



## **RDC PROPERTIES LIMITED**

P.O.BOX 405391, GABORONE, BOTSWANA

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TO ALL STAKEHOLDERS

### **AMALGAMATION NOTICE**

RDC Properties Limited (RDCP) is a Botswana Stock Exchange-listed real estate company with a focus on industrial, commercial and residential properties in Gaborone and surrounding areas. The company's mission is to provide innovative and reliable services for the acquisition, development, and leasing of quality real estate. RDCP is primarily operating in Botswana, South Africa, United States of America (USA), Mozambique, Madagascar, Croatia and Namibia.

RDC Properties International Proprietary Limited (RDCPI), Botswana Registered Company, is a 100% subsidiary of RDC Properties Limited. RDC Properties International holds shares in property holding companies located in Croatia, Namibia, Mauritius and the Republic of South Africa.

RDCPI is a company registered with the International Finance Services Centre (IFSC). In 2023, the holding company, RDCP was registered with IFSC and as a result the benefit of the subsidiary being an IFSC company is not required. The group has therefore decided to amalgamate RDCP and RDCPI effective on 1 July 2024, subject to approval of the amalgamation proposal by Botswana Unified Revenue Services, Competition Authority, Botswana Companies Intellectual Property Authority and the shareholders of RDCP.

The amalgamated company will be RDC Properties Limited. The aim of the restructuring exercise is to streamline operations of the business by combining resources and as well as to streamline the administrative function into one. Consequent to the amalgamation, pooling of interest method of consolidation would be done and shares held as investments by RDCP in RDCPI will be set off against the equity accounted in RDCPI. All assets and liabilities of RDCPI would be added as assets and liabilities of RDCP. The impact of the amalgamation is that RDCPI will be removed from the register of companies as on the effective date of amalgamation and all rights and obligations of RDCPI will pass on to RDCP.

Joanne Mabin  
CFO / Executive Director  
29 May 2024

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MEMBER OF THE REALESTATE GROUP OF COMPANIES  
REGISTRATION NO: BW00000877423

**Directors:** A Bradley (Chairman)\*\*, GR Giachetti (Vice Chairman)\*, G Fisher\*\*, F Giachetti\*, G Giachetti\*,  
K Maphage, J Mabin \*\*, N Milne\*\*, J Pari\*, S Susman\*\*, S Mathe  
\*Italian \*\*South African