

AUDITED PROVISIONAL RESULTS

FOR THE YEAR ENDED 30 June

2016

EQSTRA HOLDINGS LIMITED



EQSTRA HOLDINGS LIMITED 1998/011672/06 SHARE CODE: EQS ISIN: ZAE000117123

EQSTRA TO DISPOSE OF THE FLEET MANAGEMENT AND LOGISTICS AND INDUSTRIAL EQUIPMENT DIVISIONS TO ENX

RIGHT SIZED BUSINESSES AND DISCONTINUED NON-CORE OPERATIONS IN ALL DIVISIONS

ENX TO RECAPITALISE THE CONTRACT MINING GROUP POST TRANSACTION

NEW LONG-TERM FUNDING SECURED FOR THE CONTINUING OPERATIONS POST TRANSACTION

INTRODUCTION

The year under review has been an eventful and challenging year for Eqstra, with the group now set to undergo a radical change that will realise its strategic objectives and position Eqstra for long-term sustainability.

Following approval of the enX transaction at the shareholders' meeting held on 22 September 2016, Eqstra will transform into a different group. The transaction results in the disposal of Fleet Management and Logistics and Industrial Equipment to enX Group Limited in exchange for enX shares. The enX shares received will be subsequently distributed to Eqstra shareholders as a dividend in specie. The contract mining businesses will remain and will be recapitalised with a cash injection of R1.4 billion and new borrowing facilities.

Eqstra will change its name to eXtract Group Limited and a new board of directors will be constituted once the transaction is finalised. The intended board to be ZB Swanepoel as independent non-executive chairperson, J Colling as CEO, DAG Chadinha as CFO, JL Serfontein and MS Teke as non-executive directors and CS Halsey, SA Nkosi and OM Matloa as independent non-executive directors.

FINANCIAL REVIEW

The group reported a loss for the year of R2 253 million compared to a profit of R254 million in the prior year. The loss is best explained by the components being:

- Contract Mining and Plant Rental division loss of R463 million (2015: R130 million);
- Industrial Equipment division profit of R94 million (2015: R131 million);
- Fleet Management and Logistics division profit of R141 million (2015: R124 million);
- Other operations, including the fair value adjustment associated with the enX transaction, loss of R1 007 million (2015: R21 million loss); and lastly
- Remaining discontinued operations (see details below) loss of R1 018 million (2015: R150 million profit).

DIVISIONAL REVIEWS

Contract Mining and Plant Rental (continuing operations)	30 June 2016 Rm	30 June 2015 Rm	% change
Revenue	2 964	2 801	+5.8
Operating profit	151	104	+45.2
Net finance costs	(219)	(200)	+9.5
Loss before taxation	(620)	(175)	+254.3
Revenue-generating assets	2 046	4 170	(50.9)

The division, as the only continuing operation, retained its focus on improving operating profits. The current year's continuing results were impacted by leasing asset impairments of R536 million (2015: R79 million). In addition, as at 30 June 2016 the division had R809 million of impaired assets classified as assets held for sale.

The Benga contract in Mozambique concluded in December 2015 and assets were impaired to expected sale values. Negotiations with various parties are ongoing to sell these assets. The assets were classified as assets held for sale. Related asset impairments of R731 million were raised during the year.

The division also discontinued its plant rental operations and related asset impairments of R200 million (2015: R18 million) were raised during the year.

The division improved its lost time injury frequency rate at 0.18 (2015: 0.20).

Industrial Equipment (to be sold to enX)	30 June 2016 Rm	30 June 2015 Rm	% change
Revenue	3 036	2 602	+16.7
Operating profit	316	333	(5.1)
Net finance costs	(148)	(154)	(3.9)
Profit before taxation	131	181	(27.6)
PBT margin (%)	4.3	7.0	(38.6)
Revenue-generating assets	2 555	2 513	+1.7

The division successfully increased new and used unit sales in a declining SA forklift market by securing a number of new contracts with major blue-chip companies. A foreign exchange loss of R37 million (2015: R2 million gain) impacted results. The Industrial Equipment's forklift business in the UK continued to perform well. During the year the division discontinued its non-core Construction Equipment, Agricultural, 600SA manufacturing and Air Supreme businesses following continued suboptimal performance. The division will be transferred to enX on the transaction effective date.

Fleet Management and Logistics (to be sold to enX)	30 June 2016 Rm	30 June 2015 Rm	% change
Revenue	2 113	2 019	+4.7
Operating profit	372	371	+0.3
Net finance costs	(173)	(200)	(13.5)
Profit before taxation	188	171	+9.9
PBT margin (%)	8.9	8.5	+4.7
Revenue-generating assets	2 764	3 199	(13.6)

The division performed well. Value add products continued to record growth and profit before taxation improved by 9.9%, despite a strategy of limiting leasing growth to reduce group gearing. The division sold its Commodities business during the year and closed operations in Nigeria. The division will be transferred to enX on the transaction effective date.

DIVIDEND

The board has not declared a dividend given the company performance, transition and planned corporate action.

LOOKING AHEAD

Under the new eXtract banner, Contract Mining will continue to focus on improving the efficiencies of the mines on which it operates as well as seeking new projects to diversify its geographic and commodity exposures. Over the next 24 months, management will continue to realise best value for the impaired excess and idle assets within the business and proceeds will be applied to repay debt. In the long-term the new mining services group will look to grow by acquisition.

The company will change its year-end from June to August. The next set of annual results for Eqstra (then renamed eXtract) will therefore be for the 14 months ending 31 August 2017.

Prospects for Fleet Management and Industrial Equipment will be outlined in enX's integrated report.

DIRECTOR CHANGES AND APPRECIATION

JL Serfontein (previous CFO) was appointed CEO in July 2015, DA Austin appointed CFO on 1 May 2016 and ZB Swanepoel was appointed as independent non-executive director on 1 December 2015.

We thank our fellow board members for their contribution and our employees for their ongoing hard work in a challenging environment.

By order of the board
NP Mageza
Chairperson
30 September 2016

JL Serfontein
Chief executive officer

AUDITED SUMMARISED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

as at	30 June 2016 Rm	30 June 2015 Rm
ASSETS		
Non-current assets	2 201	10 739
Intangible assets	37	220
Property, plant and equipment	77	468
Leasing assets	2 044	9 950
Deferred tax assets	41	65
Finance lease receivables	1	16
Other investments and loans	1	20
Current assets	9 321	3 127
Finance lease receivables	1	16
Other investments and loans	–	58
Inventories	87	1 062
Trade and other receivables and derivatives	952	1 770
Taxation in advance	6	18
Cash and cash equivalents	148	203
Assets held for sale ⁽⁴⁾	8 127	–
Total assets	11 522	13 866
EQUITY AND LIABILITIES		
Stated capital	1 839	1 839
Other reserves	449	330
Retained (loss) income	(688)	1 569
Equity attributable to owners of the parent	1 600	3 738
Non-controlling interests	29	32
Total equity	1 629	3 770
Non-current liabilities	2 588	6 351
Interest-bearing borrowings ⁽²⁾	2 539	5 601
Deferred tax liabilities	49	750
Current liabilities	7 305	3 745
Current portion of interest-bearing borrowings ⁽²⁾	92	1 918
Trade and other payables and derivatives	675	1 782
Current tax liabilities	15	45
Liabilities associated with assets held for sale ⁽⁴⁾	6 523	–
Total equity and liabilities	11 522	13 866

AUDITED SUMMARISED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

for the years ended	30 June 2016 Rm	30 June 2015 Rm*
Continuing operations		
Revenue	2 964	2 801
Profit from operations before depreciation, amortisation and recoupments	563	525
Depreciation and amortisation	(412)	(422)
Profit on sale of property, plant and equipment	–	1
Operating profit	151	104
Net foreign exchange gains	1	–
Net impairment of property, plant and equipment ⁽⁴⁾	(17)	–
Net impairment of leasing assets ⁽⁴⁾	(536)	(79)
(Loss) profit before net finance costs	(401)	25
Net finance costs ⁽²⁾	(219)	(200)
Finance costs	(248)	(208)
Finance income	29	8
Loss before taxation	(620)	(175)
Income tax	157	45
Loss for the year from continuing operations	(463)	(130)
Discontinued operations ⁽¹¹⁾		
(Loss) profit for the year from discontinued operations	(1 790)	384
(Loss) profit for the year	(2 253)	254
Attributable to:		
Owners of the parent	(2 257)	243
– Loss for the year from continuing operations	(463)	(131)
– (Loss) profit for the year from discontinued operations	(1 794)	374
Non-controlling interests	4	11
(Loss) profit for the year	(2 253)	254
	Cents	Cents
Loss per share from continuing operations ⁽⁹⁾		
– Basic and diluted loss per share	(118.3)	(33.5)
(Loss) earnings per share from discontinued operations ⁽⁹⁾		
– Basic and diluted (loss) earnings per share	(458.5)	94.3

*2015 re-presented to show comparative results from continuing operations.

AUDITED SUMMARISED CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME

for the years ended	30 June 2016 Rm	30 June 2015 Rm
(Loss) profit for the year	(2 253)	254
Total other comprehensive income for the year, net of taxation	132	109
Items that may be reclassified subsequently to profit or loss		
Exchange differences on translation of foreign subsidiaries	124	92
Net fair value gain on cash flow hedges and other fair value reserves	8	17
Total comprehensive (loss) income for the year, net of taxation	(2 121)	363
Attributable to:		
Owners of the parent	(2 125)	352
Non-controlling interests	4	11
	(2 121)	363

AUDITED SUMMARISED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the years ended	Stated capital Rm	Other reserves Rm	Retained income Rm	Non-controlling interests Rm	Total Rm
Balance at 1 July 2014	1 839	272	1 314	26	3 451
Total comprehensive income for the year	–	109	243	11	363
Profit for the year	–	–	243	11	254
Other comprehensive income for the year, net of taxation	–	109	–	–	109
Net share-based payment expense	–	2	–	–	2
Vesting of share incentive scheme	–	(2)	–	–	(2)
Devaluation of Lereko call option	–	(16)	–	–	(16)
Derecognition of Lereko call option	–	(23)	–	–	(23)
Dividends paid	–	–	–	(5)	(5)
Realisation of currency translation reserve	–	(12)	12	–	–
Balance at 30 June 2015	1 839	330	1 569	32	3 770
Total comprehensive income for the year	–	132	(2 257)	4	(2 121)
Loss for the year	–	–	(2 257)	4	(2 253)
Other comprehensive income for the year, net of taxation	–	132	–	–	132
Net share-based payment expense	–	5	–	–	5
Vesting of share incentive scheme	–	(1)	–	–	(1)
Goodwill reserve arising on additional interest in subsidiary	–	(16)	–	–	(16)
Dividends paid	–	–	–	(7)	(7)
Deferred taxation directly in equity	–	(1)	–	–	(1)
Balance at 30 June 2016	1 839	449	(688)	29	1 629

AUDITED SUMMARISED CONSOLIDATED STATEMENT OF CASH FLOWS

for the years ended	30 June 2016 Rm	30 June 2015 Rm
Cash flows from operating activities		
Cash receipts from customers	9 426	9 463
Cash paid to suppliers and employees	(5 993)	(5 561)
Cash generated from operations	3 433	3 902
Interest received	45	19
Interest paid	(651)	(672)
Taxation paid	(101)	(33)
Net cash flows from operating activities	2 726	3 216
Cash flows from investing activities		
Disposal (acquisition) of businesses	42	(12)
Purchase of intangible assets	(39)	(71)
Purchase of property, plant and equipment	(32)	(33)
Purchase of leasing assets	(2 305)	(2 447)
Proceeds on disposal of property, plant and equipment	49	19
Proceeds on disposal of leasing assets	32	12
(Increase) decrease in finance lease receivables	(6)	11
Proceeds on disposal of other investments and loans	2	–
Net cash flows from investing activities	(2 257)	(2 521)
Cash flows from financing activities		
Purchase of non-controlling interests	(16)	(3)
Dividends paid	(7)	(5)
Net decrease in interest-bearing borrowings	(324)	(590)
Net cash flows from financing activities	(347)	(598)
Net increase in cash and cash equivalents	122	97
Effect of exchange rate translation on cash and cash equivalents	9	13
Cash and cash equivalents at beginning of year	203	93
Cash and cash equivalents at end of year	334	203

AUDITED SUMMARISED CONSOLIDATED STATEMENT OF DISCONTINUED CASH FLOWS

	30 June 2016 Rm	30 June 2015 Rm
CASH FLOWS FROM DISCONTINUED OPERATIONS		
Net cash flows from operating activities	2 471	2 821
Net cash flows from investing activities	(1 758)	(2 085)
Net cash flows from financing activities	(603)	(685)
Net cash inflow	110	51

SEGMENTAL INFORMATION – AUDITED SUMMARISED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

as at	Contract Mining	
	30 June 2016 Rm	30 June* 2015 Rm
BUSINESS SEGMENTATION		
ASSETS		
Intangible assets	37	39
Property, plant and equipment	77	139
Leasing assets	2 044	4 160
Finance lease receivables	2	10
Other investments and loans	1	59
Inventories	87	164
Trade and other receivables and derivatives	952	962
Operating assets	3 200	5 533
Assets held for sale**	8 127	–
Deferred tax assets	41	–
Taxation in advance	6	2
Cash and cash equivalents	148	63
Total assets	11 522	5 598
LIABILITIES		
Trade and other payables and derivatives	675	697
Interest-bearing borrowings	2 631	2 990
Operating liabilities	3 306	3 687
Liabilities associated with assets held for sale**	6 523	–
Deferred tax liabilities	49	114
Current tax liabilities	15	8
Total liabilities	9 893	3 809

