



SUMMARISED PROVISIONAL CONSOLIDATED  
**FINANCIAL RESULTS**  
for the year ended 30 June 2020



# Commentary

## Performance summary

- An interim dividend of 45.0 cents per share paid
- Core distributable earnings per share declined by 10.5% to 73.1 cents per share
- Net asset value per share declined by 25.8% to R16.45
- South African portfolio valuations decreased by 8.6% on a like-for-like basis
- Group gearing increased to 45.7%
- Group liquidity improved with no facilities maturing prior to September 2021
- Eight buildings completed in Waterfall with a further four buildings under construction
- Investment in MAS written down by R1.3 billion to market value
- Reduction in Rest of Africa exposure with the disposal of interest in Manda Hill, Zambia
- One of the best ESG rated SA REITs by FTSE Russell

## Introduction

Attacq is a South African-based Real Estate Investment Trust (REIT), with a vision of delivering total returns comprising sustainable income return and long-term capital growth through a focused approach in real estate investments and developments. Attacq's diversified South African portfolio provides sustainable community spaces in its respective nodes, aimed at being the destination of choice and setting Attacq apart from its peers.

The group's business model is based on four drivers, namely the South African portfolio, Developments at Waterfall, Investment in MAS Real Estate Inc. (MAS) and the Rest of Africa retail investments. Attacq's strategic intent is to exit the Rest of Africa retail investments in an orderly manner.

Attacq is listed on the Johannesburg Stock Exchange (JSE) and is included in the FTSE/JSE SAPY Index and FTSE/JSE SA REIT Index. FTSE Russell has rated Attacq's environmental, social and governance (ESG) exposure to, and management of ESG issues as 4.2 (2019: 4.1) out of 5.0, showing year-on-year improvement and ranking Attacq as one of the best rated SA REITs.

The group has restated its prior year headline earnings per share. For more information, refer to the paragraph below titled Restatement of Attacq's prior year annual financial statements.

## General overview

COVID-19 has been declared a global pandemic by the World Health Organization. In March 2020, the South African Government declared a national state of disaster, in terms of the Disaster Management Act, 57 of 2002, imposing lockdown restrictions and adopting a risk-based approach to re-opening the economy. The country has moved from lockdown level 5, the most constrained risk-based level in terms of economic activity to most recently, level 1, effective from midnight on 20 September 2020, resulting in the majority of the economy being reopened.

Understanding the severity of this pandemic and managing the group through the crisis, a task team was established comprising executive management and representative employees from different business units. Attacq's rapid response has been strengthened by the continual guidance from the Attacq board, as well as participation in the Property Industry Group initiatives by members of Attacq management.

The health and safety of staff and stakeholders were prioritised, with consistent communication, support and strict hygiene protocols implemented to ensure their well-being and safety. Employees were provided with additional days off to initially prepare for the lockdown and then later, to pause and take a break during the lockdown. These employees have worked tirelessly to ensure our properties complied with the lockdown regulations, ensuring the health and safety of our tenants and shoppers. In addition, many volunteered their assistance to deliver food parcels to 8 140 beneficiaries in our communities they work in.

The performance of the 2020 financial year can be split between the pre-COVID-19 period, from 1 July 2019 up until mid-March 2020, and the during COVID-19 period from mid-March 2020 until 30 June 2020. Attacq released its interim results on 3 March 2020 and at that point the company was on track to meet the upper end of its distributable guidance for the full year ending 30 June 2020.

Taking into account the challenges the group faced during COVID-19, the South African portfolio performed satisfactorily with net profit from property operations, excluding the International Financial Reporting Standards (IFRS) adjustment for straight-line leasing and the net proceeds from the sale of sectional title units, increasing by 10.1% to R1.4 billion. The diversified nature of the South African portfolio resulted in the group not being overly exposed to any single sector. Developments at Waterfall had a successful year, completing 42 751m<sup>2</sup> (effective share) of primary gross lettable area (PGLA), including the Deloitte head office. The investment into the Rest of Africa portfolio remains non-core and is earmarked for disposal. Negotiations for the disposal of Ikeja City Mall, Nigeria are well advanced. The investment in MAS contributed R214.9 million towards core distributable earnings, an increase of 13.7% from the prior year. The net result of the financial performance of the four drivers is a decline in the group's core distributable earnings of 10.5% to R514.2 million (2019: R574.6 million).

The weak economic environment, exacerbated by the COVID-19 pandemic, has had a significant negative impact on asset valuations. Investment property valuations in the South African portfolio declined due to the application of weaker valuation inputs. Similarly, the Rest of Africa retail investments had negative fair value adjustments in respect of its underlying properties and increased expected credit losses relating to the shareholder loans into these investments. The group's investment in MAS was impaired as a result of the decline in the MAS share price following the onset of COVID-19. The combined impact of these adjustments contributed to total assets per share declining by 9.3%. Total liabilities per share were higher at 13.1% largely due to drawdowns on development facilities and an increase in the negative mark-to-market liabilities on interest rate swaps. The net asset value per share (NAVPS) declined by 25.7% from R22.16 at 30 June 2019 to R16.45 at 30 June 2020.

The board has resolved to not pay a final dividend for the year ended 30 June 2020, after taking into account the uncertain economic outlook, the need to preserve liquidity and in compliance with funding requirements. Consequently, the full year dividend was 45.0 cents per share (cps) (2019: 81.5cps), being the interim dividend for the period ended 31 December 2019, representing a year-on-year decline of 44.8%.

Notwithstanding the above, Attacq has satisfied all REIT regulatory requirements, including the minimum 75.0% distribution requirement, as set out in the JSE Listings Requirements with regards to the 30 June 2020 financial year. The distribution requirement which is determined with reference to the Income Tax Act, requires the relevant entity to distribute at least 75.0% of its distributable profit, as defined by the JSE Listings Requirements. This tax computation comprises gross income, deductions and allowances per the Income Tax Act. Attacq Limited's interim dividend of R337.7 million relating to its 2020 tax year was more than 75.0% of its annual calculated distributable profit. Similarly, the group's relevant subsidiaries will also comply with the requirements.

A breakdown of core distributable earnings per driver is tabled below:

	2020 R'000	2020 cps	2019 R'000	2019 cps	Change in cps %
Core distribution earnings					
South African portfolio	317 799	45.3	415 429	59.0	(23.2)
Developments at Waterfall	(29 371)	(4.2)	(26 589)	(3.8)	(10.5)
Investment in MAS	214 929	30.5	189 057	26.9	13.7
Rest of Africa retail investments	10 817	1.5	(3 335)	(0.4)	nmf
<b>Total</b>	<b>514 174</b>	<b>73.1</b>	<b>574 562</b>	<b>81.7</b>	<b>(10.5)</b>

## 1st driver: South African portfolio

### Overview

Attacq's high-quality South African portfolio consists of retail, office and mixed-use, light industrial and hotel properties, offering sustainable community spaces in established nodes throughout South Africa. The portfolio's PGLA increased year-on-year by 28 655m<sup>2</sup> to 779 480m<sup>2</sup> (2019: 750 825m<sup>2</sup>) through Attacq's effective share of six newly completed buildings offset by the sale of the building previously tenanted by Torre Industries. In addition, two of the four sectional title buildings were completed during the year at Waterfall Point, totalling 4 678m<sup>2</sup> PGLA, of which 1 510m<sup>2</sup> is currently held as inventory.

The core distributable earnings from the South African portfolio decreased by 23.2% to 45.3cps (2019: 59.0cps), mainly as a result of rental discounts of R102.9 million, bad debt written off of R4.6 million and expected credit losses of R32.8 million. Core distributable earnings were reduced further by R32.1 million, being the lease receivables balance at year-end, to closer align distributable earnings with cash received. Expected credit losses were increased at year-end given the current economic environment, however, management remains optimistic regarding the recoverability thereof. The 92.5% collection rate for the 30 June 2020 financial year, prior to taking rental discounts into account, compares favourably with the like-for-like rate of 99.3% of the prior year given the operating environment.

	Total R'000	Retail R'000	Non-retail R'000
Impact on distributable earnings			
Discounts	(102 949)	(90 874)	(12 075)
Bad debt written off	(4 628)	(3 369)	(1 259)
Expected credit losses	(32 786)	(26 993)	(5 793)
Net lease receivables outstanding after bad debt and expected credit losses	(32 091)	(22 358)	(9 733)
<b>Total</b>	<b>(172 454)</b>	<b>(143 594)</b>	<b>(28 860)</b>

## A client-centric approach

Attacq views its tenants as its clients. During the past two years, Attacq developed and implemented its vision for client engagement aimed at ensuring a remarkable experience at every touchpoint. The engagement process incorporates behaviours which Attacq has adopted (1) we listen, (2) we collaborate, (3) we offer a multichannel approach, and (4) we innovate. This client-centric approach stood Attacq in good stead as the lockdown period affected clients' businesses.

The property and asset management teams proactively engaged with individual clients across the entire portfolio to listen and understand their business needs, assessing their requests for rental relief and ensuring as far as possible that they were able to trade and remain in business. This approach assisted many of Attacq's small, medium and micro retail enterprise clients.

Attacq provided rental relief in the form of discounts and deferrals as detailed below:

Rental relief	Total R'000	Retail R'000	Non-retail R'000
Discounts	102 949	90 874	12 075
Deferrals	10 910	1 300	9 610
<b>Total relief</b>	<b>113 859</b>	<b>92 174</b>	<b>21 685</b>

## The future of the Attacq retail hub

Attacq remains positive about the future of the retail sector and through various marketing initiatives, Attacq's malls are being transformed into experiential community spaces, referred to as retail hubs. The mall of the future must retain the characteristic of being the preferred venue where people connect and where shoppers benefit from on-demand services, shopper loyalty and collection points. The accelerated adoption of online commerce during the enforced lockdown and the need for on-demand service by younger shoppers are structural changes leading to the future of retail. The Mall of Africa has been voted 'coolest' mall in South Africa through the Sunday Times Gen Next survey for the third year running, proving the mall's relevance to its younger shoppers.

The portfolio's weighted average lease expiry decreased to 5.8 years (2019: 6.5 years).

The average decline in trading densities in the retail portfolio for the 12-month period ended 30 June 2020 was 1.0% (2019: 6.8% increase) and the rent to turnover ratio increased to 7.8% (2019: 7.6%). The average turnover growth for the first nine months to 31 March 2020 was 2.8%, whilst the average turnover for the three months ended 30 June 2020 declined by 16.7%. The PGLA of the stores that were closed during lockdown are not included in the trading density ratio calculation.

As part of Attacq's shopper experience and support for their retail clients, as well as to ensure business continuity and the resilience of its retail portfolio, Attacq has installed generators at all its malls. As at 30 June 2020, 97.4% of the weighted average of its retail portfolio's PGLA are covered by generators.

The business rescue process of Edcon has resulted in the sale of Jet and Edgars stores and Attacq is currently in negotiation with the purchasers. All stores in the Attacq portfolio are expected to continue to trade and new lease agreements will be entered into with the new owners being The Foschini Group and Retailability.

## Net profit from property operations

Net profit from property operations, excluding the IFRS adjustment for straight-line leasing and the net proceeds from the sale of sectional title units, increased by 10.1% to R1.4 billion (2019: R1.3 billion). On a like-for-like basis, net profit from property operations increased by 4.2% (2019: 4.3%), before taking COVID-19 related rental discounts into account.

## Rental income

Rental income increased by 7.4% to R2.2 billion (2019: R2.1 billion) after taking into account rental discounts of R102.9 million, offset by lease cancellation fees of R97.5 million, additional rental income of R75.1 million from buildings completed over the last 24 months, in-force escalations and vacancies filled. Like-for-like rental growth of 4.8% (2019: 5.0%) was achieved, before taking COVID-19 related rental discounts into account.

## Property expenses

Property expenses, excluding cost of sales, increased by 2.6% (2019: 14.6%) to R768.7 million (2019: R749.1 million). This was mainly due to an increase in municipal charges and the impact of newly completed buildings, offset by the first-time adoption of IFRS 16: Leases of R35.1 million. Property expenses increased by 4.9% (2019: 9.3%) on a like-for-like basis.

Municipal charges increased by 7.0% to R499.6 million (2019: R467.1 million), not all of which were recoverable from clients. The municipal charge recovery ratio decreased to 90.6% (2019: 91.2%).

## Property cost-to-income ratio

The cost of occupancy is of utmost importance to the Attacq client. Attacq aims to address this need through economies of scale and operational efficiencies.

The property cost-to-income ratio calculated below is based on the SA REIT Best Practice Recommendations (first edition). The Waterfall portfolio's ratios include the land lease rental obligation. The impact of IFRS16: Leases has not been taken into account for the purpose of this calculation.

	2020 %	2019 %
Property cost-to-income ratio		
<b>Waterfall portfolio</b>		
Net cost-to-income ratio <sup>1</sup>	20.9	20.9
Gross cost-to-income ratio <sup>2</sup>	36.3	35.8
<b>Non-Waterfall portfolio</b>		
Net <sup>1</sup> cost-to-income ratio <sup>1</sup>	19.6	18.3
Gross cost-to-income ratio <sup>2</sup>	37.2	37.1

<sup>1</sup> (property expenses per income statement + repayment of lease liability interest + repayment of lease liability capital + municipal recoveries)/rental income per income statement – municipal recoveries)

<sup>2</sup> (property expenses per income statement + repayment of lease liability interest + repayment of lease liability capital)/rental income per income statement

## Occupancy

The overall occupancy rate decreased marginally from 93.8% as at 30 June 2019 to 93.6% as at 30 June 2020. Unoccupied space at year-end relates predominantly to vacancies at 2 Eglin Road, Sunninghill (24 207m<sup>2</sup>) which has subsequently been sold, Brooklyn Bridge Office Park and a newly completed speculative building in the Ingress development. Subsequent to year-end, 4 667m<sup>2</sup> of the 49 993m<sup>2</sup> of vacancies were filled.

	2020 %	2020 PGLA m <sup>2</sup>	2019 %	2019 PGLA m <sup>2</sup>
Sector occupancy				
Retail	97.1	286 493	97.1	287 573
Office and mixed-use	86.2	258 853	87.5	227 583
Existing portfolio	85.7	224 717	88.5	225 598
Completed during the year	89.7	34 136	38.1	1 985
Light industrial	100.0	170 451	97.1	175 561
Hotel	100.0	13 690	100.0	13 690
<b>Portfolio occupancy</b>	<b>93.6</b>	<b>729 487</b>	<b>93.8</b>	<b>704 407</b>
Adjustment for 2 Eglin, Sunninghill	3.0	( 1 318)	3.0	( 4 793)
<b>Adjusted portfolio occupancy</b>	<b>96.6</b>	<b>728 169</b>	<b>96.5</b>	<b>699 614</b>
Add: filled post year-end	0.6	4 667	0.9	6 594
<b>Portfolio occupancy post year-end</b>	<b>97.2</b>	<b>732 836</b>	<b>97.4</b>	<b>706 208</b>
Waterfall	98.1	478 496	96.8	448 656
Non-Waterfall	95.6	254 340	98.6	257 552

Leases amounting to 98 632m<sup>2</sup> (12.7% of total PGLA) expired during the year, of which 81.7% have been renewed. New and renewed leases were signed at a weighted average negative reversion of 9.6% in rental rates and a weighted average lease escalation rate of 5.9%.

	PGLA m <sup>2</sup>	Success rate %	Expiring rental rate increase* %	Escalation rate* %
Lease renewals				
Retail	43 387	68.4	(8.7)	4.6
Office and mixed-use	47 299	90.9	(14.3)	7.2
Hotel	7 946	100.0	6.8	7.0
<b>Portfolio</b>	<b>98 632</b>	<b>81.7</b>	<b>(9.6)</b>	<b>5.9</b>

\* Based on new and renewed leases pertaining to leases that expired during the financial year

## Valuations

The gross asset value of the existing South African portfolio is R20.4 billion (2019: R20.5 billion), comprising 83.2% (2019: 75.6%) of total gross assets.

There has been no change in the valuation methodology used for investment property. All income producing properties were valued using the discounted cash flow (DCF) methodology, except for 2 Eglin Road, Sunninghill, which was valued based on the selling price net of commission. This property is classified as a non-current asset held for sale.

The property valuations reflect the external valuers' assessment of the economic impact of COVID-19 at the valuation date.

External valuers are faced with an unprecedented set of circumstances on which to base a judgement as a result of the COVID-19 pandemic. The general risk environment in which the group operates has heightened in the three months prior to the reporting date. The valuations across all asset classes are therefore reported on the basis of a "material valuation uncertainty" as per professional valuation guidelines. Consequently, less certainty – and a higher degree of caution – should be attached to the valuations provided than would normally be the case.

The capitalisation rates (cap rates) for the 30 June 2020 completed building valuations increased between 25.0 and 50.0 basis points on average. Valuation inputs (i.e. long-term vacancy rates, rental reversions and market rental growth rates) were revised in light of the prevailing macroeconomic conditions, resulting in a negative fair value adjustment of R1.7 billion (2019: R176.1 million). This excludes the IFRS adjustment for straight-line leasing.

Mall of Africa's reduction in value of 9.8% contributed R455.2 million towards the 8.9% negative fair value adjustment in the retail sector. The fair value adjustments in the office and mixed-use sector were negatively impacted by the lower rental achieved in respect of the new lease agreement with the Auditor General, which replaced Aurecon at the Lynnwood Bridge precinct.

The information below is weighted on property values for all properties valued using the DCF methodology:

Sector	% of total portfolio based on valuation	Discount rates %	Exit cap rates %	Cap rates %	Average value per PGFA R/m <sup>2</sup>	Like-for-like valuation change %
Retail	48.6	12.20	7.51	7.27	29 708	(8.9)
Office and mixed-use	41.0	12.98	8.56	7.98	25 461	(10.6)
Light industrial	8.4	13.25	8.51	8.00	9 808	0.1
Hotel	2.0	13.00	8.75	8.00	25 849	2.0
<b>Total portfolio</b>	<b>100.0</b>	<b>12.62</b>	<b>8.05</b>	<b>7.63</b>	<b>23 928</b>	<b>(8.6)</b>

All property valuations as at 30 June 2020 are based on external valuations performed by Mills Fitchet Cape Proprietary Limited (Mills Fitchet) and Sterling Valuation Specialists Close Corporation (Sterling). The external valuations in respect of Brooklyn Mall and City Lodge – Lynnwood Bridge were adjusted downward by the board due to specific circumstances and are accordingly directors' valuations, whilst 2 Eglin, Sunninghill was valued based on the selling price net of commission.

## 2nd driver: Developments at Waterfall

### Overview

Developments in the Waterfall precinct progressed as per expectations during the year, despite the temporary closure of construction sites during the initial lockdown levels. During the year, 66 792m<sup>2</sup> of PGFA was completed, with 16 006m<sup>2</sup> PGFA and 269 residential units under construction at year-end – a significant achievement at this point in Waterfall's development trajectory. Given the current economic environment, there is a healthy level of enquiries for current vacant space and new developments, which is testament to the precinct's desirability and central location.

The holding costs relating to developments under construction and leasehold land negatively impact the group's distributable earnings. Holding costs include rates and taxes, marketing, security, and property owners' association (POA) levies. For the year ended 30 June 2020, the impact thereof on core DEPS was a reduction of 4.2 cents (2019: 3.8 cents), owing mainly due to increases in rates and taxes on land.

The total asset value of developments at Waterfall, including the Attacq Sanlam joint venue (Waterfall Junction), decreased to R1.7 billion (2019: R2.3 billion). The reduction is due to the completion of eight developments, as well as lower levels of development activity.

Fair value losses on the leasehold land, in respect of Waterfall Junction, further contributed to the reduced carrying value. Whilst these assets are currently not contributing to core distributable earnings, it creates the platform for future economic benefits through the utilisation of development bulk in the development of new properties.

	2020 R'000	2019 R'000
Developments at Waterfall		
Developments under construction	198 172	791 276
Leasehold land*	1 117 000	1 076 193
Pre-development capex	234 290	181 966
<b>Subtotal</b>	<b>1 549 462</b>	<b>2 049 435</b>
Waterfall Junction	90 855	111 620
Inventory	43 722	51 137
Assets held for sale	–	19 137
Trade and other receivables	22 641	97 018
Other	1 565	971
<b>Total</b>	<b>1 708 245</b>	<b>2 329 199</b>

\* Comprises development rights and infrastructure

## Completed developments

During the year ended 30 June 2020, eight buildings were completed in Waterfall of which six buildings were transferred to the South African portfolio and two buildings held as inventory. These buildings added 66 792m<sup>2</sup> of PGLA to Waterfall, of which 42 751m<sup>2</sup> represents Attacq's effective share. Waterfall Point buildings 1 and 3 are classified as inventory and, buildings 2 and 4 are classified as investment property.

Completed developments	First lease commencement date	Multi or single clients (tenants)	Effective PGLA m <sup>2</sup>	Total PGLA m <sup>2</sup>	Occupancy % based on total PGLA	Effective valuation R'000
<b>Waterfall City</b>						
Deloitte head office*	Q4 FY20	Single	21 250	42 500	100.0	836 678
The Ingress – Building 2	Q3 FY20	Multi	4 395	4 395	10.4	66 410
The Ingress – PSG Wealth	Q1 FY20	Single	4 311	4 311	100.0	120 889
Waterfall Corporate Campus – Business Continuity*	Q3 FY20	Single	2 791	5 582	100.0	73 386
	Sectional title –					
Waterfall Point – Building 1*	inventory	Multi	2 339	2 339	79.8 sold	26 298
Waterfall Point – Building 2	Q2 FY20	Multi	2 663	2 663	100.0	60 210
	Sectional title –					
Waterfall Point – Building 3*	inventory	Multi	2 339	2 339	55.7 sold	49 907
Waterfall Point – Building 4	Q2 FY20	Single	2 663	2 663	100.0	66 011
<b>Total</b>			<b>42 751</b>	<b>66 792</b>	<b>&gt;90.0</b>	<b>1 299 789</b>

\* Inventory is valued at cost

\* Attacq has a 50.0% ownership

## Developments under construction

Developments under construction decreased to R198.2 million (2019: R791.3 million) as a result of capital expenditure and fair value adjustments based on the progress of developments, offset by developments completed. The value of developments under construction as at 30 June 2020 is based on external valuations performed by Mills Fitchet and Sterling adjusted for costs still to be incurred to final completion.

The following developments were under construction as at 30 June 2020. Attacq's attributable share of the total of 33 050m<sup>2</sup> PGLA is 22 040m<sup>2</sup>.

Developments under construction	Anticipated practical completion date	First lease commencement date	Effective PGLA (m <sup>2</sup> )*	Total PGLA (m <sup>2</sup> )*	Pre-let % based on total PGLA
<b>Waterfall City</b>					
Waterfall Corporate Campus – Building 4*	Q3 FY21	n/a	2 488	4 976	0.0
Nexus Waterfall, Courtyard Hotel	Q2 FY21	Q3 FY21	6 273	6 273	100.0
Ellipse Waterfall, Newton and Kepler towers*	Q1 FY22	n/a	8 522	17 044	>75.0 <sup>#</sup>
<b>Waterfall Logistics Hub</b>					
Midi warehouse 4	Q1 FY21	–	4 757	4 757	100.0
<b>Total</b>			<b>22 040</b>	<b>33 050</b>	<b>&gt;70.0</b>

\* Estimated PGLA of development, subject to change upon final re-measurement post completion

\* Attacq has a 50.0% ownership

<sup>#</sup> Pre-sold based on bankable sales



## Commentary (continued)

### Waterfall Corporate Campus

Waterfall Corporate Campus is a 50/50 joint venture with Zenprop Property Holdings Proprietary Limited and its subsidiaries. Four 21 882m<sup>2</sup>) of the seven office buildings as well as the centrally located communal facility that includes a conference facility and restaurant have been completed. The estimated total PGLA for this development is 35 000m<sup>2</sup>, with an approximate total development cost of R880.0 million. Construction on a speculative basis for the fifth building (building 4) is making good progress and is expected to be completed in quarter 3 FY21 with lease negotiations under way for 100.0% of the space. The remaining two buildings will be developed in a phased approach, based on market demand. Three of the completed buildings have achieved a four-star GBCSA (by design and as built) certification, with the fourth building currently undergoing certification.

### Nexus Waterfall

Nexus Waterfall comprises three office buildings and a 'new concept' four-star Courtyard Hotel, which is leased to and will be operated by the City Lodge Hotels Limited for 15 years. The total campus PGLA is estimated at 32 000m<sup>2</sup> at an estimated total development cost of R925.0 million. Construction of the 10-storey, 168-key hotel has commenced at an approximate development cost of R1.3 million per key and is expected to be completed in quarter 2 FY21. The hotel is targeting four-star GBCSA certification. Construction of the three office buildings will be rolled out in a phased approach subject to market demand, with building one under lease negotiations. Each building is targeting a minimum four-star GBCSA (by design and as built) certification.

### Ellipse Waterfall

Ellipse Waterfall, located on a prime city gateway site opposite the Mall of Africa, is a 50/50 joint venture with Portstone Development Proprietary Limited (Portstone). This development is poised to redefine the live, work, play ethos in Gauteng, and is the first high-rise residential development in Waterfall City. Ellipse Waterfall comprises four deluxe high-rise towers, named after celebrated astronomers: Newton, Kepler, Cassini and Galileo. Construction of Phase 1 has commenced and is expected to be completed in quarter 1 FY22. The development has sold over 75.0%, based on bankable sales, of the 269 apartments in the Newton and Kepler towers (Phase 1), which equates to a total value of over R520.0 million in sales to date. In excess of 20.0%, based on bankable sales, have been achieved in Phase 2, Cassini tower (± 180 units) to date. Phase 3, Galileo tower (± 150 units) is in the early phases of design. The development is targeting a minimum four-star GBCSA (by design and as built) certification.

### Midi warehouse 4

A 4 757m<sup>2</sup> midi warehouse including an office component was under construction at year-end. The design of the building is based on the completed midi-unit scheme within the same land parcel. Practical completion was reached in quarter 1 FY21.

### The Ingress

The Ingress is a five-building office park prominently located at the entrance to Waterfall City. Phase 1 consists of offices for PSG Wealth, which took occupation on 1 August 2019 as well as a speculative building which is 10.0% let with the balance of 3 937m<sup>2</sup> under negotiation. The remaining three buildings (approximately 11 700m<sup>2</sup>) will be developed in a phased approach subject to market demand. The completed buildings are awaiting certification and each building is targeting a four-star GBCSA (by design and as built) certification.

## Leasehold land

Leasehold land relates to the notarially secured leasehold rights in respect of Waterfall, held by Attacq Waterfall Investment Company Proprietary Limited (AWIC), a 100.0% subsidiary of Attacq.

As at 30 June 2020, AWIC had 938 792m<sup>2</sup> (2019: 948 786m<sup>2</sup>) of remaining developable bulk held on leasehold land, the core of which is 767 840m<sup>2</sup> (2019: 777 834m<sup>2</sup>) in Waterfall City, surrounding the Mall of Africa and zoned for mixed-use developments. The Waterfall Logistics Hub, which is zoned for light industrial clients, comprises a further 170 952m<sup>2</sup> (2019: 170 952m<sup>2</sup>).

Attacq, as the holder of the leasehold rights, has up to the end of the 2040 calendar year in which to proclaim such leasehold rights to the extent it has not already done so. Proclamation entails the formal government gazetting of leasehold land within a township and is predominantly an administrative process.

The group carries leasehold land, encompassing both development rights and infrastructure, at fair value. The group has previously determined fair value with reference to a residual land valuation technique which is dependent upon several inputs and underlying assumptions. With effect from the financial year ending 30 June 2020, the group adopted a comparable sales valuation technique for leasehold land. The comparable sales technique is in line with international best practice. The adoption of this valuation technique is a change in estimate in terms of IAS 8: *Accounting Policies, Changes in Accounting Estimates and Errors*.

The output of the comparable sales valuation technique determines the valuation of the leasehold land, being the aggregate of development rights, infrastructure and services, less future cost of servicing and leasehold liabilities.

Category	Characteristics	Valuation
Unserviced leasehold land	Unserviced leasehold land with development potential	Land area multiplied by market rate per m <sup>2</sup> for unserviced land
Partially or fully serviced leasehold land	Leasehold land with section 82 certificates, a small measure of costs to complete	Land/bulk area multiplied by market rate per m <sup>2</sup> of serviced bulk, reduced by future costs of servicing and leasehold liability



For the reporting period, fair value gains on leasehold land amounted to R19.1 million (2019: fair value losses of R384.1 million). This valuation represents an independent external valuation performed by Vallun Properties Proprietary Limited trading as Valquest Property Valuers & Consultants.

## Infrastructure and services

Pre-development capex, classified as infrastructure and services, increased by a net R52.3 million to R234.3 million (2019: R182.0 million).

During the year, Attacq continued to develop infrastructure in the Waterfall land parcels to unlock the full potential of these sites:

- Work is under way on a new electrical substation to increase electricity supply to the industrial developments;
- A bulk pipeline to Waterfall Junction has been designed and work is under way; and
- Waterfall infrastructure planning and projects have expanded to activate new land parcels. These are typically larger infrastructure projects that will unlock whole land parcels over multiple years.

There has also been a focus on planning and developing infrastructure for the entire Waterfall precinct. These are very large projects with the potential to make a substantial impact on the growth of the whole area as accessibility to the Waterfall precinct is enhanced. Examples include:

- Comprehensive traffic modelling to plan for the growth of the area and associated impact on developing roads;
- The start of a project to build the K60 road – a major East-West arterial route through Waterfall; and
- Progress on the feasibility and design of a Gautrain station for the Waterfall precinct.

## Waterfall Junction

Attacq, through a joint venture between Sanlam Life Insurance Limited (Sanlam) (76.43%) and Attacq (23.57%), has access to a further 686 054m<sup>2</sup> of industrial developable bulk. Attacq has been appointed as the development, property and asset manager for the joint venture. The development of Waterfall Junction has been activated with the design and commencement of a bulk water pipeline as well as roads and other infrastructure. This infrastructure project will unlock the development in the coming years.

## 3rd driver: Investment in MAS

### Overview

Attacq's shareholding in MAS decreased to 20.7% (2019: 22.8%) during the financial year due to the issue of shares by MAS.

The investment in MAS contributed R214.9 million (2019: R189.1 million) to the group's core distributable earnings, which includes cash dividends received of R233.6 million (2019: R185.6 million) and foreign exchange hedging gains of R2.7 million (2019: R11.7 million), net of finance cost of R21.4 million (2019: R2.4 million).

Attacq equity accounts its investment in MAS, however, the decline in the MAS share price required a test for impairment in terms of IAS 36: *Impairment of Assets*. The investment in MAS was impaired by R1.3 billion to R1.9 billion and was based on the fair value as determined using the listed closing share price on 30 June 2020 less cost to sell. In the prior year, the market value of Attacq's equity accounted investment equated to R3.2 billion which was in line with the listed share price value at 30 June 2019.

MAS achieved a 9.5% increase in net rental income to EUR56.5 million and a 7.3% decline in adjusted DEPS from 7.93 euro cps to 7.35 euro cps. MAS' adjusted NAV per share declined 19.2% from 132.9 euro cps to 107.4 euro cps, impacted by negative fair value adjustments in respect of its investment properties and listed securities as well as a 10.5% increase in its issued shares.

### Impact of COVID-19

MAS took a number of steps to proactively manage the impact of COVID-19 on its operations and those of its tenants including:

- Implementing operational cost reductions to minimise the impact of mall closures on tenants;
- Granting tenant relief including discounts and conditional rental holidays for impacted retail tenants;
- Drawing down on all available bank facilities;
- Suspension of non-essential or uncommitted development spend and capital expenditure;
- Putting continuity plans in place for developments that could not be suspended; and
- The rolling out by the development joint venture of a network of drive-in and outdoor cinemas at its Romanian assets.

MAS was impacted by COVID-19 in each of the regions it operates in, with lockdowns put in place from March 2020 to mid-May 2020. By July 2020 most restrictions had been lifted and 95.2% of tenants (by gross rental income) could trade.

In Central and Eastern Europe (CEE), the impact of closures on MAS' business was greater, due to the higher proportion of retail assets it owns, with a decline in footfall of 51.0% for the period March 2020 to June 2020 compared to the prior year. The collection rate, as a percentage of pre-COVID income, was 62.0% for this period and improved to 76.0% in July 2020. The Western European assets were less impacted, given the German portfolio's higher proportion of essential tenants and single tenant retail assets. The collection rate over the period March 2020 to June 2020 was 85.5% and this improved to 91.9% in July 2020.

## Development pipeline

The development joint venture pipeline (DJV) with Prime Kapital Holdings Limited in which MAS owns 40.0% totals EUR425.3 million as at 30 June 2020.

During the year, the DJV completed the Zalau Value Centre (19 300m<sup>2</sup>) and DN1 Value Centre (27 000m<sup>2</sup>) developments in Romania in November 2019 and December 2019, respectively. As a result of COVID-19, the completion of the 31 200m<sup>2</sup> Dambovită Mall in Targoviste Romania was pushed out from May 2019 and opened successfully in August 2020. The 58 600m<sup>2</sup> expansion of Mall Moldova and 16 300m<sup>2</sup> Sepsî Value Centre was put on hold. Given the relatively stronger performance of the open-air mall assets during COVID-19, work on the Sepsî Value Centre will resume in September 2020. The DJV expects to resume further open-air mall developments by March 2021, provided the environment is supportive. In respect of the other retail development opportunities in the pipeline, assessments thereof will be completed once data for the remainder of the 2020 calendar year is available.

Construction of Marmura Residence, the DJV's first residential offering continued with limited interruptions. A total of 159 of the 459 apartments have been sold to date in the five-building development and 78.0% of the first two towers have been sold. Construction at the DJV's upmarket residential offering, Avalon Estate, is expected to commence in September 2020. Zoning approval in respect of the EUR277.2 million mixed-use office and residential Silk District development located in Iasi, Romania was received and allows for a large amount of flexibility between the office and residential mix.

## MAS prospects

MAS' strategy remains to exit its Western European assets, aiming to dispose of EUR511.0 million in assets by 31 December 2022 with expected net proceeds of EUR206.7 million. The impact of COVID-19 is anticipated to result in MAS managing some of its Western European assets for a longer period, including certain of the German retail assets (Flensburg, Braunschweig and Bruchsal), the Adagio Hotel and the remaining UK land holdings. Subsequent to year-end MAS has announced the disposal of its industrial property in Buchs, Switzerland for EUR36.2 million and four of its German properties for an aggregate of EUR62.0 million.

MAS announced in its trading update on 27 May 2020 that it will not be paying a final dividend for the year ended 30 June 2020 and affirmed this position in its financial results for the year ended 30 June 2020. MAS has stated it will consider resuming dividend payments in future after considering various factors including the ongoing impact of the COVID-19 pandemic, profitability, funding commitments and other investment opportunities relative to available liquidity at the time.

For further information in respect of MAS' results, refer to the MAS website at [www.masrei.com](http://www.masrei.com).

## 4th driver: Rest of Africa retail investments

### Overview

During the year, the Rest of Africa retail investments generated core distributable earnings of R10.8 million (2019: core distributable loss R3.3 million) from cash interest received on the loan to Gruppo Investment Nigeria Limited (Gruppo).

As at 30 June 2020, the value of the Rest of Africa retail investments was R484.9 million (2019: R820.1 million) representing 2.0% (2019: 3.0%) of Attacq's total gross assets (including cash balances held in AIH International Limited (AIH), a wholly-owned subsidiary of Attacq).

Attacq's Rest of Africa retail investment comprises:

	2020 R'000	2020 %	2019 R'000	2019 %
Cash held by AIH International	68 849	14.2	180 624	22.0
Shareholding in AttAfrica Limited (AttAfrica), which is invested in three retail properties in Ghana	211 598	43.6	362 545	44.2
Shareholding in Gruppo, the owner of Ikeja City Mall, Nigeria	204 461	42.2	276 899	33.8
<b>Total</b>	<b>484 908</b>	<b>100.0</b>	<b>820 068</b>	<b>100.0</b>

Attacq does not have any debt associated with its Rest of Africa retail investments and proceeds will be utilised at the group's discretion.

Attacq's strategy, which is aligned with that of its co-shareholder, Hyprop Investments Limited (Hyprop), is to seek an orderly disposal of these assets. Progress has been made in implementing this strategy with the exit of Achimota Retail Centre (Accra, Ghana) during the 2019 financial year and the sale of Manda Hill Shopping Centre (Lusaka, Zambia) in August 2019.

Negotiations for the disposal of Ikeja City Mall, Nigeria in which Attacq owns a 25.0% interest are far advanced and a definitive sale and purchase agreement, subject to conditions precedent, including the raising of funding, is expected to be concluded soon. The purchasers have concluded their due diligence and the transaction will be priced off a valuation for the mall of USD115 million, adjusted for property debt and working capital. 70.0% of the purchase consideration will be paid on closing and the balance of 30.0% will accrue interest at 8.0% per annum, payable quarterly with appropriate security to be put in place. Attacq shareholders will be advised in this regard in due course.

During the year, Attacq and Hyprop acquired the minority shareholding in AttAfrica for a nominal consideration. The rights in respect of the AttAfrica shareholder loans are now pari passu and Attacq has a 26.9% share of all cash flows.

COVID-19 lockdowns in Ghana (Accra Mall, West Hills Mall, Kumasi City Mall) and Nigeria (Ikeja City Mall) adversely impacted trade and foot count. The situation has since improved with the easing of lockdowns in these countries. A portfolio-level debt re-finance is under negotiation.

Attacq's investment in AttAfrica, through its shareholder loan, amounted to R211.6 million (2019: R362.5 million). The decrease in the investment value is largely due to an expected credit loss of R144.6 million (2019: R419.3 million) recognised in the current year. R73.5 million thereof is due to a decline in the fair values of the underlying properties as determined by external valuers with the balance of R71.0 million as a result of the expected credit loss methodology applied.

The group's equity-accounted investment into and loan to Gruppo totalled R204.5 million (2019: R276.9 million). An expected credit loss of R142.1 million (2019: R48.2 million impairment of investment in Gruppo) was recognised in the current year. R72.5 million thereof is due to the fair value movement of the underlying property to its expected disposal consideration. The balance of R69.6 million is attributed to the expected credit loss methodology applied. During the year R10.8 million of cash interest was received from Gruppo.

## Reallocation of capital

During the year, capital of R265.5 million (2019: R122.1 million) was reallocated from various disposal transactions.

Attacq's share from the proceeds of the sale of Manda Hill by AttAfrica of R89.5 million was received during the year.

R77.0 million from the sale of the building previously let to Torre Industries was received on 11 October 2019 and was utilised to repay debt and to fund development activities at Waterfall. R19.0 million in respect of the Ellipse leasehold land was received upon transfer to Portstone in February 2020.

During the year, the 50.0% investment in the Nieuwtown precinct was sold for R80.0 million. The proceeds were used to repay debt and to fund development activities at Waterfall. By exiting this investment, Attacq is no longer required to financially contribute towards any operational shortfalls and funding calls. In addition, the Attacq surety of R286.0 million in respect of the bank debt has been released.

The sale of 2 Eglin Road, Sunninghill will become effective on 31 December 2020 with proceeds less commission totalling R75.7 million. The asset is unencumbered and upon transfer of the asset, the cash received will be used to reduce debt and will have a positive effect on future core distributable earning and cash flow.

Below is a summary of the group's non-current assets held for sale:

Non-current assets held for sale	2020 R'000	2019 R'000
<b>Transactions with joint venture partners</b>		
Ellipse leasehold land	–	19 018
<b>Investment property</b>		
2 Eglin, Sunninghill	75 712	
Torre Industries	–	77 000
<b>Investments</b>		
Rainprop Proprietary Limited	–	763
<b>Total</b>	<b>75 712</b>	<b>96 781</b>

## Borrowings

### Liquidity

At 30 June 2020, the group had available liquidity of R1.4 billion comprising unrestricted cash and cash equivalents (R672.9 million), undrawn liquidity facilities (R424.4 million) and undrawn development facilities (R287.5 million).

Attacq's internal policy is to maintain a minimum liquidity balance of R250.0 million in cash and R250.0 million in committed undrawn facilities at all times. Based on the forecasted budgets, Attacq has sufficient liquidity available to maintain the internal liquidity requirement as well as to meet all operational costs, development costs and finance costs as they fall due over the next 12 months.

Given the economic impact of COVID-19 and the uncertain outlook, Attacq pro actively approached its lenders requesting the extension of debt maturing prior to 30 September 2020. This was well received and approved by its lenders, resulting in the extension of approximately R5.9 billion and no debt falling due prior to 30 September 2021.

### Interest-bearing borrowings

The group's debt facilities are spread between five South African banks and four South African institutions, with no exposure to the bond markets. Attacq has not implemented any share-based transactions which are either funded with debt or that have any recourse to Attacq.

Total interest-bearing borrowings increased by 8.6% to R11.4 billion (2019: R10.5 billion). The increase is due to borrowing facilities utilised for the Deloitte head office and The Ingress developments at Waterfall, as well as the utilisation of revolving credit facilities. Due to the extensions of maturity dates mentioned above, Attacq has only R51.7 million of interest-bearing debt classified under current liabilities at 30 June 2020, which is largely made up of year-end interest accruals.

The interest cover ratio (ICR) weakened to 1.68 times (2019: 1.85 times) as a result of the decreased rental income due to the lockdown restrictions in response to COVID-19, an increase in expenditure and an increase in total drawn facilities which increased the interest expense.

Gearing, calculated as total interest-bearing debt less unrestricted cash on hand as a percentage of total assets less total cash on hand and right of use assets recognised as a result of IFRS 16: Leases, increased to 45.7% (2019: 37.7%). The increase in gearing is largely due to lower investment property values, the reduced value in the MAS investment and an increase in total drawn facilities.

## Commentary (continued)

Liquidity and borrowings	Units	2020	2019
Unrestricted cash balance	R'000	672 914	585 595
Undrawn liquidity facilities	R'000	424 406	290 000
Undrawn development facilities	R'000	287 510	1 434 493
<b>Available liquidity</b>	R'000	<b>1 384 830</b>	<b>2 310 088</b>
Total current assets	R'000	1 518 758	1 175 965
Total current liabilities	R'000	500 603	752 347
Current ratio	times	3.03	1.56
Total drawn facilities	R'000	11 424 268	10 516 731
Total weighted average loan term	years	3.2	3.6
<b>Rand-denominated interest-bearing borrowings</b>			
Drawn facilities	R'000	9 988 722	9 061 281
Weighted average loan term	years	3.4	3.9
<b>Euro-denominated interest-bearing borrowings</b>			
Drawn facilities	R'000	1 435 546	1 455 450
Weighted average loan term	years	1.7	1.7
Interest cover ratio	times	1.68	1.85
Gearing	%	45.7	37.7

### Covenants

Attacq has covenants in place with lenders at three levels:

- Group covenants in respect of gearing and net asset value (NAV);
- Borrower covenants in respect of gearing, NAV and shareholder's loan;
- Portfolio covenant in respect of loan to value and ICR.

Covenant measurements are reported biannually at the end of March and September each year, based on the most recent December interim and June full year financial results, respectively. All financial covenants measured for 30 June 2020, which are reported at 30 September 2020, will be complied with in full. To remain prudent in these uncertain economic times, Attacq proactively engaged with its lenders in requesting ICR covenant waivers and relaxations on certain portfolios for defined future measurement periods. Attacq's requests were well received by the lenders with the applicable covenant waivers and relaxations granted.

### Cost of funding and hedging activities

The weighted average cost of funding improved to 8.5% (2019: 8.8%). The improvement is largely due to the decrease in the repo rate.

Cost of debt	Units	2020	2019
<b>Total weighted average cost of debt</b>	%	<b>8.5</b>	<b>8.8</b>
<b>Rand-denominated weighted average cost of debt</b>		<b>9.4</b>	<b>9.9</b>
Weighted average floating interest rate	%	5.9	9.0
Premium for hedging	%	3.5	0.9
<b>Euro-denominated weighted average cost of debt</b>		<b>2.1</b>	<b>1.9</b>
Weighted average floating interest rate	%	2.1	1.9
<b>Interest rate hedges</b>			
Total hedged as a percentage of total committed facilities	%	79.2	78.7
Total hedged as a percentage of rand-denominated committed facilities	%	90.3	90.5
Weighted average rand-denominated hedge term	years	3.7	3.4

In order to mitigate rand-denominated interest rate risk, 90.3% (2019: 90.5%) of total committed rand-denominated facilities of R10.3 billion (2019: R10.4 billion), which excludes committed liquidity facilities, were hedged by way of fixed interest-rate loans or interest-rate swaps. On a group level, 79.2% (2019: 78.7%) of total committed facilities is hedged which exceeds the minimum hedging policy of 70.0%. The weighted average rand-denominated hedge term is 3.7 years (2019: 3.4 years). The increase in the weighted average hedge term is due to blend and extend trades to take advantage of lower interest rates.

Due to lower forward interest rates, an increase in other financial liabilities of R524.9 million (2019: R135.8 million) was recorded on the mark-to-market valuation of interest rate swaps.

The onset of COVID-19 has increased the focus on Attacq's capital structure. A strategic priority for the group is to reduce debt. In this respect, a debt reduction strategy has commenced which includes the disposal of identified South African properties, some of which are at an advanced discussion stage. The market will be updated in due course in respect of any disposals.



## Prospects

The COVID-19 pandemic has had a significantly negative effect on the local and global economy. There remains a level of uncertainty about the future of the economy and its impact on the property industry.

Having regard thereto, the board has resolved not to provide guidance for the financial year ending 30 June 2021 and has further resolved, in order to preserve liquidity and to meet its funding requirements, not to declare and pay an interim dividend for the six-month period ending 31 December 2020. Looking ahead, the board of Attacq will consider the payment of a final dividend for the year ending 30 June 2021 considering the company's full year financial performance and in accordance with regulatory requirements.

The prospects have not been reviewed or reported on by Attacq's auditors.

## Restatement of Attacq's prior year financial statements

### Error in excluding re-measurements of financial instruments from headline earnings

In accordance with Circular 1/2019: *Headline Earnings* issued by the South African Institute of Chartered Accountants, re-measurements of financial instruments arising from the application of IFRS 9: *Financial Instruments* (whether as a result of revaluation, expected credit loss or amortisation) except for all reclassified gains and losses for a hedge of a net investment in a foreign operation, are to be included in headline earnings.

For the financial year ending 30 June 2019, the group incorrectly excluded R501.9 million of re-measurements of financial instruments from headline earnings. The tax effect of the adjustments was R93.9 million.

The impact of this error is that the group restated the prior year headline earnings by including the re-measurements of financial instruments in headline earnings in accordance with Circular 1/2019: *Headline Earnings*.

There was no impact on the key metrics of the group, being NAVPS and DEPS.

A restatement is required in terms of IAS 8: *Accounting Policies, Changes in Accounting Estimates and Errors* because of the material adjustments to headline earnings as detailed | below:

The impact of these restatements on the consolidated headline earnings are as follows:

	As reported Audited 30 June 2019 R'000	Restatement R'000	Restated Audited 30 June 2019 R'000
Headline earnings			
<b>Loss for the year</b>	<b>(602 588)</b>	<b>–</b>	<b>(602 588)</b>
<b>Headline earnings adjustments</b>	<b>1 124 202</b>	<b>(407 939)</b>	<b>716 263</b>
Loss on disposal of associate	(14 550)	–	(14 550)
Profit on disposal of investment property	(11 095)	–	(11 095)
Impairment of associates and other investments	550 023	(501 864)	48 159
Impairment of intangible asset	61 871	–	61 871
Fair value adjustments	665 974	–	665 974
Net income from associates and joint ventures	(46 995)	–	(46 995)
Tax effect of adjustments	(81 026)	93 925	12 899
<b>Headline earnings</b>	<b>521 614</b>	<b>(407 939)</b>	<b>113 675</b>
<b>Headline earnings per share</b>			
Basic (cents)	74.2	(58.0)	16.2
Diluted (cents)	73.4	(57.4)	16.0

### Error in including other comprehensive income in tax rate reconciliation

In accordance with IAS 12: *Income Taxes*, an explanation of the relationship between the tax expense (income) and accounting profit must be disclosed in either or both of the following:

- A numerical reconciliation between tax expense (income) and accounting profit; or
- A numerical reconciliation between the average effective tax rate and the applicable tax rate.

Accounting profit excludes the impact of other comprehensive income.

For the financial year ended 30 June 2019, the group and company incorrectly included other comprehensive income and the taxation relating to other comprehensive income in the tax rate reconciliation.

The group has considered IAS 8: *Accounting Policies, Changes in Accounting Estimates and Errors*, that require an entity to correct material prior period errors retrospectively.

The group is of the view that the error in the tax rate reconciliation does not constitute a material prior period error that will influence the decisions of the users of the annual financial statements and has consequently not restated the tax rate reconciliation for the prior period.

The group considers the DEPS as a key metric. The error in the tax rate reconciliation has no impact on the key metrics of the group.

### Dividend

The board has decided not to declare a final cash dividend which, when taking into account the interim dividend paid on 23 March 2020, brings the full year dividend to 45.0 cps (2019: 81.5 cps).

The number of shares in issue as at 30 June 2020 and as at the date of this announcement is 750 334 130 ordinary shares of no par value which includes 46 427 553 treasury shares. Attacq's tax reference number is 9241/038/64/6.

### Subsequent events

#### Investment in MAS

The investment in MAS was impaired during the current year. Subsequent to year-end, the market value of the investment in MAS decreased to below the carrying value at year-end by an amount of R506 million, with the share price decreasing to R9.64 between 1 July 2020 and 21 September 2020. MAS's underlying portfolio and income earning potential has not deteriorated and as a result the directors do not believe that this requires an additional impairment of the investment and accordingly this is deemed to not be an adjusting subsequent event.

#### Change in interest rate

On 24 July 2020, the repo interest rate reduced by 0.25%. Given the group's rand denominated committed facilities being hedged at 90.3%, the impact of a decrease in the repo interest rate will not have a material impact on the group.

#### Lockdown

As at 30 June 2020, South Africa was in national lockdown restriction level 3. On 18 August 2020, the lockdown restrictions were eased to level 2 and on 20 September 2020, the lockdown restrictions further eased to level 1. The impact of the ease in lockdown restrictions enabled more of the group's tenants to trade.

#### Formal implementation of the euro debt refinance

The formal implementation of the euro debt refinance was finalised, resulting in Attacq committing to the conversion of an amount of €18.0 million to the rand equivalent thereof.

No other significant subsequent events occurred.

### Commitments

Please refer to note 35 of the annual financial statements for future capital commitments on developments under construction and developments in the pipeline. Future commitments will be funded by undrawn banking facilities, cash on hand and proceeds from capital recycling activities.

### Issue of shares

During the year under review, 411 353 shares were issued in terms of long-term incentive awards.

### Change in director and company secretary

Thys du Toit resigned from the board of directors with effect from 14 November 2019. Anda Matwa has been appointed as company secretary from 1 March 2020 and replaced Peter de Villiers who acted as the interim company secretary.

### Basis of preparation, changes in accounting policies and change in accounting estimate

The summarised provisional consolidated financial statements for the year ended 30 June 2020 have been prepared in accordance with the JSE Listings Requirements applicable to summarised provisional reports and the requirements of the Companies Act, No. 71 of 2008 applicable to summarised annual financial statements. The JSE Listings Requirements require provisional reports to be prepared in accordance with the framework concepts and the measurement and recognition requirements of IFRS, the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Pronouncements as issued by the Financial Reporting Standards Council, and to also, as a minimum, contain the information required by IAS 34: *Interim Financial Reporting*. This report together with the preparation of the consolidated annual financial statements were compiled under the supervision of R Nana CA(SA), CFO of Attacq.

The accounting policies applied in the preparation of the consolidated annual financial statements, from which the summarised consolidated annual financial statements were derived, are in terms of IFRS and are consistent with the accounting policies applied in the preparation of the previous consolidated annual financial statements, with the exception of the following:

- The adoption of new and revised standards i.e. IFRS 16: Leases which became effective during the year
- Error in excluding re-measurements of financial instruments from headline earnings
- Change in accounting estimate

#### IFRS 16: Leases

The group adopted the new, revised or amended accounting pronouncements as issued by the International Accounting Standards Board (IASB), which were effective and applicable to the group from 1 July 2019. The accounting pronouncement considered by the group as significant on adoption is IFRS 16: Leases.

IFRS 16: Leases was adopted by the group on 1 July 2019 with the modified retrospective approach and therefore the comparative information has not been restated and continues to be reported under IAS 17: Leases. Attacq has elected to transition using only the remaining lease payments as at 1 July 2019, being the date of initial application. The reclassifications and adjustments arising from the new leasing guidance are therefore recognised in the opening balance on 1 July 2019. Refer to note 3 of the consolidated annual financial statements for disclosure on the implementation of IFRS 16: Leases.

## Change in accounting estimate

Leasehold land, encompassing both development rights and infrastructure, relates to the notarially secured leasehold rights in respect of Waterfall, held by AWIC, a 100.0% subsidiary of Attacq.

The group's leasehold land is classified as investment property and is measured using the fair value model in terms of IAS 40: *Investment Property*.

The group carries leasehold land, at fair value. The group has previously determined fair value with reference to a residual land valuation technique which is dependent upon several inputs and underlying assumptions. With effect from the financial year ended 30 June 2020, the group has adopted a comparable sales valuation technique for leasehold land which is in line with international best practice. The comparable sales technique is an internationally accepted technique to assess the fair value of land. The adoption of this valuation technique is a change in estimate in terms of IAS 8: *Accounting Policies, Changes in Accounting Estimates and Errors*.

## Headline earnings per share (HEPS)

HEPS for the year ended 30 June 2019 has been restated in respect of an error in excluding re-measurements of financial instruments from headline earnings.

The HEPS have been restated in terms of IAS 8: *Accounting Policies, Changes in Accounting Estimates and Errors*. Refer to note 44 of the consolidated annual financial statements for the disclosure on these restatements.

## Fair value disclosure

The group's investment properties were externally valued by independent valuers. In terms of IAS 40: *Investment Property* and IFRS 7: *Financial Instruments: Disclosure*, the group's investment properties are measured at fair value and are categorised as level 3 investments. The valuation of investment properties requires judgement in the determination of future cash flows from leases and an appropriate capitalisation rate.

2020							
	Rate range %	Decrease of 50.0 basis points results in R'000	Increase of 50.0 basis points results in R'000	Decrease of 100.0 basis points results in R'000	Increase of 100.0 basis points results in R'000	Decrease of 1 month in vacancy R'000	Increase of 1 month in vacancy R'000
Exit capitalisation rate	6.50 – 9.75	595 699	(523 627)	n/a	n/a	n/a	n/a
Discount rate	11.50 – 13.75	560 692	(537 407)	n/a	n/a	n/a	n/a
Market rental	4.00 – 5.25	n/a	n/a	999 314	(941 260)	n/a	n/a
Long-term vacancy rate	1.00 – 5.00	n/a	n/a	102 004	(102 906)	n/a	n/a
Vacancy		n/a	n/a	n/a	n/a	61 180	(107 116)

  

2019			
	Rate range %	Decrease of 50.0 basis points results in R'000	Increase of 50.0 basis points results in R'000
Exit capitalisation rate	6.25 – 9.75	727 380	(634 874)
Discount rate	11.75 – 14.00	619 571	(593 559)

Changes in the capitalisation rate attributable to changes in market conditions can have a significant impact on property valuations. A weakening in the capitalisation rate will decrease the value of investment properties. An improvement in the capitalisation rate will increase the value of investment properties. Changes in the discount rate attributable to changes in the underlying risk profile associated with the property portfolio can have a significant impact on property valuations. A weakening in the discount rate will decrease the value of investment properties. An improvement in the discount rate will increase the value of investment properties.

Changes in the market rental attributable to changes in market conditions can have a significant impact on property valuations. A weakening in the market rental will decrease the value of investment properties. An improvement in the market rental will increase the value of investment properties. Changes in the long-term vacancy rate attributable to changes in market conditions can have a significant impact on property valuations. A weakening in the long-term vacancy rate will decrease the value of investment properties. An improvement in the long-term vacancy rate will increase the value of investment properties. Changes in the vacancy attributable to changes in market conditions can have a significant impact on property valuations. A weakening in the vacancy will decrease the value of investment properties. An improvement in the vacancy will increase the value of investment properties.

In terms of IFRS 9: *Financial Instruments* and IFRS 7: *Financial Instruments: Disclosure*, the group's currency and interest rate derivatives as well as the equity derivative are measured at fair value through profit or loss and are categorised as level 2 investments. Unlisted investments are categorised as level 3. There were no transfers between levels 1, 2 and 3 during the year. The valuation methods applied are consistent with those applied in preparing the previous consolidated annual financial statements. This announcement does not include all the information required pursuant to paragraph 16A(j) of IAS 34: *Interim Financial Reporting*. The full report is available on the issuer's website, at the issuer's registered offices and upon request.

### Audit report

The auditor, Deloitte & Touche, has issued an unmodified opinion on Attacq's audited consolidated annual financial statements for the year ended 30 June 2020. The audit was conducted in accordance with International Standards on Auditing. The following key audit matters were considered as part of their audit (they also represent significant audit risks): valuation of investment properties and valuation of the investment in MAS.

A copy of the auditor's report together with a copy of the audited consolidated annual financial statements is available for inspection at the company's registered office and on the company's website ([www.attacq.co.za](http://www.attacq.co.za)).

These summarised provisional consolidated financial statements have been derived from the group's audited consolidated annual financial statements and are consistent in all material respects with the group's audited consolidated annual financial statements for the year ended 30 June 2020, but are not themselves audited. The directors take full responsibility for the preparation of these summarised provisional consolidated annual financial results and confirm that the financial information has been correctly extracted from the underlying audited consolidated annual financial statements. Any reference to future financial information included in this announcement has not been reviewed or reported on by the auditor. The auditor does not necessarily report on all the information contained in this announcement. Shareholders are advised that, in order to obtain a full understanding of the nature of the auditor's engagement, they should obtain a copy of the auditor's report together with the audited consolidated annual financial statements for the year ended as at 30 June 2020 from the company's registered office or from the company's website.

On behalf of the board

**P Tredoux**  
Chairman

**M Hamman**  
CEO

22 September 2020



## This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There are no margins, text, or other markings on the paper.

# Summarised consolidated statement of profit or loss and other comprehensive income

	Audited 30 June 2020 R'000	Audited 30 June 2019 R'000
<b>Gross revenue</b>	<b>2 192 386</b>	2 283 244
Rental income	2 209 156	2 057 548
Straight-line lease income adjustment	(22 606)	197 124
Sale of sectional title units	5 836	28 572
<b>Gross property expenses</b>	<b>(768 677)</b>	(780 690)
Property expenses	(735 891)	(741 105)
Expected credit losses on trade and other receivables	(32 786)	(8 038)
Cost of sales of sectional title units	–	(31 547)
<b>Net profit from property operations</b>	<b>1 423 709</b>	1 502 554
Other income	65 596	89 532
Operating expenses	(160 315)	(155 485)
Expected credit losses on loans to associates, suretyships and guarantees	(594 145)	(505 148)
Impairment of investment in associates	(1 312 012)	(48 159)
Impairment of goodwill and intangible assets	(232 477)	(61 871)
Other expenses	(177 925)	(60 108)
<b>Operating (loss) profit</b>	<b>(987 569)</b>	761 315
Amortisation of intangible asset	(19 964)	(19 964)
Fair value adjustments	(2 117 466)	(801 735)
Investment properties	(1 590 476)	(665 110)
Other financial assets and liabilities	(524 922)	(135 761)
Other investments at fair value through profit or loss	(2 068)	(864)
Net (loss) income from associates and joint ventures	(90 107)	124 770
Investment income	97 097	230 549
Finance costs	(904 950)	(855 465)
<b>Loss before taxation</b>	<b>(4 022 959)</b>	(560 530)
Income tax credit (expense)	255 104	(42 058)
<b>Loss for the year</b>	<b>(3 767 855)</b>	(602 588)
Attributable to:		
Owners of the holding company	(3 767 855)	(602 588)
<b>Other comprehensive loss</b>		
Loss on fair value through other comprehensive income assets	(9 202)	(6 144)
Taxation relating to components of other comprehensive income	–	(27 566)
<b>Other comprehensive loss for the year net of taxation</b>	<b>(9 202)</b>	(33 710)
<b>Total comprehensive loss for the year</b>	<b>(3 777 057)</b>	(636 298)
Attributable to:		
Owners of the holding company	(3 777 057)	(636 298)
<b>Loss per share</b>		
Basic (cents)	(535.4)	(85.7)
Diluted (cents)	(535.4)	(85.7)

## Expected credit losses on loans to associates, subsidiaries and suretyships and guarantees

Expected credit losses increased year-on-year to R594.1 billion (2019: R505.1 million) and includes:

- Expected credit loss on loan to Gruppo impaired by R142.1 million (2019: Rnil);
- Expected credit loss on loan to Nieuwtown Property Development Company Proprietary Limited (Nieuwtown) of R262.4 million (2019: R54.7 million); and
- Expected credit loss on loan to AttAfrica and interest write-off of R144.6 million (2019: R419.3 million).

## Impairment of investment in associates

This relates to the impairment of the investment in MAS of R1.3 billion (2019: investment in Gruppo of R48.2 million).

## Impairment of goodwill and intangible assets

The impairment of the asset management agreement and goodwill relating to Attacq Management Services Proprietary Limited (2019: WiFi rights) of R232.5 million (2019: R61.9 million).

## Other expenses

Other expenses increased year-on-year to R177.9 million (2019: R60.1 million) and includes foreign exchange losses due the weakening of the rand against the euro of R126.7 million (2019: R11.1 million).

## Fair value adjustments

Fair value losses increased year-on-year by R1.3 billion to negative R2.1 billion (2019: negative R801.7 million) and includes:

- Fair value losses on most assets in the South African portfolio, totalling R1.7 billion (2019: R373.2 million);
- Development surplus on development under construction of R112.8 million (2019: R92.2 million);
- Gain on Waterfall leasehold land, net of a loss on the Le Chateau land, of R16.0 million (2019: R384.1 million loss); and
- Unfavourable mark-to-market adjustments on swaps of R524.9 million (2019: R135.8 million).

## Investment income

	2020 R'000	2019 R'000
Loans to associates	38 927	147 974
Bank	15 501	41 002
Other interest*	42 669	41 573
<b>Total</b>	<b>97 097</b>	<b>230 549</b>

\* Other interests relates mainly to interest earned from PwC Waterfall Property Partnership.

## Finance costs

	2020 R'000	2019 R'000
Long-term interest-bearing borrowings	(784 411)	(781 338)
Derivative financial liabilities	(97 031)	(73 990)
Lease liability	(22 639)	–
Other	(869)	(137)
<b>Total</b>	<b>(904 950)</b>	<b>(855 465)</b>

# Summarised consolidated statement of financial position

	Audited 30 June 2020 R'000	Audited 30 June 2019 R'000
<b>Assets</b>		
<b>Non-current assets</b>		
Investment properties	19 374 421	20 081 544
Per valuation	20 390 962	21 120 691
Straight-line lease debtor	(1 016 541)	(1 039 147)
Straight-line lease debtor	1 016 541	1 039 147
Property and equipment	16 788	10 069
Investment in associates and joint ventures	1 950 156	3 217 711
Loans to associates and joint ventures	204 461	879 955
Other financial assets	397 736	386 709
Deferred initial lease expenditure	4 927	6 860
Intangible assets	–	184 667
Goodwill	–	67 774
Deferred tax assets	68 941	–
<b>Total non-current assets</b>	<b>23 033 971</b>	<b>25 874 436</b>
<b>Current assets</b>		
Taxation receivable	1 348	4 806
Trade and other receivables	220 345	203 450
Inventory	119 927	51 137
Loans to associates and joint ventures	306 221	113 649
Other financial assets	20 834	32 656
Cash and cash equivalents	772 547	673 486
Non-current assets held for sale	77 536	96 781
<b>Total current assets</b>	<b>1 518 758</b>	<b>1 175 965</b>
<b>Total assets</b>	<b>24 552 729</b>	<b>27 050 401</b>
<b>Equity and liabilities</b>		
<b>Equity</b>		
Stated capital	6 473 103	6 463 585
Distributable reserves	3 682 728	7 954 665
Fair value through other comprehensive income reserve	272 016	281 218
Share-based payment reserve	118 136	117 118
Foreign currency translation reserve	1 035 588	771 146
<b>Total equity attributable to owners of the holding company</b>	<b>11 581 571</b>	<b>15 587 732</b>
<b>Non-current liabilities</b>		
Long-term borrowings	11 372 592	10 203 134
Deferred tax liabilities	29 800	238 539
Other financial liabilities	820 114	268 112
Cash settled share-based payments	246	537
Lease liability	247 803	–
<b>Total non-current liabilities</b>	<b>12 470 555</b>	<b>10 710 322</b>
<b>Current liabilities</b>		
Other financial liabilities	22 842	29 439
Lease liability	28 146	–
Taxation payable	32	1 228
Cash settled share-based payments	273	89
Trade and other payables	370 452	389 690
Provisions	25 358	18 304
Short-term portion of long-term borrowings	51 676	259 611
Liabilities directly associated with non-current assets held for sale	1 824	53 986
<b>Total current liabilities</b>	<b>500 603</b>	<b>752 347</b>
<b>Total liabilities</b>	<b>12 971 158</b>	<b>11 462 669</b>
<b>Total equity and liabilities</b>	<b>24 552 729</b>	<b>27 050 401</b>



## Investment properties

The decrease to R19.4 billion (2019: R20.1 billion) includes:

- Negative fair value adjustments of R1.6 billion;
- Recognition of the right-of-use assets of R265.9 million due to the implementation of IFRS 16: Leases;
- Capital expenditure of R667.9 million consisting of:
  - Developments under construction: R412.0 million;
  - Completed developments: R169.5 million; and
  - Waterfall leasehold land and pre-development capex: R86.4 million.

## Investments and loans to associates and joint ventures and other financial assets

The decrease to R2.8 billion (2019: R4.6 billion) includes:

- An impairment on the investment in MAS to R1.9 billion (2019: R3.2 billion);
- Expected credit losses on the loans to AttAfrica and Gruppo to R416.1 million (2019: R639.4 million);
- Expected credit loss on loan to Nieuwtown to the disposal value of R80.0 million (2019: R240.5 million); and
- Expected credit loss on the loan to Waterfall Junction to R90.9 million (2019: R111.6 million).

# Reconciliation between earnings and headline earnings

	<b>Audited 30 June 2020 R'000</b>	Restated Audited 30 June 2019 R'000
<b>Loss for the year</b>	<b>(3 767 855)</b>	(602 588)
Headline earnings adjustments	<b>3 278 743</b>	716 263
Profit on disposal of associate	<b>(3 146)</b>	(14 550)
Profit on disposal of investment property	<b>(2 457)</b>	(11 095)
Net impairment of investment in associates	<b>1 312 012</b>	48 159
Impairment of goodwill	<b>67 774</b>	–
Impairment of intangible asset	<b>164 703</b>	61 871
Fair value adjustments	<b>1 590 476</b>	665 974
Net loss (income) from associates and joint ventures	<b>130 004</b>	(46 995)
Loss on disposal of subsidiary	<b>3 221</b>	–
Tax effect of adjustments	<b>16 156</b>	12 899
<b>Headline (loss) earnings</b>	<b>(489 112)</b>	113 675
Number of shares in issue*	<b>703 906 577</b>	703 495 224
Weighted average number of shares in issue*	<b>703 787 442</b>	703 311 279
Diluted weighted average number of shares in issue*	<b>712 252 605</b>	710 613 023
<b>Headline (loss) earnings per share</b>		
Basic (cents)	<b>(69.5)</b>	16.2
Diluted (cents)	<b>(69.5)</b>	16.0

\* Adjusted for 46 427 553 treasury shares

# Summarised consolidated statement of cash flows

	Audited 30 June 2020 R'000	Audited 30 June 2019 R'000
<b>Cash flow generated from operating activities</b>	<b>574 526</b>	653 327
Cash generated from operations	1 217 045	1 170 806
Investment income	68 521	186 552
Dividend income	233 560	191 045
Finance costs	(900 578)	(833 851)
Finance costs capitalised	(26 441)	(34 479)
Settlement of cash settled share based payments	–	(14 389)
Taxation paid	(17 581)	(12 357)
<b>Cash flow utilised in investing activities</b>	<b>(524 482)</b>	(819 409)
Property and equipment acquired	(4 122)	(3 591)
Investment properties acquired	(641 485)	(907 330)
Associates and joint ventures acquired	(1 468)	–
Associates and joint ventures disposed	–	96 179
Cash in entity over which control was obtained	18 079	–
Other investments acquired	(9 880)	–
Other financial assets repaid (raised)	19 047	(27 072)
Additions to deferred initial lease expenditure	(671)	(3 536)
Cash flow relating to non-current assets held for sale	96 018	25 941
<b>Cash flow generated from (utilised in) financing activities</b>	<b>49 017</b>	(381 558)
Capital raised	–	3 477
Dividends paid	(605 191)	(805 250)
Repayment of lease liability	(21 861)	–
Long-term borrowings raised	2 069 204	1 599 898
Long-term borrowings repaid	(1 482 464)	(1 194 443)
Loans to associates and joint ventures repaid	111 762	884
Other financial liabilities (repaid) raised	(22 433)	13 876
Total cash movement for the year	99 061	(547 640)
Cash at the beginning of the year	673 486	1 221 126
<b>Total cash at the end of the year</b>	<b>772 547</b>	673 486

# Summarised consolidated statement of changes in equity

	Stated capital R'000	Distributable reserves R'000
<b>Audited balance at 30 June 2018</b>	<b>6 460 108</b>	<b>9 615 294</b>
Total comprehensive loss	–	(602 588)
Loss for the year	–	(602 588)
Other comprehensive loss	–	–
Foreign currency translation reserve	–	–
Issue of shares	3 477	–
Settlement of share-based payment transaction	–	–
Dividends	–	(805 250)
Transfer of reserve on disposal of investments	–	(123 838)
Transfer of reserve from acquisition of non-controlling interest reserve	–	(104 215)
Transfer between reserves	–	7 444
Present value of loans to associate	–	(32 182)
Recognition of share-based payment reserve	–	–
<b>Audited balance at 30 June 2019</b>	<b>6 463 585</b>	<b>7 954 665</b>
Total comprehensive loss	–	(3 767 855)
Loss for the year	–	(3 767 855)
Other comprehensive loss	–	–
Foreign currency translation reserve	–	–
Issue of shares	9 518	–
Dividends	–	(605 191)
Transfer of share-based payment reserve on vesting	–	710
Transfer between reserves <sup>1</sup>	–	12 957
Reversal of present value of loans to associate <sup>2</sup>	–	80 202
Obtaining control of entity	–	1 332
Loss of control of entity	–	5 908
Recognition of share-based payment reserve	–	–
<b>Audited balance at 30 June 2020</b>	<b>6 473 103</b>	<b>3 682 728</b>

<sup>1</sup> The transfer between reserves relates to share options that vested in prior year.

<sup>2</sup> The reversal of the present value of loans to associates in the current year relates to the reversal of the present value on the loan to Nieuwtown. The loan to Nieuwtown was not repayable on demand and as a result was discounted back for the duration of the repayment period. Nieuwtown was disposed on 5 March 2020 and the loan was repaid, resulting in the reversal of the present value recognised in the previous year.



FVOCI reserve R'000	Share-based payment reserve R'000	Foreign currency translation reserve R'000	Acquisition of non-controlling interests reserve R'000	Total equity attributable to owners of the holding company R'000
<b>191 090</b> (33 710)	<b>117 390</b> –	<b>744 701</b> –	<b>(104 215)</b> –	<b>17 024 368</b> (636 298)
– (33 710)	– –	– –	– –	(602 588) (33 710)
–	–	26 445	–	26 445
–	–	–	–	3 477
–	(14 867)	–	–	(14 867)
–	–	–	–	(805 250)
123 838	–	–	–	–
–	–	–	104 215	–
–	(7 444)	–	–	–
–	–	–	–	(32 182)
–	22 039	–	–	22 039
<b>281 218</b> <b>(9 202)</b>	<b>117 118</b> –	<b>771 146</b> –	– –	<b>15 587 732</b> <b>(3 777 057)</b>
– <b>(9 202)</b>	– –	– –	– –	<b>(3 767 855)</b> <b>(9 202)</b>
–	–	<b>264 442</b>	–	<b>264 442</b>
–	<b>(9 518)</b>	–	–	–
–	–	–	–	<b>(605 191)</b>
–	<b>(710)</b>	–	–	–
–	<b>(12 957)</b>	–	–	–
–	–	–	–	<b>80 202</b>
–	–	–	–	<b>1 332</b>
–	–	–	–	<b>5 908</b>
–	<b>24 203</b>	–	–	<b>24 203</b>
<b>272 016</b>	<b>118 136</b>	<b>1 035 588</b>	–	<b>11 581 571</b>

# Summarised segmental analysis

	Audited			
	Retail R'000	Office and mixed use R'000	Industrial R'000	Hotel R'000
<b>Statement of financial position</b>				
Investment property	8 834 374	7 189 359	1 453 433	347 793
Waterfall developments	-	-	-	-
Developments under construction	-	-	-	-
Leasehold land	-	-	-	-
Straight-line lease debtor	249 717	599 235	159 401	8 188
Intangible assets and goodwill	-	-	-	-
Investments in associates and joint ventures	32 642	1 097	-	-
Other financial assets	12 497	342 242	6 698	-
Loans to associates and joint ventures	-	-	-	-
Trade and other receivables	51 952	116 364	7 911	3 762
Cash and cash equivalents	70 540	147 317	2 463	2
Inventory	-	76 205	-	-
Non-current assets held for sale	-	77 404	-	-
Deferred tax assets	-	-	-	-
Other assets	-	1 839	-	-
<b>Total assets</b>	<b>9 251 722</b>	<b>8 551 062</b>	<b>1 629 906</b>	<b>359 745</b>
Long-term borrowings	-	-	-	-
Other financial liabilities	-	5 675	-	-
Deferred tax liabilities	-	-	-	-
Trade and other payables	160 588	110 401	12 859	1 589
Liabilities associated with non-current assets held for sale	-	1 824	-	-
Lease liability	44 778	168 154	50 874	2 111
Other liabilities	-	-	-	-
<b>Total liabilities</b>	<b>205 366</b>	<b>286 054</b>	<b>63 733</b>	<b>3 700</b>
<b>Statement of comprehensive income</b>				
Rental income	1 039 018	939 054	187 706	35 274
Straight-line lease income adjustment	17 694	(71 381)	35 472	(4 391)
Sale of sectional title units	-	5 836	-	-
Property expenses	(439 496)	(241 988)	(48 305)	(11 384)
Expected credit losses on trade and other receivables	(26 993)	(4 923)	(562)	(308)
<b>Net profit from property operations</b>	<b>590 223</b>	<b>626 598</b>	<b>174 311</b>	<b>19 191</b>
Other income	-	2 587	198	-
Operating expenses	(34 343)	(32 643)	(7 918)	(1 771)
Expected credit losses on loans to associates, suretyships and guarantees	(61)	(7 138)	(91)	-
Impairment of investment in associates	-	-	-	-
Impairment of goodwill and intangible assets	-	-	-	-
Other expenses	-	-	(2)	-
<b>Operating profit (loss)</b>	<b>555 819</b>	<b>589 404</b>	<b>166 498</b>	<b>17 420</b>
Amortisation of intangible assets	-	-	-	-
Fair value adjustments	(1 010 853)	(672 844)	(46 686)	11 123
Net income from associates	637	75	-	-
Investment income	7 167	38 891	1 114	10
Finance costs	(4 680)	(12 079)	(4 781)	(210)
<b>(Loss) profit before tax</b>	<b>(451 910)</b>	<b>(56 553)</b>	<b>116 145</b>	<b>28 343</b>
Taxation	-	-	-	-
<b>(Loss) profit for the year attributable to owners</b>	<b>(451 910)</b>	<b>(56 553)</b>	<b>116 145</b>	<b>28 343</b>

Audited

30 June 2020 Develop- ments at Waterfall R'000	Head office SA R'000	Total SA R'000	MAS European R'000	Rest of Africa R'000	Head office Global R'000	Total R'000
-	-	17 824 959	-	-	-	17 824 959
1 549 462	-	1 549 462	-	-	-	1 549 462
198 172	-	198 172	-	-	-	198 172
1 351 290	-	1 351 290	-	-	-	1 351 290
-	-	1 016 541	-	-	-	1 016 541
-	-	-	-	-	-	-
-	776	34 515	1 915 641	-	-	1 950 156
-	57 133	418 570	-	-	-	418 570
90 855	3 768	94 623	-	416 059	-	510 682
22 641	17 674	220 304	-	-	41	220 345
1 565	482 091	703 978	-	-	68 569	772 547
43 722	-	119 927	-	-	-	119 927
-	132	77 536	-	-	-	77 536
-	68 941	68 941	-	-	-	68 941
-	21 224	23 063	-	-	-	23 063
1 708 245	651 739	22 152 419	1 915 641	416 059	68 610	24 552 729
-	9 988 721	9 988 721	-	-	1 435 547	11 424 268
-	821 687	827 362	15 594	-	-	842 956
-	29 800	29 800	-	-	-	29 800
24 918	59 953	370 308	-	-	144	370 452
-	-	1 824	-	-	-	1 824
-	10 032	275 949	-	-	-	275 949
15 550	10 359	25 909	-	-	-	25 909
40 468	10 920 552	11 519 873	15 594	-	1 435 691	12 971 158
-	8 104	2 209 156	-	-	-	2 209 156
-	-	(22 606)	-	-	-	(22 606)
-	-	5 836	-	-	-	5 836
-	5 282	(735 891)	-	-	-	(735 891)
-	-	(32 786)	-	-	-	(32 786)
-	13 386	1 423 709	-	-	-	1 423 709
-	22 497	25 282	2 749	37 565	-	65 596
-	(83 640)	(160 315)	-	-	-	(160 315)
(36 137)	(264 051)	(307 478)	-	(286 667)	-	(594 145)
-	-	-	(1 312 012)	-	-	(1 312 012)
-	(232 477)	(232 477)	-	-	-	(232 477)
(31 885)	(19 366)	(51 253)	(25 078)	(101 594)	-	(177 925)
(68 022)	(563 651)	697 468	(1 334 341)	(350 696)	-	(987 569)
-	(19 964)	(19 964)	-	-	-	(19 964)
131 924	(530 130)	(2 117 466)	-	-	-	(2 117 466)
-	(1 882)	(1 170)	(88 937)	-	-	(90 107)
-	17 441	64 623	-	32 239	235	97 097
-	(852 280)	(874 030)	-	-	(30 920)	(904 950)
63 902	(1 950 466)	(2 250 539)	(1 423 278)	(318 457)	(30 685)	(4 022 959)
-	117 860	117 860	138 520	-	(1 276)	255 104
63 902	(1 832 606)	(2 132 679)	(1 284 758)	(318 457)	(31 961)	(3 767 855)

## Summarised segment analysis (continued)

	Audited			
	Retail R'000	Office and mixed use R'000	Industrial R'000	Hotel R'000
<b>Statement of financial position</b>				
Investment property	9 686 888	6 568 929	1 436 998	334 294
Waterfall developments	–	–	–	–
Developments under construction	–	–	–	–
Leasehold land	–	–	–	–
Straight-line lease debtor	232 022	670 618	123 927	12 580
Intangible assets and goodwill	–	–	–	–
Investments in associates and joint ventures	32 004	1 022	–	–
Other financial assets	24 320	343 035	9 289	–
Loans to associates and joint ventures	–	–	–	–
Trade and other receivables	57 128	37 177	7 700	1 001
Cash and cash equivalents	90 760	344 698	5 762	21
Inventory	–	–	–	–
Non-current assets held for sale	–	–	77 000	–
Other assets	–	2 173	–	–
<b>Total assets</b>	<b>10 123 122</b>	<b>7 967 652</b>	<b>1 660 676</b>	<b>347 896</b>
Long-term borrowings	–	–	–	–
Other financial liabilities	–	–	–	–
Deferred tax liabilities	–	–	–	–
Trade and other payables	143 902	121 765	12 435	1 712
Non-current liabilities held directly associated with assets held for sale	–	–	–	–
Other liabilities	–	–	–	–
<b>Total liabilities</b>	<b>143 902</b>	<b>121 765</b>	<b>12 435</b>	<b>1 712</b>
<b>Statement of comprehensive income</b>				
Rental income	1 114 314	739 065	156 860	38 213
Straight-line lease income adjustment	(3 645)	179 189	24 351	(2 771)
Sale of sectional title units	–	39 093	(10 521)	–
Property expenses	(443 946)	(241 472)	(47 273)	(11 762)
Expected credit losses on trade and other receivables	(4 886)	(3 153)	–	–
Cost of sales of sectional title units	–	(39 943)	8 396	–
<b>Net profit from property operations</b>	<b>661 838</b>	<b>672 779</b>	<b>131 813</b>	<b>23 680</b>
Other income	–	406	28 571	–
Operating expenses	(32 869)	(33 632)	(7 530)	(764)
Expected credit losses on loans to associates	–	–	–	–
Impairment of investment in associates	–	–	–	–
Impairment of intangible assets	–	–	–	–
Other expenses	(930)	–	(86)	–
<b>Operating profit (loss)</b>	<b>628 039</b>	<b>639 553</b>	<b>152 768</b>	<b>22 916</b>
Amortisation of intangible assets	–	–	–	–
Fair value adjustments	(86 608)	(267 082)	(41 323)	21 816
Net income from associates	(8 117)	69	(759)	–
Investment income	6 529	38 104	199	17
Finance costs	–	–	–	–
<b>Profit (loss) before tax</b>	<b>539 843</b>	<b>410 644</b>	<b>110 885</b>	<b>44 749</b>
Taxation	–	–	–	–
<b>Profit (loss) for the year attributable to owners</b>	<b>539 843</b>	<b>410 644</b>	<b>110 885</b>	<b>44 749</b>

## Audited

30 June 2019 Develop- ments at Waterfall R'000	Head office SA R'000	Total SA R'000	MAS European R'000	Rest of Africa R'000	Head office Global R'000	Total R'000
–	5 000	18 032 109	–	–	–	18 032 109
2 049 435	–	2 049 435	–	–	–	2 049 435
791 276	–	791 276	–	–	–	791 276
1 258 159	–	1 258 159	–	–	–	1 258 159
–	–	1 039 147	–	–	–	1 039 147
–	252 441	252 441	–	–	–	252 441
–	1 191	34 217	3 183 494	–	–	3 217 711
–	33 237	409 881	9 484	–	–	419 365
111 620	242 540	354 160	–	639 444	–	993 604
97 018	3 354	203 378	–	–	72	203 450
971	50 650	492 862	–	–	180 624	673 486
51 137	–	51 137	–	–	–	51 137
19 018	763	96 781	–	–	–	96 781
–	19 562	21 735	–	–	–	21 735
2 329 199	608 738	23 037 283	3 192 978	639 444	180 696	27 050 401
–	9 007 294	9 007 294	–	–	1 455 451	10 462 745
–	297 551	297 551	–	–	–	297 551
–	100 019	100 019	138 520	–	–	238 539
62 752	30 906	373 472	–	16 218	–	389 690
–	53 986	53 986	–	–	–	53 986
10 925	7 978	18 903	–	–	1 255	20 158
73 677	9 497 734	9 851 225	138 520	16 218	1 456 706	11 462 669
–	9 096	2 057 548	–	–	–	2 057 548
–	–	197 124	–	–	–	197 124
–	–	28 572	–	–	–	28 572
–	3 348	(741 105)	–	–	–	(741 105)
–	–	(8 083)	–	–	–	(8 083)
–	–	(31 547)	–	–	–	(31 547)
–	12 444	1 502 554	–	–	–	1 502 554
–	3 898	32 875	21 164	33 313	2 180	89 532
–	(80 690)	(155 485)	–	–	–	(155 485)
(29 975)	(55 865)	(85 840)	–	(419 308)	–	(505 148)
–	–	–	–	(48 159)	–	(48 159)
–	(61 871)	(61 871)	–	–	–	(61 871)
(26 589)	(4 952)	(32 557)	–	(27 551)	–	(60 108)
(56 564)	(187 036)	1 199 676	21 164	(461 705)	2 180	761 315
–	(19 964)	(19 964)	–	–	–	(19 964)
(291 913)	(137 979)	(803 089)	–	–	1 354	(801 735)
(1 758)	(67 380)	(77 945)	204 037	(1 322)	–	124 770
–	66 760	111 609	–	118 940	–	230 549
–	(820 681)	(820 681)	(1 003)	–	(33 781)	(855 465)
(350 235)	(1 166 280)	(410 394)	224 198	(344 087)	(30 247)	(560 530)
–	(26 111)	(26 111)	(14 287)	–	(1 660)	(42 058)
(350 235)	(1 192 391)	(436 505)	209 911	(344 087)	(31 907)	(602 588)



# Annexure

## RECONCILIATION OF PROFIT FOR THE YEAR TO DISTRIBUTABLE EARNINGS

The reconciliation of profit to distributable earnings is a non-IFRS financial measure and does not form part of the summarised financial statements for the years presented.

	30 June 2020 R'000	30 June 2019 R'000
<b>Loss for the year attributable to Attacq's shareholders</b>	<b>(3 767 855)</b>	<b>(602 588)</b>
Straight-line lease income adjustments	22 606	(197 124)
Net proceeds from sale of sectional title units	(5 836)	–
Tax from sale of sectional title units	18 482	–
Depreciation and amortisation	36 522	37 026
Fair value adjustments	2 117 466	801 735
Net income from associates and joint ventures	90 107	(124 770)
Dividends received from associates	233 560	191 045
Deferred taxation	(274 947)	32 061
Unrealised foreign currency translation effect	121 815	(31 667)
Realised foreign exchange gains on repayment of loan to associate	(29 562)	–
Net impairment and expected credit losses of associates, other investments and loans	1 900 412	550 967
Expected credit losses on loans to associates, suretyships and guarantees	5 675	–
Forgiveness of loan payable	(2 248)	–
Profit on disposal of other assets	(3 146)	–
Reversal of provision for other receivables	(909)	–
Loss on disposal of subsidiary	3 221	–
Impairment of asset management agreements (2019: Wi-Fi rights intangible asset)	164 703	61 871
Impairment of goodwill	67 774	–
Write-off of infrastructure balances	2 514	–
Interest on lease liability	22 639	–
Rental paid	(44 296)	–
Net non-cash interest from associates and other loans	–	(114 193)
Cash interest received from associates and other loans	13 058	89 514
Net lease receivables outstanding after bad debt and provision for bad debt	(32 091)	–
Impairment of investment in Edcon	(9 880)	(4 129)
Net non-cash Property Owners Association income	(1 603)	–
Accrued lease cancellation fee	(75 000)	–
Profit on disposal of investment property	(2 457)	(11 095)
Loss (profit) on disposal of investment in associate	84	(14 547)
<b>Distributable earnings for the year</b>	<b>529 174</b>	<b>664 106</b>
Number of shares in issue*	703 906 577	703 495 224
Weighted average number of shares in issue*	703 787 442	703 311 279
<b>DEPS</b>		
Basic (cents)	75.2	94.4
<b>Distribution</b>	316 758	573 308
Interim	316 758	284 875
Final	–	288 433
<b>Distribution per share (cents)</b>	<b>45.0</b>	<b>81.5</b>
Interim	45.0	40.5
Final	–	41.0

\*Adjusted for 46 427 553 treasury shares

## Independent Non-executive Directors

P Tredoux (Chairman)  
HR El Haimer (Lead independent)  
MM du Toit (resigned 14 November 2019)  
IN Mkhari  
BT Nagle  
S Shaw-Taylor  
JHP van der Merwe

## Executive Directors

M Hamman (CEO)  
R Nana (CFO)  
JR van Niekerk (COO)

## Company Secretary

P de Villiers (resigned 29 February 2020)  
A Matwa (appointed 1 March 2020)

## Registered office

ATT House, 2nd Floor  
Maxwell Office Park  
37 Magwa Crescent  
Waterfall City  
2090

## Postal address

PostNet suite 016  
Private Bag X81  
Halfway House  
1685

## Transfer Secretaries

Computershare Investor Services Proprietary Limited  
Rosebank Towers, 15 Biermann Avenue, Rosebank, 2196  
(PO Box 61051, Marshalltown, 2107)

## Sponsor

Java Capital

[www.atacq.co.za](http://www.atacq.co.za)

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