

REDEFINE PROPERTIES LIMITED

(Incorporated in the Republic of South Africa)

(Registration number 1999/018591/06)

JSE share code: RDF ISIN: ZAE000190252

Debt company code: BIRDF

(Approved as a REIT by the JSE)

("Redefine" or "the company" or "the group")



GROUP AUDITED ANNUAL RESULTS FOR THE YEAR ENDED 31 AUGUST 2023 AND PROSPECTS FOR THE YEAR ENDING 31 AUGUST 2024

HIGHLIGHTS

- SA REIT loan-to-value of 41.1%
- SA REIT NAV per share increased to 766.0 cents
- Total shareholder return of 12.5%
- Property assets under management of R96.8 million
- Dividend per share of 43.8 cents
- Interest cover ratio of 2.4x

FINANCIAL RESULTS

	31 August 2023	31 August 2022	% change
Revenue (R' million)	9 909	8 243	20.2
Continued and discontinued earnings per share (cents)			
Headline earnings per share (cents)	21.01	83.80	(74.9)
Basic earnings per share (cents)	21.42	141.47	(84.9)
Distributable income per share (cents)	51.53	53.71	4.1
Dividend per share (cents)	43.80	42.97	1.9
SA REIT NAV per share (cents)	765.96	720.08	6.4

DIVIDEND FOR THE SIX-MONTH PERIOD ENDED 31 AUGUST 2023

The group's distributable income decreased by 4.1% (FY22: increase of 26.1%) to R3.5 billion (FY22: R3.6 billion) for the year.

The board has declared a dividend of 23.48000 cents per share for the six months ended 31 August 2023.

In accordance with Redefine'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 distribution 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 the South

African resident shareholders provided 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:

- declaration that the dividend is exempt from dividends tax; and
- 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. Assuming dividend withholding tax will be withheld at a rate of 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), the net dividend amount due to non-resident shareholders is 18.78400 cents per share.

A reduced dividend withholding rate in terms of the applicable DTA may only be relied upon 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:

- declaration that the distribution is subject to a reduced rate as a result of the application of a DTA; and
- 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 distribution if such documents have not already been submitted, if applicable.

The dividend is payable to Redefine's shareholders in accordance with the timetable set out below:

Last date to trade cum dividend: Tuesday, 21 November 2023

Shares trade ex-dividend: Wednesday, 22 November 2023

Record date: Friday, 24 November 2023

Payment date: Monday, 27 November 2023

Shareholders may not dematerialise or rematerialise their shares between Wednesday, 22 November 2023 and Friday, 24 November 2023, both days inclusive. Payment of the dividend will be made to shareholders on Monday, 27 November 2023. In respect of dematerialised shareholders, the dividend will be transferred to the CSDP accounts/broker accounts on Monday, 27 November 2023. Certificated shareholders' dividend payments will be deposited on or about Monday, 27 November 2023.

Shares in issue at the date of declaration of dividend: 7 052 419 865

Redefine's income tax reference number: 917/852/484/0

PROSPECTS

There is cause for optimism that the property cycle has bottomed out and that 2024 will be the turning point when interest rates begin to ease. Notwithstanding this, Redefine will not rely on external factors to change our fortunes. We need to build on the positive momentum seen in the stabilised operating metrics and Opt for the upside while remaining laser-focused on the execution of our strategic priorities. This requires that we cost-effectively source and allocate capital while operating efficiently in an environment with higher operating costs and a competitive rental market.

To remain relevant, we will continue to adapt how we create value, shoot for the moon by placing purpose and people at the heart of what we do, focus on developing skills to navigate challenging circumstances, foster inclusivity to cultivate a fertile environment for diversity of thought to stimulate innovation and create the maximum sustainable impact to ensure we focus on what matters most.

Navigating the effectiveness of the structural energy transition and the expected shift of the interest rate cycle and responding to evolving stakeholder needs will be critical to positioning Redefine for its growth trajectory beyond FY24.

Although we operate in a highly uncertain environment, we are expecting FY24 distributable income of between 48.0 and 52.0 cents per share. We anticipate applying a dividend payout ratio of between 80% and 90%, dependent on operational capital expenditure requirements, liquidity events and tax considerations.

This forecast is predicated on the assumption that current trading conditions will prevail. Forecast rental income is based on contractual terms and anticipated market-related renewals. The forecast has not been reviewed or reported on by the group's independent external auditors. Redefine's use of dividend per share as a relevant measure of financial performance remains unchanged.

By order of the board

Redefine Properties Limited
6 November 2023

Independent non-executive directors:

SM Pityana (chairperson)
ASP Dambuza
C Fernandez
D Radley
LJ Sennelo
NB Langa-Royds
S Fifield

Executive directors:

AJ Konig (Chief executive officer)
LC Kok (Chief operating officer)
NG Nyawo (Chief financial officer)

Registered office and business address:

155 West, 4th floor, 155 West Street, Sandown, Sandton
Johannesburg, South Africa, 2196
PostNet Suite 264, Saxonwold, 2132

Transfer secretaries:

Computershare Investor Services Proprietary Limited

Sponsor:
Java Capital

Company secretary:
A Matwa

Independent auditors:
PricewaterhouseCoopers Inc.
<http://www.redefine.co.za>

The contents of this announcement are the responsibility of the board of directors of Redefine. This announcement is only a summary of the information contained in Redefine's group audited annual financial statements for the year ended 31 August 2023 ("**2023 AFS**") and does not include full or complete details.

Redefine's 2023 AFS have been released on SENS and are available on the JSE website at: <https://senspdf.jse.co.za/documents/2023/jse/isse/RDF/FY2023.pdf> and on the Company website at <https://www.redefine.co.za/view-file/2023-afs.pdf>.

The 2023 AFS have audited by PricewaterhouseCoopers Inc., who expressed an unmodified opinion thereon. A copy of the auditor's report, together with the accompanying 2023 AFS are available on the Redefine website and available for inspection at Redefine's registered office.

Copies of the 2023 AFS may be requested via email to cosec@redefine.co.za or sponsor@javacapital.co.za. Any investment decision should be based on the 2023 AFS published on the Company's website.

Redefine's summary of audited group results for the year ended 31 August 2023, which includes directors' commentary, has been published on the Company's website at <https://www.redefine.co.za/view-file/2023-results.pdf>.