

DATAPRO GROUP LIMITED
(Incorporated in the Republic of South Africa)
(Registration number 1998/016433/06)
Share code: DTP ISIN: ZAE000058061
("DataPro" or "the company")

**SALE OF CALL OPTIONS TO METIER INVESTMENT AND ADVISORY SERVICES (PROPRIETARY)
LIMITED ("Metier")**

1. Introduction

Following receipt of an offer from Metier to purchase call options held by DataPro dated 07 August 2006, the board of directors has agreed to accept the offer with immediate effect, and details are provided below.

On 17 January 2006, the company announced the acquisition of the business assets and assumed liabilities of Netralink, with effect from 1 January 2006. The consideration for the acquisition was settled by the issue to Netralink of 18 500 000 ordinary shares at 55 cents per share, against which DataPro had a European call option exercisable up to 31 August 2007 at 55 cents per share ("the Netralink call option"). In addition, the agreement also provided for a loan to be advanced to Netralink, in order to settle its liabilities, of R5.617 million, which loan bears interest at 6% per annum and is repayable by 01 January 2007.

In addition, as part of the terms of the acquisition of Atlantic, DataPro has a European call option against 14 231 499 shares held by Cornelius Fourie ("Fourie") at 52.7 cents per share, exercisable up to 31 August 2007 ("Atlantic call option"). In addition, Fourie has an American put option against DataPro, to be settled by the transfer of 16.67% of the shares in Atlantic, subject to certain conditions ("Atlantic put option").

The reason for entering into the call option agreements was to be able to secure shares in the future for a strategic partner for DataPro, without necessarily causing further dilution to existing shareholders of DataPro.

2. Terms of transaction

Netralink Call Option

The consideration for the Netralink call option is R1 248 750 in cash, which sale is subject to the condition that Metier will immediately exercise the Netralink call option at the exercise price of 55 cents per share. Due to the fact that Netralink owe DataPro monies in terms of a loan advanced to Netralink to settle creditors as detailed above, any monies owing will immediately be repaid to DataPro, which will increase the cash reserves of the company.

Atlantic Call Option

The consideration for the Atlantic call option is R1 648 008 in cash, which sale is subject to the condition that Metier will immediately exercise the Atlantic call option. This will also have the effect that the financial liability in relation to the Atlantic put option will be eliminated.

The proceeds received on the sale of the call options will be applied in the normal business operations of DataPro.

3. Financial effects

The tables below sets out the pro-forma financial effects of the sale of the call options on the reviewed, published interim financial results of DataPro for the six months ended 28 February 2006. The financial information, which is the responsibility of the directors, has been prepared for illustrative purposes only and does not necessarily fairly present the company's financial position and operational results.

Netralink

Fully diluted information	Reviewed 28 February 2006 "Before"⁽¹⁾	Pro Forma after sale "After"	% Change
Earnings per share (cents) ⁽⁶⁾	1.52	1.53	0.7%
Headline earnings per share (cents) ⁽⁶⁾	1.16	1.17	1.0%
Net asset value per share (cents) ⁽⁵⁾	32.02	30.62	-4.4%
Net tangible asset value per share (cents) ⁽⁵⁾	0.06	0.43	614.7%
Weighted average number of shares in issue ('000)	306 371	306 371	--%
Shares in issue at period end ('000)	315 135	335 164	5.9%

Notes:

1. The 'before' financial information is based on fully diluted information as detailed in the published interim results for the six months ended 28 February 2006.
2. The earnings per share and headline earnings per share in the "Pro-forma after the sale" column were calculated on the assumption that the sale of the Netralink call option took place with effect from 01 September 2005 and interest, after taxation at a rate of 5.29% was earned on the proceeds.
3. The net asset value and net tangible asset value per share information is based on the assumption that the Netralink call option was sold on 28 February 2006.
4. The shares in issue at period end did not include the issue of 18 500 000 shares in Netralink, which has been adjusted for in these calculations.

Atlantic

Fully diluted information	Reviewed 28 February 2006 "Before"⁽¹⁾	Pro Forma after sale "After"	% Change
Earnings per share (cents) ⁽⁶⁾	1.52	1.55	-1.7%
Headline earnings per share (cents) ⁽⁶⁾	1.16	1.19	-0.8%
Net asset value per share (cents) ⁽⁵⁾	32.02	33.04	3.2%
Net tangible asset value per share (cents) ⁽⁵⁾	0.06	0.56	1 774.9%
Weighted average number of shares in issue ('000)	306 371	320 602	4.65%
Shares in issue at period end ('000)	315 135	315 135	--%

Notes:

1. The 'before' financial information is based on fully diluted information as detailed in the published interim results for the six months ended 28 February 2006.
2. The earnings per share and headline earnings per share in the "Pro-forma after the sale" column were calculated on the assumption that the sale of the Atlantic call option took place with effect from 01 September 2005 and interest, after taxation at a rate of 5.29% was earned on the proceeds. In addition, the charge during the period for the financial liability relating to the put option has been eliminated.
3. The weighted average number of shares in issue for the period has been adjusted to eliminate the effect of accounting for the put option shares in accordance
4. The net asset value and net tangible asset value per share information is based on the assumption that the Atlantic call option was sold on 28 February 2006. In addition, the financial liability in relation to the put option has been eliminated from the balance sheet.

5. Rationale for sale of the call options

The rationale for the sale of the call options to Metier is that it has always been the intention of DataPro to secure a strategic shareholder for the company and yet avoid dilution for existing shareholders. Metier has been identified as a value adding partner to DataPro and has strongly indicated its desire to increase its shareholding in DataPro over time. Although Metier is a related party to the company in that they are an advisor and an existing shareholder in DataPro, Metier currently holds less than 10% in the company and the size of this transaction does not require shareholder approval in accordance with the JSE Listings Requirements as the relate to the Alternative Exchange. Following this transaction, Metier will no longer act in an advisory capacity to DataPro in order to avoid potential conflicts of interest and will focus on adding value as a strategic shareholder.

In accordance with Alt^X Listings Requirements, shareholders are advised of the risks of investing in a company listed on Alt^X and that the JSE does not guarantee the viability or the success of a company listed on Alt^X. In terms of JSE Listings Requirements a Designated Advisor has to be retained by the company. The Designated Advisor is required to, *inter alia*, attend all board meetings held by the company to ensure that all JSE Listings Requirements and applicable regulations are complied with, approve the financial director of the company and guide the company in a competent, professional and impartial manner. If the company fails to retain a Designated Advisor it must make arrangement to appoint a new Designated Advisor within 10 business days, failing which the company faces suspension of trading of its securities. If a Designated Advisor is not appointed within 30 days of its suspension the company faces the termination of its listing without an offer to minorities.

Johannesburg
17 August 2006

Designated Advisor
Arcay Corporate Services

Corporate Advisor
Metier Advisory (Proprietary) Limited