



Revenue
+13%: R3,3 billion
 (June 2011: R2,9 billion)

Operating profit
-72%: R40 million
 (June 2011: R145 million)

Order book
+2%: R12,7 billion
 (December 2011: R12,5 billion)



Unaudited results for the six months ended 30 June 2012 and renewal of cautionary announcement

Summarised consolidated income statement

	Unaudited 6 months 30 June 2012	Unaudited 6 months 30 June 2011	Audited 12 months 31 December 2011
Revenue	3 334 209	2 944 986	6 230 456
Operating profit for the period	40 282	144 654	280 946
Impairment of goodwill	—	—	(32 403)
Net finance costs	(31 156)	(11 915)	(36 007)
Share of losses from jointly controlled entities	(1 461)	(846)	(2 957)
Share of profits/(losses) from associates	14 560	(156)	6 708
Profit for the period before taxation	22 225	131 737	216 287
Taxation	(5 772)	(38 889)	(81 580)
Profit for the period after taxation	16 453	92 848	134 707
<i>Profit for the period attributable to the following:</i>			
Equity shareholders of the company	21 556	98 263	140 979
Non-controlling interests	(5 103)	(5 415)	(6 272)
Net profit for the period	16 453	92 848	134 707
Earnings per share (cents)	17,41	79,37	113,88
Diluted earnings per share (cents)	17,41	79,37	113,88

Summarised consolidated statement of comprehensive income

	Unaudited 6 months 30 June 2012	Unaudited 6 months 30 June 2011	Audited 12 months 31 December 2011
Net profit for the period	16 453	92 848	134 707
Other comprehensive income for the period	(8 739)	(5 172)	6 129
Movement in foreign currency translation reserve	202	(1 524)	5 014
Movement in fair value adjustment reserve	(8 941)	(3 648)	1 297
Deferred tax effect on other comprehensive income	—	—	(182)
Total comprehensive income for the period	7 714	87 676	140 836
<i>Total comprehensive income for the period attributable to the following:</i>			
Equity shareholders of the company	12 562	93 386	144 886
Retained income	21 556	98 263	140 979
Other reserves	(8 994)	(4 877)	3 907
Non-controlling interests	(4 848)	(5 710)	(4 050)
Total comprehensive income for the period	7 714	87 676	140 836

Summarised consolidated statement of financial position

	Unaudited 30 June 2012	Unaudited 30 June 2011	Audited 31 December 2011
ASSETS			
Non-current assets			
Property, plant and equipment	1 259 603	1 041 502	1 166 213
Intangible assets	798 887	837 790	799 995
Investments in jointly controlled entities	86 071	30 210	58 051
Investments in associates	35 258	14 163	17 042
Available-for-sale financial assets	4 759	34 930	42 183
Deferred income tax asset	96 592	68 297	68 985
Current assets	2 968 889	2 605 550	2 680 501
Inventories	77 513	59 065	42 857
Development land	413 513	360 952	398 686
Trade and other receivables	1 159 588	1 193 839	1 125 785
Work in progress	375 294	318 188	322 128
Investments in jointly controlled entities	—	—	16 580
Current income tax asset	52 598	43 105	58 428
Cash and cash equivalents	890 383	630 401	716 037
Non-current assets held-for-sale	—	—	66 767
5 250 059	4 632 442	4 899 737	
EQUITY AND LIABILITIES			
Capital and reserves			
Statutory capital	948 675	948 667	948 668
Retained income	882 055	820 978	860 499
Other reserves	(3 341)	(3 131)	5 653
Non-controlling interests	18 053	1 307	22 901
Non-current liabilities	667 800	504 191	592 847
Interest-bearing borrowings	598 667	409 430	519 234
Other borrowings	20 435	27 455	19 649
Deferred income tax liability	48 698	67 306	53 964
Current liabilities	2 736 817	2 360 430	2 469 062
Trade and other payables	1 260 108	1 142 337	1 079 938
Amounts due to customers	648 837	530 618	513 315
Current portion of borrowings	369 875	406 406	508 071
Loans from associates	37 552	—	37 876
Provisions for other liabilities and charges	288 129	174 872	220 903
Current income tax liability	29 536	35 902	46 651
Bank overdraft	102 780	70 295	62 308
Liabilities directly associated with non-current assets classified as held-for-sale	—	—	107
5 250 059	4 632 442	4 899 737	

Statement of changes in equity

	Unaudited 6 months 30 June 2012	Unaudited 6 months 30 June 2011	Audited 12 months 31 December 2011
Issued capital			
Ordinary share capital	948 668	948 667	948 667
Balance at the beginning of the period	948 668	948 667	948 667
Issued to share incentive scheme (net of treasury shares)	7	—	1
Balance at the end of the period	948 675	948 667	948 668
Retained income			
Balance at the beginning of the period	860 499	758 472	758 472
Total comprehensive income for the period	21 556	98 263	140 979
Share-based payment – equity settled	—	—	545
Transactions with minorities	—	1 387	(2 353)
Dividend declared	—	(37 144)	(37 144)
Balance at the end of the period	882 055	820 978	860 499
Other reserves			
Balance at the beginning of the period	5 653	1 746	1 746
Total comprehensive income for the period	(8 994)	(4 877)	3 907
Balance at the end of the period	(3 341)	(3 131)	5 653
Non-controlling interests			
	18 053	1 307	22 901

Summarised consolidated statement of cash flows

	Unaudited 6 months 30 June 2012	Unaudited 6 months 30 June 2011	Audited 12 months 31 December 2011
Operating cash flow			
Operating cash flow	168 755	262 782	513 081
Movements in working capital	246 566	(394 926)	(346 657)
Net cash generated by operations	415 321	(132 144)	166 424
Net finance costs	(31 156)	(11 915)	(36 007)
Dividends paid	(100)	(37 187)	(37 019)
Taxation paid	(49 818)	(58 534)	(129 263)
Cash flow from operating activities	334 247	(239 780)	(35 865)
Cash flow from investing activities	(49 518)	(4 707)	(99 291)
Cash flow from financing activities	(153 429)	(171 453)	(174 909)
Effects of exchange rates on cash and cash equivalents	2 550	(2 610)	(14 838)
Movement in cash and cash equivalents	133 850	(418 550)	(324 903)
Cash and cash equivalents at the beginning of the period	653 753	978 656	978 656
Cash and cash equivalents at the end of the period	787 603	560 106	653 753
Included in cash and cash equivalents as per the balance sheet	787 603	560 106	653 729
Included in the assets of the disposal group	—	—	24
787 603	560 106	653 753	

Additional information to the interim financial statements

	Unaudited 6 months 30 June 2012	Unaudited 6 months 30 June 2011	Audited 12 months 31 December 2011
Dividend paid per share (cents)	—	30,00	30,00
Dividend declared per share (cents)*	—	—	—
<i>*Based on the year to which the dividend relates</i>			
Number of shares in issue ('000)	123 803	123 798	123 798
Headline earnings per share (cents)	14,75	75,21	139,65
Diluted headline earnings per share (cents)	14,75	75,21	139,65
Reconciliation of basic earnings to headline earnings			
Basic earnings	R '000	R '000	R '000
Adjusted by:	21 556	98 263	140 979
– Loss/(profit) on sale of subsidiary	268	(3 527)	(21 049)
– Profit on sale of jointly controlled entity	(1 185)	—	—
– Profit on sale of property, plant and equipment	(2 381)	(1 630)	(4 249)
– Impairment of fixed assets	—	—	24 802
– Impairment of goodwill	—	—	32 403
Headline earnings	18 258	93 106	172 886
Reconciliation between weighted average number of shares and diluted average number of shares			
Weighted average number of shares	'000	'000	'000
Adjusted by – Share Incentive Scheme	123 798	123 798	123 798
Diluted average number of shares	123 798	123 798	123 798
Net asset value per share (cents)	1 476,05	1 426,93	1 465,95
Tangible net asset value per share (cents)	830,76	750,19	819,74
Capital expenditure for the period (R'000)	250 221	312 048	647 910
Depreciation (R'000)	136 179	118 731	242 237
Impairment of fixed assets (R'000)	—	—	24 802
Amortisation of intangible asset (R'000)	1 108	5 393	10 785
Impairment of goodwill (R'000)	—	—	32 403

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BASIL READ HOLDINGS LIMITED Incorporated in the Republic of South Africa
 (Registration number 1984/007758/06) ("Basil Read" or "the group")
 ISIN: ZAE000029781 Share code: BSR

Commentary

The consolidated abridged interim financial statements have been prepared in terms of section 8.57 of the JSE Listings Requirements, incorporating IAS 34 on Interim Financial Reporting and ACS500 Standards as issued by the Accounting Practices Board or its successor and the Companies Act of South Africa. The principal accounting policies used in the preparation of the unaudited results for the six months ended 30 June 2012 are consistent with those applied in the annual financial statements for the year ended 31 December 2011 and for the unaudited results for the six months ended 30 June 2011 in terms of IFRS.

Overall review

Basil Read has continued to be negatively affected by a challenging trading environment and ongoing uncertainty and volatility in both local and global markets. The construction sector, in particular, has been adversely impacted as the group continued to record significant losses on isolated contracts in what is proving to be a protracted slump for the sector as a whole. The negative environment prevailing in the local construction sector has given rise to significant contractual risk as contractors, clients and consulting engineers manage difficult budget constraints. The result is that considerably more claims are being disputed and often the matter can only be resolved through legal means. In these cases, the claims are not accounted for until there is a degree of certainty regarding the outcome.

Steady performances by the mining and engineering divisions supported the group's results and the solid order book and improved cash position augur well for an improvement in operational performance in the future. The group increased revenue by 13% to R3,3 billion (June 2011: R2,9 billion). Operating profit decreased to R40,3 million (June 2011: R144,7 million), a decrease of 72%, as operating margins contracted to 1,2% (June 2011: 4,9%). Earnings for the six months decreased by 78% to R21,6 million (June 2011: R98,3 million), exacerbated by a sharply higher interest charge due to the net geared position of the group.

The group's cash position improved to R787,6 million (December 2011: R653,8 million), mostly as a result of improved working capital management. Basil Read continues to be hampered by delayed payments from government debtors and is actively engaging with the relevant government departments in a bid to resolve long outstanding issues. In particular, the group has a signed settlement letter from the Free State Provincial Government and is encouraged by the receipt of a recent part payment in this regard.

Although the group remains in a net geared position, total borrowings decreased by R58,0 million to R989,0 million (December 2011: R1 047,0 million). The group successfully refinanced two of the bond issues under the domestic medium-term note programme, for a period of six and 18 months respectively. The group is actively managing debt levels with a view to paying them down and in turn reduce the interest burden, which is currently at a higher than acceptable level. The debt equity ratio is currently at 33,6% (December 2011: 24,7%). Total assets increased moderately to R5,3 billion (December 2011: R4,9 billion), an increase of 7%. The structure of the balance sheet is carefully monitored to ensure that it promotes further growth.

Basil Read's order book remains at a healthy R12,7 billion, bolstered by the group's key projects – the construction and operation of an airport on St Helena Island, phases 2C and 2H of the Olifants River water resources development project and Cut 8 at the Jwaneng Mine in Botswana.

At the reporting date, the group had issued guarantees in the amount of R2,2 billion (June 2011: R2,0 billion). These guarantees have arisen in the ordinary course of business and it is not expected that any loss will arise out of the issue of these guarantees. Basil Read (Pty) Ltd and TWP Projects (Pty) Ltd, the group's main South African operating companies, maintained their level 3 BBBEE contributor ratings, meaning that companies are entitled to recognise 110% of the amounts spent with these companies in calculating their procurement spend. Both entities were further rated as value added suppliers, which affords a further 25% benefit.

Corporate activity

On 1 January 2012, the group disposed of its 50% stake in Siyaya Energy (Pty) Ltd for a sale consideration of R10 million, resulting in the recognition of a profit on disposal of R1,4 million.

During February 2012, the group disposed of 100% of Basil Read Properties No. 3 (Pty) Ltd, a property owning subsidiary for a total consideration of R66,3 million. The agreement was concluded with Thunderstruck Investments (Pty) Ltd, a related party in relation to the group. In terms of the agreement, Basil Read further agreed to acquire 50% of Thunderstruck Investments (Pty) Ltd for a total consideration of R33,5 million. Thunderstruck Investments (Pty) Ltd is the owner of the Basil Read head office campus.

Operational review

Safety, health, environmental, risk management and quality

In keeping with international best practice, Basil Read's risk, safety, health, environmental and quality practices have been incorporated into a transversal SHERQ division. This ensures a risk-driven approach to safety, health and environmental practices on project sites and the incorporation of all these activities into the quality management system for the consistent maintenance of quality standards.

The group regularly introduces and drives training and information initiatives aimed at increasing awareness of occupational health, safety, environmental and quality among subcontractors, management and employees. The group's disabling injury frequency rate has reduced to 0,37 at June 2012 from 0,4 at December 2011. While this falls short of the target set at 0,3, it is encouraging to note that the rate has decreased. Unfortunately, the group suffered one fatality during the period to June 2012, which emphasises the need for continuous education regarding safety risks.

A number of sites, particularly in the engineering division, have reached significant safety milestones, with many recording LTI-free (lost time for injury) days of excess of 300. The mining division reached a milestone of 2,5 million LTI-free hours, affirming our belief that our safety standards are above the industry average.

Construction

	June 2012	June 2011	Dec 2011
Revenue (R'000)	2 127 365	2 023 468	4 149 208
Operating (loss)/profit (R'000)	(51 237)	48 241	81 294
Operating margin (%)	(2,41)	2,38	1,96
Share of profit/(losses) from jointly controlled entities (R'000)	963	—	(1 378)
Share of (losses)/profits from associates (R'000)	(218)	(156)	89
Order book (R'000)	8 000 000	6 300 000	7 700 000

Market conditions in the local construction sector remain depressed and extremely competitive, placing significant pressure on margins. While government continues to reaffirm its commitment to infrastructural spend, tenders have been slow to materialise and confidence levels in the industry remain low.

Liquidity pressures in the industry due to delayed or non-payment by government departments continue to hamper growth and the effective management of scarce working capital is becoming a critical success factor, evidenced by the recent failure of a local competitor due in part to non-payment from the Free State Provincial Government.

Basil Read has not been immune to the downturn in the local sector and the construction division continues to be afflicted by a number of loss-making contracts. The group currently has contractual claims in excess of R300 million at varying stages of evaluation, which have not been accounted for due to the inherent uncertainty of the outcome and the often protracted amount of time needed to resolve these claims. In one instance, Basil Read has been awarded a claim in excess of R140 million as part of an adjudication process. However, as the client has indicated that it intends to appeal the adjudicator's decision and refer the matter for arbitration, this award has not been accounted for in the results to June 2012.

Losses recorded during the period include a R27 million loss on a buildings contract following a lengthy arbitration process and a R25 million loss relating to two roads contracts in the Free State following receipt of a settlement letter from the Free State Provincial Government.

The difficult conditions in the local industry have led to a natural progression to obtain cross-border work and the division is now active in several African countries where opportunities are more prevalent. While cross-border work presents unique risks, margins are generally more favourable. The group's key cross-border contract to construct and operate an airport on the island of St Helena is progressing well and continues to represent a historic milestone for one of the most remote islands in the world. As this contract presents primarily logistical challenges, the group has chartered a ship, the NP Glory 4, for the tenure of the contract. The vessel made history in July 2012 by becoming the first ship ever to dock at St Helena.

Mining

	June 2012	June 2011	Dec 2011
Revenue (R'000)	497 232	408 001	930 713
Operating profit (R'000)	39 059	48 316	107 680
Operating margin (%)	7,86	11,84	11,57
Share of profits from jointly controlled entities (R'000)	—	—	—
Share of profits from associates (R'000)	14 778	—	6 619
Order book (R'000)	1 900 000	2 300 000	2 000 000

Basil Read's mining division plays an important role in the group by balancing fluctuations in the construction sector and continues to be a steady performer, with ongoing contracts locally and in Botswana. Despite market conditions easing, the division has submitted a large number of tenders.

The Mayne Mining Joint Venture has bedded down well at Debonwana's Jwaneng Mine, with various improvement initiatives being implemented as the contract ramps up to full production. Training on the correct use of the plant is a critical element for the success of the contract and a significant investment has been made in this regard.

Work on the Beeshoek contract is progressing well and mining of the new pit has started. Due to the high demand for operators in the region, some challenges have been faced in securing the necessary skills to operate the required equipment.

The load and haul contract at Venetia Mine is progressing well and has escalated to include additional activities. With additional drilling equipment established, the drill and blast is performing to expectations. The division is optimistic regarding a further three year contract extension in the second half of the year.

Blasting & Excavating is performing well on its mining projects. There are a significant number of requests for additional drilling locally. The civil market remains under pressure and limited work is available, while there is an upwards trend in the amount of quarry work coming out for tender.

Developments

	June 2012	June 2011	Dec 2011
Revenue (R'000)	9 184	33 291	38 276
Operating profit (R'000)	701	7 395	9 065