



# reviewed results

## for the six months ended 31 March 2009

**UCS GROUP LIMITED**  
Incorporated in the Republic of South Africa  
Reg No. 1993/002253/06  
ISIN ZAE00016150 JSE code UCS

**+27,6%** Revenue  
**+12,3%** Annuity revenue  
**+68,6%** Cash generated from operating activities

### condensed income statement

for the period ended 31 March 2009

	Reviewed 6 months 31/3/2009 R'000	Reviewed 6 months 31/3/2008 R'000	% change	Audited 12 months 30/9/2008 R'000
<b>REVENUE</b>	<b>724 882</b>	567 888	27,6	1 225 743
<b>PROFIT FROM OPERATIONS BEFORE INTEREST, DEPRECIATION, AMORTISATION AND RESEARCH AND DEVELOPMENT</b>	<b>95 487</b>	104 464	(8,6)	212 060
Amortisation of intangible assets	(20 622)	(12 669)	62,8	(36 510)
Depreciation of property, plant and equipment (including rental equipment)	(20 821)	(18 908)	10,1	(28 439)
Impairment of intangible assets including goodwill	(15 398)	–	–	(–)
Research and development expenditure	(4 098)	(3 701)	10,7	(9 102)
<b>PROFIT BEFORE FINANCE CHARGES, INVESTMENT REVENUES AND TAXATION</b>	<b>34 548</b>	69 186	(50,1)	138 009
Net interest paid	(9 279)	(3 702)	150,6	(9 100)
Finance charges	(13 406)	(7 438)	80,2	(16 431)
Investment revenues	4 127	3 736	10,5	7 331
<b>PROFIT BEFORE TAXATION</b>	<b>25 269</b>	65 484	(61,4)	128 909
Taxation	(20 234)	(18 861)	7,3	(21 488)
<b>PROFIT FOR THE PERIOD</b>	<b>5 035</b>	46 623	(89,2)	107 421
Attributable to:				
Equity holders of the parent	279	42 032	(99,3)	95 809
Minority interest	4 756	4 591	3,6	11 612
	<b>5 035</b>	46 623	(89,2)	107 421
Earnings per share (cents)				
Basic	0,1	14,7	(99,3)	33,3
Diluted	0,1	14,1	(99,3)	32,2
Dividends paid per share (cents)	5,0	5,0	0,0	9,0
Net asset value per share (cents)	161,1	150,3	7,2	165,3
Ordinary shares in issue net of treasury shares held ('000)	292 080	289 722	0,8	289 676
Weighted average number of ordinary shares in issue ('000)	290 734	285 022	2,0	287 560
Diluted number of ordinary shares ('000)	296 067	297 228	(0,4)	297 913
Headline earnings per share (cents)				
Basic	5,2	13,3	(60,9)	31,9
Diluted	5,1	12,8	(60,2)	30,8

### condensed statement of changes in equity

for the period ended 31 March 2009

	Ordinary share capital R'000	Preference share capital R'000	Share premium R'000	Treasury share reserve R'000	Share-based payment reserve R'000	Foreign currency translation reserve R'000	Accumulated profit R'000	Attributable to equity holders of the parent R'000	Minority interest R'000	Total equity R'000
<b>BALANCE AT 1 OCTOBER 2007</b>	1 410	18	25 002	–	12 339	(241)	348 874	387 402	23 367	410 769
Exchange differences arising on translation of foreign entities	–	–	–	–	–	(1 314)	–	(1 314)	–	(1 314)
Net income recognised directly in equity	–	–	–	–	–	(1 314)	42 032	42 032	4 591	(1 314)
Profit for the period	–	–	–	–	–	(1 314)	42 032	42 032	4 591	46 623
Total recognised income and expenses for the period	–	–	–	–	–	(1 314)	42 032	42 032	4 591	45 309
Ordinary shares issued at a premium net of share issue costs	23	–	7 841	–	–	–	7 864	7 864	–	7 864
Fair value adjustments for equity instruments issued or to be issued	–	–	3 798	–	–	–	3 798	3 798	–	3 798
Preference shares converted to ordinary shares	8	(8)	–	–	–	–	–	–	–	–
Net decrease in treasury shares held	7	–	7 026	–	–	–	7 033	7 033	–	7 033
Increase in share-based payment reserve	–	–	–	–	2 967	–	2 967	2 967	–	2 967
Dividends paid	–	–	–	–	–	–	(14 344)	(14 344)	(1 796)	(16 140)
Minority increase in share of equity in subsidiary	–	–	–	–	–	–	–	–	2 390	2 390
<b>BALANCE AT 31 MARCH 2008</b>	<b>1 448</b>	<b>10</b>	<b>43 667</b>	<b>–</b>	<b>15 306</b>	<b>(1 555)</b>	<b>376 562</b>	<b>435 438</b>	<b>28 552</b>	<b>463 990</b>
Exchange differences arising on translation of foreign entities	–	–	–	–	–	–	1 487	1 487	–	1 487
Net income recognised directly in equity	–	–	–	–	–	–	1 487	1 487	–	1 487
Profit for the period	–	–	–	–	–	–	53 777	53 777	7 021	60 798
Total recognised income and expenses for the period	–	–	–	–	–	–	1 487	53 777	7 021	62 285
Ordinary shares issued at a premium net of share issue costs	4	–	745	–	–	–	55 264	55 264	–	749
Transfer to treasury share reserve	–	–	467	(467)	–	–	–	–	–	–
Net decrease in treasury shares held	(4)	–	(1 624)	–	–	–	–	–	–	–
Fair value adjustments to treasury share reserve	–	–	–	–	–	–	(1 004)	(1 004)	–	(1 004)
Increase in share-based payment reserve	–	–	–	–	1 720	–	1 720	1 720	–	1 720
Dividends paid	–	–	–	–	–	–	(11 612)	(11 612)	(10 630)	(22 242)
Minority share of equity in subsidiaries	–	–	–	–	–	–	–	–	2 719	2 719
<b>BALANCE AT 1 OCTOBER 2008</b>	<b>1 448</b>	<b>10</b>	<b>43 255</b>	<b>(1 471)</b>	<b>17 026</b>	<b>(68)</b>	<b>418 727</b>	<b>478 927</b>	<b>27 662</b>	<b>506 589</b>
Exchange differences arising on translation of foreign entities	–	–	–	–	–	3 710	–	3 710	–	3 710
Net income recognised directly in equity	–	–	–	–	–	–	279	279	4 756	5 035
Profit for the period	–	–	–	–	–	–	279	279	4 756	5 035
Total recognised income and expenses for the period	–	–	–	–	–	–	279	279	4 756	5 035
Ordinary shares issued at a premium net of share issue costs	1	–	134	–	–	–	3 989	3 989	–	7 745
Preference shares converted to ordinary shares	10	(10)	–	–	–	–	135	135	–	135
Preference shares repurchased	–	–	(13)	–	–	–	–	–	–	(13)
Net decrease in treasury shares held	2	–	724	(726)	–	–	–	–	–	–
Fair value adjustments to treasury share reserve	–	–	–	–	–	–	759	759	–	759
Increase in share-based payment reserve	–	–	–	–	1 381	–	1 381	1 381	–	1 381
Dividends paid	–	–	–	–	–	–	(14 567)	(14 567)	(1 590)	(16 157)
Minority share of equity in subsidiary acquired	–	–	–	–	–	–	–	–	11	11
Foreign currency translation differences	–	–	–	–	–	–	–	–	(4)	(4)
<b>BALANCE AT 31 MARCH 2009</b>	<b>1 461</b>	<b>–</b>	<b>44 100</b>	<b>(1 438)</b>	<b>18 407</b>	<b>3 642</b>	<b>404 439</b>	<b>470 611</b>	<b>30 835</b>	<b>501 446</b>

### condensed cash flow statement

for the period ended 31 March 2009

	Reviewed 6 months 31/3/2009 R'000	Reviewed 6 months 31/3/2008 R'000	% change	Audited 12 months 30/9/2008 R'000
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>	<b>32 327</b>	19 929	62,2	82 358
Cash generated from operations	97 521	92 923	4,9	199 350
Working capital changes	(3 457)	(37 133)	90,7	(31 521)
Cash generated from operating activities	94 064	55 790	68,6	167 829
Investment revenues and net finance charges	(13 141)	(3 718)	253,4	(8 567)
Dividends paid	(16 158)	(16 140)	0,1	(39 290)
Taxation paid	(32 438)	(16 003)	102,7	(37 614)
<b>CASH APPLIED TO INVESTING ACTIVITIES</b>	<b>(49 525)</b>	(60 197)	(17,7)	(162 794)
<b>CASH (UTILISED IN)/RECEIVED FROM FINANCING ACTIVITIES</b>	<b>(9 614)</b>	51 798	(118,6)	78 268
Cash and cash equivalents	–	–	–	–
– Net (decrease)/increase	(26 812)	11 530	(2 168)	–
– At beginning of the period	142 655	144 823	–	144 823
– At end of the period	115 843	156 353	(25,9)	142 655

### condensed segmental analysis

for the period ended 31 March 2009

	Reviewed 6 months 31/3/2009 R'000	Reviewed 6 months 31/3/2008 R'000	% change	Audited 12 months 30/9/2008 R'000
<b>REVENUE</b>	<b>724 882</b>	567 888	27,6	1 225 743
Retail Solutions	381 483	333 371	14,4	718 234
Infrastructure	166 035	141 404	17,4	292 139
Investments	29 749	24 883	19,6	60 934
Corporate	1 250	1 250	0,0	2 500
<b>NORMALISED – PROFIT FROM OPERATIONS AFTER RESEARCH AND DEVELOPMENT BUT BEFORE INTEREST, DEPRECIATION, AMORTISATION AND FOREIGN EXCHANGE GAINS AND/OR LOSSES (EBITDA)</b>	<b>95 059</b>	89 244	6,5	195 160
Retail Solutions	40 338	39 198	2,9	82 988
Infrastructure	26 310	28 448	(7,5)	55 794
Investments	2 749	24 883	(89,1)	60 934
Corporate	(1 338)	(3 285)	(59,3)	(4 556)
<b>NORMALISED – PROFIT BEFORE INTEREST AND TAXATION EXCLUDING INTANGIBLE ASSET IMPAIRMENTS (PBIT)</b>	<b>53 616</b>	57 667	(7,0)	130 211
Retail Solutions	19 266	23 299	(17,3)	48 222
Infrastructure	19 554	21 771	(10,2)	42 601
Investments	16 804	16 430	2,3	45 146
Corporate	(2 008)	(3 833)	(47,6)	(5 758)
<b>DEPRECIATION AND AMORTISATION</b>	<b>41 443</b>	31 577	31,2	64 949
Retail Solutions	21 072	15 899	32,5	34 766
Infrastructure	6 756	6 677	1,2	13 193
Investments	12 945	8 453	53,1	15 788
Corporate	670	548	22,3	1 202
<b>RESEARCH AND DEVELOPMENT EXPENDITURE</b>	<b>4 098</b>	3 701	10,7	9 102
Retail Solutions	–	1 217	(100,0)	1 108
Infrastructure	–	–	–	–
Investments	4 098	2 484	65,0	7 994

Note: Comparative figures are reclassified, where necessary, in accordance with current year classifications

### condensed balance sheet

at 31 March 2009

	Reviewed 31/3/2009 R'000	Reviewed 31/3/2008 R'000	Audited 30/9/2008 R'000
<b>ASSETS</b>	<b>574 197</b>	482 632	569 815
<b>NON-CURRENT ASSETS</b>	<b>97 312</b>	83 365	64 869
Property, plant and equipment (including rental equipment)	103 129	85 842	118 027
Intangible assets	314 321	271 489	311 660
Goodwill	14 162	11 446	22 362
Investments and loans receivable	3 219	–	4 397
Finance lease receivables	42 054	30 490	48 500
Deferred tax assets	–	–	–
<b>CURRENT ASSETS</b>	<b>426 811</b>	401 432	430 185
Inventories	56 154	33 270	42 565
Trade and other receivables	249 888	211 575	223 847
Finance lease receivables	3 025	–	5 276
Current taxation receivable	1 901	234	4 226
Non-current assets held for sale	–	–	11 616
Cash and cash equivalents	115 843	156 353	142 655
<b>TOTAL ASSETS</b>	<b>1 001 008</b>	884 064	1 000 000
<b>EQUITY AND LIABILITIES</b>	<b>501 446</b>	463 990	506 589
<b>CAPITAL AND RESERVES</b>	<b>470 611</b>	435 438	478 927
Equity attributable to equity holders of the parent	30 835	28 552	27 662
Minority interest	148 561	118 659	157 334
<b>NON-CURRENT LIABILITIES</b>	<b>132 556</b>	109 965	139 017
Long-term loans	16 005	8 694	18 317
Deferred tax liabilities	–	–	–
<b>CURRENT LIABILITIES</b>	<b>351 001</b>	301 415	336 077
Trade and other payables and provisions	252 654	196 199	222 711
Current portion of long-term loans	76 393	62 896	76 541
Revenue received in advance	15 527	23 329	11 780
Current taxation payable	6 427	18 991	25 045
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>1 001 008</b>	884 064	1 000 000

### notes to the financial statements

**1 BASIS OF PREPARATION**

This abridged report complies with International Accounting Standard 34 – Interim Financial Reporting as well as with Schedule 4 of the South African Companies Act and the disclosure requirements of the JSE Limited's Listings Requirements. The abridged report has been prepared using accounting policies that comply with International Financial Reporting Standards. The accounting policies are consistent with those applied in the financial statements for the year ended 30 September 2008 except for the presentation of segmental information which has been classified according to the manner in which the Company manages its operations.

	Reviewed 6 months 31/3/2009 cents	Reviewed 6 months 31/3/2008 cents	% change	Audited 12 months 30/9/2008 cents
<b>2 RECONCILIATION OF EARNINGS TO HEADLINE EARNINGS</b>				
Earnings attributable to equity holders of the parent	279	42 032	(99,3)	95 809
Preference share entitlement	–	(10)	–	(17)
Basic earnings	279	42 022	(99,3)	95 792
Adjusted for:				
Goodwill impairments	13 550	–	–	–
Intangible asset impairments	1 330	–	–	–
Negative goodwill realised	–	(3 316)	–	(3 316)
Profit on sale of interest in a subsidiary	–	(664)	–	(664)
Profit on disposal of property, plant and equipment (including rental equipment)	(85)	(227)	–	(195)
Basic headline earnings	15 074	3		