












BRIMSTONE
INVESTMENT CORPORATION LIMITED

Profitability. Empowerment. Positive Social Impact.

ISIN Number: ZAE000015277 | Share Code: BRT
ISIN Number: ZAE000015285 | Share Code: BRN
Company Registration Number: 1995/010442/06
(Incorporated in the Republic of South Africa)
("Brimstone" or "the Company" or "the Group")

REVIEWED PRELIMINARY CONDENSED CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2018

SIGNIFICANT EVENTS

-  Total assets exceeds R10 billion for the first time
-  R112 million increase in equity accounted earnings
-  Tiger Brands transaction matures and successfully realised
-  Upward revaluation of Phuthuma Nathi by R171 million
-  Downward revaluation of Life Healthcare, Equites and STADIO by R311 million
-  Sea Harvest's acquisition of Viking Fishing and Aquaculture concluded on 2 July 2018 and contributed positively to Group results
-  Loss making subsidiary Lion of Africa Insurance Company placed into run-off
-  Sea Harvest's R573 million acquisition of Ladismith Cheese concluded on 2 January 2019
-  Dividend of 45 cents per share (2017: 42 cents per share)

COMMENTARY

The Group reported a profit for the year of R71.3 million compared to a profit of R147.1 million in the prior year. The decline in profitability is mainly due to the downward revaluation of listed investments and an increased loss from subsidiary Lion of Africa Insurance Company, which was partially offset by an increase in equity accounted earnings.

Intrinsic gross asset value decreased to R7.4 billion from R8.7 billion at 31 December 2017. Intrinsic net asset value decreased to R3.9 billion from R4.3 billion at 31 December 2017.

— UNDERLYING INVESTMENTS —



BRIMSTONE PORTFOLIO

SUBSIDIARIES

Sea Harvest (50.6%)¹

Sea Harvest delivered headline earnings for the year ended 31 December 2018 of R278 million, an increase of 18% compared to the same period last year (2017: R235 million), after absorbing transaction costs relating to the Viking acquisition and once-off restructuring costs. Revenue for the year increased by 21% to R2.58 billion (2017: R2.13 billion), benefiting from the inclusion of Viking Fishing and Viking Aquaculture for the six months post acquisition, which offset the lower revenue from Mareterram due to lower than historical average prawn catch volumes. Sea Harvest delivered gross profit of R908 million (2017: R717 million) and gross profit margin expanded to 35.2% (2017: 33.6%), benefiting from the inclusion of Viking earnings and the introduction of a new freezer trawler, the Harvest Mzansi, to the fleet, whose product is targeted towards the more profitable export market. Operating profit of R389 million for the period was 16% higher than last year (2017: R334 million), and operating profit margin was stable at 15% (2017: 15.7%). Sea Harvest has declared a full and final cash dividend of 40 cents per ordinary share in respect of the year ended 31 December 2018, a 29% increase on the dividend of 31 cents per share for the year ended 31 December 2017. The company's strategy is focused on driving earnings growth through margin enhancing investments within its existing operations, as well as through strategic acquisitions in both South Africa and Australia, whilst driving transformation within the fishing industries and positively impacting the communities it serves. Sea Harvest has proudly achieved Level 1 B-BBEE contributor status and has been rated as the most transformed company on the JSE within the Fishing and Food sectors.

Lion of Africa Insurance Company (Lion of Africa) (100%)

Lion of Africa once again experienced a difficult year and, consequently, announced its shareholder's intention to run-off the business on 13 November 2018. Lion of Africa reported a net loss of R132.2 million compared to a loss of R94.7 million in the prior year. These losses were mainly attributable to larger than anticipated claims experienced notably in the Property, Liability and Motor classes of business. These claims have resulted in the gross loss ratio of 93.6% compared to 74.3% in the prior year. These losses include costs and provisions required to account for a business that is in run-off.

House of Monatic (Monatic) (100%)

Revenue decreased by 9% to R157.9 million (2017: R174.4 million) and a loss of R44.1 million (2017: R14.4 million loss) was reported. Continued tough trading conditions affected all revenue streams, but had a significant impact on Monatic's own retail and turnover from chain stores. A largely fixed overhead structure had to be maintained throughout the year while production was only at 85% of capacity, further contributing to the loss. Monatic is in the process of right-sizing the business.

ASSOCIATES AND JOINT VENTURES

Oceana (17%)¹

Brimstone holds 23 million shares in Oceana with a market value of R1.7 billion. Oceana's share price closed at R73.88 per share, down from R85.00 per share at 31 December 2017. Brimstone received dividends of R25.8 million (2017: R20.7 million) from Oceana during the year under review and recognised R140.8 million (2017: R65.7 million) in equity accounted earnings based on Oceana's reported full year earnings to 30 September 2018.

Aon Re Africa (18%)

Aon Re Africa is a leading reinsurance broker licensed and operating in South Africa and the rest of Africa. Brimstone recorded R10.7 million (2017: R3.7 million) in equity accounted earnings after receiving a dividend of R8.5 million (2017: R5.6 million) from Aon Re Africa during the year under review.

¹ Treasury shares have been included in the calculation of the percentage interest held.

ASSOCIATES AND JOINT VENTURES (CONTINUED)

South African Enterprise Development (SAED) (25%)

SAED is an investment vehicle providing equity growth capital to high potential small and medium sized enterprises. Its interests include stakes in High Duty Castings (33.3%), Tombake Holdings (32.6%), Decision Inc. Holdings (25.3%), ASG Holdings (47%), ZAR X (29.5%), Allergy Free Kitchen (32.5%) and Dough Re Mi (35%). SAED contributed R15.4 million (2017: R5.9 million) in equity accounted earnings to Brimstone over the period. Brimstone received a dividend of R1.5 million (2017: R6.3 million) from SAED during the year under review.

Vuna Fishing Company (Vuna) (49.8%)

Vuna is a fully integrated fishing business, fishing for Cape hake, sole, monkfish, kingklip and other by-catch species and the processing and packing thereof in order to provide value-added chilled and frozen food products to foodservice customers throughout South Africa and abroad. Vuna contributed R0.6 million (2017: R4.8 million) in equity accounted earnings during the year under review.

Milpark Education (Milpark) (12.8%)

Milpark is a private provider of higher management education. Milpark contributed R3.2 million in equity accounted earnings during the year under review.

Obsidian Health (Obsidian) (25.07%)

Obsidian is a distributor of medical equipment, medical consumables and pharmaceutical products. Brimstone received a dividend of R5.5 million from Obsidian during the year under review.

INVESTMENTS

Equites (7.7%)

Equites' share price closed at R19.36 per share at 31 December 2018, down from R21.00 per share at 31 December 2017. The investment was revalued downwards by R57.2 million to R676 million at year end. Brimstone received a dividend of R45.7 million (2017: R40.8 million) from Equites during the year under review.

FPG Property Fund (9.9%)

Brimstone acquired 10% of FPG Property Fund, a Cape-based black-owned and managed unlisted property fund with a portfolio of properties catering for the retail, industrial and office sectors for a consideration of R131.7 million. The investment was revalued upwards by R16.4 million to R148.1 million at year end. Brimstone received a dividend of R1.6 million from FPG Property Fund during the year under review.

Life Healthcare (3.4%)

Life Healthcare's share price closed at R26.40 per share at 31 December 2018, down from R27.75 per share at 31 December 2017. Brimstone disposed of 15.3 million Life Healthcare shares for an aggregate consideration of R409.1 million during the year under review. The investment was revalued downwards by R82.9 million to R1.3 billion at year end. Brimstone received dividends of R43.5 million (2017: R52.8 million) from Life Healthcare during the year under review.

MTN Zakhele Futhi (1.5%)

Brimstone holds rights to 1.8 million MTN Zakhele Futhi shares which are accounted for as options. The independently calculated option valuation was based on a MTN Group closing share price of R89.00 per share, down from R136.60 per share at 31 December 2017. The investment was revalued downwards by R33.2 million to R37.4 million.

Phuthuma Nathi (7%)

The Phuthuma Nathi 1 shares and Phuthuma Nathi 2 shares closed at R135.00 and R136.00 per share at 31 December 2018 (R99.90 and R98.00 per share at 31 December 2017) respectively. The investment was revalued upwards by R171.3 million to R641.4 million. Brimstone received a dividend of R92.7 million (2017: R91.3 million) from Phuthuma Nathi during the year under review.

Stadio (5.3%)

STADIO's share price closed at R3.49 per share, down from R8.05 per share at 31 December 2017. The investment was revalued downwards by R170.8 million to R152 million.

BRIMSTONE INVESTMENT CORPORATION LIMITED

REVIEWED PRELIMINARY CONDENSED CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2018

INTRINSIC NET ASSET VALUE (INAV)

INAV at 31 December 2018 calculated on a line-by-line basis, totalled R3.90 billion, or R16.15 per share (31 December 2017: R4.32 billion or R18.01 per share), representing a decrease of 9.72% from 2017 (a decrease of 10.33% on a per share basis). As at 31 December 2018, Brimstone Ordinary shares were trading at a discount of 35.0% to INAV (31 December 2017: 27.8%) and "N" Ordinary shares traded at a discount of 41.2% to INAV (31 December 2017: 37.5%). The analysis of INAV is available on the Company's website at www.brimstone.co.za.

The INAV information presented in this report has been prepared on a basis consistent with that used in the integrated report for the year ended 31 December 2017.

DIVIDEND DECLARED

Brimstone's board has declared a final dividend of 45 cents per share for the year ended 31 December 2018 (2017: 42 cents per share) payable on 23 April 2019. The final dividend has been declared out of income reserves.

In compliance with the requirements of Strate, the Company has determined the following salient dates for the payment of the final dividend:

Last day to trade cum dividend	Monday, 15 April 2019
Shares commence trading ex dividend	Tuesday, 16 April 2019
Record date	Thursday, 18 April 2019
Payment date	Tuesday, 23 April 2019

Shares may not be rematerialised or dematerialised from Tuesday, 16 April 2019 to Thursday, 18 April 2019, both days inclusive.

The final dividend is subject to Dividends Withholding Tax (DWT) at 20%. The net local dividend amount is 36 cents per share for shareholders liable to pay DWT and 45 cents per share for shareholders exempt from paying DWT.

The number of Brimstone Ordinary and "N" Ordinary shares eligible for the final dividend at the date of this declaration is 39 874 146 and 207 650 175 respectively (this excludes 11 908 000 "N" Ordinary shares held by The Brimstone Black Executives Investment Trust and The Brimstone General Staff Investment Trust which are not eligible to receive dividends) and the Company's tax reference number is 9397002719.

CHANGES TO THE BOARD OF DIRECTORS

Mrs T Moodley was appointed as an executive director of Brimstone with effect from 10 May 2018.

PROSPECTS

The Group is defined by bona fide empowerment credentials, and its long-term ability to enhance NAV and pay dividends. The Group will continue to maintain its positive long-term view on its investments and pursue value accreting opportunities.

F Robertson

Executive Chairman

MA Brey

Chief Executive Officer

11 March 2019

DIRECTORATE AND ADMINISTRATION

Registered office: Boundary Terraces, 1 Mariendahl Lane, Newlands 7700, Cape Town

Transfer Secretaries: Computershare Investor Services (Pty) Ltd, Rosebank Towers, 15 Biermann Avenue, Rosebank, 2196

Sponsor: Nedbank CIB, 135 Rivonia Road, Sandton 2196

Directorate: F Robertson (Executive Chairman)*, MA Brey (Chief Executive Officer)*, GG Fortuin (Financial)*,

MI Khan (Chief Operating Officer)*, T Moodley*, PL Campher (Lead Independent), M Hewu, N Khan, KR Moloko, MK Ndebele, LA Parker, FD Roman **Executive*

Company Secretary: T Moodley

Website: www.brimstone.co.za

E-mail: info@brimstone.co.za

INDEPENDENT AUDITOR'S REVIEW REPORT ON CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

To the shareholders of Brimstone Investment Corporation Limited

We have reviewed the condensed consolidated financial statements of Brimstone Investment Corporation Limited, contained in the accompanying preliminary report, which comprise the condensed consolidated statement of financial position as at 31 December 2018 and the condensed consolidated statement of profit or loss, other comprehensive income, changes in equity and cash flows for the year then ended, and selected explanatory notes.

Directors' Responsibility for the Condensed Consolidated Financial Statements

The directors are responsible for the preparation and presentation of these condensed consolidated financial statements in accordance with the requirements of the JSE Limited Listings Requirements for preliminary reports, as set out in note 1 to the financial statements, and the requirements of the Companies Act of South Africa, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

The Listings Requirements require condensed consolidated financial statements contained in a preliminary report to be prepared in accordance with the framework concepts and the measurement and recognition requirements of International Financial Reporting Standards (IFRS), the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Pronouncements as issued by Financial Reporting Standards Council and to also, as a minimum, contain the information required by International Accounting Standard (IAS) 34, Interim Financial Reporting.

Auditor's Responsibility

Our responsibility is to express a conclusion on these financial statements. We conducted our review in accordance with International Standard on Review Engagements (ISRE) 2410, which applies to a review of historical information performed by the independent auditor of the entity. ISRE 2410 requires us to conclude whether anything has come to our attention that causes us to believe that the financial statements are not prepared in all material respects in accordance with the applicable financial reporting framework. This standard also requires us to comply with relevant ethical requirements. A review of financial statements in accordance with ISRE 2410 is a limited assurance engagement. We perform procedures, primarily consisting of making inquiries of management and others within the entity, as appropriate, and applying analytical procedures, and evaluate the evidence obtained. The procedures performed in a review are substantially less than those performed in an audit conducted in accordance with International Standards on Auditing. Accordingly we do not express an audit opinion on these financial statements.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the condensed consolidated financial statements of Brimstone Investment Corporation Limited for the year ended 31 December 2018 are not prepared, in all material respects, in accordance with the requirements of the JSE Limited Listings Requirements for preliminary reports, as set out in note 1 to the financial statements, and the requirements of the Companies Act of South Africa.

Deloitte & Touche
Registered Auditor

Per: MA van Wyk
Partner

11 March 2019

97 Dorp Street
Stellenbosch
7600
South Africa

BRIMSTONE INVESTMENT CORPORATION LIMITED

REVIEWED PRELIMINARY CONDENSED CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2018

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

for the year ended 31 December 2018

R'000	Reviewed Year ended 31 December 2018	Audited Year ended 31 December 2017
Revenue	3 376 655	2 783 431
Sales and fee income	3 137 288	2 560 328
Dividends received	239 367	223 103
Operating expenses	(2 988 096)	(2 408 978)
Operating profit	388 559	374 453
Fair value (losses)/gains	(177 599)	71 359
Other investment losses	(43 440)	–
Share of profits of associates and joint ventures	170 479	58 116
Profit before net finance costs	337 999	503 928
Income from investments	79 297	48 942
Finance costs	(378 146)	(290 506)
Net profit before taxation	39 150	262 364
Taxation	32 173	(115 290)
Profit for the year	71 323	147 074
(Loss)/profit attributable to:		
Equity holders of the parent	(78 505)	45 958
Non-controlling interests	149 828	101 116
	71 323	147 074
(Loss)/earnings per share (cents)		
Basic	(32.4)	19.1
Diluted	(32.4)	18.6

BRIMSTONE INVESTMENT CORPORATION LIMITED

REVIEWED PRELIMINARY CONDENSED CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2018

CONDENSED CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME

for the year ended 31 December 2018

R'000	Reviewed Year ended 31 December 2018	Audited Year ended 31 December 2017
Profit for the year	71 323	147 074
Other comprehensive income/(loss), net of tax	45 917	(49 607)
Items that may be reclassified subsequently to profit or loss		
Cash flow hedges		
- (Loss)/profit arising during the year	(23 955)	27 118
- Recycled to operating expenses	20 614	(47 342)
Cost of hedging reserve		
- Loss arising during the year ¹	(27 194)	-
Foreign currency translation		
- Profit/(loss) arising during the year	22 275	(11 573)
Share of non-distributable reserves of associates	52 222	(28 553)
Revaluation of available-for-sale asset		
- Gain arising during the year	-	12 368
Items that will not be reclassified subsequently to profit or loss		
Measurement of defined benefit plans	2 149	1 625
Share of non-distributable reserves of associates	(194)	(3 250)
Total comprehensive income for the year	117 240	97 467
Total comprehensive (loss)/income attributable to:		
Equity holders of the parent	(31 826)	6 425
Non-controlling interests	149 066	91 042
	117 240	97 467

¹ As a result of adopting IFRS9: Financial Instruments, the Group has elected to designate the spot element of forward contracts as the hedging instrument with the forward element of effective hedges deferred in other comprehensive income as the cost of hedging.

BRIMSTONE INVESTMENT CORPORATION LIMITED

REVIEWED PRELIMINARY CONDENSED CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2018

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

at 31 December 2018

R'000	Reviewed Year ended 31 December 2018	Audited Year ended 31 December 2017
ASSETS		
Non-current assets	7 949 448	6 535 734
Property, plant, equipment and vehicles	1 693 151	915 799
Biological assets	107 646	—
Investment properties	—	80 884
Goodwill	621 549	96 360
Intangible assets	618 356	494 206
Investments in associate companies and joint ventures	1 526 126	1 208 196
Investments	3 050 590	3 630 102
Loans and receivables	8 130	6 110
Loans to supplier partners	72 182	1 959
Deferred taxation	169 173	29 838
Insurance assets	49 783	47 455
Other financial assets	32 762	24 825
Current assets	2 874 877	2 649 370
Inventories	488 359	404 976
Trade and other receivables	897 506	615 164
Insurance assets	441 139	355 833
Other financial assets	994	41 896
Taxation	21 416	6 827
Investments	—	444 457
Cash and cash equivalents	1 025 463	780 217
Non-current assets classified as held for sale	72 226	—
TOTAL ASSETS	10 896 551	9 185 104
EQUITY AND LIABILITIES		
Capital and reserves	3 867 250	3 561 722
Share capital	42	41
Capital reserves	364 189	307 630
Revaluation reserves	18 926	19 592
Cash flow hedging reserve	10 558	11 987
Cost of hedging reserve	(14 596)	—
Foreign currency translation reserve	(10 280)	(21 315)
Changes in ownership	660 945	579 857
Retained earnings	1 683 660	1 884 210
Attributable to equity holders of the parent	2 713 444	2 782 002
Non-controlling interests	1 153 806	779 720
Non-current liabilities	4 660 904	3 491 320
Long-term borrowings	3 616 233	2 671 147
Long-term provisions	25 229	26 342
Contingent consideration	121 910	—
Deferred grant income	20 026	12 109
Other financial liabilities	44 768	61 223
Insurance liabilities	92 667	82 406
Share-based payment liability	27 626	18 789
Deferred taxation	712 445	619 304
Current liabilities	2 368 397	2 132 062
Short-term borrowings	722 270	774 659
Bank overdrafts	82 642	104 731
Trade payables	536 222	470 521
Other payables	134 828	82 356
Deferred grant income	—	1 505
Insurance liabilities	812 084	579 190
Other financial liabilities	37 027	69 165
Short-term provisions	42 155	38 291
Taxation	1 169	11 644
TOTAL EQUITY AND LIABILITIES	10 896 551	9 185 104
NAV per share (cents)	1 123.8	1 160.3
Shares in issue at end of year (000's)	241 446	239 767

BRIMSTONE INVESTMENT CORPORATION LIMITED

REVIEWED PRELIMINARY CONDENSED CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2018

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

for the year ended 31 December 2018

R'000	Reviewed Year ended 31 December 2018	Audited Year ended 31 December 2017
Operating activities		
Net attributable profit	71 323	147 074
Adjustments for non-cash items	206 259	101 235
Operating cash flows before movements in working capital	277 582	248 309
Decrease/(increase) in inventories	15 485	(21 890)
Increase in trade and other receivables	(166 256)	(56 945)
Increase in trade and other payables	61 503	55 741
Net (increase)/decrease in insurance assets	(87 634)	49 046
Net increase in insurance liabilities	243 155	56 435
Cash generated from operations	343 835	330 696
Interest received	72 748	48 942
Dividends received from associates and joint ventures	41 221	32 578
Dividends received from other equity investments	198 146	190 525
Income taxes paid	(123 872)	(95 447)
Finance costs	(376 380)	(238 129)
Net cash generated from operating activities	155 698	269 165
Investing activities		
Loans and receivables advanced	(4 823)	(7 833)
Proceeds on disposal of investments	1 013 492	160 105
Proceeds on disposal of property, plant, equipment and vehicles	76 134	2 855
Biological assets acquired	(37 149)	—
Acquisition of property, plant, equipment and vehicles	(323 989)	(430 870)
Acquisition of investment in subsidiary/business	(181 338)	—
Acquisition of intangible assets	(38 926)	(3 687)
Investment property acquired	—	(51 258)
Acquisition of investments	(273 299)	(755 827)
Net cash generated from/(utilised in) investing activities	230 102	(1 086 515)
Financing activities		
Dividends paid by company and subsidiaries	(108 876)	(108 056)
Repayments of borrowings	(1 301 721)	(480 064)
Loans raised	1 476 119	643 125
Proceeds from other long-term loans	2 320	—
Further investment in subsidiary	—	(1 479)
Shares repurchased	(21 575)	(23 851)
Proceeds on issue of trust units/shares	—	15 172
Net (repurchase)/issue of shares by subsidiaries	(127)	1 253 995
Repayment of other financial liabilities	(78 468)	(22 253)
Loans made to supplier partners	(68 001)	—
Share of distribution made by special purpose entities	(11 593)	(248 733)
Units/shares repurchased	(6 584)	(5 699)
(Decrease)/increase in bank overdrafts	(22 089)	80 341
Net cash (used in)/generated from financing activities	(140 595)	1 102 498
Net increase in cash and cash equivalents	245 205	285 148
Cash and cash equivalents at beginning of year	780 217	495 082
Foreign exchange differences	41	(13)
Cash and cash equivalents at end of year	1 025 463	780 217
Bank balances and cash	1 025 463	780 217

BRIMSTONE INVESTMENT CORPORATION LIMITED

REVIEWED PRELIMINARY CONDENSED CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2018

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended 31 December 2018

	Share capital	Capital reserves	Revaluation reserves	Cash flow hedging reserve	Cost of hedging reserve	Foreign currency translation reserve	Changes in ownership	Retained earnings	Attributable to equity holders of the parent	Non-controlling interests	Total
Group											
Balance at 1 January 2017 (audited)	41	380 181	14 143	32 534	—	(29 119)	(163 938)	2 193 293	2 427 135	175 252	2 602 387
Attributable profit for the year ended 31 December 2017	—	—	—	—	—	—	—	45 958	45 958	101 116	147 074
Other comprehensive income/(loss)	—	(30 730)	12 368	(7 869)	—	(13 302)	—	—	(39 533)	(10 074)	(49 607)
Total comprehensive income/(loss)	—	(30 730)	12 368	(7 869)	—	(13 302)	—	45 958	6 425	91 042	97 467
Recognition of share-based payments	—	32 074	—	—	—	—	—	—	32 074	(1 843)	30 231
Amount reclassified to share options reserve	—	—	—	—	—	—	—	—	—	—	—
Dividend paid	—	—	—	—	—	—	—	(102 743)	(102 743)	(2 200)	(104 943)
Recognition of forfeitable share plan reserves (treasury shares)	—	(78 396)	—	—	—	—	—	—	(78 396)	—	(78 396)
Recognition of change in value of share-based payment liability directly in equity	—	—	—	—	—	—	—	—	—	—	—
Transfer to share-based payment liability (modification)	—	(5 613)	—	—	—	—	—	—	(5 613)	(988)	(6 601)
Acquisition of non-controlling interest in subsidiary	—	(19 789)	—	—	—	—	(399)	—	(19 789)	—	(19 789)
Share of distribution made by associate	—	—	—	—	—	—	—	—	(399)	(1 080)	(1 479)
Disposal of treasury shares by subsidiary	—	—	—	—	—	—	—	(23 323)	(23 323)	—	(23 323)
Distributions made to participants of share trusts and share repurchase	—	—	—	—	—	—	—	(248 733)	(248 733)	(3 113)	(251 846)
Shares issued by subsidiaries	—	20 885	(6 919)	(12 678)	—	21 106	744 024	19 758	786 176	522 820	1 308 996
Issue of share capital	—	38 568	—	—	—	—	—	—	38 568	—	38 568
Repurchase of trust units	—	(5 699)	—	—	—	—	—	—	(5 699)	—	(5 699)
Treasury shares acquired	—	(23 851)	—	—	—	—	—	—	(23 851)	—	(23 851)
Change in investment in subsidiary	—	—	—	—	—	—	170	—	170	(170)	—
Balance at 31 December 2017 (audited)	41	307 630	19 592	11 987	—	(21 315)	579 857	1 884 210	2 782 002	779 720	3 561 722
Attributable (loss)/profit for the year ended 31 December 2018	—	—	—	(2 469)	(14 596)	10 345	—	(78 505)	(68 505)	149 828	71 323
Other comprehensive income/(loss)	—	53 399	—	—	—	—	—	—	46 679	(762)	45 917
Total comprehensive income/(loss)	—	53 399	—	(2 469)	(14 596)	10 345	—	(78 505)	(31 826)	149 066	117 240
Recognition of share-based payments	—	36 672	—	—	—	—	—	—	36 672	(9 360)	27 312
Dividend paid	1	36 855	—	—	—	—	—	(102 415)	(65 559)	(40 035)	(105 594)
Recognition of forfeitable share plan reserves (treasury shares)	—	(32 412)	—	—	—	—	—	—	(32 412)	—	(32 412)
Recognition of change in value of share-based payment liability directly in equity	—	(11 618)	—	—	—	—	—	—	(11 618)	—	(11 618)
Non-controlling interest at acquisition of a subsidiary	—	—	—	—	—	—	—	—	—	71 348	71 348
Distributions made to participants of share trusts and share repurchase	—	—	—	—	—	—	—	(11 593)	(11 593)	(3 282)	(14 875)
Shares issued by subsidiaries	—	1 822	(666)	1 040	—	690	81 088	(8 037)	75 937	206 349	282 286
Repurchase of trust units	—	(6 584)	—	—	—	—	—	—	(6 584)	—	(6 584)
Treasury shares acquired	—	(21 575)	—	—	—	—	—	—	(21 575)	—	(21 575)
Balance at 31 December 2018 (reviewed)	42	364 189	18 926	10 558	(14 596)	(10 280)	660 945	1 683 660	2 713 444	1 153 806	3 867 250

BRIMSTONE INVESTMENT CORPORATION LIMITED

REVIEWED PRELIMINARY CONDENSED CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2018

HEADLINE (LOSS)/EARNINGS PER SHARE

	Reviewed Year ended 31 December 2018	Audited Year ended 31 December 2017
Headline (loss)/earnings per share (cents)		
Basic	(21.1)	11.2
Diluted	(21.1)	10.9
Headline (loss)/earnings calculation (R'000)		
Net (loss)/profit attributable to equity holders of the parent	(78 505)	45 958
Profit on disposal of property, plant, equipment and vehicles	(2 451)	(1 938)
Loss/(gain) on remeasurement of investment property	22 945	(20 000)
Impairment of intangible asset and goodwill	13 172	—
Adjustments relating to results of associates	(2 276)	(2 496)
Total tax effects of adjustments	(3 900)	5 433
Headline (loss)/earnings	(51 015)	26 957
Weighted average number of shares on which basic (loss)/earnings and basic headline (loss)/earnings per share is based (000's)	241 946	240 170
Weighted average number of shares on which diluted (loss)/earnings and diluted headline (loss)/earnings per share is based (000's)	241 946	246 566

BRIMSTONE INVESTMENT CORPORATION LIMITED

REVIEWED PRELIMINARY CONDENSED CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2018

FURTHER INFORMATION

1. Basis of preparation

The condensed consolidated financial statements for the year ended 31 December 2018 are prepared in accordance with the requirements of the JSE Limited Listings Requirements for preliminary reports and the requirements of the Companies Act of South Africa. The Listings Requirements require preliminary reports to be prepared in accordance with the framework concepts and the measurement and recognition requirements of International Financial Reporting Standards (IFRS) and the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Pronouncements as issued by Financial Reporting Standards Council and to also, as a minimum, contain the information required by IAS 34 Interim Financial Reporting. These condensed consolidated financial statements for the year ended 31 December 2018 have been reviewed by Deloitte & Touche, who expressed an unmodified review conclusion. The directors take full responsibility for the preparation of this report. The condensed consolidated annual financial statements were prepared under the supervision of the Financial Director, Geoffrey George Fortuin CA(SA).

2. Accounting policies

The accounting policies and methods of computation applied in the preparation of these condensed consolidated financial statements are in terms of IFRS and are consistent with those applied in the financial statements for the year ended 31 December 2017, except as set out below. The Group adopted IFRS 9: Financial Instruments and IFRS 15: Revenue from Contracts with Customers on 1 January 2018. As reported in the prior year, the adoption of these standards had an immaterial impact on the Group. The implementation of IFRS 9 resulted in the reclassification of the "available-for-sale" investment to an equity instrument irrevocably designated as at fair value through other comprehensive income. There is no reclassification of fair value changes on the "available-for-sale" investment as these are already reported in equity. The adoption of IFRS 15 had no material impact on the Group.

	Reviewed Year ended 31 December 2018	Audited Year ended 31 December 2017
R'000		
3. Income from investments		
Interest received on bank deposits and loans to associates and subsidiaries	79 297	48 942
4. Finance costs		
Interest on borrowings	164 468	97 002
Interest rate swap	2 041	645
Preference dividends	205 411	190 165
Interest on obligations under instalment sale agreements	—	95
Other	6 226	2 599
	378 146	290 506
5. Taxation		
Current normal and deferred tax	(32 183)	112 678
Dividends tax	10	398
Securities transfer tax	—	2 214
	(32 173)	115 290
6. Commitments		
6.1 Capital commitments		
Commitments for the acquisition of property, plant, equipment and vehicles:		
Contracted for	19 632	155 665
Authorised by directors but not contracted for	122 891	128 691
	142 523	284 356
6.2 Lease commitments		
Outstanding commitments under non-cancellable operating leases with a term of more than one year, which fall due as follows:		
Within one year	34 792	28 037
In the second to fifth year inclusive	94 307	42 738
Beyond five years	126 463	1 915
	255 562	72 690

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FURTHER INFORMATION (CONTINUED)

7. Segmental information

Information reported to the Group's operating decision makers for the purpose of resource allocation and assessment of segment performance is specifically focused on the individual entity in which Brimstone has invested. The Group's reportable segments under IFRS 8: Operating Segments are therefore fishing, insurance, clothing and investments. Investments include investments in associates, investments at fair value through other comprehensive income/available-for-sale investments, investments at fair value through profit or loss and the Group's property portfolio.

R'000	Reviewed Year ended 31 December 2018	Audited Year ended 31 December 2017
Segment revenues and results		
Segment revenue		
Fishing	2 588 144	2 142 632
Insurance	388 801	234 442
Clothing	157 861	174 402
Investments	241 849	231 955
Total revenue	3 376 655	2 783 431
Segment profit/(loss) from operations		
Fishing	422 586	333 812
Insurance	(152 615)	(104 544)
Clothing	(22 653)	(8 674)
Investments	141 241	153 859
Total profit from operations	388 559	374 453
Fair value (losses)/gains	(177 599)	71 359
Other investment losses	(43 440)	–
Share of profits of associates and joint ventures	170 479	58 116
Income from investments	79 297	48 942
Finance costs	(378 146)	(290 506)
Taxation	32 173	(115 290)
Profit for the year	71 323	147 074

R'000	Reviewed 31 December 2018		Audited 31 December 2017	
Segment assets and liabilities	Gross	Net	Gross	Net
Segment assets				
Fishing	4 803 721	4 803 721	2 523 049	2 523 049
Insurance	1 097 628	1 097 628	1 001 637	1 001 637
Clothing	142 413	142 413	171 776	171 776
Investments	6 043 762	6 043 762	3 696 462	3 696 462
Intergroup balances	5 581 876	4 852 789	6 198 870	5 488 642
Other	729 087	–	710 228	–
Total segment assets	11 625 638	10 896 551	9 895 332	9 185 104
Segment liabilities				
Fishing	2 781 918	2 781 918	1 004 416	1 004 416
Insurance	1 504 225	1 139 291	1 275 989	911 055
Clothing	170 281	71 143	155 457	75 178
Investments	4 456 424	3 992 352	2 435 862	1 990 649
Total segment liabilities	3 301 964	3 036 949	3 897 748	3 632 733
Total segment liabilities	7 758 388	7 029 301	6 333 610	5 623 382

Other segmental information

Depreciation and amortisation		
Fishing	116 750	103 065
Insurance	3 150	2 866
Clothing	6 819	7 463
Investments	1 317	1 328
Total segment depreciation and amortisation	128 036	114 722

Additions to non-current assets

Fishing	395 349	371 403
Insurance	1 859	3 177
Clothing	1 127	5 599
Investments	1 729	105 636
Total segment additions to non-current assets	400 064	485 815

BRIMSTONE INVESTMENT CORPORATION LIMITED

REVIEWED PRELIMINARY CONDENSED CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2018

FURTHER INFORMATION (CONTINUED)

8. Fair value measurements

This note provides information about how the Group determines fair values of various financial assets, non-financial assets and financial liabilities.

Fair value of the Group's financial assets, non-financial assets and financial liabilities that are measured on a fair value basis on a recurring basis

Some of the Group's financial assets, non-financial assets and financial liabilities are measured at fair value at the end of each financial reporting period. The following table gives information about how the fair values of these financial assets, non-financial assets and financial liabilities are determined (in particular, the valuation technique(s) and inputs used). The directors consider that the carrying amounts of financial assets and financial liabilities not measured at fair value on a recurring basis (but fair value disclosures are required) recognised in the consolidated financial statements approximate their fair values.

R'000 2018 (Reviewed)	Level 1	Level 2	Level 3	Total
Financial assets at FVTPL*				
Derivative financial assets	—	71 142 ³	—	71 142
Listed shares	2 821 144	—	—	2 821 144
Unlisted shares	—	—	166 795 ⁴	166 795
Contingent consideration (refer to note 10)	—	—	121 910	121 910
Non-financial assets at fair value				
Investment properties	—	—	57 939 ²	57 939
Financial assets at FVTOCI**				
Unlisted shares	—	—	25 265 ²	25 265
Total	2 821 144	71 142	371 909	3 264 195

Financial liabilities at FVTPL*				
Derivative financial liabilities	—	18 282 ³	—	18 282

R'000 2017 (Audited)	Level 1	Level 2	Level 3	Total
Financial assets at FVTPL*				
Derivative financial assets	—	581 742 ³	—	581 742
Listed shares	3 045 465	—	—	3 045 465
Unlisted shares	470 149	—	—	470 149
Loan	—	—	5 ¹	5
Non-financial assets at fair value				
Investment properties	—	—	80 884 ²	80 884
Available-for-sale financial assets				
Unlisted shares	—	—	25 265 ²	25 265
Unlisted shares	—	—	18 654 ⁴	18 654
Total	3 515 614	581 742	124 808	4 222 164

Financial liabilities at FVTPL*				
Derivative financial liabilities	—	50 323 ³	—	50 323

*FVTPL = Fair value through profit or loss

**FVTOCI = Fair value through other comprehensive income

The table provided analyses financial instruments and non-financial assets that are measured subsequent to initial recognition at fair value, grouped in Levels 1 to 3 based on the degree to which fair value is observable:

- Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

There were no transfers between levels 1, 2 and 3 in the current or prior year.

There are no changes to unobservable inputs that might result in a significantly higher or lower fair value measurement within level 2 and level 3 financial and non-financial assets and liabilities.

Notes

1. At cost or historical valuation which approximates fair value.
2. Value determined by an independent valuer:
 - non-financial assets represented by investment properties are valued using the capitalisation of income method, other than where the acquisition price is current and thus more indicative of fair value.
 - financial assets represented by unlisted shares in a vessel owning company are valued based on the cash flows related to the vessel.
3. The following methods and inputs are used in valuing level 2 financial assets and liabilities:
 - Options are independently valued using the Monte Carlo method, taking into account the number of option shares, the spot price per share, the risk free rate, dividend yield, volatility and outstanding debt of the relevant share.
 - The fair value of interest rate swaps is calculated as the present value of the estimated future cash flows based on observable yield curves.
 - The fair value of forward exchange contracts is determined using forward exchange spot and forward rates at the reporting date.
 - The fair value of forward share sale contracts is calculated by an independent valuer, taking into account the number of shares, the forward price per the contract, the spot price, a discount factor and any expected dividends.
4. Value is based on the effective interest held in the net assets of the underlying entity.

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FURTHER INFORMATION (CONTINUED)

8. Fair value measurements (continued)

Reconciliation of level 3 fair value measurements

R'000	Unlisted shares, contingent consideration, loan and investment properties	
	Reviewed 2018	Audited 2017
Opening balance	124 808	27 488
Total gains or losses		
- in profit or loss	(6 490)	20 000
- in other comprehensive income	—	16 436
Acquisitions	253 591	60 884
Closing balance	371 909	124 808
	Reviewed 31 December 2018	Audited 31 December 2017

9. Share Capital (number)

In issue (number)		
Ordinary shares	39 874 146	40 620 604
Held as treasury shares	(157 030)	(2 136 074)
	39 717 116	38 484 530
"N" ordinary shares	219 558 175	227 911 954
Held as treasury shares	(17 829 453)	(26 629 290)
	201 728 722	201 282 664
Total net of treasury shares	241 445 838	239 767 194

Weighted average number of shares on which basic (loss)/earnings and headline (loss)/earnings per share is based is 241 946 011 (2017: 240 170 204)

Weighted average number of shares on which diluted (loss)/earnings and diluted headline (loss)/earnings per share is based is 241 946 011 (2017: 246 565 919)

Reconciliation of weighted average number of shares between basic and diluted (loss)/earnings per share and headline (loss)/earnings and diluted headline (loss)/earnings per share.

Basic	241 946 011	240 170 204
Dilutive instruments	—	6 395 715
Diluted	241 946 011	246 565 919
Number of instruments treated as anti-dilutive	2 949 037	1 307 703

Closing share price (cents)		
Ordinary shares	1 050	1 300
"N" ordinary shares	949	1 125

The following share movements occurred during the period under review: Ordinary "N" ordinary

Shares issued

19 April 2018 – Scrip dividend	1 284 572	2 073 438
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Shares repurchased and cancelled

19 June 2018	(2 031 030)	(2 029 848)
30 November 2018	—	(8 397 369)

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REVIEWED PRELIMINARY CONDENSED CONSOLIDATED FINANCIAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2018

FURTHER INFORMATION (CONTINUED)

10. Business combination

With effect from 2 July 2018, the Group has together with a consortium of broad-based black economic empowerment investors, acquired the entire fishing business of Viking Fishing Holdings Proprietary Limited ("Viking Fishing") by way of the purchase of selected assets, liabilities and businesses from, and selected shareholdings in, the respective Viking Fishing group businesses; and 51% of the issued share capital of Viking Aquaculture Proprietary Limited ("Viking Aquaculture").

Viking Fishing and Viking Aquaculture was founded in 1978 and 2012, respectively and have developed into significant vertically integrated fishing and aquaculture businesses since establishment. The acquisition is in line with the Group's investment criteria and the Group is confident of the value that a combination of Sea Harvest and the acquired businesses would generate through the complementary nature of the fishing businesses and the diversification into other wild caught species and aquaculture.

The Group gained a controlling interest in Viking Aquaculture through this acquisition, and has accounted for the 51% interest as a non-wholly owned subsidiary, with its results from 2 July 2018 being fully consolidated with that of the Group's results.

The Group has elected to measure the non-controlling interest in Viking Aquaculture at its proportionate percentage of the recognised amounts of the acquiree's identifiable net assets.

The cash generating units identified for the business combination are Viking Fishing and Viking Aquaculture. The purchase price allocation is as follows:

R'000	Fair value at acquisition date Viking Aquaculture	Fair value at acquisition date Viking Fishing	Reviewed Total
Assets acquired and liabilities assumed			
Property, plant and equipment	425 292	227 172	652 464
Biological assets	85 368	—	85 368
Intangible assets	5 635	67 149	72 784
Investment in associate	669	—	669
Deferred tax assets	10 750	—	10 750
Inventory	7 307	67 014	74 321
Current tax receivables	298	—	298
Trade and other receivables	17 888	97 591	115 479
Cash and bank balances	4 540	128 727	133 267
Long-term interest bearing borrowings	—	(402 218)	(402 218)
Other long-term loans	(305 047)	—	(305 047)
Deferred Income	(9 445)	—	(9 445)
Deferred tax liabilities	(83 632)	(19 773)	(103 405)
Trade and other payables	(14 913)	(37 403)	(52 316)
Employee related liabilities	—	(12 812)	(12 812)
Total identifiable assets and liabilities	144 710	115 447	260 157
Total consideration is made up of the following:			
Cash	64 605	250 001	314 606
Shares issued (19 230 769 ordinary Sea Harvest shares at R13.00 per share)	—	250 000	250 000
Contingent consideration	78 740	78 770	157 510
	143 345	578 771	722 116
Net cash flow on acquisition of subsidiary business			
Consideration paid in cash	64 605	250 001	314 606
Less: Cash equivalent balances acquired	(4 540)	(128 727)	(133 267)
	60 065	121 274	181 339
Goodwill on acquisition			
Consideration	143 345	578 771	722 116
Less: Fair value of identifiable assets acquired and liabilities assumed	(144 710)	(115 447)	(260 157)
Non-controlling interest	71 348	—	71 348
	69 983	463 324	533 307

The initial accounting for the acquisition of Viking Fishing and Viking Aquaculture has been finalised.

Property, plant and equipment with a carrying amount of R218.4 million, was revalued at acquisition date to R652.4 million, being its fair value at acquisition date. A total of R287.4 million of the fair value adjustment relates to Viking Aquaculture abalone plants, which was valued based on management estimates of what similar fully functional abalone plants with the same capacity will cost at acquisition date adjusted for wear and tear. The remaining R146.6 million fair value adjustment relates to Viking Fishing of which a significant portion relates to the fishing trawlers which were determined by an independent industry expert.

The fair value of trade and other receivables is R115.5 million and includes trade receivables with a fair value of R109.6 million which approximates the gross contractual amount.

FURTHER INFORMATION (CONTINUED)

10. Business combination (continued)

The main classes of intangible assets identified in Viking Aquaculture were trade names, maritime aquaculture rights and seaweed rights. The main class of intangible asset identified in the Viking Fishing business was the fishing rights. The fair value was determined by an external independent valuer with reference to the best estimate of a market participant's ability to generate economic benefits by using the asset in its highest and best use.

Goodwill is attributable to a control premium as well as the benefit of expected synergies, revenue growth and delivering diversification into other species and high value aquaculture. Subsumed into goodwill are the assembled workforce with specialised knowledge and non-contractual customer relationships which do not qualify for separate recognition. Goodwill is not expected to be deductible for tax purposes.

R'000

**Reviewed
Year ended
31 December
2018**

Impact of the acquisition on the results of the Group

The directors are of the opinion that it is impractical to separately disclose the earnings of Viking Fishing and Viking Aquaculture for the six months ended 31 December 2018 as the acquisition of Viking Fishing took the form of an acquisition of assets and liabilities and during the six months since acquisition the fishing operations of Sea Harvest and Viking Fishing were integrated, making it impractical to allocate revenue and operating costs between the two business operations. Separate records are being maintained on a basis agreed with the former owners for the purpose of earn-out determination.

Results of the Group if Viking Aquaculture and Viking Fishing had been consolidated from 1 January 2018:

Revenue	3 651 873
Profit for the year	154 960

The directors consider these amounts to represent an approximate measure of the performance of the combined group on an annualised basis and to provide a reference point for comparison in future periods.

In determining the revenue and profit of the Group had Viking Fishing and Viking Aquaculture been acquired at the beginning of the current year, the directors have calculated depreciation of plant and equipment and amortisation of intangibles acquired on the basis of the fair values arising in the initial accounting for the business combination rather than the carrying amounts recognised in the pre-acquisition financial statements.

Acquisition related costs

Acquisition costs of R29.4 million were recognised in profit or loss for the 2018 year.

Contingent consideration

The contingent consideration arrangement requires the Group to pay the former owners of Viking Fishing and Viking Aquaculture for achieving certain earn-out targets for the 2018 and 2019 financial years, up to a maximum undiscounted amount of R110 million and R88.8 million respectively.

The fair value of the contingent consideration arrangement of R157.5 million was estimated by an external independent valuer, by calculating the present value of the future expected cash flows. The estimates are based on a discount rate equal to the prime lending rate and the assumption that the earn-out targets will be met based on the best available forecast information at acquisition date.

As at 31 December 2018, there was a decrease of R35.6 million recognised in fair value gains in profit or loss for the contingent consideration arrangement as a result of Viking Aquaculture not achieving the 2018 minimum target.

11. Material related party transactions

In terms of a supply agreement between joint venture group, Vuna Fishing Company Proprietary Limited ("Vuna") and SeaVuna Fishing Company Proprietary Limited ("SeaVuna"), and Sea Harvest Group Limited's subsidiary, Sea Harvest Corporation Proprietary Limited ("Sea Harvest Corporation"), fish caught by Vuna and SeaVuna is marketed by Sea Harvest Corporation. Purchases from SeaVuna during the year amounted to R193.2 million compared to R165.7 million for the year ended 31 December 2017. Sales to SeaVuna during the year amounted to R81.5 million compared to R34.9 million for the year ended 31 December 2017.

FURTHER INFORMATION (CONTINUED)

12. Subsequent events

- a) On 2 January 2019, Sea Harvest Group Limited has, through its wholly-owned subsidiary Cape Harvest Food Group Proprietary Limited, acquired the entire issued share capital of Ladismith Cheese Company Proprietary Limited for a consideration of R573 million, settled in cash. Part of the consideration was funded by way of a vendor consideration placement, whereby Brimstone, through its wholly-owned subsidiary Newshelf 1169 Proprietary Limited, subscribed for 21 428 571 shares at a price of R14.00 per share, resulting in a total subscription of R300 million. This increases Brimstone's investment in Sea Harvest from 50.59%¹ at 31 December 2018 to 54.19%¹ at 8 January 2019. The Group is in the process of determining the fair value of the assets and liabilities of Ladismith Cheese for IFRS 3: Business Combination purposes.
- b) Following the conclusion of an agreement between listed company Clover Industries Limited and Milco SA Proprietary Limited on 4 February 2019, it was announced that Milco SA will make an offer to Clover shareholders to acquire all of their Clover ordinary shares by way of a scheme of arrangement, Clover thereby becoming a wholly-owned subsidiary of Milco SA. In terms of a Shareholders and Subscription Agreement, Brimstone shall subscribe for 15% of the entire issued share capital of Milco SA for a cash consideration of R726 million, which will be funded through debt funding.
- Brimstone has however announced on 7 February 2019 that the Company is in the process of reviewing its participation in this transaction.
- c) On 5 February 2019, Sea Harvest announced that, through its wholly-owned subsidiary Sea Harvest International Proprietary Limited, it had entered into a binding bid implementation agreement with its 56.3% held Australian subsidiary, Mareterram Limited whose shares are listed on the Australian Securities Exchange, regarding the potential acquisition of all of the fully paid ordinary shares in the issued share capital of Mareterram not currently owned by Sea Harvest by way of an off-market takeover offer.
- d) As announced on 1 March 2019, the conditions precedent for Brimstone to acquire 8 000 000 Oceana Group Limited ordinary shares for a cash consideration of R582 million from Tiger Brands Limited have been fulfilled and the acquisition is expected to be completed on or before 20 March 2019.

¹ Treasury shares have been included in the calculation of the percentage interest held.