

## REBOSIS PROPERTY FUND LIMITED (IN BUSINESS RESCUE)

Incorporated in the Republic of South Africa

(Registration number: 2010/003468/06)

JSE share code: REA ISIN: ZAE000240552

JSE share code: REB ISIN: ZAE000201687

(Approved as a REIT by the JSE)

("Rebosis" or the "Company" or the "Group")

### BUSINESS RESCUE QUARTERLY UPDATE ANNOUNCEMENT AS AT 30 NOVEMBER 2023

In terms of paragraph 1.11 (c) of the JSE Limited ("JSE") Listings Requirements, Rebosis is required to release a quarterly update advising holders of securities of the current state of affairs of Rebosis and the action proposed to be taken by the Company in order to have its listing on the JSE reinstated.

The Business Rescue Practitioners ("**Joint BRPs**") continue to implement the business rescue plan ("**BR Plan**") and this report sets out the quarterly update on the public sales process ("**PSP**") as at 30 November 2023. The PSP was initiated in accordance with the approved BR Plan to facilitate the disposal of Group assets in order to reduce the overall Group debt.

Rebosis is currently operating in terms of the BR Plan and only following conclusion of the PSP will the Company be in a position to determine its next steps in accordance with the BR Plan. Shareholders are referred to the announcement released by the Company on 6 April 2023 which provided salient information regarding the PSP and the last quarterly update announcement released on SENS on 6 December 2023.

#### 1. PSP progress

An update on the PSP progress as at 30 November 2023 is set out below:

- Following the conclusion of a portfolio sale agreement between the Joint BRPs of Ascension Properties Proprietary Limited ("**Ascension**"), Rebosis, Main Street 1119 Proprietary Limited, Cape Horizon Properties 125 Proprietary Limited (all in business rescue) and CBD Investments Proprietary Limited ("**CBD**"), in respect of the disposal of a portfolio of properties (the "**CBD Disposal**"), the CBD Disposal has been approved by the Competition Commission. The BRPs have signed the necessary transfer documentation, which has been lodged with the transferring attorneys. Rebosis is now in the process of applying for rate clearance figures and once all rate clearances have been obtained, the Company will be better placed to determine an indicative timeline for lodgment of transfer of ownership, subject to the issuance of rate clearance certificates.
- In respect of a portfolio sale agreement and a separate sale of rental enterprise agreement between the Joint BRPs of Rebosis, Bay West City Proprietary Limited, Forest Hill City Shopping Centre Proprietary Limited (all in business rescue) and Hangar 18 Investments Proprietary Limited ("**Hangar 18**") to dispose of a portfolio of properties ("**Hangar 18 Disposal**"), and a separate property ("**Bloed Street Property**") together with a material lease ("**Bloed Street Disposal**"), all conditions precedent ("**CPs**") relating to the Hangar 18 Disposal have been fulfilled. The parties are currently attending to the preparation for lodgment of transfer of ownership. Clearance figures has been paid where prompted and all transfer documentation has been signed and returned to the transferring attorneys. In addition, the Bloed Street Disposal is far advanced, with the CPs still in process, and Rebosis anticipates having a clearer indication on the timing of fulfilment of the CPs in due course. Clearance figures have been obtained for the Bloed Street Disposal and transfer and related documents will be circulated for signature upon the fulfilment of all of the outstanding CPs.
- Subsequent to a portfolio sale agreement between the Joint BRPs of Ascension (in business rescue) and Hemipac Investments Proprietary Limited ("**Hemipac**"), to dispose of a portfolio of properties, together with the rental enterprises conducted thereon ("**Hemipac Disposal**") for an aggregate consideration of R650,000,000, a submission has been made to the Competition Commission and a response from the Competition Commission is imminent. The joint BRPs are in the process of applying for rate clearance figures. Once Competition Commission approval is received, the Company will be better placed to determine an indicative timeline for lodgment of transfer of ownership, subject to the issuance of rate clearance certificates.

- The anticipated transfer date of the CBD Disposal and the Hangar 18 Disposal into the name of CBD and Hangar 18 respectively, will be on or about 21 February 2024, and the anticipated transfer date of the Hemipac Disposal into the name of Hemipac will be on or about 28 February 2024.
- In respect of a portfolio sale agreement between the Joint BRPs of Ascension (in business rescue) and Katleho Property Investments Proprietary Limited (“**Katleho**”), to dispose of a portfolio of properties, together with the rental enterprises conducted thereon (“**Katleho Disposal**”), for an aggregate consideration of R160,000,000, the anticipated transfer date of the Katleho Disposal into the name of Katleho is expected to be on or about 31 March 2024.
- The disposals referred to above (collectively the “**Disposals**”) are in accordance with the PSP and are the culmination of a competitive process. The proceeds of the Disposals will be used to reduce the existing indebtedness of the Rebosis Group. Rebosis will continue to update the market on the disposal process once transactions are completed or significantly progressed.

## 2. Delay in financial reporting

Rebosis is currently not in a position to publish its annual financial statements for the year ended 31 August 2022 (“**FY22 AFS**”) nor its interim report for the six months ended 28 February 2023 (“**Interim Results**”) within the required timelines in terms of the JSE Listings Requirements, due to the following reasons:

- the audit process in respect of the FY22 AFS is still ongoing. To finalise the audit opinion, Rebosis is required to have authorised and approved the valuations of its Investment Properties. These valuations have been completed by an independent third party and are currently being reviewed internally;
- the Interim Results can only be completed once the FY22 AFS have been finalised; and
- as a consequence, delays are expected in respect of the finalisation of the annual financial statements for the year ended 31 August 2023.

## 3. Employees and support functions

During the business rescue process, and up until 30 November 2023, the Company has ensured that all Rebosis employees have been paid, such that support functions, facilities management services and property and asset management functions across the portfolio remain uninterrupted. In an effort to save jobs as envisaged in the BRP Plan, the Joint BRPs have actively engaged with the buyers of the properties to take on as many employees as possible and have preserved the employment of approximately 75% of affected employees.

The Joint BRPs remain confident that there is a reasonable prospect of rescuing the business.

27 December 2023

Joint BRPs:	Phahlani Mkhombo and Jacques du Toit
Advisors to the Joint BRPs:	Java Capital Proprietary Limited, Black Acres Proprietary Limited, Deloitte & Touche
Legal Advisors to the Joint BRPs:	Cliffe Dekker Hofmeyr Inc.
Sponsor to Rebosis:	Nedbank Corporate and Investment Banking, a division of Nedbank Limited