

DENEB INVESTMENTS LIMITED  
(Incorporated in the Republic of South Africa)  
("Deneb" or "the Group" or "the company")  
Registration number: 2013/091290/06  
JSE share code: DNB  
ISIN: ZAE000197398  
The company's shares are listed under the Financial Services - Speciality Finance sector.

UNAUDITED CONDENSED CONSOLIDATED  
INTERIM RESULTS  
for the six months ended 30 September 2018

Financial highlights  
for the six months ended 30 September 2018

- Revenue up R230 million to R1 596 million
- Profit up R31 million to R4 million
- Earnings per share up 7 cents to 1 cent
- Headline earnings per share up 3 cents to 1 cent
- Net asset value per share up 3 cents to 381 cents

Condensed consolidated statement of financial position  
as at 30 September 2018

|   | Unaudited<br>30 Sept 2018<br>R000's | Unaudited<br>and restated<br>30 Sept 2017*<br>R000's | Audited<br>31 March 2018<br>R000's |
|---|-------------------------------------|--|------------------------------------|
| <strong>ASSETS</strong>                       |                                     |  |                                    |
| Non-current assets                            | 2 082 271                           | 1 848 004  | 2 044 076                          |
| Property, plant and equipment                 | 772 595                             | 839 103  | 813 426                            |
| Plant and equipment                           | 320 522                             | 378 261  | 440 005                            |
| Owner-occupied property                       | 452 073                             | 460 842  | 373 421                            |
| Investment property                           | 978 323                             | 732 266  | 907 352                            |
| Intangible assets and goodwill                | 98 490                              | 70 494   | 99 997                             |
| Intangible assets                             | 40 018                              | 46 729   | 41 525                             |
| Goodwill                                      | 58 472                              | 23 765   | 58 472                             |
| Financial asset at fair value                 | 4 237                               | 3 026  | 4 237                              |
| Long-term receivables                         | 58 411                              | 81 350   | 56 780                             |
| Deferred tax assets                           | 170 215                             | 121 765  | 162 284                            |
| Current assets                                | 1 809 343                           | 1 757 156  | 1 512 620                          |
| Non-current assets held for sale              | 1 080                               | 1 560  | 1 080                              |
| Inventories                                   | 849 677                             | 776 257  | 680 935                            |
| Trade and other receivables                   | 937 835                             | 933 315  | 786 672                            |
| Current tax assets                            | 2 947                               | 2 498  | 2 266                              |
| Cash and cash equivalents                     | 17 804                              | 43 526   | 41 667                             |
| <strong>Total assets</strong>                 | <strong>3 891 614</strong>          | <strong>3 605 160</strong>                           | <strong>3 556 696</strong>         |
| <strong>EQUITY AND LIABILITIES</strong>       |                                     |  |                                    |
| Total equity                                  | 1 645 046                           | 1 623 781  | 1 674 626                          |
| Stated capital                                | 1 452 802                           | 1 450 888  | 1 452 264                          |
| Reserves                                      | 191 792                             | 173 238  | 220 950                            |
| Equity attributable to owners of the company  | 1 644 594                           | 1 624 126  | 1 673 214                          |
| Non-controlling interest                      | 452                                 | (345)  | 1 412                              |
| Non-current liabilities                       | 939 931                             | 1 037 711  | 942 059                            |
| Deferred tax liabilities                      | 8 870                               | 12 323   | 7 142                              |
| Post-employment medical aid benefits          | 98 398                              | 93 081   | 98 896                             |
| Deferred income                               | 136 581                             | 126 533  | 141 754                            |
| Interest-bearing liabilities                  | 688 143                             | 804 334  | 688 533                            |
| Operating lease accruals                      | 7 939                               | 1 440  | 5 734                              |
| Current liabilities                           | 1 306 637                           | 943 668  | 940 011                            |
| Current tax liabilities                       | 1 203                               | 3 646  | 759                                |
| Post-employment medical aid benefits          | 8 114                               | 7 219  | 7 619                              |
| Deferred Income                               | 7 440                               | 11 945   | 8 908                              |
| Interest-bearing liabilities                  | 152 863                             | 52 010   | 169 972                            |
| Trade and other payables                      | 770 093                             | 629 581  | 604 886                            |
| Provisions                                    | -                                   | 15 691   | 3 991                              |
| Bank overdraft                                | 366 924                             | 223 576  | 143 876                            |
| <strong>Total liabilities</strong>            | <strong>2 246 568</strong>          | <strong>1 981 379</strong>                           | <strong>1 882 070</strong>         |
| <strong>Total equity and liabilities</strong> | <strong>3 891 614</strong>          | <strong>3 605 160</strong>                           | <strong>3 556 696</strong>         |

\* Restated, refer to note 4.2 and note 7.

Condensed consolidated statement of profit or loss and  
other comprehensive income  
for the six months ended 30 September 2018

|   | Notes   | Unaudited<br>30 Sept 2018<br>R000's | Unaudited<br>and restated<br>30 Sept 2017*<br>R000's |
|---|---------|-------------------------------------|--|
| Continuing operations   |         |                                     |  |
| Revenue   |         | 1 595 751                           | 1 365 860  |
| Cost of sales   |         | (1 234 352)                         | (1 051 041)  |
| Gross profit  |         | 361 399                             | 314 819  |
| Operating profit before finance costs                         |         | 56 587                              | 39 328   |
| Finance expenses  |         | (52 779)                            | (46 643)   |
| Profit/(Loss) before taxation                                 |         | 3 808                               | (7 315)  |
| Income tax expense  | 4.1     | (468)                               | 30 411   |
| Profit after tax  |         | 3 340                               | 23 096   |
| Discontinued operations                                       |         |                                     |  |
| Profit/(Loss) from discontinued operations, net of tax        | 4.2     | 913                                 | (50 358)   |
| Profit/(Loss)   |         | 4 253                               | (27 262)   |
| Other comprehensive income, net of related tax                |         |                                     |  |
| Items that are or may be reclassified to profit or loss       |         |                                     |  |
| Foreign operations - foreign currency translation differences |         | 4 544                               | 1 878  |
| Other comprehensive income, net of tax                        |         | 4 544                               | 1 878  |
| Total comprehensive income/(loss) for the period              |         | 8 797                               | (25 384)   |
| Profit/(Loss) attributable to:                                |         |                                     |  |
| Owners of the company   |         | 4 091                               | (26 816)   |
| Non-controlling interest                                      |         | 162                                 | (446)  |
|   |         | 4 253                               | (27 262)   |
| Total comprehensive income/(loss) attributable to:            |         |                                     |  |
| Owners of the company   |         | 8 635                               | (24 938)   |
| Non-controlling interest                                      |         | 162                                 | (446)  |
|   |         | 8 797                               | (25 384)   |
| Basic earnings per share                                      | (cents) | 0,95                                | (6,25)   |
| Basic earnings per share from continuing operations           | (cents) | 0,74                                | 5,49   |
| Basic earnings per share from discontinued operations         | (cents) | 0,21                                | (11,74)  |
| Diluted earnings per share                                    | (cents) | 0,92                                | (6,25)   |
| Diluted earnings per share from continuing operations         | (cents) | 0,71                                | 5,49   |
| Diluted earnings per share from discontinued operations       | (cents) | 0,21                                | (11,74)  |

\* Restated, refer to note 4.2 and note 7.

Condensed consolidated statement of cash flows  
for the six months ended 30 September 2018

|   | Unaudited<br>30 Sept 2018<br>R000's | Unaudited<br>30 Sept 2017<br>R000's |
|---|-------------------------------------|-------------------------------------|
| Net cash flow from operating activities                                 | (177 124)                           | (114 986)                           |
| Cash generated from operating activities before working capital changes | 26 152                              | 21 392                              |
| Cash outflow from working capital changes                               | (143 589)                           | (83 117)                            |
| Net finance costs   | (52 779)                            | (46 643)                            |
| Taxes paid  | (6 908)                             | (6 618)                             |
| Net cash flow from investing activities                                 | (67 360)                            | (20 822)                            |
| Net cash flow from financing activities                                 | (2 427)                             | (36 876)                            |
| Change in borrowings  | 10 513                              | (24 017)                            |
| Distribution  | (12 940)                            | (12 859)                            |
| Net decrease in cash and cash equivalents                               | (246 911)                           | (172 684)                           |
| Cash and cash equivalents at beginning of period                        | (102 209)                           | (7 366)                             |
| Cash and cash equivalents at end of period                              | (349 120)                           | (180 050)                           |

Condensed consolidated statement of changes in equity  
for the six months ended 30 September 2018

| Stated<br>capital<br>R000's | Other<br>reserves<br>R000's | Retained<br>income<br>R000's | Total<br>R000's | Non-<br>controlling<br>interest<br>R000's | Total<br>equity<br>R000's |
|-----------------------------|-----------------------------|------------------------------|-----------------|---|---------------------------|
|-----------------------------|-----------------------------|------------------------------|-----------------|---|---------------------------|

|  |           |         |           |           |         |           |
|--|-----------|---------|-----------|-----------|---------|-----------|
| Balance at 1 April 2017                                      | 1 449 653 | 253 456 | 75 220    | 1 778 329 | 101     | 1 778 430 |
| Correction of error (net of tax)                             | -         | -       | (115 450) | (115 450) | -       | (115 450) |
| Restated total equity at the beginning of the financial year | 1 449 653 | 253 456 | (40 230)  | 1 662 879 | 101     | 1 662 980 |
| Total comprehensive profit for the period                    | -         | 1 878   | (26 816)  | (24 938)  | (446)   | (25 384)  |
| Transactions with owners of the company                      |           |         |           |           |         |           |
| Distribution   | -         | -       | (12 859)  | (12 859)  | -       | (12 859)  |
| Share scheme - options exercised                             | 1 235     | -       | (1 235)   | -         | -       | -         |
| Common control transaction                                   |           |         |           |           |         |           |
| Business acquisition under common control                    | -         | (956)   | -         | (956)     | -       | (956)     |
| Balance at 30 September 2017                                 | 1 450 888 | 254 378 | (81 140)  | 1 624 126 | (345)   | 1 623 781 |
| Balance at 1 April 2018                                      | 1 452 264 | 266 867 | (45 917)  | 1 673 214 | 1 412   | 1 674 626 |
| Change in accounting policy                                  | -         | -       | (17 615)  | (17 615)  | -       | (17 615)  |
| Restated total equity at the beginning of the financial year | 1 452 264 | 266 867 | (63 532)  | 1 655 599 | 1 412   | 1 657 011 |
| Total comprehensive profit for the period                    | -         | 4 544   | 4 091     | 8 635     | 162     | 8 797     |
| Transactions with owners of the Company                      |           |         |           |           |         |           |
| Distribution   | -         | -       | (12 940)  | (12 940)  | -       | (12 940)  |
| Effects of change in holdings                                | -         | -       | (6 700)   | (6 700)   | (1 122) | (7 822)   |
| Share scheme - options exercised                             | 538       | -       | (538)     | -         | -       | -         |
| Balance at 30 September 2018                                 | 1 452 802 | 271 411 | (79 619)  | 1 644 594 | 452     | 1 645 046 |

|  |              |              |
|--|--------------|--------------|
|  | 30 Sept 2018 | 30 Sept 2017 |
| Composition of other reserves                | R000's       | R000's       |
| Foreign currency translation reserve         | 2 240        | 1 878        |
| Revaluation of investments                   | 1 210        | -            |
| Common control reserve                       | (20 219)     | (16 858)     |
| Surplus on revaluation of land and buildings | 288 180      | 269 358      |
|  | 271 411      | 254 378      |

Condensed consolidated segmental report  
for the six months ended 30 September 2018

|   | Properties<br>R000's | Branded<br>Product<br>Distribution<br>R000's | Industrial<br>Manufacturing<br>R000's | Textile<br>Manufacturing<br>R000's | Head<br>Office and<br>Centralised<br>Services<br>R000's | Total<br>R000's |
|---|----------------------|--|---------------------------------------|------------------------------------|---|-----------------|
| 2018  |                      |  |                                       |                                    |   |                 |
| Segment revenue                                       |                      |  |                                       |                                    |   |                 |
| Primary geographical market                           |                      |  |                                       |                                    |   |                 |
| South Africa  | 83 385               | 604 423                                      | 610 185                               | 253 933                            | -   | 1 551 926       |
| Other African countries                               | -                    | 31 252                                       | 13 099                                | 11 243                             | -   | 55 594          |
| Europe  | -                    | 26 649                                       | 6 264                                 | -                                  | -   | 32 913          |
| South America   | -                    | -  | 2 534                                 | -                                  | -   | 2 534           |
|   | 83 385               | 662 324                                      | 632 082                               | 265 176                            | -   | 1 642 967       |
| Major products/service lines                          |                      |  |                                       |                                    |   |                 |
| Woven, knitted and non-woven products                 | -                    | -  | 254 863                               | 265 176                            | -   | 520 039         |
| Pressed, roll-formed steel products                   | -                    | -  | 309 793                               | -                                  | -   | 309 793         |
| Speciality chemicals                                  | -                    | -  | 67 426                                | -                                  | -   | 67 426          |
| Rentals   | 83 385               | -  | -                                     | -                                  | -   | 83 385          |
| Toys, electronic games and sports goods               | -                    | 541 694                                      | -                                     | -                                  | -   | 541 694         |
| Stationery, publishing and office supplies            | -                    | 120 630                                      | -                                     | -                                  | -   | 120 630         |
|   | 83 385               | 662 324                                      | 632 082                               | 265 176                            | -   | 1 642 967       |
| Timing of revenue recognition                         |                      |  |                                       |                                    |   |                 |
| At a point in time                                    | 83 385               | 651 236                                      | 632 082                               | 265 176                            | -   | 1 631 879       |
| Over time   | -                    | 11 088                                       | -                                     | -                                  | -   | 11 088          |
|   | 83 385               | 662 324                                      | 632 082                               | 265 176                            | -   | 1 642 967       |
| Inter-segment sales                                   | (21 940)             | -  | (12 221)                              | (3 232)                            | -   | (37 393)        |
|   | 61 445               | 662 324                                      | 619 861                               | 261 944                            | -   | 1 605 574       |
| Less: Revenue attributable to discontinued operations | -                    | (9 361)                                      | -                                     | (462)                              | -   | (9 823)         |
| Revenue as per statement                              |                      |  |                                       |                                    |   |                 |

|   |           |           |         |         |          |           |
|---|-----------|-----------|---------|---------|----------|-----------|
| of comprehensive income                               | 61 445    | 652 963   | 619 861 | 261 482 | -        | 1 595 751 |
| Segment results                                       |           |           |         |         |          |           |
| Profit from continuing operations before finance cost | 56 993    | (17 027)  | 27 831  | 2 445   | (13 655) | 56 587    |
| Finance expenses                                      | -         | -         | -       | -       | -        | (52 779)  |
| Profit before taxation                                | -         | -         | -       | -       | -        | 3 808     |
| Total segment assets                                  | 1 334 044 | 1 140 079 | 804 631 | 489 712 | 123 149  | 3 891 614 |
| Total segment liabilities                             | 21 549    | 673 934   | 451 662 | 221 501 | 877 922  | 2 246 568 |

2017

|                             |        |         |         |         |   |           |
|-----------------------------|--------|---------|---------|---------|---|-----------|
| Segment revenue             |        |         |         |         |   |           |
| Primary geographical market |        |         |         |         |   |           |
| South Africa                | 78 149 | 593 682 | 400 132 | 367 480 | - | 1 439 443 |
| Other African countries     | -      | 9 981   | 12 460  | 23 498  | - | 45 939    |
| Europe                      | -      | 37 231  | 2 460   | -       | - | 39 691    |
| South America               | -      | -       | 3 354   | -       | - | 3 354     |
|                             | 78 149 | 640 894 | 418 406 | 390 978 | - | 1 528 427 |

|  |        |         |         |         |   |           |
|--|--------|---------|---------|---------|---|-----------|
| Major products/service lines               |        |         |         |         |   |           |
| Woven, knitted and non-woven products      | -      | -       | 235 909 | 390 978 | - | 626 887   |
| Pressed, roll-formed steel products        | -      | -       | 121 444 | -       | - | 121 444   |
| Speciality chemicals                       | -      | -       | 61 053  | -       | - | 61 053    |
| Rentals                                    | 78 149 | -       | -       | -       | - | 78 149    |
| Toys, electronic games and sports goods    | -      | 471 440 | -       | -       | - | 471 440   |
| Stationery, publishing and office supplies | -      | 169 454 | -       | -       | - | 169 454   |
|  | 78 149 | 640 894 | 418 406 | 390 978 | - | 1 528 427 |

|   |          |          |          |          |   |           |
|---|----------|----------|----------|----------|---|-----------|
| Timing of revenue recognition                         |          |          |          |          |   |           |
| At a point in time                                    | 78 149   | 628 156  | 418 406  | 390 978  | - | 1 515 689 |
| Over time   | -        | 12 738   | -        | -        | - | 12 738    |
|   | 78 149   | 640 894  | 418 406  | 390 978  | - | 1 528 427 |
| Inter-segment sales                                   | (25 887) | -        | (12 878) | (4 697)  | - | (43 462)  |
|   | 52 262   | 640 894  | 405 528  | 386 281  | - | 1 484 965 |
| Less: Revenue attributable to discontinued operations | -        | (42 377) | -        | (76 728) | - | (119 105) |
| Revenue as per statement of comprehensive income      | 52 262   | 598 517  | 405 528  | 309 553  | - | 1 365 860 |

|   |           |           |         |         |          |           |
|---|-----------|-----------|---------|---------|----------|-----------|
| Segment results                                       |           |           |         |         |          |           |
| Profit from continuing operations before finance cost | 56 530    | (16 050)  | 18 047  | 3 604   | (22 803) | 39 328    |
| Finance expenses                                      | -         | -         | -       | -       | -        | (46 643)  |
| Loss before taxation                                  | -         | -         | -       | -       | -        | (7 315)   |
| Total segment assets                                  | 1 240 740 | 1 039 691 | 654 527 | 575 964 | 94 237   | 3 605 160 |
| Total segment liabilities                             | 18 988    | 442 515   | 380 521 | 272 299 | 867 057  | 1 981 379 |

Statistics per share  
for the six months ended 30 September 2018

|   |          | Unaudited<br>30 Sept 2018<br>Six months | Unaudited<br>30 Sept 2017*<br>Six months |
|---|----------|---|--|
| Weighted average number of shares in issue          | ('000)   | 431 453                                 | 428 789                                  |
| Number of shares in issue                           | ('000)   | 431 579                                 | 429 559                                  |
| Diluted weighted average number of shares in issue  | ('000)   | 444 325                                 | 428 789                                  |
| Basic earnings                                      | (cents)  | 0,95                                    | (6,25)                                   |
| Continuing operations                               | (cents)  | 0,74                                    | 5,49                                     |
| Discontinued operations                             | (cents)  | 0,21                                    | (11,74)                                  |
| Headline earnings                                   | (cents)  | 1,26                                    | (1,47)                                   |
| Continuing operations                               | (cents)  | 1,05                                    | 5,56                                     |
| Discontinued operations                             | (cents)  | 0,21                                    | (7,03)                                   |
| Diluted earnings                                    | (cents)  | 0,92                                    | (6,25)                                   |
| Continuing operations                               | (cents)  | 0,71                                    | 5,49                                     |
| Discontinued operations                             | (cents)  | 0,21                                    | (11,74)                                  |
| Diluted headline earnings                           | (cents)  | 1,22                                    | (1,47)                                   |
| Continuing operations                               | (cents)  | 1,01                                    | 10,27                                    |
| Discontinued operations                             | (cents)  | 0,21                                    | (11,74)                                  |
| Reconciliation between profit and headline earnings |          |   |  |
| Income attributable to shareholders                 | (R000's) | 4 091                                   | (26 816)                                 |

|  |          |       |         |
|--|----------|-------|---------|
| Impairment of property plant and equipment           | (R000's) | 1 629 | 20 223  |
| Surplus on disposal of property, plant and equipment | (R000's) | (272) | (219)   |
| Surplus of disposal of subsidiary                    | (R000's) | (955) | -       |
| Loss on disposal of property, plant and equipment    | (R000's) | 1 846 | 645     |
| Total tax effect of adjustments                      | (R000's) | (897) | (119)   |
| Headline earnings                                    | (R000's) | 5 442 | (6 286) |
| Net asset value per share                            | (cents)  | 381   | 378     |

\*Restated, refer to note 4.2 and note 7.

Notes to the unaudited condensed consolidated interim results for the for the six months ended 30 September 2018

## 1. Basis of preparation

The unaudited condensed consolidated interim results for the six months to September 2018 have been prepared in accordance with, and containing the information as required by, International Accounting Standard (IAS) 34 Interim Financial Reporting, the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee, the Financial Reporting Pronouncements as issued by the Financial Reporting Standards Council and are in compliance with the Listings Requirements of the JSE Limited and the requirements of the South African Companies Act as amended. These results do not include all the information required for a complete set of IFRS financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group's financial position and performance since the last annual consolidated financial statements for the year ended 31 March 2018.

These results have been prepared under the supervision of the Financial Director, Gys Wege (CA)SA, and have not been audited or reviewed by the Group's auditors, PwC Inc.

## 2. Significant accounting policies

The unaudited condensed consolidated interim results have been prepared under the historical cost convention, except for the revaluation of certain properties and financial instruments. The accounting policies adopted are in terms of IFRS and consistent with those followed in the preparation of the Group's annual financial statements for the year ended 31 March 2018, except for the adoption of new standards and interpretations effective as at 1 April 2018. Refer to note 3 for an explanation on the impact of the new standards on the condensed consolidated financial statements.

## 3. Changes in accounting policies

This note explains the impact of the adoption of IFRS 9 Financial Instruments and IFRS 15 Revenue from Contracts with Customers on the Group's financial statements and also discloses the new accounting policies that have been applied from 1 January 2018, where they are different to those applied in prior periods.

### 3.1 IFRS 9 Financial Instruments - Impact of adoption

IFRS 9 replaces the provisions of IAS 39 that relate to the recognition, classification and measurement of financial assets and financial liabilities, derecognition of financial instruments, and impairment of financial assets.

The adoption of IFRS 9 Financial Instruments from 1 April 2018 resulted in changes in accounting policies and adjustments to the amounts recognised in the financial statements. The new accounting policies are set out in this note. In accordance with the transitional provisions in IFRS 9, comparative figures have not been restated.

The total impact on the Group's retained earnings as at 1 April 2018 is as follows:

|   |          |
|---|----------|
|   | 2018     |
|   | R000's   |
| Closing retained earnings 31 March - IAS 39                             | (45 917) |
| Adjustment to retained earnings from adoption of IFRS 9 on 1 April 2018 | (17 615) |
| Increase in provision for trade receivables (refer to note below)       | (24 466) |
| Increase in deferred tax assets relating to impairment provisions       | 6 851    |
| Opening retained earnings 1 April - IFRS 9                              | (63 532) |

#### Impairment of financial assets

The Group has trade receivables that are subject to IFRS 9's new expected credit loss model and was required to revise its impairment methodology under IFRS 9. The impact of the change in impairment methodology on the Group's retained earnings and equity is disclosed in the table below.

The Group applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables. To measure the expected credit losses all trade receivables have been grouped based on shared credit characteristics and the days past due.

The loss allowance for trade receivables as at 31 March 2018 reconciles to the opening loss allowance on 1 April 2018 as follows:

Trade

|  |             |
|--|-------------|
|  | receivables |
| At 31 March 2018 - calculated under IAS 39                     | R000's      |
| Amounts restated through opening retained earnings             | 28 817      |
| Opening allowance as at 1 April 2018 - calculated under IFRS 9 | 24 466      |
|  | 53 283      |

The loss allowances increased by a further R1,6 million to R54,9 million for trade receivables during the six months to 30 September 2018.

Trade receivables are written off when there is no reasonable expectation of recovery.

Accounting policies applied from 1 April 2018:

Trade, long-term and other receivables

Trade and other receivables originated by the Group continue to be stated at amortised cost less impairment losses. Interest income from long-term receivables are included in finance income using the effective interest rate method.

Impairment

The Group applies the simplified approach permitted by IFRS 9 in determining provision on impairment allowances for receivables. This approach requires expected losses to be recognised from initial recognition of all receivables.

### 3.2 IFRS 15 Revenue from Contracts with Customers - Impact of adoption

The Group has adopted IFRS 15 Revenue from Contracts with Customers from 1 April 2018 which resulted in additional disclosures required and changes in accounting policy. However, there were no significant changes to amounts recognised in the financial statements.

The Group manufactures and sells a range of goods and services across its different segments. Revenue from these sales are recognised when goods or services are transferred to the customer, being when control is passed.

Some products are sold with volume rebates, rights of returns and trade discounts. Revenue from these sales are recognised based on the price specified in the contract, net of the estimated returns and discounts to the extent that it is highly probable.

### 3.3 IFRIC 22 Foreign Currency Transactions and Advance Consideration - Impact of adoption

The Group has adopted IFRIC 22 from 1 April 2018. The standard affects transactions which include the receipt or payment of advance consideration. The spot rate used to translate a non-monetary asset or liability is the earlier of the date of initial recognition of the non-monetary prepayment asset or the non-monetary deferred income liability and the date the asset, expense or income is recognised in the financial statements. The Group has applied this accounting prospectively.

### 3.4 IFRS 16

The standard is effective for the year commencing 1 April 2019. The Group has decided not to early adopt. There has been no significant change in the Group's assessment of the impact of IFRS 16 since the 31 March 2018 annual financial statement disclosures that were made.

## 4. Significant operating activities

### 4.1 Taxation and deferred taxation

Our tax rate is affected by recurring items, such as tax rates in foreign jurisdictions and the relative amounts of income we earn in those jurisdictions, which we expect to be fairly consistent in the near term. It is also affected by discrete items that may occur in any given year but are not consistent from year to year. The table below provides a reconciliation between our applicable tax to the effective tax from continued operations:

Reconciliation of the applicable tax to the effective tax:

|  | 30 Sept 2018<br>R000's | 30 Sept 2017<br>R000's |
|--|------------------------|------------------------|
| Continued operations                                 |                        |                        |
| Profit/(Loss) before tax from continued operations   | 3 808                  | (7 315)                |
| Tax (expense)/income using the statutory rate of 28% | (1 066)                | 2 048                  |
| Difference in tax rate from foreign jurisdiction     | 686                    | 310                    |
| Non-deductible expenses                              | (1 186)                | (438)                  |
| Recognition of deferred tax asset on tax losses      | 1 098                  | 28 491                 |
| Effective tax  | (468)                  | 30 411                 |

### 4.2 Discontinued operations

The Group discontinued certain textile and office automation businesses and sold its interest in Limtech Biometric Solutions. Accordingly their results have been separately disclosed on the face of the statement of profit or loss and other comprehensive income. Where practical these results have been restated.

|   | 30 Sept 2018 | 30 Sept 2017 |
|---|--------------|--------------|
|   | R000's       | R000's       |
| Results of discontinued operations  |              |              |
| Revenue   | 9 825        | 119 105      |
| Operating profit/(loss) before impairments and restructuring and retrenchment costs | 1 060        | (14 444)     |
| Impairment of assets  | -            | (20 223)     |
| Restructuring and retrenchments costs   | (147)        | (15 691)     |
| Operating profit/(loss) before finance costs  | 913          | (50 358)     |
| Finance expense   | -            | -            |
| Profit/(loss) before taxation   | 913          | (50 358)     |
| Income tax expense  | -            | -            |
| Profit/(loss) for the period from discontinued operations                           | 913          | (50 358)     |
| Cash flows used in discontinued operations  |              |              |
| Net cash used in operating activities   | (3 611)      | (14 444)     |
| Net cash used in investing activities   | -            | (964)        |
| Net cash used in discontinued operations  | (3 611)      | (15 408)     |

The loss from discontinued operations is attributable entirely to equity holders of the parent.

#### 4.3 Relates parties

During the period under review, in the ordinary course of business, certain companies within the Group entered into transactions with each other. All these intra-group transactions are similar to those in the prior period and have been eliminated in the condensed interim financial statements on consolidation.

### 5. Significant investing activities

#### 5.1 Capital expenditure and commitments

|                           | Capital expenditure |              | Contractual commitments |              |
|---------------------------|---------------------|--------------|-------------------------|--------------|
|                           | 30 Sept 2018        | 30 Sept 2017 | 30 Sept 2018            | 30 Sept 2017 |
|                           | R000's              | R000's       | R000's                  | R000's       |
| Investment property       | 41 801              | -            | -                       | 21 000       |
| Land and buildings        | -                   | 277          | -                       | -            |
| Plant and equipment       | 41 893              | 29 111       | 35 383                  | 7 602        |
| Total capital expenditure | 83 694              | 29 388       | 35 383                  | 28 602       |

#### 5.2 Business combinations

Current period

Sale of subsidiary

The Group has sold its interest in Limtech Biometric Solutions Proprietary Limited for a total consideration of R2,2 million on 30 June 2018, of which R1,5 million was paid upfront in cash and the remaining balance shall be paid in equal instalments commencing on 1 July 2019.

The following table summarises proceeds on disposal, net cash flow on disposal and analysis of assets and liabilities disposed.

|  | 30 Sept 2018 |
|--|--------------|
|  | R000's       |
| Property, plant and equipment                              | 109          |
| Trade and other receivables                                | 3 843        |
| Inventory  | 903          |
| Cash and cash equivalents                                  | 153          |
| Long-term borrowings                                       | (219)        |
| Trade and other payables                                   | (2 210)      |
| Provisions   | (960)        |
| Other current liabilities                                  | (201)        |
| Net asset value disposed of                                | 1 418        |
| Gain on disposal of subsidiary                             | 955          |
| Disposal proceeds set off against repurchase consideration |              |
| Deferred disposal proceeds                                 | (720)        |
| Cash and cash equivalents disposed of                      | (153)        |
| Net cash inflow on disposal                                | 1 500        |

#### 5.3 Purchase additional shares in subsidiary

On 5 April 2018, the Group subscribed for 930 shares following a rights issue in Oops Global SA, increasing its shareholding from 60% to 66,2%. On 16 May 2018, the Group purchased 1 220 additional shares in Oops Global SA for a consideration of R7,8 million, further increasing its shareholding to 86,4%.

#### 5.4 Investment property/property, plant and equipment

The fair value of investment property as at 30 September 2018 is R978,3 million. Movements since 31 March 2018 comprise an addition of R41,8 million and a transfer from property, plant and equipment of R29,1 million. The fair value has not significantly changed since year-end.

Movements in property, plant and equipment since 31 March 2018 comprise disposals to the value of R101,3 million, acquisitions of R41,9 million and a transfer to investment property of R29,1 million.

## 6. Diluted weighted average number of shares

The dilutive effect is due to the impact of the Group's incentive scheme on the weighted average number of shares in the period under review.

## 7. Change in comparatives

### 7.1 Correction of prior period error relating to the accounting of government grants

Government grants are recognised in profit and loss on a systematic basis over the periods in which the Group recognises the related costs for which the grants are intended to compensate.

During the prior periods, the grants were deemed to be earned through compliance with their conditions and meeting the envisaged obligations. Where the qualifying conditions gave rise to future envisaged obligations, the benefits were allocated against the historic costs of complying with the conditions as well as the future related obligations. Where no envisaged obligations were identified, the grants were recognised when there was reasonable assurance that the entity will comply with all the conditions attached to the grants and that the grants will be received.

It was concluded that the above accounting treatment is incorrect and that the grants related to depreciable assets are to be recognised in the periods in the proportions in which the depreciation expense on those assets are recognised, with the balance being reflected as deferred income.

The effect of the restatement on the prior period numbers is as follows:

|                    | Impact of restatement  |             |             |
|--------------------|------------------------|-------------|-------------|
|                    | As previously reported | Adjustments | As restated |
| 30 September 2017  | R000's                 | R000's      | R000's      |
| Total assets       | 3 577 277              | 27 883      | 3 605 160   |
| Deferred tax asset | 93 882                 | 27 883      | 121 765     |
| Total liabilities  | (1 842 901)            | 3 824 280   | 1 981 379   |
| Deferred income    | -                      | (138 478)   | (138 478)   |
| Total equity       | (1 734 376)            | 110 595     | (1 623 781) |
| Reserves           | (283 833)              | 110 595     | (173 238)   |

|   | Impact of restatement  |             |             |
|---|------------------------|-------------|-------------|
|   | As previously reported | Adjustments | As restated |
| For the period ended 30 September 2017        | R000's                 | R000's      | R000's      |
| Profit before taxation                        | 1 374                  | (8 689)     | (7 315)     |
| Income tax                                    | 31 529                 | (1 118)     | 30 411      |
| Loss from discontinued operations, net of tax | (65 020)               | 14 662      | (50 358)    |
| Total comprehensive income                    | (30 239)               | 4 855       | (25 384)    |
| Basic earnings per share (cents)              | (7,40)                 | 1,15        | (6,25)      |
| Diluted earnings per share (cents)            | (7,40)                 | 1,15        | (6,25)      |

There is no impact on the total operating, investing or financing cash flows for the six-month period ending 30 September 2018.

### 7.2 Discontinued operations

The results of discontinued operations have been separately disclosed on the face of the statement of profit or loss and other comprehensive income. Where practical these results for the prior period have been restated. Operations classified as discontinued operations relate to the following three businesses:

- Berg River Textiles, a division of Winelands Textiles, has been discontinued in the previous period.
- Automation business - all branches, other than Gauteng and the central administration office, are accounted for as discontinued operations.
- Limtech Biometric Solutions Proprietary Limited, which was sold during the period under review.

Refer to note 4.2 for further information on discontinued operations.

## 8. Events after the reporting period

There have been no material events after the reporting period-end.

## 9. Dividends/distribution

The directors have resolved not to declare an interim dividend/distribution for the six months ended 30 September 2018.



Good progress has been made in the period under review. Turnover is up 17% to R1 596 million derived largely from the new acquisitions. Two of the businesses recently acquired, namely Formex Industries, a component automotive manufacturer based in Port Elizabeth, and HTIC (Hong Kong), which sources and distributes branded products, have shown good growth on a like-for-like basis with turnover up 83% and 31% respectively.

Gross margin was down by 40 basis points to 23,6% as a result of margin pressure in some of the manufacturing businesses. Reduced turnover in these businesses put margins under pressure due to reduced fixed-cost absorption. Furthermore, the revenue growth at Formex and HTIC weighs on the overall gross margin as these businesses operate high volume, low margin models.

The increased turnover and good cost containment saw operating profit up 44% to R57 million. Finance expenses are up 13% to R53 million on the back of increased debt levels due to the recent acquisitions and the debt acquired as part of the Formex transaction.

Overall, the results reflect that the good businesses have performed solidly whilst the restructuring initiatives have ensured that the losses have been curtailed in the more challenging businesses. There is more work to be done to get these businesses to make a return but we believe good progress has been made. It should also be borne in mind that some of the Group's businesses are very seasonal with results in the second half of the year usually stronger than the first.

#### Properties

We have mentioned previously that we are focused on growing our property portfolio, but were struggling to find properties within our target pricing. The recent softening of the property market has seen some opportunities arise. During the period we acquired an industrial property in Parow, Cape Town and have approved the acquisition of another industrial property in Epping, Cape Town. The total spend on these two properties is some R85 million. In addition to these two properties, we have approved capital expenditure of some R24 million for the redevelopment of a property in Paarl which was previously occupied by Berg River Textiles. Countering this, we sold a commercial property in Johannesburg, which was previously occupied by our office automation business, for R25 million.

Our property portfolio delivered revenue growth of 7% to R83 million with revenue from external tenants increasing by 18% to R61 million. Operating profit remained flat at R57 million due to increased repairs and maintenance costs in line with our planned maintenance programmes. In the current financial year, these costs are more heavily weighted to the first half of the year and should normalise by year-end.

#### Branded Products

It was a difficult period for the businesses that interface into retail given the tough retail environment. Revenue was up 9% to R653 million due to the new acquisitions and good growth at HTIC. However, the operating loss from continuing operations grew by 6% to R17 million. The Branded Product division is heavily seasonal and the second half of the year is typically far more profitable than the first.

#### Industrial Manufacturing

On the whole the industrial manufacturing businesses performed solidly with Formex the standout performer. Revenue was up 53% to R620 million largely driven by the growth within Formex and the fact that it was accounted for six months in the current period as opposed to two months in the prior period. Operating profit is up 53% to R28 million.

#### Textile Manufacturing

Our textile manufacturing businesses have struggled to get turnover through the businesses with turnover from continuing operations down 16% to R261 million. This has had a negative effect on margins but cost savings ensured that operating profit was only down R1 million.

Signed for and on behalf of the board.

Stuart Queen  
Chief Executive Officer

Gys Wege  
Financial Director

Cape Town  
21 November 2018

#### Corporate information

DENEB INVESTMENTS LIMITED  
(Incorporated in the Republic of South Africa)  
("Deneb" or "the Group" or "the company")

The company's shares are listed under the Financial Services - Speciality Finance sector.

Registration number: 2013/091290/06

JSE share code: DNB

ISIN: ZAE000197398

Income tax  
registration number: 9844426156

Registered office: 5th Floor, Deneb House, Cnr Main and Browning Roads, Observatory 7925, Cape Town  
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Directors: J A Copelyn\* (Non-executive Chairperson), M H Ahmed\*^ (Lead Independent Director),  
D Duncan, T G Govender\*, N Jappie\*^, A M Ntuli, S A Queen (Chief Executive Officer),  
Y Shaik\*, R D Watson\*^, G D T Wege (Financial Director)  
(\* Non-executive ^ Independent)  
L Govender resigned as a non-executive director on 17 April 2018.

Company Secretary: C Philip

Transfer Secretaries: Computershare Investor Services Proprietary Limited  
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Auditors: PricewaterhouseCoopers Inc.

Sponsors: PSG Capital Proprietary Limited  
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