

ATTACQ LIMITED

(Incorporated in the Republic of South Africa)

(Registration number 1997/000543/06)

JSE share code: ATT ISIN: ZAE000177218

(Approved as a REIT by the JSE)

(“Attacq”)



PART-DISPOSAL OF ATTACQ'S SHAREHOLDING IN MAS REAL ESTATE INC.

INTRODUCTION AND RATIONALE

Shareholders are advised that AIM Investco Proprietary Limited (“**AIM Investco**”), a wholly-owned indirect subsidiary of Attacq and the holder of the Attacq group’s shareholding in MAS, has reached agreement with three institutional shareholders (the “**buyers**”) to dispose of 20 500 000 shares (the “**disposal shares**”) in the share capital of MAS Real Estate Inc. (“**MAS**”) at a price per share of R16.00, for a total cash consideration of R328 000 000.00 (the “**disposal proceeds**”).

MAS is an internally managed property investor and operator focused on retail properties in Central and Eastern Europe.

The disposal price of R16.00 per MAS share represents a 3.0% discount to the closing spot price of R16.50 as at 28 May 2021 (being the date prior to the agreement of terms) and a 3.7% discount to the 30-day volume weighted average share price of R16.61 on the same date. The disposal proceeds will be used to settle Attacq’s remaining euro debt and fund upcoming development opportunities. Attacq has no intention of disposing of any of its remaining MAS shares in the foreseeable future.

The disposal is in accordance with Attacq’s stated intention of reducing its overall debt levels and improving its interest cover ratio. Following the disposal, Attacq’s remaining shareholding in MAS will be 46 157 934 shares, representing 6.5% of MAS’s issued share capital.

SALIENT TERMS OF THE DISPOSAL

The buyers and the share of the disposal proceeds attributable to each buyer are as follows:

	Shares	Disposal proceeds R
Prudential Investment Managers (South Africa) (Pty) Ltd, on behalf of underlying clients in terms of discretionary mandates	12 000 000	192 000 000
Meago Asset Managers (on behalf of its clients), a division of Meago (Pty) Ltd	5 500 000	88 000 000
Sesfikile Capital (Pty) Ltd, on behalf of its clients	3 000 000	48 000 000
Total	20 500 000	328 000 000

The disposals are not subject to any conditions precedent and will be effected by means of off-market block trades on or about 2 June 2021.

FINANCIAL INFORMATION

As at 31 December 2020, the value of Attacq’s total investment in MAS, being the aggregate of (i) the equity accounted value of 105 151 584 shares impaired to the year-end closing MAS share price of R12.75 per share less costs of disposal and (ii) 41 666 667 shares contracted to be disposed of at R12.00 per share, less costs of disposal, was c.R1.839 billion (using an exchange rate of €1:00 to ZAR17.97, being the spot rate on 31 December 2020). The net asset value of the disposal shares is accordingly c.R261.1 million. This information has been extracted from Attacq’s interim financial statements for the six months 31 December 2020 which were prepared in terms of Attacq’s accounting policies and International Financial Reporting Standards (“**IFRS**”).

The following profitability metrics are attributable to MAS, as extracted from MAS's condensed consolidated interim financial statements for the six months ended 31 December 2020, prepared in terms of IFRS:

	Euro cents
Dividend per share	-
Loss per share	3.02
Adjusted distributable earnings per share	3.12

CATEGORISATION

The transaction is categorised as a Category 2 transaction in terms of the JSE Listings Requirements and accordingly does not require the approval of Attacq shareholders.

1 June 2021

Sponsor

The logo for JavaCapital, featuring the word "JAVA" in a bold, blue, sans-serif font, followed by "CAPITAL" in a lighter, grey, sans-serif font. A thin blue horizontal line is positioned above the letters "A" and "C".