



Reviewed interim condensed consolidated financial statements
for the six months ended 31 December 2015



Our vision

During the strategic realignment of Aveng, a renewed vision statement was developed to guide the Group in achieving its purpose as a sustainable leader in infrastructure development, including support products and mining services.

The Aveng Group aims to own and operate a portfolio of infrastructure, mining and manufacturing-related businesses, each of which will achieve top-quartile performance compared to its peers when measured against return on invested capital, earnings growth, and positive cash flow generation through the business cycle.

Our mission

Building a positive and lasting legacy of which our stakeholders, their families and future generations will be proud.

Achieved through:

- Our ongoing development of infrastructure which forms the backbone of many economies in developing countries
- Our dedication to a values-based culture of safety, honesty and accountability across all levels of the Group
- Our commitment to prioritising people, equality and fairness in all relationships we forge with stakeholders
- Our active contribution to social development and integration of sustainability throughout our Group.

Our values



Our values of safety, honesty and accountability underpin the way we expect employees to conduct business and interact with our stakeholders

HOME WITHOUT HARM

EVERYONE EVERYDAY

Safety is paramount, never to be compromised in the pursuit of any objective

Forward-looking statements

This report contains forward-looking statements about the Company's operations and financial conditions. They are based on Aveng Limited's best estimates and information at the time of writing. They are nonetheless subject to significant uncertainties and contingencies, many of which are beyond the control of the Company. Unanticipated events will occur and actual future events may differ materially from current expectations due to new business opportunities, changes in priorities by the Company or its joint operations as well as other factors. Any of these factors may materially affect the Company's future business activities and its ongoing results.

Group structure



Construction and Engineering: South Africa and rest of Africa

Construction and Engineering: Australasia and Asia

Mining

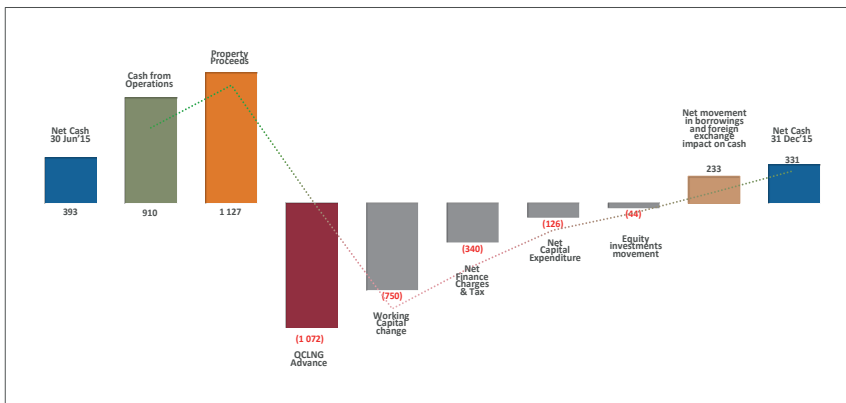
Manufacturing and Processing

Aveng operates in a diverse range of sectoral and geographic markets



Related brands

FINANCIAL | Movement in net cash



2016 INTERIM FINANCIAL RESULTS | 23 FEBRUARY 2016

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Notes:



**Reviewed interim condensed consolidated
financial statements**

for the six months ended 31 December 2015



Salient features – financial performance

For the six months ended 31 December 2015:

Revenue

R18,0 billion

Decrease of 25% from R23,9 billion at December 2014

Net operating earnings

R52 million

Decrease of 87% from R413 million at December 2014

Gain on property transaction

R577 million

Earnings for the period attributable to equity holders of the parent

R230 million

Decrease of 36% from R358 million at December 2014

Headline loss

R231 million

Decrease from R138 million earnings at December 2014

Operating free cash flow

R295 million outflow

December 2014: R220 million inflow

Capital expenditure

R171 million

December 2014: R583 million

Earnings per share

57,8 cents

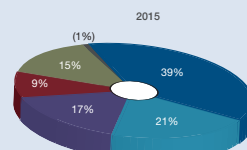
Decrease of 35% from 89,3 cents at December 2014

Headline loss per share

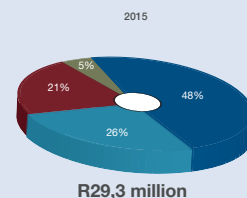
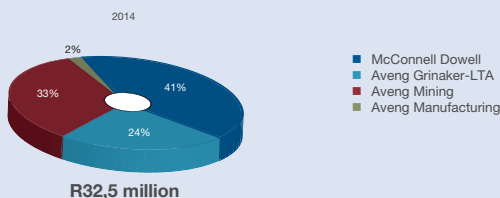
58,0 cents

Decrease from 34,5 cents earnings at December 2014

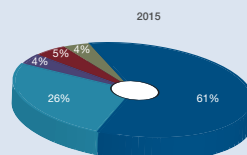
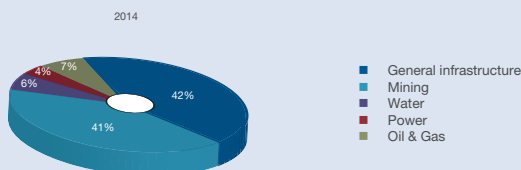
Revenue per operating group



Two year order book per operating group



Two year order book by sector



Net operating earnings / (loss) – segmental analysis

| | H1 2016 Rm | H1 2015 Rm | Change % | June 2015 Rm |
|---|------------------|------------------|------------------|--------------------|
| South Africa and rest of Africa | (125) | (229) | 45 | (697) |
| Aveng Grinaker-LTA | (48) | (297) | 84 | (587) |
| Aveng Engineering | (83) | (28) | >(100) | (291) |
| Other | 6 | 96 | (94) | 181 |
| Australasia and Asia | 8 | 183 | (96) | 112 |
| Total Construction and Engineering | (117) | (46) | >(100) | (585) |
| Mining | 198 | 241 | (18) | 413 |
| Manufacturing and Processing | (48) | 79 | >(100) | 54 |
| Aveng Steel | (147) | (65) | >(100) | (174) |
| Aveng Manufacturing | 99 | 144 | (32) | 228 |
| Other and Eliminations | 19 | 139 | (86) | (170) |
| Total | 52 | 413 | (87) | (288) |

Interim condensed statement of financial position

as at 31 December 2015

| | Notes | 31 December 2015 (Reviewed) Rm | 31 December 2014 (Reviewed) Rm | 30 June 2015 (Audited) Rm |
|---|-------|---|---|------------------------------------|
| ASSETS | | | | |
| Non-current assets | | | | |
| Goodwill arising on consolidation | | 342 | 351 | 342 |
| Intangible assets | | 332 | 298 | 339 |
| Property, plant and equipment | | 5 450 | 5 825 | 5 626 |
| Equity-accounted investments | | 136 | 263 | 151 |
| Infrastructure investments | 9 | 877 | 633 | 778 |
| Deferred taxation | | 1 829 | 1 383 | 1 580 |
| Derivative instruments | | 15 | 8 | 6 |
| Amounts due from contract customers | 10 | 1 174 | 3 192 | 900 |
| | | 10 155 | 11 953 | 9 722 |
| Current assets | | | | |
| Inventories | | 2 400 | 3 056 | 2 529 |
| Derivative instruments | | 106 | 46 | 35 |
| Amounts due from contract customers | 10 | 9 068 | 6 906 | 9 394 |
| Trade and other receivables | | 2 005 | 2 433 | 2 424 |
| Cash and bank balances | | 3 452 | 4 256 | 2 856 |
| | | 17 031 | 16 697 | 17 238 |
| Non-current assets held-for-sale | 8 | 7 | 607 | 559 |
| | | 27 193 | 29 257 | 27 519 |
| EQUITY AND LIABILITIES | | | | |
| Equity | | | | |
| Share capital and share premium | | 2 009 | 2 001 | 2 023 |
| Other reserves* | | 2 031 | 1 186 | 1 162 |
| Retained earnings* | | 10 020 | 10 608 | 9 790 |
| Equity attributable to equity-holders of parent | | 14 060 | 13 795 | 12 975 |
| Non-controlling interest | | 11 | 14 | 23 |
| | | 14 071 | 13 809 | 12 998 |

* Comparatives have been amended as detailed in note 3: New accounting standards and interpretations adopted, changes in accounting policies and other reclassifications.

| | | 31 December 2015 (Reviewed) Rm | 31 December 2014 (Reviewed) Rm | 30 June 2015 (Audited) Rm |
|--------------------------------------|-------|---|---|------------------------------------|
| | Notes | | | |
| LIABILITIES | | | | |
| Non-current liabilities | | | | |
| Deferred taxation | | 434 | 234 | 221 |
| Borrowings and other liabilities | 13 | 1 901 | 2 158 | 2 037 |
| Employee-related payables | | 474 | 126 | 468 |
| Trade and other payables | 11 | – | 297 | – |
| | | 2 809 | 2 815 | 2 726 |
| Current liabilities | | | | |
| Amounts due to contract customers | 10 | 1 792 | 2 353 | 2 562 |
| Borrowings and other liabilities | 13 | 1 220 | 416 | 426 |
| Payables other than contract-related | | – | 98 | 102 |
| Employee-related payables | | 548 | 1 081 | 648 |
| Derivative instruments | | – | 3 | 2 |
| Trade and other payables | 11 | 6 566 | 8 416 | 7 961 |
| Taxation payable | | 187 | 266 | 94 |
| | | 10 313 | 12 633 | 11 795 |
| TOTAL LIABILITIES | | 13 122 | 15 448 | 14 521 |
| TOTAL EQUITY AND LIABILITIES | | 27 193 | 29 257 | 27 519 |

Interim condensed statement of comprehensive earnings

for the six months ended 31 December 2015

| | Notes | Six months ended 31 December 2015 (Reviewed) Rm | Six months ended 31 December 2014 (Reviewed) Rm | Change % | Year ended 30 June 2015 (Audited) Rm |
|--|-------|--|--|-------------|---|
| Revenue | | 17 998 | 23 864 | (25) | 43 930 |
| Cost of sales | | (16 711) | (22 304) | 25 | (41 566) |
| Gross earnings | | 1 287 | 1 560 | (18) | 2 364 |
| Other earnings | | 214 | 319 | (33) | 471 |
| Operating expenses | 14 | (1 392) | (1 496) | 7 | (3 063) |
| (Loss) / earnings from equity-accounted investments | | (57) | 30 | >(100) | (60) |
| Net operating earnings / (loss) | | 52 | 413 | (87) | (288) |
| Impairment of property, plant, equipment and intangible assets | | (23) | (246) | 91 | (330) |
| Impairment of goodwill arising on consolidation | | – | (291) | 100 | (291) |
| Profit on sale of subsidiary | | – | 777 | (100) | 777 |
| Gain on property transaction | 6 | 577 | – | >100 | – |
| Earnings / (loss) before financing transactions | | 606 | 653 | (7) | (132) |
| Finance earnings | | 105 | 72 | 46 | 177 |
| Convertible bond interest and gains | | (111) | (59) | (88) | (167) |
| Other finance expenses | | (150) | (179) | 16 | (316) |
| Earnings / (loss) before taxation | | 450 | 487 | (8) | (438) |
| Taxation | 15 | (218) | (125) | (74) | (80) |
| Earnings / (loss) for the period | | 232 | 362 | (36) | (518) |

| | Six months ended 31 December 2015 (Reviewed) Rm | Six months ended 31 December 2014 (Reviewed) Rm | Change % | Year ended 30 June 2015 (Audited) Rm |
|--|--|--|-------------|---|
| Earnings / (loss) for the period | 232 | 362 | (36) | (518) |
| Other comprehensive earnings to be reclassified to earnings in subsequent period (net of taxation): | | | | |
| Exchange differences on translating foreign operations | 985 | (366) | >100 | (372) |
| Other comprehensive loss released from equity-accounted investments | – | 28 | >(100) | 28 |
| Other comprehensive earnings / (loss) for the period (net of taxation) | 985 | (338) | >100 | (344) |
| Total comprehensive earnings / (loss) for the period | 1 217 | 24 | >100 | (862) |
| Total comprehensive earnings / (loss) for the period attributable to: | | | | |
| Equity-holders of the parent | 1 223 | 20 | >100 | (804) |
| Non-controlling interest | (6) | 4 | >(100) | (58) |
| | 1 217 | 24 | >100 | (862) |
| Earnings / (loss) for the period attributable to: | | | | |
| Equity-holders of the parent | 230 | 358 | (36) | (460) |
| Non-controlling interest | 2 | 4 | (50) | (58) |
| | 232 | 362 | (36) | (518) |
| Other comprehensive earnings / (loss) for the period (net of taxation) | | | | |
| Equity-holders of the parent | 993 | (338) | >100 | (344) |
| Non-controlling interest | (8) | – | >(100) | – |
| | 985 | (338) | >100 | (344) |
| Results per share (cents) | | | | |
| Earnings – basic | 57,8 | 89,3 | (35) | (114,8) |
| Earnings – diluted | 57,2 | 89,0 | (36) | (114,4) |
| Headline (loss) / earnings – basic | (58,0) | 34,5 | >(100) | (144,3) |
| Headline (loss) / earnings – diluted | (57,5) | 34,4 | >(100) | (143,8) |
| Number of shares (millions) | | | | |
| In issue | 416,7 | 416,7 | – | 416,7 |
| Weighted average | 398,0 | 400,6 | (0,6) | 400,6 |
| Diluted weighted average | 402,1 | 402,1 | – | 402,1 |

EBITDA for the Group, being net operating earnings before interest, tax, depreciation and amortisation is R496 million (December 2014: R928 million; June 2015: R662 million).

Interim condensed statement of changes in equity

for the six months ended 31 December 2015

| | Share capital Rm | Share premium Rm | Total share capital and premium Rm | Foreign currency translation reserve Rm |
|---|---------------------|---------------------|---------------------------------------|--|
| Six months ended 31 December 2014 (Reviewed) | | | | |
| Opening balance as previously reported | 20 | 1 988 | 2 008 | 1 129 |
| Adoption of IFRS 9 accounting standard | – | – | – | – |
| Balance at 1 July 2014 as restated | 20 | 1 988 | 2 008 | 1 129 |
| Earnings for the period | – | – | – | – |
| Other comprehensive loss for the period (net of taxation) | – | – | – | (366) |
| Total comprehensive earnings for the period | – | – | – | (366) |
| Movement in treasury shares | – | (7) | (7) | – |
| Equity-settled share-based payment charge | – | – | – | – |
| Transfer of convertible bond option to convertible bond equity reserve | – | – | – | – |
| Deferred transaction costs allocated to convertible bond equity reserve | – | – | – | – |
| Foreign currency translation movement | – | – | – | – |
| Dividends paid | – | – | – | – |
| Total contributions and distributions recognised | – | (7) | (7) | – |
| Balance at 31 December 2014 | 20 | 1 981 | 2 001 | 763 |
| Year ended 30 June 2015 (Audited) | | | | |
| Balance at 1 July 2014 as restated | 20 | 1 988 | 2 008 | 1 129 |
| Loss for the period | – | – | – | – |
| Other comprehensive loss for the period (net of taxation) | – | – | – | (372) |
| Total comprehensive loss for the period | – | – | – | (372) |
| Movement in treasury shares | – | 15 | 15 | – |
| Equity-settled share-based payment charge | – | – | – | – |
| Transfer of convertible bond option to convertible bond equity reserve | – | – | – | – |
| Deferred transaction costs allocated to convertible bond equity reserve | – | – | – | – |
| Increase in equity investment | – | – | – | – |
| Foreign currency translation movement | – | – | – | – |
| Dividends paid | – | – | – | – |
| Total contribution and distributions recognised | – | 15 | 15 | – |
| Balance at 30 June 2015 | 20 | 2 003 | 2 023 | 757 |

| Available-for-sale fair value reserve* Rm | Equity-accounted investments reserve Rm | Equity-settled share-based payment reserve Rm | Convertible bond equity reserve Rm | Total other reserves* Rm | Retained earnings* Rm | Total attributable to equity-holders of the parent Rm | Non-controlling interest Rm | Total equity Rm |
|--|--|--|---------------------------------------|-----------------------------|--------------------------|--|--------------------------------|--------------------|
| 93 | (28) | 26 | – | 1 220 | 10 157 | 13 385 | 11 | 13 396 |
| (93) | – | – | – | (93) | 93 | – | – | – |
| – | (28) | 26 | – | 1 127 | 10 250 | 13 385 | 11 | 13 396 |
| – | – | – | – | – | 358 | 358 | 4 | 362 |
| – | 28 | – | – | (338) | – | (338) | – | (338) |
| – | 28 | – | – | (338) | 358 | 20 | 4 | 24 |
| – | – | – | – | – | – | (7) | – | (7) |
| – | – | 7 | – | 7 | – | 7 | – | 7 |
| – | – | – | 402 | 402 | – | 402 | – | 402 |
| – | – | – | (12) | (12) | – | (12) | – | (12) |
| – | – | – | – | – | – | – | 1 | 1 |
| – | – | – | – | – | – | – | (2) | (2) |
| – | – | 7 | 390 | 397 | – | 390 | (1) | 389 |
| – | – | 33 | 390 | 1 186 | 10 608 | 13 795 | 14 | 13 809 |
| – | (28) | 26 | – | 1 127 | 10 250 | 13 385 | 11 | 13 396 |
| – | – | – | – | – | (460) | (460) | (58) | (518) |
| – | 28 | – | – | (344) | – | (344) | – | (344) |
| – | 28 | – | – | (344) | (460) | (804) | (58) | (862) |
| – | – | – | – | – | – | 15 | – | 15 |
| – | – | (11) | – | (11) | – | (11) | – | (11) |
| – | – | – | 402 | 402 | – | 402 | – | 402 |
| – | – | – | (12) | (12) | – | (12) | – | (12) |
| – | – | – | – | – | – | – | 76 | 76 |
| – | – | – | – | – | – | – | 1 | 1 |
| – | – | – | – | – | – | – | (7) | (7) |
| – | – | (11) | 390 | 379 | – | 394 | 70 | 464 |
| – | – | 15 | 390 | 1 162 | 9 790 | 12 975 | 23 | 12 998 |

Interim condensed statement of changes in equity continued

for the six months ended 31 December 2015

| | Share capital Rm | Share premium Rm | Total share capital and premium Rm | Foreign currency translation reserve Rm |
|---|---------------------|---------------------|---------------------------------------|--|
| Six months ended 31 December 2015 (Reviewed) | | | | |
| Balance at 1 July 2015 | 20 | 2 003 | 2 023 | 757 |
| Earnings for the period | - | - | - | - |
| Other comprehensive earnings for the period (net of taxation) | - | - | - | 993 |
| <i>Total comprehensive earnings for the period</i> | - | - | - | 993 |
| Purchase of treasury shares | - | (23) | (23) | - |
| Equity-settled share-based payment release | - | 9 | 9 | - |
| Equity-settled share-based payment charge | - | - | - | - |
| Recognition of deferred tax on convertible bond | - | - | - | - |
| Decrease in equity investment | - | - | - | - |
| <i>Total contribution and distributions recognised</i> | - | (14) | (14) | - |
| Balance at 31 December 2015 | 20 | 1 989 | 2 009 | 1 750 |

* Comparatives have been amended as detailed in note 3: New accounting standards and interpretations adopted, changes in accounting policies and other reclassifications.

| Available-for-sale fair value reserve* | Equity-accounted investments reserve | Equity-settled share-based payment reserve | Convertible bond equity reserve | Total other reserves* | Retained earnings* | Total attributable to equity-holders of the parent | Non-controlling interest | Total equity |
|--|--------------------------------------|--|---------------------------------|-----------------------|--------------------|--|--------------------------|--------------|
| Rm | Rm | Rm | Rm | Rm | Rm | Rm | Rm | Rm |
| - | - | 15 | 390 | 1 162 | 9 790 | 12 975 | 23 | 12 998 |
| - | - | - | - | - | 230 | 230 | 2 | 232 |
| - | - | - | - | 993 | - | 993 | (8) | 985 |
| - | - | - | - | 993 | 230 | 1 223 | (6) | 1 217 |
| - | - | - | - | - | - | (23) | - | (23) |
| - | - | (9) | - | (9) | - | - | - | - |
| - | - | 7 | - | 7 | - | 7 | - | 7 |
| - | - | - | (122) | (122) | - | (122) | - | (122) |
| - | - | - | - | - | - | - | (6) | (6) |
| - | - | (2) | (122) | (124) | - | (138) | (6) | (144) |
| - | - | 13 | 268 | 2 031 | 10 020 | 14 060 | 11 | 14 071 |

Interim condensed statement of cash flows

for the six months ended 31 December 2015

| | Note | Six months ended 31 December 2015 (Reviewed) Rm | Six months ended 31 December 2014 (Reviewed) Rm | Year ended 30 June 2015 (Audited) Rm |
|---|------|--|--|---|
| Operating activities | | | | |
| Cash retained from operations | | 660 | 589 | (92) |
| Depreciation | | 429 | 501 | 929 |
| Amortisation | | 15 | 14 | 21 |
| Non-cash and other movements | 16 | (194) | (418) | (457) |
| Cash generated by operations | | 910 | 686 | 401 |
| Changes in working capital | | | | |
| Decrease / (increase) in inventories | | 162 | (279) | 201 |
| Decrease in amounts due from contract customers | | 52 | 743 | 547 |
| Decrease in trade and other receivables | | 424 | 362 | 357 |
| Increase in derivative instruments | | (82) | (103) | (101) |
| Decrease in amounts due to contract customers | | (770) | (252) | (43) |
| Decrease in trade and other payables | | (338) | (1 204) | (1 953) |
| QCLNG repayment | | (1 072) | – | – |
| Decrease in payables other than contract-related | | (102) | (102) | (102) |
| Decrease in employee-related payables | | (96) | (187) | (258) |
| Total changes in working capital | | (1 822) | (1 022) | (1 352) |
| Cash utilised by operating activities | | (912) | (336) | (951) |
| Finance expenses paid | | (209) | (176) | (361) |
| Finance earnings received | | 102 | 72 | 174 |
| Taxation paid | | (233) | (134) | (397) |
| Cash outflow from operating activities | | (1 252) | (574) | (1 535) |
| Investing activities | | | | |
| – expansion | | (75) | (101) | (175) |
| – replacement | | (89) | (456) | (649) |
| Proceeds on disposal of property, plant and equipment | | 45 | 242 | 245 |
| Proceeds on disposal of investment property | | – | 97 | 97 |
| Acquisition of intangible assets | | (7) | (26) | (52) |
| Proceeds from property transaction | | 1 127 | – | – |

| | Six months ended 31 December 2015 (Reviewed) Rm | Six months ended 31 December 2014 (Reviewed) Rm | Year ended 30 June 2015 (Audited) Rm |
|---|--|--|---|
| Loans advanced to equity-accounted investments net of dividends received | (40) | (88) | (68) |
| Proceeds on disposal of equity-accounted investments | – | – | 5 |
| Net loans advanced to infrastructure investment companies | (7) | (165) | (208) |
| Acquisition of subsidiary (net of cash acquired) | – | (23) | (23) |
| Net proceeds on disposal of subsidiary | – | 1 314 | 1 314 |
| Dividend earnings | 3 | – | 22 |
| Cash inflow from investing activities | 957 | 794 | 508 |
| Operating free cash (outflow) / inflow | (295) | 220 | (1 027) |
| Shares repurchased | (23) | (7) | (7) |
| Loans (repaid) / advanced by non-controlling interest | (6) | – | 76 |
| Dividends paid | – | (2) | (7) |
| Proceeds from convertible bonds issued | – | 1 947 | 1 947 |
| Net proceeds from / (repayment of) borrowings | 606 | (1 900) | (2 066) |
| Net increase in cash and bank balances before foreign exchange movements | 282 | 258 | (1 084) |
| Foreign exchange movements on cash and bank balances | 314 | (138) | (196) |
| Cash and bank balances at the beginning of the period | 2 856 | 4 136 | 4 136 |
| Total cash and bank balances at the end of the period | 3 452 | 4 256 | 2 856 |
| Borrowings excluding bank overdrafts | 3 121 | 2 574 | 2 463 |
| Net cash position | 331 | 1 682 | 393 |

Notes to the interim condensed consolidated financial statements

for the six months ended 31 December 2015

1. CORPORATE INFORMATION

The reviewed interim condensed consolidated financial statements (the "interim results") of Aveng Limited (the "Company") and its subsidiaries (the "Group") for the six months ended 31 December 2015 were authorised for issue in accordance with a resolution of the directors on 19 February 2016.

Nature of business

Aveng Limited is a limited liability company incorporated and domiciled in the Republic of South Africa whose shares are publicly traded. The Group operates in the construction, engineering and mining environments and as a result the revenue is not seasonal in nature, but is influenced by the nature and execution of the contracts currently in progress.

2. BASIS OF PREPARATION AND ACCOUNTING POLICY

The interim results have been prepared on a historical basis except for certain financial instruments that are measured at fair value.

These interim results are presented in South African Rand ("ZAR") and all values are rounded to the nearest million ("Rm") except when otherwise indicated. The interim results are prepared in accordance with IAS 34 – *Interim Financial Statements* and the Listings Requirements of the Johannesburg Stock Exchange. The accounting policies adopted are consistent with those of the Group's audited consolidated financial statements as at 30 June 2015, except as disclosed in *note 3: New accounting standards and interpretations adopted, changes in accounting policies and other reclassifications*.

The interim results have been prepared by Clare Giletti under the supervision of Group Finance Director, Adrian Macartney.

The reviewed interim condensed consolidated financial statements for the six month period ended 31 December 2015, set out on pages 2 to 36, have been reviewed by the Company's external auditors Ernst & Young Inc., in accordance with International Standard on Review Engagements ISRE 2410 *Review of Interim Financial Information Performed by the Independent Auditors of the Entity*. The unmodified review opinion is available on request from the Company Secretary at the Company's registered office.

Assessment of significance or materiality of amounts disclosed in these interim results

The Group presents amounts in these interim results in accordance with *International Financial Reporting Standards ("IFRS")*. Only amounts that have a relevant and material impact on the interim results have been separately disclosed. The assessment of significant or material amounts is determined by taking into account the qualitative and quantitative factors attached to each transaction or balance that is assessed.

3. NEW ACCOUNTING STANDARDS AND INTERPRETATIONS ADOPTED, CHANGES IN ACCOUNTING POLICIES AND OTHER RECLASSIFICATIONS

The impact of early adopting IFRS 9 has been analysed by the Group as part of the 30 June 2015 year end results, the significant movement for six months ended 31 December 2015 has been analysed below.

| | Balance as previously reported Rm | Early adoption of IFRS 9 Rm | Restated balance Rm |
|---|--|--------------------------------------|---------------------------|
| Statement of financial position as at 31 December 2014 | | | |
| EQUITY AND LIABILITIES | | | |
| Equity | | | |
| Other reserves | 1 279 | (93) | 1 186 |
| Retained earnings | 10 515 | 93 | 10 608 |

4. SIGNIFICANT ACCOUNTING JUDGEMENT AND ESTIMATES

The preparation of the interim condensed consolidated financial statements requires management to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

Impairment of cash generating units

Where indicators existed the Group assessed the recoverable amount (higher of its fair value less cost to dispose and its value-in-use) of the relevant cash generating units. The value-in-use was used as the Group expects to recover the economic benefits through operational use.

The recoverable amount is most sensitive to the discount rate used for the discounted cash flow model, the expected future cash inflows and the growth rates used for extrapolation and terminal value purposes. The following assumptions were used in the calculation:

1. The Group weighted average cost of capital ("WACC") was adjusted to take into account the risk specific to each cash generating unit; and
2. Non-cash settled intercompany balances were excluded from the calculation of the Net Asset Value ("NAV").

The above resulted in the value-in-use (recoverable amount) being higher than the NAV and as a result no impairment was recognised in the statement of comprehensive earnings.

5. CHANGE IN ESTIMATE

The Group reassessed the tax deductibility of the unwinding of the convertible bond equity option, through the effective interest rate and as a result deferred tax remeasurement of R122 million has been raised through equity as required for compound instruments.

6. GAIN ON PROPERTY TRANSACTION

Loss of control of a subsidiary

Effective from 1 September 2015, Dimopoint Property Limited ("Dimopoint") (a wholly owned subsidiary of Aveng), issued additional shares to the Collins Property Group. Prior to the issue of shares, Dimopoint held a portion of the properties held-for-sale at 30 June 2015, (refer to note 8: *Non-current assets held-for-sale*). The issue of the additional shares resulted in Aveng's interest being diluted thereby resulting in a loss of control of Dimopoint, with Aveng retaining a 30% non-controlling interest. A profit of R150 million resulted from the loss of control of Dimopoint. The remaining 30% investment in Dimopoint is treated as a joint venture as Aveng retains joint control of Dimopoint and is measured at fair value in terms of IFRS 9 in accordance with the IAS 28.18 (*Investment in Associates and Joint Ventures*) Venture Capital Organisation exemption.

Profit on sale of properties

Following the loss of control in Dimopoint, the remaining held-for-sale properties were sold to Dimopoint for a profit of R427 million.

| | December 2015 (Reviewed) Rm |
|--|--|
| Held-for-sale asset | 612 |
| Transaction costs | 5 |
| Gain on property transaction | 577 |
| Profit on loss of control | 150 |
| Profit on sale of properties | 427 |
| Total proceeds | 1 194 |
| Retention of a non-controlling interest in Dimopoint | (67) |
| Cash proceeds on sale of properties | 1 127 |

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7. SEGMENTAL REPORT

The Group has determined four reportable segments that are largely organised and managed separately according to the nature of products and services provided.

These segments are components of the Group:

- that engage in business activities from which they earn revenues and incur expenses; and
- have operating results that are regularly reviewed by the Group's chief operating decision-makers to make decisions about resources to be allocated to the segments and in assessment of their performance.

The Group's reportable segments are categorised as follows:

1. *Construction and Engineering*

1.1 **Construction and Engineering: South Africa and rest of Africa**

This reportable segment includes: Aveng Grinaker-LTA, Aveng Engineering and Aveng Capital Partners ("ACP"). Aveng Engineering is being discontinued, with the remaining portions of Water and Operate & Maintain merging with the Mechanical and Electrical business unit within Aveng Grinaker-LTA.

Revenues from this segment include the supply of expertise in a number of market sectors: power, mining, infrastructure, commercial, retail, industrial, Oil & Gas.

1.2 **Construction and Engineering: Australasia and Asia**

This segment comprises McConnell Dowell.

This segment specialises in the construction and maintenance of tunnels and pipelines, railway infrastructure maintenance and construction, marine and mechanical engineering, industrial building projects, Oil & Gas construction and mining and mineral construction.

2. *Mining*

This segment comprises Aveng Moolmans and Aveng Shafts & Underground in one operating group.

Revenues from this segment are derived from mining related activities.

3. *Manufacturing and Processing*

This segment comprises Aveng Manufacturing and Aveng Steel.

The revenues from this segment comprise the supply of products, services and solutions to the mining, construction, Oil & Gas, water, power and rail sectors across the Group's value chain locally and internationally.

4. *Other and Eliminations*

This segment comprises corporate services, corporate held investments, including properties and consolidation eliminations.

7. SEGMENTAL REPORT continued

Construction and Engineering:

| Segment report December 2015 (Reviewed) Rm | South Africa and rest of Africa | Australasia and Asia | Mining | Manufacturing and Processing | Other and Eliminations | Total |
|---|---------------------------------------|-------------------------|--------------|---------------------------------|------------------------------|---------------|
| Assets | | | | | | |
| Goodwill arising on consolidation | – | 100 | – | 10 | 232 | 342 |
| Intangible assets | 1 | – | 15 | 145 | 171 | 332 |
| Property, plant and equipment | 466 | 865 | 2 326 | 1 324 | 469 | 5 450 |
| Equity-accounted investments | 109 | 58 | 4 | – | (35) | 136 |
| Infrastructure investments | 712 | 86 | – | – | 79 | 877 |
| Deferred taxation | 1 801 | 735 | 294 | (140) | (861) | 1 829 |
| Derivative instruments | 15 | 18 | – | 49 | 39 | 121 |
| Amounts due from contract customers | 1 450 | 7 649 | 1 208 | 537 | (602) | 10 242 |
| Inventories | 13 | 7 | 243 | 2 137 | – | 2 400 |
| Trade and other receivables | 345 | 200 | 235 | 1 096 | 129 | 2 005 |
| Cash and bank balances | 524 | 1 840 | 493 | 889 | (294) | 3 452 |
| Assets held-for-sale | – | – | – | – | 7 | 7 |
| Total assets | 5 436 | 11 558 | 4 818 | 6 047 | (666) | 27 193 |
| Liabilities | | | | | | |
| Deferred taxation | 287 | 105 | 200 | (86) | (72) | 434 |
| Borrowings and other liabilities | – | 939 | 486 | 6 | 1 690 | 3 121 |
| Employee-related payables | 163 | 497 | 233 | 84 | 45 | 1 022 |
| Trade and other payables | 948 | 2 951 | 738 | 1 795 | 134 | 6 566 |
| Amounts due to contract customers | 496 | 980 | 194 | 122 | – | 1 792 |
| Taxation payable | 24 | (46) | 107 | 25 | 77 | 187 |
| Total liabilities | 1 918 | 5 426 | 1 958 | 1 946 | 1 874 | 13 122 |

Notes to the interim condensed consolidated financial statements continued

for the six months ended 31 December 2015

7. SEGMENTAL REPORT continued

| Segment report December 2014 (Reviewed) Rm | Construction and Engineering: | | | | | Other and Eliminations | Total |
|---|---------------------------------------|-------------------------|--------------|---------------------------------|--------------|------------------------------|-------|
| | South Africa and rest of Africa | Australasia and Asia | Mining | Manufacturing and Processing | | | |
| Assets | | | | | | | |
| Goodwill arising on consolidation | – | 100 | – | 251 | – | 351 | |
| Intangible assets | 3 | – | – | 149 | 146 | 298 | |
| Property, plant and equipment | 600 | 891 | 2 663 | 1 356 | 315 | 5 825 | |
| Equity-accounted investments | 208 | 51 | 4 | – | – | 263 | |
| Infrastructure investments | 572 | 61 | – | – | – | 633 | |
| Deferred taxation | 776 | 348 | 370 | 86 | (197) | 1 383 | |
| Derivative instruments | – | 25 | – | 13 | 16 | 54 | |
| Amounts due from contract customers | 2 048 | 6 957 | 1 058 | 419 | (384) | 10 098 | |
| Inventories | 73 | 7 | 326 | 2 650 | – | 3 056 | |
| Trade and other receivables | 606 | 232 | 116 | 1 363 | 116 | 2 433 | |
| Cash and bank balances | 270 | 2 983 | 399 | 922 | (318) | 4 256 | |
| Non-current assets held-for-sale | – | – | – | – | 607 | 607 | |
| Total assets | 5 156 | 11 655 | 4 936 | 7 209 | 301 | 29 257 | |
| Liabilities | | | | | | | |
| Deferred taxation | 14 | – | 189 | 5 | 26 | 234 | |
| Borrowings and other liabilities | – | 279 | 661 | 6 | 1 628 | 2 574 | |
| Payables other than contract-related | 98 | – | – | – | – | 98 | |
| Employee-related payables | 175 | 585 | 198 | 50 | 199 | 1 207 | |
| Derivative instruments | – | – | – | – | 3 | 3 | |
| Trade and other payables | 1 149 | 4 384 | 714 | 2 465 | 1 | 8 713 | |
| Amounts due to contract customers | 631 | 1 367 | 260 | 94 | 1 | 2 353 | |
| Taxation payable | 49 | 85 | 28 | 33 | 71 | 266 | |
| Total liabilities | 2 116 | 6 700 | 2 050 | 2 653 | 1 929 | 15 448 | |

7. SEGMENTAL REPORT continued

Construction and Engineering:

| Segment report June 2015 (Audited) Rm | South Africa and rest of Africa | Australasia and Asia | Mining | Manufacturing and Processing | Other and Eliminations | Total |
|---|---------------------------------------|-------------------------|--------------|---------------------------------|------------------------------|---------------|
| Assets | | | | | | |
| Goodwill arising on consolidation | – | 100 | – | 10 | 232 | 342 |
| Intangible assets | 2 | – | 8 | 152 | 177 | 339 |
| Property, plant and equipment | 494 | 799 | 2 506 | 1 326 | 501 | 5 626 |
| Equity-accounted investments | 131 | 56 | 4 | – | (40) | 151 |
| Infrastructure investments | 706 | 72 | – | – | – | 778 |
| Deferred taxation | 1 463 | 617 | 195 | (154) | (541) | 1 580 |
| Derivative instruments | – | 15 | – | 9 | 17 | 41 |
| Amounts due from contract customers | 2 256 | 6 895 | 1 253 | 472 | (582) | 10 294 |
| Inventories | 31 | 7 | 225 | 2 266 | – | 2 529 |
| Trade and other receivables | 469 | 186 | 91 | 1 463 | 215 | 2 424 |
| Cash and bank balances | 215 | 2 350 | 266 | 271 | (246) | 2 856 |
| Non-current assets held-for-sale | – | – | – | – | 559 | 559 |
| Total assets | 5 767 | 11 097 | 4 548 | 5 815 | 292 | 27 519 |
| Liabilities | | | | | | |
| Deferred taxation | 99 | 72 | 182 | (54) | (78) | 221 |
| Borrowings and other liabilities | – | 250 | 557 | 5 | 1 651 | 2 463 |
| Payables other than contract-related | 102 | – | – | – | – | 102 |
| Employee-related payables | 211 | 446 | 273 | 122 | 64 | 1 116 |
| Derivative instruments | – | – | – | 2 | – | 2 |
| Trade and other payables | 1 382 | 3 928 | 701 | 1 757 | 193 | 7 961 |
| Amounts due to contract customers | 614 | 1 588 | 272 | 88 | – | 2 562 |
| Taxation payable | 31 | 11 | 42 | 16 | (6) | 94 |
| Total liabilities | 2 439 | 6 295 | 2 027 | 1 936 | 1 824 | 14 521 |

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for the six months ended 31 December 2015

7. SEGMENTAL REPORT continued

| Six months ended December 2015 (Reviewed) Rm | Construction and Engineering: | | | | | Total |
|---|---------------------------------------|-------------------------|------------|------------------------------------|------------------------------|--------------|
| | South Africa and rest of Africa | Australasia and Asia | Mining | Manufacturing and Processing | Other and Eliminations | |
| Gross revenue | 3 857 | 7 048 | 2 968 | 4 396 | (271) | 17 998 |
| Cost of sales | (3 656) | (6 543) | (2 658) | (4 182) | 328 | (16 711) |
| Gross earnings | 201 | 505 | 310 | 214 | 57 | 1 287 |
| Other earnings | 27 | 36 | 17 | 96 | 38 | 214 |
| Operating expenses | (330) | (498) | (129) | (358) | (77) | (1 392) |
| (Loss) / earnings from equity-accounted investments | (23) | (35) | - | - | 1 | (57) |
| Net operating (loss) / earnings | (125) | 8 | 198 | (48) | 19 | 52 |
| Impairment of property, plant, equipment and intangible assets | - | - | (23) | - | - | (23) |
| Gain on property transaction | - | - | - | 7 | 570 | 577 |
| (Loss) / earnings before financing transactions | (125) | 8 | 175 | (41) | 589 | 606 |
| Net finance earnings / (expenses) | 21 | (29) | (6) | (7) | (135) | (156) |
| (Loss) / earnings before taxation | (104) | (21) | 169 | (48) | 454 | 450 |
| Taxation | 96 | (21) | (81) | 30 | (242) | (218) |
| (Loss) / earnings for the period | (8) | (42) | 88 | (18) | 212 | 232 |
| Capital expenditure | 19 | 41 | 26 | 69 | 16 | 171 |
| Depreciation | (38) | (112) | (207) | (67) | (5) | (429) |
| Amortisation | - | - | - | (6) | (9) | (15) |
| Earnings before interest, taxation, depreciation and amortisation ("EBITDA") | (87) | 120 | 405 | 25 | 33 | 496 |

7. SEGMENTAL REPORT continued

Construction and Engineering:

| Six months ended December 2014 (Reviewed) Rm | South Africa and rest of Africa | Australasia and Asia | Mining | Manufacturing and Processing | Other and Eliminations | Total |
|---|---------------------------------------|-------------------------|---------|------------------------------------|------------------------------|----------|
| Gross revenue | 4 294 | 11 804 | 2 974 | 5 253 | (461) | 23 864 |
| Cost of sales | (4 350) | (11 041) | (2 592) | (4 891) | 570 | (22 304) |
| Gross (loss) / earnings | (56) | 763 | 382 | 362 | 109 | 1 560 |
| Other earnings | 126 | 47 | 1 | 91 | 54 | 319 |
| Operating expenses | (326) | (618) | (142) | (374) | (36) | (1 496) |
| Earnings / (loss) from equity-accounted investments | 27 | (9) | – | – | 12 | 30 |
| Net operating (loss) / earnings | (229) | 183 | 241 | 79 | 139 | 413 |
| Impairment of property, plant, equipment and intangible assets | (152) | (33) | (29) | (32) | – | (246) |
| Impairment of goodwill arising on consolidation | – | (291) | – | – | – | (291) |
| Profit on sale of subsidiary | – | 777 | – | – | – | 777 |
| (Loss) / earnings before financing transactions | (381) | 636 | 212 | 47 | 139 | 653 |
| Net finance earnings / (expenses) | 18 | (31) | (23) | (16) | (114) | (166) |
| (Loss) / earnings before taxation | (363) | 605 | 189 | 31 | 25 | 487 |
| Taxation | (7) | (92) | (12) | 12 | (26) | (125) |
| (Loss) / earnings for the period | (370) | 513 | 177 | 43 | (1) | 362 |
| Capital expenditure | 51 | 194 | 191 | 119 | 28 | 583 |
| Depreciation | (63) | (148) | (202) | (82) | (6) | (501) |
| Amortisation | (4) | – | – | (5) | (5) | (14) |
| Earnings before interest, taxation, depreciation and amortisation ("EBITDA") | (162) | 331 | 443 | 166 | 150 | 928 |

Notes to the interim condensed consolidated financial statements continued

for the six months ended 31 December 2015

7. SEGMENTAL REPORT continued

| Year ended June 2015 (Audited) Rm | Construction and Engineering: | | | | | Total |
|---|---------------------------------------|-------------------------|---------|---------------------------------|------------------------------|----------|
| | South Africa and rest of Africa | Australasia and Asia | Mining | Manufacturing and Processing | Other and Eliminations | |
| Gross revenue | 8 355 | 20 912 | 5 956 | 9 928 | (1 221) | 43 930 |
| Cost of sales | (8 491) | (19 678) | (5 258) | (9 243) | 1 104 | (41 566) |
| Gross (loss) / earnings | (136) | 1 234 | 698 | 685 | (117) | 2 364 |
| Other earnings | 226 | 45 | 1 | 164 | 35 | 471 |
| Operating expenses | (736) | (1 152) | (286) | (795) | (94) | (3 063) |
| (Loss) / earnings from equity-accounted investments | (51) | (15) | – | – | 6 | (60) |
| Net operating (loss) / earnings | (697) | 112 | 413 | 54 | (170) | (288) |
| Impairment of property, plant, equipment and intangible assets | (209) | (44) | (32) | (32) | (13) | (330) |
| Impairment of goodwill arising on consolidation | – | (291) | – | – | – | (291) |
| Profit on sale of subsidiary | – | 777 | – | – | – | 777 |
| (Loss) / earnings before financing transactions | (906) | 554 | 381 | 22 | (183) | (132) |
| Net finance earnings/ (expenses) | 15 | (36) | (42) | (25) | (218) | (306) |
| (Loss) / earnings before taxation | (891) | 518 | 339 | (3) | (401) | (438) |
| Taxation | 111 | (14) | (194) | (7) | 24 | (80) |
| (Loss) / earnings for the period | (780) | 504 | 145 | (10) | (377) | (518) |
| Capital expenditure | 96 | 262 | 257 | 180 | 81 | 876 |
| Depreciation | (91) | (286) | (418) | (119) | (15) | (929) |
| Amortisation | (5) | – | – | (12) | (4) | (21) |
| Earnings before interest, taxation, depreciation and amortisation ("EBITDA") | (601) | 398 | 831 | 185 | (151) | 662 |

7. SEGMENTAL REPORT continued

The Group operates in five principal geographical areas:

| Revenue | Six months ended December 2015 (Reviewed) Rm | Six months ended December 2014 (Reviewed) Rm | Year ended June 2015 (Audited) Rm | Six months ended December 2015 (Reviewed) % | Six months ended December 2014 (Reviewed) % | Year ended June 2015 (Audited) % |
|------------------------------------|--|--|-----------------------------------|---|---|----------------------------------|
| South Africa | 9 609 | 10 036 | 19 628 | 53,4 | 42,0 | 44,7 |
| Rest of Africa including Mauritius | 1 046 | 1 733 | 2 908 | 5,8 | 7,3 | 6,6 |
| Australasia and Asia | 4 866 | 10 060 | 15 880 | 27,0 | 42,1 | 36,1 |
| Southeast Asia | 2 191 | 1 778 | 5 115 | 12,2 | 7,5 | 11,7 |
| Middle East and other regions | 286 | 257 | 399 | 1,6 | 1,1 | 0,9 |
| | 17 998 | 23 864 | 43 930 | 100,0 | 100,0 | 100,0 |

| Segment assets | | | | | | |
|------------------------------------|---------------|--------|--------|--------------|-------|-------|
| South Africa | 13 358 | 14 651 | 14 048 | 49,1 | 50,1 | 51,1 |
| Rest of Africa including Mauritius | 2 210 | 2 158 | 1 625 | 8,1 | 7,4 | 5,9 |
| Australasia and Asia | 9 106 | 10 559 | 9 383 | 33,5 | 36,1 | 34,1 |
| Southeast Asia | 2 230 | 1 399 | 2 154 | 8,2 | 4,8 | 7,8 |
| Middle East and other regions | 289 | 490 | 309 | 1,1 | 1,6 | 1,1 |
| | 27 193 | 29 257 | 27 519 | 100,0 | 100,0 | 100,0 |

Notes to the interim condensed consolidated financial statements continued

for the six months ended 31 December 2015

8. NON-CURRENT ASSETS HELD-FOR-SALE

The majority of non-current asset held-for-sale were sold on 1 September 2015 to Imbali Props 21 Proprietary Limited, a member of the Collins Property Group for R1,1 billion cash. The Group retained a 30% interest in Dimopoint, a special purpose vehicle created for the purpose of holding the non-core properties. There are two properties remaining in non-current assets held-for-sale that were not part of the sale. These properties are anticipated to be sold to external parties.

| | December 2015 (Reviewed) Rm | December 2014 (Reviewed) Rm | June 2015 (Audited) Rm |
|--|--|--------------------------------------|---------------------------------|
| Non-current assets held-for-sale | | | |
| Land and buildings | 7 | 607 | 559 |
| Movement during the period | | | |
| Opening balance | 559 | 607 | 607 |
| Transferred from property, plant and equipment | 45 | – | 75 |
| Environmental provision relating to property | 15 | – | – |
| Transferred to property, plant and equipment | – | – | (123) |
| Sold | (612) | – | – |
| | 7 | 607 | 559 |

9. INFRASTRUCTURE INVESTMENTS

| | December 2015 (Reviewed) Rm | December 2014 (Reviewed) Rm | June 2015 (Audited) Rm |
|--|--|--------------------------------------|---------------------------------|
| South African infrastructure investments | | | |
| Financial investments at fair value through profit or loss | 791 | 573 | 706 |
| Other infrastructure investments | | | |
| Financial investments at fair value through profit or loss | 86 | 60 | 72 |
| Total infrastructure investments | 877 | 633 | 778 |
| South African infrastructure investments | | | |
| Opening balance | 706 | – | – |
| Reclassification of equity investments from equity-accounted investments | (5) | 3 | 3 |
| Reclassification of shareholder loans from equity-accounted investments | 4 | 168 | 168 |
| Recycling of equity-accounted earnings from other comprehensive earnings | – | 28 | 28 |
| Reclassification from financial investments | – | 126 | 126 |
| Fair value remeasurement through comprehensive earnings | 12 | 83 | 173 |
| Non-controlling interest in Dimopoint | 67 | – | – |
| Loans advanced | 49 | 169 | 208 |
| Loan repayment | (42) | (4) | – |
| | 791 | 573 | 706 |
| Balance at the end of the year comprises: | | | |
| Blue Falcon 140 Trading Proprietary Limited | 251 | 160 | 217 |
| Dimopoint Proprietary Limited | 79 | – | – |
| Imvelo Company Proprietary Limited | 48 | 45 | 40 |
| N3 Toll Concessions Proprietary Limited | 128 | 126 | 128 |
| Windfall 59 Properties Proprietary Limited | 286 | 242 | 321 |
| JSG Proprietary Limited | (1) | – | – |
| | 791 | 573 | 706 |
| Other infrastructure investments | | | |
| Opening balance | 72 | – | – |
| Reclassification from financial investments | – | 64 | 64 |
| Foreign currency translation movement | 14 | (4) | (4) |
| Fair value remeasurement through comprehensive earnings | – | – | 12 |
| | 86 | 60 | 72 |

Notes to the interim condensed consolidated financial statements continued

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10. AMOUNTS DUE FROM / (TO) CONTRACT CUSTOMERS

| | December 2015 (Reviewed) Rm | December 2014 (Reviewed) Rm | June 2015 (Audited) Rm |
|--|--|--------------------------------------|---------------------------------|
| Uncertified claims and variations (underclaims)** ¹ | 6 547 | 5 788 | 5 157 |
| Contract contingencies** | (343) | (257) | (253) |
| Progress billings received (including overclaims) ² | (1 342) | (1 728) | (1 921) |
| Uncertified claims and variations less progress billings received | 4 862 | 3 803 | 2 983 |
| Contract receivables ³ | 3 807 | 4 420 | 5 147 |
| Provision for contract receivables | * | (46) | * |
| Retention receivables ⁴ | 231 | 193 | 243 |
| | 8 900 | 8 370 | 8 373 |
| Amounts received in advance ⁵ | (450) | (625) | (641) |
| Net amounts due from contract customers | 8 450 | 7 745 | 7 732 |
| Disclosed on the statement of financial position as follows: | | | |
| Uncertified claims and variations** | 6 547 | 5 788 | 5 157 |
| Contract contingencies | (343) | (257) | (253) |
| Contract and retention receivables | 4 038 | 4 613 | 5 390 |
| Provision for contract receivables | * | (46) | * |
| Amounts due from contract customers | 10 242 | 10 098 | 10 294 |
| Progress billings received | (1 342) | (1 728) | (1 921) |
| Amounts received in advance | (450) | (625) | (641) |
| Amounts due to contract customers | (1 792) | (2 353) | (2 562) |
| Net amounts due from contract customers | 8 450 | 7 745 | 7 732 |

* Amounts less than R1 million.

** Provisions have been netted off against uncertified claims and variations.

¹ Includes revenue not yet certified – recognised based on percentage of completion / measurement and agreed variations, less provisions and deferred contract costs.

² Progress billings are amounts billed for work performed above revenue recognised.

³ Amounts invoiced still due from customers.

⁴ Retentions are amounts invoiced but not paid until the conditions specified in the contract are fulfilled or until defects have been rectified.

⁵ Advances are amounts received from the customer before the related work is performed.

10. AMOUNTS DUE FROM / (TO) CONTRACT CUSTOMERS continued

| | Uncertified claims and variations** Rm | Contract contin- gencies** Rm | Contract receivables Rm | Provision for contract receivables Rm | Retention receivables Rm | Total Rm |
|---|---|--|-------------------------------|---|--------------------------------|---------------|
| December 2015 (Reviewed) | | | | | | |
| Non-current assets | 1 174 | – | – | – | – | 1 174 |
| Current assets | 5 373 | (343) | 3 807 | * | 231 | 9 068 |
| | 6 547 | (343) | 3 807 | * | 231 | 10 242 |
| December 2014 (Reviewed) | | | | | | |
| Non-current assets | 3 192 | – | – | – | – | 3 192 |
| Current assets | 2 596 | (257) | 4 420 | (46) | 193 | 6 906 |
| | 5 788 | (257) | 4 420 | (46) | 193 | 10 098 |
| June 2015 (Audited) | | | | | | |
| Non-current assets | 900 | – | – | – | – | 900 |
| Current assets | 4 257 | (253) | 5 147 | * | 243 | 9 394 |
| | 5 157 | (253) | 5 147 | * | 243 | 10 294 |

* Amounts less than R1 million.

** Provisions have been netted off against uncertified claims and variations.

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| | December 2015 (Reviewed) Rm | December 2014 (Reviewed) Rm | June 2015 (Audited) Rm |
|---|--|--------------------------------------|---------------------------------|
| 11. TRADE AND OTHER PAYABLES | | | |
| Trade payables | 2 686 | 2 878 | 2 859 |
| Subcontractors | 462 | 392 | 425 |
| Accrued expenses | 2 734 | 3 220 | 3 180 |
| Income received in advance | 111 | 1 096 | 1 072 |
| Promissory notes | 573 | 830 | 425 |
| | 6 566 | 8 416 | 7 961 |
| TRADE AND OTHER PAYABLES – non-current portion | – | 297 | – |

Trade and other payables comprise amounts owing to suppliers for goods and services supplied in the normal course of business.

Promissory notes issued by the Group bear interest between a range of 8,30% and 8,59% per annum. Terms vary in accordance with contracts of supply and service but are generally settled on 30 to 90 day terms.

Included in income received in advance is an advance payment received relating to the Perth Airport contract of AUD10 million (R111 million). The AUD112,5 million (R1,1 billion) QCLNG advance payment was repaid on 29 October 2015.

12. FOREIGN EXCHANGE MOVEMENTS

Material foreign exchange movements have been disclosed in terms of IAS 1. With the deterioration of the Rand against foreign currencies, the translated results of McConnell Dowell, the Australian operating group of Aveng, had the biggest foreign currency impact. Only the accounts relating to McConnell Dowell that have been significantly impacted have been disclosed below.

| | Amounts due from / (to) contract customers Rm | Trade and other payables Rm |
|--|--|--|
| Balance as at 30 June 2015 (Audited) | 7 732 | 7 961 |
| Movement in ordinary course of business | (336) | (1 885) |
| Foreign exchange movement at McConnell Dowell | 1 054 | 490 |
| Balance as at 31 December 2015 (Reviewed) | 8 450 | 6 566 |

13. BORROWINGS AND OTHER LIABILITIES

| | December 2015 (Reviewed) Rm | December 2014 (Reviewed) Rm | June 2015 (Audited) Rm |
|---|--|--------------------------------------|---------------------------------|
| 13.1 Borrowings held at amortised cost | | | |
| Interest-bearing borrowings comprise: | | | |
| Payment profile | | | |
| – within one year | 1 220 | 416 | 426 |
| – between two to five years | 1 901 | 2 158 | 2 037 |
| | 3 121 | 2 574 | 2 463 |
| Interest rate structure | | | |
| Fixed and variable (interest rates) | | | |
| Fixed – long term | 1 730 | 1 866 | 1 814 |
| Fixed – short term | 923 | 156 | 162 |
| Variable – long term | 171 | 325 | 222 |
| Variable – short term | 297 | 227 | 265 |
| | 3 121 | 2 574 | 2 463 |

Notes to the interim condensed consolidated financial statements continued

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13. BORROWINGS AND OTHER LIABILITIES continued

13.1 Borrowings held at amortised cost continued

| Description | Terms | Rate of interest | December 2015 (Reviewed) Rm | December 2014 (Reviewed) Rm | June 2015 (Audited) Rm |
|---|--|---------------------------------------|-----------------------------------|-----------------------------------|------------------------------|
| Convertible bond of R2 billion | Interest coupon is payable bi-annually until July 2019 | Coupon of 7,25% | 1 690 | 1 616 | 1 651 |
| Finance sale and leaseback amounting to AUD9 million* | Monthly instalment ending in June 2018 | Fixed interest rate of 5,15% to 6,08% | 97 | 80 | 91 |
| Short-term facility of AUD10 million | Repayable in May 2016 | Bank bill swap rate plus 1,65% | 111 | 95 | 94 |
| Short-term facility of AUD60 million*** | Repayable in May 2016 | Bank bill swap rate plus 2,20% | 669 | – | – |
| Hire purchase agreement denominated in AUD* | Monthly instalment ending in September 2017 | Fixed interest rate of 6,81% | 60 | 103 | 65 |
| Hire purchase agreement denominated in USD* | Quarterly instalments ending in June 2017 | Fixed interest rate of 4,58% to 4,65% | 233 | 316 | 253 |
| Hire purchase agreement denominated in ZAR* | Monthly instalment ending in November 2017 | South African prime less 2,00% | 60 | 80 | 74 |
| Hire purchase agreement denominated in ZAR* | Monthly instalment ending in March 2017 | South African prime less 1,70% | 126 | 185 | 148 |
| Hire purchase agreement denominated in ZAR* | Monthly instalment ending in May 2018 | Fixed interest rate of 9,70% | 59 | 87 | 69 |

* These borrowings and other liabilities are finance leases and are included in the analysis of the payable finance lease liability.

*** Backed by a bank guarantee.

13. BORROWINGS AND OTHER LIABILITIES continued

13.1 Borrowings held at amortised cost continued

| Description | Terms | Rate of interest | December 2015 (Reviewed) Rm | December 2014 (Reviewed) Rm | June 2015 (Audited) Rm |
|---|---|---------------------|-----------------------------|-----------------------------|------------------------|
| Finance lease facilities denominated in ZAR* | Monthly instalment ending in March 2017 | South African prime | 13 | 8 | 13 |
| Interest-bearing borrowings | | | 3 118 | 2 570 | 2 458 |
| Interest outstanding on interest-bearing borrowings** | | | 3 | 4 | 5 |
| Total interest-bearing borrowings | | | 3 121 | 2 574 | 2 463 |

* These borrowings and other liabilities are finance leases and are included in the analysis of the payable finance lease liability.

** Interest outstanding in the current year relates to finance leases.

| | December 2015 (Reviewed) Rm | December 2014 (Reviewed) Rm | June 2015 (Audited) Rm |
|---|-----------------------------|-----------------------------|------------------------|
| Finance lease liabilities are payable as follows: | | | |
| Minimum lease payments due | | | |
| – within one year | 397 | 365 | 369 |
| – within two to five years | 300 | 583 | 411 |
| Less: future finance charges | (46) | (85) | (62) |
| Present value of minimum lease payments | 651 | 863 | 718 |

Notes to the interim condensed consolidated financial statements continued

for the six months ended 31 December 2015

13. BORROWINGS AND OTHER LIABILITIES continued

13.1 Borrowings held at amortised cost continued

The *Australasia and Asia* operating segment entered into a finance sale and leaseback arrangement in the 2012 financial year and in the 2015 financial year entered into an asset-based finance arrangement.

The arrangement, amounting to AUD9 million (R97 million) (December 2014: (R80 million); June 2015: (R91 million)) has been secured by plant and equipment with a net carrying amount of R70 million (December 2014: R80 million; June 2015: R60 million).

The arrangement amounting to AUD5 million (R60 million) (December 2014: R103 million; June 2015: (R65 million)) has been secured by assets with a net carrying amount of R58 million (December 2014: (R103 million); June 2015: (R49 million)).

The *Mining* operating segment entered into various asset-based finance lease arrangements to purchase operating equipment denominated both in USD and ZAR. These arrangements are secured by the assets for which the funding was provided and are repayable in monthly and quarterly instalments with the final repayment to be made in May 2018. Equipment with a net carrying amount of R495 million (December 2014: R687 million; June 2015: R613 million) has been pledged as security for the facility.

The *Mining and Manufacturing and Processing* operating segments entered into various vehicle lease arrangements. Equipment with the net carrying amount of R7 million (December 2014: R4 million; June 2015: R10 million) has been pledged as security.

14. OPERATING EXPENSES

| | December 2015 (Reviewed) Rm | December 2014 (Reviewed) Rm | June 2015 (Audited) Rm |
|---|--|--------------------------------------|---------------------------------|
| Operating lease charges – premises | 56 | 49 | 88 |
| Operating lease charges – plant and equipment | 5 | 5 | 9 |
| Depreciation of property, plant and equipment | 14 | 20 | 47 |
| Amortisation of intangible assets | 15 | 14 | 21 |
| Share-based payment expense | 5 | (6) | (20) |
| Employee costs | 840 | 977 | 1 895 |
| Employee benefits | 12 | 26 | 65 |
| Computer costs | 53 | 50 | 105 |
| Consulting fees | 48 | 40 | 119 |
| Other | 344 | 321 | 734 |
| | 1 392 | 1 496 | 3 063 |

15. TAXATION

Taxation expense

| | December 2015 (Reviewed) Rm | December 2014 (Reviewed) Rm | June 2015 (Audited) Rm |
|---|--|--------------------------------------|---------------------------------|
| Current taxation expense | 326 | 138 | 340 |
| Deferred taxation charge | (108) | (13) | (260) |
| | 218 | 125 | 80 |
| Reconciliation of the taxation expense | | | |
| Reconciliation between applicable taxation rate and effective taxation rate | | | |
| Effective taxation rate on earnings | 48,4% | 25,7% | (18,3)% |
| Exempt income and capital items | 16,9% | 25,5% | (10,4)% |
| Deferred taxation asset not recognised | (46,9)% | (20,4)% | 62,9% |
| Dividend withholding tax | (34,5)% | – | – |
| Movement in foreign exchange differences | 51,5% | 7,4% | (34,9)% |
| Prior year adjustment | (4,9)% | (1,8)% | (11,7)% |
| Effects of other jurisdictions and other | (2,5)% | (8,4)% | 6,0% |
| Disallowable expenditure | – | – | 34,4% |
| | 28,0% | 28,0% | 28,0% |

South African income taxation is calculated at 28% (December 2014: 28%; June 2015: 28%) of the taxable income for the year. Taxation in other jurisdictions is calculated at rates prevailing in the relevant jurisdictions.

Deferred taxation asset

The Group's results include a number of legal statutory entities within a number of taxation jurisdictions. The recoverability of deferred taxation assets was assessed in respect of each individual legal entity. Deferred tax assets have been recognised on unused taxation losses where management has concluded that there will be sufficient future taxable income against which deferred tax assets raised as at 31 December 2015 may be utilised. No deferred tax asset has been recognised for statutory entities where recoverability of such assets within the next five years is uncertain. In assessing the recoverability of the deferred tax asset, management has taken into account forecasts that were prepared for the financial years 2016 to 2020.

Notes to the interim condensed consolidated financial statements continued

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16. NON-CASH AND OTHER MOVEMENTS

| | December 2015 (Reviewed) Rm | December 2014 (Reviewed) Rm | June 2015 (Audited) Rm |
|--|--|--------------------------------------|---------------------------------|
| Earnings from disposal of property, plant and equipment | (13) | (18) | (61) |
| Impairment of goodwill, property, plant, equipment and intangible assets | 23 | 537 | 628 |
| Profit on disposal of subsidiary | - | (777) | (777) |
| Gain on property transaction before transaction costs | (582) | - | - |
| Fair value adjustment | (12) | (104) | (196) |
| Movements in foreign currency translation | 383 | (63) | (62) |
| Movement in equity-settled share-based payment reserve | 7 | 7 | 11 |
| | (194) | (418) | (457) |

17. CONTINGENT LIABILITIES

Contingent liabilities at the reporting date, not otherwise provided for in the consolidated financial statements, arise from performance bonds and guarantees issued in:

South Africa and rest of Africa

| | | | |
|----------------------------------|--------------|-------|-------|
| Guarantees and bonds (ZARm) | 3 716 | 3 735 | 3 721 |
| Parent company guarantees (ZARm) | 964 | 2 851 | 898 |
| | 4 680 | 6 586 | 4 619 |

Australasia

| | | | |
|----------------------------------|------------|-------|-------|
| Guarantees and bonds (AUDm) | 498 | 623 | 647 |
| Parent company guarantees (AUDm) | 409 | 4 764 | 1 215 |
| | 907 | 5 387 | 1 862 |

Contract performance guarantees issued by the parent company on behalf of its group companies are calculated based on the probability of draw down.

Claims and legal disputes in the ordinary course of business

The Group is, from time to time, involved in various claims and legal proceedings arising in the ordinary course of business. The Board does not believe that adverse decisions in any pending proceedings or claims against the Group will have a material adverse effect on the financial condition or future operations of the Group. Provision is made for all liabilities which are expected to materialise and contingent liabilities are disclosed when the outflows are possible.

18. HEADLINE EARNINGS

| | Six months ended 31 December 2015 (Reviewed) | | Six months ended 31 December 2014 (Reviewed) | | Year ended 30 June 2015 (Audited) | |
|--|--|--------------------------|--|--------------------------|---|--------------------------|
| | Gross of taxation Rm | Net of taxation Rm | Gross of taxation Rm | Net of taxation Rm | Gross of taxation Rm | Net of taxation Rm |
| Determination of headline earnings: | | | | | | |
| Earnings for the period attributable to equity-holders of parent | | 230 | | 358 | | (460) |
| Impairment of goodwill | - | - | 291 | 291 | 291 | 291 |
| Impairment of property, plant and equipment | 23 | 17 | 213 | 182 | 273 | 252 |
| Impairment of intangible assets | - | - | 33 | 33 | 57 | 57 |
| Earnings on sale of property, plant and equipment | (585) | (478) | (5) | (4) | 6 | 4 |
| Profit on sale of subsidiary | - | - | (777) | (713) | (777) | (713) |
| Fair value adjustment on investment property | - | - | (11) | (9) | (11) | (9) |
| Headline (loss) / earnings | | (231) | | 138 | | (578) |

Notes to the interim condensed consolidated financial statements continued

for the six months ended 31 December 2015

19. FAIR VALUE OF ASSETS AND LIABILITIES

The Group measures the following financial instruments at fair value:

- Infrastructure investments; and
- Forward exchange contracts

The Infrastructure investments comprises of the following:

- N3 Toll Concession (RF) Proprietary Limited;
- Windfall 59 Properties Proprietary Limited;
- Blue Falcon 140 Trading Proprietary Limited;
- Imvelo Concession Company Proprietary Limited;
- GoldlinQ Holdings; and
- Dimopoint Proprietary Limited

Except for Dimopoint, which was a new addition, the methodology, valuation parameters and assumptions for all other Infrastructure investments have remained unchanged since 30 June 2015. For more detail refer to the 30 June 2015 consolidated financial statements available on the Group's website.

The Group has reassessed the fair value of these Infrastructure investments as at 31 December 2015 and except for Dimopoint, where a R12 million fair value adjustment was calculated, no significant fair value movement was determined for the other investments.

(i) Dimopoint

Methodology

The value of the Group's share in Dimopoint was determined on the basis of the underlying long-term contractual rental streams. The fair value was determined based on the most appropriate methodology applicable to the underlying investment property portfolio. Methodologies include the market comparable approach that reflects recent transaction prices for similar properties and discounted cash flows. The valuation takes into consideration the selling price escalations per year, rental income escalation per year and risk-adjusted discount rates.

Valuation parameters and assumptions

The following parameters and assumptions were considered in arriving at the valuation:

- In estimating the fair value of the properties, the highest and best use of the properties is taken into account;
- Free cash flows based on the underlying long-term contractual rentals streams; and
- Market comparable yields applicable to the underlying investment property portfolio.

19. FAIR VALUE OF ASSETS AND LIABILITIES continued

(ii) Foreign exchange contracts (FEC) liabilities

Valuation methodology

Fair value of FECs is determined using mark-to-market rates. Market prices are based on actively traded similar contracts and is obtained from the financial institution with which the contracts are held.

The Group's fair value hierarchy of the carrying amounts of assets and liabilities comprises Infrastructure investments and forward exchange contracts. For the current period, the carrying amounts of these assets and liabilities equal its fair value.

The valuation of the Infrastructure investments is based on unobservable inputs and is therefore a Level 3, while FECs are valued using observable inputs (Level 2).

The Group uses Level 2 valuation techniques to measure foreign exchange contract and Level 3 valuation techniques to measure Infrastructure investments. Valuation techniques used are appropriate in the circumstances and for which sufficient data was available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

There were no transfers between the different levels during the six month period.

Total gains and losses included in the statement of comprehensive earnings attributable to changes in unrealised gains or losses

There have been no gains and losses recognised attributable to changes in unrealised gains or losses during the period.

Notes to the interim condensed consolidated financial statements continued

for the six months ended 31 December 2015

19. FAIR VALUE OF ASSETS AND LIABILITIES continued

Sensitivity analysis: Financial assets valuations, using unobservable inputs

The following table shows the sensitivity of significant unobservable inputs used in measuring the fair value of Infrastructure investments:

| | Significant unobservable input % | Reasonably possible changes to significant unobservable inputs % | Potential effect recorded directly in profit and loss | |
|--|---|--|--|----------------|
| | | | Increase Rm | Decrease Rm |
| Infrastructure investments | | | | |
| Risk-adjusted discount rate: | | | | |
| – N3 Toll Concession | 18,0 | 0,5 | (8) | 8 |
| – Windfall 59 Proprietary Limited | 20,0 | 0,5 | (8) | 8 |
| – Blue Falcon 140 Trading Proprietary Limited | 20,0 | 0,5 | (8) | 8 |
| – Imvelo Concession Company Proprietary Limited | 21,0 | 0,5 | (1) | 1 |
| – Dimopoint Proprietary Limited | 15,0 | 0,5 | (6) | 6 |
| Internal rate of return: | | | | |
| – GoldlinQ Holdings Proprietary Limited | 10,0 | 0,5 | (2) | 2 |

The estimated fair value would increase / (decrease) if:

- the risk-adjusted discount rate was lower / (higher)
- the internal rate of return was lower / (higher)

20. EVENTS AFTER THE REPORTING PERIOD

The directors are not aware of any significant matter or circumstance arising after the reporting period up to the date of this report.

OVERVIEW

Salient features

- Strong improvement in the safety performance
- Revenue declined by 25% to R18,0 billion (2014: R23,9 billion)
- Headline loss of R231 million (2014: Headline earnings of R138 million)
- Property transaction concluded in September 2015 of R1,1 billion offset by the settlement of the QCLNG advance of R1,1 billion
- Aveng Grinaker-LTA advances towards break-even with strong cash generation of R277 million in the six months
- Continuous focused restructuring is yielding results, most notably relating to Aveng Grinaker-LTA and Aveng Mining
- Net cash of R331 million compared to R393 million in June 2015
- Board's strategic review outcomes:
 - Aveng Steel divestment
 - Aveng Capital Partners monetisation
 - Aveng Grinaker-LTA empowerment

Aveng Limited (“Aveng”, the “Group”) reported a headline loss of R231 million or a headline loss per share of 58,0 cents for the six months ended 31 December 2015, relative to a headline profit of R138 million or 34,5 cents per share for the comparative period, and a headline loss of R716 million for the preceding six months (second half of 2015 financial year). The Group's revenue declined by 25% to R18,0 billion (2014: R23,9 billion) in line with management's expectations, notably in McConnell Dowell and Aveng Grinaker-LTA. Net operating earnings decreased by 87% to R52 million.

The Group generated basic earnings of R230 million (December 2014: R358 million). The continued global economic slowdown and consequent weak demand for infrastructure projects, a generally weak local trading environment for steel and cost pressures in the mining sector were key contributors to the financial loss. This was partially mitigated by the substantially improved performance in Aveng Grinaker-LTA, the solid underlying results from Aveng Mining and Aveng Manufacturing, albeit at lower volumes, as well as successful cost saving initiatives. The conclusion of the property transaction contributed R577 million to basic earnings.

The interim results have been reviewed by the Company's external auditors, Ernst & Young Inc. and the unmodified review conclusion is available for inspection at the Company's registered office.

Safety

Safety remains a core value of Aveng and is integral to the way the Group conducts its business. The Group remains fully committed to driving its safety vision “*Home without harm, Everyone, Everyday*”.

In the period the All Injury Frequency Rate (“AIFR”) improved by 20% to 2,8 from 3,5. This indicator includes all types of injuries and principally indicates broad personal injury trends. Aveng continues to see strong year-on-year improvement in safety performance as well as an increase in the reporting of high risk, near-miss incidents as a leading indicator in its safety strategy. It is anticipated that reporting thresholds for total injuries will continue to improve across operations.

Our Board and management are concerned with current levels of road traffic safety and believe a renewed emphasis is required across our South African operations. We work on various public road projects where our people are exposed to the poor road safety behaviour on public roads and have noted a resultant increase in road traffic instances and near-misses attributable to poor road safety by road users. We will be engaging with relevant roads agencies and law enforcement authorities to improve the situations through closer collaboration.

STRATEGY

Aveng continues to execute its strategy in three distinct phases. The initial “recover and stabilise” phase is well advanced as evidenced by the continued improved performance at Aveng Grinaker-LTA, the overall fixed cost reduction across the Group, improved liquidity and cash generation in South Africa and improved project execution through improved risk management. While McConnell Dowell made good progress in finalising various large projects, financial performance remains disappointing and is receiving ongoing attention. The first phase of

the strategy has been executed by a management team that is now stable, with no unexpected changes within key positions and the attraction of new talent into the Group.

The next phase of our strategy "position for growth" will require us to further strengthen our businesses in our key domestic markets of South Africa and Australia, to optimise our portfolio through improved capital allocation and to enhance our strategy into the rest of Africa. This will position Aveng for the medium term phase to "generate growth and enhance profitability and cash flow". To achieve this we will leverage our client and industry delivery model, using our platforms in South Africa and Australia to access the key growth markets of Africa and Southeast Asia.

Despite the progress made in the implementation of this strategy and noticeable improvements in project performance and cost reductions, the Group is faced with continued weak markets. Management continues to evaluate and execute additional steps that are required to respond to these market conditions to ensure optimal performance and cash preservation.

The Board is cognisant of Aveng's poor share price performance, particularly relative to the sector and in addition to a sharp focus on operational performance, has undertaken a strategic review of the business in order to accelerate the unlocking of value to shareholders.

Details around the activities undertaken during the period are as follows:

■ **Aveng Grinaker-LTA turnaround**

The improved performance by Aveng Grinaker-LTA in a number of areas is evidence of the operational turnaround. Loss-making contracts have been closed out, including the Grootegeluk project, while the Mokolo Pipeline is well into the final stages of remote operations commissioning. The ratio of projects executed at or better than tender margin has substantially improved. This ratio will continue to be closely monitored. Whilst not at optimal levels, the achieved margin has significantly improved. The overhead reduction programme was completed during the period under review resulting in a

lower overall cost base but incurring once-off restructuring costs during the period. Current market expectations imply that further cost reductions will be required albeit at lower levels. Strong cash generation in the period has been supplemented by the resolution of various claims and receivables most notably, in the power sector. This was brought about by a stable management team and considerable improvements in the core skills base.

Aveng Engineering, now under the management of Aveng Grinaker-LTA, was restructured during the period. Loss-making contracts have been completed with the exception of one remaining water project that is currently in the commissioning phase. Aveng has retained both the Water and the broader Operate and Maintain businesses, both of which are now managed as part of the Mechanical and Electrical business unit. The retention of these businesses is supported by both the expected water infrastructure improvements projects that should be announced in the future and the competitive advantage that Aveng is secured in this market by virtue of its hard-won experience and breadth of products and services offered.

■ **Liquidity**

The Group ended the first half of the year with net cash of R331 million, following the repayment of the QCLNG advance, the successful conclusion of the property transaction, strong operational cash generation from all South African operations offset by a AUD74 million cash utilisation by McConnell Dowell. During the period several cash consumptive projects were completed and combined with the net cash position and available facilities, the Board believes that the Group is well placed to manage through what is likely to remain a difficult medium term trading environment. The Group had free liquidity headroom of R2,5 billion at 31 December 2015.

■ **Claims**

Following the repayment of the advance payment linked to the QCLNG project, the arbitration process has now moved to the hearing stage with the first round of hearings completed in December 2015. The second round of hearings will take place during

February and March 2016 and Aveng has been advised to expect the findings during September/October 2016. The claims relating to the GCRT project were lodged during the period. However, the process remains protracted with conclusion anticipated in late 2017. Excluding these two projects the Group's uncertified claims position is R1.3 billion.

Good commercial and technical progress has been achieved on the Chuquicamata contract in Chile with a commercial settlement being reached for outstanding claims during the period. The project is progressing well and the relationship with the client is satisfactory.

Total *Amounts Due From Contract Customers* have reduced by R1,3 billion, excluding foreign exchange movements, due to an intensified focus on claims settlements in all business units combined with continuous collection of receivables.

Strategic review and cautionary announcement

Following the previously announced strategic refocus initiated by the Board for the Steel operating group, amongst other actions, Aveng has received various non-binding offers from numerous parties, to acquire or partner with Aveng, for both the entire operating group and/or for certain of its individual business units. Confidential discussions are ongoing though there can be no certainty that these discussions will result in any transactions. Accordingly, shareholders in Aveng should exercise caution when trading in their securities. Aveng will make further announcements, if and when appropriate. It is important to note that the disinvestment decision is based on longer-term strategic objectives. In the near term, the outlook for the steel business is improving and given our liquidity position, we are comfortable that any disposal will therefore only occur at an acceptable value.

The turnaround process of Aveng Grinaker-LTA has reached a stage where consideration can be given to position the business for future growth in terms of Aveng's existing strategy. The transformation of the construction and engineering sector in South Africa received increased focus over the past year. In order to

remain relevant to a transforming South African economy, the Board has concluded that it is a business imperative to introduce a B-BBEE partner or partners who will hold a significant equity interest in the business. Advisors have been appointed to assist Aveng in this process and stakeholders will be updated as this transaction progresses.

Consistent with the strategy of recycling the capital invested within the portfolio of Aveng Capital Partners once the underlying projects have reached an appropriate level of maturity, the Board has approved the monetisation of the existing portfolio. Assets currently under management will be disposed of in the market or seeded into a fund. An independently obtained valuation indicates substantial cash value to be realised through such transactions.

The Board is of the view that executing these transactions will aid an improved return on invested capital in the medium term. Combined with the existing robust liquidity position, this will provide the Group with greater flexibility and optionality in its capital allocation.

MARKET REVIEW

Aveng operates mainly in the South African, SADC, Australasian and Southeast Asian markets. These markets remain weak but opportunities still exist specifically in the South African building sector and in New Zealand and Southeast Asia.

The Australian market has remained subdued with tender conversion rates not meeting expectations. Continued declines in heavy industrial infrastructure investment in Australia will continue to negatively impact the results of McConnell Dowell. The softening of commodity prices has negatively impacted the Group's resource and energy clients. McConnell Dowell is therefore actively pursuing cross-border opportunities in the social and transport infrastructure market in New Zealand and Southeast Asia.

The South African building industry is fairly strong in residential building and selective commercial building opportunities in the municipal, commercial and industrial markets. However, opportunities in the Civils and Mechanical and Electrical businesses remain

constrained with ongoing delays in the public sector infrastructure roll out and the depressed resources sector.

The continuing demand for concrete products in the construction sector and rail products and services, albeit at lower levels, remains favourable for Aveng Manufacturing.

The mining industry in South Africa is expected to remain under considerable pressure in the medium term, which has resulted in numerous mining contract cancellations, scope reductions and requests for margin discounts. Careful consideration has been given to new mining opportunities and the extension of the business' international footprint.

The South African domestic steel market was adversely impacted by lower priced imports, poor domestic demand and excess capacity in international markets. However, volumes have stabilised in more recent months and some recovery has been noted. These latest developments, including those supportive of the South Africa upstream steel industry, are reassuring of Board's position that the disposal of Aveng Steel must be at an acceptable value.

FINANCIAL PERFORMANCE Statement of comprehensive earnings

Revenue decreased by 25% to R18,0 billion against the comparative period's R23,9 billion. This is largely attributed to the continued weak demand for infrastructure in our key markets of South Africa and Australia, which was partially offset by opportunities in Southeast Asia and New Zealand. Four of the key sectors namely, mining, Oil & Gas, steel and publicly funded infrastructure projects in South Africa remained subdued. Gross margin for the Group improved to 7,2% compared to 6,5% in the comparative period.

Net operating earnings decreased by 87% to R52 million, from R413 million in 2014, as a result of:

- Reduced earnings at McConnell Dowell, due to lower activity levels, combined with a disappointingly low margin performance within Australian Operations;

- Severe weakness in steel demand and pricing, resulting in an operating loss at Aveng Steel;
- Lower margins due to commodity price pressure in the mining business;
- The inclusion of four months of results of the Electrix business in the prior period; and
- Lower fair value gains in Aveng Capital Partners due to most renewable energy projects reaching market maturity in the prior period.

This was partially mitigated by:

- A substantially improved performance at Aveng Grinaker-LTA;
- Solid underlying results from Aveng Mining and Aveng Manufacturing, albeit at lower volumes; and
- Decreased operating expenses.

EBITDA decreased by 46% to R496 million from R928 million in 2014.

Gain on property transaction of R577 million relates to the sale and leaseback of the majority of the Group's property portfolio.

An **impairment charge** of R23 million was recognised against abandoned plant and equipment in the Mining segment.

Net **finance charges** of R156 million decreased by 6% in relation to the comparative period, as a result of larger average cash balances, offset by lower convertible bond costs in the comparative period (R52 million).

The **taxation expense** amounts to R218 million compared to R125 million for December 2014. This represents an effective tax rate of 48,4%, versus 25,7% in the comparative period. This is mainly attributable to withholding tax of R103 million payable on profit expatriated from Guinea following the completion of a project.

Headline earnings decreased to a loss of R231 million from an earnings of R138 million. Items excluded from the calculation of headline earnings include impairment charges and the gains on the property transaction.

Earnings per share of 57,8 cents (2014: 89,3 cents) decreased by 35,3% and **headline loss per share ("HEPS loss")** of 58,0 cents reduced compared to HEPS of 34,5 cents in the comparative period.

Statement of financial position

The Group reduced its **capital expenditure** to R171 million (2014: R583 million): applying R89 million (2014: R456 million) to replace and R82 million (2014: R101 million) to expand property, plant and equipment and intangibles. The majority of the amount was spent as follows:

- R41 million at McConnell Dowell, relating to specific contracts; and
- R63 million at Aveng Manufacturing to increase the capacity and optimise efficiencies in its factories.

The reduced capital expenditure is in line with the Group's current requirements.

Equity-accounted investments decreased by 10% compared to 30 June 2015. This was primarily due to additional losses on the Gouda renewable energy project.

Infrastructure investments of R877 million increased by R99 million compared to 30 June 2015, after recognising the Group's 30% investment in the property portfolio.

Amounts due from contract customers (non-current and current), remained relatively flat at R10,2 billion when compared to December 2014 and June 2015. There was an underlying decrease in this balance of R1,3 billion which was offset by R1,2 billion of foreign exchange translation movement. Operationally the receivables at McConnell Dowell decreased in line with contracting revenue and settlements, while uncertified claims, variations and receivables decreased at Aveng Grinaker-LTA as a result of various settlements specifically in the power sector.

Amounts due to contract customers decreased by 24% to R1,8 billion against the comparative period and decreased by 30% compared to R2,6 billion at 30 June 2015, as a result of the utilisation of advance payments at McConnell Dowell.

Inventories decreased by 22% to R2,4 billion against the comparative period and decreased by 5% compared to 30 June 2015 as a result of inventory management to align to the current market demand.

Trade and other receivables of R2,0 billion decreased by 18% against the comparative period and decreased by 17% compared to 30 June 2015 due to improved collections at Aveng Manufacturing and Aveng Steel, combined with lower revenue at Aveng Steel.

Borrowings and other liabilities of R3,1 billion increased by R658 million against the comparative period due to a AUD60 million facility drawn to repay a portion of the QCLNG advance.

Trade and other payables decreased by R1,4 billion or 18% to R 6,6 billion against 30 June 2015. Excluding the foreign exchange impact, the underlying reduction of R1,9 billion was primarily due to the repayment of the QCLNG advance payment of AUD112,5 million as well as lower activity levels at McConnell Dowell and Aveng Steel.

Operating free cash flow for the period amounted to a R295 million outflow after including:

- The repayment of the AUD112,5 million on the QCLNG contract;
- Offset by R1,1 billion proceeds on the disposal of the properties portfolio;
- Significant cash outflows for McConnell Dowell associated with the utilisation of advance payments, the completion of large projects such as Perth Airport and additional remedial work on the GCRT contract;
- Strong cash generation in all South African operations most notably at Aveng Steel and Aveng Grinaker-LTA;
- Net capital expenditure of R126 million; and
- The final payment of R102 million to the Competition Commission.

Cash and bank balances increased to R3,5 billion (June 2015: R2,9 billion), resulting in a net cash position of R331 million (June 2015: R393 million). The foreign currency revaluation amounted to R314 million.

OPERATING REVIEW

Construction and Engineering: Australasia and Asia

This operating segment comprises Australian Operations, Overseas Operations, Pipelines, Tunnels and Built Environs.

Revenue decreased by 40% to AUD726 million (2014: AUD1,2 billion) or R7,0 billion (2014: R11,8 billion). This is reflective of the completion of multi-year pipeline and infrastructure contracts, and the sale of Electrix in the prior financial year. Net operating earnings decreased from R183 million to R8 million due to the weaker Australian construction market and a disappointing performance from Australian Operations, partially offset by a solid performance in Overseas Operations and Pipelines. The results were negatively impacted by costs associated with additional tender expenses for significant EPC contracts that were not secured in a fiercely competitive Australian market.

As was expected, cash flow was negative during the period, and will continue to be negative for the next six months due to additional utilisation of advance payments, coupled with a slow uptake of new work. Cash flow should be impacted positively by the resolution of claims.

Australian Operations

Australian Operations reported a decrease in revenue of 58% to R2,5 billion (AUD255 million) compared to R6 billion (AUD516 million) in 2014, mainly due to the completion of large projects in the prior year and the continued weakness in the Australian market. The Australian market is challenging and competition for larger projects is very aggressive, resulting in tender costs incurred on contracts not won negatively impacting the operating margin. Earnings for the period ended December 2015 are considerably lower than the comparable period due to lower levels of new work won in the last 18 months.

Remedial work and demobilisation actions associated with the GCRT contract are substantially complete with close-out awarded and achieved on 23 December 2015. Given the technical and legal complexities, it is expected that the commercial negotiations will be

protracted, and thus the final outcome remains uncertain and a material risk to the Group. The process of finalising and resolving claims continues to receive considerable attention.

During the period **Built Environs** completed the expansion on Perth Airport Terminal 1, the terminal was operational in November 2015 and has been successfully handed over to the client.

In response to ongoing declines in available work and a challenging outlook for the Australian construction and engineering market, steps were taken in the prior period to reduce costs by 20%. Given an expectation that market conditions are likely to persist in the near term, McConnell Dowell will continue to review its overheads.

Overseas Operations

Overseas Operations comprise our operations in Singapore, Malaysia, Thailand, Indonesia, Philippines, Hong Kong, the Middle East, and New Zealand. Due to excellent project execution, performance was strong despite challenging market conditions. Revenue increased by 37% to R2,5 billion (AUD257 million) with good margins above 8,5% and positive cash flow.

Pipelines

The Pipelines business unit reported a decrease in revenue of 26% to R886 million (AUD90 million) from R1,2 billion (AUD119 million) in 2014, as a result of the completion of large pipeline projects in the prior year. With limited opportunities in the Oil & Gas sector, the recent win of the Northern Gas Pipeline and ongoing work for APLNG are pleasing results.

Tunnels

Revenue declined by 14% to R800 million (AUD81 million) from R900 million (AUD95 million). The Land Transit Authority contracts in Singapore are nearing completion and both have been a technical success, with the project opening on schedule in December. The Waterview project, the largest infrastructure development ever undertaken in New Zealand, is on schedule for completion in late 2016. Earnings declined as a result of large tender costs of AUD3 million on major projects that were not awarded to the business unit.

Construction and Engineering: South Africa and rest of Africa

This operating segment comprises Aveng Grinaker-LTA, Aveng Engineering and Aveng Capital Partners. Aveng Engineering has been discontinued with the remaining portions of Water and Operate & Maintain merging with Mechanical and Electrical within Aveng Grinaker-LTA.

Revenue decreased by 9% to R3,9 billion (December 2014: R4,3 billion) primarily due to lower civil engineering and mechanical and electrical work.

Net operating losses for the segment decreased by 45% to R125 million (2014: R229 million) due to a substantial turnaround from Aveng Grinaker-LTA, with a small loss of R48 million against R299 million in the comparable period.

Civil Engineering

Revenue decreased by 25% to R1,2 billion (December 2014: R1,6 billion) reflecting lower activity in the Civil Infrastructure business. The operating profit increased to R33 million compared to the operating loss of R195 million incurred in 2014.

Significant progress was made on improving the margin on specific contracts in the power programme, specifically relating to Medupi. Cost reduction will continue proactively as the short-term outlook is constrained. The Majuba contract is well into the final stages of construction, with large sections handed over to Aveng Rail. Various commercial matters, including claims and variations, remain outstanding and are being negotiated.

Mechanical and Electrical

Revenue decreased by 13% to R835 million (December 2014: R954 million) due to lower activity in the industrial and Oil & Gas sectors combined with project delays and cancellations in mining. Higher revenues were achieved on the Kusile BOP project compared to the six months ended 31 December 2014, as a result of the acceleration measures taken in order to meet the power utility's client milestone dates. The operating margin was negatively affected by losses incurred in closing out the Sasol MT7 project and the ongoing Alstom power

programme partnership. The operating loss marginally decreased to R29 million (December 2014: R32 million).

Buildings & Coastal

Revenue increased by 25% to R1,5 billion (December 2014: R1,2 billion) with the net operating earnings reflecting a significant improvement to R65 million, from a loss of R5 million. The improvement in revenue is due to the growing order book, the ramp-up on the Mall of the South project, that was successfully handed over in September 2015 and peak production to complete the Sasol Corporate Head Office superstructure, which is well on track. Projects on the Ekurhuleni municipal infrastructure programme are progressing well. Cost reduction initiatives and greater operational efficiencies were realised during the period. The short term outlook for Building is positive with the order book having grown significantly by 67% in the second quarter, and an attractive pipeline of further projects in the short term.

The activity level in the Coastal operations is on target with major contracts, Dr Pixley Ka Isaka Seme Memorial hospital in KwaZulu-Natal, extensions to the Cape Town International Convention Centre and Aspen Pharmcare's manufacturing facilities in Port Elizabeth, all in progress. There has been significant progress made in the Western Cape Education Department's infrastructure programme management contract, with the first project completed and handed over and a pipeline of new work in planning phases.

Aveng Engineering

Aveng Engineering revenue decreased by 69% to R149 million (December 2014: R477 million) largely due to the completion of the construction works on the water and power plants and the move to commissioning and operations. The Gouda wind farm final construction has been completed along with technical hand-over. Final operational hand-over is anticipated at the end of March 2016. The construction of the eMalaheni project has now been completed and commissioning is underway. Additional costs and liquidated damages on these two contracts impacted the operating earnings negatively, resulting in a net operating loss of R83 million.

The focus remains on leveraging the significant advantage held within the Aveng Water business in acid mine drainage and desalination technology. The South African mining and municipal water sectors offer various attractive opportunities for growth. The remaining portion of Aveng Engineering will merge with Mechanical and Electrical, which will lead to efficiencies.

Aveng Capital Partners

Aveng Capital Partners is responsible for managing the Group's investments in South African toll roads, real estate and renewable energy concessions.

Net operating earnings decreased by 94% against the comparative period to R6 million (2014: R97 million) primarily due to the majority of the renewable energy investments achieving marketable maturity in the prior period.

Mining

This operating segment comprises the merged business of Aveng Moolmans and Aveng Mining Shafts & Underground.

The segment reported consistent revenue of R3,0 billion against the comparative period. Net operating earnings decreased by 18% to R198 million (2014: R241 million). The operating margin declined to 7% (2014: 8%) largely as a result of discounts awarded to clients on various contracts. Existing mining contracts are under cost pressure from clients operating in a difficult commodities environment. The Mining operating group is working closely with clients to assist in reducing overall mining costs and to regain some of the margins lost due to discounts through various productivity improvement and cost efficiency initiatives.

The mining industry continues to be under extreme pressure which is affecting the contracts in hand and the opportunities being presented. This impact is likely to be evident in the remaining six months of this financial year. The Mining team will pursue opportunities to revise and better balance the geographic and commodity mix in its client portfolio in order to strengthen its order book and improve shareholder returns. Details will be announced once further progress is made. Given usual

project lead times, Aveng does not expect this to materially change in the next 12 to 18 months.

Aveng Moolmans

The revenue of **Aveng Moolmans** remained flat at R2,2 billion. The pressures being experienced by clients due to the downturn in the commodity cycle will most likely be evident during the next six months, as a number of clients have indicated that there will be reduced production volumes, particularly on the Tshipi é Ntle, Nkomati Nickel and Sishen contracts. This will place strain on the order book going forward. However, opportunities are being pursued to mitigate this impact.

Despite the current market conditions Aveng Moolmans continued to record good results, strong performances were achieved on other domestic and international mining contracts. Contract extensions were granted at Klipbankfontein and Sadiola.

Aveng Mining Shafts & Underground

The revenue of **Aveng Mining Shafts & Underground** increased by 11% to R811 million (2014: R730 million) due to development work that was commenced on the new Black Rock contract. In addition, although the Styldrift and Eland contracts were cancelled, revenue was generated prior to the contract cancellations.

In comparison to the prior period, Shafts & Underground has reduced its net operating loss. This is largely attributable to cost saving initiatives as a result of the merger of the Aveng Mining business units and improved discipline in commercial processes. The general downturn in the mining industry has resulted in a more selective approach to bidding for new work in order to strengthen the quality of the business unit's earnings, and mitigate the risk by securing longer term contracts. Shafts & Underground finalised claims on the Chuquicamata contract with the cash being received in December 2015. The Platreef Platinum Mine and Black Rock contracts continue to progress to plan and the Kalagadi contract was completed during the period. Good progress was made on the Bakubang project and commercial discussions continue on the resolution of claims.

Manufacturing and Processing

This operating segment comprises Aveng Manufacturing and Aveng Steel.

Revenue decreased by 17% to R4,4 billion (2014: R5,3 billion). Net operating earnings decreased significantly to a loss of R48 million (2014: R79 million earnings). Aveng Steel was negatively impacted by weak demand, reduced international steel prices, increased competition from cheaper imports and significant restructuring costs to re-align the fixed cost base. Despite lower gross profit margins, the operating segment contributed strongly to positive cash flows.

Aveng Manufacturing

This operating group consists of Aveng Automation & Control Solutions (ACS), Aveng Dynamic Fluid Control (DFC), Aveng Duraset, Aveng Infraset and Aveng Rail.

Revenue decreased by 11% to R1,6 billion (2014: R1,8 billion). Net operating earnings decreased by 31% to R99 million (2014: R144 million). Despite tough market conditions, the operating group continues to perform well although the impact from the slowdown in the mining sector and lower sleeper volumes have negatively impacted its financial performance.

Aveng ACS – Aveng Control Solutions performed well despite lower activity in the traditional Oil & Gas market. Revenue, has increased by 7% to R237 million (2014: R222 million), which is due to the timing of current projects relative to last year, as well as diversification into non-traditional markets.

Aveng DFC – revenue has increased by 9% to R246 million (2014: R225 million), mainly due to growth in the US and Australian markets. Local volume demand was lower and subsequently negatively impacted profitability.

Aveng Duraset – revenue decreased by 1% to R263 million (2014: R265 million) driven by lower demand from the local mining sector.

Aveng Infraset – revenue decreased by 37% to R464 million (2014: R734 million) due to large sleeper supplies in the prior period, both locally and across border. The decline in the international commodity prices has resulted in a

slowdown in the international sleeper revenue and general rail construction projects. Construction products continue to enjoy solid demand locally and are performing as expected.

Aveng Rail – revenue increased by 10% to R437 million (2014: R396 million), mainly due to Majuba, Rosmead and Black Rock construction projects.

Despite the challenging environment, the outlook for Aveng Manufacturing is encouraging. Transport infrastructure remains a key growth market. Although mining in South Africa is expected to remain subdued, this is mitigated by mining in the rest of Africa, Russia and South America; which could drive demand for many of the product lines.

Building on the cash flow discipline introduced some time ago, the Manufacturing operating group remains cash generative.

Aveng Steel

This operating group consists of Aveng Trident Steel, Aveng Steeledale and Aveng Steel Fabrication.

Revenue decreased by 18% to R2,8 billion (2014: R3,4 billion), severely impacted by reduced international steel prices and lower local demand. Profitability declined to a loss of R147 million compared to a loss of R65 million in the prior period, in line with revenue and was further impacted by restructuring costs. Cost savings were driven by improved efficiencies across the operating group and continue to be realised. Despite poor trading conditions, the operating group was a significant contributor to positive cash flow. This was achieved through the reduction in working capital, most notably reduced inventory. It is expected that the market conditions will be positively impacted by the implementation of custom duties and anti-dumping duties in the second half of the financial year.

Other and Eliminations

Included in Other and Eliminations is the Group's Corporate Office and Properties. In September 2015 the Group began paying operating lease payments to the property venture, Dimopoint for the use of the properties sold in the sale and lease back transaction.

Two-year order book

The Group's two-year order book amounts to R29,3 billion at 31 December 2015, remaining relatively flat on the R28,9 billion reported at 30 June 2015.

The focus remains on securing quality work at targeted margins. While the Group has adopted a portfolio approach within the respective disciplines at McConnell Dowell and Aveng Grinaker-LTA, current market conditions resulted in a move towards lower margin disciplines. This is particularly notable in South Africa with a strong swing towards building work. While the Aveng model seeks to optimise the balance across the core disciplines to achieve targeted margins and diversify revenue streams, this remains challenging in current conditions.

Over the last six months, the Mining operating group's order book has decreased by 20% from R7,9 billion to R6,3 billion as a result of contract cancellations and a reduction in the scope of work, while the Construction and Engineering: Australia and Asia operating group's order book increased by 8% in Australian Dollar terms from AUD1,2 billion to AUD1,3 billion (R11,6 billion to R14,1 billion). Construction and Engineering: South Africa and rest of Africa's order book increased by 5% from R7,3 billion in June to R7,7 billion in December.

Recent significant project awards include the 129 Rivonia development in Sandton (situated on the site of the previous Village Walk), the first phase of the Leonardo Towers in Sandton and the Hilton Hotel in Swaziland. In Australia and Asia, recent awards include the Waitaki Bridges Replacement and O-Bahn City Access projects, the Northern Gas Pipeline in Northern Territory, Christchurch in New Zealand, the Barangaroo Ferry in New South Wales and the Rapid SCC project in Malaysia. Mining contracts were also extended at Kolomela (Klipbankfontein) and Sadiola.

The geographic split of the order book at 31 December 2015 was 51% Australasia and Asia (June 2015: 40%), 43% South Africa (June 2015: 56%) and 6% Other (June 2015: 4%).

OUTLOOK AND PROSPECTS

Aveng is expecting the market to remain subdued in the short to medium term with limited evidence of large infrastructure contracts. There are attractive opportunities in Australia, New Zealand and Southeast Asia in particular. Our key markets are expected to remain tough and management will continue to take the necessary actions to manage the business within the constraints of the current economy.

Aveng will continue to focus on cash generation, cost efficiencies and preserving the balance sheet for the remainder of the financial year. In addition, notable attention will be given to the strategic initiatives described above, the disinvestment from Steel, the monetisation of Aveng Capital Partners and the empowerment of Aveng Grinaker-LTA.

DIRECTORS

Mr Sean Flanagan was appointed as an independent non-executive director of the Aveng Board with effect from 1 November 2015.

DISCLAIMER

The financial information on which any outlook statements are based has not been reviewed or reported on by the external auditors. These forward looking statements are based on management's current belief and expectations and are subject to uncertainty and changes in circumstances. The forward looking statements involve risks that may affect the Group's operations, markets, products, services and prices.

By order of the Board



M Seedat
Chairman



HJ Verster
Chief executive officer

23 February 2016

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EVERYONE EVERYDAY

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