



## AUDITED RESULTS AND DIVIDEND DECLARATION FOR THE YEAR ENDED

## 30 JUNE 2017

### REVENUE

▼ **3%**  
to R1 044m

### OPERATING PROFIT

▲ **1%**  
to R41,9m

### EPS

▼ **43%**  
to 3,6cps

### GEARING

**improved**  
to 47%

### INTRODUCTION

Jasco continued to experience tough economic conditions in 2017, with the second half seeing a particularly sharp downturn in the South African economy due to the socio-political environment.

Against these conditions, revenue decreased by 3% and operating profit was maintained. However, reported earnings decreased by 43% and headline earnings by 61%. Both earnings and headline earnings were impacted by a number of unusual factors, which included:

#### Negative impact on earnings

Exiting unprofitable Security customer contracts and the resultant retrenchments	R4,3 million
Further business development costs in East Africa	R3,0 million
Unutilised foreign tax credits in Kenya	R2,3 million
Transaction costs on two acquisitions, mainly from the unsuccessful Cross Fire acquisition	R2,2 million
Investments in the newly-established Middle East operation	R1,8 million
Fraudulent transactions perpetrated by a senior employee in the Enterprise business, as well as related costs to investigate (refer to the operational review for more information)	R1,1 million
Skills development costs due to more onerous requirements from the new B-BBEE <sup>^</sup> codes	R0,9 million

#### Positive impact on earnings

Saving due to once-off costs savings	R4,7 million
profit from the disposal of security technical services to an enterprise development partner*	R2,6 million
Firsttime contribution from Reflex	R1,7 million

<sup>^</sup> Broad-based black economic empowerment  
\*This was a headline earnings adjustment

Excluding these impacts, earnings for 2017 would have been 3% up compared to the R14,2 million last year.

### DELIVERY ON STRATEGY

Jasco continues to progress its strategy of offering services across the ICT, power, water management, broadcast and building management sectors. It operates across the entire value chain, from engineering, solutions development, procurement, construction and integration to maintenance.

The group focused on four key areas this year to further deliver on its strategy:

#### 1. Create scale through bolt-on acquisitions

The group acquired 51% of Reflex Solutions on 1 May 2017 to enable Jasco's entry into the fibre to home growth-market and expanded its IT infrastructure and management service offering.

Reflex Solutions was acquired for a maximum undiscounted consideration of R39,8 million and contributed revenue of R28,3 million, profit before tax of R 4,5 million and earnings of R1,7 million in the first two months.

Unfortunately, the Competition Commission did not approve the group's acquisition of Cross Fire during the year, which was set to provide additional scale to the Fire business.

#### 2. Geographic diversification

The group continues with its international diversification. The business in East Africa experienced volume growth of 58% off a low base. The Middle East presence was established during the year, with a focus on securing its first contracts.

#### 3. Customer diversification in Electrical Manufacturers

The group is further diversifying its manufacturing business. During the year, it successfully secured four new large customers.

#### 4. Improving working capital management and financial gearing

The continued focus on working capital during the year is evident in the cash flows generated. Management also made good progress during the year to reduce long-term debt following the accelerated receipt of the remainder of the M-TEC sale proceeds. The priority is to continue to reduce the corporate bond obligation over the next financial year from the cash generation going forward due to expected continued profitability levels from the business units.

The debt to equity ratio pleasingly improved from 51% to 47%, which is now within the group's maximum range of below 50%.

### FINANCIAL OVERVIEW

#### STATEMENT OF COMPREHENSIVE INCOME

Revenue decreased by 3% to R1,044 billion (2016: R1,076 billion) on lower volumes, particularly in the second half.

The contributors to revenue were:

	2017 R'm	% change	2016 R'm
Carrier	385,9	(6,8%)	414,2
Enterprise	315,7	(0,7%)	318,0
Intelligent Technologies	165,3	(13,3%)	190,7
Electrical Manufacturers	190,8	15,1%	165,8

The operating profit was R41,9 million compared to the R41,7 million in 2016. This was mainly due to improved gross margins and once-off cost reductions. This partly offset the impact of the lower sales volumes. The net operating margin of 4% was similar to last year's 3,9%.

Net interest costs of R11,5 million decreased from R15,2 million due to the reduction in interest paid following the part repayment of long-term debt, as well as the decrease in the bank overdraft.

The equity-accounted share of losses of R1,8 million represents Jasco's 40% share in the establishment costs of the Middle East joint venture operation. The group is confident of securing its first orders in the first half of 2018.

The taxation charge of R16,3 million compares to a charge of R10,5 million in 2016. The effective tax rate was significantly higher at 56,9% than the standard rate of 28% due to the higher level of non-deductible expenses on the inclusion of once-off unusual items mentioned earlier. This resulted in a higher taxable income, as well as an unused tax credit in Kenya. The main items included in non-deductible expenses are the interest paid on the corporate bond, the group's share-based payment costs, as well as the acquisition costs and fraudulent transactions. The tax rate is expected to remain above the standard rate over the next 12 months.

The minorities' share of profits increased from R1,8 million to R4,2 million on improved profitability in Fire and Co-location Solutions, and the first-time contribution from Reflex Solutions.

Earnings of R8,1 million decreased by 43% (2016: R14,2 million) and earnings per share (EPS) was down to 3,6 cents per share (2016: 6,3 cents per share). As outlined earlier, earnings were impacted by a number of unusual factors. Excluding these, earnings would have increased by 3%.

Headline earnings of R5,6 million decreased by 61% (2016: R14,1 million) and headline earnings per share (HEPS) decreased by 61% to 2,5 cents per share (2016: 6,3 cents per share). HEPS was similarly affected by the unusual impacts, but was adjusted for the profit on the disposal of the Security technical services business to an enterprise development partner. The weighted average number of shares in issue was higher at 226,9 million shares versus 224,6 million last year.

### STATEMENT OF FINANCIAL POSITION

#### M-TEC sale proceeds

The balance of R40,7 million of the sale proceeds were received ahead of plan and utilised to reduce debt. Refer to long-term liabilities below.

#### Intangible assets and goodwill

Intangibles, excluding goodwill, increased to R44,6 million (2016: R22,9 million) and include the following:

- The voice transaction management application and the computer software applications (internet-of-things or IOT) of R26,1 million (2016: R13,3 million)
- Trade names of R3,9 million (2016: R2,4 million) due to the Reflex acquisition
- Customer-related intangibles of R14,6 million (2016: R7,2 million) due to the Reflex acquisition

Goodwill increased from R65,8 million in 2016 to R96,3 million following the acquisition of Reflex due to the future cash flows this investment is expected to generate. There were no impairments to the carrying value of goodwill during the year. This assessment was conducted in accordance with Jasco's accounting policy to test the carrying value of goodwill annually.

#### Fixed assets

Fixed assets of R78,9 million (2016: R61,1 million) increased on capital expenditure of R25,4 million (2016: R14,5 million). This relates mainly to plant and machinery of R9,6 million for the Electrical Manufacturers business unit, as well as the first-time inclusion of the Reflex Solutions fixed assets.

#### Long-term liabilities

The corporate bond was partly redeemed from the M-TEC sale proceeds and reduced from R87,1 million to R44,6 million in the year. The corporate bond attracts interest at the equivalent of the prime lending rate and is repayable in January 2019.

During the second half of the financial year, a medium term working capital facility of R150 million was negotiated with the Bank of China at more favourable terms than previous funding. This facility will cater for any future growth requirements and replaced the general banking facilities of R121,8 million with the group's commercial bankers. The security provided is similar. The first draw-down of R105 million was made in May 2017 and utilised to settle the bank overdrafts which historically funded the group's working capital position.

The deferred purchase consideration of R38,4 million relates to Reflex Solutions, of which R5,8 million is included in long-term liabilities and R32,6 million classified as a current liability.

#### Working capital

Jasco's working capital management remained an area of focus, with an overall reduction of R7,1 million compared to R16,4 million in the previous financial year.

Net working capital days of 33,9 days were below the target of 35 days. This was mainly due to the continued focus on stock control and good debtors collections. The table below compares the current period to the June 2016 and June 2015 positions:

	Jun 17	Jun 16	Jun 15
Inventory	33.6	35.3	31.8
Receivables	91.5	107.3	104.6
Payables	(91.2)	(103.8)	(97.6)
NVVC days	33.9	38.8	38.8

Inventories of R86,3 million include R2,6 million for Reflex, and compares to R108,7 million in 2016. Excluding Reflex, the decrease of R25,0 million was mainly due to lower volumes and a concerted effort to reduce stock in the Carrier, Enterprise and Electrical Manufacturers businesses.

Trade and other receivables of R275,4 million include R26,5 million for Reflex, and compares to R261,9 million in 2016. Excluding Reflex, the decrease of R13,1 million was due to a combination of good cash collections and lower second-half volumes.

Trade and other payables of R205,0 million includes R22,7 million for Reflex, and compares to R208,2 million in 2016. Excluding Reflex, the decrease of R25,8 million was in line with the decrease in volumes. Deferred maintenance revenue decreased from R60,4 million to R55,3 million and relates mainly to service level agreement renewals from Enterprise customers.

### STATEMENT OF CASH FLOWS

The statement of cash flows reflects an inflow in cash generated from operations of R65,9 million compared to R79,4 million in 2016. Working capital changes reflect an inflow of R7,1 million (2016: R16,4 million inflow) on a decrease in inventories, receivables and payables.

The net interest payment amounted to R11,5 million (2016: R15,9 million), while income tax payments of R16,9 million were almost double the R8,9 million in the prior year. An ordinary dividend of 2 cents per share, amounting to R4,5 million, relates to 2016 and was paid in the first half. Total cash inflows from operating activities of R32,1 million compared to the R54,5 million inflow in 2016.

Investing activities saw a cash inflow of R14,5 million (2016: R7,3 million inflow), mainly related to the proceeds from the M-TEC sale, as well as finance lease receivables. This was somewhat offset by the capital expenditure. Financing activities saw an inflow of R41,9 million (2016: R23,1 million outflow), which was the net position of the Bank of China's working capital loan and the repayment of the corporate bond.

Accordingly, Jasco's net bank position of R95,6 million improved from R7,3 million in 2016, mainly due to maintaining profitability and good working capital management.

### OPERATIONAL OVERVIEW

The Jasco structure remained unchanged during the year.

#### CARRIER – 36% of group revenue

The Carrier's business unit delivers products and services across the telecommunications value chain, from design and planning of networks to configuration, integration and support. As a systems integrator and distributor, its proven solutions focus on access, transmission and operational support systems of telecommunications networks across the African continent.

#### Year under review

During the year, telecommunications network operators continued to focus on cost reductions. The delayed sale of Neotel and the extended time taken to re-capitalise Cell C resulted in significant reduction in network capex spend, negatively impacting both Jasco's order book and revenue. This was somewhat offset by increased spending from Telkom on additional optical network infrastructure, as they further cater for the increase in demand for data services. The group continued to diversify its portfolio to meet the higher demand for products and solutions, such as fibre to the home and business (FTTx).

Orders remained flat year-on-year, which resulted in revenue being 7% down at R385,9 million compared to last year's R414,2 million. Despite the impact of the volatile exchange rate, operating profit was up by 7% from R47,8 million to R51 million due to good cost control. The Carrier business unit delivered a healthy operating margin of 13,2% (2016: 11,5%) and remains Jasco's largest profit contributor. The higher level of operating margin is not expected to continue due to the inclusion of once-off projects during the year.

#### ENTERPRISE – 30% of group revenue

The Enterprise business unit delivers end-to-end solutions, including contact centres, unified communications, workforce optimisation, IT infrastructure and security and fire solutions to corporates in Southern and East Africa.

#### Year under review

Tough economic trading conditions in South Africa continued for the year under review. Ongoing focus was placed on reviewing profitability levels per customer, which resulted in exiting and closing unprofitable contracts within the Security division. One large managed services contract and two large multi-year Joint Building Contracts Committee (JBCC) contracts were identified and either exited or closed out. This resulted in restructuring and retrenchment costs, which had a significantly negative impact on the business unit's results.

The Communications business remains flat in South Africa, but showed good growth in East Africa. Jasco continued to invest and scale up within that region.

Although the Fire division delivered a good performance, the rejection of the proposed Cross Fire acquisition by the Competition Commission was a major disappointment. The successful acquisition of Reflex Solutions is set to deliver a positive impact in the coming year based on its initial two-month contribution since acquisition.

Revenue was down by 0,7% to R315,7 million compared to last year, largely due to volume loss on exiting its unprofitable contracts. Operating profit reversed to a loss of R3,5 million compared to a profit of R3,7 million. This was mainly due to exiting the

