metrofile
Annual Report
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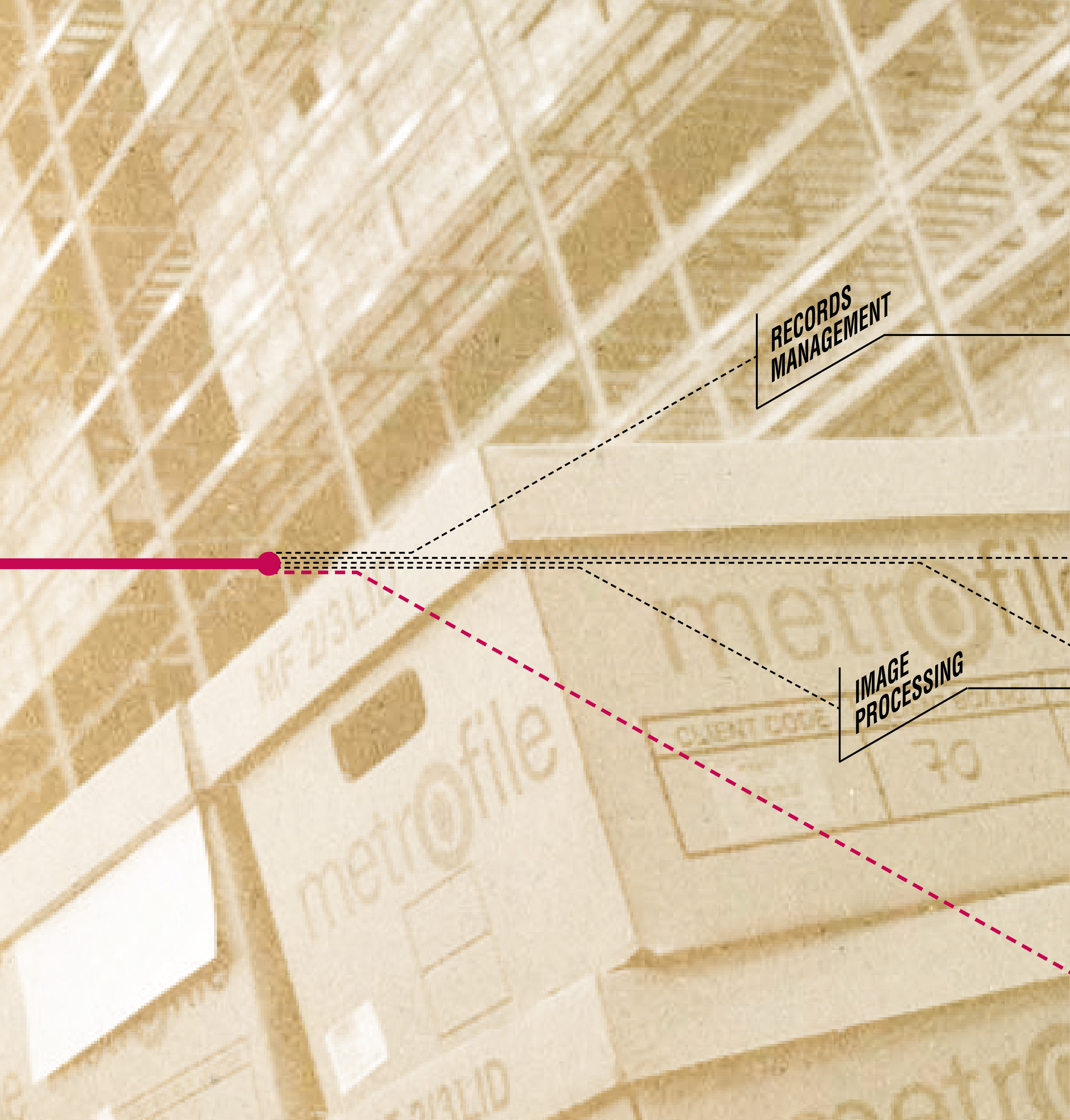
metrofile

Annual Report 2008



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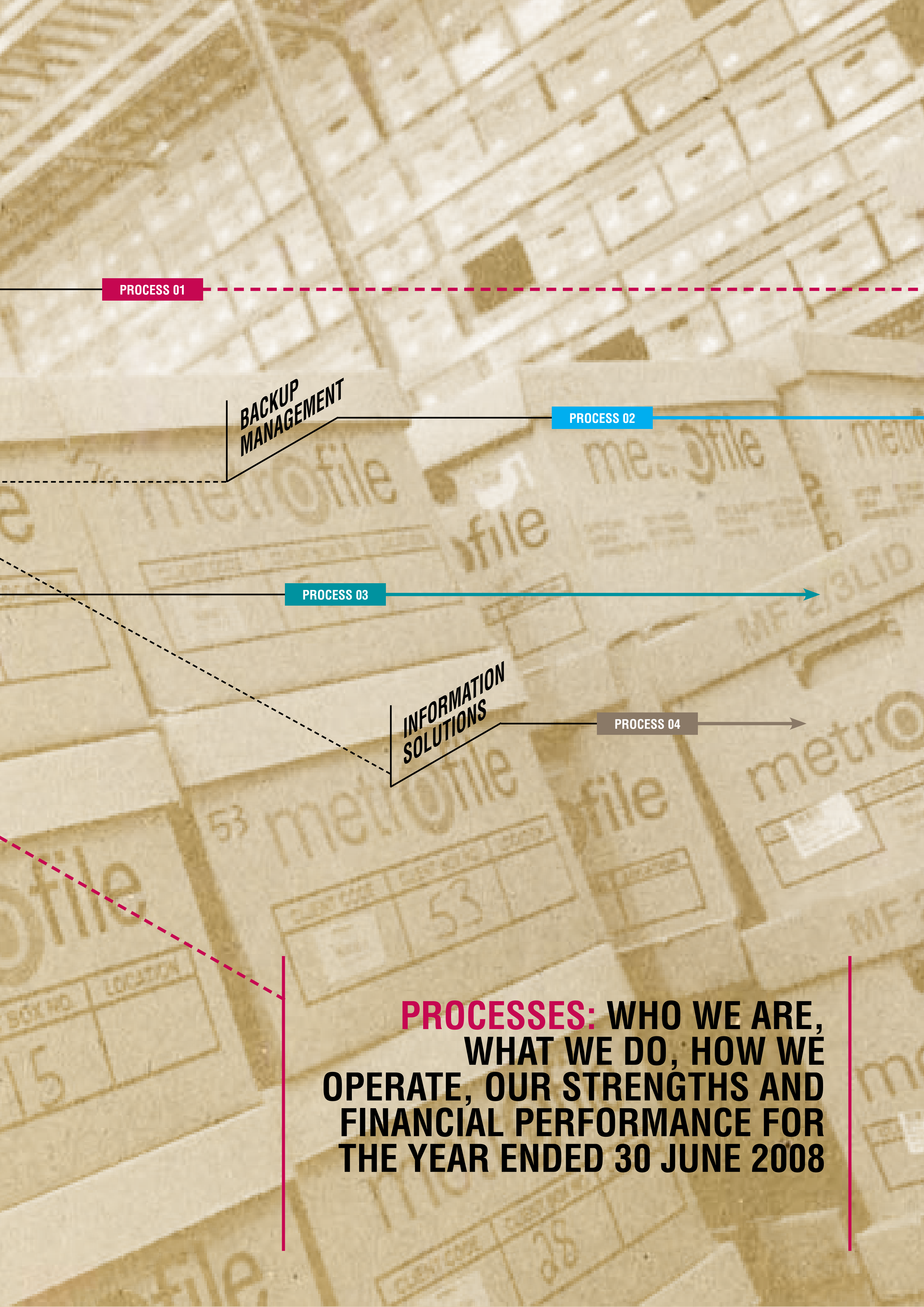

PROCESS 01

BACKUP MANAGEMENT

PROCESS 02

PROCESS 03

INFORMATION SOLUTIONS

PROCESS 04

PROCESSES: WHO WE ARE, WHAT WE DO, HOW WE OPERATE, OUR STRENGTHS AND FINANCIAL PERFORMANCE FOR THE YEAR ENDED 30 JUNE 2008

SOLUTION 01: COMPETENT AND PROFESSIONAL STAFF COMMITTED TO MEETING CUSTOMER NEEDS.

OUR COMPANY

Our company – Established in 1983, Metrofile was the first company in South Africa to provide businesses and organisations the opportunity to outsource the storage of their records and documents. Today the Company is southern Africa's market leader in information and records management, offering customers a full outsourced service that ranges from the most basic need for the offsite storage of records to onsite file management, image processing, backup management, paper management and information solutions including consultancy and software. In addition, records management training is provided through Metrofile Training Academy and imaging and document handling equipment is supplied and serviced through CSX.

Listed on the JSE under Support Services; Business Support Services, Metrofile is a black-empowered company with 26,1% of the shares being held by the Mineworkers Investment Company (MIC). Strongly committed to the principles of transformation, Metrofile is working hard to achieve tough targets both in the development and empowerment of its people and in limiting its impact on the environment.

Our vision – To be our customer's trusted information management partner.

We provide our customers with the peace of mind that comes with knowing that their records and information is secure and readily accessible. This enables them to make informed decisions and to act with integrity and confidence. Through this, our customers are able to focus on their core business and to do what they need to do to achieve success.

Our mission – To enable organisations and their people to manage information and records securely, rapidly, intelligently and cost-effectively.

Our customer promise – Metrofile is built on three promises:

- **Commitment** – dedication to servicing the needs of our customers
- **Integrity** – acting in the best interests of our customer at all times
- **Reliability** – getting it right first time, every time

In delivering on these promises, Metrofile strives to be:

- **Expert** – knowledgeable about information and records management
- **Insightful** – perceptive, aware and understanding of our customers and their needs
- **Proactive** – actively working to anticipate and exceed customer needs and expectations

Our strategy – Recent strategy has focused on consolidation and on building the capacity and capability needed to continue meeting the increasing demands of customers driven by changes in technology, legislation and corporate governance requirements. This strategy has enabled Metrofile to enjoy solid growth, to build customer loyalty and to maintain its market dominance despite an increasing number of new entrants to the market.

Looking ahead, Metrofile will continue to invest in building capacity and capability. Specific attention will be given to the development of operational infrastructure, proprietary software and systems and the skills of those individuals employed by Metrofile. Efforts to strengthen the brand will be increased, as will efforts to drive up service levels, organic growth and returns on investment.

Opportunities to expand both locally and internationally will also be actively pursued, as will product and service opportunities that complement and strengthen the current offer. This process started during the current financial year with new facilities being set up in Maputo, Mozambique, the establishment of the Metrofile Training Academy and the restructuring of the sales function. A strategic sales team has also been established along with a solutions division tasked with, amongst others, the building of our intellectual property.

Our products and services

Records management – South Africa's original outsourced solution, Metrofile, assists businesses and organisations in meeting their legislative and corporate governance requirements through the effective management of their information and records. Employing tried and tested systems and working to internationally recognised standards, Metrofile offers both on- and off-site solutions that ensure information and records are securely stored, easily accessed and effectively managed.

Image processing – A comprehensive solution that enables businesses and organisations to convert analogue records into digital images and in the process improve their accessibility, increase operational efficiency and customer service. Employing the latest equipment and the very best in digital enhancement software, Metrofile is able to convert records of all types, formats and sizes quickly and efficiently into high-quality images that meet legal requirements and which utilise minimal storage capacity.

Backup management – A total backup management service that reduces business and organisation risk through the active management of the rotation and storage of backup tapes and discs in secure, fireproof and environmentally controlled vaults. Operating 24/7 and 365 days a year, the facilities are also capable of handling and storing sensitive documents and all forms of electronic media.

Information solutions – A full service solution designed to assist businesses and organisations in the development of their information and records management strategies, systems, policies and procedures. The service includes the development and installation of market-leading records and image management software. Developed by Metrofile, the software is capable of integration into each customer's own systems.

Paper management – A paper collection and recycling service that enables businesses and organisations to dispose of confidential paper waste securely, and in an environmentally friendly manner. In addition high-grade paper waste produced by printers is collected, sorted and bundled for recycling by the paper mills.

Document handling equipment – The supply and maintenance of a wide range of imaging, document and mail handling equipment typically used by businesses and image processors, mailing houses, libraries and marketing companies. An authorised reseller, the group sells and maintains Kodak, Fujitsu, Bowe, 3M, Opscan, and Bell and Howell equipment.

PROCESS 01: MANAGING YOUR RECORDS AND INFORMATION IS EASY, EFFICIENT AND COST-EFFECTIVE WITH THE MARKET LEADER.

PHASE ONE

RECORDS MANAGEMENT CONSULTATION

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NEEDS ANALYSIS

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RECORDS MANAGEMENT SOLUTION

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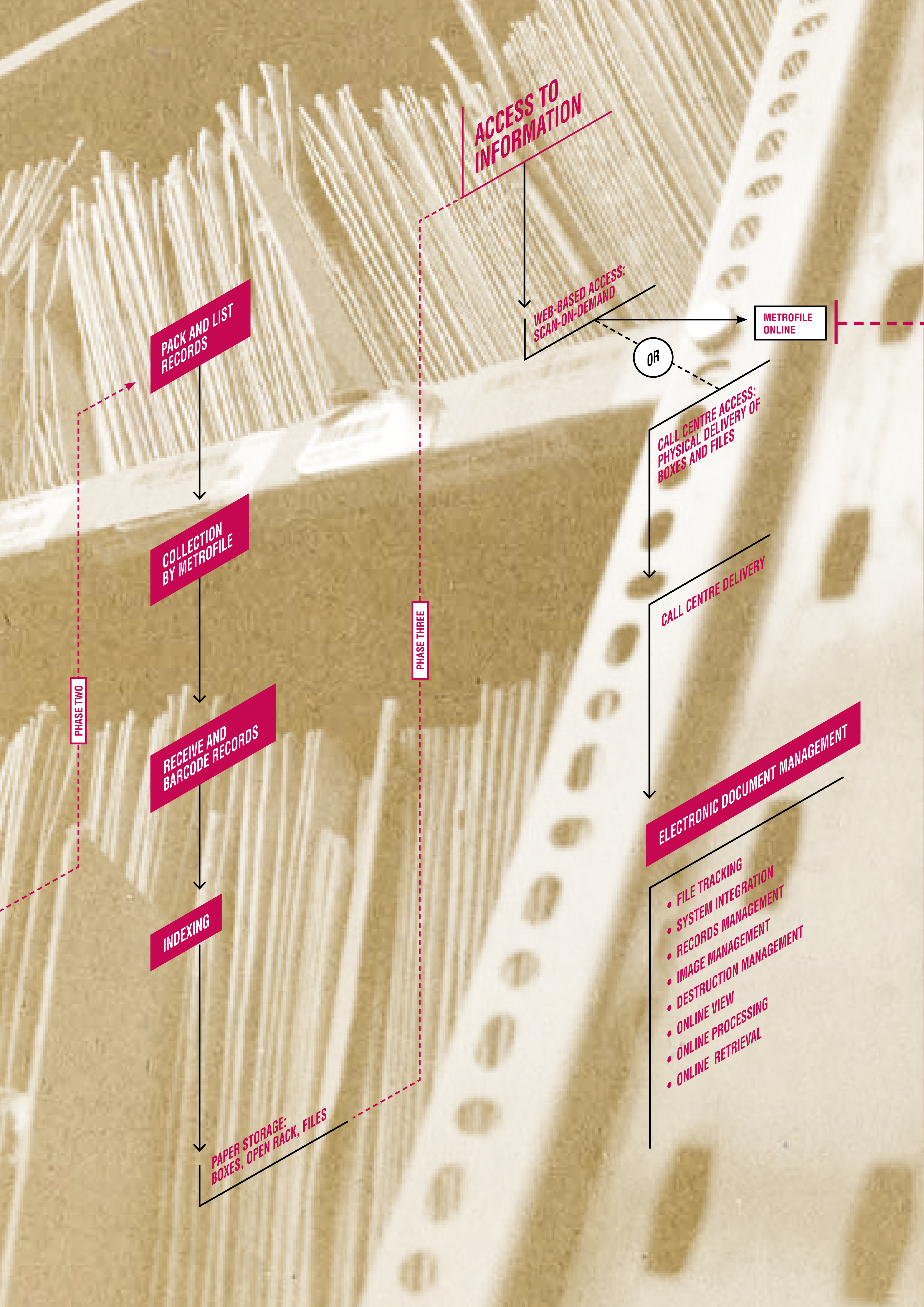
SERVICE LEVEL AGREEMENT


ACCESS TO INFORMATION
WEB-BASED ACCESS: SCAN-ON-DEMAND
METROFILE ONLINE
OR
CALL CENTRE ACCESS: PHYSICAL DELIVERY OF BOXES AND FILES
CALL CENTRE DELIVERY
ELECTRONIC DOCUMENT MANAGEMENT
• FILE TRACKING
• SYSTEM INTEGRATION
• RECORDS MANAGEMENT
• IMAGE MANAGEMENT
• DESTRUCTION MANAGEMENT
• ONLINE VIEW
• ONLINE PROCESSING
• ONLINE RETRIEVAL
PHASE THREE
PHASE TWO
PACK AND LIST RECORDS
COLLECTION BY METROFILE
RECEIVE AND BARCODE RECORDS
INDEXING
PAPER STORAGE: BOXES, OPEN RACK, FILES

FINANCIAL STATISTICS

INCOME STATEMENT	2008 R000	2007 R000	2006 R000	2005 R000	2004♦ R000
Revenue	329 935	299 740	276 246	254 437	473 803
Operating income	95 538	90 924	73 751	63 376	24 856
Net finance cost	(22 637)	(44 839)	(46 695)	(52 515)	(68 972)
Income/(loss) before taxation and capital items	72 901	46 085	27 056	10 861	(44 116)
Taxation	(15 956)	(8 361)	(3 843)	5 029	(25 598)
Income/(loss) after taxation	56 945	37 724	23 213	15 890	(69 714)
Dividends received			2 077		
Minority shareholders' share of (losses)/profits		(3 949)	(8 950)	(1 337)	(826)
Attributable income/(loss) before exceptional items and goodwill amortisation	56 945	33 775	16 340	14 553	(70 540)
Exceptional items net of minority shareholders' interest	2 368	1 486	2 121	(1 742)	16 492
Goodwill amortisation and impairment					(22 188)
Attributable income/(loss)	**59 313**	**35 261**	**18 461**	**12 811**	**(76 236)**

FINANCIAL RATIOS	2008	2007	2006	2005	2004
Liability	2,6	5,2	(1,8)	(1,7)	(1,8)
Current	1,4	1,8	1,0	0,9	1,0
Quick	1,3	1,6	0,8	0,8	0,9
Interest cover (times)	4,2	2,0	1,6	1,2	0,4

PROFITABILITY					
Operating income to revenue (%)	29,0	30,3	26,7	24,9	5,2
Operating income to average net assets employed (%)	20,9	26,7	32,5	26,7	4,7

NUMBER OF EMPLOYEES	960	963	1 078	1 070	1 179

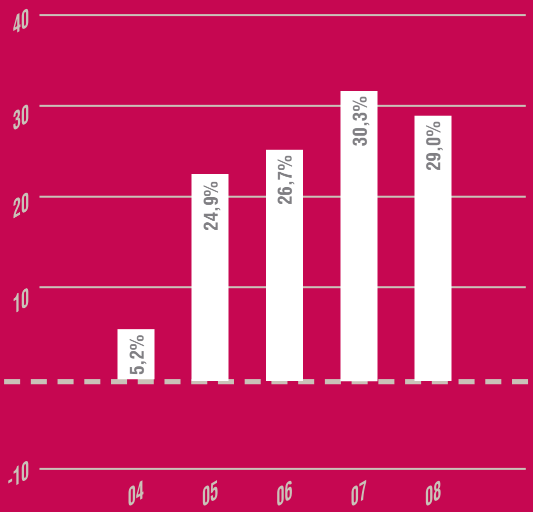
RATIO DEFINITIONS

Liability Liabilities to ordinary shareholders' interest.

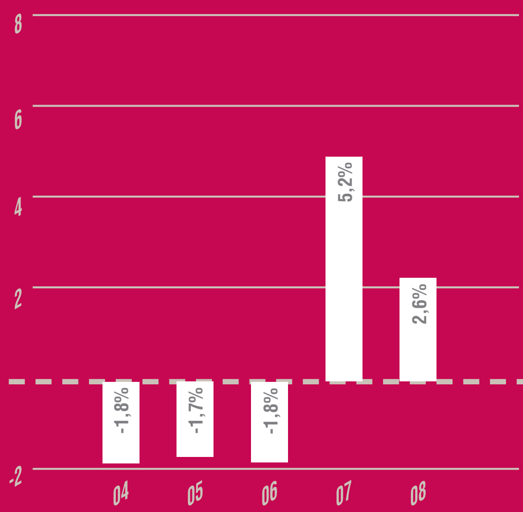
Current Current assets to current liabilities.

Quick Current assets (excluding inventories) to current liabilities.

Interest cover Operating income to net funding costs.



OPERATING INCOME TO REVENUE (%)



LIABILITIES TO ORDINARY SHAREHOLDERS' INTEREST (%)

BALANCE SHEET

	2008 R000	2007 R000	2006 R000	2005 R000	2004♦ R000
Assets					
Property, plant and equipment	205 559	174 708	167 836	150 174	154 330
Intangibles	160 499	160 499			
Financial assets					
Current assets excluding cash	75 339	69 264	53 945	57 733	88 975
Long-term receivables				1 126	
Cash resources	28 817	40 131	13 895	9 371	12 272
Total assets	**470 214**	**444 602**	**235 676**	**218 404**	**255 577**
Ordinary shareholders' interest/(deficit)	129 396	70 083	(277 433)	(298 812)	(316 827)
Minority interest			12 162	3 212	441
Net deferred taxation liability	10 195	8 661	6 755	5 530	4 226
Non-interest-bearing liabilities					
Long term					47 867
Short term	43 951	39 903	52 696	55 241	64 949
Interest-bearing borrowings					
Long-term repayable	257 342	304 335	424 034	432 918	418 289
Short term	29 330	21 620	17 462	20 315	36 632
Total equity and liabilities	**470 214**	**444 602**	**235 676**	**218 404**	**255 577**
Ordinary shares in issue (thousands)	393 997	393 997	74 077	74 077	74 077
Weighted average ordinary shares in issue (thousands)	393 997	252 337	67 200	67 200	67 200
Treasury shares (thousands)			6 877	6 877	6 877
Headline earnings/(loss) per ordinary share (cents)	14,4	13,9	24,1	28,8	(367,5)

♦ Including discontinued operations of the old MGX Group.

SOLUTION 02: MODERN PURPOSE-BUILT AND WHOLLY OWNED WAREHOUSES PROVIDE CUSTOMERS WITH SECURE AND INTERNATIONALLY COMPLIANT STORAGE FACILITIES.

ANALYSIS OF SHAREHOLDING

	2008				2007			
	Number of shareholders	%	Number of shares	%	Number of shareholders	%	Number of shares	%
Portfolio size								
1 –10 000	**2 007**	**74,3**	**2 952 322**	**0,7**	2 168	71,8	3 381 360	0,8
10 001 – 50 000	**411**	**15,2**	**10 399 852**	**2,6**	516	17,1	12 817 849	3,3
50 001 – 100 000	**94**	**3,5**	**7 431 214**	**1,9**	117	3,9	8 980 835	2,3
100 001 – 250 000	**71**	**2,6**	**12 159 355**	**3,1**	90	3,0	15 454 812	3,9
250 001 and over	**119**	**4,4**	**361 053 860**	**91,6**	126	4,2	353 361 747	89,7
	2 702	**100,0**	**393 996 603**	**100,0**	3 017	100,0	393 996 603	100,0
Distribution shareholders								
Directors and officers of the Company	**6**	**0,2**	**35 628 555**	**9,0**	5	0,1	35 327 201	9,0
Endowment funds	**14**	**0,5**	**2 786 852**	**0,7**	36	1,2	12 399 403	3,2
Medical aid schemes	**2**	**0,1**	**482 389**	**0,1**	1	0,1	463 889	0,1
Mutual and hedge funds	**21**	**0,8**	**85 615 270**	**21,8**	27	0,9	85 549 776	21,7
Pension funds	**20**	**0,7**	**20 568 027**	**5,2**	14	0,5	18 208 271	4,6
Insurance companies	**4**	**0,1**	**13 908 096**	**3,5**	1	0,1	124 726	0,1
Institutions, companies and nominees	**225**	**8,4**	**174 208 118**	**44,2**	53	1,8	193 710 851	49,2
Individuals and trusts	**2 410**	**89,2**	**60 799 296**	**15,5**	2 880	95,3	48 212 486	12,1
	2 702	**100**	**393 996 603**	**100,0**	3 017	100,0	393 996 603	100,0
Public/Non-public shareholders								
Non-public shareholders:								
Directors and officers of the Company	**6**	**0,2**	**35 628 555**	**9,0**	5	0,1	35 327 201	9,0
Management of the Company	**6**	**0,2**	**5 909 949**	**1,5**	6	0,2	5 909 949	1,5
Mineworkers Investment Company (Proprietary) Limited	**1**	**0,1**	**102 963 694**	**26,1**	1	0,1	98 499 151	25,0
Public shareholders	**2 689**	**99,5**	**249 494 405**	**63,4**	3 005	99,6	254 260 302	64,5
	2 702	**100**	**393 996 603**	**100,0**	3 017	100,0	393 996 603	100,0
Beneficial shareholders holding 5% or more as extracted from the shareholders' register as at 30 June								
Mineworkers Investment Company (Proprietary) Limited			**102 963 694**	**26,1**			98 499 151	25,0
Prudential Maximiser and Optimiser Funds			**42 215 326**	**10,7**			26 720 816	6,8
Brait Private Equity Funds			**30 673 807**	**7,8**			30 673 807	7,8
Clear Horizon Capital			**22 507 033**	**5,7**			10 051 996	2,6
Sabvest Investments (Proprietary) Limited			**21 400 000**	**5,4**			19 699 830	5,0

Shareholder analysis provided by Thomson Reuters

SHARE PRICE PERFORMANCE

	2008	2007	2006	2005	2004	2003
Market prices (cents per share)						
Closing (30 June)	**94**	184	199	37	11	11
High	**186**	230	230	42	7	840
Low	**80**	97	38	4	3	11
Closing price/earnings ratio	**6,2**	13,1	7,2	1,9	*	*
Number of shares in issue						
– at year-end (000)	**393 997**	393 997	74 077	74 077	74 077	74 077
– weighted average (000)	**393 997**	252 337	67 200	67 200	67 200	66 589
– treasury shares (000)			6 877	6 877	6 877	6 877
Volume of shares traded (000)●	**103 329**	135 795	46 109	34 798	479	24 947
Volume of shares traded to number in issue at year-end (%)■	**26,2**	53,0	62,2	46,9	0,7	33,7
Value of shares traded (R000)●	**130 119**	196 014	43 787	7 868	24	72 686

* - Due to a loss incurred in the period, a price/earnings ratio cannot be calculated.

● - Excluding shares issued in terms of the rights offer and acquisition of minorities in Metrofile (Proprietary) Limited during the year ended 30 June 2007.

■ - Excluding shares issued in terms of the acquisition of minorities in Metrofile (Proprietary) Limited during the year ended 30 June 2007.

SHAREHOLDERS' DIARY

Announcement of results	Tuesday, 2 September 2008
Publication of annual report	Wednesday, 7 November 2008
Last day to lodge the form of proxy for the annual general meeting	Friday, 26 November 2008
Annual general meeting	Monday, 1 December 2008
Results of the general meeting published on SENS on	Tuesday, 2 December 2008
Results of the general meeting published in the press on	Wednesday, 3 December 2008
Interim results announcement	March 2009
Financial year-end	30 June 2009

SOLUTION 03: TRIED AND TESTED SYSTEMS AND PROCESSES DELIVER EFFICIENT, COST-EFFECTIVE AND HIGH-QUALITY SERVICES.

REPORT TO SHAREHOLDERS

The period in retrospect – The past year has seen Metrofile focus on the creation of capacity both from a physical infrastructure aspect as well as in the areas of marketing and human resourcing. This strategy will entrench our position as market leader and will ensure that the group has the capacity and capability to meet the product and service demands of customers affected by increasing regulation and corporate governance requirements.

Metrofile also has a clear strategy to move into Africa and to provide companies operating in these countries with the full range of our services. The first of these, Metrofile Mozambique, opened in Maputo during the financial year and has already secured a number of significant customers. Minimal capital was outlaid with the premises being leased.

Financial performance – Results for the year were pleasing with revenue increasing by 10,1% to R329,9 million and attributable profit increasing by 51,3% to R59,3 million. Headline earnings per share (HEPS) was 14,4 cents (2007: 13,9 cents). Shareholders should be aware that the 2008 and 2007 results were stated after accounting for a number of once-off items and that 2007 HEPS was also affected by the weighted average number of shares issued during the period. To assist shareholders, it has been calculated that if the refinancing and issue of new shares had taken place on 1 July 2006, and if there had been no exceptional items, capital gains, reversal of tax provisions or interest provisions for claims still unresolved in 2008 and 2007, then normalised HEPS on the full number of shares now in issue would have been 11,3 cents for the year ended 30 June 2008 (2007: 9,5 cents).

Although the group remains highly geared, interest cover has now increased to three times. Cash generated by operations is high and the group is in compliance with all its bank covenants. Current projections indicate that the group will continue to meet the payment schedules in the six-year refinancing agreements concluded in 2006.

Metrofile has chosen to continue to account for the property portfolio on a cost basis. However, it should be noted that valuations have been performed on an open market basis and indicate that the fair value of the properties are R78,7 million higher than reflected in the balance sheet.

New storage capacity – Additional facilities for new storage capacity were commissioned during and subsequent to the year-end. R20,8 million was outlaid in 2007/2008 and R36,5 million is planned for 2008/2009. The new facilities planned for 2008/2009 will add 25% to the group's storage capacity with the capital expenditure being financed from the group's cash resources and from some new special-purpose borrowings.

Dividends – No dividends have been declared for the current year. It is not the Company's intention to declare or pay dividends in the foreseeable future.

Directorate – Ms Ndumi Medupe was appointed to the board of directors on 1 February 2008. The board currently comprises two executive and six non-executive directors.

Mr Keshan Pillay has, subsequent to the year-end, resigned as a director. The board wishes him well and would like to thank him for his contribution and support over the past few years.

Prospects – The slowdown in the economy is not expected to have any material effect on the group's prospects. Accordingly, Metrofile expects satisfactory growth in revenue and EBITDA in the year ahead. Net interest costs, however, will increase due to the capital expansion programme and there will be a time lag between the completion of the new facilities and the generation of additional revenue.

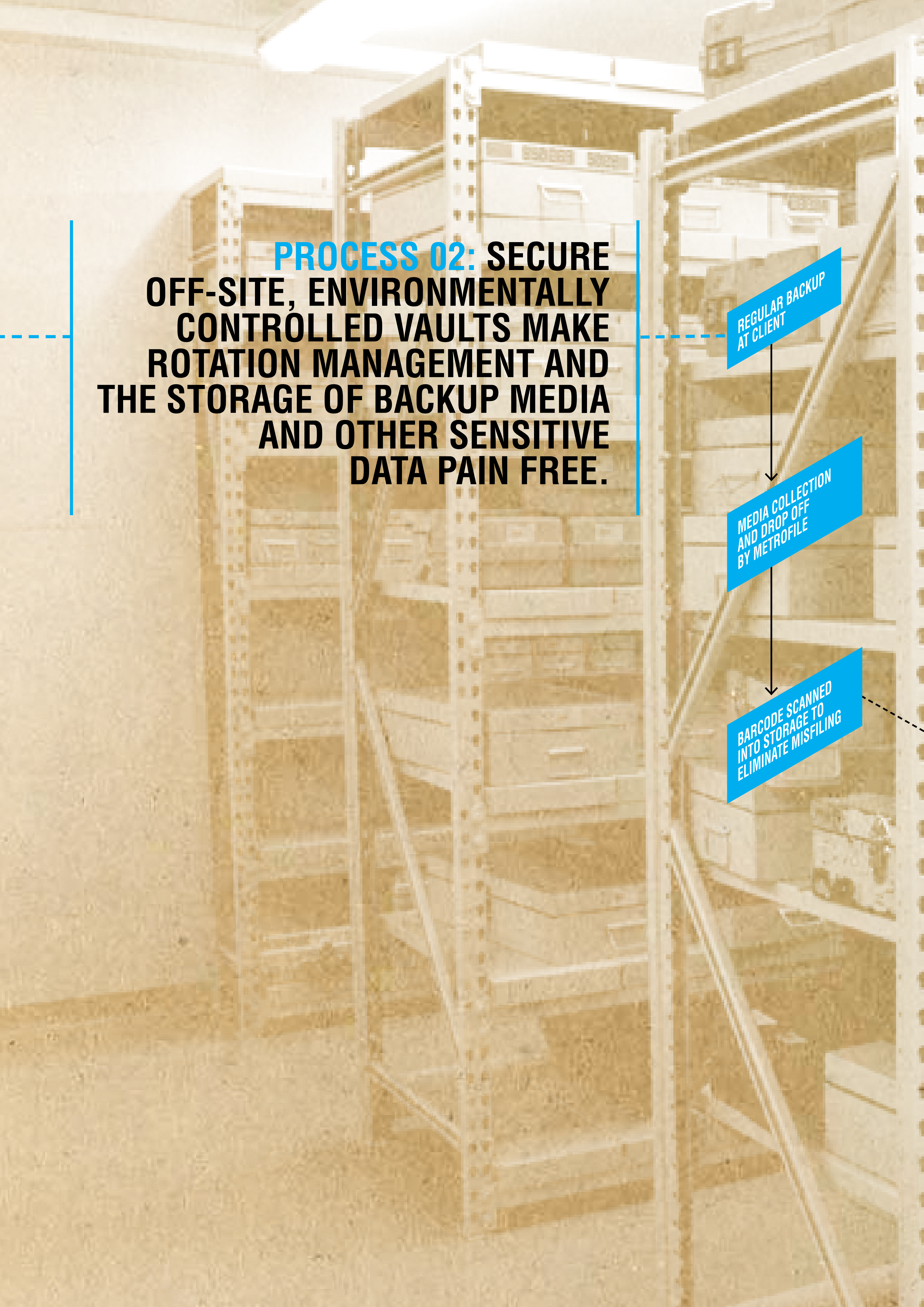
Appreciation – We record our appreciation to our fellow directors and Metrofile management for their support and commitment during the year.

Christopher Seabrooke
Non-executive Chairman

Graham Wackrill
Chief Executive Officer

Cleveland
1 September 2008

PROCESS 02: SECURE OFF-SITE, ENVIRONMENTALLY CONTROLLED VAULTS MAKE ROTATION MANAGEMENT AND THE STORAGE OF BACKUP MEDIA AND OTHER SENSITIVE DATA PAIN FREE.




ROTATION MANAGEMENT
24/7/365 DELIVERY
SECURE OFF-SITE STORAGE
STORAGE OFFERINGS:
DISASTER/SYSTEM FAILURE & RECOVERY
• CONTAINER SYSTEM
• OPEN RACK
• COURIER BAG SYSTEM

CORPORATE GOVERNANCE AND RISK MANAGEMENT

Metrofile Holdings Limited and its subsidiaries confirm their commitment to the principles of openness, integrity and accountability as advocated in the second King report on corporate governance (King II). The group is also committed to complying with all legislation, regulations and best practices relevant to the business.

To enhance our compliance, additional governance policies and practices were implemented during the year (see below). For the review period, the board confirms that the group complied with almost every aspect of the code of corporate practices and conduct as set out in King II.

Internal financial control – The board is responsible for the group's system of internal control which is designed to safeguard assets, prevent and detect error and fraud, and to ensure the accuracy and completeness of accounting records and the reliability of financial statements. An internal audit function, which has been outsourced to a leading international audit firm, has been in place since the beginning of the year under review, further enhancing the group's commitment to ensuring adequate internal financial controls are in place at all times.

Based on the information and explanations given by management and the external auditors, the directors believe financial records may be relied on for preparing the financial statements and maintaining accountability for assets and liabilities.

While we recognise that systems of internal control can provide only reasonable and not absolute assurance, none of the reviews conducted indicated that the system of internal control was not appropriate or satisfactory.

The board – The board of Metrofile is responsible for directing the group towards achieving its vision and mission. The board is ultimately accountable for the development and execution of the group's strategy, operating performance and financial results, practised within the group's formal governance authorities. The board is responsible for its own composition, the appointment of the Chairman and Chief Executive Officer, and the constitution and composition of its committees.

The role of the Chairman and the Chief Executive Officer are held by different individuals. The board regards the Chairman, Mr Seabrooke, as an independent director notwithstanding that the Sabvest Group underwrote Metrofile's rights issue in 2006, and had acquired previously existing loan notes in Metrofile prior to that time (repaid in 2006) and that Sabvest continues to have a 5% shareholding in the group. Mr Seabrooke is also an independent director of the Mineworkers Investment Company (Proprietary) Limited (MIC). He however does not represent MIC on Metrofile's board. MIC is represented on Metrofile's board by its executive directors in terms of a service agreement between MIC and Metrofile.

The role of all directors is to bring independent judgement and experience to board deliberations and decisions. Brief biographical details of each board member are reported on page 18.

All non-executive directors retire by rotation every three years. Retiring directors are proposed for re-election by shareholders. Shareholders must also ratify the initial appointment of each director at the first annual general meeting of shareholders following that director's appointment.

SOLUTION 04: PROPRIETARY TECHNOLOGIES THAT COMPARE WITH OR SURPASS THE BEST IN THE WORLD, PROVIDE COMPETITIVE ADVANTAGE.

Board process – The board of directors, which is chaired by an independent non-executive director, currently comprises three independent non-executive directors, three non-independent non-executive directors and two executive directors. All director appointments are formal and transparent. The board is satisfied that Mr Seabrooke continues to act independently.

The board meets at least four times per annum and is responsible for group strategy, policy and performance as well as the management, control, compliance and ethical behaviour of the group companies under its direction. The executive directors, being involved with the day-to-day business activities of the group, are responsible for ensuring that decisions, strategies and views of the board are implemented.

The board works to a formal agenda that covers strategy, structure, operating performance, growth initiatives and other key activities of the group. To do so effectively, formal documents and minutes of all board committees are included in the board papers.

To fulfil their responsibilities, board members have full and unrestricted access to relevant information and the services and advice of the Company Secretary. Directors may also obtain independent professional advice at the expense of the Company.

Directors' attendance at board meetings

Directors	Date appointed	Attend/Meeting
RM Buttle	04/12/06	5/5
IN Matthews	01/06/06	4/5
N Medupe	01/02/08	2/3
SR Midlane	26/11/02	4/5
AP Nkuna	04/12/06	3/5
K Pillay	07/10/05	4/5
CS Seabrooke	28/01/03	5/5
GD Wackrill	29/01/04	5/5

The nomination and remuneration committee facilitates a comprehensive annual formal performance evaluation of the Chief Executive Officer (CEO), comprising a self-evaluation and an evaluation by every non-executive director via a questionnaire that allows for open-ended comments. The Chairman provides summary and feedback of these exercises to the CEO, and he is encouraged to probe and debate any aspect of the evaluation with the full board. All board members complete a detailed board self-assessment each year, probing the composition, duties, responsibilities, process and effectiveness of the board. All board committee members complete a detailed self-assessment, probing the composition, duties, responsibilities, process and effectiveness of their committees.

Board committees

Audit committee – The group's audit committee comprises three non-executive directors, one of whom chairs the committee. These meetings are also attended by the appropriate members of the financial management. The mandated functions of the audit committee are to:

- ensure and report on the integrity, reliability and accuracy of the group's accounting and financial reporting systems;
- promote the overall effectiveness of corporate governance in the group;
- review the findings and reports of the external auditors;
- consider and recommend the annual and interim financial statements for approval by the full board of directors;
- consider that the going-concern assertion remains appropriate;
- consider the risks in the group's business environment; and
- consider the independence and recommend the re-appointment of the external auditors.

The committee reviews the scope, independence and objectivity of the external auditors. The nature and extent of non-audit services provided by the external auditors is

SOLUTION 05: A COMPREHENSIVE PRODUCT RANGE THAT PROVIDES CUSTOMERS WITH A TRUE ONE-STOP, FULL SERVICE FACILITY.

CORPORATE GOVERNANCE AND RISK MANAGEMENT *continued*

reviewed annually to ensure that fees for such services do not become significant enough to call into question their independence of Metrofile.

The committee has adopted a guideline that fees paid to the group auditors for non-audit services should not exceed the level of audit fees charged to the group. If it appears that this guideline will be breached consistently, non-audit services will be outsourced to third-party auditors. The audit committee recommends the appointment of the external auditors for board and shareholder approval. During the financial year, Deloitte & Touche were the external auditors for all group companies. During the previous year, Deloitte & Touche provided certain non-audit services, including tax reviews and advice, reviews of information technology systems and applications and corporate finance advisory services.

The external auditors have unrestricted access to the audit committee and present formal reports to its meetings.

Mr Seabrooke ceased to be a member of the audit committee during the financial year in compliance with the King II recommendation that the company Chairman should not be an audit committee member. His membership of the audit committee during Metrofile's financial restructuring period greatly enhanced the group's controls and governance, all be it at the temporary expense of non-compliance with King II on this point.

The audit committee meets at least three times a year.

Attendance at audit committee meetings

Directors	Date appointed	Attend/Meeting
IN Matthews	01/06/06	3/3
N Medupe	01/02/08	2/2
CS Seabrooke	28/01/03	3/3

Nomination and Remuneration Committee – The Nomination and Remuneration committee consists of three non-executive directors, one of whom chairs the committee.

The committee is responsible for the recruitment and nomination of new non-executive directors and for ensuring that succession plans are in place for the Chief Executive, the executive directors and divisional heads.

The committee is also responsible for formulating a remuneration strategy for senior executives in the group. This includes determining incentive pay structures for directors and senior executives in both the short and long term, and aligning these levels with competitive practice locally and internationally.

The committee's main objective is to provide the board with assurance that directors and senior executives are fairly rewarded for their individual contributions to the group's performance. Existing and proposed share incentives are reviewed by the committee. A formal and transparent procedure for determining executive and director remuneration has been created.

Metrofile endeavours to have a remuneration policy that enables it to recruit, retain and motivate executive talent in its primary business units, and in its head office.

Non-executive directors receive fees for their roles as directors, their roles on board subcommittees and for functions performed by them in their capacities as directors but outside of board and committee forums.

The committee meets at least twice a year.

Attendance of nomination and remuneration committee meetings

Directors	Date appointed	Attend/Meeting
IN Matthews	01/06/06	2/2
K Pillay	07/10/05	1/2
CS Seabrooke	28/01/03	2/2

Group executive committee – The group executive committee includes executive members of the board, the Group Financial Manager and certain executive members of Metrofile (Proprietary) Limited, as well as other senior advisors. The committee meets as required for urgent matters.

The function of the committee is to develop the group's strategy, its business plan and corporate policies for board approval, and to implement and monitor these in accordance with the board's directives.

Risk management – The appropriate emphasis placed by King II on strategic, operational, financial, information technology and fraud risk management (including whistle-blowing) is fully supported by the board of directors. Comprehensive risk management assessments of the group's operations take place during each financial year. A comprehensive risk register is in place and constantly managed by the appropriate executive management members. There is no risk committee with the audit committee fulfilling these responsibilities.

The board also assesses risks in the group's business environment with a view to eliminating or reducing these in the context of the group's strategies and operations.

Disclosure and transparency – The group subscribes to a policy of providing meaningful, transparent, timely and accurate communications to its stakeholders. Group results are published in the print media, in addition to its up-to-date website.

Share dealings – No director, executive or employee may deal, directly or indirectly, in Metrofile shares where that person may be aware of unpublished price-sensitive information. There are strict closed periods during which all directors, executives and employees are not allowed to deal in Metrofile shares. The periods begin one month prior to the end of each reporting date (these reporting dates being 31 December and 30 June) and end on release of group results. A closed period also applies whenever Metrofile issues a cautionary announcement. All share dealings by a director or officer must be authorised by either the Chairman or CEO. Any dealings by the CEO are authorised by the Chairman and dealings by the Chairman are authorised by the board. A formal share dealing guideline has been adopted by the board.

Shareholder communication – The group strives to provide generous and frequent disclosure to all shareholders. Metrofile reports formally to shareholders twice a year (in February and August) when half-year and full-year results, together with an executive review, are announced and issued to shareholders and the media. During the year, apart from closed periods, the Chief Executive Officer and Chief Financial Officer meet regularly, but never alone, with institutional shareholders and are available for meetings with analysts and any existing or prospective shareholder. All formal announcements, financial and services information are also available on the group's websites.

Business conduct – The group's business philosophy requires that directors and employees conduct themselves with honesty and integrity in all business practices in achieving the highest standards of ethical behaviour.

BOARD OF DIRECTORS' PROFILES

Christopher Stefan Seabrooke (55) BCom, BAcc, MBA, FCMA•♣
Independent non-executive Chairman, chairman of the nomination and remuneration committee.
Appointed 28 January 2003.

Chris has held directorships of more than 20 JSE listed companies over the years . He is presently CEO of Sabvest Limited, Chairman of Metrofile Holdings Limited and Setpoint Technology Holdings Limited, deputy chairman of Massmart Holdings Limited and a director of Datatec Limited. He is also a director of Net1 U.E.P.S. Technologies Inc listed on the Nasdaq and the JSE. He is also a director of a number of unlisted companies including Primedia Holdings 1 Limited and Mineworkers Investment Company (Proprietary) Limited. He is a former chairman of the South African State Theatre and former deputy chairman of both the inaugural National Arts Council and the founding board of BASA.

Graham Dunbar Wackrill (54) BCompt
Chief Executive Officer. Appointed 29 January 2004.

Graham is the Chief Executive Officer of Metrofile Holdings Limited and a director of all the Metrofile group companies. Being one of the original founders of Record Storage and Management, started in Crown Mines, Johannesburg, in 1983, Graham played an instrumental role in the merger of the business with Metrofile (Proprietary) Limited in October 1997 and the subsequent development of Metrofile, including its acquisition by Metrofile Holdings Limited.

Richard Matthew Buttle (36) CA(SA)
Chief Financial Officer. Appointed 4 December 2006.

Richard joined the Metrofile Group in 1996, having completed his articles and after a one-year contract performing a forensic audit. His experience includes several financial management and financial director roles. Richard has been part of the Metrofile (Proprietary) Limited management team since July 2000 and has held the position of financial director since January 2003. Richard is a director of all Metrofile group companies.

Ian Nigel Matthews (63) MA (Oxon), MBA (UCT)•♠♣
Independent non-executive director, member of the nomination and remuneration committee, chairman of the audit committee. Appointed 1 June 2006.

Nigel started his career in the South African hotel and tourism industry working his way up to managing director of Holiday Inns Limited and executive director of Rennies. He later started his own business, Sentry Group Limited, and was chairman of the group when it was sold to an international group in 2001. He is non-executive director of City Lodge Holdings Limited, Sun International Limited, Massmart Holdings Limited and non-executive chairman of The Fuel Logistics Group (Proprietary) Limited.

Stephen Roy Midlane (42) BCom, BAcc, CA(SA)•♠
Non-executive director. Appointed 26 November 2002.

Roy is executive director of Drive Control Services (Proprietary) Limited and was previously director of two other JSE listed companies, a number of private companies and a multinational group.

Ndumi Medupe (37) BAcc, CA(SA)•♠
Non-executive director, member of the audit committee. Appointed 1 February 2008.

Ndumi completed her articles at Deloitte & Touche and was subsequently employed in financial positions with Vodacom, MTN, Gauteng Department of Finance and Johannesburg City Parks. She is the founding director of Indyebo Consulting which specialises in financial consulting, risk management, internal audit and compliance. She holds non-executive directorships with City Lodge and Umgeni Water Board.

Aser Paul Nkuna (56)•
Non-executive director. Appointed 4 December 2006.

Paul began his career as a teacher before joining the mining industry in 1977. He joined NUM in 1984 and served as the Treasurer General for 10 years. He was instrumental in local government negotiations, and headed the Management Committee as chairman of the Brakpan Transitional Local Government (1994 to 1997). He served in a number of executive structures within local government, including the Gauteng Association of Local Government (GALA) and the South African Local Government Association (SALGA). He serves on the boards of a number of South African companies, and is passionate about transformation, with emphasis on broad-based empowerment, ownership, affirmative procurement, employment equity, skills development and transfer, and the promotion of SMMEs.

Keshan Pillay (39). BCom♠♣
Non-executive director, member of the nomination and remuneration committee. Appointed 7 October 2005.

Keshan is an accountant by profession serving articles from 1991 to 1994 with auditors Douglas & Velcich. He was appointed as an audit manager before leaving to join the NUM as the head of finance in 1994. He was seconded to MIC to assist with financial management and in 1998 left the NUM to join MIC as an executive director of finance and strategy. Keshan drives MIC's investment efforts and its strategic direction, as well as serving on the boards of BP Southern Africa (Proprietary) Limited, Ster Kinekor Home Entertainment, WesBank (division of FirstRand Limited), Rand Merchant Bank (division of FirstRand Limited), Eastvaal Motor Holdings (Proprietary) Limited and as alternate director of Tracker Investment Holdings (Proprietary) Limited and Primedia Limited. Keshan has, subsequent to the year-end, resigned as a director.

• Non-executive – Independent.
♠ Audit committee member.
♣ Remuneration committee member.

PROCESS 03: PAPER, ANALOGUE AND FILM CONVERSION TO HIGH-QUALITY SEARCHABLE DIGITAL IMAGES FACILITATE EFFICIENCY GAINS AND CUSTOMER SERVICE IMPROVEMENTS.


PREPARE RECORDS FOR SCANNING/DIGITISING
SCAN OR DIGITISE RECORDS
EXTRACTION OF INDEX DATA
VERIFICATION OF EXTRACTED DATA
STORAGE OF PROCESSED DATA
• METROFILE ONLINE
• FTP
• CD OR DVD

SOLUTION 06: BASIC AND JOB SKILLS TRAINING PROGRAMMES ENSURE STAFF ARE WELL VERSED IN INFORMATION AND RECORDS MANAGEMENT BEST PRACTICE.

SUSTAINABILITY

Our people – Metrofile as a responsible employer is committed to the development of our people, the environment in which we operate and to the sound financial management of the organisation. Our belief is that our service is only as good as our people and therefore we take their welfare and development seriously, as we do our impact on the environment and the communities in which we work.

Transformation – Metrofile is committed to transformation and has made significant strides towards the achievement of our equity objectives. As at the year-end, 37,5% of our board members were from designated groups whilst ownership from these groups rose above 27,1%. Of the total workforce 76% are from designated groups and 43% are female. Of the senior management team 8% are from designated groups.

Training – Investment continues to be made in the development of our people with both ABET training and job-related skills training being provided. During the year under review, 184 staff attended ABET training, of which 92% were from designated groups and 57% female.

A further R650 000 was spent on skills training courses ranging from the development of basic job skills to management training, 55% of which was spent on designated groups and 38% on females.

HIV/AIDS and TB – Metrofile provides all employees with regular opportunities to be screened for HIV/AIDS and for TB. One-to-one advice, guidance and counselling is also offered to both employees and their families by a qualified health practitioner, who is also available by phone at all times. Where employees are positively diagnosed, assistance is provided in receiving treatment and in obtaining the required medication.

Periodic events are held throughout the year, including the celebration of World AIDS Day, to educate employees about both diseases and how to protect themselves from infection. Training is provided to those who are positively diagnosed and to those that need to understand how to live with and support HIV/AIDS patients. Currently, in excess of 80% of Metrofile's staff know their status. There has been little or no change in the numbers affected during the year under review.

Our communities – Metrofile is committed to the support of charities involved in assisting the neediest in the communities from which we draw our employees and in which we do business. Our services are provided free to charities who can benefit from utilising Metrofile and we provide developmental support to those charities in need of a helping hand to overcome significant obstacles. During the year we:

- donated two Toyota Avanzas: the first going to Jordan House – an old age and AIDS home based in Coronationville, west of Johannesburg, and the second to Tsenang Homes of Safety – a community run halfway house for children in Pretoria and the surrounding areas;
- provided services free of charge to Missing Children (laptop and records management software), Desmond Tutu Foundation (records management and storage), The Hospice Association of Witwatersrand (records management and storage), Refilwe (transport) and the Cleveland Business Watch; and
- assisted Thembacare and Edenvale Care Centre financially.

Note: Vehicles donated were provided at cost by the Eastvaal Motors Group who also funded the registration and delivery costs.

Our environment – Metrofile is concerned about the environment and we have therefore committed ourselves to reducing our impact on the world in which we operate and our employees and their families live. Steps taken thus far include:

- the acquisition of Rainbow Paper Management, a business that collects and bundles waste paper for recycling by the paper mills;
- the introduction of recycling bins for the collection of all glass, plastic and tin waste generated on our sites; and
- the move from coated to environmentally friendly certified paper for stationery and all marketing/communications material.

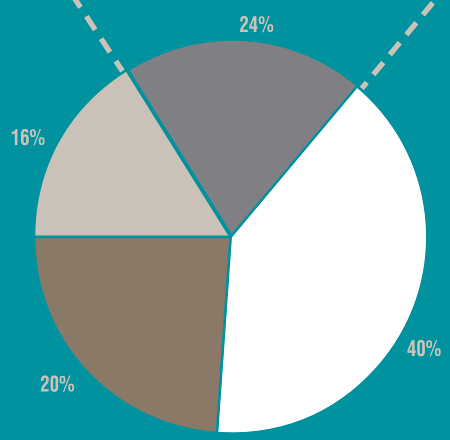
Discussions are ongoing with box and packaging suppliers to source materials which balance the need for strength and durability with their impact on the environment during the manufacturing process, during and after use.

VALUE ADDED STATEMENT

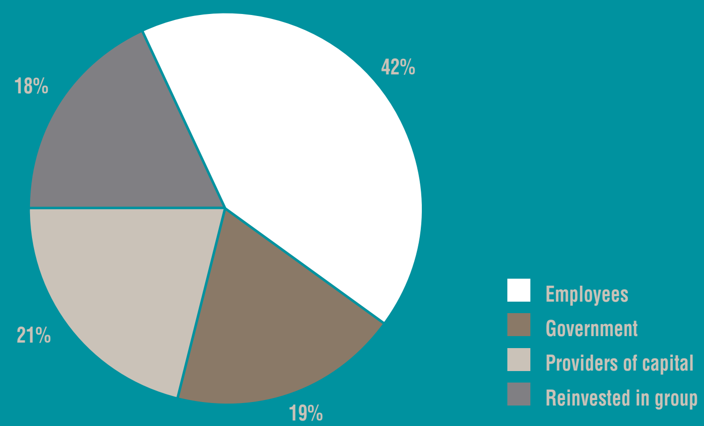
VALUE ADDED STATEMENT	2008 R000	2008 %	2007 R000	2007 %
TOTAL WEALTH CREATED				
Revenue	**329 935**		299 740	
Paid to suppliers for materials and services	**50 830**		48 056	
Value added	**279 105**		251 684	
Finance income	**9 918**		6 601	
TOTAL WEALTH CREATED	**289 023**	**100**	258 285	100
DISTRIBUTED AS FOLLOWS:				
Employees				
Remuneration and service benefits	**116 165**	**40**	107 684	42
Government	**57 962**	**20**	49 058	19
Income tax	**15 956**		8 362	
Levies and other taxes	**42 006**		40 696	
Providers of capital	**44 831**	**16**	55 388	21
Finance charges	**44 831**		51 439	
Minority shareholders			3 949	
Reinvested in group	**70 065**	**24**	46 155	18
Depreciation	**10 752**		10 894	
Attributable earnings	**59 313**		35 261	
TOTAL WEALTH DISTRIBUTED	**289 023**	**100**	258 285	100

DISTRIBUTION OF WEALTH

2008



2007

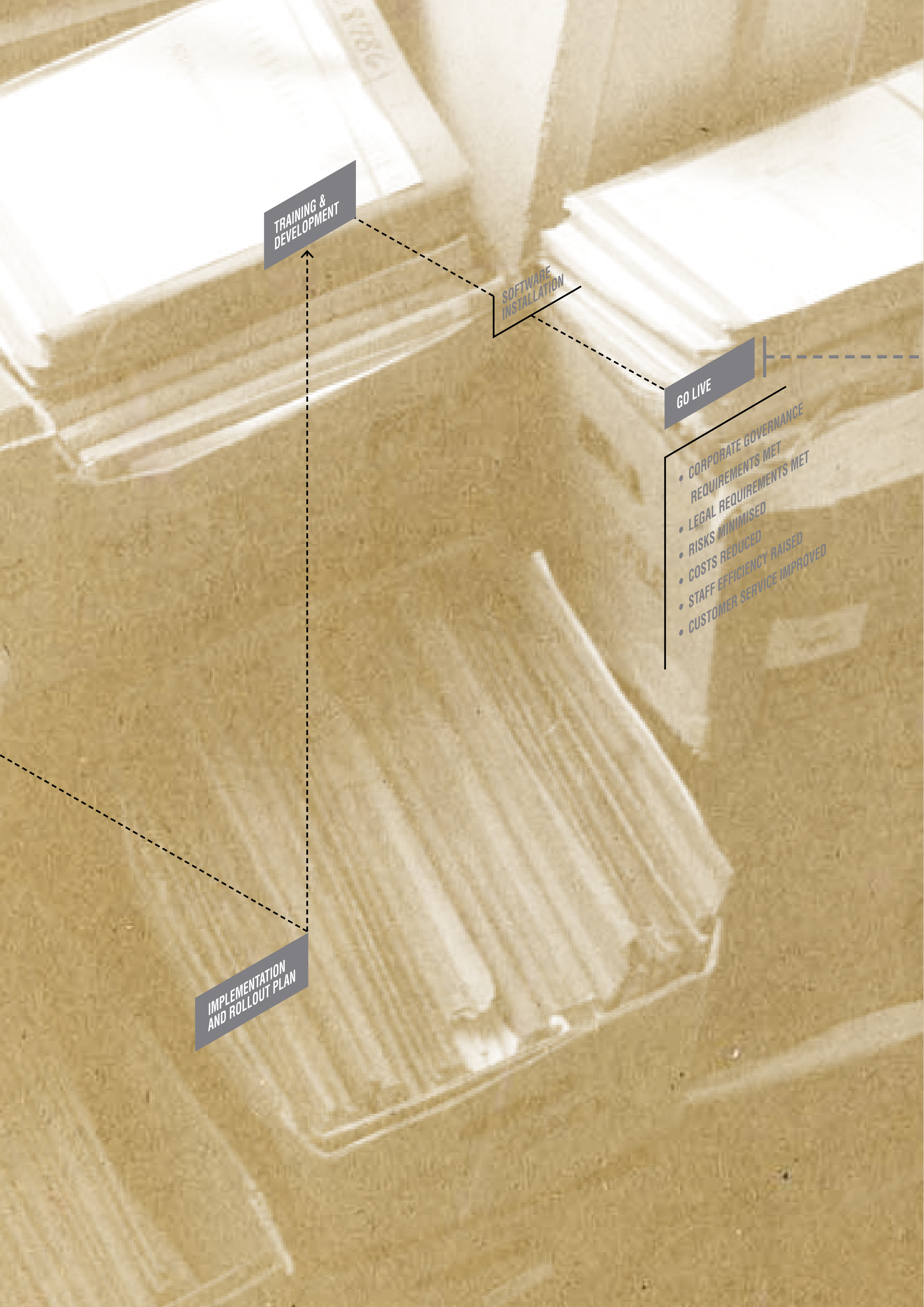


PROCESS 04: SOFTWARE, CONSULTANCY AND TRAINING SUPPORT AIDS DEVELOPMENT AND IMPLEMENTATION OF EFFECTIVE RECORDS AND INFORMATION MANAGEMENT STRATEGIES.

NEEDS ANALYSIS WORKSHOP

RECORDS AND INFORMATION STRATEGY DEVELOPMENT

POLICY SYSTEMS AND PROCEDURE DEVELOPMENT


TRAINING & DEVELOPMENT
SOFTWARE INSTALLATION
GO LIVE
• CORPORATE GOVERNANCE REQUIREMENTS MET
• LEGAL REQUIREMENTS MET
• RISKS MINIMISED
• COSTS REDUCED
• STAFF EFFICIENCY RAISED
• CUSTOMER SERVICE IMPROVED
IMPLEMENTATION AND ROLLOUT PLAN

SOLUTION 07: A HIGHLY SKILLED, EXPERIENCED AND HANDS-ON MANAGEMENT TEAM.

REPORT OF THE INDEPENDENT AUDITORS

Independent auditor's reports to the members of Metrofile Holdings Limited

We have audited the annual financial statements and group annual financial statements of Metrofile Holdings Limited, which comprise the directors' report, the balance sheet and the consolidated balance sheet as at 30 June 2008, the income statement and the consolidated income statement, the statement of changes in equity and the consolidated changes in equity and cash flow statement and the consolidated cash flow statement for the year then ended, a summary of significant accounting policies and other explanatory notes, as set on pages 31 to 61.

Directors' responsibility for the financial statements – The Company's directors are responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards, and in the manner required by the Companies Act of South Africa. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's responsibility – Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstance, but not for the purpose of expressing and opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting principles used and the reasonableness of accounting estimates made by the directors, as well as evaluating the overall financial statement presentation.

We believe that the audit we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion – In our opinion, the financial statements present fairly in all material respects, the financial position of the Company and of the group as at 30 June 2008, and of their financial performance and their cash flows for the year then ended in accordance with International Financial Reporting Standards, and in the manner required by the Companies Act of South Africa.

Deloitte & Touche

Deloitte & Touche

Per G Krog
Partner
2 September 2008

Deloitte.

Buildings 1 and 2
Deloitte Place, The Woodlands, Woodlands Drive
Woodmead, Sandton 2146

STATEMENT OF RESPONSIBILITY BY THE BOARD OF DIRECTORS

The board of directors of Metrofile Holdings Limited present their report on the activities of the Company and the group.

The directors accept responsibility for the integrity, objectivity and reliability of the financial statements of Metrofile Holdings Limited and its subsidiaries. The directors support the principle of transparent reporting and delegated the responsibility for the preparation and presentation of the financial statements to management. The comments on the internal financial controls on page 14 are also relevant.

The financial statements have been audited by the independent accounting firm Deloitte & Touche, which was given unrestricted access to all financial records and related data, including minutes of all shareholders' meetings, board of directors' meetings and meetings of subcommittees of the board. The directors believe that all representations made to the independent auditors during their audit are valid and appropriate. The audit report is presented on pages 28 to 29.

These annual financial statements have been prepared on a going-concern basis, which presumes that assets will be realised and liabilities settled in the normal course of business. No adjustments have been processed to the classification or valuation of assets or liabilities, which may be necessary if the group or any company within the group is not able to continue as a going concern.

The board believes that all companies within the group are going concerns for the following reasons:

- The Company's cash requirements for normal operational expenditure are satisfactorily covered by the Company's current and projected cash flows.
- All payments to SARS and trade creditors are up to date.
- Balance sheet assets have been carefully tested for impairment and none is overvalued.
- Key executive management is in place.
- The Company is trading in line with budget.

The directors are satisfied that the financial statements fairly present the financial position and results of operations and cash flows of the group and the Company for the year ended 30 June 2008 in accordance with the appropriate accounting policies based on International Financial Reporting Standards and in the manner required by the Companies Act in South Africa.

The financial statements which appear on pages 36 to 61 were approved by the board on 1 September 2008 and are signed on their behalf by:

Christopher Seabrooke
Non-executive Chairman

Graham Wackrill
Chief Executive Officer

1 September 2008
Johannesburg

REPORT OF THE DIRECTORS

To the members of Metrofile Holdings Limited

Your directors submit their report together with the audited annual financial statements of Metrofile Holdings Limited (the Company) and its subsidiaries (the group) for the year ended 30 June 2008.

Nature of business

Metrofile Holdings Limited holds an investment of 100% (2007: 100%) in Metrofile (Proprietary) Limited. The group is a specialist in information management and a leading supplier of products and services for the management, storage, conversion, retrieval, distribution and destruction of records, documents and information.

Metrofile (Proprietary) Limited focuses on all aspects of enterprise records and information management, including paper, analogue and electronic content, as well as the following:

- Records management – archival, storage, retrieval and destruction of records
- Image processing – conversion of paper and analogue records to digital formats
- Backup management – rotation management and storage of backup media
- Information solutions – professional consultancy and records management software
- Paper management – waste paper collection and recycling
- Document handling equipment – sale and maintenance

Directors and Company Secretary

The names of the directors and secretary at the date of this report are set out on pages 67.

All directors who retired in terms of the Company's articles of association were reappointed for a further term of office as approved at the AGM held on 3 December 2007. Ms N Medupe was appointed to the board on 1 February 2008. Subsequent to the year-end, Mr Keshan Pillay has departed from MIC and has therefore resigned as a director of Metrofile Holdings Limited and all its subsidiaries.

At 30 June 2008, interests of the directors and Company Secretary in the shares of the Company were as set out on page 32.

There have been no other material changes to the shareholding of the directors between the financial year-end and the date of this report.

Directors' interests in transactions

None of the directors, except where indicated below or in note 19 to the annual financial statements, has any interest in any transactions that were entered into by the group during the current or prior financial year, or during an earlier financial year, which remain in any respect outstanding.

REPORT OF THE DIRECTORS *continued*

2008

Directors and officers	Beneficial Direct	Beneficial Indirect	Non-beneficial Direct	Non-beneficial Indirect	Total shares %
Richard Matthew Buttle	2 785 326				0,71
Ian Nigel Matthews					0,00
Ndumi Medupe					0,00
Stephen Roy Midlane	787 993				0,20
Aser Paul Nkuna	69 000				0,02
Keshan Pillay					0,00
Christopher Stefan Seabrooke				21 400 000	5,43
Leon Mark Thompson	393 997				0,10
Graham Dunbar Wackrill	10 192 239				2,58

2007

Directors and officers	Beneficial Direct	Beneficial Indirect	Non-beneficial Direct	Non-beneficial Indirect	Total shares %
Richard Matthew Buttle	2 785 326				0,71
Stephen Roy Midlane	787 993				0,20
Christopher Stefan Seabrooke				21 182 646	5,38
Leon Mark Thompson	393 997				0,10
Graham Dunbar Wackrill	10 177 239				2,58

Financial results

The income statements set out on page 36 reflect the results of the operations of the Company and of the group for the year ended 30 June 2008.

Balance sheet

To present a balance sheet that fairly reflects the financial position, asset values have been reassessed. Investments and loans are recorded at fair market or realisable values. Working capital has been assessed to ensure a fair carrying value for inventory and the recoverability of accounts receivable. Buildings have been recorded at their carrying value and have been tested for impairment by obtaining an independent market valuation.

Lease commitments

At the reporting date, future committed leasing charges for premises, equipment and motor vehicles amounted to R13,2 million, of which R12,1 million is payable within one year (30 June 2007: R12,1 million, R9,7 million).

Significant contracts

Save for those agreements that have been disclosed to shareholders in terms of the Listings Requirements of the JSE Limited, the group has not entered into any material contracts, other than in the ordinary course of business, during the two years prior to the date of this report.

Litigation

Other than those claims referred to in note 15 (Contingent liabilities) to the annual financial statements, the group is not involved in any legal or arbitration proceedings, nor are the directors aware of any such proceedings which may be pending or threatened, which may have, or which have had, in the 12-month period preceding the date of issue of this annual report, a material effect on the group's financial position.

Accounting policies

The accounting policies and methods of computation are in compliance with the International Financial Reporting and Accounting Standards.

Dividends

No dividends have been declared for the current year or prior year and it is not the intention that any dividends will be declared or paid in the foreseeable future. Cash generated will be used to service debt and be reinvested in Metrofile (Proprietary) Limited.

Subsidiaries – Details of the Company's material operating subsidiaries at 30 June 2008 are set out on page 61.

Associated companies

The Company held no investment in associates at 30 June 2008.

REPORT OF THE DIRECTORS *continued*

Share capital

The authorised ordinary share capital of the Company remained unchanged at 500 million ordinary shares of 0,6146 cents each during the year.

The following ordinary shares were in issue at the end of the year under review:

	2008	2006
Opening balance	393 996 603	74 077 413
Shares issued		326 796 214
Shares cancelled		(6 877 024)
Closing balance	393 996 603	393 996 603

Further details of share capital can be found in note 12 to the annual financial statements.

Special resolutions

No special resolutions were registered during the year under review.

Review of operations

The results of the Metrofile business for the year were pleasing. Revenue increased by 10,1% to R329,9 million and attributable profit increased by 51,3% to R59,3 million.

Debt structure

The debt structure of the group remained unchanged during the year under review.

Going concern

The directors are of the opinion that the business will be a going concern in the year ahead. In reaching this opinion, the directors considered the following factors:

- The group's cash requirements for debt servicing and capital repayments are satisfactorily covered by the group's current and projected cash flows.
- No recurring operating losses.
- Well-controlled working capital.
- Approved short- and long-term financing, with sufficient additional short-term working capital borrowing capacity if required.
- Balance sheet assets have been carefully tested for impairment and none is overvalued.
- Budgets to June 2009 reflect a continuation of these positive issues.
- Key executive management is in place.

Post-balance sheet events

No events material to the understanding of the annual financial statements have occurred in the period between the year-end date and the date of the report.

CERTIFICATION BY COMPANY SECRETARY

I certify that to the best of my knowledge and belief, in accordance with section 268G(d) of the Companies Act, 1973, as amended, that the Company, Metrofile Holdings Limited, has, during the period 1 July 2007 to 30 June 2008, lodged with the Registrar all such returns as are required by a public company in terms of the Act and that all such returns are true, correct and up to date.

LM Thompson
Company Secretary

1 September 2008
Johannesburg

INCOME STATEMENTS FOR THE YEAR ENDED 30 JUNE 2008

		Group		Company	
	Notes	2008 R000	2007 R000	2008 R000	2007 R000
Revenue		329 935	299 740		
Cost of sales		(144 790)	(120 509)		
Gross profit		185 145	179 231		
Other income		1 248	2 202	2	310
Gross profit before operating expenditure		186 393	181 433	2	310
Selling, distribution and administration costs		(80 102)	(79 615)	(1 611)	(1 847)
Operating income/(loss) before depreciation, amortisation, exceptional items and net finance costs		106 291	101 818	(1 609)	(1 537)
Depreciation		(10 752)	(10 894)		
Operating profit/(loss) before exceptional items and finance costs	2	95 539	90 924	(1 609)	(1 537)
Finance costs		(44 832)	(51 439)	(2)	(5 671)
Finance income		5 138	2 709	1	115
Fair value adjustments on financial instruments		4 780	3 892		
Once-off reversal of finance cost provision		12 276			
Exceptional items	3	2 368	1 486	170 747	21 891
Profit before taxation		75 269	47 572	169 137	14 798
Taxation	4	(15 956)	(8 362)		6 000
Profit for the year		59 313	39 210	169 137	20 798
Attributable to:					
Equity holders of the parent		59 313	35 261	169 137	20 798
Minority interest			3 949		
		59 313	39 210	169 137	20 798
Profit attributable to shareholders					
Earnings per share – basic (cents)	5	15,1	14,0		
Fully diluted earnings per share – basic (cents)	5	15,1	14,0		
Headline earnings					
Headline earnings per share – basic (cents)	5	14,4	13,9		
Fully diluted headline earnings per share – basic (cents)	5	14,4	13,9		

BALANCE SHEETS AT 30 JUNE 2008

	Notes	Group 2008 R000	Group 2007 R000	Company 2008 R000	Company 2007 R000
Assets					
Non-current assets		366 169	335 207	343 253	173 753
Property, plant and equipment	7	205 559	174 708		
Financial assets	1 & 8			343 253	173 753
Goodwill	9	160 499	160 499		
Deferred taxation asset	4	111			
Current assets		104 156	109 395	293	590
Inventories	10	10 502	12 034		
Trade receivables	11	48 335	46 640		
Other receivables	11	4 881	3 749	87	
Financial instruments – Fair value of interest rate swaps	17.5	11 621	6 841		
Bank balances		28 817	40 131	206	590
Total assets		470 325	444 602	343 546	174 343
Equity and liabilities					
Equity capital and deficits		129 396	70 083	111 134	(58 003)
Ordinary share capital and share premium	12	505 325	505 325	807 170	807 170
Accumulated losses		(375 929)	(435 242)	(696 036)	(865 173)
Ordinary shareholders' interest/(deficit)		129 396	70 083	111 134	(58 003)
Minority interest					
Non-current liabilities		267 648	312 996		
Interest-bearing provisions	13.1		11 669		
Interest-bearing liabilities	13.2	257 342	292 666		
		257 342	304 335		
Deferred taxation liability	4	10 306	8 661		
Current liabilities		73 281	61 523	232 412	232 346
Trade payables		8 471	10 580	20	39
Other payables		22 254	14 883	441	356
Provisions	20	4 693	4 829		
Deferred revenue		4 186	4 028		
Taxation		4 347	5 583		
Interest-bearing liabilities	13.3	29 330	21 620		
Amounts owing to subsidiaries – non-interest-bearing				231 951	231 951
Total equity and liabilities		470 325	444 602	343 546	174 343
Net asset/(liability) per ordinary share (cents)		32,8	17,8		
Tangible net liability per ordinary share (cents)		(7,9)	(22,9)		

STATEMENTS OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 JUNE 2008

GROUP	Share capital R000	Share capital R000	Accumulated losses R000	Attributable to equity holders of the parent R000	Minority shareholders' interest R000	Total R000
Balance at 30 June 2006	408	195 656	(473 497)	(277 433)	12 162	(265 271)
Attributable profit			35 261	35 261	35 261	39 210
Rights offer	1 163	134 343		135 506		135 506
Minority acquisition	850	172 905		173 755	(16 111)	157 644
Profit on sale of nil paid letters			2 994	2 994		2 994
Balance at 30 June 2007	**2 421**	**502 904**	**(435 242)**	**70 083**		**70 083**
Attributable profit			59 313	59 313		59 313
Balance at 30 June 2008	**2 421**	**502 904**	**(375 929)**	**129 396**		**129 396**

COMPANY	Share capital R000	Share capital R000	Accumulated losses R000	Attributable to equity holders of the parent R000
Balance at 30 June 2006	452	497 501	(885 971)	(388 018)
Attributable profit			20 798	20 798
Rights offer	1 163	134 343		135 506
Minority acquisition	850	172 905		173 755
Treasury shares cancelled	(44)			(44)
Balance at 30 June 2007	**2 421**	**804 749**	**(865 173)**	**(58 003)**
Attributable profit			169 137	169 137
Balance at 30 June 2008	**2 421**	**804 749**	**(696 036)**	**111 134**

CASH FLOW STATEMENTS FOR THE YEAR ENDED 30 JUNE 2008

	Notes	Group 2008 R000	Group 2007 R000	Company 2008 R000	Company 2007 R000
Cash flows from operating activities					
Cash receipts from customers		327 273	293 185		
Cash paid to suppliers and employees		(216 164)	(212 395)	(1 630)	(1 517)
Cash generated by/(utilised in) operations	21.2	111 109	80 790	(1 630)	(1 517)
Net finance costs		(39 694)	(48 730)	(1)	(5 556)
Interest paid		(44 832)	(51 439)	(2)	(5 671)
Interest received		5 138	2 709	1	115
Normal taxation paid	21.3	(15 926)	(33 234)		
Normal taxation paid – current year		(15 926)	(15 890)		
Taxation settlements paid – prior years			(17 344)		
Net cash (outflow)/inflow from operating activities		**55 489**	(1 174)	**(1 631)**	(7 073)
Cash flows from investing activities					
Additions to property, plant and equipment		(13 062)	(9 162)		
Replacement of property, plant and equipment		(29 033)	(9 109)		
Proceeds from sale of property, plant and equipment		538	1 820		
Proceeds from sale of investments		2 368	38	2 368	38
Acquisitions of going concern net of cash acquired	21.4		(3 529)		
Decrease in amounts due from group debtors					6 660
Net cash (outflow)/inflow from investing activities		**(39 189)**	(19 980)	**2 368**	6 698
Cash flows from financing activities					
Proceeds from issue of share capital			141 677		141 677
Share issue expenses			(6 168)		(6 168)
Proceeds from sale of nil paid letters prior to cancellation of treasury shares			2 994		
Repayment of long-term liabilities		(27 614)	(321 670)		
Proceeds from new financing facilities			320 000		
Convertible loan notes repaid			(95 099)		(95 099)
Advances (to)/from group companies				(1 121)	(45 275)
Long-term liabilities raised			5 656		5 656
Net cash inflow/(outflow) from financing activities		**(27 614)**	47 390	**(1 121)**	791
Net increase/(decrease) in cash and cash equivalents		(11 314)	26 236	(384)	416
Cash and cash equivalents at the beginning of the year		40 131	13 895	590	174
Cash and cash equivalents at the end of the year		**28 817**	40 131	**206**	590

NOTES TO THE ANNUAL FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2008

1. SIGNIFICANT ACCOUNTING POLICIES

The financial statements have been prepared in accordance with International Financial Reporting Standards, consistent with prior years, except for the adoption of IFRS 7 – Financial Instruments: Disclosure.

At the date of authorisation of these financial statements, there are Standards and Interpretations in issue but not yet effective. These include the following Standards and Interpretations that are applicable to the business of the group and may have an impact on future financial statements:

- IFRS 2 – Share-based Payment – Amendment relating to vesting conditions and cancellations
- IFRS 3 – Business Combinations – Comprehensive revision on applying the acquisition method
- IFRS 5 – Non-current Assets Held for Sale and Discontinued Operations – Amendments resulting from May 2008 Annual Improvements to IFRSs
- IAS 16 – Property, Plant and Equipment – Amendments resulting from May 2008 Annual Improvements to IFRSs
- IAS 19 – Employee Benefits – Amendments resulting from May 2008 Annual Improvements to IFRSs
- IAS 23 – Borrowing Costs – Amendments resulting from May 2008 Annual Improvements to IFRSs
- IAS 27 – Consolidated and Separate Financial Statements – Consequential amendments arising from amendments to IFRS 3 and amendments resulting from May 2008 Annual Improvements to IFRSs
- IAS 36 – Impairment of Assets – Amendments resulting from May 2008 Annual Improvements to IFRSs
- IFRIC 13 – Customer Loyalty Programmes

The directors believe that none of these new or revised standards and interpretations will have a significant effect other than borrowing cost which may need to be capitalised on certain future expenditures.

The financial statements have been prepared on the historical-cost basis, except for the revaluation of financial instruments. The principal accounting policies adopted are set out below:

1.1 Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company (its subsidiaries). Control is achieved where the Company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The results of subsidiaries acquired or disposed of during the year are included in the consolidated income statement from the effective date of acquisition or up to the effective date of disposal, as appropriate. All intra-group transactions, balances, income and expenses are eliminated on consolidation. Minority interests in the net assets of consolidated subsidiaries are identified separately from the group's equity therein.

Minority interests consist of the amount of those interests at the date of the original business combination and the minority's share of changes in equity since the date of the combination. Losses applicable to the minority in excess of the minority's interest in the subsidiary's equity are allocated against the interests of the group except to the extent that the minority has a binding obligation and is able to make an additional investment to cover the losses.

Joint ventures are those entities over which the group exercises joint control in terms of a contractual agreement. Joint ventures are proportionally consolidated, whereby the group's share of the joint venture's assets, liabilities, results and cash flows are combined with similar items, on a line-by-line basis, in the group's financial statements. The results of jointly controlled entities are proportionately consolidated from the effective date of acquisition up to and including the date of disposal.

1.2 Goodwill

Goodwill arising on the acquisition of a subsidiary or a jointly controlled entity represents the excess of the cost of acquisition over the group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities of the subsidiary or jointly controlled entity recognised at the date of acquisition. Goodwill is initially recognised as an asset at cost and is subsequently measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill is allocated to each of the group's cash-generating units expected to benefit from the synergies of the combination. Cash-generating units to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata on the basis of the carrying amount of each asset in the unit. An impairment loss recognised for goodwill is not reversed in a subsequent period. On disposal of a subsidiary or a jointly controlled entity, the attributable amount of goodwill is included in calculating the profit or loss on disposal.

1.3 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods and services provided in the normal course of business, net of discounts and sales-related taxes. Sales of goods are recognised when goods are delivered and title has passed. Services are recognised when rendered.

Interest income is accrued on the time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount. Dividend income from investments is recognised when the shareholders' rights to receive payment have been established.

1.4 Leasing

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

Assets held under finance leases are recognised as assets of the group at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments. The corresponding liability to the lessor is included in the balance sheet as a finance lease obligation. Lease payments are apportioned between finance charges and a reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged to profit or loss, unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the group's general policy on borrowing costs.

Rentals payable under operating leases are charged to profit or loss on the straight-line basis over the term of the relevant lease. Benefits received and receivable as an incentive to enter into an operating lease are also spread on the straight-line basis over the lease term.

1.5 Foreign currencies

The individual financial statements of each group entity are presented in the currency of the primary economic environment in which the entity operates (its functional currency). For the purpose of the consolidated financial statements, the results and financial position of each entity are expressed in South African Rand, which is the functional currency of the Company, and the presentation currency for the consolidated financial statements.

In preparing the financial statements of the individual entities, transactions in currencies other than the entity's functional currency (foreign currencies) are recorded at the rates of exchange prevailing on the dates of the transactions. At each balance sheet date, monetary items denominated in foreign currencies are retranslated at the rates prevailing on the balance sheet date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items, and on the retranslation of monetary items, are included in profit or loss for the period. Exchange differences arising on the retranslation of non-monetary items carried at fair value are included in profit or loss for the period except for differences arising on the retranslation of non-monetary items in respect of which gains and losses are recognised directly in equity. For such non-monetary items, any exchange component of that gain or loss is also recognised directly in equity.

In order to hedge its exposure to certain foreign exchange risks, the group enters into forward contracts and options. For the purpose of presenting consolidated financial statements, the assets and liabilities of the group's foreign operations are expressed in South African Rand using exchange rates prevailing on the balance sheet date. Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuated significantly during that period, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising, if any, are classified as equity and transferred to the group's translation reserve. Such translation differences are recognised in profit or loss in the period in which the foreign operation is disposed of.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

1.6 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

1.7 Retirement benefit costs

Current contributions to the defined contribution pension fund registered in terms of the Pension Funds Act, 1956, are based on current service and current salaries as they are incurred.

1.8 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted at the balance sheet date.

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised.

Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries and associates, and interests in joint ventures, except where the group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realised. Deferred tax is charged or credited to profit or loss, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the group intends to settle its current tax assets and liabilities on a net basis.

1.9 Property, plant and equipment

Land and buildings are stated at cost whilst other fixed assets are stated at cost, less accumulated depreciation and any accumulated impairment losses.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets.

Depreciation is calculated on the straight-line basis, so as to write the cost of the assets down to their residual values, at the following rates, which are considered to approximate the estimated useful lives of the assets concerned:

Plant and equipment	6,7 – 20%
Leasehold improvements	25%
Motor vehicles	16,7%
Furniture and fittings	10%
Office equipment	20%
Computer software	50%
Computer equipment	20%

The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

1.10 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is calculated using the average-cost basis. Net realisable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution. Redundant and slow-moving inventory items are identified and written down to their estimated economic or realisable value.

1.11 Financial instruments

Financial assets and financial liabilities are recognised on the group's balance sheet when the group becomes a party to the contractual provisions of the instrument.

Trade receivables – Trade receivables are stated at their nominal value as reduced by appropriate allowances for estimated irrecoverable amounts.

Cash and cash equivalents – Cash and cash equivalents comprise cash on hand and demand deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

Financial liabilities and equity – Financial liabilities and equity instruments issued by the group are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument. An equity instrument is any contract that evidences a residual interest in the assets of the group after deducting all of its liabilities. The accounting policies adopted for specific financial liabilities and equity instruments are set out below.

Bank borrowings – Interest-bearing bank loans and overdrafts are initially measured at proceeds received, and are subsequently measured at amortised cost, using the effective interest rate method. Any difference between the proceeds and the settlement or redemption of borrowings is recognised over the term of the borrowings in accordance with the group's accounting policy for borrowing costs.

Trade payables – Trade and other payables are stated at their nominal value.

Derivative financial instruments and hedge accounting – The group's activities expose it primarily to the financial risks of changes in foreign exchange rates and interest rates. The group uses derivative financial instruments (primarily foreign currency forward contracts and interest rate swap agreements) to hedge its risks associated with foreign currency fluctuations relating to certain firm commitments and forecast transactions. The significant interest rate risk arises from bank loans. The use of financial derivatives is governed by the group's policies approved by the board of directors, which provide written principles on the use of financial derivatives consistent with the group's risk management strategy.

The group does not use derivative financial instruments for speculative purposes.

Derivative financial instruments are initially measured at fair value on the contract date, and are remeasured to fair value at subsequent reporting dates.

Changes in the fair value of derivative financial instruments that are designated and effective as hedges of future cash flows are recognised directly in equity and the ineffective portion is recognised immediately in profit or loss. The group's policy with regard to hedging the foreign currency risk of a firm commitment is to designate it as a cash flow hedge. If the cash flow hedge of a firm commitment or forecast transaction results in the recognition of an asset or a liability, then, at the time the asset or liability is recognised, the associated gains or losses on the derivative that had previously been recognised in equity are included in the initial measurement of the asset or liability. For hedges that do not result in the recognition of an asset or a liability, amounts deferred in equity are recognised in profit or loss in the same period in which the hedged item affects profit or loss. Changes in the fair value of derivative financial instruments that do not qualify for hedge accounting are recognised in profit or loss as they arise.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated or exercised, or no longer qualifies for hedge accounting. At that time, for forecast transactions, any cumulative gain or loss on the hedging instrument recognised in equity is retained in equity until the forecast transaction occurs. If a hedged transaction is no longer expected to occur, the net cumulative gain or loss recognised in equity is transferred to profit or loss for the period.

1.12 Provisions

Provisions are recognised when the group has a present obligation as a result of a past event, and it is probable that the group will be required to settle that obligation. Provisions are measured at the directors' best estimate of the expenditure required to settle the obligation at the balance sheet date, and are discounted to present value where the effect is material.

1.13 Share-based payments

The group issues certain equity-settled and cash-settled share-based payments to certain employees. Equity-settled share-based payments are measured at fair value (excluding the effect of non market-based vesting conditions) at the date of grant. The fair value determined at the grant date of the equity-settled share-based payment is expensed on the straight-line basis over the vesting period, based on the group's estimate of the shares that will eventually vest and adjusted for the effect of non-market-based vesting conditions. Fair value is measured using the Black-Scholes pricing model.

The expected life used in the model is adjusted, based on management's best estimate, for the effects of non-transferability, exercise restrictions and behavioural considerations. Cash-settled share-based payments are measured at fair value (excluding the effect of non-market-based vesting conditions) at the date of grant and expensed on the straight-line basis over the vesting period.

1.14 Judgements made by management

Preparing financial statements in conformity with IFRS requires estimates and assumptions that affect reported amounts and related disclosures. Actual results could differ from these estimates. Certain accounting policies have been identified as involving particularly complex or subjective judgements or assessments as follows:

Asset lives and residual value – Property, plant and equipment is depreciated over its useful life taking into account residual values, where appropriate. The actual lives of the assets and residual values are assessed annually and may vary depending on a number of factors. In reassessing asset lives, factors such as technological innovation, product life cycles and maintenance programmes are taken into account. Residual value assessments consider issues such as future market conditions, the remaining life of the asset and projected disposal values.

Intangible assets other than goodwill – Intangible assets other than goodwill are amortised over their useful lives. The actual lives of the intangible assets are assessed annually and may vary depending on a number of factors. In reassessing intangible asset lives, factors such as technological innovation are taken into account.

2. OPERATING PROFIT/(LOSS) BEFORE EXCEPTIONAL ITEMS AND FINANCE COSTS

	Group 2008 R000	Group 2007 R000	Company 2008 R000	Company 2007 R000
Operating profit/(loss) before exceptional items and finance costs is stated after accounting for the following:				
Auditors' remuneration	1 442	1 688	400	473
– Current year – audit fee	1 442	1 554	400	473
– other services		130		
– Prior year (over)/underprovision		4		
Directors' emoluments paid by subsidiaries	5 069	5 128		
Executive directors	3 841	3 860		
Non-executive directors	1 228	1 268		
Depreciation	10 752	10 894		
Profit on disposal of plant and equipment	(46)	(225)		
Managerial, secretarial and technical fees	3 158	4 394	205	331
Operating lease charges	11 289	8 654		
Plant, furniture and equipment	1 933	1 107		
Premises	9 356	7 547		
Retirement benefit expenses	7 297	7 242		
Share-based incentive accruals		(1 415)		
Employment costs	116 165	107 684		
Number of employees at the year-end was 960 (2007: 963).				
Interest on financial liabilities at amortised cost				
Finance costs	44 831	51 439	2	5 671
Financial institutions	43 286	43 568	2	15
Other	1 545	7 871		5 656
Gain on financial assets at fair value through profit or loss				
Change in fair value of interest rate swaps	4 780	3 892		

3. EXCEPTIONAL ITEMS

	Group 2008 R000	Group 2007 R000	Company 2008 R000	Company 2007 R000
Profit on disposal of subsidiaries	2 368	38	2 368	38
Reversal of impairment to intergroup loans payable			(1 121)	21 059
Reversal of impairment to investment in subsidiaries			169 500	
Negative goodwill on acquisition of 50% in Digital Initiatives		480		
Net reversal of claims		968		
	2 368	1 486	170 747	21 891

4. TAXATION

	Group 2008 R000	Group 2007 R000	Company 2008 R000	Company 2007 R000
4.1 South African normal taxation	14 421	6 392		(6 000)
Current year	14 526	12 771		
Prior year	(105)	(6 379)		(6 000)
4.2 Deferred taxation	1 535	1 970		
Current year	1 834	1 970		
Rate change	(299)			
Prior year				
	15 956	8 362		(6 000)
4.3 Taxation reconciliation				
Profit before taxation	75 269	47 572	169 137	14 798
Taxation at statutory taxation rate of 28% (2007: 29%)	21 075	13 796	47 358	4 281
Net capital items/Exempt income	(3 826)	(7 394)	(47 460)	(6 348)
Non-deductible expenditure	411	10 139		1 640
Prior year taxation	52	6 379		(6 000)
Assessed loss utilised	(1 553)	(2 227)	102	
Rate change adjustment	(299)			
Temporary differences not recognised	96	427		427
Actual taxation charged	15 956	8 362		(6 000)
	%	%	%	%
Taxation rate reconciliation				
Statutory taxation rate	28,0	29,0	28,0	29,0
Net capital items/Exempt income	(5,1)	(15,5)	(28,1)	(43,0)
Non-deductible expenditure	0,6	21,3		11,1
Prior year taxation	0,1	(13,4)		(40,6)
Assessed loss utilised	(2,1)	(4,7)	0,1	
Rate change adjustment	(0,4)	0,0		
Temporary differences not recognised	0,1	0,9		2,9
Effective taxation rate	21,2	17,6		(40,6)

4. TAXATION *continued*

	Group 2008 R000	Group 2007 R000	Company 2008 R000	Company 2007 R000
4.4 Deferred taxation				
Property, plant and equipment	(8 469)	(8 288)		
Prepayments	(584)	(489)		
Provisions	1 298	1 374		
Other	(2 558)	(1 258)		
Assessed losses	118			
Total	(10 195)	(8 661)		
Net deferred taxation liability				
Opening balance	(8 661)	(6 755)		
Income statement movement	(1 535)	(1 970)		
Other	1	64		
Closing balance	(10 195)	(8 661)		
Deferred taxation asset	111			
Deferred taxation liability	(10 306)	(8 661)		
4.5 Taxation losses				
Estimated taxation losses available for offset against future taxable income amount to:	89	206 240	88	201 030
These taxation losses are unlikely to be used by normal operations and accordingly no deferred taxation asset has been raised.				

5. EARNINGS PER ORDINARY SHARE

	Group 2008 R000	Group 2007 R000	Company 2008 R000	Company 2007 R000
5.1 Earnings – basic				
Earnings for purposes of earnings per share	59 313	35 261		
Effect of dilutive potential ordinary shares				
Earnings for purposes of diluted earnings per share	59 313	35 261		
Number of shares – earnings per share				
Number of ordinary shares in issue (thousands)	393 997	393 997		
Number of ordinary shares held in treasury (thousands)				
Number of ordinary shares in issue after deducting treasury shares (thousands) for purposes of basic earnings	393 997	393 997		
Weighted average number of ordinary shares in issue after deducting treasury shares (thousands) for purposes of basic earnings	393 997	252 337		
Effect of dilutive potential ordinary shares				
Weighted average number of ordinary shares in issue (thousands) for purposes of diluted earnings	393 997	252 337		
Earnings per share – basic (cents)	15,1	14,0		
Fully diluted earnings per share – basic (cents)	15,1	14,0		

5. EARNINGS PER ORDINARY SHARE *continued*

	Group 2008 R000	2007 R000
5.2 Headline earnings		
Basis for calculation		
The calculation of headline earnings per ordinary share is based on headline earnings of R56,9 million (2007: R34,9 million) and a weighted average number of 394,0 million (2007: 252,3 million) ordinary shares in issue during the year.		
This basis is a measure of the trading performance and excludes profits and losses of a capital nature. It is derived, after taxation and outside shareholders' interest, as follows:		
Headline earnings		
Attributable profit	59 313	35 261
Adjusted for after tax:		
Loss/(profit) on disposal of property, plant and equipment	(46)	225
Capital (profit)/loss on disposal/liquidation of investments	(2 368)	(38)
Negative goodwill on acquisition of investments		(480)
Headline earnings for purposes of headline earnings per share	56 899	34 968
Effect of dilutive potential ordinary shares		
Headline earnings for purposes of diluted headline earnings per share	56 899	34 968
Headline earnings per ordinary share (cents)	14,4	13,9
Fully diluted headline earnings per ordinary share (cents)	14,4	13,9

	cents	cents
5.3 Reconciliation of headline earnings/(loss) per share		
Profit per ordinary share	15,1	14,0
Adjusted for after tax:		
Profit on disposal of property, plant and equipment		0,1
Capital (profit)/loss on disposal/liquidation of investments	(0,7)	
Impairment of property, plant and equipment		(0,2)
Headline earnings per ordinary share	14,4	13,9

5.4 Adjusted headline earnings

Included in headline earnings as calculated in note 6.2 are certain non-recurring items. Headline earnings, adjusted for these non-recurring items are:

	2008 R000	2007 R000
Headline earnings as calculated in note 6.2	56 899	34 968
Adjusted for:		
Taxation		(6 000)
Current year earnings attributable to minority shareholders		3 949
Interest expense related to Metrofile Holdings loan notes		5 671
Provisions related to claims reversed no longer required	(12 544)	(1 036)
Adjusted headline earnings	44 355	37 552
Effect of dilutive potential ordinary shares		
Adjusted headline earnings for purposes of diluted headline earnings per share	44 355	37 552
Headline earnings per share as calculated in note 6.2 has also been based on the average number of shares in issue during the previous year. Adjusted headline earnings per share have been calculated by using the full number of shares in issue at the end of the previous year, being 393,9 million shares.		
Adjusted headline earnings per ordinary share (cents)	11,3	9,5
Adjusted diluted headline earnings per ordinary share (cents)	11,3	9,5

6. DIRECTORS' REMUNERATION

Directors' remuneration – 2008

Rand	Directors' remuneration	Salary	Bonuses	Pension contribution	Restraint of trade payments	Other benefits	Total
RM Buttle		728 298	414 614	124 902		87 580	1 355 394
IN Matthews•	354 000						354 000
N Medupe•♠	85 833						85 833
SR Midlane•	206 000						206 000
CS Seabrooke•	582 000						582 000
GD Wackrill		1 229 242	888 459	213 408		154 796	2 485 905
	1 227 833	1 957 540	1 303 073	338 310		242 376	5 069 132

• Non-executive director.

♠ N Medupe was appointed as non-executive director on 1 March 2008.

Directors' remuneration – 2007

Rand	Directors' fees	Salary	Bonuses	Pension contribution	Restraint of trade payments	Other benefits	Total
DE Baloyi•♠	187 500						187 500
RM Buttle		606 250	254 978	105 854	250 000	85 320	1 302 402
IN Matthews•	335 000						335 000
SR Midlane•	195 000						195 000
CS Seabrooke•♣	550 000						550 000
GD Wackrill		1 064 844	637 444	187 206	500 000	168 581	2 558 075
	1 267 500	1 671 094	892 422	293 060	750 000	253 901	5 127 977

• Non-executive director.

♠ DE Baloyi resigned as non-executive director on 26 March 2007.

♣ An amount of R0,4 million (2006: R0,7 million) was also paid to Sabvest Financial Services (Proprietary) Limited for time spent on group affairs by Mr Seabrooke, in his capacity as non-executive chairman, but outside of board and committee forums. The arrangement ceased to be necessary after the group restructuring in 2006.

7. PROPERTY, PLANT AND EQUIPMENT

Group

	Land and buildings R000	Plant and machinery R000	Computer equipment owned R000	Computer equipment leased R000	Motor vehicles R000	Office furniture and equipment R000	Total R000
Cost							
At 1 July 2007	119 747	72 882	26 093	517	10 722	6 712	236 673
Additions	20 791	15 848	2 910	79	2 108	359	42 095
Business acquired							
Disposals	(281)	(2 372)	(3 532)		(934)	(327)	(7 446)
Reclassification							
At 30 June 2008	**140 257**	**86 358**	**25 471**	**596**	**11 896**	**6 744**	**271 322**
Accumulated depreciation							
At 1 July 2007	1 413	30 691	20 615	233	4 627	4 386	61 965
Depreciation	222	5 719	2 625	196	1 282	708	10 752
Disposals	(281)	(2 357)	(3 484)		(517)	(315)	(6 954)
Reclassification		4	(4)				
At 30 June 2008	**1 354**	**34 057**	**19 752**	**429**	**5 392**	**4 779**	**65 763**
Net book value							
At 30 June 2008	138 903	52 301	5 719	167	6 504	1 965	205 559
Cost							
At 1 July 2006	114 775	67 567	34 238	649	8 916	6 561	232 706
Additions	4 975	8 113	2 259	17	2 396	511	18 271
Business acquired		501	326		234	29	1 090
Disposals	(3)	(3 437)	(9 603)	(1 140)	(824)	(387)	(15 394)
Reclassification		138	(1 127)	991		(2)	
At 30 June 2007	119 747	72 882	26 093	517	10 722	6 712	236 673
Accumulated depreciation							
At 1 July 2006	1 160	28 716	26 536	89	4 333	4 036	64 870
Depreciation	256	5 094	3 931	(25)	914	724	10 894
Disposals	(3)	(3 288)	(9 474)	(44)	(619)	(371)	(13 799)
Reclassification		168	(378)	213		(3)	
At 30 June 2007	1 413	30 691	20 615	233	4 627	4 386	61 965
Net book value							
At 30 June 2007	118 334	42 191	5 478	284	6 095	2 326	174 708

A register of land and buildings is available for inspection at the registered office of the Company.

All the assets have been pledged as security against certain loans as detailed in note 13.

8. FINANCIAL ASSETS

	Group 2008 R000	Group 2007 R000	Company 2008 R000	Company 2007 R000
8.1 Subsidiaries				
Unlisted				
Shares at cost•			343 253	173 753
Amounts owing by subsidiaries•				
			343 253	173 753
Total financial assets			343 253	173 753

Directors' valuation

- At 30 June 2008, Metrofile had ceded and pledged its interests in all its financial assets as security to the capital providers.

For further details on security and other information refer to page 52-54.

9. GOODWILL

	Group 2008 R000	Group 2007 R000	Company 2008 R000	Company 2007 R000
Cost				
Accumulated amortisation and impairments				
Net carrying value at the beginning of the year				
Goodwill arising on Metrofile (Proprietary) Limited minority acquisition	160 499	157 641		
Other minor acquisitions by subsidiaries		2 858		
Net carrying value at the end of the year	160 499	160 499		

Goodwill is tested for impairment on an annual basis. The method used for testing impairment is the calculation of residual value net of assets after calculating a business value using sustainable earnings and applying a multiple thereto.

10. INVENTORIES

	Group 2008 R000	Group 2007 R000	Company 2008 R000	Company 2007 R000
Maintenance spares	15 281	15 721		
Goods available for sale	977	1 325		
Consumables	1 614	1 701		
Total inventory	17 872	18 747		
Less: Provisions	(7 370)	(6 713)		
Net inventory	10 502	12 034		

Inventories have been ceded as security to the capital providers in terms of the restructure.

11. TRADE AND OTHER RECEIVABLES

	Group 2008 R000	Group 2007 R000	Company 2008 R000	Company 2007 R000
Trade receivables	50 464	48 913		
Other receivables	4 881	3 749	87	
Specific allowances for impairment	(1 501)	(1 445)		
Collective allowances for impairment	(628)	(828)		
	53 216	50 390	87	

11. TRADE AND OTHER RECEIVABLES *continued*

	Group 2008 R000	Group 2007 R000	Company 2008 R000	Company 2007 R000
Trade and other receivables are stated after the following allowances for impairment:				
Specific allowances for impairment				
Opening balance	(2 273)	(2 011)		
Impairment loss recognised	(56)	(262)		
Impairment loss reversed	200			
Closing balance	(2 129)	(2 273)		

At 30 June 2008 and 30 June 2007, Metrofile had ceded and pledged its trade receivables as security to its capital providers.

12. ORDINARY SHARE CAPITAL AND SHARE PREMIUM

12.1 Share capital

Ordinary shares of 0,6146 cents each

	Group 2008	Group 2007	Company 2008	Company 2007
Number of shares				
Authorised				
Shares authorised at the beginning of the year	500 000 000	100 000 000	500 000 000	100 000 000
Increase in authorised number of shares during the year		400 000 000		400 000 000
Authorised ordinary shares at the end of the year	500 000 000	500 000 000	500 000 000	500 000 000
Issued				
Issued at the beginning of the year	393 996 603	74 077 413	393 996 603	74 077 413
Issued during the year		326 796 214		326 796 214
Treasury shares cancelled during the year		(6 877 024)		(6 877 024)
Shares issued at the end of the year	393 996 603	393 996 603	393 996 603	393 996 603
Unissued shares at the end of the year	106 003 397	106 003 397	106 003 397	106 003 397

"10 million of the authorised but unissued ordinary shares in the Company were placed under the control and authority of the directors of the Company who were authorised and empowered to allot, issue and otherwise dispose of such shares to such person or persons on such terms and conditions and at such times as the directors of the Company may from time to time and in their discretion deem fit, subject to the provision that the 10 million shares may only be issued to fund any contingent liabilities and that this authority only remain in force until the next annual general meeting."

	Group 2008	Group 2007	Company 2008	Company 2007
Value of shares				
Issued				
Issued at the beginning of the year	2 421	408	2 421	452
Issued during the year		2 013		2 013
Treasury shares cancelled during the year/offset in prior years				(44)
393 996 603 at the end of the year	2 421	2 421	2 421	2 421

As a consequence of the group's holding in and the subsequent acquisition of Computer Configurations Holdings Limited, a subsidiary of Metrofile Holdings owned 6,9 million ordinary shares in Metrofile Holdings Limited. During a previous year these shares were transferred to Metrofile Management Services (Proprietary) Limited and held as treasury shares. In prior years these treasury shares have been excluded from any earnings/(loss) per share and headline earnings/(loss) per share calculations. During the year these treasury shares have been cancelled in terms of a buy-back and cancellation transaction.

12. ORDINARY SHARE CAPITAL AND SHARE PREMIUM *continued*

	Group 2008 R000	Group 2007 R000	Company 2008 R000	Company 2007 R000
12.2 Share premium				
Balance at the beginning of the year	502 904	195 656	804 749	497 501
Shares issued during the year		307 248		307 248
Premium on shares issued during the year		313 416		313 416
Less: Share issue expenses charged against share premium during the year		(6 168)		(6 168)
Treasury shares cancelled during the year				
Balance at the end of the year	502 904	502 904	804 749	804 749
Total share capital and share premium	505 325	505 325	807 170	807 170

12.3 Share incentive schemes

Metrofile Employees Share Incentive Trust

During February 2005, the Metrofile Employees Share Incentive Trust purchased 5% of the ordinary shares in Metrofile (Proprietary) Limited. These shares were paid for and delivered to the participating individuals. During the prior financial year, these shares were acquired by Metrofile Holdings Limited in terms of a share swap transaction whereby Metrofile Holdings Limited acquired the 35% minority shareholding in Metrofile (Proprietary) Limited. The minority shareholding was paid for by issuing Metrofile Holdings Limited shares to all the individuals. Although ownership of the Metrofile Holdings Limited shares vested in the individuals, certain trading limitations and conditions of ownership until 30 June 2009 have been placed on the individuals.

13. NON-CURRENT LIABILITIES

	Group 2008 R000	Group 2007 R000
13.1 Interest-bearing liabilities		
Provisions		11 669
Long-term interest-bearing provisions include anticipated claims related to certain dormant subsidiaries from the old MGX Group. The anticipated claim has been resolved at the end of the 2007 calendar year.		11 669
Total non-interest-bearing liabilities		11 669
13.2 Interest-bearing liabilities	257 342	292 666
"A" facility	121 253	153 991
Being a six-year senior facility, accruing interest at a rate equal to a three-month JIBAR plus 2,75% on a nominal annual compounded quarterly (NACQ) basis. Interest payable will be calculated on the basis of actual number of days elapsed in a year of 365 days and is payable quarterly in arrears. In the event of default, the interest rate on the facility will increase by 3%, which will remain in place until the default event has been remedied or the facility has been cancelled and repaid. Capital and interest to be repaid in 20 equal quarterly instalments, starting at the end of the fifth quarter (i.e. capital moratorium for one year).	151 666	176 694
In terms of the loan agreement, certain additional capital repayments ("capital repayments") will be required during the period of the loan. These capital repayments will be financed from 30% of residual free cash as defined in the loan agreement. If there is insufficient residual free cash to achieve such repayment, it will not constitute an event of default. Such repayments will be made on specific measurement periods for the first three years, as defined in the loan agreement and annually thereafter.		
Less: Amounts payable within one year reflected under current liabilities	(30 413)	(22 703)

13. NON-CURRENT LIABILITIES *continued*

13.2 Interest-bearing liabilities continued

	Group 2008 R000	Group 2007 R000
"B" facility	41 502	44 215
Being a six-year senior facility, accruing interest at a rate equal to a three-month JIBAR plus 3,50% on an NACQ basis. Interest payable will be calculated on the basis of actual number of days elapsed in a year of 365 days and is payable quarterly in arrears. In the event of default, the interest rate on the facility will increase by 3%, which will remain in place until the default event has been remedied or the facility has been cancelled and repaid. Capital to be repaid in one lump sum at the end of the six-year loan period.	41 502	44 215
In terms of the loan agreement, certain additional capital repayments ("capital repayments") will be required during the period of the loan. These capital repayments will be financed from 30% of residual free cash as defined in the loan agreement. If there is insufficient residual free cash to achieve such repayment, it will not constitute an event of default. Such prepayments will be made on specific measurement periods for the first three years, as defined in the loan agreement and annually thereafter.		
"C" facility	97 996	98 963
Being a six-year mezzanine facility, accruing interest at a rate equal to a three-month JIBAR plus 9,50% on an NACQ basis, subject to a pricing ratchet. In terms of the pricing ratchet, the debt:EBITDA ratio will be measured every 12 months for the first three years and if the debt:EBITDA ratio is below a certain level at the measurement date, the 9,50% will be reduced to the lower levels as defined in the loan agreement. Payment of the difference between the applicable interest rate and JIBAR plus 5,0% on an NACQ basis can be deferred ("deferred interest"). The deferred interest will also accrue interest at the applicable interest rate on an NACQ basis and is payable no later than at the end of the six-year loan period. Interest payable will be calculated on the basis of actual number of days elapsed in a year of 365 days and is payable quarterly in arrear. In the event of default, the interest rate on the facility will increase by 3%, which will remain in place until the default event has been remedied or the facility has been cancelled and repaid. Capital to be repaid in one lump sum at the end of the six-year loan period.	97 996	98 963
In terms of the loan agreement, certain additional capital repayments ("capital repayments") will be required during the period of the loan. These capital repayments will be financed from 40% of residual free cash as defined in the loan agreement. If there is insufficient residual free cash to achieve such repayment, it will not constitute an event of default. Such repayments will be made on specific measurement periods for the first three years, as defined in the loan agreement and annually thereafter.		
Total interest-bearing liabilities	260 751	297 169
Less*:* Prepaid facility fees amortised over the six-year period of the facilities	(3 409)	(4 503)

Early settlement or any repayment of the A, B or C facilities in the first three years is not permitted (with the exception of any repayments based on the cash sweep from residual cash as defined in the various facility agreements) and would attract prepayment penalties ranging between 3 to 5% of the repayment amount. No repayment penalties will be levied on the A, B or C facilities from year four onwards. Year four commences on 18 August 2010.

Total interest-bearing liabilities	257 342	292 666
Total non-current liabilities	257 342	304 335

13. NON-CURRENT LIABILITIES *continued*

	Group 2008 R000	Group 2007 R000
13.3 Current liabilities		
Interest-bearing liabilities	29 330	21 620
Short-term portion of long-term liabilities	29 330	21 620
– "A" facility	30 413	22 703
Less: Prepaid facility fees amortised over the next year	(1 083)	(1 083)
Total current liabilities	29 330	21 620

Security for the Metrofile facilities is provided by Micawber 305 (Proprietary) Limited ("the Guarantor"), a special-purpose vehicle created to facilitate a security mechanism for the capital provider, in the form of guarantees issued to the capital provider ("the security"). The Guarantor holds the underlying assets of Metrofile Holdings and Metrofile (Proprietary) Limited as security for its obligations under the guarantees provided by it to the capital provider.

Metrofile (Proprietary) Limited is compliant with all aspects of the Common Terms of Agreement with Standard Bank of South Africa Limited and all loan covenants.

14. COMMITMENTS

14.1 Authorised capital expenditure

Metrofile (Proprietary) Limited has planned capital expansions of R50,6 million (2008: R18,0 million) and replacement projects of R10,5 million (2008: R4,4 million), of which R27,4 million has been authorised and committed and R33,7 million authorised but not committed. The capital expenditure will be financed from the group's cash resources and from some new special-purpose borrowings.

14.2 Operating leases

	2008 R000	2007 R000
Future leasing charges for premises, equipment and motor vehicles		
Payable within one year	12 102	9 656
Payable within two to five years	1 138	2 432

Since 2003, Metrofile (Proprietary) Limited entered into various long-term lease agreements related to buildings not owned by the group. The last agreements expire in 2011 and the Company has the option to renew and extend the agreements for a further term. All the leases are market related and annual escalations range between CHI and 8% in all the various agreements.

	2008 R000	2007 R000
	13 240	12 088

15. CONTINGENT LIABILITIES

15.1 Illegal strike

During the previous year, a number of the group's employees embarked on an illegal strike. The Company followed the required procedures and the CCMA ruled in the Company's favour. The employees appealed and the matter was scheduled to be heard by the labour court during March 2008. The hearing never materialised and the Company awaits further action from the applicant. It should be noted that all contingency issues related to the former MGX group (of which Metrofile was a part) have successfully been resolved during the year under review.

16. BORROWING POWERS

In terms of its articles of association, the Company's borrowing powers are unlimited.

In terms of the restructure agreement, known as the "Common Terms Agreement", borrowing powers of the remaining group companies are limited to the "Metrofile Working Capital Facility" available to Metrofile (Proprietary) Limited. The short-term facility is limited to R10 million, being a revolving working capital facility, accruing interest at the prime rate. The facility is renewable on an annual basis subject to the sole and absolute discretion of the lender. In the event of receipt of a written demand from the lender, the facility is to be repaid in full within a period of 14 days.

Security for the Metrofile facilities is provided by Micawber 305 (Proprietary) Limited ("the Guarantor"), a special-purpose vehicle created to facilitate a security mechanism for the capital provider, in the form of guarantees issued to the capital provider ("the security").
The Guarantor holds the underlying assets of Metrofile Holdings and Metrofile (Proprietary) Limited as security for its obligations under the guarantees provided by it to the capital provider.

17. FINANCIAL INSTRUMENTS

	Group 2008 R000	Group 2007 R000	Company 2008 R000	Company 2007 R000
17.1 Carrying amounts of financial instruments				
Loans and receivables				
Trade receivables	48 335	46 640		
Other receivables	4 881	3 749	87	
Bank balances	28 817	40 131	206	590
	82 033	90 520	293	590
Financial instruments designated at fair value through profit and loss				
Financial instruments – Fair value of interest rate swaps	11 621	6 841		
Total financial assets	93 654	97 361	293	590
Financial liabilities at amortised cost				
Interest-bearing liabilities	(286 672)	(314 286)		
Trade payables	(8 471)	(10 580)	(20)	(39)
Other payables	(22 254)	(14 883)	(441)	(356)
Deferred revenue	(4 186)	(4 028)		
Total financial liabilities	(321 583)	(343 777)	(461)	(396)
Total net financial liabilities	(227 929)	(246 417)	(168)	194

The carrying amounts of cash and cash equivalents, trade and other receivables, and trade and other payables approximate their fair values due to the short-term maturities of these assets and liabilities.

No financial assets and liabilities had their fair value determined using valuation techniques during the year ended 30 June 2008 or 2007.

No reclassification of financial assets occurred during the period.

17.2 Foreign currency exposure

In the normal course of business, the group enters into transactions denominated in a variety of foreign currencies. As a result, the group is subject to transactions and translation exposures resulting from fluctuations in currency exchange rates. The group uses forward exchange contracts, foreign currency borrowings and natural hedges to minimise the foreign currency exchange exposures associated with its foreign currency transactions. Foreign exchange contracts are taken out for all orders placed overseas. Exposure to the group companies is generally controlled at a subsidiary level. It is not the group's policy to take speculative positions in foreign currencies. Existing forward exchange contracts cover existing and future trade commitments as well as other liabilities.

As at 30 June 2008, the group's foreign currency exposure was as follows:

	Currency	Amount in foreign currrency	Exchange rate used	Reported value 2008	Reported value 2007
Uncovered foreign denominated liabilities included in trade payables	US$000				17
	GBP000	1,3	15,65	19	30
	Euro000	3,6	12,39	44	25
There were no uncovered foreign denominated assets at 30 June 2008 (2007: nil)					
Existing foreign currency forward exchange contracts covering balance sheet items included at fair value in trade payables are:					
Buy contracts	US$000	39,4	7,90	311	129
	GBP000	5,6	15,68	88	131

The group had foreign purchases of approximately R15 million. A weakening of the Rand by 10% would decrease profit by approximately no more than R300 000 as the exposure to foreign purchases is limited to those purchases made for maintenance contract in place or for internal usage. If the Rand strengthens, there will be a corresponding increase in profits.

17. FINANCIAL INSTRUMENTS *continued*

17.3 Interest rate risk

Financial assets and liabilities that are sensitive to interest rate risk are cash, bank overdrafts and medium- and long-term liabilities. The interest rates applicable to these financial instruments are comparable with those currently available in the market. Certain interest rate swap agreements were entered into to eliminate interest rate fluctuations on a portion of the debt over a four-year period.

The interest rate risk is inherently high due to the level of gearing of the entity. The risk is mitigated by the interest rate swaps which are in place; these swaps in essence fix the interest rate for 84% of the debt. The balance of the debt amounts to R46 million, which would be exposed to interest rate movements. The interest rate risk is therefore significantly lower for the period up until when the swaps terminate, which, on average, occurs in September 2009. Thereafter the interest rate risk will increase and the exposure, prior to taking out new interest rate swaps, will amount to movement on the rates based on approximately R250 million. The immediate impact on the 2010 financial statements will be an additional interest amount of approximately R7,5 million based on the current interest rates when comparing to the "fixed" rates secured through the initial debt and swaps. Once the current swaps expire, the Company is required to take out swaps to the extent of 50% of the outstanding debt.

Details of certain interest rate swap agreements that were entered into during the current and previous years are:

R80 million – Termination date 19 September 2009 fixed at a rate of 10,62% and payable quarterly in arrears. This agreement is linked to the R175 million Metrofile "A" facility, accruing interest at a rate per annum equal to three-month JIBAR plus 2,75% all-in-rate NACQ.

R70 million – Termination date 19 September 2009 fixed at a rate of 11,62% and payable quarterly in arrears. This agreement is linked to the R175 million Metrofile "A" facility, accruing interest at a rate per annum equal to three-month JIBAR plus 2,75% all-in-rate NACQ.

R50 million – Termination date 1 August 2009 fixed at a rate of 9,13% and payable quarterly in arrears. This agreement is linked to the R100 million Metrofile "C" facility, accruing interest at a rate per annum equal to three-month JIBAR plus 9,50% all-in-rate NACQ, subject to a pricing ratchet.

R40 million – Termination date 21 November 2009 fixed at a rate of 8,89% and payable quarterly in arrears. This agreement is linked to the R45 million Metrofile "B" facility, accruing interest at a rate per annum equal to three-month JIBAR plus 3,50% all-in-rate NACQ.

An aggregate amount of R0,459 million was received from (2006: R1,567 million paid to) financial institutions, being the net difference between the higher swap rates and the interest rates of the loans linked to these swap agreements.

	Group 2008 R000	Group 2007 R000
Loss if interest rates increase by 50 basis points	364	394

There is an equal but opposite effect if the interest rates decrease by 10 basis points.

The effect can be multiplied by four if the interest rate swaps were not in place.

17. FINANCIAL INSTRUMENTS *continued*

	Group 2008 R000	Group 2007 R000	Company 2008 R000	Company 2007 R000
17.4 Liquidity risk				
The liquidity risk is managed through capital planning in order to ensure that the Company remains compliant with the terms of the loan providers. The Company has a strong track record of generating cash from operations and there is little to no threat of this changing in the future. The requirement to expand in respect of facilities is the area which puts pressure on the liquidity of the group, however the additional facilities are required due to the business growing.				
Borrowing capacity:	295 672	314 286		
Amount approved	286 672	314 286		
Total additional borrowings available	9 000			
Financial liabilities at amortised cost				
Interest-bearing liabilities	(286 672)	(314 286)		
Trade payables	(8 471)	(10 580)	(20)	(39)
Other payables	(22 254)	(14 883)	(441)	(356)
Deferred revenue	(4 186)	(4 028)		
Total financial liabilities	(321 584)	(343 777)	(461)	(396)
Maturity profile				
Interest-bearing liabilities				
2008		27 614		
2009	27 794	27 794		
2010	32 115	32 115		
2011	37 127	37 127		
2012	42 901	42 901		
2013	146 735	146 735		
	286 672	314 286		
Other				
2008		29 491		
2009	34 912			
	321 584	343 777		

17. FINANCIAL INSTRUMENTS *continued*

	Group		Company	
	2008 R000	2007 R000	2008 R000	2007 R000
17.5 Credit risk				
Management has a credit risk policy in place and the exposure to credit risk is monitored on an ongoing basis. This is implemented and controlled at an operating subsidiary level.				
The group does not have any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics.				
Credit risk evaluations are performed on all customers requiring credit. This is implemented and controlled at an operating subsidiary level.				
The maximum exposure to credit risk is represented by the carrying value of each financial asset in the balance sheet.				
Neither past due nor impaired	57 645	44 733	87	
Past due but not impaired				
Trade receivables	16 683	17 064		
Not past due but impaired				
Trade receivables	621	838		
Past due and impaired				
Trade receivables	1 509	1 436		
Total financial assets	**76 458**	64 071	**87**	
Neither past due nor impaired	**57 645**	44 733	**87**	
1–30 days past due	11 683	11 592		
30–60 days past due	3 146	2 509		
60–90 days past due	965	890		
90–180 days past due	889	2 073		
Past due but not impaired	**16 683**	17 064		
Not past due but impaired	**621**	838		
Past due and impaired	**1 509**	1 436		
Total financial assets	**76 458**	64 071		

No collateral was held by the group as security and other enhancement over the financial assets during the years ended 30 June 2008 or 2007.

17.6 Fair values

The fair values of all financial instruments are substantially identical to the carrying amounts reflected in the balance sheet.

18. RETIREMENT BENEFIT PLANS

All the retirement benefit plans operated by group companies domiciled in the Republic of South Africa are governed by the Pension Funds Act, 1956 (Act No 24 of 1956) ("the Act").

Defined contribution plans

Of the group's employees, certain are members of two defined contribution retirement benefit plans administered by Pioneer Employee Benefits (Proprietary) Limited and Sanlam Life Assurance Limited. Both the group and the employees are required to contribute to the retirement benefit scheme to fund the benefits.

The only obligation of the group with respect to the retirement benefit scheme is to make the specified contributions. The total cost charged to income of R7,3 million (2007: R7,2 million) represents contributions paid to the scheme.

19. RELATED-PARTY TRANSACTIONS

Related parties are entities with common direct or indirect shareholders and/or directors and senior management. The group and its subsidiaries, in the ordinary course of business, enter into various transactions with entities in which the group has an interest. These transactions are entered into on an arm's length basis. Significant related-party transactions are detailed below.

Inter-company trading and group management fees
There was no inter-company revenue between subsidiaries during the year (2007: nil).

During the year, management fees in the amount of R4,0 million (2007: R6,5 million) were charged to subsidiaries.

Loans
Inter-company loans are repayable on demand unless subordinated. Interest is charged at market rates where applicable.

Share dealings of directors
The following directors and officers acquired Metrofile Holdings Limited ordinary shares during the year under review.

		Number of shares
GD Wackrill	Chief Executive Officer	15 000
AP Nkuna	Deputy chairman	69 000

During the financial year, Sabvest Investments (Proprietary) Limited ("Sabvest") acquired 217,354 Metrofile Holdings Limited ordinary shares.

Chris Seabrooke ("Seabrooke"), non-executive Chairman of Metrofile, is also CEO of Sabvest. The Seabrooke family trust has a voting interest of 67% and an economic interest of 32% in the shares of Sabvest. An amount of R0,4 million was paid to Sabvest Financial Services (Proprietary) Limited in 2007, for time spent on group affairs by Mr Seabrooke, in his capacity as non-executive chairman, but outside of board and committee forums. This arrangement ceased to be necessary after the Group's restructuring in 2006. Mr Seabrooke also serves on the board of Mineworkers Investment Company ("MIC") as an independent non-executive director. MIC holds 26,1% of the issued share capital of Metrofile Holdings Limited. Notwithstanding these transactions, the board is still satisfied that the extent of Sabvest's interest is not material enough to compromise Mr Seabrooke's independence.

20. PROVISIONS

	Group 2008 R000	Group 2007 R000
Opening balance	4 829	5 073
Provision for bonuses	1 329	1 379
Provision for leave pay	3 432	3 694
Provision for legal costs	68	
Provisions raised	2 051	(244)
Provision for bonuses	1 409	(50)
Provision for leave pay	642	(262)
Provision for legal costs		68
Provisions (utilised)	(2 022)	(244)
Provision for bonuses	(1 480)	(50)
Provision for leave pay	(530)	(262)
Provision for legal costs	(12)	68
Provisions (released)	(165)	(244)
Provision for bonuses	(140)	(50)
Provision for leave pay	(25)	(262)
Provision for legal costs		68
Closing balance	4 693	4 829
Provision for bonuses	1 118	1 329
Provision for leave pay	3 519	3 432
Provision for legal costs	56	68

21. CASH FLOW STATEMENT

	Group 2008 R000	Group 2007 R000	Company 2008 R000	Company 2007 R000

21.1 Convention

The following convention applies to figures other than adjustments. Outflows of cash are represented by figures in brackets. Inflows of cash are represented by figures without brackets.

21.2 Reconciliation of profit/(loss) before taxation to cash generated from/(utilised in) operations

	Group 2008 R000	Group 2007 R000	Company 2008 R000	Company 2007 R000
Profit/(loss) before taxation	75 269	47 572	169 137	14 797
Adjusted by:	31 851	59 054	(170 746)	(15 575)
Profit on disposal of property, plant and equipment	(46)	225		
Profit on disposal of investments	(2 368)	(38)	(368)	(38)
Depreciation and trademark amortisation	10 752	10 894		
Net finance cost	39 694	48 730	1	5 556
Write-off of loans payable to group companies				(48 225)
Reversal of impairment to group loans receivable				27 166
Dividends received				
Other non-cash flow items	(16 181)	(757)	(168 379)	(34)
Operating profit/(loss) before working capital changes	107 120	106 626	(1 609)	(778)
Changes in working capital	3 989	(25 836)	(21)	(739)
Decrease/(increase) in inventories	1 531	(2 786)		
(Increase)/decrease in receivables	(2 827)	(13 616)	(87)	20
Increase/(decrease) in payables	5 285	(9 434)	66	(759)
Cash generated by operations	111 109	80 790	(1 630)	(1 519)

21.3 Taxation paid

	Group 2008 R000	Group 2007 R000	Company 2008 R000	Company 2007 R000
Taxation balance at the beginning of the year	(5 583)	(8 944)		
Current tax expense for the year	(14 421)	(6 392)		6 000
Non-cash flow items		(137)		(6 000)
Amounts reversed from long-term provisions		(17 344)		
Amounts reversed	(269)	(6 000)		
Taxation balance at the end of the year	4 346	6 000		
Total taxation paid	(15 926)	(33 234)		

21.4 Acquisition of going concern net of cash acquired

	Group 2008 R000	Group 2007 R000	Company 2008 R000	Company 2007 R000
Inventories		15		
Accounts receivable		849		
Deferred taxation		64		
Property, plant and equipment		1 090		
Trade payables		(292)		
Bank favourable/(overdraft)		1		
Long-term debt		(605)		
Goodwill		2 378		
Trademarks		30		
Total purchase price		3 530		
Less: Bank (favourable)/overdraft		(1)		
Cash flow on acquisition net of cash		3 529		

22. POST-BALANCE SHEET EVENTS

There were no material post-balance sheet events.

23. SEGMENTAL REPORT

No segmental and geographical analysis has been prepared as the group's only operating investment carries out trading in a single economic segment in South Africa only.

SUBSIDIARIES

Subsidiary	Name of business	Percentage holding 2008 %	Percentage holding 2007 %	Cost of investment 2008 R000	Cost of investment 2007 R000	Net indebtedness 2008 R000	Net indebtedness 2007 R000
Infracom (Proprietary) Limited•♠♣	Dormant	100	100	169 500	169 500	(231 951)	(231 951)
Metrofile (Proprietary) Limited•♠	Off-site document and data storage	100	100	173 753	173 753		
MGX Enterprise Solutions (Proprietary) Limited•♠	Wound up	100	100				
MGX Management Services (Proprietary) Limited•♠	Management services	100	100			237 781	236 660
MGX Storage Solutions One (Proprietary) Limited♠	Wound up	100	100				
				343 253	343 253	5 830	4 709
Provision for impairment					(169 500)	(237 781)	(236 660)
				343 253	173 753	(231 951)	(231 951)
Reflected as: Amounts owing to subsidiaries – non-interest bearing						(231 951)	(231 951)

• At 30 June 2008, Metrofile Holdings Limited had ceded and pledged all material amounts owing to any member of the Metrofile group to the capital providers.

♠ At 30 June 2008, Metrofile Holdings Limited had ceded and pledged all its interests in the claims and shares of the subsidiaries to the capital providers.

♣ Infracom has agreed to subordinate the loan amount to the extent equal to the subordinated amount in favour of and for the benefit of the Metrofile creditors.

It should be noted that throughout the group there are sureties provided to the capital providers in terms of the "Common Terms Agreement", as entered into with the restructure of the group.

NOTICE TO SHAREHOLDERS OF ANNUAL GENERAL MEETING

Notice is hereby given that the annual general meeting of shareholders of Metrofile Limited (Metrofile) will be held at 09:30 on Monday, 1 December 2008 at The Park Hyatt, Johannesburg, 191 Oxford Road, Rosebank, Gauteng, for the purpose of considering and, if deemed fit, passing with or without modification the following resolutions and transacting the following business:

1. Consideration of annual financial statements

Ordinary resolution No 1 – "Resolved that the audited annual financial statements of the Company and the group and the directors' report for the financial year ended 30 June 2008 be and are hereby approved and confirmed."

2. Re-election of directors

Ordinary resolution No 2 – "Resolved that the appointment of Me N Medupe in terms of article 28.2 of the Company's articles of association (the articles), as a director of the Company and for a further term of office be and it is hereby authorised and confirmed."

3. Re-election of directors

Ordinary resolution No 3 – "Resolved that Mr SR Midlane who retires in terms of article 32.1 of the articles and who offers himself for re-election, be and is hereby re-elected as a director of the Company."

4. Approval of auditors remuneration

Ordinary resolution No 4 – "Resolved that the directors of the Company be and hereby authorised to fix and pay the auditors' remuneration for the year ended 30 June 2008."

5. Re-appointment of auditors

Ordinary resolution No 5 – "Resolved that Messrs Deloitte & Touche be re-appointed as auditors of the Company from the conclusion of this meeting to the conclusion of the next annual general meeting, as recommended by the audit committee."

6. Ratification of directors' remuneration

Ordinary resolution No 6 – "Resolved that the remuneration of the directors of the company for the past financial year as reflected in note 6 to the annual financial statements be and is hereby ratified."

7. Approval of proposed non-executive directors' remuneration for the year ending 30 June 2009

Ordinary resolution No 7 – "Resolved that the following proposed remuneration of the non–executive directors of the Company for the financial year ending 30 June 2009 be and is hereby approved:

	Annual fees R
Chairman of the board of directors	441 000
Non-executive director	160 000
Chairman of the audit committee	160 000
Audit committee member	63 000
Chairman of the remuneration and nominations committee	125 000
Remuneration and nomination committee member	63 000

8. Place unissued shares under the control of the directors

Ordinary resolution No 8 – "Resolved that the authorised but unissued ordinary shares in the Company be and are hereby placed under the control and authority of the directors of the Company and that the directors of the Company be and are hereby authorised and empowered to allot, issue and otherwise dispose of such shares to such person or persons on such terms and conditions and at such times as the directors of the Company may from time to time and in their discretion deem fit, subject to the provisions of the Companies Act (Act 61 of 1973), as amended (the Act), the articles of association of the company and the JSE Limited (JSE) Listings Requirements, when applicable, such authority to remain in force until the next annual general meeting. This authority shall be restricted to 2,5% of the Company's issued share capital."

9. Authority to sign all documents required

Ordinary resolution No 9 – "Resolved that, subject to the passing of terms of the ordinary resolutions 1 to 8, any director of the Company or the Company Secretary will be and is hereby authorised to sign all documents and perform all acts which may be required to give effect to such ordinary resolutions numbers 1 to 8 passed at the annual general meeting."

VOTING AND PROXIES

Instructions

Shareholders holding certificated Metrofile shares and shareholders who have already dematerialised their Metrofile shares and who have elected own-name registration in a subregister through a CSDP or broker (only shareholders who have dematerialised their Metrofile shares through Computershare Investor Services 2004 (Proprietary) Limited can qualify as having elected own-name registration), who are unable to attend the general meeting but wish to be represented thereat, complete and return the attached form of proxy, in accordance with the instructions contained therein, to the office of the transfer secretary, Computershare Investor Services 2004 (Proprietary) Limited, Ground Floor, 70 Marshall Street, Johannesburg, 2001 (PO Box 61051, Marshalltown, 2107). The form of proxy must be received by the transfer secretary by no later than 09:30 on Wednesday, 26 November 2008, or if the general meeting is adjourned or postponed, by not later than 24 hours prior to the time of the adjourned or postponed general meeting.

Shareholders who have already dematerialised their Metrofile shares through a CSDP or broker and who have not elected own-name registration in the subregister maintained by a CSDP (i.e. shareholders who have not dematerialised their shareholding through Computershare Limited cannot qualify as having elected own-name registration), and who wish to attend the general meeting, must instruct their CSDP or broker to issue them with the necessary authority to attend, or, if they do not wish to attend the general meeting and wish to vote by way of proxy, they may provide their CSDP or broker with their instructions in terms of the custody agreement entered into by them and their CSDP or broker.

Each shareholder is entitled to appoint one or more proxies (who need not be a shareholder/s of Metrofile) to attend, speak and vote in place of that shareholder at the annual general meeting.

By order of the board

Metrofile Holdings Limited

LM Thompson

Company Secretary

1 September 2008
Johannesburg

FORM OF PROXY

METROFILE HOLDINGS LIMITED

(Incorporated in the Republic of South Africa)
(Registration number 1983/012697/06)
Share code: MFL – ISIN code: ZAE000010542
("Metrofile" or "the Company")

For use only by Metrofile shareholders holding certificated shares, nominee companies of Central Securities Depository Participants ("CSDP"), brokers' nominee companies and shareholders who have dematerialised their Metrofile shares and who have elected own-name registration (only shareholders who have dematerialised their Metrofile shares through Computershare Investor Services 2004 (Proprietary) Limited (previously known as Computershare Limited) can qualify as having elected own-name registration) at the annual general meeting of shareholders of Metrofile, to be held at 09:30 on Monday, 1 December 2008 at Southern Sun, Grayston Sandton, cnr Grayston & Rivonia Rd, Sandown, Johannesburg, Gauteng or at any adjournment or postponement thereof.

I/We (BLOCK LETTERS please) ______________________________

of ______________________________

Telephone work (________) ______________ Telephone home (________) ______________

being the holder/s or custodians of ______________ Metrofile shares, hereby appoint (see note 1 overleaf):

1. ______________________________ or failing him/her,

2. ______________________________ or failing him/her,

the Chairman of the general meeting of shareholders, as my/our proxy to act for me/us at the general meeting of shareholders for the purpose of considering and, if deemed fit, passing, with or without modification, the ordinary resolutions to be proposed thereat and at each adjournment or postponement thereof, and to vote for or against such resolutions or abstain from voting in respect of the Metrofile ordinary shares registered in my/our name (see note 2 overleaf) as follows:

	In favour of resolution	Against resolution	Abstain from voting
Ordinary resolution No 1 – Acceptance of annual financial statements.			
Ordinary resolution No 2 – Confirmation of appointment of N Medupe.			
Ordinary resolution No 3 – Re-election of SR Midlane.			
Ordinary resolution No 4 – Authorisation of auditors' remuneration.			
Ordinary resolution No 5 – Re-appointment of auditors.			
Ordinary resolution No 6 – Ratifying directors' remuneration for the past financial year.			
Ordinary resolution No 7 – Approval of proposed non-executive directors' remuneration for the financial year ending 30 June 2009.			
Ordinary resolution No 8 – Placing of the unissued shares under the control of the directors.			
Ordinary resolution No 9 – Authority to sign all documents required.			

and generally to act as my/our proxy at the said general meeting of shareholders. (Tick whichever is applicable. If no directions are given, the proxy holder will be entitled to vote or to abstain from voting, as that proxy holder deems fit.)

Signed at ______________ on this ________ day of ______________ 2008

Signature ______________________________

Assisted by (where applicable) ______________________________

Each shareholder is entitled to appoint one or more proxies (who need not be a shareholder/s of Metrofile) to attend, speak and vote in place of that shareholder at the general meeting of shareholders.

Please read the notes and instructions on the overleaf.

Notes and instructions

A shareholder may insert the name of a proxy or the names of two alternative proxies of the shareholder's choice in the space/s provided, with or without deleting "the chairman of the general meeting of shareholders", but any such deletion must be initialled by the shareholder. The person whose name stands first on the form of proxy and who is present at the general meeting of shareholders will be entitled to act as proxy to the exclusion of those whose names follow.

1. A shareholder's instructions to the proxy must be indicated by the insertion of the relevant number of votes exercisable by that shareholder in the appropriate box provided. So as to provide for voting on a show of hands or on a poll, as the case may be, shareholders are requested to complete the form of proxy by stating the number of shares held by them. Failure to comply with the above will be deemed to authorise the proxy to vote or to abstain from voting at the general meeting of shareholders as he deems fit in respect of the entire shareholder's votes exercisable thereat. A shareholder or the proxy is not obliged to use all the votes exercisable by the shareholder or by the proxy, but the total of the votes cast and in respect of which abstention is recorded may not exceed the total of the votes exercisable by the shareholder or by the proxy.
2. The completion and lodging of this form of proxy by shareholders holding certificated shares, nominee companies of CSDPs or brokers and shareholders who have dematerialised their shares or who have elected own-name registration (only shareholders who have dematerialised their Metrofile shares through Computershare Investor Services 2004 (Proprietary) Limited can qualify as having elected own-name registration) will not preclude the relevant shareholder from attending the general meeting of shareholders and speaking and voting in person thereat to the exclusion of any proxy appointed in terms thereof. Shareholders who have dematerialised their shares through a CSDP or broker and who have not elected own-name registration in the subregister maintained by the CSDP, and who wish to attend the general meeting of shareholders, must instruct their CSDP or broker to issue them with the necessary authority to attend, or if they do not wish to attend the general meeting, must provide their CSDP or broker with their instructions in terms of the custody agreement entered into by them and their CSDP or broker.
3. Documentary evidence establishing the authority of a person signing this form of proxy in a representative or other legal capacity (such as a power of attorney, resolution or extract from the minutes of an authorised meeting or other written authority) must be attached to this form of proxy.
4. Any alteration or correction made to this form of proxy must be initialled by the signatory/signatories.
5. On a show of hands, every shareholder shall have only one vote, irrespective of the number of shares they hold or represent, provided that a proxy shall, irrespective of the number of shareholders they represent, have only one vote.
6. On a poll, every shareholder present in person or represented by proxy shall have one vote for every Metrofile share held by such shareholder.
7. A resolution put to the vote shall be decided on a show of hands unless, before or on the declaration of the results of the show of hands, a poll shall be demanded by the Chairman of the general meeting of shareholders or any person entitled to vote at such meeting.
8. If a poll is demanded, the resolutions put to the vote shall be decided on a poll.
9. The Chairman of the annual general meeting may accept any form of proxy which is completed other than in accordance with these instructions provided that he is satisfied as to the manner in which a member wishes to vote.
10. To be valid, the completed form of proxy must be lodged with the transfer secretary of the Company, Computershare Investor Services 2004 (Proprietary) Limited, Ground Floor, 70 Marshall Street, Johannesburg, 2001, or posted to the transfer secretaries at PO Box 61051, Marshalltown, 2107, South Africa, to be received by them by no later than 09:30 on Wednesday, 26 November 2008, or if the general meeting is adjourned or postponed, by not later than 24 hours prior to the time of the adjourned or postponed general meeting.

ADMINISTRATION

Directors

Christopher Stefan Seabrooke (55) BCom, BAcc, MBA, FCMA•♣
Non-executive Chairman
Appointed 28 January 2003

Aser Paul Nkuna (56)•
Appointed 4 December 2006

Stephen Roy Midlane (42) BCom, BAcc, CA(SA)•♠
Appointed 26 November 2002

Keshan Pillay (39) BCom•♠♣
Appointed 7 October 2005

Ian Nigel Matthews (63) MA (Oxon), MBA (UCT)•♠♣
Appointed 1 June 2006

Ndumi Medupe (37) BAcc, CA(SA)•♠
Appointed 1 February 2008

Richard Matthew Buttle (36) BCompt Hons CA(SA)
Appointed 4 December 2006

Graham Dunbar Wackrill (54) BCompt
Appointed 29 January 2004

- • Non-executive – Independent
- ♠ Audit committee member
- ♣ Remuneration committee member

Secretary and registered office

LM Thompson
3 Gowie Road
The Gables
Cleveland, 2049
PO Box 40264, Cleveland, 2022

Telephone +27 11 677 3000
Facsimile +27 11 622 9085

Company registration number
1983/012697/06

Date of incorporation of Metrofile
18 November 1983

Transfer secretaries
Computershare Investor Services 2004 (Proprietary) Limited
Ground Floor, 70 Marshall Street, Johannesburg, 2001
PO Box 61051, Marshalltown, 2107

Telephone +27 11 370 5000
Facsimile +27 11 370 5487

Auditors
Deloitte & Touche Chartered Accountants (SA)
The Woodlands, Woodlands Drive, Woodmead, Sandton, 2146
Private Bag X6, Gallo Manor, Sandton, 2052

Bankers
The Standard Bank of South Africa Limited

Merchant bank and sponsor
The Standard Bank of South Africa Limited
5th Floor, 3 Simmonds Street, Johannesburg, 2001
PO Box 61344, Marshalltown, 2107

Attorneys to Metrofile
Webber Wentzel Bowens
10 Fricker Road, Illovo Boulevard, Johannesburg, 2196
PO Box 61771, Marshalltown, 2107

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www.metrofileholdings.com
Printed on FSC, ECF & ISO accredited paper