



Building better markets

Bond Exchange of South Africa Limited
(Incorporated in the Republic of South Africa)
(Registration number: 2007/034441/06)
("BESA")



JOHANNESBURG STOCK EXCHANGE

JSE Limited
(Incorporated in the Republic of South Africa)
(Registration number: 2005/022939/06)
Share code: JSE ISIN: ZAE000079711
("JSE")

JOINT ANNOUNCEMENT BY BESA AND THE JSE RELATING TO THE SANCTIONING OF THE SCHEME OF ARRANGEMENT AND THE SCHEME OF ARRANGEMENT BECOMING UNCONDITIONAL

Shareholders are referred to the circular to BESA shareholders, dated 20 January 2009 ("**the Circular**"), regarding the scheme of arrangement proposed by the JSE between BESA and its shareholders ("**the Scheme**").

All regulatory approvals required for the implementation of the Scheme have been received and the High Court of South Africa ("**the Court**") today (9 June 2009) sanctioned the Scheme as detailed in the Circular, without modification. The Court order sanctioning the Scheme was also registered by the Registrar of Companies today. All suspensive conditions to the Scheme have therefore been fulfilled and the JSE and BESA are therefore announcing that the Scheme Finalisation Date is today (9 June 2009).

The remaining salient dates and times pertaining to the implementation of the Scheme are as follows:

Announcement of Court sanction of the Scheme and Finalisation Date released by BESA on BESA's website and by the JSE on SENS on	Tuesday 9 June 2009
Announcement of Court sanction of the Scheme and Scheme becoming unconditional published in the press on	Wednesday 10 June 2009
Scheme Consideration Last Day to Trade – Last day to trade shares in BESA to be registered in the register in order to be eligible to receive the Scheme Consideration at	17:00 on Friday 12 June 2009
Scheme Consideration Record Date – Last Day to be registered on the register in order to be eligible to receive the Scheme Consideration at	17:00 on Friday 19 June 2009
Operative Date on	Monday 22 June 2009
Scheme Consideration will:	
(a) if documents of title are received on or before 12:00 on the Scheme Consideration Record Date, be posted to scheme participants or deposited directly into their bank accounts should they provide bank account details on the form of surrender on the Operative Date, which is	Monday 22 June 2009

(b) if documents of title are received after the Scheme Consideration Record Date, be posted to scheme participants

within five business days
after receipt of the
documents of title

Note:

Any reference to time is a reference to local South African time. Any changes to the above dates and times will be released by BESA on its website and by the JSE on SENS and published in the press.

BESA shareholders who have not done so already are reminded to complete the Form of surrender (green - attached at the back of the Circular) and to deliver the Form of surrender and (if not already in the possession of the transfer secretaries) their documents of title in accordance with the instructions contained in the Form of surrender in order to receive their Scheme Consideration. An electronic copy of the Form of surrender is also available on <http://www.bondexchange.co.za> and <http://www.jse.co.za/besa-deal.jsp>.

Johannesburg
9 June 2009

Financial Advisor to BESA:
ABSA Capital

Legal Advisor to the JSE and Attorneys to the Scheme
Webber Wentzel

Legal advisor to BESA
Edward Nathan Sonnenbergs Inc

Sponsor to JSE
RAND MERCHANT BANK (A division of FirstRand Bank Limited)