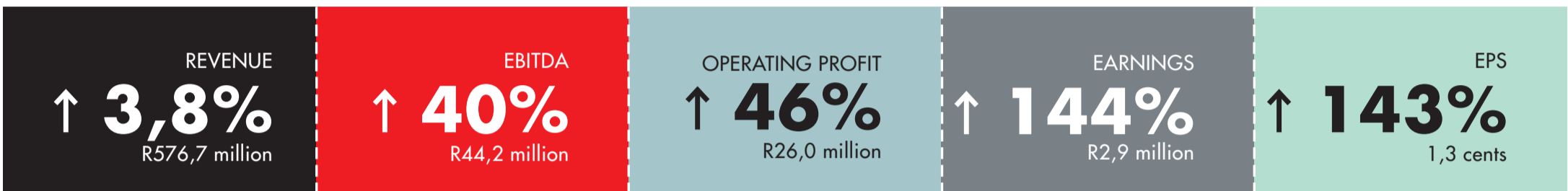




UNAUDITED INTERIM RESULTS FOR THE SIX MONTHS ENDED 31 DECEMBER 2018



INTRODUCTION

Group overview

Jasco is structured around autonomous business units with their own responsibility for financial performance. Shared functions are centralised.

The management team is conscious of having to be agile and ensuring the group is innovative and differentiated. Jasco has a clear strategy of becoming a partner of choice for its target customer base through the provision of smart infrastructure solutions. Jasco has a relevant portfolio, broad industry experience and understanding of the priorities of the different markets and stakeholders. With this in mind, the group re-organised its business units post the year end of 2018 into four key areas. This provides more focus and enhances the group's alignment to key markets to assist customers to address their challenges.

The four key areas are:

1. Information and Communication Technologies (split into ICT-Carrier and ICT-Enterprise)
2. Security and Fire
3. Energy
4. Manufacturing

In addition, Jasco is shifting from a product development, distributor and reseller model to that of a systems integrator and service provider of choice. The restructured business units to deliver this strategy are:

ICT		Security and Fire	Energy	Manufacturing
ICT-Carrier <ul style="list-style-type: none"> • Radiation systems (cables and connectors) • Kitting • Distributed antenna systems • Masts and towers • Hi-Sites • Transmission/access networks • Outside plant (passive products) 	ICT-Enterprise <ul style="list-style-type: none"> • Contact centres, workforce optimisation and unified communications • IT infrastructure and services • Broadcast solutions • Voice recording solutions • Property technology management (Smart buildings) • Internet of Things analytics • Data centres, IaaS, PaaS and SaaS • Open access – fibre to the home and business 	<ul style="list-style-type: none"> • Access control and people flow • Surveillance and CCTV • Fire detection and suppression 	<ul style="list-style-type: none"> • Power assurance (including UPS and generators) • Photo-voltaic (solar) solutions, grid-tie, hybrid and off-grid systems 	<ul style="list-style-type: none"> • Component manufacturers • Tooling manufacture • Plastic and injection moulding • Metal pressings

Operational performance

Jasco delivered a strong improvement in tough economic conditions, with operating profit increasing by 46% for the six months to December 2018 and revenue increasing by 3,8% to R576,7 million. Refer to the Financial Overview for detailed analysis.

All non-performing areas of the group were placed under restructure notice on 1 February 2019. This process is currently under way and will be completed in the second half of this financial year. The group is also reviewing its head office cost structure.

As indicated in the group's year-end results, Jasco, in conjunction with its new auditors in 2018, restated a number of aspects of the 2017 and 2018 results due to different interpretations in terms of IFRS. Details can be found in the group's 2018 integrated annual report.

FINANCIAL OVERVIEW

Statement of comprehensive income

Revenue increased by 3,8% to R576,7 million (restated Dec 2017: R555,5 million), mainly due to a six-month revenue contribution of R18,3 million from RAMM Technologies in ICT-Enterprise and good growth in volumes from ICT-Carrier. This was partly offset by lower volumes in Energy and Electrical Manufacturers.

Operating profit before interest and taxation improved by 46% to R26,0 million (restated Dec 2017: R17,8 million). This was mainly due to the increase in profit in ICT-Carrier and ICT-Enterprise and ongoing cost containment. As the group continues to increasingly invest in technology, measuring earnings before interest, taxation, depreciation and amortisation (EBITDA) has become a more relevant management measure and allows for improved comparability to Jasco's peers. On this basis, EBITDA increased by 40% to R44,2 million (Dec 2017: R31,6 million).

Net finance cost of R10,8 million increased from the R9,3 million for the six months to December 2017. The finance income earned from long-term receivables decreased from R1,1 million to zero on conclusion of the group's long-term co-location contract with a regional telecommunications operator in F2018. The main contributor to finance costs was interest on the group's corporate bond and working capital facility.

The taxation expense was R6,8 million (restated Dec 2017: R6,2 million). Although the effective tax rate of 47,3% improved significantly from the 79,0% for the period ended 30 June 2018, it remains higher than the statutory rate. The key contributor to this is the corporate bond interest, which is non-deductible, as well as a number of entities where deferred tax is not recognised on losses incurred.

The equity accounted loss of R0,8 million relates to the international operations. The loss decreased from a R2,5 million loss for the six months ended 31 December 2017 due to cost cutting undertaken in East Africa and the Middle East.

Profit attributable to ordinary shareholders increased by 144% to R2,9 million (restated Dec 2017: R6,6 million loss). Earnings per share (EPS) increased by 143% to 1,3 cents per share (restated Dec 2017: 2,9 cents loss per share). The weighted average number of shares in issue increased from 226,8 million shares to 228,6 million shares due to a reduction in the number of treasury shares. This did not have a material impact on the comparison to the prior period.

Headline earnings increased by 250% to R3,0 million (restated Dec 2017: R2,0 million loss) and headline earnings per share increased by 248% to 1,3 cents per share (restated Dec 2017: 0,9 cents loss per share).

The difference between earnings and headline earnings this year relates to a non-material loss on disposal of fixed assets.

Statement of financial position

Non-current assets and liabilities

Plant and equipment of R76,2 million (restated Dec 2017: R78,1 million) decreased on lower capital expenditure of R2,1 million (Dec 2017: R6,0 million). The capital expenditure mainly relates to plant and machinery replaced in Electrical Manufacturers to improve production efficiency.

Intangible assets (including goodwill) of R150,8 million increased from R115,1 million in December 2017 and relates primarily to the goodwill and intangible assets from the RAMM acquisition in March 2018. The carrying value reduced from R154,5 million at June 2018 due to the ongoing amortisation of intangibles relating to customer contracts, mainly in ICT-Enterprise.

The investment in international associates decreased from R4,4 million at 30 June 2018 to R3,7 million at 31 December 2018 due to the equity accounted losses in the international operations in difficult trading conditions in East Africa and the Middle East.

The net deferred tax asset increased from R9,4 million at 30 June 2018 to R14,1 million at 31 December 2018 due to the recognition of deferred tax assets related to the operating losses in the Power entity. The assessed loss in the Enterprise Communications entity was unchanged at a 50% recognition level.

Other financial assets, including the short-term portion, of R15,8 million (Dec 2017: R6,9 million) mainly relates to the finance lease receivable from a long-standing customer for a call centre upgrade delivered by the ICT-Enterprise business.

The interest-bearing liabilities of R201,5 million (Dec 2017: R185,6 million) include the short-term portion. The increase was primarily due to the additional R25,0 million working capital loan from the Bank of China. Stakeholders are reminded that Jasco concluded its maiden R100 million issue in terms of a R750 million corporate bond programme in January 2015. The bond attracts interest equivalent to the prime lending rate and the group's corporate bond holders agreed to an extension of the repayment date from 31 January 2019 to 31 January 2020. The balance owing of R45 million at 31 December 2018 was unchanged from the 2018 financial year-end, and remains classified as short term. The remaining R11,5 million relates to the group's asset financing. Including the cash on hand of R63,5 million, the group's net debt:equity ratio deteriorated from 56,5% in June 2018 to 65,3% in December 2018 following additional working capital funding. This is in excess of the group's internal maximum range of 50%. This is a key management focus area and a debt reduction programme is currently being implemented.

Working capital

Net working capital days of 22,5 days were pleasingly below the target of 35 days due to the improvement in trade receivables and trade payables. While this is a good improvement compared to December 2017, the days deteriorated from 20,2 days in June 2018 due to the higher inventory levels. The net working capital days demonstrate management's continuing effort to stay within the maximum range.

The following table compares the current period to the June 2018 and December 2017 positions:

	Dec 18	Jun 18	Dec 17
Inventory	33.4	30.6	33.1
Receivables	72.4	89.7	82.5
Payables	(83.4)	(100.2)	(84.8)
NWC days	22.5	20.2	30.8

Inventories on hand were R119,2 million (Dec 2017: R89,2 million) and increased by R16,6 million compared to 30 June 2018. The inventory levels increased at ICT-Carrier on higher volumes, as well as in Electrical Manufacturers on a strong improvement in volumes during the second quarter.

Trade and other receivables of R219,6 million (Dec 2017: R233,2 million) decreased from R286,2 million at the June 2018 year-end. The age profile of the debtors' book remained good, with only isolated incidents of delayed payments from two of the larger customers in the ICT-Carrier and ICT-Enterprise entities.

Non-interest-bearing liabilities of R213,1 million (Dec 2017: R207,9 million) decreased from R286,5 million in June 2018 on a reduction in trade and other payables in line with the seasonality of the business.

The deferred maintenance revenue of R42,7 million (Dec 2017: R57,5 million) was similar to the R38,2 million in June 2018 and relates to prepaid service level agreements from blue-chip customers, predominantly in ICT-Enterprise. An order of R14,2 million from a large contact centre customer was delayed until the third quarter.

Statement of cash flows

The statement of cash flows reflects cash generated from operations before working capital changes of R37,8 million compared to R31,4 million in December 2017. This was due to the increase in the operating profit performance. Working capital changes reflect an outflow of R12,9 million (Dec 2017: R5,3 million outflow). This outflow mainly relates to the increase in inventories, as outlined earlier. Management is focusing on reducing inventory levels in the second half, where appropriate.

The net interest payment of R10,8 million (Dec 2017: R9,3 million) increased on the higher working capital loan, while income tax payments increased from R4,3 million to R10,6 million on improved profitability levels in certain subsidiaries. There was no dividend declared in 2018 compared to 1 cent per share in 2017 (Dec 2017: R2,2 million cash outflow).

Consequently, total cash inflows from operating activities of R3,5 million compares to a R10,3 million inflow recorded in December 2017.

Investing activities experienced an outflow of R25,6 million (Dec 2017: R3,6 million outflow) due to the capital expenditure mentioned under the statement of financial position, the acquisition-related payments for Reflex of R9,8 million to a trust account held by Jasco's attorneys, and R15,3 million of the RAMM purchase consideration.

The financing activities inflow of R17,6 million (Dec 2017: R1,0 million outflow) relates mainly to the increase in the working capital loan offset by repayments of asset finance.

The closing cash balance of R63,5 million decreased by R4,4 million from R67,9 million in June 2018 (Dec 2017: R101,0 million).

OPERATIONAL SEGMENTAL REVIEW

As indicated earlier, the group structure was amended to more closely align the businesses with their markets.

ICT-Carrier

ICT-Carrier includes the Webb Industries, Hi-Sites and Carrier Solutions businesses and contributed 35% of group revenue.

Revenue increased by 9,5% to R200,1 million (Dec 2017: R182,7 million), mainly due to an increase in spend in Webb Industries for a network infrastructure roll-out by a major telecommunications operator. This was somewhat offset by a delay in orders from a large fibre to the home and business customer in Carrier Solutions.

This resulted in operating profit increasing by 29,6% to R32,8 million (Dec 2017: R25,3 million) due to higher revenue and more efficient cost control. Operating margin improved to 16.4% (Dec 2017: 13.8%).

ICT-Enterprise

ICT-Enterprise includes Enterprise Communications, Reflex Solutions, RAMM Technologies, Broadcast Solutions, Property Technology Management, Networks and Datavoice (Channel) and contributed 44% of group revenue.

Revenue for the year increased by 7,1% to R256,8 million (Dec 2017: R239,8 million), mainly due to the first six-month contribution of R18,3 million from RAMM Technologies and a large international project in the Datavoice (Channel) business. However, Reflex experienced lower revenue due to a slowdown in one-off project revenue from a fibre to the home customer compared to last year. The Broadcast Solutions business also experienced revenue delays, which only materialised in the third quarter. The annuity service level agreement revenue base was maintained in Enterprise Communications.

This resulted in a 34,5% improvement in operating profit to R24,1 million (Dec 2017: R17,9 million) and a margin of 9.4% (Dec 2017: 7.5%). These increases were predominantly due to the strong performance from the Channel business and a first-time profit contribution from RAMM Technologies. This was offset by an anticipated slowdown in performance from Reflex, with its profit down 33% to R9,8 million.

Security and Fire

Security & Fire includes Security Solutions, Jasco Technical Services and Jasco Fire Solutions and contributed 5% of group revenue.

Revenue was flat at R31,2 million (Dec 2017: R32,1 million) following lower than expected volumes in Security due to a continuing slowdown in project spend from a major banking customer on a reduction in branch footprint. In the third quarter, the Security business secured a significant project for an international data centre customer for execution in the second half of the year. The Fire business secured a good order book in the first half, with a number of projects only forecast to be completed in the second half.

Based on flat revenue at lower gross margins, the operating loss increased from R4,0 million in December 2017 to R6,1 million on a similar cost base. The overhead expenses were reviewed in the third quarter and a restructure was undertaken. This will be concluded by the end of the second half, with benefits to flow through in the next financial year. This business will be closely monitored for the remainder of F2019 to ensure a turnaround.

Energy

Energy includes Jasco Power and Jasco Renewables and contributed 1% of group revenue.

During the period, revenue declined by 28,4% to R4,7 million (Dec 2017: R6,6 million) following lower than expected volumes in Renewables. The Power business had a slow start to the year, but experienced an improvement in volumes during the third quarter for uninterrupted power solutions following Eskom’s electricity crisis and regular load shedding.

These two businesses were merged in 2018 to reduce overhead costs, which led to the operating loss improving from a loss of R4,0 million in December 2017 to a loss of R2,7 million.

During the third quarter, sales capability was strengthened, with a renewed focus on securing additional projects with the group’s photo-voltaic solutions specifically targeting the high electricity tariff market segment. The business will be closely monitored for the remainder of F2019 to ensure a turnaround, given the current market environment.

Electrical Manufacturers

Electrical Manufacturers contributes 15% of group revenue.

Revenue in Electrical Manufacturers decreased by 14,3% to R89,8 million (Dec 2017: R104,8 million). The decline followed lower volumes from its key customers due to the technical recession in the South Africa economy in the first quarter, which led to lower demand for white-goods appliances. Although the volumes returned in the second and third quarters, the lost volumes will not be recouped for the full year.

The operating profit of R1,9 million decreased from R9,5 million on the lower volumes and resultant lower gross margins. Although cost control remains very tight, the operating margin of 2.2% declined from 9.1% last year.

The continued focus on diversifying the revenue base is delivering good results, with reduced reliance on the group’s main customer and an improved margin mix. This focus will continue and should start improving margins in the second half of F2019.

KEY INTERNAL INITIATIVES

The following key internal initiatives are under way:

Improving operating margins and performance

The focus on higher-margin quality revenue is demonstrated by the pleasing improvement in gross margins in the first six months by 2.1% to 30.9%. The management team will remain focused on cost control in all areas of the business. Businesses that are underperforming are under review and have been given until June 2019 to deliver an improvement in performance.

Working capital management

The focus on working capital management in recent years has delivered results, as reflected in the net working capital days. Management continues to concentrate on this to maintain the improved position achieved in the businesses, with a particular short-term emphasis on inventories.

Reducing debt

The group plans to reduce the corporate bond over the next 12 months from any excess cash generated from operations, subject to the normal working capital demands of the business. This will ensure sustainability by returning to the internal maximum debt:equity target of 50%, as well as improve tax efficiencies.

Address minority shareholders

The group has reviewed all investments with minority shareholdings, with the intention of buying out these shareholders at the optimal time. At this point the decision has been taken to purchase the minority stakes in NewTelco and Jasco Fire Solutions. The minority shareholding in Reflex Solutions may be affected by the outcome of the current arbitration process.

Transformation

Jasco achieved a Level 4 broad-based black economic empowerment (B-BBEE) rating in February 2019 in terms of the new ICT sector codes. Jasco is 57% black owned and 37% black female-owned.

The transformation of Jasco is receiving ongoing attention to ensure it remains competitive. The following areas will continue to receive focus in F2019/20:

- Skills development and training of employees to retain key technically skilled and scarce resources, which is in line with succession planning initiatives
- Employment equity – achieving targets at all management levels
- Continue with Employer of Choice certification to differentiate the group

GROUP PROSPECTS

As outlined, the group continues to operate against difficult economic and market conditions in all its markets. The extreme exchange rate volatility in South Africa also resulted in a more challenging trading environment. The risk of a credit ratings downgrade of South Africa’s sovereign debt by the major credit ratings agencies is high and the forthcoming general elections is contributing to market uncertainty.

Additionally, in a fast-changing technology environment, the business context is changing at an increasing pace. Customer requirements are becoming more difficult to predict, with increased market uncertainty as customers face disruptive new business models due to rapid technology advancements in areas such as Internet of Things (IoT), big data analytics, artificial intelligence (AI) and block chain.

To counter this uncertainty, Jasco will continue to execute its strategy and concentrate on the following additional key areas:

- Maintain its focus on costs and ensure a continued improvement in sustainable profitability levels in all business units;
- Reduce the financial gearing below the internal target of 50% from the cash generated by Jasco’s operations;
- Review the capital structure in consultation with the major shareholders to unlock potential future growth opportunities; and
- Pursue revenue growth in the following areas: Smart Enterprises; Open access networks; Fifth-generation (5G) networks and IOT Analytic by adding new products and services to Jasco’s portfolio, with specific emphasis on Managed Solutions as a fast-growing and higher-margin business area.

LITIGATION, CLAIMS AND OTHER CONTINGENCIES

The dispute with the minority shareholders of Reflex Solutions Proprietary Limited is subject to an expedited arbitration process.

There are no other material matters to disclose.

SUBSEQUENT EVENTS

Other than the ongoing Reflex arbitration process, there were no material subsequent events.

CHANGES TO THE BOARD

The board welcomes Mr Danie du Plessis as the new Chairman of the Audit and Risk Committee.

For and on behalf of the board

Dr ATM Mokgokong <i>(Non-executive chairman)</i>	M Janse van Vuuren <i>(Chief executive officer)</i>	WA Prinsloo <i>(Chief financial officer)</i>
12 April 2019		

BASIS OF PREPARATION OF INTERIM RESULTS

The unaudited results comply with IAS 34 – Interim Financial Reporting. The accounting policies and methods of computation used in the preparation of this report are consistent with those used in the preparation of the annual financial statements for the year ended 30 June 2018, which comply with International Financial Reporting Standard (“IFRS”), the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Pronouncements as issued by the Financial Reporting Standards Council, the Listings Requirements of the JSE Limited and the Companies Act (2008) of South Africa.

FAIR VALUE OF FINANCIAL INSTRUMENTS

The fair values of financial instruments are determined using appropriate valuation techniques, including recent market transaction and other valuation models, have been applied and significant inputs include exchange rates. The group only has assets that are carried at fair value in level 2. There is no difference between the fair value and carrying value of financial instruments not presented below due to either the short-term nature of these items, or the fact that they are priced at variable interest rates.

Fair value hierarchy

Financial instruments carried at fair value in the statement of financial position	(R’000)
– Financial assets at fair value through profit or loss	25
– Financial liabilities at fair value through profit or loss	344

ANTICIPATED MAJOR ACCOUNTING DEVELOPMENTS

The following standards and interpretation or amendments became effective for the first time in the current period and had no impact on the group: Amendments to IFRS 2 Share-based payments and IFRIC 22 Foreign currency transactions and advance consideration.

IFRS 16 Leases is effective on or after 1 January 2019. The standard introduces a single lessee accounting model and requires a lessee to recognise assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value.

IFRS 9 Financial instrument and IFRS 15 Revenue from contracts with customers became effective on 1 January 2018. The effect of these are as follows:

IFRS 9 FINANCIAL INSTRUMENTS

The group has retrospectively implemented IFRS 9 as of 1 July 2018 without restating comparative figures.

IFRS 9 addresses the classification, measurements and derecognition of financial assets and financial liabilities and a new impairment model for financial assets.

Majority of financial instruments held by group includes trade and other receivables, trade and other payables and interest-bearing liabilities and are measured at amortised cost. Under IFRS 9, trade and other receivables continue to be measured at amortised costs as they are held to collect contractual cash flows consisting of principal and interest.

Jasco provides for doubtful debts on a limited basis. In the main debtors are mid to large size businesses (mostly blue chip corporates) and are lower risk in nature. In almost all cases the risk is one of quantum and timing rather than default.

The group has assessed the impact of the adoption of IFRS 9 and concluded that there was no significant impact for the group.

IFRS 15 REVENUE FROM CONTRACTS WITH CUSTOMERS

The group has retrospectively implemented IFRS 15 as of 1 July 2018 without restating comparative figures.

IFRS 15 establishes a single, comprehensive framework detailing the principles to apply when accounting for revenue arising from contracts with customers and replaces all existing revenue standards.

The standard establishes a five-step model that requires revenue to be recognised on an amount that reflects the consideration to which the company expects to be entitled in exchange for transferring goods or services to customers.

The group has assessed the impact of the adoption of IFRS 15 and concluded that there was no significant impact for the group as the current revenue recognition policy is based on stage of completion method which is consistent to the output method under IFRS 15.

