

GEN – General – Nedbank Corporate and Investment Banking

Censure imposed by the JSE on the Sponsor Division of Nedbank Corporate and Investment Banking

The JSE hereby informs stakeholders of the following findings in respect of the Sponsor:

1. The Sponsor Division of Nedbank Corporate and Investment Banking (“**Sponsor**”) is the JSE appointed sponsor to Rebasis Property Fund Limited (“**the Company**”).
2. On 11 November 2019, the Company published preliminary results for the financial year ended 31 August 2019, that were neither reviewed nor audited as required in terms of the JSE Listings Requirements.
3. On 13 December 2019, the Company published its reviewed results for the year ended 31 August 2019, which contained an adjustment to the property valuations, and included a qualified review opinion by the auditors in respect of the valuations. As a result of the auditor’s review, the market at large became aware of the significance and impact of the qualification on the 2019 annual financial statements which they were not previously made aware of in the 11 November 2019 preliminary results announcement.
4. The publication of annual financial statements with the minimum required level of assurance from external auditors as prescribed by the Listings Requirements contributes to an orderly market place and promotes investor confidence. Had the Sponsor ensured that the Company complied with the Listings Requirements, the Company would have published annual financial results to the market that contained the requisite level of assurance and information pertaining to the qualification through a review report, only when the Company was in a position to do so and not on 11 November 2019.
5. Sponsors play an important role in ensuring that issuers meet all the criteria stipulated in the Listings Requirements. Sponsors also play a critical role in ensuring that relevant documentation is in compliance with the Listings Requirements prior to submission to the JSE and ultimately to shareholders. Sponsors have a duty in terms of the Listings Requirements to ensure that SENS announcements comply with the Listings Requirements and the JSE therefore places significant reliance on a sponsor fulfilling this role to ensure proper regulation of the market.

6. Accordingly, the JSE found the Sponsor to be in breach of paragraphs 2.8(c) and 2.8(h) of the Listings Requirements for the Sponsor's failure to ensure that the dissemination of the Company's 2019 preliminary results on 11 November 2019 complied with the Listings Requirements and for its failure to discharge its responsibilities with due care and skill.
7. The JSE finds it unacceptable that the Sponsor permitted the Company to proceed with the publication of its 2019 preliminary results that were not at a minimum reviewed, which failure contributed to the Company's failure to comply with important provisions of the Listings Requirements.
8. The JSE has therefore decided to impose this public censure against the Sponsor in relation to the above-mentioned breaches of the Listings Requirements.

2 February 2021