REUNERT

REUNERT LIMITED



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GROUP PROFILE

Reunert manages a diversified portfolio of businesses in the fields of Electrical Engineering, Information Communication Technologies (ICT) and Applied Electronics. The group was established in 1888, by Theodore Reunert and Otto Lenz, and has contributed to the South African economy in numerous ways. Reunert was listed on the JSE in 1948 and is included in the industrial goods and services (electronic and electrical equipment) sector of the JSE. The group operates mainly in South Africa with minor operations in Australia, Lesotho, Sweden, the USA, Zambia and Zimbabwe. Reunert's registered offices are located in Woodmead, Johannesburg, South Africa.

COMMENTARY

OVERVIEW

Reunert welcomes the new political administration appointed at the ruling party's elective conference in December 2017. Reunert recognises the commitment, and subsequent action taken towards ethical leadership, inclusive growth and improved economic growth. We believe this will translate into improved economic conditions for all South Africans.

Reunert provided FY2018 guidance (as part of its 2017 results overview published in November 2017) on the political and economic changes that may have an impact on the environment in which the group operates. Several adverse changes in the operating environment occurred in the period under review. Reunert's half year results to 31st March 2018 reflect a 10% increase in revenue and an 8% decline in operating profit (before interest, dividends and empowerment transactions) ("operating profit"). The decrease in profitability is largely due to:

- The significant strengthening of the Rand against the US dollar ("US\$") experienced since December 2017 which has impacted the group's profitability on 30% of its revenue which is foreign currency denominated;
- 2. An unprecedented reduction in demand from State-Owned Enterprises ("SOEs") and municipalities which materially impacted the Electrical Engineering segment's profitability; and
- 3. The country liquidity constraints in Zambia.

Measure	Units	Six months to 31 March 2018	Six months to 31 March 2017	%
Group revenue	R million	4 841	4 421	10
Group operating profit (before interest,				
dividends and empowerment transactions)	R million	567	616	(8)
Operating margin	%	11,7	13,9	(16)
Profit for the period	R million	448	469	(4)
Headline earnings per share	Cents	275	275	0
Normalised headline earnings per share	Cents	276	292	(5)
Q1: Average exchange rate	Rand:1 US\$	13,61	13,90	(2)
Q2: Average exchange rate	Rand:1 US\$	11,95	13,22	(10)
Period end exchange rate	Rand:1 US\$	11,84	13,14	(10)

FINANCIAL PERFORMANCE

Group revenue

Group revenue increased by 10% from R4 421 million to R4 841 million. This was primarily driven by a 25% increase in revenue from the Applied Electronics segment arising from our new segment subsidiaries and our large export order book. Revenue in the Electrical Engineering segment increased marginally due to higher metal prices, offset by a substantial reduction in revenue in our telecom cable joint venture and the impact of the stronger Rand. Revenue in the ICT segment increased in line with inflation, despite the deflationary pressure of the stronger Rand, driven by positive sales volumes.

Commentary continued

Group operating profit

Group operating profit declined by 8% from R616 million to R567 million. The primary drivers of this decrease were:

- The lower margin achieved on export sales and lower earnings from our foreign operations due to the appreciation in the average US\$:Rand exchange rate achieved in the period, which directly impacted profitability;
- 2. The material reduction in demand from SOEs and municipalities which adversely impacted capacity utilisation and margins in the Electrical Engineering segment; and
- 3. The reduced manufacturing activities in Zamefa because of Zambia's ongoing liquidity constraints.

These factors resulted in the operating profit in the Electrical Engineering segment declining significantly and the Applied Electronics segment's operating profit remaining flat despite a 25% increase in revenue.

The ICT segment achieved a 14% increase in operating profit from increased volumes, improved margins and accelerated new customer deals as the segment continued to successfully implement its Total Office Provider strategy.

Capital allocation

During the six months under review, the group concluded two acquisitions:

- The business of SkyWire, which provides Broad Band Connectivity and is an essential component of the "Total Office Provider" solution set in the ICT segment; and
- Dopptech Proprietary Limited, which provides leading edge and complementary technology to our Applied Electronics fuze business.

These acquisitions are fully aligned with the group's strategic intent of investing into early life cycle and innovative businesses

In addition to the two acquisitions, the group continued to re-purchase its own shares under its general authority from shareholders. In the six months, the group purchased a further 1,2 million shares at a total consideration of R85,3 million.

CASH RESOURCES

The reduction in the group's cash resources mainly resulted from the two acquisitions (R227 million), the share buy-back programme (R85 million), investment in working capital (R269 million) and the increase in the Quince rental book (R195 million). The group's cash resources are expected to improve in the second half of the financial year.

TAXATION

During the period under review, the company was successful with a tax appeal in the Supreme Court of Appeal in Bloemfontein. The favourable ruling resulted in the group releasing a provision for normal taxation of R40 million resulting in a 21% effective rate of tax incurred for the six month period.

SEGMENTAL RESULTS

Electrical Engineering

The segment's revenue increased by 2% from R2 381 million to R2 431 million.

The power cable revenue was positively impacted, and operating margins negatively impacted, by the pass through of increased metal prices as part of the standard contract pricing formulae. The adverse liquidity environment in Zambia resulted in Zamefa reducing its manufacturing output to curtail its ongoing funding requirements caused by the build-up of trade receivables. This development substantially reduced Zamefa's contribution to the group.

Our telecom cable joint venture's key customer substantially reduced its demand for both copper and fibre communication cable as it sought to improve its working capital management by reducing its stock holdings. This resulted in this business returning a loss to the group of R9 million for the period under review as against a profit of R23 million in the prior period.

Our circuit breaker business suffered the impact of reduced revenue and operating profit due to the impact of the strengthening of the Rand on its hard currency revenues and a weakening in local demand particularly in the building sector.

The segment's operating profit declined by 33% from R327 million to R219 million.

Information Communication Technologies

The positive momentum built through the successful execution of the total office provider strategy, together with the firmer exchange rate continues to benefit the office automation business. The business was able to provide better pricing into the franchise channel leading to a further increase in both its market share and the number of higher capacity/higher margin units sold which contributed to a substantial increase in profitability.

The segment's voice over internet business continued to attract a significant number of new customers and thereby grow its annuity business although this was partially offset by a reduction in minutes utilised per customer due to the weak economic climate. Good progress was also made in preparing this business for the provision of data connectivity to its customers.

The Quince book increased to R2,6 billion due to the strong sales in Office Automation and the quality of the book remains excellent.

The ICT segment's revenue accordingly increased by 4% from R1 602 million to R1 670 million with another strong improvement in its operating profit which increased by 14% from R278 million to R317 million.

Applied Electronics

The segment's revenue increased by 25% from R693 million to R863 million on the back of positive export sales and the impact of the acquisitions made in this segment. However, due mainly to the stronger average exchange rate experienced, margins were reduced in the segment resulting in operating profit being flat for the period at R61 million.

The sales of mining radars was well under expectations in the first half of the financial year but are expected to recover to normal levels in the second half.

Reutech Communications has made good progress in the negotiation of the next phase of the order for tactical radios from the local customer, as well as in securing good export orders, some of which will be executed in the second half of the financial year.

Commentary continued

Although the fuze factory operated at full capacity, the exchange rate and mix of products delivered in the first half of the financial year tempered the results from this business.

Terra Firma continues to make good progress in concluding and executing Engineering, Procurement, Construction and Management contracts for the installation of large scale industrial and commercial solar solutions.

DIRECTORATE

Tumeka Ramuedzisi was appointed to the Board as an independent non-executive director and as a member of the Audit Committee and the Social Ethics and Transformation Committee with effect from 1 April 2018.

Thabang Motsohi, an independent non-executive director who was a member of the Risk Committee and Social, Ethics and Transformation Committee, retired at the conclusion of the Annual General Meeting ("AGM") held on the 12th of February 2018 on reaching the prescribed retirement age of 70.

The Board welcomes Tumeka to the Board and thanks Thabang for his input and contribution over the period of his tenure.

There were no other changes to the composition of either the Board or the Board Committees during the period under review.

PROSPECTS

The group expects an improved performance in the second half of the financial year, subject to there being no material changes to the macro economic conditions. The expectation is supported by the strong export order books of the Applied Electronics segment, our anticipation of some improvement in volumes and product mix in the Electrical Engineering segment and the contribution of the ICT segment's performance reinforced by the contribution from the acquisition of SkyWire.

Business risk to Reunert remains in terms of the Rand's strength, exchange rate volatility and from the fiscal and organisational capacity of key state and municipal customers to place orders at a normal rate.

Post FY18, recent political changes position both the country and the general business environment on a positive trajectory which should result in improved economic activity. The group remains well positioned to capitalise on the expected improvements in South Africa's economic activity and increase in infrastructure spend.

CASH DIVIDEND

Notice is hereby given that an inflation related increase has been considered in the declaration of a gross interim cash dividend No 184 of 125,0 cents per ordinary share (2017: 120,0 cents per share) for the six months ended 31 March 2018.

The dividend has been declared from retained earnings.

A dividend withholding tax of 20% will be applicable to all shareholders who are not exempt from, or who do not qualify for a reduced rate of withholding tax.

Accordingly for those shareholders subject to withholding tax, the net dividend amounts to 100,0 cents per share.

The issued share capital at the declaration date is 184 439 996 ordinary shares.

In compliance with the requirements of Strate Proprietary Limited and the Listing Requirements of the JSE Limited the following dates are applicable:

Last date to trade (cum dividend)

Tuesday, 19 June 2018

First date of trading (ex dividend)

Wednesday, 20 June 2018

Record date

Friday, 22 June 2018

Payment date

Monday, 25 June 2018

Shareholders may not dematerialise or rematerialise their shares between Wednesday, 20 June 2018 and Friday, 22 June 2018, both days inclusive.

On behalf of the board

Trevor Munday

Chairman

Sandton, 25 May 2018

Alan Dickson

Chief Executive Officer

Nick Thomson

Chief Financial Officer

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS

FORTHE SIX MONTHS ENDED 31 MARCH 2018

		Six months en	ded 31 March		
R million	Notes	2018 (Unaudited)	2017 (Unaudited)	% change	Year ended 30 September 2017 (Audited)
Revenue		4 841	4 421	10	9 773
EBITDA* Depreciation and amortisation		636 (69)	681 (65)	(7) 6	1 635 (138)
Operating profit before net interest income and dividends, and empowerment transactions Net interest income and dividends	2	567 8	616 44	(8)	1 497 65
Profit before empowerment transactions Empowerment transactions	4	575 (2)	660 (20)	(13)	1 562 (20)
Profit before taxation Taxation		573 (119)	640 (188)	(10) (37)	1 542 (437)
Profit after taxation Share of joint ventures' and associate's profit		454 (6)	452 17	-	1 105 37
Profit for the period		448	469	(4)	1 142
Profit attributable to: Non-controlling interests Equity holders of Reunert		3 445	17 452	(82) (2)	30 1 112
Cents Basic earnings per share Diluted earnings per share	5,6 5,6	275 270	276 273	- (1)	680 670

^{*} Earnings before net interest income and dividends; taxation; depreciation and amortisation; and empowerment transactions.

Other measures of earnings per share

		Six months en	ded 31 March		
Cents	Notes	2018 (Unaudited)	2017 (Unaudited)	% change	Year ended 30 September 2017 (Audited)
Headline earnings per share	5, 6	275	275	-	679
Diluted headline earnings per share Normalised headline earnings	5, 6	270	272	(1)	670
per share	5, 6	276	292	(5)	697
Diluted normalised headline earnings per share	5, 6	271	289	(6)	687
Interim/total cash dividend per share		125	120	4	474

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE SIX MONTHS ENDED 31 MARCH 2018

R million	Notes	2018 (Unaudited)	2017 (Unaudited)	Year ended 30 September 2017 (Audited)
Profit for the period Other comprehensive income, net of taxation: Items that may be reclassified subsequently to profit or loss		448 (62)	469	1 142
(Losses)/gains arising from translating the financial results of foreign subsidiaries Translation loss on net investment in subsidiary*		(40)	(3)	8 -
Total comprehensive income		386	466	1 150
Total comprehensive income attributable to: Non-controlling interests		(2)	19	34
Share of profit for the periodShare of other comprehensive income		3 (5)	17 2	30 4
Equity holders of Reunert		388	447	1 116
– Share of profit for the period – Share of other comprehensive income		445 (57)	452 (5)	1 112 4

^{*} Translation loss arising on the loan component of the group's net investment in a foreign subsidiary.

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 31 MARCH 2018

				30 September	
		2018	2017	2017	
R million	Notes	(Unaudited)	(Unaudited)	(Audited)	
Non-current assets				-	
Property, plant, equipment, investment					
properties and intangible assets		1 246	1 066	1 095	
Goodwill	7	1 088	925	921	
Investments and loans		61	49	55	
Investment in joint ventures and associate		153	169	159	
Rental and finance lease receivables		1 851	1 578	1 682	
Deferred taxation		111	83	105	
		4 510	3 870	4 017	
Current assets					
Inventory		1 372	1 430	1 439	
Rental and finance lease receivables		773	656	747	
Accounts receivable and taxation		2 256	2 016	2 222	
Derivative assets		16	5	12	
Money market instruments		_	270	130	
Cash and cash equivalents		1 055	1 562	1 522	
		5 472	5 939	6 072	
Total assets		9 982	9 809	10 089	
Equity attributable to equity holders of					
Reunert Limited		6 896	6 858	7 138	
Non-controlling interests		97	98	105	
Total equity		6 993	6 956	7 243	
Non-current liabilities				-	
Deferred taxation		112	96	112	
Put option liability	8	125	_	121	
Long-term borrowings	9	69	42	73	
		306	138	306	
Current liabilities					
Accounts payable, provisions and taxation		2 095	2 112	2 304	
Derivative liabilities		26	1	28	
Bank overdrafts and short-term loans		551	399	197	
Current portion of long-term borrowings	9	11	203	11	
		2 683	2 715	2 540	
Total equity and liabilities		9 982	9 809	10 089	

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FORTHE SIX MONTHS ENDED 31 MARCH 2018

		Six months en	ded 31 March	
R million	Notes	2018 (Unaudited)	2017 (Unaudited)	Year ended 30 September 2017 (Audited)
Share capital	-	365	356	359
Balance at the beginning of the period Issue of shares		359 6	343 13	343 16
Share-based payment reserves		198	165	176
Balance at the beginning of the period Equity-settled share-based payments Shares acquired for incentive scheme		176 24 (2)	136 29 -	136 40 –
Equity transactions/put option with non-controlling shareholders		(118)	-	(116)
Balance at the beginning of the period Put option Equity transaction with non-controlling interests		(116) - (2)	- -	- (116) -
Empowerment shares* Treasury shares**		(276) (312)	(276) (136)	(276) (227)
Balance at the beginning of the period Shares bought back during the period Shares used for incentive scheme		(227) (85) –	(28) (112) 4	(28) (203) 4
Foreign currency translation reserves	,	(38)	(12)	(3)
Balance at the beginning of the period Other comprehensive income		(3) (35)	(7) (5)	(7) 4
Translation loss on net investment in foreign subsidiary	,	(22)	_	-
Balance at the beginning of the period Current period loss		_ (22)	-	-
Retained earnings	,	7 099	6 761	7 225
Balance at the beginning of the period Profit for the period attributable to equity holders of Reunert Cash dividends declared and paid		7 225 445 (571)	6 843 452 (534)	6 843 1 112 (730)
Equity attributable to equity holders of Reunert (carried forward)		6 896	6 858	7 138

	Six months ended 31 March					
R million	Notes	2018 (Unaudited)	2017 (Unaudited)	Year ended 30 September 2017 (Audited)		
Equity attributable to equity holders of Reunert (brought forward) Non-controlling interests		6 896 97	6 858 98	7 138 105		
Balance at the beginning of the period Share of total comprehensive income Dividends declared and paid Net changes in non-controlling interests		105 (2) (5) (1)	81 19 (6) 4	81 34 (15) 5		
Total equity at end of the period		6 993	6 956	7 243		

^{*} These are Reunert Limited shares held by Bargenel Investments Proprietary Limited (Bargenel), a company sold by Reunert to its empowerment partner in 2007.

Until the amount owing by the empowerment partner is repaid to Reunert, Bargenel is consolidated by the group as the significant risks and rewards of ownership of the equity have not passed to the empowerment partner.

^{**} Reunert shares bought back and held by a subsidiary: 4 604 380 (2017: 2 107 979) (September 2017: 3 392 422).

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

FORTHE SIX MONTHS ENDED 31 MARCH 2018

		Six months ended 31 March			
R million	Notes	2018 (Unaudited)	2017 (Unaudited)	Year ended 30 September 2017 (Audited)	
EBITDA Increase in net working capital Other net non-cash movements		636 (269) 25	681 (55) 11	1 635 (225) 60	
Cash generated from operations Net interest income and dividends Taxation paid Dividends paid (including to non-controlling interests)		392 12 (210) (576)	637 44 (206) (540)	1 470 70 (375) (745)	
Net (outflow)/inflow from operating activities Net (outflow)/inflow from investing activities		(382) (351)	(65) 49	420 (21)	
Capital expenditure Net inflow arising from disposal of businesses Gross cashflows on acquisition of businesses Increase in total rental and finance lease	10	(54) - (227)	(49) - (242)	(143) 15 (241)	
receivables Net other investments and loans (granted)/ repaid Dividends received from joint venture Investments net of other capital proceeds*		(195) (6) - 131	(77) 4 - 413	(231) (2) 30 551	
Net outflow from financing activities		(88)	(133)	(386)	
Shares issued Investment in treasury shares Net long-term borrowings repaid Shares acquired for incentive scheme Equity transactions with non-controlling interests		6 (85) (4) (2)	13 (112) (34) –	16 (203) (199) -	
(Decrease)/increase in net cash resources Net cash resources at the beginning of the period		(821) 1 325	(149) 1 312	13 1 312	
Net cash resources at the end of the period		504	1 163	1 325	
Cash and cash equivalents Bank overdrafts Short-term borrowings		1 055 (344) (207)	1 562 (325) (74)	1 522 (138) (59)	
Net cash resources at the end of the period		504	1 163	1 325	

^{*} This includes R130 million withdrawal from investments in long-dated money market instruments (2017: R400 million) (September 2017: R540 million).

CONDENSED SEGMENTAL ANALYSIS

AT 31 MARCH 2018

	Six mont	hs ended 3	1 March				
R million	2018 (Unaudited)	% of total	2017 (Unaudited) Restated ³	% of total	% change	Year ended 30 Sept 2017 (Audited)	% of total
Revenue ¹							
Electrical Engineering	2 431	49	2 381	51	2	5 247	51
ICT	1 670	34	1 602	34	4	3 307	32
Applied Electronics	863	17	693	15	25	1 720	17
Other	5	-	8	-	(38)	14	-
Total segment revenue Revenue from equity- accounted joint venture in Electrical Engineering	4 969	100	4 684	100	6	10 288	100
segment Revenue from equity- accounted associate in	(114)		(251)			(489)	
ICT segment	(14)		(12)			(26)	
Revenue as reported	4 841		4 421		10	9 773	
Operating profit							
Electrical Engineering	219	39	327	51	(33)	696	45
ICT ²	317	57	278	43	14	635	41
Applied Electronics	61	11	61	10	-	276	18
Other	(38)	(7)	(26)	(4)	46	(59)	(4)
Total segment operating profit Operating loss/(profit) from equity-accounted joint	559	100	640	100	(13)	1 548	100
venture in Electrical Engineering segment Operating profit from equity-accounted associate	9		(23)			(48)	
in ICT segment	(1)		(1)			(3)	
Operating profit as reported	567		616		(8)	1 497	

¹ Inter-segment revenue is immaterial and has not been separately disclosed.

Net interest charged on group funding provided to Quince has been eliminated in line with the consolidation principles of IFRS. This elimination amounted to R70 million (2017:R56 million, September 2017: R125 million).
Should Quince be externally funded, this would result in a reduction of ICT's operating profit by the quantum of the external interest paid.

³ The segment analysis for March 2017 has been restated in order to eliminate the effect of head office administration costs from the operating segments.

Condensed segmental analysis continued

Reconciliation of segment operating profit:

R million	2017 Operating profit as previously reported	Elimination of head office administration costs	2017 Operating profit as reported now
Electrical Engineering	309	8	327
ICT	263	15	278
Applied Electronics	54	7	61
Other	14	(40)	(26)
Total segment operating profit	640	_	640

At 31 March									
R million	2018 (Unaudited)	% of total	2017 (Unaudited)	% of total	At 30 Sept 2017 (Audited)	% of total			
Total assets									
Electrical Engineering	2 869	29	2 758	28	3 115	31			
ICT	4 490	45	3 777	39	3 952	39			
Applied Electronics	1 970	20	1 853	19	1 854	18			
Other ⁴	653	6	1 421	14	1 168	12			
Total assets as reported	9 982	100	9 809	100	10 089	100			

⁴ Other consists mainly of group treasury cash balances.

NOTES

1 Basis of preparation

This unaudited interim financial report has been prepared in accordance with the framework concepts and the recognition and measurement requirements of International Financial Reporting Standards (IFRS) in effect for the group at 1 October 2017, and further complies with the SAICA Financial Reporting Guides, as issued by the Accounting Practices Committees and the Financial Reporting pronouncements as issued by the Financial Reporting Standards Council. This interim financial report was prepared using the information as required by IAS 34 – Interim Financial Reporting, and complies with the Listings Requirements of the JSE Limited and the requirements of the Companies Act, No 71 of 2008, of South Africa. This report was compiled under the supervision of NA Thomson CAISAI (chief financial officer).

The group's accounting policies applied for the period ended 31 March 2018, were consistent with those applied in the prior financial year's audited consolidated annual financial statements. These accounting policies comply with IFRS.

Six months ended 31 March			
R million	2018 (Unaudited)	2017 (Unaudited)	Year ended 30 September 2017 (Audited)
Operating profit			
Operating profit includes: - Cost of sales	3 350	2 931	6 366
 Other expenses excluding depreciation and amortisation 	855	828	1 783
- Other income	21	11	30
- Realised (loss)/gain on foreign exchange and derivative instruments - Unrealised (loss)/gain on foreign exchange and	(10)	19	(20)
derivative instruments	(11)	(11)	1
Net interest income and dividends Interest income and dividends	31	64	113
Interest income and dividends	(19)	(20)	(43)
Put option liability: unwinding of discount	(4)	(20)	(5)
Total	8	44	65
Empowerment transactions			
BBBEE costs	2	20	20
Taxation thereon	-	-	
Net empowerment transactions after taxation*	2	20	20

^{*} Included in March and September 2017 is a donation to create an empowerment structure for R1 million.

Notes continued

	Six months ended 31 March			
R million/millions of shares granted	2018 (Unaudited)	2017 (Unaudited)	Year ended 30 September 2017 (Audited)	
Number of shares and earnings used to calculate earnings per share Weighted average number of shares in issue used to determine basic earnings, headline earnings and normalised headline earnings per share (millions of shares)	162	164	164	
Adjusted by the dilutive effect of unexercised share options granted (millions of shares)	3	2	2	
Weighted average number of shares used to determine diluted basic, headline and normalised headline earnings per share (millions of shares)	165	166	166	
Headline earnings Profit attributable to equity holders of Reunert Headline earnings are determined by eliminating the effect of the following items from attributable earnings: Net gain on disposal of assets (after a tax charge of Rnil and non-controlling interest (NCI) portion of Rnil) (March and September 2017:tax and NCI of Rnil)	445	452	1 112	
Headline earnings	445	450	1 111	

	Six months en	Six months ended 31 March			
R million	2018 (Unaudited)	2017 (Unaudited)	Year ended 30 September 2017 (Audited)		
Headline earnings continued Normalised headline earnings* Headline earnings Normalised headline earnings are determined by eliminating the effect of the following items from headline earnings: Empowerment transactions	445	450 20	1 111		
Once-off IFRS 2 share based payment cost of BBBEE transactions (tax and NCI of Rnil) (March and September 2017: tax and NCI of Rnil) Once-off donation to create empowerment structure (tax and NCI of Rnil) Once-off other BBBEE costs	- - 2	19 1	19 1 -		
Recurring merger and acquisition costs (tax and NCI of Rnil) (March and September 2017: tax and NCI of Rnil)	_	9	9		
Normalised headline earnings	447	479	1 140		

6.2

The pro forma financial effects have been prepared in a manner consistent in all respects with IFRS, the accounting policies adopted by Reunert Limited as at 30 September 2017, the revised SAICA guide on pro forma financial information and the Listings Requirements of the JSE Limited.

There are no post balance sheet events which necessitate adjustment to the pro forma financial information.

The directors are responsible for compiling the pro forma financial information on the basis of the applicable criteria specified in the JSE Listings Requirements.

Goodwill			
Carrying value at the beginning of the period	921	737	737
Acquisition of businesses ¹ (Note 10)	183	172	171
Adjustment to goodwill on finalisation of			
acquisition made in prior financial year	_	33	33
Disposal of a controlling interest in a subsidiary	_	(12)	(12)
Disposal of businesses	_	_	(9)
Exchange differences on consolidation of			
foreign subsidiaries	(16)	(5)	1
Carrying value at the end of the period	1 088	925	921

At 31 March 2018, the purchase price allocation of the acquisitions made in the 2018 financial year have not been finalised and therefore the amounts reported are provisional and subject to change.

The pro forma financial information above has been prepared for illustrative purposes only to provide information on how the normalised earnings adjustments might have impacted on the financial results of the group. Because of its nature, the pro forma financial information may not be a fair reflection of the group's results of operation, financial position, changes in equity or cash flows.

Notes continued

Six months ended 31 March			
R million	2018 (Unaudited)	2017 (Unaudited)	Year ender 30 Septembe 201 (Audited
Put Option Liability As part of the Terra Firma and Ryonic acquisitions, the group has granted put options in favour of the non-controlling shareholders for 25% of the issued share capital, in both cases.			
A reconciliation of the closing balance is as below: Balance at the beginning of the period Raised at acquisition at fair value	121	-	
Fair value remeasurements Unwinding of discount	- 4	-	
Balance at the end of the period	125	_	12
instruments in the fair value hierarchy. For Terra Firma, the fair value of the put option liability has been determined using a discounted cash flow valuation technique and is based on earnings multiples stipulated in the sales and purchase agreement. Significant unobservable inputs include:			
 The 2020 forecast revenue and net profit after tax (NPAT) have been used. These forecasts are based on management's best estimate of the revenue and NPAT likely to be achieved in 2020. The earnings multiples stipulated in the sales and purchase agreement. The discount rate of 8%, being the average cost of borrowing. 			
The put option for Ryonic is immaterial. If the key unobservable inputs to the valuation model being estimated, were 1% higher/lower while all the other variables were held constant, the carrying amount of the put option liabilities would decrease/increase by R3 million respectively.			
Long-term borrowings Total long-term borrowings (including finance leases) Less: short-term portion (including finance leases)	80 (11)	245 (203)	8 (1
	69	42	7:

R million	2018 (Unaudited)
Acquisition of businesses	
During the current period the group made the following acquisitions: - SkyWire Proprietary Limited: With effect from 1 March 2018, the group acquired 100% of the business and related assets of SkyWire, a provider of broad band connectivity. The R146 million in goodwill arising from the acquisition is attributable to the expected high growth in this business and the ability to harvest significant synergies through the ICT segment's distribution network. As the group is seeking to diversify their product offerings, and their existing services depend on reliable high-speed data connections, SkyWire data-access products provide a natural extension of the segment's service offering. Synergies will also be obtained from the vertical integration with the group's other businesses in the ICT Segment. A contingent purchase consideration amounting to R93 million was raised on acquisition. This is disclosed in note 13.	205
- Dopptech Proprietary Limited: With effect from 1 March 2018, the group acquired 100% of the share capital of Dopptech Proprietary Limited. The R37 million in goodwill arising from the acquisition is attributable to the business's core product offerings; customer relationships in key geographic regions not currently accessible to the group; and a well-developed R&D capability in electro-mechanical engineering that will assist with product development within the Applied Electronics segment. A contingent purchase consideration amounting to R17,5 million was raised on acquisition. This is disclosed in note 13.	20
Cost of investments Net borrowings acquired on acquisition	225 2
Net cashflows on acquisition of businesses Contingent purchase considerations	227 111
Total purchase price	338
Gross assets acquired and liabilities taken over: Property, plant and equipment and intangible assets Inventory Deferred taxation Goodwill	183 3 (31) 183
Net assets acquired	338
Revenue since acquisition Loss after taxation since acquisition Revenue for the 6 months ended 31 March 2018 as though the acquisition dates had been 1 October 2017	10 (2) 50
Profit after taxation for the 6 months ended 31 March 2018 as though the acquisition dates had been 1 October 2017	12
2017 Refer to 2017 published results	

Notes continued

12

11 Unconsolidated subsidiary

The financial results of Cafca Limited (Cafca), a 70% held subsidiary incorporated in Zimbabwe, have not been consolidated into the group results as the group does not exercise management control:

- Reunert has not appointed a majority of the directors to the board of directors of Cafca and therefore does not control the board; and
- -The difficult economic circumstances in Zimbabwe have resulted in a major liquidity crisis which renders Reunert's access to economic benefits from Cafca (eg. dividends) such that it does not have the ability to affect its variable returns through its powers over Cafca.

The amounts involved are not material to the group's results.

At 31 March 2018, Cafca's share capital and reserves amounted to US\$17 million.

Counterparty R million	Relationship	Sales	Purchases	Lease payments	Treasury shares
Related party transactions					
All related-party transactions, trading account and loan balances are on the same terr	ns				
and conditions as those with non-related parties.					
March 2018					
CBI-electric Telecom Cables Proprietary Limited	A joint venture	_	1	_	_
Oxirostax Proprietary Limited (Nashua Winelands)	An associate	8	5	_	_
Bargenel Investments	Owns 18,5m				
Proprietary Limited	Reunert shares	-	-	-	276
Lexshell 661 Investment Proprietary Limited	A joint venture	_	_	_	_
	A joint venture				
March 2017 CBI-electric Telecom					
Cables Proprietary Limited	A joint venture	3	1	_	_
Oxirostax Proprietary	,				
Limited (Nashua Winelands)	An associate	7	5	-	-
Bargenel Investments	Owns 18,5m				070
Proprietary Limited Lexshell 661 Investment	Reunert shares	_	_	_	276
Proprietary Limited	A joint venture	-	-	-	-
September 2017					
CBI-electric Telecom		_			
Cables Proprietary Limited Oxirostax Proprietary	A joint venture	3	35	-	_
Limited (Nashua Winelands)	An associate	2	22	_	_
Bargenel Investments	Owns 18,5m	_			
Proprietary Limited Lexshell 661 Investment	Reunert shares	-	-	-	276
Proprietary Limited	A joint venture	-	-	1	-

	Six months en	Six months ended 31 March			
R million	2018 (Unaudited)	2017 (Unaudited)	Year ended 30 September 2017 (Audited)		
Contingent purchase considerations As part of the acquisitions of SkyWire and Dopptech (note 10), the group recognised further additional contingent purchase considerations as follows:					
Balance at the beginning of the period ¹ Raised at acquisition at fair value (SkyWire	27	40	40		
and Dopptech) Fair value re-measurements and other	111	-	-		
profit/loss adjustments	(11)	(7)	(13)		
Balance at the end of the period ²	127	33	27		

These were classified as level 3 instruments in the fair value hierarchy based on the following unobservable inputs:

For SkyWire and Omnigo, the fair value of the contingent payable is determined using a cash flow valuation technique and is based on earning multiples stipulated in the purchase agreement.

SkyWire has two payments due within a one year period:

- R70 million based on the expected profit after tax (PAT) at 31 March 2019 at an agreed earnings multiple.
- R25 million based on a defined business plan according to which the company has to achieve certain predefined strategic tasks and objectives within 12 months of the acquisition date.
 The discount rate used is 9.1% (Jibar plus 2%).

The purchase consideration for Omnigo was determined by deducting, from profit before interest and tax (PBIT), 25% of the average capital (total assets less current liabilities) employed in the business. The amount is assessed on an annual basis using forecasted average capital employed and PBIT. The discount rate used is 9,1% (Jibar plus 2%).

For Dopptech, R17,5 million was classified as a level 1 instrument in the fair value hierarchy as the amounts are fixed and stipulated within the purchase agreement.

- ¹ This relates to the acquisition of Omnigo in the 2016 period
- The balance of the contingent purchase considerations have been included in 'Accounts payable, provisions and taxation' on the balance sheet

14 Litigation

13

There is no material litigation being undertaken against the group. The group has made adequate provision against any cases where the group considers there are reasonable prospects for the litigation to succeed. The group has adequate resources and good grounds to defend any litigation it is aware of.

15 Events after reporting date

No events have occurred after the reporting date that require additional disclosure or adjustment to the results presented.

ADDITIONAL INFORMATION

	Six months ended 31 March			
R million (unless otherwise stated)	2018 (Unaudited)	2017 (Unaudited)	Year ended 30 September 2017 (Audited)	
Current ratio (:1) Quick ratio (:1) Dividend yield (%)*	2,0 1,5 6,4	2,2 1,7 6,2	2,4 1,8 7,0	
Return on capital employed (%)	15,5	17,4	19,8	
Net number of ordinary shares in issue (million)	161	163	162	
Number of ordinary shares in issue (million) Less: Empowerment shares (million) Less: Treasury shares (million)	185 (19) (5)	184 (19) (2)	185 (19) (4)	
Capital expenditure	54	49	143	
- expansion - replacement	32 22	29 20	98 45	
Capital commitments in respect of property, plant and equipment	64	83	39	
contractedauthorised not yet contracted	43 21	46 37	20 19	
Commitments in respect of operating leases Contingent liabilities**	231 -	62 -	126	

^{*} Calculated as the total dividend (interim 125 cents per share and prior financial year final dividend per share 354 cents) (2017: 120 cents per share and 326 cents per share respectively) divided by the closing Reunert share price of 7 448 cents (2017: 7 200 cents).

Definitions of ratios and other financial terms are the same as those incorporated in the 2017 Integrated Report.

^{**} The directors are confident that Reunert Limited and its subsidiaries have no exposure arising from the guarantees and sureties in issue, beyond the liabilities recognised in the condensed consolidated statement of financial position at 31 March 2018.

ADMINISTRATION

REUNERT LIMITED

Incorporated in the Republic of South Africa Reg. No 1913/004355/06 Ordinary share Code: RLO ISIN code: ZAE000057428 ("Reunert" or "the group" or "the company")

Directors: TS Munday (chairman) *, T Abdool-Samad*, AE Dickson (chief executive officer), SD Jagoe*, S Martin*, M Moodley, NDB Orleyn**, SG Pretorius*, T Ramuedzisi*, MAR Taylor, NA Thomson (chief financial officer), R Van Rooyen*

* Independent non-executive; ** Non-executive

Registered office

Nashua Building Woodmead North Office Park 54 Maxwell Drive Woodmead, Sandton PO Box 784391 Sandton, 2146 Telephone +27 11 517 9000

Income taxation reference number

9100/101/71/7P

Transfer secretaries

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

Sponsor

One Capital Sponsor Services Proprietary Limited

Registered auditors

Deloitte & Touche

Secretaries' certification

In terms of section 88(2)(e) of the Companies Act, 71 of 2008, I, Karen Louw, duly authorised on behalf of the company secretary, Reunert Management Services Proprietary Limited (Registration number 1980/007949/07) certify that, to the best of my knowledge and belief, the company has lodged with the Companies and Intellectual Property Commission for the financial period ended 31 March 2018 all such returns and notices as are required in terms of the aforesaid Act and that all such returns and notices appear to be true and correct.

Karen Louw

for Reunert Management Services Proprietary Limited Group Company Secretary

Investor enquiries

Carina de Klerk +27 11 517 9000 or e-mail invest@reunert.co.za. For additional information log on to the Reunert website at www.reunert.com.

28 May 2018 (publication date)

NOTES

REUNERT

REUNERT LIMITED





UNAUDITED INTERIM RESULTS

For the six months ended 31 March 2018



AGENDA

01	Salient features
02	Financial performance
03	Strategy
04	Segmental performance
05	Business outlook and prospects

SALIENT FEATURES

Challenging external environment negatively impacted two segments

- ► Applied Electronics and Electrical Engineering segments impacted
- ▶ Rapid appreciation of ZAR against US\$
 - Negative impact on 30% of non-ZAR revenue
- ► Financial constraints of SOEs and key municipalities
 - ▶ Material reduction in orders
- ► Country liquidity constraints in Zambia

Strategy execution yields new acquisitions

- Good progress in ICT segment strategy execution
 - ► Complementary revenue streams gaining traction
 - SkyWire providing national broadband connectivity
- ▶ Other acquisition concluded
 - Dopptech providing advanced fuze technology

Improved cash returns for shareholders

- ▶ Share buyback programme:
 - ▶ 1,2 million shares acquired at R85.3 million
- ▶ Dividend up 4% to 125 cents
 - ► Reflecting stronger expectations for H2
 - Reunert remains well positioned for improved South African economic growth



3

EXTERNAL ENVIRONMENT

RATE OF EXCHANGE

9,9% stronger ZAR:US\$

- ▶ Reduced earnings from foreign subsidiaries on translation
- ► Lower export margins on stronger sales
- ▶ Losses on foreign debtor and cash balances
- ▶ Work-in-progress losses on copper

ZAMBIAN LIQUIDITY

Increased country liquidity challenges impacting on Zesco and ZRA

CUSTOMER CONSTRAINTS

- ► Fiscal constraints within SOEs, including Eskom and Denel, and key municipalities
 - ► Materially lower order placement
- ► Telkom's destocking resulted in low fibre and copper cable orders

IMPACTS

- Insufficient time to adjust cost base during six month period
- ► Margin degradation in AE and EE
- ▶ R61m operating profit impact on group results
- Zamefa's funding limits reached
- Scaled backed production to prioritise cash flow
- Under utilisation of factory capacity
- ► African Cables change in product mix to offset reduced orders, resulted in lower margins
- ► Telecom Cables JV generated an operating loss

Electrical Engineering's operating profit 33% down

Applied Electronics' operating profit flat despite revenue being 25% up

OUTCOME



FINANCIAL PERFORMANCE

10%

Revenue

R4 841m

2017: R4 421m

8%₩

Operating profit

R567m

2017: R616m

0%

HEPS

275 cents

2017: 275 cents

4%↑

Dividend per share

125 cents

2017: 120 cents

SIX MONTHS ENDED 31 MARCH		1H2018	1H2017	Change %
Revenue	Rm	4 841	4 421	10
Operating profit	Rm	567	616	(8)
Profit for the period attributable to Reunert shareholders	Rm	445	452	(2)
HEPS	Cents	275	275	0



FINANCIAL PERFORMANCE

Nick Thomson



GROUP INCOME STATEMENT

	1H2018 Rm	1H2017 Rm	Change %	
Revenue	4 841	4 421	10	
EBITDA	636	681	(7)	
Depreciation & amortisation	(69)	(65)	6	
Operating profit before interest	567	616	(8)	
Net interest income	8	44	(82)	
Profit before empowerment transactions	575	660	(13)	
Empowerment transactions	(2)	(20)	(90)	
Tax	(119)	(188)	(37)	
Profit after tax	454	452	0	
Share of JV profit	(6)	17		
Profit for the period	448	469	(4)	
Minorities	(3)	(17)	(82)	
Profit for the period attributable to RLO	445	452	(2)	
Headline Earnings Adjustment	0	(2)		
Headline Earnings	445	450	(1)	
Normalised Headline Earnings Adjustment	2	29	(93)	
Normalised Headline Earnings	447	479	(7)	
EPS (Cents)	275	276	(0)	
HEPS (Cents)	275	275	0	
NHEPS (Cents)	276	292	(5)	

Reunert unaudited results for the six months ended 31 March 2018

Net interest lower due to

- ► Acquisitions: R468m
- ▶ Working capital investment: R439m
- ▶ Share buyback programme: R176m
- ▶ Loan to Zamefa R262m
 - interest reversed on consolidation

Tax

► Effective rate of taxation of 21% due to release of R40m provision due on the successful outcome of NSN tax appeal

Share of JV

► Impact of reduced Telkom demand

Minorities

► Lower due to reduced profitability mainly at Prodoc and Zamefa



SUMMARISED FINANCIAL POSITION

	March 2018	March 2017	Sept 2017	
	Rm	Rm	Rm	
DDC investment preparties and intensible seeds	1 246	1 066	1 095	
PPE, investment properties and intangible assets Goodwill				
000411111	1 088	925	921	
Other long term assets	2 176	1 879	2 001	
Non-current assets	4 510	3 870	4 017	
Inventory	1 372	1 430	1 439	
Receivables	3 045	2 677	2 981	
Cash and cash equivalents	1 055	1 832	1 652	
Current assets	5 472	5 939	6 072	
Total assets	9 982	9 809	10 089	
Equity	6 993	6 956	7 243	
Deferred taxation	112	96	112	
Long-term borrowings and liabilities	194	42	194	
Non-current liabilities	306	138	306	
Payables	2 121	2 113	2 332	
Current portion of long-term borrowings	11	203	11	
Bank overdraft	551	399	197	
Current liabilities	2 683	2 715	2 540	
Total equity and liabilities	9 982	9 809	10 089	

► Non-current assets higher due to impact of acquisitions and increase in the Rental and Finance Lease receivables in Quince

	SkyWire Rm	Dopptech Rm
Goodwill	146	37
Intangibles	113	-
PPE	69	1
Stock	2	1
Deferred tax	(32)	1
	298	40
Cash paid	205	20
Borrowings Contingent	-	2
purchase consid.	93	18
	298	40

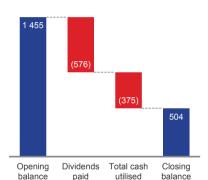
► Increase in bank overdraft and short-term loans primarily due to purchase of SkyWire from short-term borrowings (R205m)



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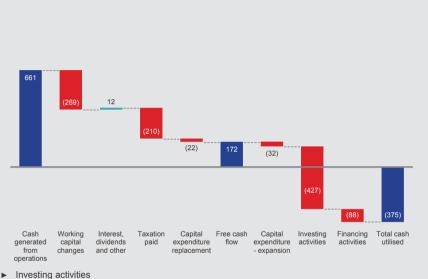
CASH FLOW AT 31 MARCH 2018

MOVEMENT IN CASH FLOW (Rm)



	ОВ	СВ
Cash resources	1 522	1 055
Long dated (>3 months)	130	-
	1 652	1 055
Bank overdraft	(197)	(551)
Total	1 455	504

Reunert unaudited results for the six months ended 31 March 2018



▶ Mainly related to movement in rentals and finance lease receivables (R195m) and acquisitions (R227m)

► Financing activities

- ▶ Mainly consists of repayment of external loans (R4m) and share buyback programme (R85m)
- Seasonality and ongoing working capital actions will lead to improved cash generation in H2



9

WORKING CAPITAL

WORKING CAPITAL MOVEMENT (Rm)	1H2018	FY2017
Decrease/(increase) in inventory	60	(144)
Decrease/(increase) in receivables	(98)	(284)
(Decrease)/increase in payables	(269)	258
(Decrease)/increase in advance payments	38	(55)
Net (outflow)/inflow	(269)	(225)

▶ Inventory decreased mainly due to

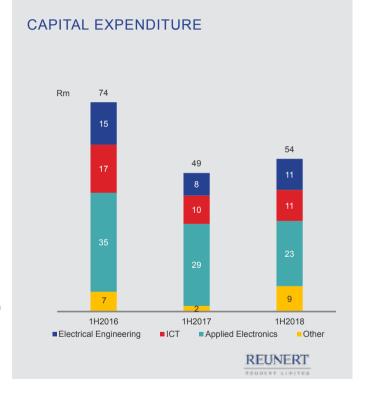
- ▶ Focused programme of stock reduction in EE and ICT
- Offset by build of raw material in AE for fuze orders and solar installations

▶ Accounts receivable increases are mainly due to

- ▶ Increase in EE trade debtors due to liquidity issues in Zambia
- ▶ 10% growth in revenue

▶ Accounts payable decreases are mainly due to

 Reduction of activity and reduction of payment terms in Zambia from copper suppliers



STRATEGY

Alan Dickson



STRATEGY | SKYWIRE ACQUISITION



ICT SEGMENT

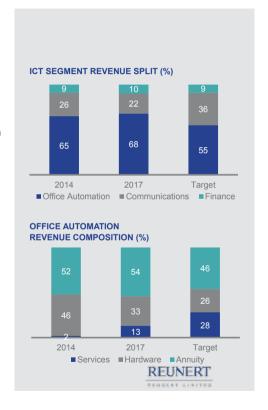
- The segment's customer base creates a strong opportunity for both scale and new revenue streams
 - ▶ 55 000 customers with only a 20% cross sell
- Successful strategy execution is resulting in financial performance gaining momentum

COMMUNICATIONS

- The cluster now provides vertically integrated communications and connectivity solutions to the ICT segment
 - Voice: ECN is the largest independent VoIP provider in the country. The customer base grew by 500 customers per month
 - ► Data/Internet: The ECN network upgrade now allows for the provision of broadband internet connectivity over fibre, wireless and copper
 - ▶ Broadband connectivity: SkyWire acquisition now provides a national footprint with an excellent overlap with our 300 dealers and 37 franchise partners
 - Microwave licensed and unlicensed spectrum: provides a backhaul for integrated voice and data offerings

OFFICE AUTOMATION

- ▶ Material improvement in evolving to a total office provider
 - New annuity revenue streams launched over the last 24 months now comprise 13% of Office Automation revenue



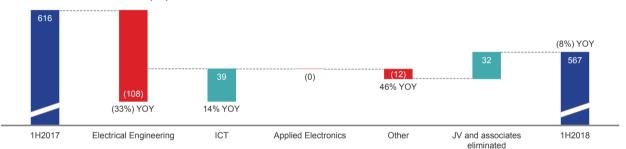


SEGMENTAL PERFORMANCE

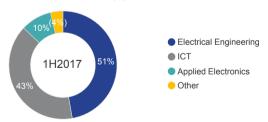


OPERATING PROFIT ANALYSIS

MOVEMENT IN OPERATING PROFIT (Rm)



OPERATING PROFIT SEGMENTAL CONTRIBUTION (%)





Reunert unaudited results for the six months ended 31 March 2018

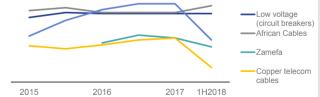
REUNERT

4.4

ELECTRICAL ENGINEERING

- Increased revenue as a result of pass through of higher copper prices
- ▶ Lower margins driven by
 - Under utilisation of manufacturing plants, specifically at Zamefa and Telecom Cables
 - ► Change of customer mix
 - ► Lower gross profit margins due to standard contract pricing formulae
 - ▶ Strong Rand on good circuit breaker export volumes
- Recovery of local electrical infrastructure investment is critical for improved performance of the segment
- Material improvement in financial performance is expected if volumes return to traditional norms

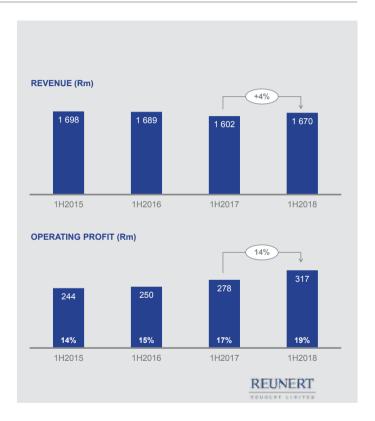
% FACTORY CAPACITY UTILISATION





ICT

- ▶ Operating profit increased by 14%
- Increased volumes due to improved market share
 - ▶ 8% growth in units sold including higher capacity MFPs
 - ▶ Growth in number of voice customers
 - Lower average usage per customer
 - 3 000 new customers added YOY
 - ► Good uptake on cloud PBX
 - Doubled during period to over 8 000 ports
- ▶ Improved margins
 - ▶ Stronger ZAR benefited office automation
- Quince finance book increased to R2,6 billion on the back of strong sales in the franchise channel
 - ▶ Quality of book remains excellent



APPLIED ELECTRONICS

Strong revenue growth

- Fuchs and Reutech Communications had strong production output
- Fuchs 1H2018 product mix biased towards lower margin products
- Omnigo held back on local sales to SOEs and strong rand reduced planned growth, but sales still up on prior year
- ▶ Improved radar defence sales
- ▶ Planned export sales by Nanoteq to new territory delayed
- Reduced demand for mining radars due to technical issues only resolved in late 1H2018

▶ Segment's order books remain positive

- Reutech Solutions has secured the new local customer multi-year contract, albeit at lower margins
- Good progress made on Reutech Communications production order from local customer
- Fuchs has multi-year fuze orders at margins superior to 1H2018

▶ Terra Firma servicing demand for corporate energy solutions

 Strong order receipt with significant project execution in 2H2018

122 61 61 35 8% 18% 1H2015 1H2016 1H2017 1H2018 **REVENUE DISTRIBUTION (%)** 49 49 1H2015 1H2016 1H2017 1H2018 ■Exports ■Local REUNERT

696

1H2016

+25%

693

1H2017

863

1H2018

Reunert unaudited results for the six months ended 31 March 2018

REVENUE (Rm)

424

1H2015

OPERATING PROFIT (Rm)

BUSINESS OUTLOOK AND PROSPECTS



IMPROVED OPERATIONAL PERFORMANCE EXPECTED IN 2H2018

ELECTRICAL ENGINEERING

- ► Improved product mix in power cable plants
- ► Telkom orders expected to resume, but at lower levels than FY2017
 - ► Right sizing operations for reduced offtake levels is nearing completion
- Improved Zambia liquidity would result in an improved performance from Zamefa from 4Q2018
- Cable factory capacity utilisation remains uncertain to year-end

ICT

- Continued growth expectations with cross-selling of products and services in ICT customer base
- SkyWire gaining access to franchise channel across South Africa and resultant financial impact over the next six months

APPLIED ELECTRONICS

- ► Full export order books
 - ▶ Radar
 - ► Fuzes (multi-year)
 - ► Communications (multi-year)
- ▶ Improved mix
 - ► Favourable fuze product mix
 - ► Communications increased export sales in 2H2018
- Terra Firma pipeline converting into operating profit

19

REUNERT WELL POSITIONED FOR SOUTH AFRICAN ECONOMIC RECOVERY

- ▶ Business risk remains to Reunert in terms of the Rand's strength, exchange rate volatility and from the fiscal and organisational capacity of key state and municipal customers to place orders at a normal rate
- ► Change in South African political administration and subsequent changes at key SOEs should result in improved economic growth rates and accelerate infrastructure projects
- ▶ Reunert is well positioned to capitalise on these expected improvements in South Africa

NOTES			

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