



*Creating investment opportunities.*

(Incorporated in the Republic of South Africa)  
(Registration number 1997/000543/06)  
JSE share code: ATT ISIN: ZAE000177218  
("Attacq" or "the company")

Dear Shareholder

**NOTICE IN TERMS OF SECTION 45(5)(a) OF THE COMPANIES ACT, 71 OF 2008, AS AMENDED (THE "ACT")  
OF THE GRANTING OF FINANCIAL ASSISTANCE IN TERMS OF SECTION 45 OF THE ACT**

The board resolved that:

1. In terms of Section 45(5)(a) of the Act, notice is hereby given that the board of directors of Attacq Limited (the "Company") pursuant to a board resolution adopted on 4 December 2014 authorised the Company to provide financial assistance as described below, in terms of section 45 of the Act, to its subsidiaries, pursuant to the authority granted to the board by shareholders at the General Meeting of the Company held on 24 January 2014.
2. The board of directors of the Company, before authorising the Company to provide the financial assistance in terms of section 45 of the Act, has satisfied itself that:
  - Immediately after providing the financial assistance, the Company would satisfy the solvency and liquidity test contemplated in section 4 of the Act;
  - There has been due compliance with the requirements of the Company's constitutional documents and with the Act, and
  - The terms upon which the financial assistance is to be given are fair and reasonable to the Company.
3. The Company, Atterbury Property Holdings (Pty) Limited – Registration Number 1995/003635/07 ("APH") and Atterbury Waterfall City (Pty) Limited – Registration Number 1996/000904/07 ("AWC") – have concluded a loan agreement in terms whereof the Company loans and advances to APH an amount, in the aggregate of R377 889 758 (three hundred and seventy seven million eight hundred and eighty nine thousand and seven hundred and fifty eight Rand) ("Loan Amount") to enable APH to advance the amount to AWC. As security for the obligation of APH, AWC agreed to pledge and cede, in securitatem debiti, to the Company all of the shares owned and beneficially held by AWC in Attacq Waterfall Investment Company (Pty) Limited – Registration Number 2000/013587/07 ("AWIC") and all of its rights in and to the Loan Amount to the Company in terms of a written cession and pledge in security agreement concluded between AWC and the Company.

This notice has been posted on the Company's website <http://www.attacq.co.za/>.

For and on behalf of the board



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Talana Smith  
Company Secretary  
**10 December 2014**