

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

**ACQUISITION OF ATLANTIC INTERNET SERVICES (PROPRIETARY) LIMITED ("Atlantic") AND
WITHDRAWAL OF CAUTIONARY ANNOUNCEMENT**

Introduction

The directors are pleased to announce the acquisition of 100% of the ordinary shares in and claims against Atlantic from Cornelius Ignatius Fourie ("the Vendor"), for a purchase consideration to be settled by the issue of 85 388 994 Vendor shares ("Vendor shares"), with effect from 01 September 2005 to be placed primarily with third parties at a price of 52.7 cents per share, being an approximate discount of 10% to the 30 day weighted average price of DataPro. Of the Vendor shares, 14 231 499 shares will be retained by the Vendor for a minimum period of 2 years, with the balance being placed on behalf of the Vendor primarily with Black Empowerment companies, institutions and members and associates of DataPro Group. The transaction is subject to the successful placing of the Vendor shares on or before 31 August 2005. Shareholders are referred to the paragraph on the Vendor placing below.

Rationale for the acquisition

The rationale for the acquisition of Atlantic is to take advantage of the synergies between Atlantic and DataPro Group, to grow the annuity based business of the group going forward as well as the opportunities for cross-selling into the respective customer bases.

In summary, the acquisition provides DataPro Group with:

- technical expertise;
- a large regional footprint in a sector in which DataPro Group is not currently represented;
- a well run platform to organically and acquisitively grow consumer ISP products and services;
- a distribution channel of over 135 Channel Partners selling additional DataPro products and services;
- revenue sharing opportunities with other telecommunication companies;
- migration opportunities in moving dial-up consumers to ADSL and Wireless;
- an increased ADSL base of 5000 customers making it the third largest ADSL provider;
- improved economies of scale;
- improved purchasing power;
- consolidation of the telecommunications market and therefore increased telecommunications market share.

DataPro Group has not, as yet, penetrated the consumer market and the Atlantic transaction is seen as a significant growth area for future VOIP (Voice over Internet Protocol) products and services. Atlantic on the other hand, has not penetrated the corporate market, an area of focus to DataPro Group, especially at the SME end of the market. Through Atlantic's existing business and as an independent, black empowered Internet Service Provider ("ISP"), potential expansion by DataPro Group into this customer base is substantial.

Atlantic is the largest independent consumer ISP in South Africa with a customer base of over 32 000 users. It is the intention of DataPro Group to retain the Atlantic brand and as such the business will continue to trade independently.

The acquisition provides immediate bandwidth synergies contributing to the economies of scale and bulk bandwidth purchasing power of DataPro Group.

Atlantic is a well run business, generating a revenue stream of around R3.2 million per month and has a distribution channel of over 135 franchisees as well as 500 dealers around the country. The acquisition provides access to this channel and allows DataPro Group to promote its products and solutions offerings to this segment of the market.

Financial effects of the acquisition and the issue of shares

The financial effects of the acquisition and the issue of shares on the published financial information of DataPro Group, as though the acquisition had been in effect for the period under review, on earnings for the six months ended 28 February 2005 and on the net asset value as at 28 February 2005, is set out below.

The financial information has been prepared for illustrative purposes only, and because of its nature may not fairly present the company's financial position and results of operation.

	Published 28 February 2005	Pro-forma After acquisition	% Change
Earnings per share (cents)	2.0	1.9	(5%)
Headline earnings per share (cents)	2.0	1.9	(5%)
Net asset value per share (cents)	21.2	29.8	41%
Net tangible asset value per share (cents)	-	0.9	100%
Weighted average number of shares in issue ('000)	228 980	314 369	37%
Shares in issue at the period end	228 980	314 369	37%

Goodwill of approximately R42 million will arise on the acquisition.

Profit forecast

The abridged pro forma profit forecast for the year ending 31 August 2006 is set out below.

	31 Aug 2006 R'000
Revenue	214 099
Profit from operations	27 833
Finance costs	1 814
Profit before taxation	26 019
Taxation	5 218
Profit after taxation	20 801
Shares in issue	314 368 862
Earnings and headline earnings per share (cents)	6.6

The profit forecast has been compiled on a basis consistent with the accounting policies of DataPro Group, with the exception for the accounting policy relating to the amortisation of goodwill. Goodwill has not been amortised in the forecast. The profit forecast has been reviewed by the company's auditors SAB&T Incorporated and the review report, prepared in accordance with guidelines laid down by the South African Institute of Chartered Accountants, is available for inspection at the registered office of the company.

Vendor placement

DataPro have agreed to assist the Vendor in the placement of the balance of the Vendor shares, namely 71 157 495 new shares at a price of 52.7 cents. An information memorandum is available at the company's business and registered office for interested parties.

Vendor placement opens	Monday, 15 August 2005
Vendor placement closes	Friday, 26 August 2005
Listing of new securities at commencement of business on	Wednesday, 31 August 2005

Put and call option

With regard to the 14 231 499 shares retained by the Vendor, the company has signed a separate agreement whereby, subject to the 90 day weighted average share price of DataPro Group as at 31 August 2007 being below 52.7 cents, the Vendor has a European Put Option exercisable on 31 August 2007, whereby he has the right to return such shares to DataPro in exchange for 16.66% of Atlantic. Conversely, DataPro has an American call option, exercisable on or before 31 August 2007, to repurchase the 14 231 499 shares at a purchase price of R7 499 999.97, being 52.7 cents per share. This agreement requires approval of DataPro Group shareholders in general meeting and a circular will be forwarded to shareholders in due course. In the event that DataPro Group shareholders do not approve the potential repurchase of shares in terms of this agreement, the agreement provides for DG Reed and JC Herbst, executive directors, to purchase the shares at the same price.

Withdrawal of cautionary announcement

As a result of the above, the cautionary announcement is now withdrawn.

In accordance with Alt^X Listings Requirements, shareholders are advised of the risks of investing in a company listed on Alt^X and are advised 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 Adviser has to be retained by the company. The Designated Adviser 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 Adviser it must make arrangements to appoint a new Designated Adviser within 10 business days, failing which the company faces suspension of trading of its securities. If a Designated Adviser is not appointed within 30 days of its suspension the company faces the termination of its listing without an offer to minorities.

Johannesburg
12 August 2005

Company Secretary

Arcay Client Support (Proprietary) Limited
Registration number 1998/025284/07

Designated Advisor

Arcay Corporate Services