

Company income statement

for the year ended June 30

| | Note | 2010 R'000 | 2009 R'000 |
|--|------|------------------|---------------|
| Dividends received | | 984 682 | 862 323 |
| Subsidiaries and joint ventures | | 957 841 | 834 862 |
| Associates | | 26 824 | 27 461 |
| Unlisted investments | | 17 | – |
| Fair value adjustments and impairment of investment in subsidiaries, joint ventures and associates | | (16 985) | (41 707) |
| Profit on disposal of subsidiaries, joint ventures and associates | | 200 088 | 704 638 |
| Profit before taxation | | 1 167 785 | 1 525 254 |
| Taxation | 1 | (802) | (26 424) |
| Profit for the year attributable to shareholders | | 1 166 983 | 1 498 830 |
| Total comprehensive income for the year | | 1 166 983 | 1 498 830 |

Company statement of cash flows

for the year ended June 30

| | Note | 2010 R'000 | 2009 R'000 |
|---|------|--------------------|---------------|
| Cash outflow from operating activities | | (131 600) | (665 360) |
| Cash generated by operations | 2 | 1 248 672 | 606 261 |
| Taxation paid | 3 | (803) | (26 423) |
| Refunds of share premium to shareholders in lieu of dividends | | (1 379 469) | (912 553) |
| Dividends paid | | – | (332 645) |
| Cash effects of investment activities | | (1 037 103) | 532 205 |
| Increase in advances to subsidiaries | | (1 113 044) | (254 327) |
| Acquisition of subsidiaries and associates | 4 | (540 820) | (38 495) |
| Proceeds on disposal of subsidiaries, joint ventures and associates | 5 | 616 761 | 825 027 |
| Cash effects of financing activities | | 1 233 119 | 51 116 |
| Proceeds from share issues | | 1 233 119 | 51 116 |
| Net increase (decrease) in cash and cash equivalents | | 64 416 | (82 039) |
| Cash and cash equivalents at beginning of year | | 51 657 | 133 696 |
| Cash and cash equivalents at end of year | | 116 073 | 51 657 |

Company statement of changes in equity

for the year ended June 30

| | 2010 R'000 | 2009 R'000 |
|---|------------------|---------------|
| Share capital | 17 507 | 16 814 |
| Balance at beginning of year | 16 814 | 16 592 |
| Shares issued during the year | 693 | 56 |
| Capitalisation issue | – | 166 |
| Share premium | 81 258 | 228 301 |
| Balance at beginning of year | 228 301 | 1 090 068 |
| Shares issued during the year | 1 236 462 | 51 060 |
| Share issue costs | (4 036) | (108) |
| Capitalisation issue | – | (166) |
| Refund of share premium to shareholders | (1 379 469) | (912 553) |
| Equity-settled share-based payment reserve | 283 594 | 254 483 |
| Balance at beginning of year | 254 483 | 221 049 |
| Arising during the year | 29 111 | 33 434 |
| Movement in retained earnings | 7 489 284 | 6 322 301 |
| Balance at beginning of year | 6 322 301 | 5 156 116 |
| Total comprehensive income for the year | 1 166 983 | 1 498 830 |
| Dividends paid | – | (332 645) |
| Equity attributable to shareholders of the Company | 7 871 643 | 6 821 899 |

Company statement of financial position

at June 30

| | 2010 R'000 | 2009 R'000 |
|-------------------------------------|------------------|---------------|
| ASSETS | | |
| Non-current assets | 7 765 213 | 6 540 354 |
| Interest in subsidiaries | 6 7 664 668 | 6 441 007 |
| Interest in joint ventures | 7 4 540 | 4 540 |
| Interest in associates | 8 95 655 | 94 457 |
| Investments | 9 350 | 350 |
| Current assets | 116 073 | 308 183 |
| Trade and other receivables | – | 256 526 |
| Cash and cash equivalents | 116 073 | 51 657 |
| Total assets | 7 881 286 | 6 848 537 |
| EQUITY AND LIABILITIES | | |
| Capital and reserves | 7 871 643 | 6 821 899 |
| Current liabilities | 9 643 | 26 638 |
| Trade and other payables | 9 643 | 11 008 |
| Vendors for acquisition | – | 15 629 |
| Taxation | – | 1 |
| Total equity and liabilities | 7 881 286 | 6 848 537 |

Notes to the Company financial statements

for the year ended June 30

| | 2010 R'000 | 2009 R'000 |
|---|---------------|---------------|
| 1. Taxation | | |
| Current taxation | (8) | 25 324 |
| Current year | – | 25 317 |
| Prior years | (8) | 7 |
| Foreign withholdings tax | 810 | 1 100 |
| Total taxation per income statement | 802 | 26 424 |
| The reconciliation of the effective tax rate with the Company tax rate is as follows: | % | % |
| Taxation for the year as a percentage of profit before taxation | 0,1 | 1,7 |
| Dividend and exempt income | 28,0 | 15,7 |
| Difference in rate as a result of capital gains taxation | – | 11,3 |
| Withholding taxes | (0,1) | – |
| Expenses not taxable or allowed | – | (0,7) |
| Rate of South African company taxation | 28,0 | 28,0 |
| | R'000 | R'000 |
| Secondary taxation on companies – dividend credits available | 100 569 | 1 908 |
| 2. Cash generated by operations | | |
| Profit before taxation | 1 167 785 | 1 525 254 |
| Adjustment for non-cash items | (174 274) | (662 931) |
| Working capital changes | | |
| Decrease (increase) in trade and other payables and provisions | (1 365) | 464 |
| Increase (decrease) in trade and other receivables | 256 526 | (256 526) |
| Cash generated by operations | 1 248 672 | 606 261 |
| 3. Taxation refund received (taxation paid) | | |
| Amount payable at beginning of year | (1) | – |
| Per income statement | (802) | (26 424) |
| Amount payable at end of year | – | 1 |
| Amount paid | (803) | (26 423) |
| 4. Acquisition of subsidiaries and associates | | |
| Interest in subsidiaries | (525 191) | (45 686) |
| Interest in associates | – | (8 438) |
| Total value of acquisitions | (525 191) | (54 124) |
| Vendors for acquisition at beginning of year | (15 629) | – |
| Vendors for acquisition at end of year | – | 15 629 |
| Amounts paid | (540 820) | (38 495) |

| | 2010 R'000 | 2009 R'000 |
|---|---------------|---------------|
| 5. Proceeds on disposal of subsidiaries, joint ventures and associates | | |
| Interest in subsidiaries | 416 673 | 76 692 |
| Interest in associates | – | 43 697 |
| Net carrying value | 416 673 | 120 389 |
| Profit on disposal | 200 088 | 704 638 |
| Net proceeds | 616 761 | 825 027 |
| 6. Interest in subsidiaries | | |
| Shares at cost | 3 734 126 | 3 623 509 |
| Due by subsidiaries | 4 245 030 | 3 125 923 |
| Due to subsidiaries | (314 488) | (308 425) |
| | 7 664 668 | 6 441 007 |
| Details of major subsidiaries are reflected on pages 205 to 210 of this report. | | |
| 7. Interest in joint ventures | | |
| Shares at cost | 4 540 | 4 540 |
| Details of major joint ventures are reflected on page 210 of this report. | | |
| 8. Interest in associates | | |
| Listed | 5 742 | 5 742 |
| Unlisted | 69 818 | 68 620 |
| | 75 560 | 74 362 |
| Interest-free advances | 20 095 | 20 095 |
| | 95 655 | 94 457 |
| Market value of listed associates | 24 700 | 24 711 |
| Directors' value of unlisted associates | 277 900 | 233 000 |
| | 302 600 | 257 711 |
| Details of major associates are reflected on pages 211 of this report. | | |
| 9. Investments | | |
| Unlisted shares | 350 | 350 |
| Directors' value of unlisted investments | 350 | 350 |
| 10. Capital and reserves | | |
| Share capital | | |
| Authorised | | |
| 540 000 000 (2005: 540 000 000) ordinary shares of 5 cents each | 27 000 | 27 000 |
| | Number | Number |
| Issued | | |
| Balance at beginning of year | 336 284 567 | 331 837 415 |
| Capitalisation issue | – | 3 326 310 |
| Shares issued for cash | 9 970 240 | – |
| Shares issued in terms of the share incentive scheme | 3 889 939 | 1 120 842 |
| Balance at end of year | 350 144 746 | 336 284 567 |

Notes to the Company financial statements

for the year ended June 30

| | 2010 R'000 | 2009 R'000 |
|--|------------------|------------------|
| 10. Capital and reserves <i>(continued)</i> | | |
| Issued share capital | | |
| Share capital | 17 507 | 16 814 |
| Share premium | 81 258 | 228 301 |
| Reserves | | |
| Equity-settled share-based payment reserve | 283 594 | 254 483 |
| Retained earnings | 7 489 284 | 6 322 301 |
| | 7 871 643 | 6 821 899 |

30 000 000 of the unissued shares are under the control of the directors until the next annual general meeting.

11. Contingent liabilities

In respect of guarantees of banking and other facilities granted to subsidiaries and associates

Of which has been utilised

| | |
|------------------|------------------|
| 24 956 610 | 20 691 172 |
| 8 001 822 | 7 566 027 |

The Dinatla Investment Holdings (Pty) Limited (Dinatla) refinancing arrangements was concluded in November 2006. In terms of this arrangement, Bidvest granted Dinatla the right to require Bidvest to purchase 15 million Bidvest shares from Dinatla at R75 per Bidvest share if the 10-day volume weighted average price per Bidvest share is equal to or less than R75 per Bidvest share (the put option). The put option expires on the earlier of the date on which Dinatla discharges all of its obligations under its funding arrangements in full or on March 30 2012.

12. Borrowing powers

Borrowing powers, in terms of the articles of association, are unlimited.

13. Related parties

The subsidiaries, joint ventures and associates of the Group are identified in the annexure set out on pages 205 to 211. All of these entities are related parties of the Company. The Company has made loans to, and has received loans from, certain of these entities as set out in the said annexure.

Details of income received from these related parties are included in the income statement.

All expenditure incurred by the Company is borne by a subsidiary in lieu of administration fees and interest.