

SPEAR REIT LIMITED

(Incorporated in the Republic of South Africa)
(Registration number 2015/407237/06)
Share Code: SEA
ISIN: ZAE000228995
LEI: 378900F76170CCB33C50
Approved as a REIT by the JSE
("Spear" or "the Company")

**SPEAR**
REIT LIMITED

CATEGORY 1 ACQUISITION OF EMIRA WESTERN CAPE REAL ESTATE PORTFOLIO – DISTRIBUTION OF CIRCULAR, NOTICE OF GENERAL MEETING AND SALIENT DATES AND TIMES

1. DISTRIBUTION OF CIRCULAR

Shareholders are referred to the proposed acquisition by Spear of the Western Cape property portfolio of Emira Property Fund Limited ("**Target Property Portfolio**") ("**Acquisition**"), as announced by the Company on SENS on 2 April 2024 and 23 May 2024 ("**Announcements**").

It was noted in the Announcements that a circular containing the full details of the Acquisition ("**Circular**"), incorporating a notice ("**Notice**") convening the required general meeting of Spear shareholders ("**General Meeting**"), would be distributed to shareholders by no later than 2 July 2024.

Shareholders are advised that the Circular, containing full details of the Acquisition has today been distributed to Shareholders that were recorded as such in the Shareholders' register of the Company ("**Register**") on Friday, 21 June 2024. The Circular also incorporates a Notice of General Meeting.

The Circular is available on Spear's website at: <https://spearprop.co.za/investor-communications/circulars-shareholders-announcements/>

2. NOTICE OF GENERAL MEETING

Notice is hereby given that the General Meeting of Shareholders to be held at Spear REIT Limited Head Office, 16th Floor, 2 Long Street, Cape Town, on Wednesday, 31 July 2024 at 10:30, to consider and, if deemed fit, to approve, with or without modification, the ordinary resolution set out in the Notice of General Meeting, in order to authorise and implement the Acquisition.

3. SALIENT DATES AND TIMES

The salient dates and times in relation to the General Meeting and the Acquisition are set out below:

| | 2024 |
|---|------------------|
| Record date on which Shareholders must be recorded in the Register to be entitled to receive the Circular and the Notice of General Meeting | Friday, 21 June |
| Circular incorporating the Notice of General Meeting and Form of Proxy, distributed to Shareholders | Tuesday, 2 July |
| Announcement of distribution of Circular and Notice of General Meeting released on SENS | Tuesday, 2 July |
| Last day to trade Shares in order to be recorded in the Register to vote at the General Meeting (see note 2 below) | Tuesday, 23 July |
| Voting record date on which Shareholders must be recorded in the Register to be entitled to attend and participate in the General Meeting and to vote thereat | Friday, 26 July |
| For administrative reasons, last day for Forms of Proxy in respect of the General Meeting to be received by the Transfer Secretaries, by no later than 10:30 | Monday, 29 July |

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| Forms of Proxy not lodged with the Transfer Secretaries to be handed to the chairperson of the General Meeting or the Transfer Secretaries at the General Meeting, at any time before the proxy exercises any rights of the Shareholders at the General Meeting | Wednesday, 31 July |
| General Meeting of Shareholders to be held at 10:30 | Wednesday, 31 July |
| Results of General Meeting released on SENS | Wednesday, 31 July |

Notes:

1. The above dates and times are subject to amendment at the discretion of Spear, with the approval of the JSE. Any such amendment will be released on SENS and published in the South African press.
2. Shareholders should note that as transactions in Shares are settled in the electronic settlement system used by Strate, settlement of trades take place three South African Business Days after such trade. Therefore, Shareholders who acquire Shares after close of trade on Tuesday, 23 July 2024 will not be eligible to attend, participate in and vote at the General Meeting.
3. Dematerialised Shareholders, other than those with Own-name Registration, must provide their CSDP or Broker with their instructions for voting at the General Meeting by the cut-off time and date stipulated by their CSDP or Broker in terms of their respective Custody Agreements between them and their CSDP or Broker.
4. If the General Meeting is adjourned or postponed, the above dates and times will change, but Forms of Proxy submitted for the initial General Meeting will remain valid in respect of any such adjournment or postponement of the General Meeting.
5. Although the salient dates and times are stated to be subject to change, such statement may not be regarded as consent or dispensation for any change to time periods which may be required in terms of the Companies Act and the JSE Listings Requirements, where applicable, and any such consents or dispensations must be specifically applied for and granted.
6. All dates and times indicated above are South African Standard Time.

Cape Town
2 July 2024

Sponsor and Transaction Adviser
PSG Capital



PSG CAPITAL