

Nictus Limited
(Incorporated in the Republic of South Africa)
(Registration number 81/011858/06)
JSE Share code: NCS
ISIN Code NA0009123481
("Nictus" or "the Company" or the "Group")

Summarised report relating to the audited financial results for the year ended 31 March 2015 and details of the notice of the annual general meeting

Summarised consolidated statement of financial position at 31 March 2015

Figures in R'000	2015	Restated* 2014	Restated* 2013
Assets			
Property, plant and equipment	17 294	16 997	17 681
Intangible assets	588	573	-
Investments	38 629	32 883	26 058
Deferred tax assets	2 426	2 460	3 124
Loans and receivables	6 203	5 723	10 944
Non-current assets	65 140	58 636	57 807
Inventories	8 746	8 408	10 674
Loans and receivables	39 281	18 802	-
Trade and other receivables	197 916	155 577	145 070
Investments	131 881	60 472	34 183
Cash and cash equivalents	58 116	131 814	86 275
Current assets	435 940	375 073	276 202
Total assets	501 080	433 709	334 009
Equity and liabilities			
Stated capital	48 668	48 668	48 668
Revaluation reserve	8 170	8 170	5 905
Retained earnings	31 577	24 753	21 476
Equity	88 415	81 591	76 049
Liabilities			
Deferred tax liabilities	2 384	2 506	5 045
Non-current liabilities	2 384	2 506	5 045
Trade and other payables	12 212	10 692	7 733
Insurance contract liability	398 069	338 920	244 698
Provisions	-	-	484
Current liabilities	410 281	349 612	252 915
Total liabilities	412 665	352 118	257 960
Total equity and liabilities	501 080	433 709	334 009

*For further details refer to note 39 on page 113 of the full integrated annual report available on our website at www.nictuslimited.co.za.

Summarised consolidated statement of comprehensive income for the year ended 31 March 2015

Figures in R'000	2015	2014
Revenue	55 932	48 757
Cost of sales	(21 722)	(20 685)
Gross profit	34 210	28 072
Other income	2 328	2 285
Operating expenses	(46 327)	(37 541)

Investment income from operations	28 796	18 557
Administrative expenses	(15 308)	(11 110)
Results from operating activities	3 699	263
Investment income	3 037	3 405
Finance expenses	-	(1)
Profit before taxation	6 736	3 667
Taxation credit/(expense)	88	(653)
Profit for the year	6 824	3 014
Other comprehensive income:		
Items that will never be reclassified to profit or loss		
Taxation related to components of other comprehensive income	-	263
Total comprehensive income for the year	6 824	3 277
Profit attributable to:		
Owners of the parent	6 824	3 014
Total comprehensive income attributable to:		
Owners of the parent	6 824	3 277
Basic earnings per share (cents)	10,30	4,55
Diluted basic earnings per share (cents)	10,30	4,55
Headlines earnings per share (cents)	10,30	4,55
Diluted headlines earnings per share (cents)	10,30	4,55

Summarised consolidated statement of cash flows
for the year ended 31 March 2015

Figures in R'000	2015	2014
Cash flows from operating activities		
Cash (utilised by)/generated from operations	(7 130)	70 647
Investment income received from operations	23 723	17 233
Dividends received	1 339	1 324
Finance expenses paid	-	(1)
Net cash generated from operating activities	17 932	89 203
Cash flows from investing activities		
Acquisition of property, plant and equipment	(582)	(11)
Proceeds on sale of property, plant and equipment	-	210
Acquisition of intangible assets	(185)	(573)
Acquisition of investments	(4 204)	(6 825)
Proceeds from disposal of investments	2 192	-
Investment income received	3 037	3 405
Short-term funds invested	(71 409)	(26 289)
Related parties loans advanced	(20 479)	(14 627)
Loans and receivables advanced	-	1 046
Net cash utilised by investing activities	(91 630)	(43 664)
Cash movement for the year	(73 698)	45 539
Cash and cash equivalents at the beginning of the year	131 814	86 275
Cash and cash equivalents at the end of the year	58 116	131 814

Summarised consolidated statement of changes in equity
for the year ended 31 March 2015

Figures in R'000	Stated capital	Re-valuation reserve	Retained earnings	Total equity
Balance at 1 April 2013	48 668	5 905	21 476	76 049
Total comprehensive income				

for the year				
Profit for the year	-	-	3 014	3 014
Other comprehensive income				
Taxation adjustments to revaluation of properties	-	-	263	263
Total comprehensive income for the year	-	-	3 277	3 277
Transfers to reserves				
Adjustments to revaluation reserve	-	2 265	-	2 265
Balance at 31 March 2014	48 668	8 170	24 753	81 591
Total comprehensive income for the year				
Profit for the year	-	-	6 824	6 824
Total comprehensive income for the year	-	-	6 824	6 824
Balance at 31 March 2015	48 668	8 170	31 577	88 415

Summarised segmental report
for the year ended 31 March 2015

Figures in R'000	2015	2014
Segment assets		
Furniture retail	63 782	50 429
Insurance and finance	469 363	413 126
Subtotal	533 145	463 555
Head office and eliminations	(32 065)	(29 846)
Total segment assets	501 080	433 709
Segment revenue		
Furniture retail	37 717	36 573
Insurance and finance	19 818	13 460
Subtotal	57 535	50 033
Head office and eliminations	(1 603)	(1 276)
Total segment revenue	55 932	48 757
Net profit/(loss) for the year		
Furniture retail	(764)	(806)
Insurance and finance	4 564	5 040
Subtotal	3 800	4 234
Head office and eliminations	3 024	(1 220)
Total net profit / (loss) for the year	6 824	3 014

Accounting policies

Basis of preparation

These summarised consolidated financial statements for the year ended 31 March 2015 ("Summarised Financial Statements") are prepared in accordance with the requirements of the JSE Limited ("JSE") Listings Requirements ("Listings Requirements"), and the requirements of the Companies Act (71 of 2008), as amended ("Companies Act") applicable to summarised financial statements.

The Summarised Financial Statements are prepared in accordance with the framework concepts and the measurement and recognition requirements of International Financial Reporting Standards (IFRS) and the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and financial pronouncements as issued by the Financial Reporting Standards Council and, at a minimum, contain the

information required by IAS 34 Interim Financial Reporting. The accounting policies applied in the preparation of the consolidated financial statements from which the Summarised Financial Statements were derived are in terms of International Financial Reporting Standards and are consistent with those accounting policies applied in the preparation of the previous consolidated financial statements.

Mr. Eckhart H Prozesky (financial director, CA (SA)) was responsible for supervising the preparation of the Summarised Financial Statements.

This announcement does not include the information required pursuant to paragraph 16A(j) of IAS 34.

The Summarised Financial Statements are available on our website, at our registered office and upon request.

The new standards and interpretations adopted during the period under review had no material impact on the Group.

Related parties

The Company has related party relationships with its subsidiaries, fellow subsidiaries, associates and with its directors and executive officers.

Reconciliation between earnings and headline earnings for the year ended 31 March 2015

Figures in R'000	2015	2014
Profit for the year	6 824	3 014
Adjustments for:		
Profit on disposal of property, plant and equipment	-	(12)
Headline earnings	6 824	3 002

Responsibility for consolidated financial statements

The consolidated financial statements for the year ended 31 March 2015 ("Audited Financial Statements") have been audited by KPMG Inc., and their unqualified audit opinion is available for inspection at the registered office of the Company.

The Summarised Financial Statements have been extracted from the Audited Financial Statements, but are not itself audited. The directors of Nictus are solely responsible for the preparation of the Summarised Financial Statements and for its correct extraction from the underlying Audited Financial Statements.

Subsequent events

There were no events after the reporting date and up to the date of approval of these financial statements that affected the presentation of the consolidated financial statements for the year ended 31 March 2015, other than what was reported with regards to the reportable irregularity and that a dividend of 3 cents per share was declared by the directors subsequent to year end, payable to shareholders registered on 24 July 2015.

Chairman's report - BJ Willemse - Nictus Group

I am pleased to report that the past year signals a return to strong growth in profit. A strong emphasis on "business conducted with

integrity" excites me.

Strategic goals were aligned across the diversified holdings of the Group and management structures were put in place to support the implementation thereof. I believe we are geared to carry the momentum into the new financial year to ensure growth and profits, and to resume with our dividend payments in accordance with our historical track record.

Continuous changes in the regulatory environment, especially in the insurance industry, continues to challenge resources and the cost impact thereof is notable. Nevertheless, we remain committed to good corporate governance as an assurance to the best interests of our clients, shareholders and personnel.

We operate in an environment where onslaughts on business integrity and even professional integrity by opportunists are a brutal reality. The board and management team are very firm in our approach to conducting business in an ethical manner. This is, and will remain, a position of no compromise. We believe that we have our stakeholders' full support in this regard.

The furniture retail returned to profitability and we are confident that this upward trend is sustainable.

The industry has been tumultuously rocked the past year or two and we are proud to have had stabilising structures in place to endure the difficult period. We will continue to build the Nictus brand and serve our customers.

The insurance market is evolving rapidly, driven by new regulatory and capital requirements. A renewed focus on capital and investment management has served us well and we remain proactive in our adherence to the regulatory requirements, as well as the anticipated developments therein. The focus will remain on a niche segment of the market, with selected clients that can benefit through Corporate Guarantee's alternative risk transfer mechanisms, designed to assist an appetite for own-risk management.

We remain well positioned and, with a new and energetic management team, are optimistic that the business will continue to grow and serve all stakeholders well in the long run.

Succession planning remains at the pinnacle of the board's priority list. Talent pools are developed on an ongoing basis to stimulate our philosophy of promotion from within. In corroboration thereof, the position of deputy managing director has been created to allow for Mr Gerard Tromp to gain the necessary exposure to take over the reins from the current managing director, Mr Nicolaas C Tromp. Furthermore, Mr Eckhart H Prozesky has been appointed the financial director following the resignation of Mr Frank M Theart.

I want to pay tribute to Mr Nicolaas C Tromp for his integrity and ethical business values installed in the Group. We know this will be the foundation upon which the business will continue to build, going forward. The management and other personnel of the Group and subsidiary companies are all willing to walk the extra mile in our future journey to serve customers and deliver sustainable growth to shareholders; for that I thank them profoundly.

Lastly, I want to thank my fellow board members for their strong guidance and support on our journey to continue to build the business for the future benefit of all stakeholders.

Group managing director's report - NC Tromp - Nictus Group

I am pleased to announce that the current board's more focused approach resulted in a 126% growth in our net profit.

The continued discipline in the board's corporate and commercial approach propelled certain restructurings within the Group.

Overview

Mr Gerard R de V Tromp (CA (SA), CA (Namibia)), also the managing director of the furniture segment, has been appointed as the deputy managing director of the Group, confirming the board's commitment to succession planning. With the added responsibilities entrusted to Mr Gerard Tromp, Mr Ruaan Smith (MBA), formerly the chief financial officer of the Nictus furniture segment in Namibia, has been appointed chief executive officer of the furniture segment.

Mr Eckhart H Prozesky (CA (SA)), the former financial manager of the furniture segment, has been appointed the financial director of the Group. Mr Morné Louwrens (CA (SA), CA (Namibia)), director of Corporate Guarantee and Insurance Company of Namibia Limited, has been appointed chief executive officer of the insurance and finance segment. These appointments followed the resignations of respectively the former Group financial director and managing director of the insurance and finance segment. The litigation statement in the notice to the annual general meeting reports fully hereon.

The main focus of activities remains in Gauteng and the Cape provinces, with a strong drive to yield a sustainable, above average return for all stakeholders of the Group over the medium to long term.

Segmental performance

Nictus continues to implement its vision of being an independent and diversified investment holding company. The investments in the short-term insurance and furniture retail sectors remain the key focus areas for the execution of this vision.

Furniture segment

I am grateful to report that the hard work in the furniture segment has resulted in restored profitability during the year under review. We are excited to carry this momentum forward into the coming year.

Insurance and finance segment

The Insurance and finance segment has grown satisfactorily in assets, revenue and profitability, with sustainable growth and client relations being the key focus points of the new management team.

Corporate governance

Nictus is committed to the highest standard of corporate governance. In our opinion, good corporate governance cannot be dictated only by a set of rules and regulations, but must be driven by the moral convictions of the persons implementing them.

The Group endorses the King III Code of Corporate Governance Principles, the International Financial Reporting Standards (IFRS)

and Integrated Reporting, whilst it complies with the Companies Act of South Africa, and the JSE Listings Requirements.

We further acknowledge our responsibility to ensure that business within the Group is conducted with transparency, prudence, fairness, accountability and integrity.

Outlook

The coming year will see a continued investment in development of management and related structures. Our expectation is that this consolidation action will require at least another year to yield full potential. I firmly believe that this restructuring has and will continue to pave the way for the Group to flourish in the years to come.

Our expectation is that both the furniture retail and insurance and finance segments will maintain growth in profits, and that the respective new and energetic management teams will produce satisfactory results in the coming year. We are confident that the overall growth of the Group will be positive for the coming year.

Appreciation

I would like to express my gratitude for the dedication and contribution of the chairman and the members of the board, management and staff for their support and commitment towards and the firm belief in the strategic direction of the Group.

On behalf of the Group, I would like to reaffirm our commitment to serving our customers and would like to thank them, together with all our stakeholders, for their continued loyalty and support.

Above all I am humbled by the grace and thankful for the guidance of God Almighty.

Integrated report and notice of annual general meeting

The Integrated Report contains a notice convening the annual general meeting of Nictus shareholders for the year ended 31 March 2015 ("the AGM"). The AGM will be held in the boardroom at the Nictus Building, corner of Pretoria and Dover Street, Randburg, Gauteng on Thursday 20 August 2015 at 12h00.

The notice of AGM and a summarised version of the Audited Financial Statements, are to be posted to Nictus shareholders on Tuesday, 30 June 2015. The integrated report is available on the website www.nictuslimited.co.za.

B J Willemse
Chairman
30 June 2015

Sponsor on the JSE: KPMG Services Proprietary Limited

Registered office of the Company
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PO Box 2878, Randburg 2125

Windhoek office: 3rd floor, Corporate House
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Private Bag 13231, Windhoek

Company secretary: Veritas Board of Executors Proprietary Limited
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Auditors: KPMG Inc.
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