



**PROVISIONAL CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME**

Table with 4 columns: R'000, % change, Reviewed for the year ended 30 June 2020, Audited for the year ended 30 June 2019. Rows include Revenue, Total operating income, Profit before taxation, and Total comprehensive income.

Investments are classified as at fair value through other comprehensive income. Equity price risk refers to the risk that the fair value of the future cash flows of the listed investments will fluctuate because of changes in market prices.

**Fair value estimation** IFRS 13 requires disclosures of fair value measurements by level of the following fair value measurement hierarchy: Level 1 – Quoted prices available in active markets for identical assets or liabilities.

**PROVISIONAL CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION**

Table with 4 columns: R'000, Reviewed as at 30 June 2020, Audited as at 30 June 2019. Rows include ASSETS (Current assets, Non-current assets), EQUITY AND LIABILITIES (Equity, Non-current liabilities), and Current liabilities.

**Commentary Basis of preparation** The provisional condensed consolidated financial statements for the year ended 30 June 2020 have been prepared in accordance with the requirements of International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

**Significant accounting policies** Except as noted below, the significant accounting policies applied in preparing these provisional condensed consolidated financial statements are consistent with those applied in the prior year.

**Transition method and practical expedients utilised** The transition method and practical expedients utilised in the adoption of IFRS 16 was communicated in the half year SENS announcement dated 19 March 2020, and has not changed subsequently.

Headline earnings 81 324 393 472. Condensed segmental analysis table showing Revenue, Profit from operating activities, and Cash flow from operating activities.

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**PROVISIONAL CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS**

Table with 4 columns: R'000, Reviewed for the year ended 30 June 2020, Audited for the year ended 30 June 2019. Rows include CASH FLOW FROM OPERATING ACTIVITIES, CASH FLOW FROM INVESTING ACTIVITIES, and CASH FLOW FROM FINANCING ACTIVITIES.

**PROVISIONAL CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY**

Table with 4 columns: R'000, Reviewed as at 30 June 2020, Audited as at 30 June 2019. Rows include Balance at beginning of year, Total comprehensive income, and Balance at end of year.

**Notes: Significant accounting policies** Except as noted below, the significant accounting policies applied in preparation of the provisional condensed consolidated financial statements are consistent with those applied in the prior year.

The group adopted IFRS 16 Leases on 1 July 2019. IFRS 16 replaced IAS 17 Leases and IFRIC 4 Determining whether an arrangement contains a lease.

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**Cash flow**

The Group's cash and cash equivalents increased by R45.6 million to R1 743.3 million which is a remarkable achievement taking into account the impact of the 4<sup>th</sup> quarter trading. Having said this, it is important to note that the closure costs and costs of restructure, although fully provided for in the current results, will only have a negative impact on cash in the next financial year.

Cash generated by operations declined materially in line with the reduction in profits, to R329.2 million – a decline of R332.4 million over the corresponding prior period. This decline was offset through positive management of working capital as the group focused on reducing working capital in response to the impact of the pandemic. This meant, after taxation paid of R78.0 million, substantially down on the prior year, that cash inflow from operating activities grew year on year by R58.8 million to R412.3 million.

The net investment in property, plant and equipment continues to decline and absorbed only R132.6 million as opposed to R156.9 million in the prior year. In the current environment, all requests for equipment will be critically evaluated and investment is expected to be reasonably modest for the next financial year.

The Group increased its investment and loans to associates by R48.3 million, which included an increased investment in our newspaper associate, Capital Media, our printing associate in Cape Town and in Novus Holdings Limited and Mpac Limited. In addition, the group advanced loans to some of the digital assets, which advances will decline significantly in the future. Cash generated from interest and dividends declined marginally over the prior year as interest rates declined and certain investments declared reduced dividends.

The Group increased its investment in subsidiaries by R47.2 million, mainly in Cognition Holdings Limited (through a share buyback of R23.5 million) and the buyout of a minority in our local newspaper in KwaZulu-Natal for R21.3 million.

During the period, the Group paid a dividend of R243.7 million and acquired its own shares for R126.1 million, including the purchase of 8 million shares pursuant to the cancellation of the executive share scheme, which also resulted in the repayment of the directors' loans of R114 million.

**General PERFORMANCE REVIEW**

**Publishing, printing and distribution** **Newspaper publishing and printing** As foreshadowed in the half-year results, the Group's local newspaper business continued to trade below the prior year's profitability, up to and including the third quarter. This trading environment reflects the stress in local markets which impacted classified and run of print advertising volumes. It is fortunate that the national advertising volumes were steady for the first three quarters. The above scenario was further compromised by the Covid-19 pandemic, where, although newspapers were classified as an essential service, most businesses and all consumers were in lockdown and thus the need to advertise was seriously affected.

The above environment caused us to accelerate our review of all publications, which led to the decision to close several that showed no prospect of weathering the current trading environment. In addition, we consolidated distribution footprints and extended the remaining publications to ensure these quality markets can still be serviced. The remaining publications also underwent restructuring in an attempt to align cost structures to an anticipated subdued demand for the medium term. Two regional newspaper printing operations were closed (Newcastle and Middleburg) and these print volumes consolidated into the remaining printing operations.

The large Gauleng newspaper printing business was trading in line with expectations to the end of March 2020, although at levels below the prior year, with a 15% decline in page impressions (print orders and paginations). Daily and weekly newspaper printing was the major contributor to this decline but this was offset to a certain extent by increased commercial printing work and tight control of costs. The lockdown resulted in customers drastically cutting print orders and paginations even further, which led to this operation posting significant losses over this period. This also resulted in some customers entering business rescue, with a concomitant, increase in bad debts. In line with trading expectations the number of employees in this operation was reduced substantially and a flexible shift structure implemented that will further reduce costs in low throughput weeks and also reduce overtime. On a positive note, the operation has managed to secure an extension of a major printing contract.

**Magazine publishing and distribution** The well known magazine publishing market has been in severe decline for a number of years, whilst battling to generate sufficient alternative revenues to offset the reduced traditional advertising and copy sale revenues. The onset of the pandemic was the final straw for much of this industry and has led to some publishers closing down and others reducing the number of titles they publish. Our publishing operation was similarly affected and the board ultimately made the decision to close the operation. This decision was not taken lightly but after careful consideration of the likely trading environment post-Covid-19. The Group has decided to keep the Farmers Weekly title and integrate this with our local newspaper business, where there are synergies with an already published agriculture supplement called Agri-Pulse. In addition, the digital format of Living & Loving has been moved to our daily publication The Citizen where it will be integrated into a parenting portal.

The knock-on effect of the irreversible weakness in the magazine market and the closure of our operation has meant that the Group had no alternative but to close its magazine distribution business as well.

The migration of both advertising and readers to online formats has inevitably resulted in the curtailment and consolidation, worldwide, of the glossy magazine format. We continue to provide competitive printing services for clients that have remained in the market and who will be in a better position to exploit what remains of the magazine publishing industry.

The costs of closure and retrenchment have been fully provided for in the reported results.

**Digital assets** The Group's largest digital asset is its subsidiary, Cognition Holdings, which houses the Group's investment in Private Property. Cognition continues to face difficult trading conditions in its traditional business and experienced declines in direct marketing campaigns as well as channel incentive programme volumes. This was further exacerbated by the Covid-19 impact in the fourth quarter.

Private Property experienced a solid year until the Covid-19 pandemic hit, with continued growth in users and lead generation to real estate agents. When the lockdown measures were gazetted, the business took swift action on cost reduction and also offered relief to estate agents to assist through the period and maintain market share. This obviously had a negative impact on profitability in the fourth quarter.

The other digital assets made losses for the year and have been significantly impeded by Covid-19 in achieving their expected progress towards the generation of positive revenues. With the impact of the pandemic, the Group reviewed its investments and loans made and the likely future working, which led to significant impairments. The focus now is to limit the Group's exposure for future funding, without impacting on committed funding, until the business environment justifies further investment. In line with this, all of the start-up operations have taken corrective action to ensure that they are, or will soon, achieve at least cash-flow breakeven.

The portfolio of digital assets is tightly managed and operates within well-defined parameters. The Group will continue to devote significant management time and assistance in ensuring that post-Covid-19, these businesses achieve sustainability.

**Web and gravure printing** The current printing environment remained extremely competitive and with the increase in raw material pricing, margins were under pressure. Owing to the fixed cost nature of these operations, profitability was impacted significantly. The pandemic and resultant lockdown further exacerbated an already difficult trading environment and large losses were incurred in the last three months of the financial year.

As with other divisions, management has finalised a restructure with some loss of employment, but also a flexible shift structure to align costs to throughput. This should also lead to a reduction in overtime. The success of this strategy will be continually reviewed as levels of demand become clearer and, if need be, further restructuring will have to take place.

The reduced demand, which is likely to continue for the medium term, has also meant a review of the installed asset base and resulted in impairment of presses that will have no future use.

**Book and magazine printing** The magazine publishing market has already been in a state of decline for a number of years pre-Covid-19 and once the pandemic hit, this led to the inevitable closure of publishers and magazine printing portfolios. In turn, this will mean a drastic decline in future publication printing. Combined with uncertainty in the local educational text book market, this means that this operation has had to take a drastic review of its capacity and ultimately has meant a significant number of jobs have been lost, as we right size this operation to the market demand.

Having said this, the operation posted similar results to the prior year mainly driven by an educational printing contract into Africa, which offset the decline in magazine and local education textbook demand.

**Packaging and stationery** **Packaging** The packaging operations in the pre-Covid-19 lockdown period (nine months to end March 2020) improved profitability compared to the prior year, driven by the turnaround in our Western Cape folding carton operation, market share growth at the Western Cape flexible operation, and growth in the fast food packaging units. This combined with further efficiency gains resulted in a pleasing nine-month performance.

As expected, the 4<sup>th</sup> quarter lockdown period wreaked havoc with our operations, especially those that are predominantly focused on the alcohol, cigarette and fast food markets. These products were initially banned in totality. However, with the easing of restrictions the fast food sector has shown some signs of life, but cigarettes and alcohol continued to be materially affected, well into August 2020. Only once these restrictions are entirely removed will we have an opportunity of returning to something approaching normal levels, subject always to anticipated depressed consumer demand. Despite this, the most concerning is the cigarette market, where the ban has resulted in an increase in the unregulated environment which has been exploited by illegal operators. As a result, there is a strong likelihood that the regulated market (including the levying of excise duties that increase the cost of the end-product and contribute materially to the fiscus), may take years to displace illegal cigarette sales.

**Stationery** As with the other operations, this small operation was impacted significantly in the last quarter but, to its credit, managed to limit the impact on profitability through excellent control of costs and thus ended the reporting year, only marginally down on the prior corresponding period.

**Prospects** There is no doubt that the impact of the Covid-19 pandemic on an already precarious economy has added another layer of uncertainty, which means the outlook is extremely difficult to predict. South Africa faces tremendous social, political and economic turmoil, with a majority of our population facing increased poverty and deprivation. Even at the time of writing, there is no clear indication of the level at which stable demand will settle, and nor do we know how the Covid-19 pandemic will play itself out. It is, however, gratifying and commendable to note the manner in which the Group's employees have tackled the challenges and implemented all the difficult measures to ensure the Group can weather the storm. The Group is fortunate that it has a strong balance sheet coupled with loyal staff and long-standing customers, which will enable it to endure these unprecedented times of great uncertainty. Our focus will continue to be on disciplined and conservative management, hard work, customer-centric service, cost controls and cash preservation in these difficult times. At the same time, the Group remains attentive to opportunities for further industry consolidation and acquisitions, where these will enhance our ability to emerge at an uncertain future point, in a profitable position, to the benefit of all our stakeholders.

**Condolences and recognition** The board would like once again to take this opportunity to formally recognise the loyalty and enduring contribution of our dear friend and fellow director, Piet Greyling, who passed away in April this year. Piet was a doyen of the industry, is irreplaceable and sorely missed. The board wishes to extend its sincere condolences to Piet's wife, Martie, their two sons, Righardt and Armand, and their families.

It would also be remiss not to recognise all our management that have contributed to filling the huge gap that Piet has left, and to dealing with the uncertain environment that the pandemic has created, often with significant personal sacrifice. At the same time, at every level in our organisation, our employees have gone the extra mile, and have endured a time of uncertainty and sacrifice with great fortitude. It is extremely heart-warming to see all of our people at every level of our Group pulling together in the interests of Caxton and its customers, and the board would like to extend its sincere gratitude for the loyalty and commitment that our employees in particular have shown and continue to show.

**Statement of responsibility** The preparation of the Group's consolidated results was supervised by the Financial Director, Mr TJW Holden, BCom, CA(SA).

**Subsequent events** **Dividends** In line with the current uncertain trading future, the need to monitor the impact of the corrective action taken to stabilise operations, and the amount of one-off cash costs to realign the Group to the environment, the board has not yet made a decision regarding the declaration of an ordinary dividend for the 2020 financial year. This will be reviewed as and when circumstances may permit.

**Executive Directors:** TD Moolman, TJW Holden, LR Witbooi  
**Independent Non-Executive Directors:** PM Jenkins, ACG Moloi, NA Nemukula, J Phalane, T Slabbert  
**Transfer Secretaries:** Computershare Investor Services Proprietary Limited  
**Registered office:** 28 Wright Street, Industria West, Johannesburg

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