

Audited Results

for the year ended June 30 2002



The ***BID***Vest Group Limited

“From diversity – comes strength”





Financial Highlights

- Revenue ↑ 42,6% to R42,0bn
- Operating income ↑ 41,5% to R2,0bn
- Headline earnings ↑ 23,7% to R1,3bn
- Headline earnings per share ↑ 20,6% to 436,2c
- Dividend per share ↑ 12,3% to 190,0c
- Operating income exceeds R2bn for the first time
- Operating margin maintained at 4,8%
- Bidvest plc contributed 22,9% to Group operating income and 20,7% to Group headline earnings





Financial Highlights

- Double digit operating income growth from all divisions
- SA operations delivered organic growth of approximately 23% in operating income
- Compound growth rate in headline earnings per share of approximately 29% over eleven years
- Increased effective tax rate to 27,6% (2001: 23,3%)
- Change in accounting policies





Operational Highlights

- Market conditions and business environment
- Excellent performance from Bidvest plc
- Strong performance from SA operations
- Major acquisitions
 - 56,7% of Bidcorp plc (formerly Jacobs Holdings) for £31,5m
 - Balance of Voltex (68%) for R218m
 - Paragon for R58m and merged with Lithotech
 - Magnum Group for R60m, integrated into Shield Security
- Renfreight incorporated into Safcor Panalpina
- Strategic review and return to profitability at Bidcorp plc
- Launch of mymarket.com in SA and UK



Strategic review

- Services, Distribution and Trading
- Clear focus to build on foundations
- Proven business model
- Engine driving growth and critical mass
- Accountable company with a multi-faceted portfolio of businesses
- Acquisitive and opportunistic by nature
- Focused approach to acquisitions
- Strive for optimal operational performance
- Offer a holistic range of products and services
- Cross-selling and packaged solutions
- Empowerment

*“We have a tried and tested business model,
one that performs”*



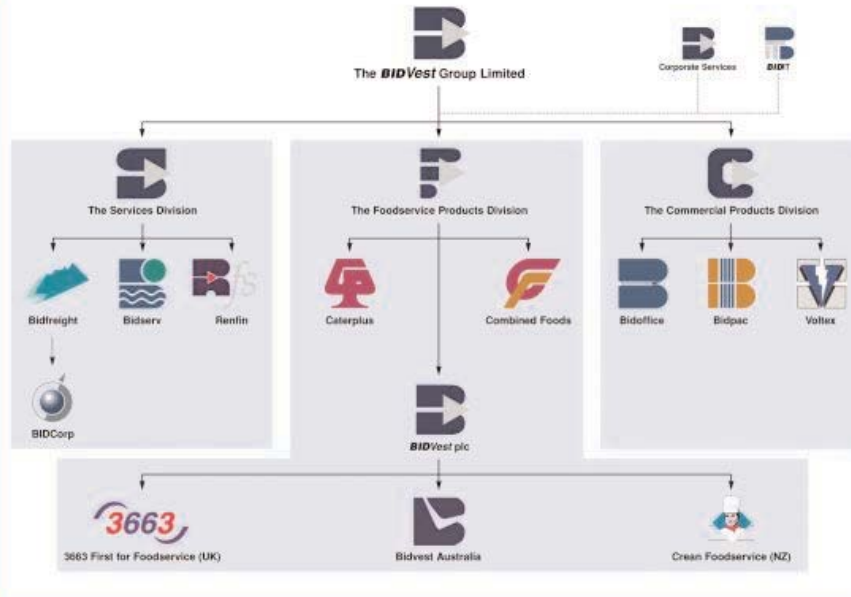
Group culture

- Entrepreneurial
- Decentralised
- Incentivisation
- ROFE
- Demand service excellence
- Management free from bureaucracy
- Remove obstacles to innovative business practices
- Free flow of ideas across geographic boundaries
- Responsibility and accountability

“It’s not what we do, but how we do it”



Group structure



Bidvest has an unequalled position with its breadth and depth of products and services



The Services
Division

The Services Division

“Our services business offsets economic cycles by offering long-term revenue streams.”

Contribution to Group Revenue



Contribution to Group Operating income





The Services
Division

Bidfreight – Review

- Operating income increased by 24,0%
- Strong performances from Terminals Division and Namibian Fishing Operations
- Global slowdown and Rand depreciation shifted trade patterns
- Renfreight operations incorporated into Safcor Panalpina
- Continuing dialogue with Portnet and Spoornet to improve services
- Start and development of Bidfreight intermodel



The Services
Division

Bidcorp – Review

- Listed on the LSE
- Strategic review and re-organisation of divisions
 - Shipping and Ports
 - Automotive Services
 - Property and Outsourced Services
- New CE and MD (Shipping and Ports)
- Opportunities from estimated R140bn trade to and from SA handled by Bidfreight
- Cost saving initiatives
- Return to profitability



The Services
Division

Bidserv – Review

- Operating income increased by 27,1%
- Trend to outsourcing gathered momentum
- Good performance from core ‘soft services’
- Integrated Service Solutions division: offering “one-stop” packaged services
- Acquisitions:
 - Magnum Group
 - Montana Laundries
- Prestige improved margins
- Steiner Hygiene developed additional products
- Boston Launderers commissioned new R20m plant



The Services
Division

Rennies Financial Services – Review

- Operating income increased by 23,3%
- Value of transactions just under R16bn
- Rennies Bank increased turnover by 75%
- Negative market conditions have turned
- SA seen as a safe and affordable tourist destination
- Approximately half a million passengers utilised Premier Club Lounges
- Maintained market leadership
- Completed rationalisation of low-performing units
- Sale 25% of Rennies Travel to WDBIH



- Bidfreight
 - Benefits of Renfreight incorporation into Safcor Panalpina
 - Acquisition opportunities to broaden service offering
 - Start of Port concessioning process imminent
 - Continued growth of SA's international trade
- Bidcorp plc
 - Further operational improvements in the medium term
 - Opportunities between Bidfreight and Bidcorp being pursued
 - Acquisition opportunities



Prospects (cont)

- Bidserv
 - Trend to outsourcing continues
 - Creation of industry specific concept models
 - Further consolidation of leading position
 - Opportunities in industries that have traditionally not been outsourced
- Rennies Financial Services
 - Benefits from growth in tourism to South Africa
 - Consolidation of relationship with CWT
 - Service integration / fee based income

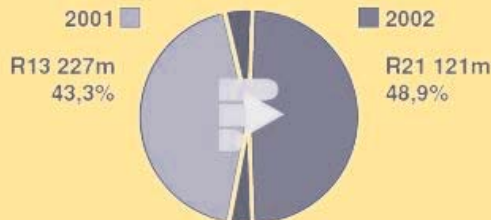


The Foodservice Products Division

The Foodservice Products Division

“A leading broadline foodservice products distributor in South Africa, the United Kingdom, Australia and New Zealand.”

Contribution to Group Revenue



Contribution to Group Operating income





Bidvest plc – Review

- 3663 First for Foodservice
 - 3663 operating income up 25% (in sterling) in flat market conditions
 - Significant gain by Multi-Temperature
 - Good growth from Frozen division
 - Greater operating efficiencies and better capacity utilisation
 - MoD recorded further profit growth – overseas activity
 - Launch of mymarket.com tailored to foodservice industry in UK



The Foodservice Products
Division

Bidvest plc – Review

- Bidvest First for Foodservice in Australia
 - Operating income increased 57% (in sterling)
 - Further organic growth
 - Rationalisation and positive contribution from John Lewis Foodservice acquisition
 - ‘FindFoodFast’ – interactive online customer shopping site
- Crean Foodservice in New Zealand
 - Operating income up 64% (in sterling) in year of consolidation
 - Two new foodservice distribution centres built in Auckland and Hamilton
 - Acquisition of foodservice business in Auckland



Caterplus – Review

- Operating income increased by 24,9%
- Emphasis on gaining market share
- Tight asset and cost controls
- Good performance in Frozen division
- Growth in fast food sector of the market
- Acquisition:
 - M&M Choice in Dec 2001
- Patleys new product lines:
 - Ferrero Rocher and Pez
- New additions to the Goldcrest range
- Vulcan Caars restructuring improved performance



Combined Foods – Review

- Operating income increased by 16,4%
- Innovative new products designed by Crown National
- Crown National making “inroads” into certain non-meat markets
- NCP Yeast reported good results



Prospects

- Bidvest plc
 - Further organic and acquisitive growth
 - Expansion and upgrading of UK infrastructure
 - Impact of mymarket.com in the UK
 - Expansion of foodservice product offering in the UK
 - Expected benefits of John Lewis integration
 - Completion of Crean national distribution network



Prospects (cont)

- Caterplus
 - Maintain market leading position
 - Benefits of mymarket.com
 - Improvement in service levels
 - Expand product offering
- Combined Foods
 - Chipkins to maintain market position
 - Crown National to pursue flavouring opportunities
 - Export opportunities being investigated



The Commercial Products Division

The Commercial Products Division

“Focused on the manufacture, trading and distribution of leading, branded commercial products.”

Contribution to Group Revenue



Contribution to Group Operating income





The Commercial Products
Division

Bidoffice – Review

- Operating income increased 42,8%
- Excellent performance from Kolok
- Outstanding performance from Lithotech
- Waltons Gauteng significant turnaround
- Roll out of Waltons' Direct Stores concept
- Significant progress on e-procurement
- Acquisition and integration of Paragon
- Hi-Maur and Ozalid incorporated into Lithotech
- Poor performance from furniture division



The Commercial Products
Division

Bidpac – Review

- Operating income increased 20,5%
- Good performance from Afcom-GE Hudson and Buffalo Executape
- Steady growth at Silveray maintaining market share
- Market conditions improved following devaluation – import substitution and pricing
- Significantly improved factory overhead recoveries
- Negative impact of deliberately reduced volumes to CNA



The Commercial Products
Division

Voltex – Review

- Operating income of R89,8m since acquisition
- Acquired remaining 68% effective Oct 1 2001
- Rationalisation initiatives at unprofitable branches
- New products added to existing range
- Expense reviews and customers profitability focus



The Commercial Products
Division

Prospects

- Bidoffice
 - Benefits of Paragon Lithotech merger
 - Formation of Bidoffice Corporate Solutions
 - Expansion into higher margin small corporate sector
 - Benefits of e-procurement at Waltons
 - Potential for international acquisitions
 - Grow own branded products



The Commercial Products
Division

Prospects (cont)

- Bidpac
 - Benefits of export initiatives and import substitution
 - Full impact of the improved market conditions and increased capacity
- Voltex
 - Aim to increase market share
 - Opportunities of moving into new industries
 - Project pipeline (Coega, Durban Waterfront)
 - Exploring new areas for export growth
 - Growth of Light division



BidIT – Review & Prospects

- mymarket.com
 - Successful launch – national customers gained
 - Aggressive customer acquisition strategy
 - UK site for 3663 First for Foodservice launched in May 2002
 - Enhances Group buying power



BidIT – Review & Prospects

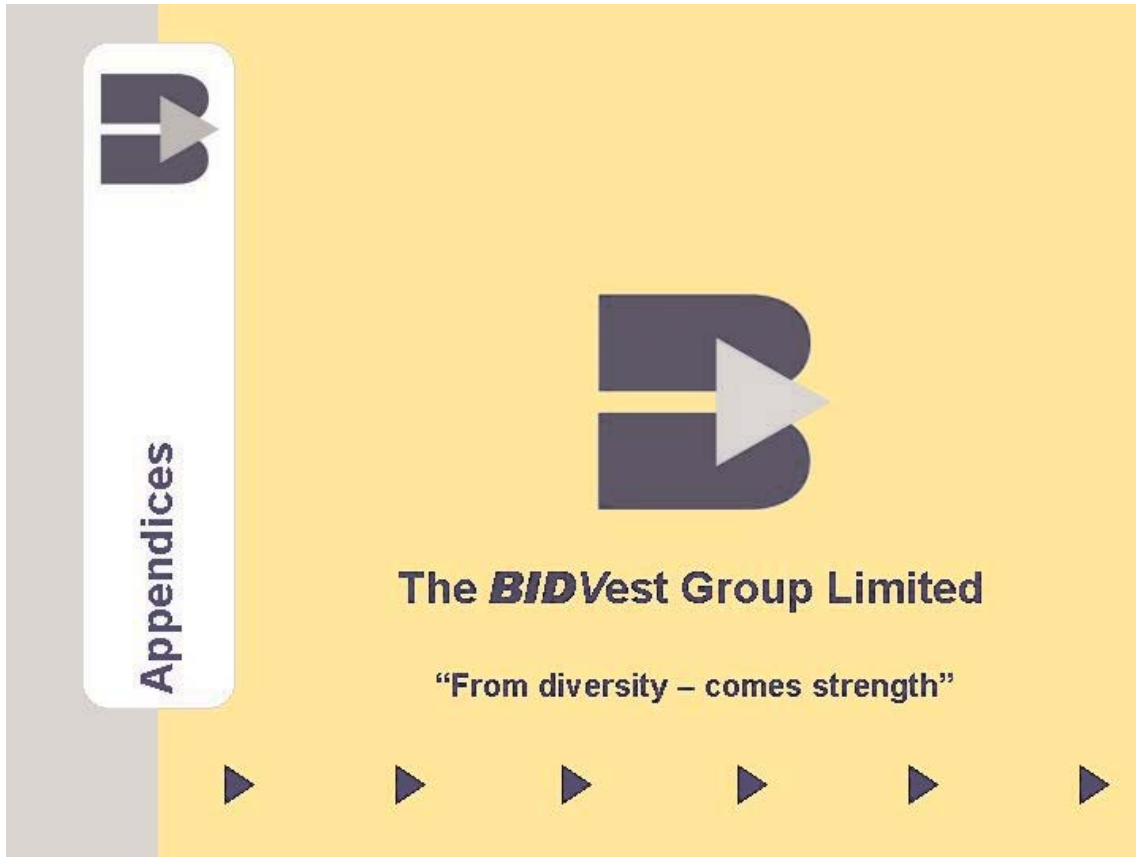
- I-Fusion
 - Challenging market conditions
 - Bidvest acquired 22,7% minority shareholding in I-Fusion
 - Appointment of new management team
 - Restructured to focus on core competencies of network and network services
 - World class network – strategic to the Group



Group prospects

- Ready for next growth phase
- Full benefits of current acquisitions
- Proactively sourcing potential acquisitions
 - Bidfreight and Bidcorp plc
 - International foodservice activities
 - International opportunities for Commercial Products division
- Opportunities between Bidfreight and Bidcorp plc
- Integrated Service Solutions
- Cross-selling initiatives

“Bidvest is about the future, about where we are going, not where we have been.”





Consolidated Group Income Statement

Income statement

for the year ended June 30

	2002 R'000	Restated* 2001 R'000	Percentage change
Revenue	41 950 388	29 415 011	42,6
Operating income	2 012 611	1 422 212	41,5
Amortisation of goodwill	(52 646)	(14 529)	
Net capital items	(11 467)	1 058	
Net finance expense	(80 163)	(391)	
Income before taxation	1 868 335	1 408 950	32,7
Taxation	(515 264)	(328 520)	
Income after taxation	1 353 071	1 079 830	25,3
Income from associates	17 735	25 248	
Trading profits	27 786	33 384	
Impairment and goodwill write-off in associates	(10 053)	(8 136)	
Outside shareholders' interest	(129 557)	(69 612)	
Income attributable to shareholders	1 241 249	1 035 466	19,9
Number of shares in issue (weighted 000)	299 089	291 599	
Headline earnings per share (cents)	436,2	361,8	20,6
Earnings per share (cents)	415,0	355,1	16,9
Dividend per share (cents)	190,0	169,2	12,3
- interim	90,0	81,0	
- final	100,0	88,2	
Headline earnings			
The following adjustments to income attributable to shareholders were taken into account in the calculation of headline earnings:			
Income attributable to shareholders	1 241 249	1 035 466	
Amortisation of goodwill	52 646	14 529	
Net surplus on disposal of assets and businesses	(3 610)	(1 058)	
Costs relating to unsuccessful bid for Brake Bros plc	20 403	-	
Underwriting commission received net of costs from Bidcorp plc (formerly Jacobs Holdings plc)	(5 326)	-	
Impairment and goodwill write-off in associates	10 053	8 136	
Tax relief	(4 363)	-	
Outside shareholders' share	(6 322)	(2 129)	
Headline earnings	1 304 730	1 054 944	23,7



Segmental analysis Revenue

Segmental analysis

for the year ended June 30

	2002 R'000	Restated* 2001 R'000	Percentage change
REVENUE			
The Services Division	16 424 403	13 759 072	19,4
Bidfreight	14 383 523	12 131 648	18,6
Bidserv	1 505 962	1 162 818	29,5
Renfin	534 898	464 606	15,1
The Foodservice Products Division	21 121 321	13 226 694	59,7
Bidvest plc	18 741 499	11 213 360	67,1
Caterplus	1 659 732	1 360 908	21,5
Combined Foods	726 100	652 426	11,3
The Commercial Products Division	5 500 712	3 372 066	63,1
Bidoffice	3 512 837	2 798 707	25,5
Bidpac	625 537	573 359	9,1
Voltex	1 362 338	-	-
Corporate Services	159 387	168 244	(5,3)
I-Fusion	159 225	168 244	(5,4)
mymarket.com	162	-	-
Intergroup eliminations	(1 255 435)	(1 111 065)	-
	41 950 388	29 415 011	42,6



Segmental analysis Operating income

	2002 R'000	Restated* 2001 R'000	Percentage change
OPERATING INCOME			
The Services Division	718 570	577 370	24,5
Bidfreight	474 514	382 674	24,0
Bidserv	134 317	105 661	27,1
Renfin	109 739	89 035	23,3
The Foodservice Products Division	672 927	439 642	53,1
Bidvest plc	460 875	265 223	73,8
Caterplus	132 493	106 080	24,9
Combined Foods	79 559	68 339	16,4
The Commercial Products Division	487 675	289 547	68,4
Bidoffice	313 715	219 720	42,8
Bidpac	84 142	69 827	20,5
Voltex	89 818	–	–
Corporate Services	133 439	115 653	15,4
I-Fusion	(9 096)	(5 965)	(52,5)
mymarket.com	(2 172)	–	–
Investment and other income	108 904	90 303	20,6
Group properties	35 803	31 315	14,3
	2 012 611	1 422 212	41,5



Consolidated Group Cash Flow Statement

Cash flow statement

for the year ended June 30

	2002 R'000	Restated* 2001 R'000
Cash flow from operating activities	2 002 904	1 127 424
Operating income net of capital items	2 001 144	1 423 270
Depreciation and other non-cash items	580 019	401 334
Changes in working capital	207 183	(265 830)
Cash generated by operations	2 788 346	1 558 774
Net finance expense	(80 163)	(391)
Taxation paid	(395 737)	(269 007)
Dividends paid		
– Company	(268 901)	(145 977)
– subsidiaries	(40 641)	(15 975)
Cash effects of investment activities	(1 658 352)	(493 500)
Net additions to fixed assets	(695 117)	(495 955)
Net additions to intangible assets	(18 760)	(8 509)
Net realisation (acquisition) of subsidiaries, businesses, associates and investments	(944 475)	10 964
Cash effects of financing activities	552 378	(127 000)
Proceeds from shares issued		
– Company	596 462	48 609
– subsidiaries	506	2 478
Distribution of share premium to shareholders	(159 743)	(116 981)
Net borrowings raised (repaid)	115 153	(61 106)
Net increase in cash and cash equivalents	896 930	506 924
Net cash and cash equivalents at the beginning of the year	1 058 213	536 263
Currency adjustments	247 188	15 026
Net cash and cash equivalents at the end of the year	2 202 331	1 058 213



Consolidated Group Balance Sheet

Balance sheet

at June 30

	2002 R'000	Restated* 2001 R'000
ASSETS		
Non-current assets	5 132 443	3 579 216
Fixed assets	3 602 498	2 182 752
Intangible assets	681 903	353 164
Deferred tax	251 282	239 092
Investments and advances	404 615	495 278
Banking advances	192 145	308 930
Current assets	9 996 814	6 162 755
Other current assets	7 253 322	4 848 692
Liquid funds	2 745 492	1 314 063
Total assets	15 131 257	9 741 971
EQUITY AND LIABILITIES		
Capital and reserves	6 395 651	4 165 785
Shareholders' interest	5 589 235	3 880 494
Outside shareholders' interest	806 416	305 291
Non-current liabilities	604 371	325 428
Deferred taxation	252 048	87 385
Post-retirement obligations	188 785	167 182
Long-term portion of interest-bearing borrowings	135 838	28 778
Banking liabilities	27 700	42 085
Current liabilities	8 131 235	5 250 758
Other current liabilities	6 887 622	4 924 842
Current portion of interest-bearing borrowings	1 243 613	325 916
Total equity and liabilities	15 131 257	9 741 971
Number of shares in issue (000)	311 839	295 821
Net tangible asset value per share (cents)	1 574	1 186



Statement of changes in shareholders' interest

Statement of changes in shareholders' interest

for the year ended June 30

	2002 R'000	Restated* 2001 R'000
Shareholders' interest at the beginning of the year	3 860 494	3 028 819
Share capital issued	801	309
– capitalisation issue	107	206
– cash issue	623	–
– in terms of the share incentive scheme	71	103
Share premium arising on shares issued	436 025	(68 475)
– in terms of the share incentive scheme	40 067	48 730
– cash issue	557 377	–
– refund of share premium to shareholders	(159 743)	(116 981)
– costs	(1 676)	(224)
Movement in non-distributable reserves	329 882	10 222
– foreign currency translation reserve	329 882	8 723
– revaluation of fixed assets	–	2 186
– transferred to distributable reserves	–	(687)
Movement in retained income	962 033	886 619
– income attributable to shareholders	1 241 249	1 035 466
– dividends and capitalisation issues	(269 006)	(146 183)
– secondary tax on companies	(10 208)	(351)
– transfer from non-distributable reserve	–	687
Shareholders' interest at the end of the year	5 589 235	3 860 494



Recalculated Income Statement

Consolidated income statement

for the half year ended December 31

R'000	Half year ended December 31	
	Recalculated 2001 Unaudited	As published 2001 Unaudited
Revenue	18 273 281	19 790 404
Operating income	891 888	929 805
Net finance income (expense)	(7 391)	(8 521)
Income before taxation	884 497	921 284
Taxation	(225 627)	(235 214)
Income after taxation	658 870	686 070
Income from associates	13 624	13 624
Outside shareholders' interest	(55 007)	(60 231)
Headline earnings	617 487	639 463
Capital items	(12 516)	(13 966)
Income attributable to shareholders	604 971	625 497
Number of shares in issue (weighted 000)	296 261	296 251
Headline earnings per share (cents)	208,4	215,9
Earnings per share (cents)	204,2	211,1
Distribution per share (cents)	90,0	90,0
Exchange rate	13,26	15,61

For information purposes



Three year review

Three year review

for the year ended June 30

	2002 Rbillion	1999 Rbillion	Percentage change
Revenue	42,0	14,6	186
Operating income	2,0	0,72	180
Headline earnings per share (cents)	436,2	245,7	78
Market capitalisation at June 30	14,3	14,4	(1)

For information purposes



**Analysis of Group services,
investment & other income**

Analysis of Group services, investments and other income

for the year ended June 30

	2002 Rmillion	2001 Rmillion
Share dealing profits	45,2	31,9
Dividends from associates	10,3	14,5
Exchange profits		
– cash	31,3	21,5
– trading	71,3	59,8
Other costs	(49,2)	(37,4)

For information purposes



Financial review – analysis of results

Financial review – analysis of results

for the year ended June 30

	2002 Rmillion	2001 Rmillion	Percentage change
Operating income	2 012,6	1 422,2	42
Operating income (excluding Bidvest plc year-on-year exchange gains)	1 900,6	1 422,2	34
Operating income (Group organic growth excluding plc and Group exchange gains)	1 672,6	1 340,9	25
Operating income (SA organic growth)	1 323,7	1 075,6	23

For information purposes