

**EBITDA** 



**REVENUE ^11,5**%

**15,5**%

**EBITDA** 

to R104,2 million to R314,0 million

**HEPS** 20,0%

to 14,4 cents per share

INTERIM DIVIDEND 55,6%

to 7,0 cents per share

Summarised income statement Unaudited Unaudited Audited 12 months ended ended ended 31 December 30 June R'000 2013 2012 2013 314 010 281 724 590 163 Earnings before interest, taxation depreciation and amortisation (EBITDA) Depreciation (13095)(27724)Earnings before exceptional item and finance costs (EBIT) 88 980 77 047 159 768 Operating profit before finance costs Net finance costs 104 509 (7 001) 77 047 159 768 (16 566) (8696) $(20\ 107)$ Finance costs (8087) $(10\ 161)$ 143 202 Profit before taxation 97 508 (23674)(17245)(35 135)Profit for the period 73 834 51 106 108 067 Attributable to Owners of the parent Non-controlling interests 1 314 73 834 51 106 108 067 Profit for the period Further information Number of ordinary shares in issue (thousands) 423 240 420 253 420 253 Weighted average number of ordinary 421 373 417 736 418 978 shares in issue (thousands) Basic earnings per ordinary share 17,4 12,1 Basic earnings per ordinary share (cents 25,5 Diluted earnings per ordinary share Diluted earnings per ordinary share (cents) 17,2 12,0 25,2 Headline earnings per ordinary share Headline earnings per ordinary share (cents

proposed/paid (cents)	7,0	4,5	_
Final dividend per ordinary share – paid (cents)	_	_	6,5
Summarised statement of comprehensive in	COME Unaudited 6 months ended 1 December	Unaudited 6 months ended 31 December	Audited 12 months ended 30 June
R'000	2013	2012	2013

Dividend per ordinary share

14,4

R'000	ended 31 December 2013	ended 31 December 2012	ended 30 June 2013
Profit for the period Other comprehensive income for the period net of tax	73 834 2 585	51 106 1 030	108 067 1 334
Hedge accounting for fair value on interest rate swaps Currency movement on translation of foreign	770	453	1 573
subsidiary	1 815	577	(239)
Total comprehensive income for the period Attributable to:	76 419	52 136	109 401
Owners of the parent Non-controlling interests	74 933 1 486	51 100 1 036	108 204 1 197
	141		

Summarised statement of financi	al positio	n		
	o p o o	Unaudited	Unaudited	Audited
		as at	as at	as at
Biass		31 December	31 December	30 June
R'000	Notes	2013	2012	2013
ASSETS Non-current assets		554 505	528 478	550 540
Property		209 619	190 126	207 451
Plant and equipment		171 832	165 266	170 405
Goodwill		171 666	171 666	171 666
Deferred tax asset		1 388	1 420	1 018
Current assets		204 172	150 462	144 710
Inventories		12 428	13 115	10 219
Trade receivables		101 336	82 487	99 768
Other receivables	2	55 203	9 610	8 514
Taxation				311
Bank balances		35 205	45 250	25 898
Total assets		758 677	678 940	695 250
EQUITY AND LIABILITIES				
Equity and reserves		512 619	420 602	461 012
Equity attributable to owners of the parent		507 485	417 115	457 364
Non-controlling interests		5 134	3 487	3 648
Non-current liabilities		125 311	166 588	117 327
Interest-bearing liabilities	3	110 018	152 114	104 812
Deferred taxation liability		15 293	14 474	12 515
Current liabilities		120 747	91 750	116 911
Trade and other payables		53 084	47 385	61 956
Deferred revenue		13 093	10 991	10 601
Bank overdraft		471		576
Provisions		246	249	1 989
Taxation		5 276	1 572	5 720

Net asset value per ordinary share (cents)	119,9	99,3	108,8
Notes:			
1 The exceptional item relates to the provisional profit in refire in KwaZulu-Natal; tax of R2.9 million has been applied		nd equipment de	estroyed in the
2 Other receiveables include an amount of R42,6 million		ince claim and I	R2,4 million in

48 577

758 677

31 553

678 940

4 The majority of the group's properties have been pledged as security for certain loans to the group

Taxation Interest-bearing liabilities

Total equity and liabilities

Net asset value per ordinary share (cents)

Reconciliation of headline earnings	Unaudited	Unaudited	Audited
	6 months	6 months	12 months
	ended	ended	ended
R'000	31 December	31 December	30 June
	2013	2012	2013
Profit attributable to owners of the parent	73 238	50 353	106 753
Profit on disposal of property	(8 943)	-	-
Profit on disposal of plant and equipment	(6 611)	(87)	(168)
Tax effect of above items	2 906	24	47
Headline earnings	60 589	50 290	106 632
Headline earning per ordinary share (cents)	14,4	12,0	25,5

### Summarised segmental information

Revenue

	Unaudited	Unaudited	Audited	Unaudited	Unaudited	Audited
	6 months	6 months	12 months	6 months	6 months	12 months
	ended	ended	ended	ended	ended	ended
	31 December	31 December	30 June	31 December	31 December	30 June
R'000	2013	2012	2013	2013	2012	2013
Metrofile Records						
Management	250 336	231 788	476 657	69 565	61 757	132 540
CSX Customer						
Services	34 402	31 211	71 362	1 491	68	2 426
Property						
Companies	24 600	21 137	42 865	24 600	21 137	42 865
Other	34 713	24 149	53 081	8 500	7 180	9 661
Inter-group	(30 041)	(26 561)	(53 802)	-	-	-
Total	314 010	281 724	590 163	104 156	90 142	187 492
		FBIT			langible assets	
	l lucas aditional	EBIT	Auditod	l lana condition of	Tangible assets	
	Unaudited	Unaudited	Audited	Unaudited	Unaudited	Audited
	6 months	Unaudited 6 months	12 months	6 months	Unaudited 6 months	Audited 12 months
	6 months ended	Unaudited 6 months ended	12 months ended	6 months ended	Unaudited 6 months ended	Audited 12 months ended
D'000	6 months ended 31 December	Unaudited 6 months ended 31 December	12 months ended 30 June	6 months ended 31 December	Unaudited 6 months ended 31 December	Audited 12 months ended 30 June
R'000	6 months ended	Unaudited 6 months ended	12 months ended	6 months ended	Unaudited 6 months ended	Audited 12 months ended
Metrofile Records	6 months ended 31 December 2013	Unaudited 6 months ended 31 December 2012	12 months ended 30 June 2013	6 months ended 31 December 2013	Unaudited 6 months ended 31 December 2012	Audited 12 months ended 30 June 2013
Metrofile Records Management	6 months ended 31 December	Unaudited 6 months ended 31 December	12 months ended 30 June	6 months ended 31 December	Unaudited 6 months ended 31 December	Audited 12 months ended 30 June
Metrofile Records Management CSX Customer	6 months ended 31 December 2013 58 105	Unaudited 6 months ended 31 December 2012 51 307	12 months ended 30 June 2013	6 months ended 31 December 2013 288 407	Unaudited 6 months ended 31 December 2012	Audited 12 months ended 30 June 2013
Metrofile Records Management CSX Customer Services	6 months ended 31 December 2013	Unaudited 6 months ended 31 December 2012	12 months ended 30 June 2013	6 months ended 31 December 2013	Unaudited 6 months ended 31 December 2012	Audited 12 months ended 30 June 2013
Metrofile Records Management CSX Customer Services Property	6 months ended 31 December 2013 58 105 1 158	Unaudited 6 months ended 31 December 2012 51 307 (235)	12 months ended 30 June 2013 110 682 1 793	6 months ended 31 December 2013 288 407 26 875	Unaudited 6 months ended 31 December 2012 257 034 21 249	Audited 12 months ended 30 June 2013 248 928 23 215
Metrofile Records Management CSX Customer Services	6 months ended 31 December 2013 58 105 1 158 24 600	Unaudited 6 months ended 31 December 2012 51 307 (235) 21 137	12 months ended 30 June 2013 110 682 1 793 42 865	6 months ended 31 December 2013 288 407 26 875 209 619	Unaudited 6 months ended 31 December 2012 257 034 21 249 190 126	Audited 12 months ended 30 June 2013 248 928 23 215 207 771
Metrofile Records Management CSX Customer Services Property	6 months ended 31 December 2013 58 105 1 158	Unaudited 6 months ended 31 December 2012 51 307 (235)	12 months ended 30 June 2013 110 682 1 793	6 months ended 31 December 2013 288 407 26 875	Unaudited 6 months ended 31 December 2012 257 034 21 249	Audited 12 months ended 30 June 2013 248 928 23 215

"Metrofile Records Management" represents the Metrofile document storage and management and scanning business units which are managed and operated geographically.

"Other" includes Metrofile Holdings Limited, Africa operations, the paper management business and Cleardata (Pty)

Finance costs have not been reflected on the segmental report as the majority relates Metrofile (Pty) Limited which encompasses the "Metrofile Records Management" and "CSX Customer Services" divisions; the balance of the finance costs relate to Cleardata (Pty) Limited

### Summarised statement of cash flows

	6 months ended	6 months ended	12 months ended
R'000	31 December 2013	31 December 2012	30 June 2013
Cash generated from operations before net working		2012	
capital changes	109 668	96 337	194 216
Increase in net working capital	(58 588)	(7 175)	(4 544)
Cash generated from operations	51 080	89 162	189 672
Net finance costs paid	(7 001)	(8 696)	(16 566)
Dividends declared	(27 144)	(18 728)	(37 639)
Normal taxation paid	(22 020)	(14 470)	(27 032)
Net cash (outflow )/inflow from operating activities Net cash outflow from investing activities:	(5 085)	47 268	108 435
Investment in property: expansion	(18 409)	(13 726)	(32 059)
Investment in plant and equipment: expansion	(18 699)	(14 754)	(32 019)
Investment in plant and equipment: replacement	(4 558)	(4 834)	(6 937)
Proceeds on disposal of property, plant and equipment	38 449	304	849
Net cash outflow from financing activities: Loans repaid	(18 286)	(14 975)	(92 870)
Loans drawn down	36 000	(14 37 3)	34 000
Net increase/(decrease) in cash and cash equivalents Cash and cash equivalents at the beginning	9 412	(716)	(20 602)
of the period	25 322	45 966	45 924
Cash and cash equivalents at the end of the period	34 734	45 250	25 322
Represented by:			
Bank balances	35 205	45 250	25 898

## Summarised statement of changes in equity

					before		
			Accumu-		minority	Non-	
	Share	Share	lated	Other	apportion-	controll-	
R'000	capital	premium	losses	reserves	ment	ing	Total
Balance at							
30 June 2012	2 558	539 866	(162 443)	2 822	382 803	2 451	385 254
Shares issued in terms		40.040					
of share schemes IFRS 2 Equity Reserve	25	16 019	_	_	16 044	_	16 044
relating to share schemes	_	_	_	1 940	1 940	_	1 940
Share scheme settlement	_	_	(13 662)	(2 382)	(16 044)	_	(16 044)
Dividends declared Total comprehensive	-	-	(18 728)	_	(18 728)	-	(18 728)
income for the							
period ended 31 December 2012	_	_	50 353	747	51 100	1 036	52 136
Balance at							
31 December 2012	2 583	555 885	(144 480)	3 127	417 115	3 487	420 602
IFRS 2 Equity Reserve			,				
relating to share							
schemes	-	-	-	2 056	2 056	-	2 056
Dividends declared	-	-	(18 911)	-	(18 911)	-	(18 911)
Total comprehensive							
income for the							
period ended			50.400	70.4	F7.404	404	F7.00F
30 June 2013			56 400	704	57 104	161	57 265
Balance at	0.500	555,005	(400.004)	F 007	457.004	0.040	404.040
30 June 2013 Shares issued in terms	2 583	555 885	(106 991)	5 887	457 364	3 648	461 012
of share schemes	18	15 008	_	_	15 026	_	15 026
IFRS 2 Equity Reserve							
relating to share							
schemes	-	_	_	2 332	2 332	-	2 332
Share scheme settlement	-	-	(12763)	(2 263)	$(15\ 026)$	-	(15 026)
Dividends declared	-	-	(27 144)	-	(27 144)	-	(27 144)
Total comprehensive income for the							
period ended							
31 December 2013	_	_	73 238	1 695	74 933	1 486	76 419
Balance at							
31 December 2013	2 601	570 893	(73 660)	7 651	507 485	5 134	512 619

### Commentary on results

Metrofile is the market leader in both physical and digital information and records management in Africa and is represented in the six major provinces of South Africa, Mozambique, Nigeria and, through the CSX Customer Services brand, has contracts in numerous other African countries. The Metrofile Records Management division operates from 44 facilities, at 21 locations, covering more than 83 800 square metres of warehousing and office space. In accordance with its owner/lessee model, 61,1% of these facilities are owned by the group. The rest of the group's divisions lease their premises.

Services include Records Storage and Management, Image Processing, Backup Storage and Management, Records Management Software and Records Management Consultancy, Business Continuity and IT Continuity, File plan development, Confidential Records Destruction, Paper Recycling as well the sale and maintenance of a

wide range of business equipment, including scanners, library security systems, mailing and packaging machines Metrofile has been listed on the JSE Limited ("JSE") since 1995 and its ordinary shares are quoted in the "Support Services" sector of the JSE. Metrofile is a black owned company with black ownership amounting to 52,8% whilst its largest shareholder is its empowerment partner, Mineworkers Investment Company ("MIC") which owns 34.7% of Metrofile's equity.

Metrofile will continue to expand its services in the information management sector, through both innovation and acquisition; whilst a continued focus on cross-selling the group's diverse range of services to both new and existing customers remains a key part of the group's strategy. The necessity for businesses to not only archive but manage all types of records, whether they be in physical or digital format, positions the group well to assist companies with their record-keeping requirements, thereby mitigating risk to the organisation.

Metrofile's expansion into Africa remains driven by the demand for the similar services to those provided by the group in South Africa. With Metrofile now being established in Mozambique and Nigeria the expansion into other group in South Train. With Netroline how deep gestatistied in Mozamoughe afth registration and expansion into other African countries is being explored taking account potential target countries' business and political environment, governance, market attractiveness, geographical proximity, language, infrastructure, logistics, education and labour force, potential client industries and overall risk.

Metrofile has a long-term target of owning approximately 70% of the properties, from which the Metrofile Records Management division operates, in order to optimise operational efficiency. The group amended its dividend cover to Management division operates, in order to optimise operational efficiency. The group 2,25 times for the 2013 reporting year and is moving towards a cover of 2,0 times.

Revenue increased by 11,5% to R314,0 million, EBITDA by 15,5% to R104,2 million and EBIT, before exceptional items, by 15,5% to R89,0 million. The primary segment, Metrofile Records Management, had a solid period translating a revenue growth of 8,0% to an EBITDA growth of 12,1%. The CSX Customer Services business unit, despite the weakening of the Rand effecting inventory imports, traded well to recover from the comparative period results. As expected, Rainbow Paper Management recovered from poor trading in the 2013 financial year with both the improvement of pulp paper prices and volumes giving rise to growth in revenue and profits. Global Continuity has stabilised and new structures are in place giving the foundation to contribute to the group in the future. Cleardata has grown well and remains the market leader in confidential records destruction. From an African growth perspective Mozambique continues to grow and all the required infrastructure has been installed in Nigeria; the focus will now be on the selling to prospective clients.

Basic earnings per share ("EPS") increased by 43,8% and headline earnings per share ("HEPS") increased by 20,0% to 17,4 cents and 14,4 cents respectively whilst the total dividend per share increased by 55,6% to 7,0 cents. EPS have been impacted by the proceeds of the insurance claim related to the fire which occurred in KwaZulu-Natal in October 2013; the details of which are reflected in the reconciliation to HEPS. Note 2 to the financial results reflects the breakdown of other receivables inclusive of those related to the insurance claim.

Cash generated from operations before net working capital changes increased by 13,8% whilst the combination of some significant trade receivables not being paid before 31 December 2013 and the increase in other receivables in respect of the insurance claim resulted in a decrease in cash generated from operations of 42,7%. At the date of this report the trade receivables have improved and interim payments on the proceeds of the insurance claim have been received. The investment in property related to the acquisition of a Cape Town property which the group

Capital investments of R41,7 million were mainly for expansion and included the Cape Town premises which were purchased for R16,0 million and racking of R12,5 million required for growth.

## Basis of preparation and accounting policies

The group results have been prepared, under the supervision of Mr RM Buttle, CA (SA). The summarised financial information has been prepared in accordance with the framework concepts and measurement and recognition requirements of International Financial Reporting Standards (IFRS), the SAICA Financial Reporting Guidelines and AC500 Standards as issued by the Accounting Practices Committee and Financial Reporting Pronouncements as issued by the Financial Reporting Standards Council, the information as required by IAS 34: Interim Financial Reporting, the JSE Listings Requirements and the requirements of the Companies Act of South Africa. The report has been prepared using accounting policies that comply with IFRS which are consistent with those applied in the financial statements for the year ended 30 June 2013.

Certain accounting pronouncements became effective during the current financial year; however, these do not have an impact on either transactions or disclosures.

## Related parties

In terms of a consulting agreement, and as approved at the An (2013: R0,60 million) were paid during the period under review. of a consulting agreement, and as approved at the Annual General Meeting, the MIC fees of R0,63 million

Directorate and corporate governance
The structure of the Board and sub-committees remains unchanged and comprises two executive and six nonexecutive directors, of whom four are independent directors. Mr Nigel Matthews remains the lead independent director. Refer to the SENS of 25 February 2014 relating to future changes

The Board has continued its strategy to continuously improve dividends whilst ensuring that they are sustainable and reviews the cover periodically. Due to strong cash generation the target dividend cover has been reduced to

Notice is hereby given that an interim gross cash dividend of 7,0 cents per share in respect of the period ended 31 December 2013 has been declared payable to the holders of ordinary shares recorded in the books of the company on Friday, 11 April 2014. The last day to trade cum-dividend will therefore be Friday, 4 April 2014 and Metrofile shares will trade ex-dividend from Monday, 7 April 2014. Payment of the dividend will be made on Monday, 14 April 2014. Share certificates may not be dematerialised or rematerialised between Monday, 7 April 2014 and Friday, 11 April 2014, both days inclusive. Withholding tax on dividends will be deducted for all shareholders who are not exempt in terms of the legislation at a rate of 15% which will result in a final net cash dividend of 5,950 cents per share. No credits in terms of Secondary Taxation on Companies were available for utilisation. The company's issued share capital is 423 239 994 shares and the company's tax number is 9375066710

availability of space to meet expansionary demand relative to the cost of unutilised facilities. Operating lease commitments amount to R55,5 million for the next five years. Capital expansion plans for the full financial year amount to R65,6 million including the Cleveland building purchase which is expected to be transferred in April 2014.

## Events after the reporting date

There have been no material events after the reporting date

Metrofile remains optimistic of continued growth across all business units, inclusive of the rest of Africa, which will see future growth in revenue, EBITDA, earnings and dividends

This statement has not been reviewed or audited by Metrofile's auditors

# CHRISTOPHER SEABROOKE

26 February 2014 Senderwood Gauteng

## METROFILE HOLDINGS LIMITED

ncorporated in the Republic of South Africa (Registration number 1983/012697/06) Share code: MFL ISIN: ZAE000061727 ("Metrofile" or "the Company" or "the group")

Registered office: 41 Wordsworth Avenue

### Senderwood, Bedfordview, 2007 www.metrofileholdings.com

The Standard Bank of South Africa Limited

Transfer secretaries: Computershare Investor Services (Pty) Limited 70 Marshall Street, Johannesburg, 2001 **GRAHAM WACKRILL** 

Directors: CS Seabrooke<sup>4</sup> (Chairman)
MS Bomela\* (Deputy Chairperson)
GD Wackrill (CEO) RM Buttle (CFO)

CN Pongweni\* SV Zilwa▲ \*Lead independent \*Independent

\*Non-executive Company Secretary:





36 069

695 250









respect of prepaid rent for premises in Nigeria.

3 Long-term interest-bearing liabilities include the Metrofile (Pty) Limited amortising and rotating loans which have a remaining 27-month tenure as well as loan agreements entered into by Cleardata (Pty) Limited in order to finance mobile shredding units. Short-term interest-bearing liabilities include the portions of the Metrofile (Pty) Limited amortising loan and Cleardata (Pty) Limited loan agreements payable within one year. The group's total borrowings are 38% hedged (30 June 2013: 75%). The Metrofile (Pty) Limited borrowings are JIBAR linked and are hedged by way of interest rate swaps which expire on 30 September 2014, whilst the Cleardata (Pty) Limited borrowings are prime linked and unhedged.