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SECURITIES AND EXCHANGE COMMISSION  
OFFICE OF INTERNATIONAL CORPORATE FINANCE



# PSG CAPITAL LIMITED

30 November 2006

# SUPL

Securities and Exchange Commission  
Office of International Corporate Finance  
450 Fifth Street NW  
Washington DC 20549  
Stop 3-9

Per fax: 091 202 772 9207

Number of pages in total: 3

Dear Sir/Madam

**JD GROUP LIMITED: NO CHANGE STATEMENT**

The enclosed letter and attachment is being furnished to the Securities and Exchange Commission ("the Commission") pursuant to the exemption from the Securities Exchange Act of 1934, as amended ("the Exchange Act"), afforded by Rule 12g3-2(b) thereunder.

This information is being furnished under paragraph (1) of Rule 12g3-2(b) with the understanding that such information will not be deemed to be "filed" with the Commission or otherwise, subject thereto that the liabilities of such information and documents shall constitute an admission for any purposes that the Company is subject to the Exchange Act.

If you have any further questions or comments, please contact the undersigned at:

Telephone : +27 11 797 8436  
Facsimile : +27 11 797 8435  
E-mail : [gerhards@psqcapital.com](mailto:gerhards@psqcapital.com)

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THOMSON  
FINANCIAL

Yours faithfully  
PSG CAPITAL LIMITED

**G P SWART**  
Director: Corporate Finance  
cc Melvyn Jaye, Company Secretary : JD Group Limited  
cc S Wilke

PSG Capital Limited  
Reg No. 2002/017362/06

Directors: J P Mouton (Chairman) • C A Ozo • D F Burger • E de V Greyling  
W L Greeff • J A Grobbelaar • T Hayter • P Malan

Building No. 8 • Woodmead Estate •  
1 Woodmead Drive • Woodmead - 2191  
P O Box 987 • Parklands • 2121 • South Africa  
Tel: +27 (11) 797 8400 • Fax: +27 (11) 797 8435



**PSG**  
CAPITAL LIMITED

30 November 2006

The Vice President  
The Bank of New York  
1 Wall Street  
NEW YORK  
NY 10286  
UNITED STATES OF AMERICA

Per facsimile: (091) 212 635 1121

Dear Sir

**JD GROUP LIMITED ("JD Group"): NO CHANGE STATEMENT**

For your information, we enclose herewith copy of the announcement disseminated on the Securities Exchange News Service of the JSE Limited on Thursday, 30 November 2006.

Yours faithfully  
**PSG CAPITAL LIMITED**

**G P SWART**  
**Executive: Corporate Finance**  
cc: Melvyn Jaye, Company Secretary : JD Group Limited  
S Wilke

PSG Capital Limited  
Reg No. 2002/017362/06

Directors: J F Mouton (Chairman) • C A Otto • D F Burger • W L Greeff  
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OFFICE OF THE REGISTRAR  
CORPORATE AFFAIRS

**JD Group Limited**  
(Incorporated in the Republic of South Africa)  
(Registration Number: 1981/009108/06)  
JSE code: JDG  
ISIN: ZAE000030771  
("JD Group")

**NO CHANGE STATEMENT AND NOTICE OF ANNUAL GENERAL MEETING**

Shareholders are advised that the JD Group annual financial statements for the year ended 31 August 2006 will be dispatched to shareholders today.

Shareholders are further advised that JD Group will not be publishing an abridged report as the annual financial statements contain no modifications to the audited results published on the Securities Exchange News Service on Monday 6 November 2006 ("audited results")

The audited results of JD Group and the annual financial statements were audited by JD Group's auditors, Deloitte & Touche, whose report is available for inspection at JD Group's registered office.

Notice is hereby given that the annual general meeting of shareholders will be held at the registered office, 11<sup>th</sup> Floor, JD House, 27 Stiemens Street, Braamfontein on Wednesday 7 February 2007 at 08:00 to transact business as stated on the notice of the annual general meeting forming part of the annual financial statements.

30 November 2006

Sponsor  
PSG Capital Limited