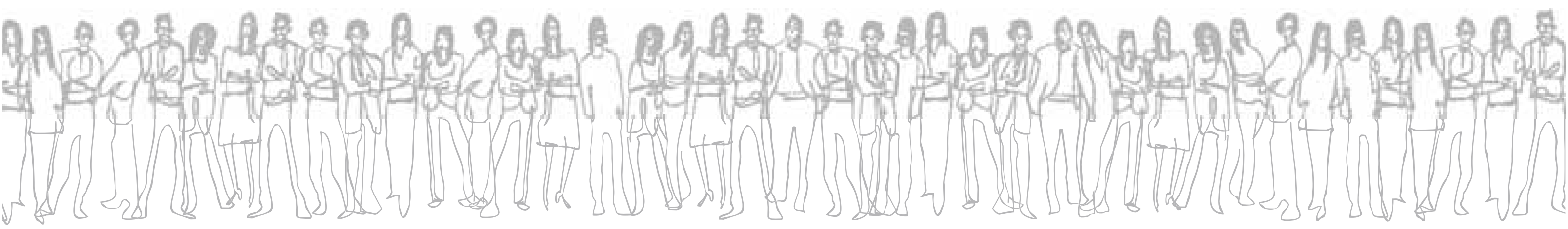
Proudly

Bidvest

Audited summarised provisional consolidated financial results for the year ended June 30 2014

143 828

Extraordinary people



Contents

Proudly Bidvest

We are an international services, trading and distribution company, listed on the JSE, South Africa and operating on five continents.

We employ 143 828 people worldwide, but our roots remain South African.

"Growth is the underlying objective of all our businesses and growth by acquisition remains a key component of our strategy.

We are a strongly capitalised business and are well positioned to pursue transaction opportunities whenever and wherever we see value and synergies."

Brian Joffe







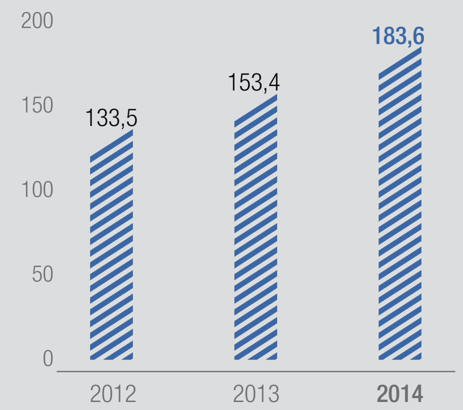

Turnover R183,6 billion
+19,7%

Distributions per share 834,1* cents
+15,8%

HEPS 1 733,9 cents
+11,1%

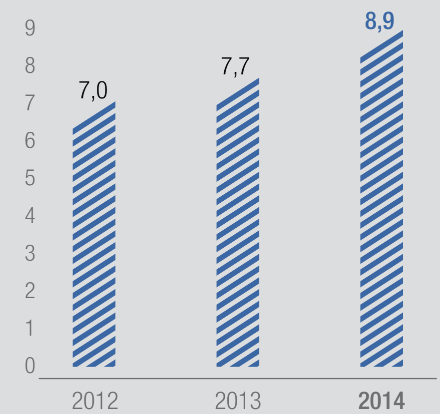
NAV per share 9 965,0 cents
+18,5%

Turnover R'billion



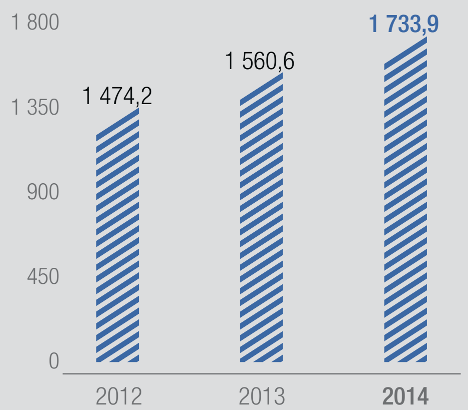
+19,7%
Turnover increased to R183,6 billion

Trading profit R'billion



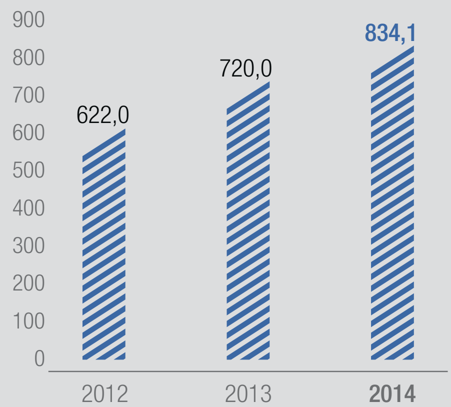
+16,6%
Trading profit increased to R8,9 billion

Headline earnings per share cents



+11,1%
HEPS increased to 1 733,9 cents

Distributions per ordinary share cents*



+15,8%
Distributions per share increased to 834,1* cents

**Distributions include capitalisation issues at market value.*

Our global footprint

Bidvest operates a highly entrepreneurial business model and employs 143 828 people on five continents.

"At Bidvest, we have never applied a uniform template to our business. No newcomer is required to unlearn what they know and start from a zero base.

Bidvest provides new resources, wider infrastructure and access to a broader customer base. Newcomers are encouraged to make the most of these opportunities and seek out prospects for renewed growth, and the sooner the better",

Brian Joffe, Group chief executive


Minimise product impact and ensure food safety.
Ensure integrity of supply chain
People
Consistent financial performance
Skills
Employee financial health
Safety
Ensure the future of our planet
Currency fluctuations
Labour relations
Retain talent
Technology
Acquisitions
Supplier and customer communications

Our Bidvest Promise

Our values are held high and these are celebrated Group wide:

1 **People**
Our human and intellectual capital is our people's competencies, their experience and business knowledge.

2 **Performance**
Our financial capital comprises 51% international investment; a vote of confidence in Bidvest and its people.

3 **Products and services**
Our social and relationship capital goes to brand reputation and working together with our customers and suppliers to find value adding solutions within their specific industries.

4 **Planet**
Although we have a low carbon footprint, in our definition of natural capital we continually strive to minimise our environmental impact and leave our planet in good working order for future generations.

1 People

Increased spend on health and safety, training and CSI

2 Performance

19,7% Increase in turnover

3 Products & Services

Food safety and supply chain integrity is vitally important to our customers

4 Planet

Carbon emission intensity per revenue has improved consistently over the past years as revenue has increased and operational efficiencies improved

Summarised consolidated income statement

for the year ended June 30

R'000	2014 Audited	2013 Audited	Percentage change
Turnover	**183 645 179**	153 404 532*	19,7
Revenue	**161 612 418**	132 513 546*	22,0
Gross profit	**37 364 655**	30 364 560	23,1
Other income	**856 894**	800 817	
Operating expenses	**(29 276 028)**	(23 490 150)	24,6
Sales and distribution costs	**(19 324 756)**	(15 610 550)	23,8
Administration expenses	**(6 674 996)**	(5 002 728)	33,4
Other costs	**(3 276 276)**	(2 876 872)	13,9
Trading profit	**8 945 521**	7 675 227	16,6
Share-based payment expense	**(187 119)**	(119 650)	
Acquisition costs	**(74 044)**	(14 181)	
Net capital items	**(802 373)**	(102 476)	
Operating profit	**7 881 985**	7 438 920	6,0
Net finance charges	**(1 048 295)**	(764 546)	37,1
Finance income	**90 232**	76 659	
Finance charges	**(1 138 527)**	(841 205)	
Share of profit of associates	**110 142**	161 824	(31,9)
Dividends received	**76 788**	64 466	
Share of current period earnings	**33 354**	97 358	
Profit before taxation	**6 943 832**	6 836 198	1,6
Taxation	**(2 107 173)**	(1 783 782)	
Profit for the year	**4 836 659**	5 052 416	(4,3)
Attributable to:			
Shareholders of the Company	**4 603 307**	4 772 432	(3,5)
Minority shareholders	**233 352**	279 984	
	4 836 659	5 052 416	(4,3)
Shares in issue			
Total	**318 916**	313 555	
Weighted ('000)	**314 873**	312 577	
Diluted weighted ('000)	**316 859**	314 379	
Basic earnings per share (cents)	**1 462,0**	1 526,8	(4,2)
Diluted basic earnings per share (cents)	**1 452,8**	1 518,1	(4,3)
Headline earnings per share (cents)	**1 733,9**	1 560,6	11,1
Diluted headline earnings per share (cents)	**1 723,0**	1 551,6	11,0
Distributions per share (cents)**	**834,1**	720,0	15,8
Interim	**398,1**	324,0	22,9
Final	**436,0**	396,0	10,1

** These numbers have been re-presented to reflect the Group's revised disclosure in respect of clearing and forwarding disbursement recoveries.*
*** Distributions include capitalisation issues at market value.*

R'000	**2014 Audited**	2013 Audited	Percentage change
Headline earnings			
The following adjustments to profit attributable to shareholders were taken into account in the calculation of headline earnings:			
Profit attributable to shareholders of the Company	**4 603 307**	4 772 432	(3,5)
Impairment of property, plant and equipment, goodwill and intangible assets	**18 731**	101 101	
Property, plant and equipment	**1 964**	3 536	
Goodwill	**–**	29 328	
Intangible assets	**20 961**	98 637	
Tax relief	**(4 194)**	(30 400)	
Net loss on disposal of interests in subsidiaries and disposal and closure of businesses	**70**	12 779	
Loss on disposal and closure	**70**	17 749	
Tax relief	**–**	(4 970)	
Net loss (profit) on disposal, impairment and reversal of impairment of investments in associates	**906 542**	(41 230)	
Impairment of investments in associate	**1 056 060**	75 000	
Reversal of impairment of investments in associate	**(130 000)**	(80 000)	
Net profit on change in shareholding in associates	**(47 560)**	(47 988)	
Tax charge	**28 042**	11 758	
Net loss (profit) on disposal of property, plant and equipment	**(3 136)**	4 183	
Property, plant and equipment	**(1 888)**	6 214	
Intangible assets	**(1 967)**	–	
Tax charge (relief)	**244**	(2 031)	
Minority shareholders	**475**	–	
Negative goodwill recognised in profit	**(24 338)**	–	
Net fair value adjustment arising on acquisition of control of associates	**(70 929)**	–	
Non-headline items included in equity-accounted earnings of associate companies	**29 303**	28 755	
Headline earnings	**5 459 550**	4 878 020	11,9

Summarised consolidated statement of other comprehensive income

for the year ended June 30

R'000	**2014 Audited**	2013 Audited
Profit for the year	**4 836 659**	5 052 416
Other comprehensive income	**2 016 644**	1 869 387
Items that may be reclassified subsequently to profit or loss	**2 097 535**	1 869 387
Foreign currency translation reserve		
Exchange differences arising during the year	**2 116 666**	1 836 112
Realisation of reserve on disposal of subsidiaries and associates	**(2 223)**	–
Available-for-sale financial assets		
Net fair value loss on available-for-sale financial assets	**(3 368)**	(9 306)
Cash flow hedges		
Net fair value gain (loss) arising during the year	**(16 572)**	58 722
Taxation effects		
Tax relief (charge) for the year	**3 032**	(16 141)
Items that will not be reclassified subsequently to profit or loss	**(80 891)**	–
Defined benefit obligations		
Net remeasurement of defined benefit obligations during the year	**(105 539)**	–
Taxation effects		
Tax relief for the year	**24 648**	–
Total comprehensive income for the year	**6 853 303**	6 921 803
Attributable to:		
Shareholders of the Company	**6 614 085**	6 621 460
Minority shareholders	**239 218**	300 343
	6 853 303	6 921 803

Summarised consolidated statement of cash flows

for the year ended June 30

R'000	**2014 Audited**	2013 Audited
Cash flows from operating activities	**5 370 491**	2 666 069
Operating profit	**7 881 985**	7 438 920
Dividends from associates	**76 788**	64 466
Acquisition costs	**74 044**	14 181
Depreciation and amortisation	**2 344 920**	2 097 264
Other non-cash items	**361 057**	(356 413)
Cash generated by operations before changes in working capital	**10 738 794**	9 258 418
Changes in working capital	**(531 601)**	(1 891 175)
Cash generated by operations	**10 207 193**	7 367 243
Net finance charges paid	**(895 814)**	(626 549)
Taxation paid	**(2 067 596)**	(1 847 495)
Dividends paid by – Company	**(1 685 663)**	(2 088 982)
– subsidiaries	**(187 629)**	(138 148)
Cash effects of investment activities	**(8 493 479)**	(3 168 357)
Net additions to vehicle rental fleet	**(235 089)**	(282 486)
Net additions to property, plant and equipment	**(2 760 799)**	(2 201 338)
Net additions to intangible assets	**(213 085)**	(287 253)
Net acquisition of subsidiaries, businesses, associates and investments	**(5 284 506)**	(397 280)
Cash effects of financing activities	**1 080 266**	2 459 971
Proceeds from shares issued – Company	**55 872**	–
– subsidiaries	**–**	30 635
Net issue of treasury shares	**326 536**	151 539
Net borrowings raised	**697 858**	2 277 797
Net increase (decrease) in cash and cash equivalents	**(2 042 722)**	1 957 683
Net cash and cash equivalents at the beginning of the year	**7 092 155**	4 615 458
Exchange rate adjustment	**511 152**	519 014
Net cash and cash equivalents at end of the year	**5 560 585**	7 092 155
Net cash and cash equivalents comprise		
Cash and cash equivalents	**8 838 573**	8 452 559
Bank overdrafts shown as short-term portion of interest-bearing debt	**(3 277 988)**	(1 360 404)
	5 560 585	7 092 155

Summarised consolidated statement of financial position

as at June 30

R'000	2014 Audited	2013 Audited
ASSETS		
Non-current assets	**37 358 779**	28 820 557
Property, plant and equipment	**16 271 788**	13 872 872
Intangible assets	**1 647 006**	1 025 768
Goodwill	**11 723 176**	8 853 973
Deferred tax asset	**602 850**	519 828
Defined benefit pension surplus	**124 767**	101 794
Interest in associates	**3 928 433**	1 199 879
Investments	**2 367 602**	2 507 906
Banking and other advances	**693 157**	738 537
Current assets	**43 616 691**	37 857 862
Vehicle rental fleet	**1 462 715**	1 363 704
Inventories	**13 541 484**	11 839 302
Short-term portion of banking and other advances	**271 282**	276 173
Trade and other receivables	**19 502 637**	15 926 124
Cash and cash equivalents	**8 838 573**	8 452 559
Total assets	**80 975 470**	66 678 419
EQUITY AND LIABILITIES		
Capital and reserves	**33 011 115**	27 550 719
Attributable to shareholders of the Company	**31 780 882**	26 373 592
Minority shareholders	**1 230 233**	1 177 127
Non-current liabilities	**8 937 971**	8 937 319
Deferred tax liability	**815 402**	604 586
Life assurance fund	**27 829**	30 174
Long-term portion of borrowings	**7 108 167**	7 469 635
Post-retirement obligations	**345 253**	312 739
Long-term portion of provisions	**509 980**	371 353
Long-term portion of operating lease liabilities	**131 340**	148 832
Current liabilities	**39 026 384**	30 190 381
Trade and other payables	**26 144 355**	21 858 775
Short-term portion of provisions	**420 999**	363 136
Vendors for acquisition	**482 937**	113 971
Taxation	**268 643**	299 967
Short-term portion of banking liabilities	**2 062 421**	2 024 236
Short-term portion of borrowings	**9 647 029**	5 530 296
Total equity and liabilities	**80 975 470**	66 678 419
Number of shares in issue	**318 916**	313 555
Net tangible asset value per share (cents)	**5 773**	5 260
Net asset value per share (cents)	**9 965**	8 411

Summarised consolidated statement of changes in equity

for the year ended June 30

R'000	2014 Audited	2013 Audited
Shareholders' interest		
Issued share capital	**16 562**	16 387
Balance at beginning of the year	**16 387**	16 387
Shares issued during the year	**11**	–
Capitalisation issue	**164**	–
Share premium arising on shares issued	**193 182**	137 485
Balance at beginning of the year	**137 485**	137 485
Shares issued during the year	**56 204**	–
Capitalisation issue	**(164)**	–
Share issue costs	**(343)**	–
Foreign currency translation reserve	**5 288 068**	3 181 802
Balance at beginning of the year	**3 181 802**	1 366 049
Realisation of foreign currency translation reserve on sale of subsidiaries and associates	**(2 223)**	–
Arising during the year	**2 108 489**	1 815 753
Hedging reserve	**29 041**	42 581
Balance at beginning of the year	**42 581**	–
Fair value gains arising during the year	**(16 572)**	58 722
Deferred tax recognised directly in reserve	**3 032**	(16 141)
Equity-settled share-based payment reserve	**359 594**	255 319
Balance at beginning of the year	**255 319**	165 237
Arising during the year	**186 746**	119 414
Deferred tax recognised directly in reserve	**107 382**	15 859
Utilisation during the year	**(189 853)**	(45 191)
Retained earnings	**27 420 045**	24 592 164
Balance at the beginning of the year	**24 592 164**	21 948 681
Attributable profit	**4 603 307**	4 772 432
Change in fair value of available-for-sale financial assets	**(3 368)**	(9 306)
Net remeasurement of defined benefit obligations during the year	**(80 803)**	–
Transfer of reserves as a result of changes in shareholding of subsidiaries	**(5 592)**	(30 661)
Dividends paid	**(1 685 663)**	(2 088 982)
Treasury shares	**(1 525 610)**	(1 852 146)
Balance at the beginning of the year	**(1 852 146)**	(2 003 685)
Shares disposed of in terms of share incentive scheme	**326 536**	151 539
	31 780 882	26 373 592
Equity attributable to minority shareholders of the Company		
Balance at beginning of the year	**1 177 127**	969 299
Movement in foreign currency translation reserve	**5 954**	20 359
Movement in equity-settled share-based payment reserve	**373**	236
Attributable profit	**233 352**	279 984
Net remeasurement of defined benefit obligations during the year	**(88)**	–
Dividends paid	**(187 629)**	(138 148)
Issue of shares by subsidiaries	**–**	30 635
Changes in shareholding	**(4 448)**	(15 899)
Transfer of reserves as a result of changes in shareholding of subsidiaries	**5 592**	30 661
	1 230 233	1 177 127
Total equity	**33 011 115**	27 550 719

Summarised segmental analysis

for the year ended June 30

R'000	2014 Audited	2013 Audited	Percentage change
TURNOVER			
Bidvest South Africa	**80 151 626**	69 266 131	15,7
Automotive	**21 894 262**	20 704 970	5,7
Consumer Products	**1 267 245**	–	
Electrical	**4 917 790**	4 527 394	8,6
Financial Services	**1 664 307**	1 458 683	14,1
Freight	**26 808 565**	25 114 347	6,7
Industrial	**1 999 884**	1 528 760	30,8
Office	**4 705 029**	4 245 566	10,8
Paperplus	**4 881 646**	4 031 330	21,1
Rental and Products	**2 350 087**	2 208 649	6,4
Services	**7 248 191**	3 239 334	123,8
Travel and Aviation	**2 414 620**	2 207 098	9,4
Bidvest Foodservice	**102 261 128**	82 716 213	23,6
Asia Pacific	**33 455 076**	28 626 542	16,9
Europe	**62 191 332**	48 156 247	29,1
Southern Africa	**6 614 720**	5 933 424	11,5
Bidvest Namibia	**3 980 883**	3 597 158	10,7
Bidvest Corporate	**1 382 189**	973 698	42,0
Properties	**388 123**	339 034	14,5
Corporate and investments	**994 066**	634 664	56,6
	187 775 826	156 553 200	19,9
Inter-Group eliminations	**(4 130 647)**	(3 148 668)	
	183 645 179	153 404 532	19,7
TRADING PROFIT			
Bidvest South Africa	**4 942 038**	4 223 653	17,0
Automotive	**618 001**	640 956	(3,6)
Consumer Products	**102 073**	–	
Electrical	**258 148**	224 614	14,9
Financial Services	**616 661**	594 883	3,7
Freight	**1 113 896**	979 402	13,7
Industrial	**125 663**	86 030	46,1
Office	**365 519**	324 259	12,7
Paperplus	**315 590**	281 292	12,2
Rental and Products	**477 608**	435 825	9,6
Services	**527 511**	276 465	90,8
Travel and Aviation	**421 368**	379 927	10,9
Bidvest Foodservice	**3 185 767**	2 488 149	28,0
Asia Pacific	**1 500 044**	1 211 408	23,8
Europe	**1 314 737**	936 242	40,4
Southern Africa	**370 986**	340 499	9,0
Bidvest Namibia	**493 714**	592 223	(16,6)
Bidvest Corporate	**324 002**	371 202	(12,7)
Properties	**366 801**	324 015	13,2
Corporate and investments	**(42 799)**	47 187	(190,7)
	8 945 521	7 675 227	16,6

Message to shareholders

Commentary

Highlights

The Group delivered satisfactory trading results for the year in a challenging economic environment.

Trading conditions in South Africa during the last quarter of the year became increasingly disruptive, compounded by the detrimental effects of prolonged labour unrest and declining consumer demand. Bidvest South Africa delivered improved trading results in most divisions, assisted by the acquisitions of Home of Living Brands Limited (HoLB) and Mvelaserve Limited. Bidvest Namibia recorded a decline in trading profit as the lower fishing performance negated the improved results of the commercial businesses.

Bidvest Foodservice's trading results reflect improved performances in all operations, delivering real growth in home currencies. The core Australian and New Zealand markets remain resilient, driven by expansion and innovation into new segments of the food market. The UK businesses did well, particularly the specialist food businesses of Bidvest Fresh. In Europe, signs of recovery were evident across some markets, though improvement was subdued in the Netherlands and Belgium. The Czech and Polish businesses put in a strong performance.

Financial overview

Turnover grew 19,7% to R183,6 billion (2013: R153,4 billion). Turnover includes R22,0 billion (2013: R20,9 billion) of clearing and forwarding disbursement recoveries, primarily in the clearing and freight forwarding industry. Major increases occurred in Bidvest Asia Pacific (R4,8 billion) and Bidvest Europe (R14,0 billion), principally reflecting organic growth and assistance from currency effects on translation. Acquisitions accounted for R7,2 billion of the revenue growth.

Gross profit increased by 23,1% off a revenue increase of 22,0%. Operating expenses increased by 24,6%. Excluding the movement in the foreign currencies, the increase was 14,9%. Excluding the effects of the material acquisitions, like-for-like costs rose 10,2%. Share-based payment costs rose by R67,5 million, reflecting the increased costs of staff incentivisation and the increase in the Bidvest share price over the past year. Acquisition costs, which are once-off and directly related to the increased investment activity, rose by R59,9 million, equating to approximately 1,1% of HEPS.

The Group grew trading profit by 16,6% to R8,9 billion (2013: R7,7 billion). Gross trading margin dipped to 4,9% (2013: 5,0%), impacted by the dilution from some of the recent acquisitions. The average Rand exchange rate weakened against major currencies in which the Group operates, in particular against the Euro and Sterling.

Net finance charges increased by R283,7 million to R1 048,3 million (2013: R764,5 million), a function of various investments and acquisitions, greater utilisation of working capital throughout the year, a higher interest rate environment in South Africa and the conversion of larger foreign finance charges at higher average exchange rates.

Associate earnings showed significant decline as both Mvelaserve and HoLB became subsidiaries. The performance of Comair Limited showed pleasing improvement.

Headline earnings per share (HEPS) increased by 11,1% to 1 733,9 cents. Basic earnings per share (EPS) fell by 4,2% to 1 462,0 cents, impacted significantly by capital items, the most significant of which was the R1,056 billion impairment of the investment in Adcock Ingram Holdings Limited (Adcock).

Message to shareholders

The Group's financial position remains robust. Net debt rose to R7,9 billion (2013: R4,5 billion), largely driven by cash utilised for investments and acquisitions of R5,3 billion. Normalised interest cover (excluding the cost of associate investments) declined to 9,4 times (2013: 10,0 times), but remains comfortably above the Group's self-imposed targets. Bidvest's attitude to gearing remains prudent while retaining adequate headroom to accommodate expansion opportunities.

Cash generated by operations before working capital changes rose 16,0% to R10,7 billion (2013: R9,3 billion). The Group absorbed R0,5 billion (2013: R1,9 billion) of working capital, reflecting growth, the impact of the devaluation of the Rand on replacement inventories and strategic stocking in some businesses. Returns on funds employed on a monthly average basis declined from 30,1% in 2013 to 27,6% in 2014 impacted by the investment in Adcock. Net working capital days decreased to a net 11 days (2013: net 12 days), reflecting good cash collections in the latter part of the year.

Fitch Ratings affirmed the Group's national long-term rating at AA(zaf) in January 2014. Moody's continue to rate the Group at A1.za with a stable outlook.

Acquisitions

Bidvest acquired the remaining 71,7% of HoLB for R538,0 million effective July 1 2013. Bidvest also purchased the majority shareholding of outsourcing firm Mvelaserve. At the time of the offer, Bidvest already owned just under 35%. The R846,6 million cash transaction became effective from November 1 2013.

A 60% stake in the share capital of Distribuidora E Importadora Irmãos Avelino Limitada (Avelino), a Brazilian company, was acquired with effect from January 1 2014 for a consideration of R$48,6 million (R229,7 million). This acquisition forms part of the Group's strategic expansion plans in the international foodservice industry and broadens Bidvest's exposure to South American markets.

In January and February 2014, the Group acquired an additional 44,5 million shares in Adcock for a consideration of R3,9 billion, bringing its total voting interest to approximately 30,0%. The Group has accounted for Adcock as an associate with effect from March 1 2014. The performance of Adcock has been negative, below expectation and at complete variance to what was portrayed in publicly published information prior to and at the time of our investment. Given ongoing uncertainty around the current trading performance, Bidvest continues to evaluate its position and has not determined whether to take steps to achieve control.

The Group also made a number of smaller acquisitions. Integration of all these businesses is progressing well. Total net investments in the year totalled R5,3 billion.

Post-year-end, and with effect from July 1 2014, the Group acquired a 60% interest in Gruppo Dac S.p.A. (DAC), a leading Italian foodservice provider, and a significant controlling stake in PCL 24/7 Limited (PCL), a specialist in chilled products storage and distribution business operating in the United Kingdom. The aggregate purchase consideration was approximately R1,7 billion (£95 million).

Prospects

The prospects for the Group remain positive, supported by the anticipated benefits arising from the significant acquisitions and investments made over the past year.

In South Africa, trading conditions are expected to remain tough, compounded by the impacts of a rising interest rate climate, its impact on consumer demand and low economic grow. Divisional teams continue to focus on delivering real organic growth and unlocking synergies while seeking out acquisitive opportunities to complement our existing product and service offering. The full benefits of our recent acquisitions and integration benefits should be evident going forward. Further opportunities continue to be sought in consumer products, where the strategy is to expand our exposure to the distribution of FMCG products. In our products-related businesses, progress continues to be made as we implement our Africa strategy.

In the Asia Pacific region, opportunities for the on-going expansion of our wholesale model will continue to be explored, particularly to independent foodservice customers while growing the national footprint of the fresh offering. Innovative technological value-adding solutions will foster continued growth. Broader exposure to mainland China bodes well for our growth strategy in this developing foodservice market. Greater exposure to Latin America through expansion in Chile and Brazil presents exciting new opportunities. In Europe, work continues in positioning of our businesses further into the independent wholesale foodservice segment. Opportunities to add new product ranges and expand local footprints, both via organic and acquisitive growth, and streamlining of the businesses, will be pursued. Management is excited about the potential of the post-year-end acquisitions of DAC and PCL and the benefits thereof to the whole foodservice group.

The Adcock board has reported that the reorganisation and corrective actions taken are expected to stabilise the immediate state of affairs of the business. The Adcock board remains optimistic about Adcock's longer term prospects.

Bidvest remains conscious of the need to ensure the relevance of our business models and structure in a rapidly and ever-changing global environment. In view of the strategic considerations for Bidvest and the prevailing international equity market conditions, the board has resolved to evaluate the benefits of the listing of the international foodservice operations on the London Stock Exchange.

Management will focus on improving asset management in order to increase returns in our existing businesses while extracting value from the many acquisitions that have been concluded. Our financial position remains sound and management are confident that Bidvest's extraordinary people will deliver an improved performance for the year ending June 2015.

Divisional review

Bidvest South Africa

Results were highly creditable and reflect meaningful contributions by all operations, with turnover up by 15,7% at R80,2 billion (2013: R69,3 billion). Trading profit rose by 17,0% in challenging business conditions to R4,9 billion (2013: R4,2 billion).

The positive impact of recent acquisitions was significant. Businesses that were previously part of Mvelaserve contributed 6,3% of the overall profit contribution, while Consumer Products contributed 2,4%. Academy Brushware made a 0,7% contribution.

Automotive

Trading profit dipped 3,6% to R618,0 million (2013: R641,0 million) in the face of a significant market slowdown. At R21,9 billion (2013: R20,7 billion) turnover was up 5,7%, largely the result of new vehicle price inflation. New vehicle retail sales dropped on the exit of certain low-selling brands. Market share pressure impacted volume brands. Used vehicle sales were up 14,6%. The market was characterised by fierce discounting and margin erosion. Mercedes, Land

Message to shareholders

Rover and Jaguar made good contributions and a refocused Burchmore's did well. Parts and Service showed some growth. Working capital and expense management became focus areas as the market slowed, and was impacted by tighter credit, rand weakness and strikes in several sectors. The pre-owned network was expanded and all dealers completed the migration to the Autoline dealer management system. An interactive virtual dealer concept was launched in the fourth quarter.

Consumer Products

In a challenging consumer market, Home of Living Brands (HoLB) achieved pleasing turnover results of R1,3 billion with a trading profit contribution of R102,1 million. Exchange rate volatility, competitor brands and house brands impacted margins. A sales division restructure contributed to rigorous cost management. Promotional activity, particularly by Russell Hobbs and Salton, helped drive sales. Strong category performance was put in by appliances, electrical and media accessories, FMCG, Aerial King and Pro Audio. Growth in the export distributor business exceeded 40%.

Electrical

Satisfactory results were achieved, with turnover up 8,6% to R4,9 billion (2013: R4,5 billion), while trading profit rose 14,9% to R258,2 million (2013: R224,6 million). Margins were well maintained. The launch of the Voltex MVLV joint venture drove growth in the high-tech transformer, generator and substation space, while the Invirohub rollout spearheaded growth into smart metering solutions and energy management. Expenses were up 15,9% largely due to once-off costs to re-engineer and expand the business.

Financial Services

Financial Services put in a satisfactory performance, achieving trading profit of R616,7 million (2013: R594,9 million). Turnover was up 14,1% to R1,7 billion (2013: R1,5 billion). The division remains strongly capitalised and highly cash generative.

At Bidvest Bank, profit before tax fell 4,5% to R346,5 million (2013: R362,9 million), as a major leasing contract approaches end of term. Operating income rose 0,7% to R903,3 million (2013: R896,7 million). Continued growth was achieved in transactional banking and treasury volumes. Cash and cash equivalents rose 17,4% to R2,1 billion. At R2,1 billion, deposits were up 0,8%. Credit quality remained good, with low impairment provisions and no exposure to unsecured lending. The evolving strategy of securing new partners delivered success in niche areas. Moody's reaffirmed the bank's rating as A3.za/P-2.za with a stable outlook.

Bidvest Insurance increased pre-tax profit by 19,3% to R266,8 million. Gross written premiums rose 42,8% to R317,3 million. The net underwriting result was in line with expectation, though some product penetration rates were under pressure. Claims management was good at both Bidvest Insurance and Life. Travel insurance was launched and several new products were developed. Investment portfolio returns were impressive. Total investment income rose 46,9% to R206,7 million. Total assets under management reached R1,4 billion.

Freight

A strong performance resulted in a 13,7% increase in trading profit to R1,1 billion (2013: R979,4 million). Turnover rose 6,7% to R26,8 billion (2013: R25,1 billion). Bulk Connections continued its strong run, with a record performance. The full-year effect of Bulk Connection's upgrade took annual terminal volumes to 4,5 million tonnes. Bidfreight Port Operations performed strongly, with an exceptional stevedoring contribution. Improved performance at the Durban warehousing business was driven by higher steel, fertiliser and cement volumes.

South African Bulk Terminals volumes were under pressure, but the business ended the year strongly. Island View Storage's cost control and restructuring helped drive profit growth.

Bidvest Panalpina Logistics put in a strong finish, with a good contribution by transport operations. Warehousing performance improved. Cape Town operations of SACD Freight posted positive results as replacement volumes were secured after wine exports failed to reach anticipated levels. Johannesburg capacity was fully utilised, though import volumes contracted in Durban.

Industrial

Results were satisfactory, with trading profit rising 46,1% to R125,7 million (2013: R86,0 million), bolstered by the acquisition and successful integration of Academy Brushware. Turnover was up 30,8% to R2,0 billion (2013: R1,5 billion). Strong performances were put in by Vulcan, Afcom and Bidvest Materials Handling. Yamaha made an exceptional contribution. Management changes were made at Berzacks. Expenses were well managed. Significant investment was made at Academy's Babelegi factory.

Office

Results were bolstered by the acquisition of Zonke Monitoring Systems, with turnover up by 10,8% to R4,7 billion (2013: R4,2 billion). Trading profit was up 12,7% to R365,5 million (2013: R324,3 million). Expenses were well managed. Stationery found the going tough and measures to cut costs were taken. Furniture results were mixed, with a good contribution from Cecil Nurse. Manufacturing capacity was reorganised, and the factory made a loss. Technology produced good results, strengthened by Konica Minolta. Medical gained traction, and the introduction of revolutionary ultrasound equipment will enable an expanded offering.

Paperplus

Satisfactory results were recorded in a challenging market. Turnover rose 21,1% to R4,9 billion (2013: R4,0 billion), reflecting good operational performance and the inclusion of Stamford Sales. Trading profit is 12,2% higher at R315,6 million (2013: R281,3 million). Cost cutting and restructuring unfortunately resulted in job losses. Kolok performed strongly with a good contribution from Mozambique. Lithotech did well, but exports fell. Bidvest Data made a stronger contribution. Bidvest Packaging developed critical mass following the Masterpak acquisition. Silveray had a better year. Rotolabel faced challenges, but staged a recovery.

Rental and Products

Reasonable performance resulted in turnover growth of 6,4% to R2,4 billion (2013: R2,2 billion) while trading profit moved 9,6% higher to R477,6 million (2013: R435,8 million). Corporate cutbacks created challenges for all operations. Bundled services to deliver a one-stop offering remained a focus area. Newly acquired RoyalServe and Sanicorp performed to expectation and the integration went well. Steiner put in a good performance and grew its pest control offering. G. Fox opened operations in Botswana, Swaziland, Zambia and Zimbabwe. Laundries introduced direct sales of corporate clothing. Hotel Amenities Suppliers had a better year while Steripic finished strongly.

Services

Results on the back of the successful integration of Mvelaserve operations were pleasing. Turnover increased by 123,8% to R7,2 billion (2013: R3,2 billion), with trading profit up 90,8% to R527,5 million (2013: R276,5 million). Labour rate increases significantly exceeded inflation, contributing to cost under-recovery and margin pressures. The TFMC acquisition enabled energetic entry into the market for facilities management and critical mass was achieved in the

Message to shareholders

security cluster following the integration of Protea Coin Security and Magnum. The consolidated business, rebranded Bidvest Protea Coin, is the country's second largest security services provider. Protea Coin provided a platform for entry into international markets. Integration of RoyalServe Cleaning and Prestige created one of SA's largest cleaning businesses. Results at a substantially enlarged TMS were pleasing. Khuseti (King Pie), RoyalMnandi, Velocity and SA Water have joined this division.

Travel and Aviation

Trading profit is 10,9% up to R421,4 million (2013: R379,9 million). Turnover rose 9,4% to R2,4 billion (2013: R2,2 billion). Ground-handling operations entrenched their position as industry leaders, achieving top scores in industry service audits. Bidvest Premier Lounges performed strongly and Budget-Rent-a-Car achieved average rates growth despite continued industry discounting. Entry into leisure travel was achieved following the customisation of the Webjet online travel booking technology. Budget-Rent-a-Car Namibia was acquired. Further expansion of the leisure offering is planned.

Bidvest Namibia

Results remained under pressure as a result of a lower fishing quota allocation and weak market prices for fish. However, continued gains by commercial businesses underpinned a 10,7% rise in turnover to R4,0 billion (2013: R3,6 billion). Trading profit fell 16,6% to R493,7 million (2013: R592,2 million). A protracted legal dispute impacted the performance of the Bidfish JV in Angola. Sardine businesses performed well. The Namsov horse mackerel fishing business investigated new refrigerated seawater technology. Stronger contributions were made by Freight and Logistics as well as Commercial and Industrial Services. The Steiner restructure delivered the expected benefits, the Waltons turnaround gained ground and Kolok performed strongly. Namibianisation programmes made continued progress.

Bidvest Foodservice

General performance was highly satisfactory, with trading profit up 28,0% to R3,2 billion (2013: R2,5 billion). Turnover rose 23,6% to R102,3 billion (2013: R82,7 billion). Currency effects partially contributed to the increase. Asia Pacific continued to perform well and the contribution from the UK and Europe improved meaningfully. Several small acquisitions were completed during the year, as well as our first foray into the Brazilian market.

Asia Pacific

Bidvest Asia Pacific continued its growth trajectory. Turnover was up 16,9% to R33,5 billion (2013: R28,6 billion) with trading profit up 23,8% at R1,5 billion (2013: R1,2 billion). Rand weakness was beneficial, however the Australian dollar was only 5% stronger on average during the year.

Bidvest Australia achieved strong sales and trading profit growth on the back of an exceptional fourth quarter. Mining activity slowed, but tourism picked up. Growth was driven by new business gains as food inflation remained close to zero and the company exited low-margin accounts and carried on the rebalancing of its customer portfolio. Expenses and margins were well controlled. Growth was underpinned by a strong Foodservice result. Hospitality showed improvement as its route to market was simplified. Logistics performance was disappointing and will see further rationalisation. The Fresh components of the business continued to perform well and present much opportunity for future growth, as we enhance our national fresh produce and meat offerings. Two small Fresh Produce businesses were acquired, as well as a Meat operation in Perth. Investment in facilities continued, with new premises being built in Perth, Tamworth, Lismore and Sydney Fresh.

Bidvest New Zealand continued its strong performance. Sales growth was above expectation. Trading profit was also up significantly. Foodservice and Fresh performed strongly, Logistics was in line with expectations. Auckland Foodservice moved into new premises, our largest investment to date in the New Zealand business. Processing (Meat and Produce) was under pressure as we opened new plants. Strong e-commerce gains continued. Further growth is projected in the core business, with free trade a point of focus. Our niche retail business has proven more difficult than anticipated, action has been taken with management changes and a focus on profitable stores.

Angliss Greater China performed strongly. Hong Kong business was marginally below expectation but results were lifted by a strong showing from mainland operations. Our four major Chinese branches in Beijing, Shanghai, Shenzen and Guangzhou performed strongly. Tourism from the mainland underpinned a solid performance by the Hong Kong foodservice business. Several major brand introductions are planned in the new year.

At Angliss Singapore, sales fell on the planned exit from commodity trading, though profit levels were maintained as a result of rigorous expense management. Foodservice made strong gains in the hotel, club and restaurant segments. Focus on better margin business rewarded with increased penetration in key product segments, and we are very confident that this business has now been substantially and successfully restructured and refocused.

Bidvest Chile achieved strong growth on the acquisition of Comon in January 2014, a business considerably larger than Deli Meals, the existing Chilean operation. Infrastructure includes a wholesale distribution centre and bakery in Santiago and a distribution centre to the south. The merged business is Chile's second largest foodservice wholesaler, and has been renamed Bidvest Chile.

Bidvest Brazil (a 60% stake in Irmãos Avelino acquired January 2014) achieved satisfactory sales and profit growth. Based in Sao Paolo and primarily an ambient wholesaler, this is the first step in our expansion into the very large Brazilian market. This business has revenues of around US$80 million per annum.

Bidvest Procurement Company (BPC), based in Hong Kong and Shanghai, increased sales to our Global businesses, widened its product range and continued to add to the number of certified suppliers as we leverage our scale.

Europe

Signs of recovery were evident across European markets, though improvement was subdued in the Netherlands and Belgium. UK businesses did well. Rand translation was very positive, underlying results were pleasingly positive. Turnover rose 29,1% to R62,2 billion (2013: R48,2 billion), while trading profit moved 40,4% higher to R1,3 billion (2013: R936,2 million).

Bidvest 3663 performed ahead of expectations, with strong profit and sales growth. Working capital was well controlled. Range rationalisation contributed to efficiencies. The infrastructure programme remained on track. Two new depots opened. Another opens in the first half of the new year. Bidvest Logistics performed in line with budget, with case volumes at record levels. In July 2014 we purchased PCL, a specialist UK Chilled distributor, which will enable us to maximise our asset utilisation in Logistics. Bidvest Fresh UK put in another strong performance. A London fish business was bought out of bankruptcy. A further acquisition enabled Fresh to enter the meat market and strengthen its Scottish operations. Solid growth from all three of our UK businesses is expected as the economy gains momentum.

Message to shareholders

Netherlands delivered trading profit above prior year levels. Margin management improved on better buying conditions. Catering volumes grew, but decline accelerated in the institutional market. Focus continues on growing in the correct target markets. Belgium performed somewhat below expectation, though catering and Horeca sales held up well. Institutional business faced challenges and margin pressure mounted. Cash generation remained robust.

At Bidvest Czech Republic and Slovakia, sales recovered on the back of a stronger Foodservice performance and a new ordering system. An uptick in tourism bolstered hotel and restaurant sales. Retail pressure intensified. Demand for chilled firmed. The first Nowaco/Bidvest retail store opened in Prague, to test the concept. In July we acquired a Fresh produce wholesaler, our first in this market.

Farutex Poland grew sales and profit significantly. Margin management improved and overheads were well controlled. Wholesale volumes rose and food and wine sales contributed to the recovery. Infrastructure is in place for significant growth.

Bidvest Baltics achieved good sales gains, driven by Foodservice growth. Retail volumes remain under pressure. Margins were well managed. Trading losses narrowed to an almost breakeven, and profitability is anticipated this year.

Bidvest Middle East began the expansion into Bahrain, Lebanon and Oman. Horeca Trade in the UAE grew profit and sales. Margins were well protected. The Cherrypik retail business achieved steady sales growth, but is still loss-making in its set-up phase. The Saudi Arabia business increased volumes and acquired the McCain Products distributorship after losing the Lamb Weston agency. Turkish operations continued to expand. Early Bahrain results were promising.

Bidvest Spain recorded a small anticipated trading loss in its first six months, as we study and understand this large and potentially interesting market. We also announced our expansion into Italy in July 2014 with our 60% acquisition of DAC, based near Milan, but offering Italian wide distribution. This acquisition is also significant in that it gives our global business greater direct access to the important category of Italian sourced product.

Southern Africa

Overall sales were in line with expectation and some market-share growth was secured. Turnover was up 11,5% to R6,6 billion (2013: R5,9 billion). Trading profit rose 9,0% to R371,0 million (2013: R340,5 million). Net margin narrowed as trading conditions deteriorated in the second half of the year. Bidvest Foodservice grew in the industrial catering segment. Crown grew across most categories, with especially strong growth in the independent and dairy channels. Bakery Solutions performed strongly in the independent craft market. Patley's acquired new brand principals. Exports showed good growth and Crown Foods, in collaboration with local partners, began Zambian operations. Rollout of Foodservice's multi-temp strategy continued and new sites went into operation at Polokwane and Bloemfontein. Investment in information technology was maintained and online ordering showed excellent continued growth. Plant investment focused on factory upgrades at Crown in Cape Town and Bakery Solutions in Johannesburg.

Corporate

Bidvest Properties continued the development and refurbishment of premises for divisional operations, with strong focus on automotive. Cost-cutting continued at the UK-based Mansfield group of automotive, rescue and recovery businesses. At Ontime Automotive the contract was renewed for the UK and European distribution of Lotus vehicles while unit volumes rose on the BMW contract. Significant one off costs relating to the acquisition of Mvelaserve Limited were incurred. Bidvest continues to invest in the promotion of the 'Bidvest" brand, both locally and internationally.

Directorate

In terms of the notice of the AGM, Mr Stephen Koseff did not make himself available for re-election at the AGM and therefore retired from the board. As previously announced, Mr Matamela Cyril Ramaphosa (Cyril) resigned from the board effective from the date of the AGM. The board and management of Bidvest thank Stephen and Cyril for their dedication and their valued contribution to the development of Bidvest over many years.

In addition, Mr Lebogang Joseph Mokoena (Lebogang) resigned as alternate director to Mr Alfred da Costa. The board also wishes to thank Lebogang for his contribution.

The following directors were appointed in the year:

Mrs Nompumelelo Thembekile Madisa (Mpumi) as an executive director; and Mrs Sibongile Masinga (Bongi) and Mrs Florah Nolwandle Mantashe (Nolwandle) as independent non-executive directors.

The board welcomes Mpumi, Bongi and Nolwandle to Bidvest.

CWL Phalatse	**B Joffe**
Chairperson	*Chief executive*

Declaration of scrip distribution with a cash dividend alternative

Introduction

In order to enable the Group to continue to avail itself of the numerous opportunities currently under consideration, as well as enable shareholders to further participate in the growth of the Company, shareholders are advised that the board has declared a final distribution for the year ended June 30 2014, by way of the issue of fully paid ordinary shares of 5 cents each as a scrip distribution payable to ordinary shareholders recorded in the register on the record date, being Friday, October 10 2014 (scrip distribution). Ordinary shareholders will be entitled, in respect of all or part of their shareholding, to elect to receive a gross cash dividend of 432,0 cents per ordinary share in lieu of the scrip distribution, which will be paid only to those ordinary shareholders who elect to receive the cash dividend, in respect of all or part of their shareholding, on or before 12:00 on Friday, October 10 2014 (the cash dividend alternative).

The cash dividend alternative will be paid out of income reserves. There are no STC credits available for utilisation. A net cash dividend of 367,2 cents per ordinary share will apply to shareholders liable for the local 15% dividend withholding tax and 432,0 cents per ordinary share for shareholders exempt from the dividend tax. The new ordinary shares will, pursuant to the scrip distribution, be issued as a capitalisation of part of the share premium account. The issued ordinary share capital as at June 30 2014 is 331 237 219 ordinary shares. The Company's income tax reference number is 9550162714.

Terms of the scrip distribution

The number of new ordinary shares to which ordinary shareholders will become entitled is determined in the ratio of 1,55 shares for every 100 shares held on the record date. This is the equivalent of 436,0 cents per share, based on the closing share price on August 29 2014 of R281,32 per share.

Fractions

Trading in the STRATE environment does not permit fractions and fractional entitlements. Accordingly, where an ordinary shareholder's entitlement to new ordinary shares is calculated in accordance with the above formula and gives rise to a fraction of a new ordinary share, such fraction of a new ordinary share will be rounded up to the nearest whole number where the fraction is greater than or equal to 0,5 and rounded down to the nearest whole number where the fraction is less than 0,5.

Circular and salient dates

A circular relating to the scrip distribution and the cash dividend alternative will be posted to ordinary shareholders on or about Friday, September 19 2014.

In accordance with the provisions of STRATE, the electronic settlement and custody system used by the JSE, the relevant dates for the scrip distribution/cash dividend alternative are as follows:

	2014
Circular and form of election posted to ordinary shareholders on	Friday, September 19
Last day to trade in order to be eligible for the scrip distribution/cash dividend alternative ("CUM" scrip distribution/cash dividend alternative) on	Friday, October 3
Ordinary shares trade "EX" the scrip distribution/cash dividend alternative on	Monday, October 6
Listing of maximum possible number of new ordinary shares that could be issued in terms of the scrip distribution on	Monday, October 6
Last day to elect the cash dividend alternative instead of the scrip distribution by 12:00 on	Friday, October 10
Record date in respect of the scrip distribution/cash dividend alternative on	Friday, October 10
Ordinary share certificates and dividend cheques posted and Central Securities Depository posted and Central Securities Depository Participant (CSDP)/broker accounts credited/updated (payment date)	Monday, October 13
Maximum number of new ordinary shares listed adjusted to reflect the actual number of new ordinary shares issued on or about	Wednesday, October 15

All times provided in this announcement are South African local time. The above dates and times are subject to change. Any changes will be released on SENS and published in the South African press.

Ordinary share certificates may not be dematerialised or rematerialised, nor may transfers between registers take place between Monday, October 6 2014 and Friday, October 10 2014, both days inclusive.

Payment of the cash dividend alternative

To the extent elected by ordinary shareholders, the cash dividend alternative is declared in the currency of the Republic of South Africa. Where applicable, dividends in respect of certificated ordinary shares will be transferred electronically to ordinary shareholders' bank accounts on the payment date. In the absence of specific mandates, dividend cheques will be posted to ordinary shareholders. Ordinary shareholders who hold dematerialised shares will have their accounts at their CSDP or broker credited/updated on Monday, October 13 2014.

For and on behalf of the board.

CA Brighten
Company secretary

Johannesburg
August 29 2014

Basis of presentation of summarised consolidated financial statements

These summarised provisional consolidated financial statements have been 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 Reporting Pronouncements as issued by Financial Reporting Standards Council, and include disclosure as required by IAS 34 – *Interim Financial Reporting* and the Companies Act of South Africa. They do not include all the information required for a complete set of International Financial Reporting Standards financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding to the changes in the Group's financial position and performance since the last consolidated financial statements as at and for the year ended June 30 2013.

In preparing these summarised provisional consolidated financial statements, management make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

The significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements as at and for the year ended June 30 2013.

Significant accounting policies

Except as described below, the accounting policies applied in these summarised provisional consolidated financial statements are the same as those applied in the Group's consolidated financial statements as at and for the year ended June 30 2013. The following changes in accounting policies are also expected to be reflected in the Group's consolidated financial statements as at and for the year ended June 30 2014.

Changes in accounting policies

The Group has adopted the following new standards and amendments to standards, including any consequential amendments to other standards, with a date of initial application of July 1 2013.
IFRS 10 – *Consolidated Financial Statements*
IFRS 11 – *Joint Arrangements*
IFRS 13 – *Fair Value Measurement*
IAS 19 – *Employee Benefits*

The nature and the effect of the changes are further explained below.

IFRS 10 – Consolidated Financial Statements
IFRS 10 addresses the divergence arising from the control-based principles in IAS 27 and the risks and rewards based approach in SIC 12, and in addition, provides greater guidance on de facto control.

Management has reassessed the control conclusion for each of its investees at July 1 2013. No changes were identified and the adoption of this new standard has thus had no impact on the financial results.

Basis of presentation of summarised consolidated financial statements

IFRS 11 – Joint Arrangements
IFRS 11 identifies two types of joint arrangements, joint operations and joint ventures, and prohibits the use of proportionate consolidation for joint ventures.

Management has re-evaluated the Group's involvement in the various joint arrangements and no changes in the accounting treatments were identified.

IFRS 13 – Fair Value Measurement
IFRS 13 is a single cohesive standard consolidating the principles of fair value measurement and disclosures for financial reporting. Fair value measurements of a non-financial asset will take into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

In accordance with the transitional provisions of IFRS 13, the Group has applied the new fair value measurement guidance prospectively. Notwithstanding the above, the change had no significant impact on the measurements of the Group's assets and liabilities.

IAS 19 – Employee Benefits
The revised IAS 19 changes the accounting for defined benefit plans and termination benefits. The most significant change relates to the accounting for changes in defined benefit obligations and plan assets. The amendments require the recognition of changes in defined benefit obligations and in the fair value of plan assets when they occur, and hence eliminate the corridor approach permitted under the previous version of IAS 19 and accelerate the recognition of past service costs. All actuarial gains and losses are recognised immediately through other comprehensive income in order for the net pension asset or liability recognised in the consolidated statement of financial position to reflect the full value for the plan deficit or surplus. Furthermore, the interest cost and expected return on plan assets used in the previous version of IAS 19 are replaced with a "net interest" amount, which is calculated by applying the discount rate to the net defined benefit liability or asset.

The adoption of the changes to this statement have had a limited impact on the results of the Group as previously reported. No adjustment has been made to the results for the year to June 30 2013 as the amounts are considered to be immaterial. The impact of the change in policy have been included in the results for the year to June 30 2014.

Net acquisition of businesses, subsidiaries, associates and investments

The Group acquired the remaining issued share capital of HoLB, being 71,7%, for a consideration of R532 million, with effect from July 1 2013; and the entire issued share capital of Mvelaserve that it did not already own, being 65,3%, for a consideration of R847 million, with effect from November 1 2013. Management believes that these acquisitions will enable HOLB and Mvelaserve to continue to service their customers more efficiently, with significantly enhanced offerings. HOLB and Mvelaserve will also benefit from being able to offer their products to the wider customer base of the Group.

A 60% stake in the share capital of Avelino, was acquired by the Group with effect from January 1 2014 for a consideration of R$48,6 million (R229,7 million). This acquisition forms part of the Group's strategic expansion plans in the international foodservice industry.

During the year 31,9% of the issued ordinary capital of Adcock was acquired by the Group, to add to the 2,3% held at June 30 2013, for a consideration of R3,9 billion. The majority of the shares acquired were acquired in January and February 2014. The Group has accounted for Adcock as an associate with effect from March 1 2014.

The Group also made a number of less significant acquisitions during the year.

The acquisitions were funded from its existing cash resources.

The remeasurement of the Group's existing 28,3% of HOLB and 34,7% of Mvelaserve, resulted in a gain of R74,0 million and a loss of R3,1 million, respectively. These amounts have been included in net capital items in the summarised provisional consolidated income statement for the year.

The following table summarises the amounts of assets acquired and liabilities assumed which have been included in these results from the respective dates.

R'000	Adcock	Mvelaserve	HoLB	Avelino	Other	**Total**
Property, plant and equipment		414 324	19 588	21 707	218 004	**673 623**
Deferred taxation		(38 394)	(37 494)	–	(10 067)	**(85 955)**
Interest in associates	3 878 145	8 508	–	–	11 624	**3 898 277**
Investments and advances		18 380	–	55	7	**18 442**
Inventories		98 453	246 496	48 689	129 689	**523 327**
Trade and other receivables		1 134 503	178 425	41 552	207 310	**1 561 790**
Cash and cash equivalents		212 262	208 760	34 088	6 825	**461 935**
Borrowings		(327 699)	–	(667)	(166 800)	**(495 166)**
Trade and other payables and provisions		(1 319 318)	(138 188)	(101 138)	(219 227)	**(1 777 871)**
Taxation		(58 213)	(5 776)	–	(5 869)	**(69 858)**
	3 878 145	142 806	471 811	44 286	171 496	**4 708 544**
Minority interest		3 136	–	–	2 060	**5 196**
Intangible assets		380 225	153 000	1 196	38 404	**572 825**
Goodwill		787 166	117 253	478 558	324 472	**1 707 449**
Net assets acquired	3 878 145	1 313 333	742 064	524 040	536 432	**6 994 014**
Settled as follows:						
Cash and cash equivalents acquired						**(461 935)**
Fair value of existing interests						**(591 220)**
Acquisition costs						**74 044**
Net change in vendors for acquisition						**(368 966)**
Acquisition of businesses, subsidiaries, associates and investments						**5 645 937**
Contribution to results for the year						
Revenue		4 008 008	1 267 245	313 815	1 609 314	**7 198 382**
Trading profit before acquisition costs		268 669	102 073	13 931	10 951	**395 624**
Contribution to results for the year if the acquisitions had been effective on July 1 2013						
Revenue		6 001 012	1 267 245	636 752	2 081 129	**9 986 138**
Trading profit before acquisition costs		181 491	102 073	27 289	26 285	**337 138**

Basis of presentation of summarised consolidated financial statements

Fair value of financial instruments

The Group's investments of R2,4 billion (2013: R2,5 billion) include R0,3 billion (2013: R0,1 billion) recorded at cost, R1,4 billion (2013: R1,5 billion) recorded and measured at fair value using quoted prices (level 1) and R0,7 billion (2013: R0,8 billion) recorded and measured at fair value using factors not based on observable data (level 3). Level 3 investments are valued using discounted cash flows with a discount rate of 15,3% (2013: 15,1%). Fair value gains recognised in the income statement total R12 million (2013: R60 million) and other reductions of R174 million relate to purchases and disposals net of foreign exchange gains of R27 million recognised in currency translation reserve.

The carrying amounts of all financial assets and liabilities approximate their fair values, with the exception of borrowings which have been accounted for at amortised cost. The fair value of borrowings is R16,7 billion (carrying value R16,8 billion).

Subsequent event

With effect from July 1 2014, the Group has acquired a 60% interest in DAC a leading Italian foodservice provider as well as a significant controlling stake in PCL, a specialist chilled products storage and distribution business operating in the United Kingdom. The aggregate purchase consideration was approximately £95 million (R1,7 billion).

Audit report

The auditors, Deloitte & Touche, have issued their opinion on the Group's consolidated financial statements for the year ended June 30 2014. The audit was conducted in accordance with International Standards on Auditing. They have issued an unmodified opinion. A copy of the auditors' report together with a copy of the audited consolidated financial statements are available at the Company's registered office.

These summarised provisional consolidated financial statements have been derived from the Group's consolidated financial statements and are consistent in all material respects with the Group's consolidated financial statements. These summarised provisional consolidated financial statements have been audited by the Group's auditors who have issued an unmodified opinion. The auditors' report does not necessarily report on all of the information contained in this announcement. Any reference to future financial information included in this announcement has not been reviewed or reported on by the auditors. Shareholders are advised, that in order to obtain a full understanding of the nature of the auditors' engagement they should obtain a copy of that report together with the accompanying financial information from the Company's registered office.

Preparer of the financial statements

These summarised provisional consolidated financial statements have been prepared under the supervision of NEJ Goodwin CA(SA) and were approved by the board of directors on August 29 2014.

Exchange rates

The following exchange rates were used in the translation of foreign interests and foreign transactions during the periods:

	June 30 2014	2013
Rand/Sterling		
Closing rate	**18,07**	15,05
Average rate	**16,91**	13,87
Rand/Euro		
Closing rate	**14,47**	13,13
Average rate	**14,11**	11,46
Rand/Australian dollar		
Closing rate	**10,00**	9,05
Average rate	**9,54**	9,08

Supplementary pro forma information regarding the currency effects of the translation of foreign operations on the Group

The pro forma financial information has been compiled for illustrative purposes only and is the responsibility of the board. Due to the nature of this information, it may not fairly present the Group's financial position, changes in equity and results of operations or cash flows. An unmodified reasonable assurance report has been issued by the Group's auditors, Deloitte & Touche, in terms of ISAE 3420: Assurance Engagements to Report on the Compilation of Pro Forma information in a Prospectus, and is available for inspection at the Company's registered office. The pro forma information has been compiled in terms of the JSE Listings Requirements and the Revised Guide on Pro Forma Information by SAICA.

The average rand exchange rate weakened against the major currencies in which the Group's foreign operations trade, namely sterling (13,87 in 2013 to 16,91 in 2014), the euro (11,46 in 2013 to 14,11 in 2014) and the Australian dollar (9,08 in 2013 to 9,54 in 2014). The illustrative information, detailed below, has been prepared on the basis of applying the 2013 average rand exchange rates to the 2014 foreign subsidiary income statements and recalculating the reported income of the Group for the year.

	For the year ended June 30			Illustrative 2014 at 2013 average exchange rates	
	Actual 2014	Percentage change	Actual 2013	Actual 2014	Percentage change
Turnover (R'm)	**183 645,2**	19,7	153 404,5	169 460,8	10,5
Trading profit (R'm)	**8 945,5**	16,6	7 675,2	8 590,1	11,9
Headline earnings (R'm)	**5 459,6**	11,9	4 878,0	5 217,7	7,0
HEPS (cps)	**1 733,9**	11,1	1 560,6	1 657,1	6,2

Administration

The Bidvest Group Limited
("Bidvest" or "the Group" or "the Company")
Incorporated in the Republic of South Africa

Directors
*Executive: B Joffe (Chief Executive), BL Berson**, DE Cleasby, AW Dawe, NT Madisa, LP Ralphs*
Independent non-executive: CWL Phalatse (Chairperson), PC Baloyi, DDB Band, AA Da Costa, EK Diack, AK Maditsi, FN Mantashe, S Masinga, D Masson, NG Payne, T Slabbert, Adv FDP Tlakula
*** Australian*

Company Secretary
CA Brighten

Transfer secretaries
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Registration number 2004/003647/07
70 Marshall Street, Johannesburg, 2001
PO Box 61051, Marshalltown, 2107, South Africa
Telephone +27 (11) 370 5000
Telefax +27 (11) 688 7717

Sponsor
Investec Securities Limited
100 Grayston Drive, Sandown
Sandton, South Africa, 2196

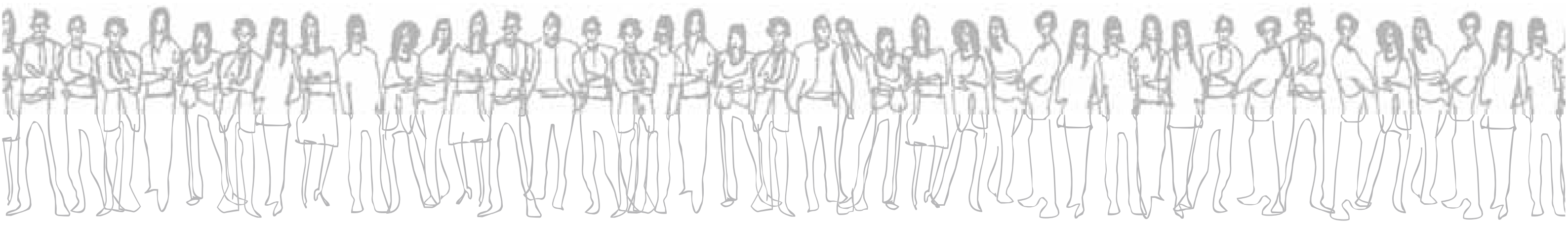
Registered office
Bidvest House, 18 Crescent Drive, Melrose Arch, Melrose
Johannesburg, 2196, South Africa
PO Box 87274, Houghton, Johannesburg, 2041, South Africa

Registration number 1946/021180/06
Share code: BVT
ISIN: ZAE000117321

Further information regarding our Group can be found on the Bidvest website:

www.bidvest.com

BASTION GRAPHICS



www.bidvest.com