gauteng	Industrial	6 622	127.41	14 000 000
151	Pretoria Hatfield Festival Street Offices	353 Festival Street, Pretoria	Gauteng	Commercial	5 317	83.65	42 500 000
152	Pretoria High Court Chambers	220 Madiba Street, Pretoria	Gauteng	Commercial	12 093	138.46	147 600 000
153	Pretoria Lynnwood Excel Park	441 Lynwood Road, Pretoria	Gauteng	Commercial	3 529	86.61	15 000 000
154	Pretoria Lynnwood Sanlynn	Cnr of Sanlam, Alkantrand and Lynwood Streets, Pretoria	Gauteng	Commercial	8 316	23.68	123 700 000
155	Pretoria Lynnwood Sunwood Park	375 Queen's Crescent	Gauteng	Commercial	6 412	108.97	45 600 000
156	Pretoria Silverton 22 Axle Street	22 Axle Street, Silverton	Gauteng	Industrial	1 817	65.67	11 100 000
157	Pretoria Silverton 294 Battery Street	294 Battery Street, Silverton	Gauteng	Industrial	5 787	46.61	24 000 000
158	Pretoria Silverton 301 Battery Street	301 Battery Street, Silverton	Gauteng	Industrial	3 784	56.40	18 500 000
159	Pretoria Silverton 309 Battery Street	309 Battery Street, Silverton	Gauteng	Industrial	3 770	57.79	20 500 000
160	Pretoria Silverton 330 Alwyn Street	330 Alwyn Street, Silverton	Gauteng	Industrial	1 185	46.30	5 150 000
161	Pretoria Silverton 34 Bearing Crescent	34 Bearing Crescent, Silverton	Gauteng	Industrial	5 000	58.75	27 500 000
162	Pta Eersterust Shopping Centre	Hans Coverdale West Street, Eersterust, Pretoria	Gauteng	Retail	7 910	52.09	47 000 000
163	Randburg Trevallyn Industrial Park	Cnr River Road and Hyskraan, Randburg Kya Sands	Gauteng	Industrial	32 006	47.02	140 000 000
164	Randburg Tungsten Industrial Park	5 CR Swart Drive, Randburg	Gauteng	Industrial	10 365	49.34	46 700 000
165	RCS	Cnr Voortrekker & Vanguard drive, Goodwood	Western Cape	Commercial	7 143	105.87	86 100 000

	Property name	Address	Province	Sector	GLA (m²)	Weighted average rental (R/m²)	Valuation (R)
166	Rivonia Boulevard	353 Rivonia Boulevard,Edenburg	Gauteng	Commercial	3 708	63.97	19 700 000
167	Roodepoort Robertville Industrial Park	255 Nadine Street, Roodepoort	Gauteng	Industrial	28 226	34.78	90 000 000
168	Rosettenville Junction	592 Geranium Street, Rosettenville, Johannesburg	Gauteng	Retail	14 198	61.10	67 200 000
169	Sandton Bryanston Grosvenor Shopping Centre	Cnr William Nicole Drive, Grosvenor Road and Main Road, Bryanston	Gauteng	Retail	4 585	119.88	64 100 000
170	Sandton Bryanston St Andrews Complex	Sloane Street, Bryanston	Gauteng	Commercial	10 184	81.85	95 900 000
171	Sandton Hyde Park 50 Sixth Road	Cnr 6th Avenue and 1st Road, Hyde Park	Gauteng	Commercial	4 110	141.88	59 100 000
172	Sandton Rivonia 36 Homestead Road	36 – 38 Homestead Street, Rivonia	Gauteng	Commercial	2 410	96.52	24 900 000
173	Sandton Sunninghill Place	11 Simba Road, Sunninghill	Gauteng	Commercial	8 139	112.39	84 700 000
174	Sanlam Centre Vryburg	70 Market Street	Northern Cape	Retail	1 905	107.06	16 800 000
175	Saps - Mitchell's Plain	Alpha Street, Mitchells Plain	Western Cape	Commercial	3 416	46.72	17 300 000
176	Saps Worcester	28 Fairbairn Street, Worcester	Western Cape	Commercial	3 848	79.60	32 700 000
177	Sasol Gas	272 Kent Avenue, Ferndale	Gauteng	Commercial	2 526	95.34	23 100 000
178	Selby Building	106 Booyens Road, Selby	Gauteng	Commercial	16 346	52.74	74 700 000
179	Shoprite Boksburg	262 Commissioner Street, Boksburg	Gauteng	Retail	3 034	79.71	25 300 000
180	Shoprite Brakpan	Cnr Kitzinger, Kingsway Avenue and Park Street, Brakpan, Brakpan	Gauteng	Retail	6 954	43.12	34 400 000
181	Shoprite Louis Trichardt	Cnr Kruger Devenish and Burger Street, Louis Trichardt	Limpopo	Retail	8 263	92.02	66 100 000
182	Sibasa Shopping Centre	R524, Miluwani	Limpopo	Retail	4 102	104.25	39 200 000
183	Simgold	Bunsen Road, Industria	Gauteng	Industrial	16 573	14.35	25 700 000
184	Simunye Shopping Centre	R40 National Highway	Mpumalanga	Retail	6 538	51.35	28 600 000
185	Spark Schools	Cnr Kruger & Market Streets, City & Suburban	Gauteng	Industrial	6 278	28.67	19 800 000
186	Star Foods	2 Cardiff Road, Pietermaritzburg	Kwa Zulu Natal	Industrial	3 114	45.42	15 700 000
187	Sterkspruit Boxer Shopping Centre	60 Main Street, Sterkspruit	Eastern Cape	Retail	6 385	115.97	66 000 000
188	Tarry's Head Office	Cnr La Rochelle & Crystal Roads, Stafford	Gauteng	Industrial	10 824	4.98	5 800 000
189	Taung Forum	Station Road, Taung	Northern Cape	Retail	10 231	86.20	95 000 000
190	The Arches	7 Taylor Street	Eastern Cape	Mixed Use	2 707	112.69	23 000 000
191	The Crossing	Cnr Grobler and Grimm Streets, Fauna Park	Limpopo	Retail	1 393	150.06	17 200 000
192	The District	8 Kikuyu Road, Sunninghill	Gauteng	Commercial	3 888	111.94	33 000 000

	Property name	Address	Province	Sector	GLA (m²)	Weighted average rental (R/m²)	Valuation (R)
193	The Main Change	20 Kruger Street, City & Suburban	Gauteng	Commercial	5 268	53.58	29 400 000
194	The Pond Shopping Centre	James Crescent, Halfway House Ext 17	Gauteng	Retail	5 501	51.98	34 800 000
195	The Terminus Shopping centre	1287 Embarkment Street, Klerksdorp	North West	Retail	11 377	73.60	95 600 000
196	Theo's Building - Brits	40A Murray Avenue, Brits	North West	Retail	2 122	69.99	11 200 000
197	Thohoyandou Centre	Central Business District, Thohoyandou	Limpopo	Retail	4 006	69.25	32 700 000
198	Thohoyandou Centre	Thohoyandou CBD	Limpopo	Retail	2 723	160.83	40 100 000
199	Thohoyandou CBD	Thohoyandou CBD	Limpopo	Retail	4 359	93.54	37 100 000
200	Thompsons Building	95 Munnik Street, Louis Trichardt	Limpopo	Retail	3 727	112.54	31 900 000
201	Town Centre Boksburg	95 Leeupoort Street, Boksburg	Gauteng	Retail	6 883	35.83	27 300 000
202	Trador	6 Kobalt Street, Polokwane	Limpopo	Industrial	15 001	39.44	46 700 000
203	Transforum Centre	Cnr Nelson Mandela & Bethlehem Drive, Rustenburg	North West	Retail	4 777	355.86	173 300 000
204	Transwire	28 Main Street, Clayville	Gauteng	Industrial	6 500	34.21	23 200 000
205	Truworths Corner	Cnr Symphony Way & Minuet Lane, Units 1 & 2 Truworths Corner	Western Cape	Retail	520	250.38	9 200 000
206	Tsolo	Main Road, Tsolo	Eastern Cape	Retail	4 097	79.88	34 000 000
207	Urban Brew Building	Cnr Harley & Surrey Avenue, Ferndale	Gauteng	Commercial	9 804	111.00	116 600 000
208	Vereeniging Voortrekker Str	Cnr Voortrekker Street and Kruger Avenue, Vereeniging	Gauteng	Retail	2 539	61.37	16 800 000
209	Virgin Active Benoni	8 Pioneer Road, Kleinfontein Lake	Gauteng	Industrial	3 154	90.62	22 000 000
210	Waterworld	234 Malibongwe Drive, North Riding	Gauteng	Industrial	6 524	54.46	39 300 000
211	Wilcon House	24 Fabricia Road, Fabricia	Northern Cape	Commercial	2 659	130.55	30 100 000
212	Wonderboom Carvenience Centre	Cnr Lavender & Braam Pretorius, Annlin, Pretoria North	Gauteng	Retail	10 526	86.41	70 300 000
							10 879 620 000

Notes:

1. This property is occupied by Arrowhead and Gemgrow.
2. The properties in the table above have been valued as at 1 April 2019 by Rowan Collins of Yield Enhancement Solutions and Theuns Behrens of Real Insight, who are independent external registered professional property valuers in terms of Section 13 of the JSE Listings Requirements and whom are both registered as a professional valuer in terms of the Property Valuers Profession Act, No 47 of 2000.
3. Gemgrow is acquiring all of the issued shares of Arrowhead in terms of the scheme and the scheme consideration will be settled in so many Gemgrow B shares as determined in terms of the swap ratio. No purchase price has been attributed to the Arrowhead property portfolio or individual properties within the Arrowhead property portfolio. The effective date of the transaction is the date on which the scheme becomes unconditional.
4. The Gemgrow and Arrowhead consolidated investment property value as at 31 March 2019 was R11 243 305 203. Subsequent to 31 March 2019 the Gemgrow and Arrowhead property portfolio have been externally valued to R10 879 620; translating to a R363 685 203 (3.23%) decrease in the direct property value.

8 July 2019

Corporate advisor and sponsor to Arrowhead

Investec Bank Limited

Independent corporate advisor and transaction sponsor to Gemgrow

Nedbank Corporate and Investment Banking, a division of Nedbank Limited

Corporate advisor to Gemgrow

Investec Bank Limited

Strategic transaction advisor to Arrowhead

Ferryman Capital Partners

Legal advisor and competition lawyers

Cliffe Dekker Hofmeyr Incorporated

Reporting accountants

BDO South Africa Incorporated

Independent expert to Gemgrow

Questco Corporate Advisory Proprietary Limited

Independent expert to Arrowhead

Mazars Corporate Finance Proprietary Limited

Independent property valuers

Yield Enhancement Solutions Proprietary Limited

Real Insight Proprietary Limited