

NIVEUS

INVESTMENTS LIMITED

ANNUAL FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2015

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SHAREHOLDERS' DIARY

Financial year-end	31 March 2015
Annual general meeting	29 October 2015
Reports	
– Preliminary report	May
– Interim report to 30 September 2015	November
– Annual financial statements	September

CORPORATE INFORMATION

Company name and registration

Niveus Investments Limited
Registration number 1996/005744/06
("the company" or "the group" or "Niveus")

Registered office

La Concorde, 57 Main Street, Paarl, 7646
PO Box 6185, Paarl, 7620
Tel: 021 807 3800

Company secretary

HCI Managerial Services Proprietary Limited
Suite 801, 76 Regent Street, Sea Point, 8005

Transfer secretaries

Computershare Investor Services Proprietary Limited
70 Marshall Street, Johannesburg, 2001
PO Box 61051, Marshalltown 2107
Tel: 011 370 7700

Auditors

Grant Thornton (Jhb) Inc

Sponsor

PSG Capital Proprietary Limited

BOARD OF DIRECTORS

Executive directors

André van der Veen (Chief executive officer)
Muriel Loftie-Eaton (Financial director)

Non-executive directors

John Copelyn (Chairman)
Yunis Shaik

Independent non-executive directors

Moretlo Molefi
Jabu Ngcobo
Khutso Mampeule

SHAREHOLDER SNAPSHOT

ANALYSIS OF SHAREHOLDERS

Listed below are the analyses of shareholdings extracted from the register of ordinary shareholders at 31 March 2015.

DISTRIBUTION OF SHAREHOLDERS

		Number of shareholders	% of shareholders	Number of shares	% of issued capital
1	– 1 000 shares	183	31,07	66 212	0,06
1 001	– 10 000 shares	302	51,27	903 744	0,77
10 001	– 50 000 shares	46	7,81	960 535	0,82
50 001	– 100 000 shares	21	3,57	1 557 864	1,33
100 001	– 500 000 shares	14	2,38	2 836 802	2,43
500 001	– 1 000 000 shares	10	1,70	7 431 018	6,35
Over 1 000 000		13	2,21	103 200 595	88,24
		589	100,00	116 956 770	100,00

TYPE OF SHAREHOLDER

	Number of shareholders	% of shareholders	Number of shares	% of issued capital
Banks	3	0,51	69 821	0,06
Close corporation	16	2,72	139 591	0,12
Individual	432	73,34	27 789 392	23,76
Investment company	20	3,40	64 506 346	55,15
Pension fund	3	0,51	8 299	0,01
Private company	28	4,75	13 099 707	11,20
Public company	7	1,19	7 845 208	6,71
Trust	80	13,58	3 498 406	2,99
	589	100,00	116 956 770	100,00

SHAREHOLDER SNAPSHOT (CONTINUED)

SIGNIFICANT SHAREHOLDINGS

At 31 March 2015, as far as Niveus is aware, the following shareholders beneficially held, directly or indirectly, 5% or more of the issued shares:

Shareholder	Number of shares	% of issued capital
Hosken Consolidated Investments ("HCI")	60 833 453	52,01
Directors as shown in Shareholders' Analysis		

SHAREHOLDER ANALYSIS

31 March 2015	Number of shareholders	% of shareholding	Number of shares	% of issued capital
Public	581	98,64	39 227 899	33,54
Non-public	8	1,36	77 728 871	66,46
JA Copelyn [#] (direct)	1	0,17	7 173 840	6,13
AW Eksteen [*] (direct)	1	0,17	3 364	0,00
MJA Golding [*] (direct)	1	0,17	5 933 713	5,08
MJA Golding [^] (indirect)	1	0,17	1 813 033	1,55
HCI	1	0,17	60 833 453	52,01
MM Loftie-Eaton [#] (direct)	1	0,17	140 659	0,12
KI Mampeule [^] (indirect)	1	0,17	960 250	0,82
A van der Veen [#] (direct)	1	0,17	870 559	0,75
TOTAL	589	100,00	116 956 770	100,00

[#] Directors

^{*} Directors of major subsidiaries of Niveus

[^] Associates of directors

STATEMENT OF RESPONSIBILITY BY THE BOARD OF DIRECTORS

The directors are responsible for the maintenance of adequate accounting records and the preparation and integrity of the annual financial statements included in this report.

The annual financial statements are prepared in accordance with International Financial Reporting Standards ("IFRS") and the requirements of the South African Companies Act, 71 of 2008, as amended, on the going concern basis and incorporate full and responsible disclosure. The annual financial statements are based on appropriate accounting policies and supported by reasonable and prudent judgements and estimates. The annual financial statements were prepared under the supervision of the financial director, Muriel Loftie-Eaton CA(SA).

The directors are satisfied that the information contained in the annual financial statements fairly represents the results of operations for the year and the financial position of the group at year-end. The accuracy of the other information included in this report was considered by the directors and they are satisfied that it accords with the annual financial statements.

The directors are also responsible for the group's system of internal financial controls. The system was developed to provide reasonable, but not absolute, assurance regarding the reliability of the annual financial statements, the safeguarding of assets, and to prevent and detect misrepresentation and losses.

The directors are of the opinion that the group will continue as a going concern in the future.

The annual financial statements were audited by the independent auditor, Grant Thornton (Jhb) Inc, to whom unrestricted access was given to all financial records and related information. The report of the independent auditors is presented on page 7.

Signed on behalf of the board of directors.



André van der Veen
CHIEF EXECUTIVE OFFICER



Muriel Loftie-Eaton
FINANCIAL DIRECTOR

18 September 2015
Paarl

DECLARATION BY THE COMPANY SECRETARY

I hereby confirm, in my capacity as company secretary of Niveus Investments Limited, that for the period ended 31 March 2015, the company has filed all required returns and notices in terms of the Companies Act, 71 of 2008, as amended, and that all such returns and notices are to the best of my knowledge and belief true, correct and up to date.

*HCI Managerial Services
Proprietary Limited*

HCI Managerial Services Proprietary Limited
COMPANY SECRETARY

18 September 2015
Cape Town

REPORT OF THE AUDIT AND RISK COMMITTEE

Members: KI Mampeule (chairman), Dr LM Molefi and JG Ngcobo

The audit and risk committee submits this report for the financial year ending 31 March 2015, as required by section 94 of the Companies Act.

The Niveus audit and risk committee is a formal committee of the board, appointed by the shareholders, and functions within its documented terms of reference. All members of the audit and risk committee are independent non-executive directors who act independently and are suitably skilled and experienced. The committee members are permitted to consult with specialists or consultants subject to board approval.

The chief executive officer, the financial director and the group's chief risk officer attend the meetings as permanent invitees, along with external audit and the chief audit executive. Other directors and members of management attend as required.

Three audit and risk committee meetings are held per annum. The chairman of the committee participated in setting and agreeing the agendas to the meetings.

The chairman attended the annual general meeting held on 30 October 2014 via telecom.

FUNCTIONS OF THE AUDIT AND RISK COMMITTEE

In terms of the Companies Act, the audit and risk committee has adopted formal terms of reference, delegated to it by the board of directors, as its audit and risk committee charter.

The audit and risk committee fulfils an independent oversight role regarding the group's integrated annual report, financial statements and the reporting process, including the system of internal financial control, with accountability to both the board and shareholders. The committee's responsibilities include the statutory duties prescribed by the Companies Act, recommendations by King III and additional responsibilities assigned by the board.

The committee has discharged the functions as dictated in its terms of reference and ascribed to it in terms of the Companies Act as follows:

- reviewed the interim, provisional and year-end financial statements, culminating in a recommendation to the board to adopt them;
- reviewed legal matters that could have a significant impact on the group's financial statements;
- reviewed the external audit report on the annual financial statements;
- confirmed no reportable irregularities were identified or reported by the external auditors;
- evaluated policies and procedures regarding internal controls as well as adequacy of and adherence to controls;
- reviewed risk registers of subsidiary companies;
- reviewed and approved the internal audit plan;
- reviewed internal audit reports;
- reviewed the board-approved internal audit charter;
- evaluated compliance with the JSE Listings Requirements;
- verified the independence of the external auditor as per section 92 of the Companies Act, and accordingly nominated Grant Thornton to continue in office as the independent auditor, and noted the appointment of Mr Rudi Huiskamp as the designated auditor for 2015;
- approved the audit fees and engagement terms of the external auditor;
- determined the nature and extent of allowable non-audit services and approved the contract terms for the provision of non-audit services by the external auditor; and
- fulfilled its responsibility in terms of sustainability reporting.

The audit and risk committee fulfils an oversight role regarding the group's financial statements and the reporting process, including the system of internal financial control.

CONFIDENTIAL MEETINGS

Meeting agendas provide for confidential meetings between the committee members and the external and internal auditors, which are held regularly.

INTERNAL AUDIT

The committee has oversight of the group's financial statements and reporting process, including the system of internal financial control. It is responsible for ensuring that the group's internal audit function is independent and has the necessary resources,

REPORT OF THE AUDIT AND RISK COMMITTEE (CONTINUED)

standing and authority in the organisation to discharge its duties. The committee oversees cooperation between internal and external auditors, and serves as a link between the board of directors and these functions. The committee is responsible for the appointment, performance assessment and dismissal of the chief audit executive. The chief audit executive reports functionally to the chair of the committee and administratively to the financial director.

RISK MANAGEMENT AND INTERNAL CONTROL

The board acknowledges that it is accountable for the process of risk management and the system of internal control of the group and has delegated the governance of risk to the audit and risk committee. The committee's responsibilities in terms of risk are to ensure that:

- management designs, implements and monitors the risk management policies;
- risk assessments are performed on an ongoing basis;
- frameworks and methodologies are implemented to increase probability of anticipating unpredictable risks;
- risk responses by management are considered and implemented;
- risk monitoring is continuous; and
- the board should receive assurance regarding effectiveness of risk management.

The committee is accountable to the board for implementing and monitoring the processes of risk management and integrating this into day-to-day activities. However, the committee does not assume the functions of management, which remain the responsibility of the executive directors, officers and other members of senior management.

Risk registers are presented to the board, which identifies the most significant risks based on likelihood and impact of occurrence with mitigating controls documented per risk.

A disciplined and timeous reporting structure enables the committee to be fully apprised of group activities, risks and opportunities. This is achieved by requiring that subsidiaries report their key risks and responses to the committee and update the board when significant changes have taken place.

The chairman of the committee reports to the board of Niveus on the most significant risks derived from the above process.

PREPARATION OF THE ANNUAL FINANCIAL STATEMENTS AND COMPETENCE OF THE FINANCIAL DIRECTOR

As required by the Listings Requirement 3.84(h), the audit and risk committee has considered and has satisfied itself of the appropriateness of the expertise and experience of the financial director, Ms Muriel Loftie-Eaton.

The committee, taking into account the risk of fraud relating to financial reporting, has further considered, and has satisfied itself of the appropriateness of the expertise and adequacy of resources of the Niveus finance function, the effectiveness of the internal financial controls and the experience of the senior members of management responsible for the finance function.

The committee has reviewed the stand-alone and consolidated financial statements of the company and is satisfied that they comply with International Financial Reporting Standards and the Companies Act, and that the accounting policies used are appropriate.

The committee has also reviewed a documented assessment by management of the going concern premise of the company before recommending to the board that the company will be a going concern in the foreseeable future.

RECOMMENDATION OF THE INTEGRATED ANNUAL REPORT

The committee has evaluated the annual financial statements, of the Niveus group for the period ended 31 March 2015 and, based on the information provided, has recommended it for approval by the board.



Khutso Mampeule
CHAIRMAN: AUDIT AND RISK COMMITTEE

INDEPENDENT AUDITOR'S REPORT

TO THE SHAREHOLDERS OF NIVEUS INVESTMENTS LIMITED

We have audited the consolidated and separate financial statements of Niveus Investments Limited set out on pages 11 to 68, which comprise the statements of financial position as at 31 March 2015, and the statements of profit or loss, the statements of other comprehensive income, statements of changes in equity and statements of cash flows for the year then ended, and the notes, comprising a summary of significant accounting policies and other explanatory information.

DIRECTORS' RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

The company's directors are responsible for the preparation and fair presentation of these consolidated and separate financial statements in accordance with International Financial Reporting Standards and the requirements of the Companies Act of South Africa and for such internal control as the directors determine is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatements, whether due to fraud or error.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on these consolidated and separate financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated and separate financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

OPINION

In our opinion, the consolidated and separate financial statements present fairly, in all material respects, the consolidated and separate financial position of Niveus Investments Limited as at 31 March 2015, and its consolidated and separate financial performance and consolidated and separate cash flows for the year then ended in accordance with International Financial Reporting Standards, and the requirements of the Companies Act of South Africa.

OTHER REPORTS REQUIRED BY THE COMPANIES ACT

As part of our audit of the consolidated and separate financial statements for the year ended 31 March 2015, we have read the Directors' Report, Audit and Risk Committee's Report and Company Secretary's Certificate for the purpose of identifying whether there are material inconsistencies between these reports and the audited consolidated and separate financial statements. These reports are the responsibility of the respective preparers. Based on reading these reports we have not identified material inconsistencies between these reports and the audited consolidated and separate financial statements. However, we have not audited these reports and accordingly do not express an opinion on these reports.

Grant Thornton (JHB) DL

GRANT THORNTON (JHB) INC
Registration No.: 1994/001166/21
Chartered Accountants (SA)
Registered Auditors

RM Huiskamp
Director
Chartered Accountant (SA)
Registered Auditor

18 September 2015

@Grant Thornton
Wanderers Office Park
52 Corlett Drive
Illovo, 2196

DIRECTORS' REPORT

NATURE OF THE BUSINESS AND OPERATIONS

Niveus is an investment holding company incorporated in South Africa and listed on the JSE on 10 September 2012. The group's interests consist mainly of investments in the gaming and alcoholic beverage sectors. The main investments are Galaxy Gaming and Entertainment Proprietary Limited ("Galaxy Gaming"), Vukani Gaming Corporation Proprietary Limited ("Vukani") and KVV Holdings Limited ("KVV").

RESULTS

The group made attributable headline earnings of R84 million (2014: R65 million) for the year.

Earnings per share increased from 54,1 cents to 69 cents and headline earnings per share from 57,2 cents to 72,4 cents.

A final dividend of 12 cents per share was declared after year-end on 21 May 2015, paid on 15 June 2015, and was therefore not provided for in the annual financial statements.

In the company's prelisting statement it indicated its intention to pay dividends equating to 50% of headline earnings. In the light of the group's growth and investment requirements, coupled with the uncertainty of bingo licences in KwaZulu-Natal, the directors resolved to amend the principle and will in future determine the dividends on an annual basis after considering capital requirements.

BUSINESS COMBINATIONS AND DISPOSAL OF SUBSIDIARIES

During the year, the group acquired a 100% interest in Thaba Gare Lydenburg Proprietary Limited and disposed of, resulting in the loss of control, the interest in The Glen Restaurant Proprietary Limited, Red Stripe Trading 107 Proprietary Limited and The Bridge Grill Proprietary Limited. The interests were sold to The Niveus Foundation Trust and its subsidiary, which is independent from Niveus. Refer to note to 32 to the annual financial statements for more details on the business combinations and disposal of subsidiaries.

CORPORATE ACTIONS

Niveus increased its interest in KVV from 54,25% to 57,13% during July 2014 and August 2014 for a cash consideration of R16 million. The transaction was partly implemented by subsidiaries of KVV obtaining shares in KVV, shown in KVV's financial results as treasury shares.

SHARES ISSUED

On 29 July 2014, a gross dividend of 28 cents per ordinary share, with a net dividend of 23,8 cents per share after Dividend Withholding Tax of 15%, or the option to elect a capitalisation issue alternative of one share for every 76 shares held, was declared. A gross cash dividend of R1,6 million was paid and 1 445 185 capitalisation shares were issued on 18 August 2014.

MAJORITY SHAREHOLDER

HCI is the holding company of Niveus with an effective interest of 52,01%.

DIRECTORS' REPORT (CONTINUED)

SPECIAL RESOLUTIONS

Date	Special resolution
29 July 2014	Approval of a cash dividend of 28 cents per share, together with a capitalisation issue alternative (one share for every 76 shares held) and the directors of the company are authorised to do such things as may be deemed necessary.
30 October 2014	Approval of annual fees to be paid to non-executive directors. General authority to repurchase company shares. Deletion of clause 32.1.1.1.4.3 of the company's MOI: <i>Clause 32.1.1.1.4.3 of the company's MOI refers to the shareholders' approval of capitalisation issues.</i> General authority to provide financial assistance.

SPECIAL RESOLUTIONS OF SUBSIDIARIES

The statutory information relating to special resolutions passed by subsidiaries is available at the registered office of the company.

DIRECTORATE AND COMPANY SECRETARY

The directors of the company and the company secretary's details are set out on page 1. No changes were effected to the directors of the company.

Details of directors' shareholdings appear on page 50 and directors' emoluments on page 51.

Share options on Niveus' shares are granted by the administrator and details thereof are provided for disclosure purposes on pages 52 and 53.

During the year, on 12 August 2014, Muriel Loftie-Eaton exercised 92 986 options at R5,86 per share. On 31 March 2015, André van der Veen exercised 886 059 options at R5,63 and Muriel Lofie-Eaton exercised 31 502 options at R5,58.

Subsequent to year-end, on 17 June 2015, Muriel Loftie-Eaton exercised 92 986 options at R5,46 per share.

In accordance with the company's memorandum of incorporation, Khutso Mampeule, John Copelyn and Dr Moretlo Molefi will retire by rotation at the forthcoming annual general meeting. The retiring directors, being eligible, offer themselves for re-election.

DIRECTORS' REPORT (CONTINUED)

GOING CONCERN

The board considers the going concern status of the Niveus group on a biannual basis with reference to the following:

- net available funds and the liquidity thereof;
- the following year's forecast of profitability and cash flows; and
- the Niveus group's current financial position.

The directors report that they have a reasonable expectation that the group has adequate resources to continue in operational existence for the foreseeable future.

AUDITORS

Grant Thornton will continue in office in accordance with section 90 of the South African Companies Act, with Mr Rudi Huiskamp as the designated auditor.

FINANCIAL COVENANTS

During August 2014, Vukani obtained a loan facility of R200 million from FirstRand Bank Limited to fund future capital expansion and operational requirements. This facility was extended with an additional R15 million during the year. In terms of the loan agreement, Niveus must maintain various financial ratios and supply FirstRand Bank Limited with a financial covenant compliance certificate every six months. During the 2015 financial year, Niveus issued two compliance certificates and did not breach the covenants.

NO MATERIAL CHANGE

There has been no material change in the financial or trading position of the Niveus group since the publication of its provisional results for the year ended 31 March 2015.

SUBSEQUENT EVENTS

Refer page 66 for more information. The directors are not aware of any further matter or circumstance arising since the end of the financial year, not otherwise dealt with within the annual financial statements that would affect the operations or results of the company or the group significantly.

PREPARER

These annual financial statements were prepared under the supervision of the financial director, Muriel Loftie-Eaton CA(SA).

STATEMENTS OF FINANCIAL POSITION

AS AT 31 MARCH 2015

	Notes	Group		Company	
		2015 R'000	2014 R'000	2015 R'000	2014 R'000
Assets					
Non-current assets					
		1 338 005	1 200 750	688 735	601 421
Property, plant and equipment	1	1 150 507	1 023 845	–	–
Investment properties	2	6 813	3 900	–	–
Goodwill	3	60 360	49 730	–	–
Intangible assets	4	77 279	78 450	–	–
Investments in associates and joint ventures	5	21 693	15 272	–	–
Investments in subsidiaries	6	–	–	688 735	601 421
Deferred taxation	7	16 991	17 996	–	–
Loans receivable	8	4 362	11 557	–	–
		1 514 756	1 533 880	11 600	17 433
Current assets					
Inventories	9	1 039 406	1 005 172	–	–
Derivative financial instruments	10	3 715	5 952	–	–
Trade and other receivables	11	320 163	295 452	11 521	11 260
Loans receivable	8	17 944	3 123	–	–
Taxation		1 242	741	54	54
Cash and cash equivalents	25.6	132 286	223 440	25	6 119
Total assets		2 852 761	2 734 630	700 335	618 854
Equity and liabilities					
Capital and reserves					
		1 985 645	1 902 357	639 556	561 537
Stated capital	12	867 756	837 002	867 756	837 002
Other reserves	13	(70 216)	(76 971)	3 966	3 321
Accumulated profits/(losses)		497 478	413 543	(232 166)	(278 786)
Equity attributable to equity holders of the parent		1 295 018	1 173 574	639 556	561 537
Non-controlling interest		690 627	728 783	–	–
		391 526	277 034	3 457	–
Non-current liabilities					
Operating lease equalisation liability		4 079	3 356	–	–
Borrowings	14	261 033	163 225	–	–
Finance lease liabilities	15	–	2 404	–	–
Other payables	16	5 823	420	3 457	–
Deferred taxation	7	120 591	107 629	–	–
		475 590	555 239	57 322	57 317
Current liabilities					
Trade and other payables	16	444 589	498 370	37 028	45 397
Derivative financial instruments	10	1 585	23 911	–	–
Loans from subsidiaries	6	–	–	20 294	11 920
Current portion of borrowings	14	17 454	25 873	–	–
Current portion of finance lease liabilities	15	2 231	4 720	–	–
Taxation		9 731	2 365	–	–
Total equity and liabilities		2 852 761	2 734 630	700 335	618 854

STATEMENTS OF PROFIT OR LOSS

FOR THE YEAR ENDED 31 MARCH 2015

	Notes	Group		Company	
		2015 R'000	2014 R'000	2015 R'000	2014 R'000
Revenue	18	1 205 348	1 154 982	–	–
Net gaming win		999 695	818 421	–	–
		2 205 043	1 973 403	–	–
Other income		32 603	12 540	–	–
Other operating expenses		(1 917 810)	(1 773 760)	(20 786)	(4 931)
Depreciation and amortisation		(129 820)	(107 588)	–	–
Investment income	19	5 801	11 136	196 931	6 558
Share of profits of associates and joint ventures		1 474	331	–	–
Asset impairments	1, 4	(4 837)	(6 412)	–	–
Impairment of investment in joint venture	5	(903)	–	–	–
Impairment of loans to subsidiaries	6	–	–	(93 461)	(21 618)
Finance costs	21	(24 217)	(16 496)	(6 235)	(5 472)
Profit/(loss) before taxation	22	167 334	93 154	76 449	(25 463)
Taxation	23	(73 326)	(34 044)	–	–
Profit/(loss) for the year		94 008	59 110	76 449	(25 463)
Attributable to:					
Equity holders of the parent		80 286	61 471		
Non-controlling interest		13 722	(2 361)		
		94 008	59 110		
Earnings per share (cents)	24	69,0	54,1		
Headline earnings per share (cents)	24	72,4	57,2		
Diluted earnings per share (cents)	24	67,8	52,8		
Diluted headline earnings per share (cents)	24	71,2	55,9		

STATEMENTS OF OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 MARCH 2015

	Notes	Group		Company	
		2015 R'000	2014 R'000	2015 R'000	2014 R'000
Profit/(loss) for the year		94 008	59 110	76 449	(25 463)
Other comprehensive income net of tax:					
<i>Items that may be reclassified subsequently to profit or loss</i>					
Foreign currency translation differences	13	2 875	2 773	-	-
Total comprehensive income/(loss) for the year		96 883	61 883	76 449	(25 463)
Attributable to:					
Equity holders of the parent		83 030	63 927		
Non-controlling interest		13 853	(2 044)		
		96 883	61 883		

STATEMENTS OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 MARCH 2015

	Notes	Stated capital R'000	Other reserves R'000	Accumulated profits R'000	Non-controlling interest R'000	Total R'000
Group						
Balances as at 31 March 2013		790 345	(85 093)	367 212	783 561	1 856 025
Stated capital						
Shares issued	12	46 657	–	–	–	46 657
Current operations						
Total comprehensive income for the year		–	2 456	61 471	(2 044)	61 883
Equity-settled share-based payments		–	5 647	–	–	5 647
Effects of changes in holding		–	(52)	27 934	(47 332)	(19 450)
Capital reductions and dividends		–	–	(42 943)	(5 462)	(48 405)
Transfer of reserves		–	71	(131)	60	–
Balance as at 31 March 2014		837 002	(76 971)	413 543	728 783	1 902 357
Stated capital						
Shares issued	12	30 754	–	–	–	30 754
Current operations						
Total comprehensive income for the year		–	2 744	80 286	13 853	96 883
Equity-settled share-based payments		–	6 194	–	–	6 194
Effects of changes in holding		–	15	33 794	(46 359)	(12 550)
Capital reductions and dividends		–	–	(32 343)	(5 650)	(37 993)
Transfer of reserves		–	(2 198)	2 198	–	–
Balance as at 31 March 2015		867 756	(70 216)	497 478	690 627	1 985 645

	Notes	Stated capital R'000	Other reserves R'000	Accumulated losses R'000	Total R'000	
Company						
Balances at 31 March 2013			790 345	–	(210 380)	579 965
Stated capital						
Shares issued	12	46 657	–	–	–	46 657
Current operations						
Total comprehensive loss for the year		–	–	–	(25 463)	(25 463)
Equity-settled share-based payments		–	–	3 321	–	3 321
Capital reductions and dividends		–	–	–	(42 943)	(42 943)
Balances at 31 March 2014			837 002	3 321	(278 786)	561 537
Capital reductions and dividends						
Shares issued	12	30 754	–	–	–	30 754
Current operations						
Total comprehensive income for the year		–	–	–	76 449	76 449
Equity-settled share-based payments		–	–	3 159	–	3 159
Transfer of reserves		–	–	(2 514)	2 514	–
Capital reductions and dividends		–	–	–	(32 343)	(32 343)
Balances at 31 March 2015			867 756	3 966	(232 166)	639 556

STATEMENTS OF CASH FLOWS

FOR THE YEAR ENDED 31 MARCH 2015

	Notes	Group		Company	
		2015 R'000	2014 R'000	2015 R'000	2014 R'000
Cash flows from operating activities		130 264	219 772	(18 765)	16 407
Cash generated by/(utilised in) operations	25.1	331 113	242 882	(13 672)	(1 610)
Investment income		5 600	11 024	79	6 141
Changes in working capital	25.2	(133 030)	15 974	(5 172)	11 876
Cash generated by/(utilised in) operating activities		203 683	269 880	(18 765)	16 407
Finance costs		(22 042)	(12 841)	–	–
Taxation paid	25.3	(51 377)	(37 267)	–	–
Cash flows from investing activities		(292 620)	(235 051)	(19 431)	(579)
Business combinations	25.4	(1 067)	–	–	–
Investment in:					
– Subsidiary companies	25.5	(11 874)	(19 450)	(19 424)	(579)
– Associated companies and joint ventures	5	(6 648)	–	–	–
Dividends received		236	200	–	–
Disposal of subsidiaries	25.4	(1 227)	–	–	–
Short-term loans repayments received		9 849	20 752	–	–
Short-term loans advanced		(8 009)	–	(7)	–
Increase in long-term loans receivable		–	(6 287)	–	–
Intangible assets acquired		(3 337)	(4 575)	–	–
Property, plant and equipment:					
– Additions		(274 404)	(230 898)	–	–
– Disposals		3 861	5 207	–	–
Cash flows from financing activities		71 202	(21 246)	32 102	(92 251)
Treasury shares acquired	25.5	(4 315)	–	–	–
Dividends paid to non-controlling shareholders		(7 230)	(13 595)	(1 590)	(9 202)
Loans from/(to) subsidiary companies		–	–	33 692	(83 049)
Long-term funding received		105 544	–	–	–
Long-term funding repaid		(22 797)	(7 651)	–	–
Cash and cash equivalents					
Movement for the year		(91 154)	(36 525)	(6 094)	(76 423)
At beginning of year		223 440	259 965	6 119	82 542
At end of year	25.6	132 286	223 440	25	6 119

ACCOUNTING POLICIES

FOR THE YEAR ENDED 31 MARCH 2015

1. ACCOUNTING POLICIES

The annual financial statements are presented in accordance with, and comply with International Financial Reporting Standards (“IFRS”) as issued by the International Accounting Standards Board (“IASB”) and effective at the time of preparing these financial statements, the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee of the South African Institute of Chartered Accountants (“SAICA”), Financial Pronouncements as issued by the Financial Reporting Standards Council (“FRSC”), the JSE Listings Requirements and the South African Companies Act, 71 of 2008, as amended.

The annual financial statements were prepared under the historical cost convention, as modified by the revaluation to fair value of investment properties and certain financial instruments as described in the accounting policies below. The accounting policies are consistent with those applied in the previous year, except for the effect of the new standards and interpretations, effective for the financial year ended 31 March 2015, as presented in note 3.

The preparation of the annual financial statements in accordance with IFRS requires that certain critical accounting estimates and assumptions be used. It also requires management to exercise their judgement in the process of applying the accounting policies of the group. The areas involving a higher level of judgement or complexity, or areas where assumptions and estimates have a material effect on the annual financial statements are presented in note 2.

The accounting policies that the group applied in the presentation of the annual financial statements are set out below:

1.1 SEGMENTAL REPORTING

Operating segments are reported in a manner consistent with internal reporting to the chief operating decision-maker for purposes of allocating company resources and assessing their performance. The chief operating decision-maker has been identified as the executive committee that makes strategic decisions. Operating segments are individual components of an entity that engage in business activities from which they may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same entity), and whose operating results are regularly reviewed by the entity’s chief operating decision-maker and for which discreet financial information is available. Operating segments that display similar economic characteristics are aggregated for reporting purpose.

1.2 CONSOLIDATION AND EQUITY ACCOUNTING

The annual financial statements include the financial information of the subsidiaries, associated entities and joint arrangements.

(i) SUBSIDIARIES

Subsidiaries are all entities (including structured entities) controlled by the group. Control exists where the group is exposed to, or has rights to, variable returns from its involvement with that entity and where the group has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the group until the date control ceases.

The group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair value of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair value at the acquisition date. The group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interest’s proportionate share of the recognised amounts of acquiree’s identifiable net assets.

ACCOUNTING POLICIES (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, the acquisition date fair value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date, any gains or losses arising from such remeasurement are recognised in profit or loss.

Any contingent consideration to be transferred by the group is recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability are recognised in accordance with IAS 39 either in profit or loss or as a change to other comprehensive income. Contingent consideration that is classified as equity is not remeasured, and its subsequent settlement is accounted for within equity.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill. If the total of consideration transferred, non-controlling interest recognised and previously held interest measured is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in the statement of profit or loss.

Goodwill is stated at cost less impairment losses and is reviewed for impairment on an annual basis.

Intra-group balances, transactions and any unrealised gains and losses or income and expenses arising from intra-group transactions, are eliminated in preparing the annual financial statements. Unrealised losses are eliminated unless the transaction provides evidence of an impairment of the asset transferred. When necessary amounts reported by subsidiaries have been adjusted to conform with the group's accounting policies.

When the group ceases to have control, any retained interest in the entity is remeasured to its fair value at the date when control is lost, with the change in the carrying amount recognised in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint arrangement or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

Investments in subsidiaries are accounted for at cost less accumulated impairment in the separate financial statements of the company.

(ii) TRANSACTIONS AND NON-CONTROLLING INTERESTS

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions – that is, as transactions with the owners in their capacity as owners. The difference between fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

(iii) JOINT ARRANGEMENTS

Joint arrangements are classified as either joint operations or joint ventures depending on the contractual rights and obligations of each investor. The group has assessed the nature of its joint arrangements and determined them to be joint ventures. Joint ventures are accounted for using the equity method.

Under the equity method of accounting, interests in joint ventures are initially recognised at cost and adjusted thereafter to recognise the group's share of the post-acquisition profits or losses and movements in other comprehensive income. When the group's share of losses in a joint venture equals or exceeds its interests in the joint ventures (which includes any long-term interests that, in substance, form part of the group's net investment in the joint ventures), the group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the joint ventures.

ACCOUNTING POLICIES (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

Unrealised gains on transactions between the group and its joint ventures are eliminated to the extent of the group's interest in the joint ventures. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of the joint ventures have been changed where necessary to ensure consistency with the policies adopted by the group.

Investments in joint ventures are accounted for at cost less accumulated impairment in the separate financial statements of the company.

(iv) ASSOCIATES

Associated companies are all entities over which the group has significant influence but not control, general accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting. Under the equity method, the investment is initially recognised at cost, and the carrying amount is increased or decreased to recognise the investor's share of the profit or loss of the investee after the date of acquisition. The group's investment in associates includes goodwill identified on acquisition.

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income is reclassified to profit or loss where appropriate. The group's share of post-acquisition profit or loss is recognised in the statement of profit or loss, and its share of post-acquisition movements in other comprehensive income is recognised in other comprehensive income with a corresponding adjustment to the carrying amount of the investment. When the group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the group does not recognise further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the associate.

The group determines at each reporting date whether there is any objective evidence that the investment in the associate is impaired. If this is the case, the group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value and recognises the amount adjacent to "share of profit/(loss) of associates" in the statement of profit or loss.

Unrealised gains on transactions between the group and its associates are eliminated to the extent of the group's interest in the associates. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Associates' accounting policies have been changed, where necessary, to ensure consistency with the policies adopted by the group.

Dilution gains and losses arising in investments in associates are recognised in the statement of profit or loss.

The group recognises its share of associates' results in profit or loss, after accounting for interest, tax and non-controlling interests.

Investments in associates are accounted for at cost less accumulated impairment in the separate financial statements of the company.

(v) COMMON CONTROL TRANSACTIONS

Acquisitions of subsidiaries which do not result in a change of control of the subsidiaries are accounted for as common control transactions. The excess of the cost of the acquisition over the group's interest in the carrying value of the identifiable assets and liabilities of the acquired entity is carried as a non-distributable reserve in the consolidated results.

1.3 FOREIGN EXCHANGE

(i) FUNCTIONAL AND PRESENTATION CURRENCY

Items included in the financial statements of each of the group's entities are measured using the currency of the primary economic environment in which the entity operates (the functional currency). The annual financial statements are presented in South African rand, which is the group's functional and presentation currency.

ACCOUNTING POLICIES (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

(ii) TRANSACTIONS AND BALANCES

The financial statements for each group company were prepared on the basis that transactions in foreign currencies are recorded in their functional currency at the rate of exchange ruling at the date of the transaction. Monetary items denominated in foreign currencies are retranslated at the rate of exchange ruling at the statement of financial position date, with the resultant translation differences being recognised in profit or loss. Translation differences on non-monetary assets, such as equity investments classified as available-for-sale, are recognised in other comprehensive income.

(iii) FOREIGN SUBSIDIARIES, ASSOCIATES AND JOINT ARRANGEMENTS – TRANSLATION

One-off items in the statement of profit or loss and statement of cash flows of foreign subsidiaries, associates and joint arrangements expressed in currencies other than the South African rand are translated to South African rand at the rates of exchange prevailing on the day of the transaction. All other items are translated at weighted average rates of exchange for the relevant reporting period. Assets and liabilities of these undertakings are translated at closing rates of exchange at each reporting date. All translation exchange differences arising on the retranslation of opening net assets, together with differences between income statements translated at average and closing rates, are recognised as a separate component of equity. For these purposes net assets include loans between group companies that form part of the net investment, for which settlement is neither planned nor likely to occur in the foreseeable future, and are denominated in the functional currency of either the parent or the foreign entity. When a foreign operation is disposed of, any related exchange differences in equity are recycled through profit or loss as part of the gain or loss on disposal.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the rate of exchange at reporting date.

1.4 PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment are stated at cost net of accumulated depreciation and any impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the assets. Subsequent costs are included in the asset's carrying value or recognised as a separate asset as appropriate, only when it is probable that future economic benefits associated with the specific asset will flow to the group and the cost can be measured reliably.

Repairs and maintenance costs are charged to profit or loss during the financial period in which they are incurred.

Assets' residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each reporting date.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. (Refer to note 1.11)

(i) DEPRECIATION

No depreciation is provided on freehold land or assets in the course of construction. In respect of all other property, plant and equipment, depreciation is provided on a straight-line basis at rates calculated to write off the cost or valuation, less the estimated residual value of each asset over its expected useful life as follows:

Computer and office equipment	3 years
Plant and machinery	6 – 50 years
Buildings	40 years
Furniture and fittings	5 – 10 years
Art	10 years
Gaming machines	6 years
Motor vehicles	4 – 15 years
Gaming equipment and signage	3 – 10 years
Site leasehold improvements	Lesser of estimated useful life or period of lease (normally 8 years)

ACCOUNTING POLICIES (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

(ii) PROFIT OR LOSS ON DISPOSAL

The profit or loss on the disposal of an asset is the difference between the disposal proceeds and the carrying amount of the asset. The profit or loss on disposal is recognised in profit or loss in the period in which they arise.

1.5 INVESTMENT PROPERTIES

Investment properties are held for capital appreciation and are not occupied by the group. Investment properties are recognised at fair value representing estimated market value. Changes in fair value are recognised in profit or loss in the period in which they arise.

Investment properties are valued by external independent professional valuers every third year.

1.6 INTANGIBLE ASSETS

Intangible assets are stated at cost less accumulated amortisation and impairment losses. Cost is usually determined as the amount paid by the group.

Amortisation is recognised together with depreciation in profit or loss.

Intangible assets with indefinite lives are not amortised but are subject to annual reviews for impairment.

Intangible assets with finite lives are amortised on a straight-line basis over their estimated useful economic lives, and only tested for impairment where there is a triggering event. The directors' assessment of the useful life of intangible assets is based on the nature of the asset acquired, the durability of the products to which the asset attaches and the expected future impact of competition on the business.

(i) COMPUTER SOFTWARE

Where computer software is not an integral part of a related item of property, plant and equipment, the software is capitalised as an intangible asset.

Acquired computer software licences are capitalised on the basis of the costs incurred to acquire and bring them to use. Direct costs associated with the production of identifiable and unique internally generated software products controlled by the group that will probably generate future economic benefits are capitalised. Direct costs include software development employment costs (including those of contractors used) and an appropriate portion of overheads. Capitalised computer software, licence and development costs are amortised over their useful economic lives (five to eight years) that are reassessed on an annual basis.

Internally generated costs associated with maintaining computer software programmes are expensed as incurred.

(ii) BID COSTS AND GAMING LICENCES

Costs incurred during the bidding process for a gaming licence are capitalised by the group on the successful award of a gaming licence, and amortised over the exclusivity period applicable to each licence, which ranges from 15 to 20 years from date of commencement of those operations.

The costs associated with unsuccessful gaming licence applications are written off as and when related bids are determined to be unsuccessful.

(iii) TRADEMARKS

Trademarks are recognised initially at cost. Trademarks have definite useful lives (five to 20 years) and are carried at cost less accumulated amortisation.

ACCOUNTING POLICIES (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

1.7 FINANCIAL ASSETS AND FINANCIAL LIABILITIES

Financial instruments disclosed in the annual financial statements include cash and cash equivalents, investments in money market funds, other investments, derivative instruments, debtors and short-term loans, trade and other payables and borrowings. Financial instruments are initially recognised at fair value, including transaction costs, when the group becomes party to the contractual terms of the instruments. The transaction costs relating to the acquisition of financial instruments held at fair value through profit and loss are expensed.

If a legally enforceable right exists to set off recognised amounts of financial assets and liabilities and there is an intention to settle net, the relevant financial assets and liabilities are offset.

Interest costs are recognised using the effective-interest method. Premiums or discounts arising from the difference between the net proceeds of financial instruments purchased or issued and the amounts receivable or repayable at maturity are included in the effective-interest calculation and taken to net interest payable over the life of the instrument.

Financial assets (or portions thereof) are derecognised when the group realises the rights to the benefits specified in the contract, the rights expire or the group surrenders or otherwise loses control of the contractual rights that comprise the financial asset. On derecognition, the difference between the carrying amount of the financial asset and proceeds receivable, as well as any prior adjustments to reflect fair value that had been recognised in other comprehensive income, is included in the statement of profit or loss.

Financial liabilities (or portions thereof) are derecognised when the group's obligation specified in the contract is discharged or cancelled or has expired. On derecognition, the difference between the carrying amount of the financial liability, including related unamortised costs, and the amount paid for it is included in the statement of profit or loss.

Subsequent to initial recognition, these instruments are measured as follows:

(i) FINANCIAL INSTRUMENTS AT FAIR VALUE THROUGH PROFIT OR LOSS

These instruments, consisting of investments in money market funds, financial instruments held-for-trading and those designated at fair value through profit and loss at inception, are carried at fair value. Derivatives are also classified as held-for-trading unless they are designated as hedges.

Realised and unrealised gains and losses arising from changes in the fair value of these financial instruments are recognised in the statement of profit or loss in the period in which they arise.

(ii) HELD-TO-MATURITY INVESTMENTS

Instruments with fixed maturity that the group has the intent and ability to hold to maturity are classified as held-to-maturity financial instruments and are carried at amortised cost using the effective interest rate method.

(iii) LOANS AND RECEIVABLES

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets (trade and other receivables), except for maturities of greater than 12 months after the statement of financial position date, which are classified as non-current assets.

Trade receivables are initially recognised at fair value and subsequently measured at amortised cost less provision for impairment. A provision for impairment of trade receivables is established when there is objective evidence that the group will not be able to collect all amounts due according to the terms of the receivables.

Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments are considered indicators that the trade receivable is impaired. The amount of the provision is the difference between the asset's carrying value and the present value of the estimated future cash flows discounted at the original effective interest rate. The carrying amount of the asset is reduced through the use of a provision account, and the amount of the loss is recognised in profit or

ACCOUNTING POLICIES (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

loss. When a trade receivable is uncollectible, it is written off against the provision account for trade receivables. Subsequent recoveries of amounts previously written off are recognised in profit or loss as bad debts recovered.

(iv) FINANCIAL LIABILITIES AT AMORTISED COST

Trade payables and borrowings are recognised initially at fair value and subsequently measured at amortised cost using the effective interest rate method.

(v) AVAILABLE-FOR-SALE INVESTMENTS

Other long-term financial instruments are classified as available-for-sale and are carried at fair value. Unrealised gains and losses arising from changes in the fair value of available-for-sale financial instruments are recognised through other comprehensive income in the period in which they arise. When these financial instruments are either derecognised or impaired, the accumulated fair value adjustments are realised and included in the income statement.

(vi) CASH AND CASH EQUIVALENTS

Cash and cash equivalents are carried at cost and include cash in hand, bank deposits, other short-term highly liquid investments and bank overdrafts.

Bank overdrafts are included within cash and cash equivalents on the face of the statement of cash flows as they form an integral part of the group's cash management.

(vii) FAIR VALUE

Financial instruments that are measured at fair value in the statement of financial position, are disclosed by level of the following fair value hierarchy:

Level 1 – Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 – Inputs (other than quoted prices included within level 1) that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices).

Level 3 – Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The fair value of financial instruments traded in an organised financial market is measured at the applicable quoted prices. The fair value of the financial instruments that are not traded in an organised financial market is determined using a variety of methods and assumptions that are based on market conditions and risk existing at reporting date, including independent appraisals and discounted cash flow methods. Fair values represent an approximation of possible value, which may differ from the value that will finally be realised.

1.8 DERIVATIVE FINANCIAL ASSETS AND FINANCIAL LIABILITIES

Derivative financial assets and financial liabilities are financial instruments whose value changes in response to an underlying variable, require little or no initial investment and are settled in the future.

Derivative financial assets and liabilities are analysed between current and non-current assets and liabilities on the face of the statement of financial position, depending on when they are expected to mature. For derivatives that are not designated to have a hedging relationship, all fair value movements thereon are recognised immediately in profit or loss.

1.9 INVENTORIES

Inventories are stated at the lower of cost or net realisable value. Cost is determined using the weighted average or first-in first-out method. The cost of finished goods and work in progress comprises raw materials, direct labour, other direct costs and related production overheads (based on normal operating capacity) but excludes borrowing costs. Net realisable value is the estimated selling price in the ordinary course of the business, less selling expenses.

Provision is made for slow-moving goods, and obsolete materials are written off.

ACCOUNTING POLICIES (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

1.10 STATED CAPITAL

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds. Where subsidiaries hold shares in the holding company's equity share capital, the consideration paid to acquire these shares is deducted from total shareholders' equity as treasury shares. Where such shares are subsequently sold or reissued, any consideration received is included in shareholders' equity. Shares issued to or held by share incentive plans within the group are treated as treasury shares until such time when participants pay for and take delivery of such shares.

1.11 IMPAIRMENT OF ASSETS

An asset is impaired if its carrying amount is greater than its estimated recoverable amount, which is the higher of its fair value less cost to sell or its value in use.

(i) GOODWILL AND INTANGIBLE ASSETS WITH INDEFINITE LIVES

These assets are assessed annually for possible impairments. For purposes of impairment testing, goodwill is allocated to cash-generating units, being the lowest component of the business measured in the management accounts that is expected to generate cash flows that are largely independent of another business component. Impairment losses relating to goodwill are not reversed. Any impairment is recognised in the statement of profit or loss.

(ii) OTHER ASSETS

The group assesses at each reporting date whether there is objective evidence that other assets may be impaired.

Subsidiaries, joint ventures and associated companies

The carrying amounts of subsidiaries, joint ventures and associated companies are reviewed, if there is objective evidence of impairment, and written down where necessary.

Investment properties, property, plant and equipment and intangible assets with finite useful lives

Where these assets are identified as being impaired, that is when the recoverable amount has declined below its carrying amount, the carrying amount is reduced to reflect the decline in value. Such written-off amounts are accounted for in the statement of profit or loss.

Financial instruments carried at amortised cost

A financial asset is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that have occurred after the initial recognition of the asset (a "loss event") and that loss event has an impact on the estimated future cash flows of the financial asset that can be reliably estimated.

If there is objective evidence that an impairment loss on loans and receivables or held-to-maturity investments carried at amortised cost has occurred, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the financial asset's original effective interest rate. The carrying amount of the asset is reduced and the amount of the loss is recognised in the income statement. If a held-to-maturity investment or a loan has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under contract. As a practical expedient, the group may measure impairment on the basis of an instrument's fair value using an observable market price.

If in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, such as improved credit rating, the previously recognised impairment loss is reversed and is recognised in the statement of profit or loss.

ACCOUNTING POLICIES (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

Financial assets carried at fair value

If any objective evidence of impairment exists for available-for-sale financial assets, the cumulative loss, measured as the difference between the acquisition cost and current fair value, less any impairment loss on the financial asset previously recognised in profit or loss is removed from other comprehensive income and recognised in the statement of profit or loss.

Impairment losses on equity instruments that were recognised in the statement of profit or loss are not subsequently reversed through the statement of profit or loss – such reversals are accounted for in other comprehensive income.

1.12 NON-CURRENT ASSETS HELD FOR SALE

Items classified as non-current assets held for sale are measured at the lower of carrying amount and fair value less costs to sell.

Such assets are classified as held for sale if their carrying amount will be recovered through a sale transaction rather than through continued use. This condition is regarded as met only when a sale is highly probable, the asset or disposal group is available for immediate sale in its present condition and management is committed to the sale that is expected to qualify for recognition as a completed sale within one year from date of classification.

1.13 PROVISIONS

Provisions are recognised when a present legal or constructive obligation exists as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made.

Provisions are measured at the present value of the expected expenditure required to settle the obligation using a pre-tax rate that reflects the current market assessment of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as interest expense.

1.14 REVENUE RECOGNITION

Revenue is measured at the fair value of the consideration received or receivable.

(i) SALE OF GOODS

Revenue from the sale of goods is recognised when all of the following conditions are satisfied:

- the group has transferred to the buyer the significant risks and rewards of ownership of the goods;
- the group retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the economic benefits associated with the transaction will flow to the group; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

KWV's revenue is shown inclusive of excise and net of value-added tax ("VAT"), returns, rebates and discounts, and after eliminating sales within the group.

(ii) RENDERING OF SERVICES

Revenue arising from services is recognised when the service is rendered.

(iii) INTEREST INCOME

Interest income is recognised using the effective-interest method. When a receivable is impaired the group reduces the carrying amount to its recoverable amount by discounting the estimated future cash flows at the original effective interest rate, and continuing to unwind the discount as interest income.

ACCOUNTING POLICIES (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

(iv) DIVIDEND INCOME

Dividend income is recognised when the right to receive payment is established.

(v) NET GAMING WIN

Net gaming win comprises the slot machine win derived by limited payout route operations from gambling patrons and net bingo winnings derived from betting patrons. In terms of accounting standards, betting transactions concluded under gaming operations meet the definition of derivatives and therefore income from gaming operations represents the net position arising from financial instruments. The net gaming win is measured as the net cash received from betting transactions from gaming operations. Due to the short-term nature of the group's gaming operations, all income is recognised immediately in profit and loss at fair value.

VAT and other taxes, including gaming levies, that are charged on gaming and betting winnings are included in net gaming win and are treated as direct costs as these are borne by the group and not customers.

1.15 LEASES

(i) THE GROUP IS THE LESSEE

Leases of property, plant and equipment where the group has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. Each lease payment is allocated between the liability and finance charges so as to achieve a constant rate on the finance balance outstanding.

The corresponding rental obligations, net of finance charges, are included in other long-term payables. The interest element of the finance cost is charged to the statement of profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The property, plant and equipment acquired under finance leases are depreciated over the shorter of the asset's useful life and the lease term.

Leases where the lessor retains substantially all the risks and rewards of ownership are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are recognised in profit or loss on a straight-line basis over the period of the lease.

The difference between the amounts recognised as an expense and the contractual payments is recognised as an operating lease liability. This liability is not discounted.

Any contingent rents are expensed in the period they are incurred.

(ii) THE GROUP IS THE LESSOR

Assets leased to third parties under operating leases are included in property, plant and equipment in the statement of financial position. They are depreciated over their expected useful lives on a basis consistent with similar owned property, plant and equipment. Rental income (net of any incentives given to lessees) is recognised in profit or loss.

1.16 BORROWING COSTS

Borrowing costs that are directly attributable to the acquisition, construction or production of qualifying assets are capitalised.

A qualifying asset is an asset that necessarily takes a substantial period of time to get ready for its intended use or sale.

ACCOUNTING POLICIES (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

1.17 TAX

(i) INCOME TAX

The tax expense for the period comprises current and deferred tax. Tax is recognised in the statement of profit or loss except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity. Current tax expense is based on the results for the period as adjusted for items that are not taxable or not deductible. The group's liability for current taxation is calculated using tax rates and laws that have been enacted or substantively enacted by the reporting date.

Deferred tax is provided in full, using the statement of financial position liability method, in respect of all temporary differences arising between the tax bases of assets and liabilities and their carrying values in the annual financial statements, except where the temporary difference arises from goodwill or from the initial recognition (other than a business combination) of other assets and liabilities in a transaction that affects neither accounting nor taxable profit.

Deferred tax liabilities are recognised where the carrying value of an asset is greater than its tax base, or where the carrying value of a liability is less than its tax base. Deferred tax is recognised in full on temporary differences arising from investment in subsidiaries and associates, except where the timing of the reversal of the temporary difference is controlled by the group and it is probable that the temporary difference will not reverse in the foreseeable future.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it is probable that future taxable profit will be available against which the temporary differences (including carried forward tax losses) can be utilised. Deferred tax is measured at the tax rates expected to apply in the periods in which the timing differences are expected to reverse based on tax rates and laws that have been enacted or substantively enacted at the reporting date. Deferred tax is measured on a non-discounted basis.

(ii) SECONDARY TAX ON COMPANIES

Secondary taxation on companies (STC) was provided on dividend payments, net of dividends received and was recognised as a taxation charge. STC was abolished effective 1 April 2012 and has been replaced by a new withholding tax, which is levied on the shareholder and not the company, with the exception of non-cash dividends. Existing STC credits will expire on 1 April 2015 if not utilised.

(iii) DIVIDENDS TAX

Dividends paid by the company to shareholders that are not exempt are subject to dividends tax at a rate of 15%.

1.18 DIVIDEND DISTRIBUTIONS

Dividend distributions to equity holders of the parent are recognised as a liability in the annual financial statements in the period in which the dividends are approved by the company's shareholders. Interim dividends are recognised when approved by the board. Dividends declared after the reporting date are not recognised, as there is no present obligation at the reporting date. Distributions of assets to the company's shareholders are accounted for at fair value.

1.19 EMPLOYEE BENEFITS

(i) DEFINED-CONTRIBUTION PLANS

A defined-contribution plan is a pension or provident plan under which the group pays fixed contributions into a separate entity. The group has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

ACCOUNTING POLICIES (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

For the defined-contribution plans, subsidiaries of the group pay contributions to both in-house pension funds managed by employer and employee-nominated trustees and public administered provident plans on a contractual basis. The group has no further payment obligations once the contributions have been paid. The contributions are recognised as employee benefit expenses when they are due. The rules of the funds do not allow for prepaid contributions.

(ii) TERMINATION BENEFITS

Termination benefits are payable when employment is terminated before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The group recognises termination benefits when it is demonstrably committed to terminating the employment of current employees according to a detailed formal plan without possibility of withdrawal, or providing termination benefits as a result of an offer made to encourage voluntary redundancy.

(iii) BONUS PLANS

The group recognises a liability and an expense for bonuses where contractually obliged or where there is a past practice that has created a constructive obligation. An accrual is maintained for the appropriate proportion of the expected bonuses, which would become payable at the year-end.

(iv) SHARE-BASED PAYMENTS

The group operates equity-settled share-based remuneration plans for its employees. All goods and services received in exchange for the grant of any share-based payment are measured at their fair values. Where employees are rewarded using share-based payments, the fair value of employees' services is determined indirectly by reference to the fair value of the equity instruments granted. This fair value is appraised at the grant date and excludes the impact of non-market vesting conditions (for example profitability and sales growth targets and performance conditions).

All share-based remuneration is ultimately recognised as an expense in profit or loss with a corresponding credit to retained earnings. If vesting periods or other vesting conditions apply, the expense is allocated over the vesting period, based on the best available estimate of the number of share options expected to vest.

Non-market vesting conditions are included in assumptions about the number of options that are expected to become exercisable. Estimates are subsequently revised if there is any indication that the number of share options expected to vest differs from previous estimates. Any cumulative adjustment prior to vesting is recognised in the current period. No adjustment is made to any expense recognised in prior periods if share options ultimately exercised are different to that estimated on vesting.

1.20 EARNINGS PER SHARE

Earnings per share is calculated on the weighted average number of shares in issue, net of treasury shares, in respect of the year and is based on profit attributable to ordinary shareholders. Headline earnings per share is calculated in terms of the requirements set out in Circular 02/2013 issued by SAICA.

1.21 CURRENT/NON-CURRENT DISTINCTION

Items are classified as current when it is expected to be realised, traded, consumed or settled within 12 months after the reporting date, or the group does not have an unconditional right to defer settlement for at least 12 months after the reporting date.

ACCOUNTING POLICIES (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

2. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of the annual financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that may affect the application of policies and reported amounts of assets, liabilities, income and expenses.

The estimates and associated assumptions are based on historical experience and other factors that are believed to be reasonable under the circumstances. This forms the basis of making the judgements on carrying values of assets and liabilities that are not otherwise readily apparent. Actual results may differ from these estimates.

The estimates and assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision only affects that period, or in the period of the revision and future periods if the revision affects both current and future periods. The estimates and judgements that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are as follows:

2.1 ESTIMATED IMPAIRMENT OF GOODWILL

The group tests annually whether goodwill has suffered any impairment, in accordance with the accounting policy stated in note 1.11. The recoverable amounts of cash-generating units have been determined based on value-in-use calculations.

Refer to note 3 to the annual financial statements for impairment recognised on goodwill.

2.2 TAXATION

Judgement is required in determining the provision for income taxes due to the complexity of legislation. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The group recognises liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

The group recognises the net future tax benefit related to deferred income tax assets to the extent that it is probable that the deductible temporary differences will reverse in the foreseeable future. Assessing the recoverability of deferred income tax assets requires the company to make significant estimates related to expectations of future taxable income. Estimates of future taxable income are based on forecast cash flows from operations and the application of existing tax laws in each jurisdiction. To the extent that future cash flows and taxable income differ significantly from estimates, the ability of the company to realise the net deferred tax assets recorded at the end of the reporting period could be impacted.

2.3 ASSET LIVES AND RESIDUAL VALUES

Changes in business landscape or technical innovations may impact the useful lives and estimated residual values of these assets. Similar assets are grouped together, but residual values and useful lives may vary significantly between individual assets in a category. Management reviews assets' residual values, useful lives and related depreciation charges annually at each reporting date.

2.4 INVENTORY VALUATION

The group manufactures and trades with perishable products. Judgement is required to determine the saleability of these products. In addition, a significant portion of the group's matured wines and brandies has a lengthy production cycle. The saleability and valuation of work-in-progress inventories are dependent on market and consumer trends. Stringent quality control, detailed sales planning and forecasting and procurement planning are key factors in ensuring that the valuation of the group's inventory is reasonable.

ACCOUNTING POLICIES (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

2.5 IMPAIRMENT OF TRADE AND OTHER RECEIVABLES

The group assesses its trade and other receivables for impairment at each reporting date. In determining whether an impairment should be recognised in profit and loss, the group makes judgements as to whether there is observable data indicating a measurable decrease in the estimated future cash flows from each receivable.

3. NEW STANDARDS, INTERPRETATIONS AND AMENDMENTS TO EXISTING STANDARDS ISSUED THAT ARE NOT YET EFFECTIVE:

The International Accounting Standards Board issued a number of standards, amendments to standards, and interpretations during the financial year ended 31 March 2015.

- 3.1** The following new standards and amendments to existing standards have been adopted by the group and are applicable for the first time during the year ended 31 March 2015. Other than disclosed below, these pronouncements had no significant effect on the annual financial statements:

Standard	Title
IAS 32	Offsetting Financial Assets and Financial Liabilities
IAS 36	Impairment of Assets – Recoverable Amount Disclosures
IAS 39	Novation of Derivative Financial Instruments
IFRIC 21	Accounting for Levies
Various	Annual improvements to IFRS 2010 – 2012 Cycle 2012

- 3.2** The following new standards, interpretations and amendments to existing standards are not yet effective as at 31 March 2015. The group is currently evaluating the effects of these standards and interpretations that have not been early adopted:

Standard/ interpretation	Title	Effective for annual period ending
IFRS 9	Financial Instruments	March 2018
IFRS 10/IAS 28	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	March 2017
IFRS 11	Acquisition of an Interest in a Joint Operation	March 2016
IFRS 15	Revenue from Contracts with Customers	March 2019
IAS 1	Disclosure Initiative	March 2017
IAS 38/IAS 16	Clarification of Acceptable Methods of Depreciation and Amortisation	March 2017
Various	Annual improvements to IFRS 2012 – 2014 Cycle 2014	March 2016

NOTES TO THE ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2015

		Group	
		2015 R'000	2014 R'000
1.	PROPERTY, PLANT AND EQUIPMENT		
	<i>Cost</i>		
	Computer and office equipment	33 780	26 799
	Plant and machinery	514 987	483 253
	Plant under construction	1 275	1 311
	Land and buildings	475 821	423 739
	Furniture and fittings	125 622	116 276
	Art	40 580	40 580
	Gaming machines	432 806	356 833
	Motor vehicles	27 435	18 725
	Motor vehicles under finance lease	12 630	13 589
	Gaming equipment and signage	43 517	34 304
	Site leasehold improvements	128 436	91 987
		1 836 889	1 607 396
	<i>Accumulated depreciation</i>		
	Computer and office equipment	19 397	16 640
	Plant and machinery	299 801	276 036
	Land and buildings	17 212	15 675
	Furniture and fittings	83 504	74 098
	Art	86	83
	Gaming machines	182 964	140 669
	Motor vehicles	12 183	10 018
	Motor vehicles under finance lease	10 622	6 899
	Gaming equipment and signage	25 669	20 487
	Site leasehold improvements	34 944	22 946
		686 382	583 551
	<i>Carrying value</i>		
	Computer and office equipment	14 383	10 159
	Plant and machinery	215 186	207 217
	Plant under construction	1 275	1 311
	Land and buildings	458 609	408 064
	Furniture and fittings	42 118	42 178
	Art	40 494	40 497
	Gaming machines	249 842	216 164
	Motor vehicles	15 252	8 707
	Motor vehicles under finance lease	2 008	6 690
	Gaming equipment and signage	17 848	13 817
	Site leasehold improvements	93 492	69 041
		1 150 507	1 023 845
	<i>Movements in property, plant and equipment</i>		
	<i>Balance at beginning of year</i>		
	Computer and office equipment	10 159	5 897
	Plant and machinery	207 217	179 193
	Plant under construction	1 311	1 565
	Land and buildings	408 064	401 234
	Furniture and fittings	42 178	35 711
	Art	40 497	40 501
	Gaming machines	216 164	156 755
	Motor vehicles	8 707	5 119
	Motor vehicles under finance lease	6 690	11 564
	Gaming equipment and signage	13 817	13 071
	Site leasehold improvements	69 041	40 920
		1 023 845	891 530

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

		Group	
		2015 R'000	2014 R'000
1.	PROPERTY, PLANT AND EQUIPMENT <i>(continued)</i>		
	Additions		
	Computer and office equipment	11 388	8 891
	Plant and machinery	30 771	47 755
	Land and buildings	52 082	8 297
	Furniture and fittings	18 694	19 703
	Gaming machines	88 845	103 873
	Motor vehicles	9 171	5 926
	Gaming equipment and signage	9 580	4 768
	Site leasehold improvements	51 176	38 887
		271 707	238 100
	Additions through business combinations		
	Plant and machinery	683	–
		683	–
	Disposal of businesses		
	Computer and office equipment	(860)	–
	Plant and machinery	(7)	–
	Furniture and fittings	(5 026)	–
	Site leasehold improvements	(7 853)	–
		(13 746)	–
	Disposals		
	Computer and office equipment	(127)	(515)
	Plant and machinery	(2 017)	(318)
	Furniture and fittings	(451)	(104)
	Gaming machines	(938)	–
	Motor vehicles	(18)	(572)
	Motor vehicles under finance lease	(396)	(302)
	Site leasehold improvements	(9)	(78)
		(3 956)	(1 889)
	Depreciation		
	Computer and office equipment	(4 923)	(3 908)
	Plant and machinery	(22 660)	(17 615)
	Land and buildings	(1 537)	(1 467)
	Furniture and fittings	(13 609)	(11 757)
	Art	(3)	(4)
	Gaming machines	(55 149)	(47 061)
	Motor vehicles	(2 608)	(1 766)
	Motor vehicles under finance lease	(4 286)	(4 572)
	Gaming equipment and signage	(5 210)	(4 011)
	Site leasehold improvements	(14 578)	(9 862)
		(124 563)	(102 023)
	Transfers		
	Computer and office equipment	(1 217)	–
	Plant and machinery	1 199	254
	Plant under construction	(36)	(254)
	Furniture and fittings	459	–
	Site leasehold improvements	(405)	–
		–	–

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

		Group	
		2015 R'000	2014 R'000
1.	PROPERTY, PLANT AND EQUIPMENT <i>(continued)</i>		
	<i>Exchange differences</i>		
	Computer and office equipment	–	4
	Furniture and fittings	(127)	4
	Gaming machines	1 476	4 522
	Gaming equipment and signage	9	–
	Site leasehold improvements	16	–
		1 374	4 530
	<i>Impairments</i>		
	Computer and office equipment	(37)	(210)
	Plant and machinery	–	(2 052)
	Furniture and fittings	–	(1 379)
	Gaming machines	(556)	(1 925)
	Gaming equipment and signage	(348)	(11)
	Site leasehold improvements	(3 896)	(826)
		(4 837)	(6 403)
	<i>Balances at end of year</i>		
	Computer and office equipment	14 383	10 159
	Plant and machinery	215 186	207 217
	Plant under construction	1 275	1 311
	Land and buildings	458 609	408 064
	Furniture and fittings	42 118	42 178
	Art	40 494	40 497
	Gaming machines	249 842	216 164
	Motor vehicles	15 252	8 707
	Motor vehicles under finance lease	2 008	6 690
	Gaming equipment and signage	17 848	13 817
	Site leasehold improvements	93 492	69 041
		1 150 507	1 023 845

A register of land and buildings is available for inspection at the registered office of the company.

The group recognised impairments of property, plant and equipment with a net book value of R4,8 million (2014: R6,4 million) due to scrapping of assets not being in use anymore.

Encumbrance

Details of the assets that serve as security for borrowings are presented in note 15.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

		Group	
		2015 R'000	2014 R'000
2.	INVESTMENT PROPERTIES		
	<i>Investment properties consist of:</i>		
	Erf 1282 Middelburg, Mpumalanga, in extent 1 788 m ²	3 900	3 900
	Erf 5530, Grahamstown, Eastern Cape, in extent of 578 m ²	2 913	–
		6 813	3 900
	Investment properties are stated at fair value.		
	The fair value of the investment properties is determined by using external valuations, contracts and taking credit risk into account.		
	The fair value of the Middelburg property, totaling R3,9 million, was calculated based on an external valuation. The valuation was performed by Elmine Grobler Valuers on 10 February 2014, based on a property rental capitalisation rate of 10,5%. The fair value of the Grahamstown property is deemed to be the cost price as the property was purchased at a market-related price during February 2015. No indicators of changes in the fair value were identified between the date of purchase and 31 March 2015.		
	Details of the investment properties are available at the registered office of the company.		
	At beginning of year	3 900	3 700
	Additions	2 913	–
	Fair value adjustment	–	200
	At end of year	6 813	3 900
	Rental income from investment properties	820	647
	Direct operating expenses relating to rental income from investment properties	(192)	(131)

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

		Group	
		2015 R'000	2014 R'000
3. GOODWILL			
	Arising on acquisition of shares in subsidiaries	60 360	49 730
	<i>Reconciliation of carrying value</i>		
	At beginning of year	49 730	49 730
	– Cost	50 073	50 073
	– Accumulated impairment	(343)	(343)
	Addition through business combination	10 630	–
	At end of year	60 360	49 730
	– Cost	60 703	50 073
	– Accumulated impairment	(343)	(343)

Goodwill relates mainly to the group's limited payout gaming (R49,7 million; 2014: R49,7 million) and gaming and entertainment (R10,6 million; 2014: Rnil) operations.

The recoverable amounts of the cash-generating units were determined by value-in-use calculations, using cash flow projections covering a five-year period.

A very conservative approach was applied using a growth rate of 4,5% and discounting cash flows at 15% (2014: 14%).

The following assumptions were applied when reviewing goodwill impairment:

- Asset values were based on the carrying amounts for the financial period.
- Future expected profits were estimated using historical information and approved budgets extending over five years.
- Sales growths and gross margins were based on historical performance and known future prospects.
- Costs were assumed to grow in line with expansion and expected inflation.
- Cash flows were extended into perpetuity as management have no reason to believe that the group will not continue beyond the budget period.

The recoverable amounts of the cash-generating units were determined to be higher than the relevant portion of goodwill and therefore no impairment was necessary.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

	Computer software R'000	Trademarks R'000	Bid costs R'000	Casino licence R'000	Total R'000
4. INTANGIBLE ASSETS					
Group 2015					
Carrying value at beginning of year	3 177	62 107	7 321	5 845	78 450
Additions	486	–	3 600	–	4 086
Amortisation	(1 204)	(3 487)	(566)	–	(5 257)
Carrying value at end of year	2 459	58 620	10 355	5 845	77 279
Cost	22 477	85 138	12 081	5 845	125 541
Accumulated amortisation	(20 018)	(26 518)	(1 726)	–	(48 262)
	2 459	58 620	10 355	5 845	77 279
Group 2014					
Carrying value at beginning of year	4 145	65 594	6 712	–	76 451
Additions	654	–	1 074	5 845	7 573
Amortisation	(1 613)	(3 487)	(465)	–	(5 565)
Impairment	(9)	–	–	–	(9)
Carrying value at end of year	3 177	62 107	7 321	5 845	78 450
Cost	22 149	85 138	8 481	5 845	121 613
Accumulated amortisation	(18 972)	(23 031)	(1 160)	–	(43 163)
	3 177	62 107	7 321	5 845	78 450

Refer to note 31 for contingent consideration payable on the casino licence.

The amortisation expense was included in the line item depreciation and amortisation in the statements of profit or loss.

The following useful lives were used in the calculation of amortisation:

Bid costs	10 to 12,5 years
Casino licence	Indefinite
Computer software	5 to 8 years
Trademarks	5 to 20 years

The remaining amortisation period on the trademarks is 17,75 years (2014: 18,75 years).

No impairment indicators were identified.

The recoverable amount of the casino licence was determined by a value-in-use calculation, using cash flow projections covering a five-year period. A very conservative approach was applied using a growth rate of 4,5% and discounting cash flows at 15%. Future expected profits were estimated using historical information and approved budgets extending over five years. Cash flows were extended into perpetuity as management have no reason to believe that the casino will not continue beyond the budget period.

No intangible assets were pledged as security.

The casino licence was grouped with bid costs in the prior year, but is now disclosed separately.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

	Group		Company			
	Group's interest		Carrying value		Carrying value	
	2015	2014	2015 R'000	2014 R'000	2015 R'000	2014 R'000
5. INVESTMENTS IN ASSOCIATES AND JOINT VENTURES						
The following are the group's principal associates and joint ventures, all incorporated in South Africa:						
Associates						
Betcoza Online (RF) Proprietary Limited	25%	0%	4 895	–	–	–
Paarl Valley Bottling Company Proprietary Limited	31%	28%	12 097	10 750	–	–
Joint ventures						
Red Dawn IP Holdings Proprietary Limited	50%	0%	–	–	–	–
Solamoyo Processing Company Proprietary Limited	40%	40%	4 701	4 522	–	–
			21 693	15 272	–	–
Equity interest						
– Unlisted shares at cost less impairment			9 245	3 500		
– Interest in post-acquisition reserves			7 572	6 334		
			16 817	9 834		
Loans						
– Solamoya Processing Company Proprietary Limited			4 876	5 438		
			4 876	5 438		
			21 693	15 272		
The loan is unsecured, interest-free and has no fixed terms of repayment.						
Reconciliation of investments in associates and joint ventures						
At the beginning of the year			15 272	15 141		
Share of net profits of associates and joint ventures			1 474	331		
Dividends received from associates			(236)	(200)		
Acquisition of additional interest			6 648	–		
Impairment of investment in joint venture			(903)	–		
Loans repaid			(562)	–		
			21 693	15 272		
The summarised financial information in respect of the group's principal associates and joint ventures is set out below:						
Total assets			76 591	69 785		
Total liabilities			(34 202)	(33 805)		
Net assets			42 389	35 980		
Reconciliation to carrying amount						
Opening net assets – 1 April			35 980	35 133		
Associates and joint ventures acquired			3 343	–		
Profit for the year			3 906	1 560		
Dividends declared			(840)	(713)		
Closing net assets – 31 March			42 389	35 980		
Group share			12 439	9 800		
Goodwill			4 378	34		
Carrying amount			16 817	9 834		
Revenue			117 833	72 395		
Group's share of associates' and joint ventures' profits for the year			1 474	331		
Group's share of associates' and joint ventures' other comprehensive income			–	–		

None of the group's interests in associates and joint ventures are considered to be individually material.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

	Country of incorporation	Ownership interest held		Company	
		2015	2014	2015 R'000	2014 R'000
6. INVESTMENTS IN SUBSIDIARIES					
6.1 COMPOSITION OF THE GROUP (MATERIAL SUBSIDIARIES)					
Shares					
Cherry Moss Trade and Invest 188 Proprietary Limited	South Africa	100%	100%	–	–
Niveus AG	Switzerland	100%	100%	60 124	1 000
Galaxy Gaming and Entertainment Proprietary Limited	South Africa	100%	100%	–	–
Niveus Invest 1 Proprietary Limited	South Africa	100%	100%	–	–
Niveus-KWV Holdings Proprietary Limited	South Africa	100%	100%	1	1
Vukani Gaming Corporation Proprietary Limited	South Africa	100%	100%	5 107	5 107
– At cost				65 232	6 108
– Impairment provisions				–	–
				65 232	6 108
Loans to subsidiaries					
– Amount receivable				801 068	679 417
– Impairment provision				(177 565)	(84 104)
				623 503	595 313
Loans from subsidiaries					
– Amount payable				(20 294)	(11 920)
				668 441	589 501
Non-current assets				688 735	601 421
Current liabilities				(20 294)	(11 920)
				668 441	589 501

These loans are unsecured, interest-free and payable on demand, with the exception of the loans with Galaxy Gaming Eastern Cape Proprietary Limited, Bingo Vision Proprietary Limited, Niveus Invest 1 Proprietary Limited and Niveus Invest 3 Proprietary Limited, which bear interest at prime plus 2% (2014: prime plus 2%) and Vukani Gaming Corporation Proprietary Limited, which bears interest at the three-month JIBAR plus a margin of 2,9% (2014: prime plus 2%) per annum.

Loans to subsidiaries amounting to R178 666 588 (2014: R89 668 063) have been subordinated in favour of other creditors, until such time as the subsidiaries' assets, fairly valued, exceed its liabilities, or 1 April 2016.

Details of loans to and from subsidiaries are set out in note 30.2.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

6. INVESTMENTS IN SUBSIDIARIES (continued)

6.2 SUBSIDIARY WITH MATERIAL NON-CONTROLLING INTEREST

The group includes the following subsidiary with material non-controlling interest ("NCI"):

Name	Proportion of NCI ownership		Profit/(loss) allocated to NCI		Accumulated NCI	
	2015	2014	2015 R'000	2014 R'000	2015 R'000	2014 R'000
KWW Holdings Limited	42,87%	45,5%	19 046	(877)	717 837	743 354

Set out below are the summarised financial information for the subsidiary that has a material non-controlling interest. Disclosed amounts are before inter-company eliminations.

	2015 R'000	2014 R'000
<i>KWW Holdings Limited</i>		
Non-current assets	743 760	738 991
Current assets	1 320 089	1 355 787
Total assets	2 063 849	2 094 778
Non-current liabilities	120 517	107 555
Current liabilities	268 887	352 759
Total liabilities	389 404	460 314
Equity attributable to equity holders of the parent	956 608	891 110
Non-controlling interest	717 837	743 354
Revenue	1 155 385	1 110 212
Profit/(loss) for the year attributable to equity holders of the parent	25 198	(160)
Profit/(loss) for the year attributable to non-controlling interest	19 046	(877)
Other comprehensive income attributable to equity holders of the parent	30	274
Other comprehensive income attributable to non-controlling interest	22	393
Total comprehensive income/(loss) for the year	44 296	(370)
Cash flows from operating activities	(20 555)	41 317
Cash flows from investing activities	(35 603)	(17 655)
Net cash flow	(56 158)	23 662

KWW Holdings Limited's figures include acquisition accounting entries.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

		Group	
		2015 R'000	2014 R'000
7.	DEFERRED TAX		
	<i>Movements in deferred taxation</i>		
	At beginning of year	(89 633)	(96 539)
	Charge to statement of profit or loss	(15 084)	6 091
	Recognised directly in equity – provisions and accruals	1 117	815
	At end of year	(103 600)	(89 633)
	<i>Analysis of deferred taxation</i>		
	Accelerated tax allowances	(118 702)	(119 717)
	Provisions and accruals	16 684	15 586
	Prepayments	(163)	(86)
	Assets revaluations	(34 602)	(34 602)
	Finance leases	202	149
	Assessed losses	32 491	48 634
	Straight-lining of leases	490	403
		(103 600)	(89 633)
	<i>Disclosed as follows:</i>		
	Deferred taxation assets	16 991	17 996
	Deferred taxation liabilities	(120 591)	(107 629)
		(103 600)	(89 633)
8.	LOANS RECEIVABLE		
	<i>Moody Blue Trade and Invest 124 Proprietary Limited</i>	2 768	2 768
	The loan receivable is unsecured, interest-free and repayable through the offset of dividends declared by Vukani Gaming Gauteng Proprietary Limited.		
	<i>Tuffsan Investments 1019 Proprietary Limited</i>	1 294	1 294
	The loan receivable is unsecured, interest-free and repayable through the offset of dividends declared by Vukani Gaming Limpopo Proprietary Limited.		
	<i>Eggers and Franke GmbH and Co. KG</i>	–	387
	The loan was unsecured, bore interest at average European Central Bank interest rates of 2% (2014: 2%) and was settled in full on 30 June 2014.		
	<i>Jacaranda Royal Casino Limited</i>	–	6 045
	The loan receivable was unsecured and bore interest at the prevailing Zambian prime rate.		
	<i>K2013049718 Proprietary Limited</i>	–	–
	The loan receivable of R3,96 million is unsecured, bears interest at prime and is repayable on demand. The full loan balance was impaired at 31 March 2015.		
	<i>Orange River Wine Cellar Co-op Limited</i>	–	2 136
	The loan was unsecured, bore interest at prime rate less 2% per annum was settled in full on 11 April 2014.		
	<i>Unsecured loan</i>	1 500	2 050
	The loan receivable is unsecured, interest-free, and is repayable in monthly instalments of R100 000.		
	<i>Other loans</i>	16 744	–
	The loans receivable of R29,6 million are unsecured, interest-free and payable on demand. At 31 March 2015, R12,9 million of the loan balances were impaired.		
		22 306	14 680
	Less: Current portion of loans receivable	(17 944)	(3 123)
		4 362	11 557

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

8. LOANS RECEIVABLE (continued)

	Impaired R'000	Fully performing R'000	Total R'000
Analysis of credit risk			
Group – 2015			
Gross amounts owing	25 067	14 077	39 144
Less: Allowance for impairment	(16 838)	–	(16 838)
Net amount owing	8 229	14 077	22 306
Security for amounts owing	–	–	–
Unsecured debt/Exposure to credit risk	8 229	14 077	22 306
Credit rating on unsecured debt:	8 229	14 077	22 306
Ba: Capable of meeting normal commitments	–	–	–
C: Good for the amount quoted	8 229	14 077	22 306
Group – 2014			
Gross amounts owing	624	14 293	14 917
Less: Allowance for impairment	(237)	–	(237)
Net amount owing	387	14 293	14 680
Security for amounts owing	–	–	–
Unsecured debt/Exposure to credit risk	387	14 293	14 680
Credit rating on unsecured debt:	387	14 293	14 680
Ba: Capable of meeting normal commitments	387	–	387
C: Good for the amount quoted	–	14 293	14 293

	Group	
	2015 R'000	2014 R'000
9. INVENTORIES		
Liquid inventory	994 079	943 573
Auxiliary material	41 414	59 134
Consumables and spares	3 913	2 465
	1 039 406	1 005 172
Cost of inventories recognised as an expense includes the writedown of inventories to net realisable value of R21,9 million (2014: R31,3 million)	806 392	729 219
Inventories stated at net realisable value	12 547	11 973
10. DERIVATIVE FINANCIAL INSTRUMENTS		
Foreign exchange options	(76)	(19 981)
Forward exchange contracts	2 206	2 022
	2 130	(17 959)
The amounts disclosed in the statement of financial position are as follows:		
Current assets	3 715	5 952
Foreign exchange options	901	3 930
Forward exchange contracts	2 814	2 022
Current liabilities	1 585	23 911
Foreign exchange options	977	23 911
Forward exchange contracts	608	–

Refer to note 34 for detailed disclosure on derivative financial instruments.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

	Group		Company	
	2015 R'000	2014 R'000	2015 R'000	2014 R'000
11. TRADE AND OTHER RECEIVABLES				
Trade receivables	222 400	218 413	11 324	9 457
Trade receivables – Allowance for impairment	(10 623)	(5 683)	–	–
Net trade receivables	211 777	212 730	11 324	9 457
Short-term loans	50 848	34 314	–	–
Short-term loans – Allowance for impairment	(21 026)	(14 435)	–	–
Net short-term loans	29 822	19 879	–	–
Prepayments	18 329	8 920	193	–
Deposits and guarantees	23 240	18 226	–	–
Other receivables	12 426	8 849	4	–
Value-added taxation	24 569	26 848	–	1 803
	320 163	295 452	11 521	11 260

Fair value of trade and other receivables

The carrying value approximates fair value due to the short period to maturity of these instruments.

The short-term loans are unsecured, interest-free and repayable in weekly instalments over periods ranging from 4 to 52 weeks.

Trade receivables and short-term loans past due but not impaired

At 31 March 2015, trade receivables and short-term loans of R10,7 million (2014: R22,1 million) were past due but not impaired. These relate mainly to a number of customers for whom there is no recent history of default. The aging of these trade receivables and short-term loans is as follows:

Amounts in 7 to 21 days	347	239
Amounts in 21 to 28 days	5 081	10 143
Amounts in 28 to 36 days	122	86
Amounts in 36 days plus	5 152	11 665
	10 702	22 133

Impairment of trade receivables and short-term loans

At 31 March 2015, trade receivables of R10,6 million (2014: R5,7 million) and short-term loans of R21 million (2014: R14,4 million) were impaired. Impaired trade receivables and short-term loans relate to debtors that have been handed over to attorneys for collection and certain debtors that have been outstanding for longer than the agreed credit terms.

Movements on the allowance for impairment of trade receivables and short-term loans are as follows:

At beginning of year	20 118	16 907
Impairments recognised in profit and loss	14 049	6 020
Reversals of impairments recognised in profit and loss	(2 518)	(2 809)
At end of year	31 649	20 118

For both trade and other receivables the creation and release of allowance for impaired receivables have been included in other operating expenses and income in the statement of profit or loss. Amounts charged to the allowance account are written off when there is no expectation of recovery.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

	Group		Company	
	2015 R'000	2014 R'000	2015 R'000	2014 R'000
11. TRADE AND OTHER RECEIVABLES (continued)				
<i>The carrying amounts of the group's trade and other receivables are denominated in the following currencies:</i>				
SA rand	230 573	201 543	11 521	2 280
US dollar	13 725	18 148	–	–
Euro	60 021	61 491	–	–
British pound	3 105	4 141	–	–
Canadian dollar	4 922	6 309	–	–
Japan yen	6 958	3 764	–	–
Swiss franc	859	56	–	–
	320 163	295 452	11 521	2 280

The maximum exposure to credit risk at the reporting date is the fair value of each class of receivable as shown above.

	Group			
	Impaired R'000	Past due, but not impaired R'000	Fully performing R'000	Total R'000
Credit risk				
Trade receivables and short-term loans: 2015				
Gross amounts owing	31 649	10 702	230 897	273 248
Less: Allowance for impairment	(31 649)	–	–	(31 649)
Net amount owing	–	10 702	230 897	241 599
Credit insurance for amounts owing	–	(7 586)	(176 807)	(184 393)
Unsecured debt/Exposure to credit risk	–	3 116	54 090	57 206
Credit rating on unsecured debt:	–	3 116	54 090	57 206
Aa: No caution needed for credit transaction	–	–	–	–
Ba: Capable of meeting normal commitments	–	937	3 855	4 792
B: Good for the amount quoted	–	1 079	46 441	47 520
C: Good for the amount quoted – if strictly in the way of business	–	1 100	3 794	4 894
Trade receivables and short-term loans: 2014				
Gross amounts owing	20 118	22 133	210 476	252 727
Less: Allowance for impairment	(20 118)	–	–	(20 118)
Net amount owing	–	22 133	210 476	232 609
Credit insurance for amounts owing	–	(11 045)	(182 472)	(193 517)
Unsecured debt/Exposure to credit risk	–	11 088	28 004	39 092
Credit rating on unsecured debt:	–	11 088	28 004	39 092
Aa: No caution needed for credit transaction	–	–	–	–
Ba: Capable of meeting normal commitments	–	325	2 810	3 135
B: Good for the amount quoted	–	7 727	12 144	19 871
C: Good for the amount quoted – if strictly in the way of business	–	3 036	13 050	16 086

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

11. TRADE AND OTHER RECEIVABLES (continued)

Credit risk	Company			Total
	Impaired R'000	Past due, but not impaired R'000	Fully performing R'000	
Trade receivables: 2015				
Gross amounts owing	–	–	11 324	11 324
Less: Allowance for impairment	–	–	–	–
Net amount owing	–	–	11 324	11 324
Credit insurance for amounts owing	–	–	–	–
Unsecured debt/Exposure to credit risk	–	–	11 324	11 324
Credit rating on unsecured debt:				
B: Good for the amount quoted	–	–	11 324	11 324
Trade receivables: 2014				
Gross amounts owing	–	–	9 457	9 457
Less: Allowance for impairment	–	–	–	–
Net amount owing	–	–	9 457	9 457
Credit insurance for amounts owing	–	–	–	–
Unsecured debt/Exposure to credit risk	–	–	9 457	9 457
Credit rating on unsecured debt:				
B: Good for the amount quoted	–	–	9 457	9 457

12. STATED CAPITAL	Company			
	2015 Number of shares '000	2014 Number of shares '000	2015 Stated capital R'000	2014 Stated capital R'000
Authorised				
Ordinary shares of no par value	500 000	500 000	–	–
Issued				
In issue in company at year-end	116 957	115 512	867 756	837 002
Details of the issued stated capital and changes during current and prior the year are as follows:				
At beginning of year	115 512	112 619	837 002	790 345
Capitalisation issued in respect of dividend declared	1 445	1 513	30 754	19 059
Shares issued in lieu of outstanding management fees	–	1 380	–	27 598
At end of year	116 957	115 512	867 756	837 002

1 445 185 (2014: 1 512 602) shares were issued to shareholders who elected to receive a capitalisation issue in respect of the dividend declared on 22 May 2014 (2014: 22 May 2013).

On 17 February 2014, the company issued 1 379 896 shares at R20 per share to Johnnic Holdings Management Services ("JHMS") in lieu of the settlement of management fees payable to JHMS in the amount of R27 597 920 in terms of the management agreement between JHMS and Niveus.

Details of options over shares are set out in note 28.

The unissued shares are under the control of the directors until the next annual general meeting.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

	FCTR R'000	Common control reserve R'000	Equity reserve R'000	Share- based payment reserve R'000	Total R'000
13. OTHER RESERVES					
Group 2015					
At beginning of year	2 453	(84 881)	(190)	5 647	(76 971)
Equity-settled share-based payments	–	–	–	6 194	6 194
Exchange differences on translation of foreign subsidiaries	2 744	–	–	–	2 744
Transfers from/(to) accumulated profits	(451)	–	767	(2 514)	(2 198)
Effects of changes in holding	15	–	–	–	15
At end of year	4 761	(84 881)	577	9 327	(70 216)
Group 2014					
At beginning of year	49	(84 881)	(261)	–	(85 093)
Equity-settled share-based payments	–	–	–	5 647	5 647
Exchange differences on translation of foreign subsidiaries	2 456	–	–	–	2 456
Transfers from accumulated profits	–	–	71	–	71
Effects of changes in holding	(52)	–	–	–	(52)
At end of year	2 453	(84 881)	(190)	5 647	(76 971)
Company 2015					
At beginning of year				3 321	3 321
Equity-settled share-based payments				3 159	3 159
Transfer to retained earnings				(2 514)	(2 514)
At end of year				3 966	3 966
Company 2014					
At beginning of year				–	–
Equity-settled share-based payments				3 321	3 321
At end of year				3 321	3 321

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

		Group	
		2015 R'000	2014 R'000
14. BORROWINGS			
	Bank borrowings		
	Capital and capitalised raising and commitment fee	273 929	186 054
	Interest capitalised	4 862	3 546
	Unamortised raising fee	(304)	(502)
		278 487	189 098
	Current portion of borrowings	(17 454)	(25 873)
		261 033	163 225
	Secured	278 487	189 098
	A loan facility of R185 million was obtained from Investec Bank Limited on 19 December 2011. The facility bears interest at the three-month Johannesburg Interbank Agreed Rate (JIBAR) plus a margin of 2,6% (2014: 2,6%). Investec is entitled to adjust the margin for capital adequacy, reserve assets or similar requirements pursuant to any changes to the application or interpretation of any law or regulation including the International Convergence of Capital Measurements and Capital Standards or any similar regulation. The interest payable under the facility is calculated on a daily basis and compounded quarterly. The facility and interest thereon is payable on the following basis:		
	1) Interest is payable semi-annually in arrears, with the first payment date being 2 July 2012.		
	2) In November 2014, the settlement terms of the facility was renegotiated. It was agreed that the liability will not be repaid in semi-annual instalments, but were a final bullet payment of R174 million on 19 December 2016.		
	3) The loan/facility is secured by a R185 million guarantee from the company's ultimate holding company, Hosken Consolidated Investments Limited.		
	A loan facility of R215 million was obtained from FirstRand Bank Limited on 8 August 2014. The facility bears interest at the three-month JIBAR plus a margin of 2,9%. FirstRand is entitled to adjust the margin for capital adequacy, reserve assets or similar requirements pursuant to any changes to the application or interpretation of any law or regulation including the International Convergence of Capital Measurements and Capital Standards or any similar regulation. The interest payable under the facility is calculated on a daily basis and compounded monthly. The facility and interest thereon is payable on the following basis:		
	1) Interest is payable quarterly in arrears, with the first payment date being 11 November 2014.		
	2) Capital repayments on the facility will commence on 11 November 2015 with 16 equal quarterly capital payments of R13,4 million.		
	3) The investment in KVV Holdings Limited is pledged as security. Guarantees are provided jointly and severally by the following companies:		
	– Bingo Vision Proprietary Limited		
	– Galaxy Gaming Developments Proprietary Limited		
	– Luck At It KZN Proprietary Limited		
	– Metro Bingo (JHB) Proprietary Limited		
	– Niveus Investments Limited		
	– Niveus-KVV Holdings Limited		
	– Vukani Gaming Corporation Proprietary Limited		
	– Vukani Gaming KwaZulu-Natal Proprietary Limited		
	– Vukani Gaming Mpumalanga Proprietary Limited		
	– Vukani Gaming Western Cape Proprietary Limited		
	As at 31 March 2015, the carrying value of borrowings approximates their fair value.		
	Maturity of these borrowings is as follows:		
	Due within one year	17 454	25 873
	Due within two to five years	261 033	163 225
		278 487	189 098
	Weighted average effective interest rates	8,75%	7,78%

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

	Group		Company	
	2015 R'000	2014 R'000	2015 R'000	2014 R'000
15. FINANCE LEASE LIABILITIES				
Due within one year	2 231	5 170		
Due within two to five years	–	2 466		
Less future finance charges	–	(512)		
Present value of finance lease liabilities	2 231	7 124		
Due within one year	2 231	4 720		
Due within two to five years	–	2 404		
	2 231	7 124		
Included in financial statements as:				
Current	2 231	4 720		
Non-current	–	2 404		
	2 231	7 124		
Finance leases were entered into with Fleet Africa Proprietary Limited during the 2013 financial year by one of the group's subsidiaries. The average lease term of the finance lease contracts is three years and the effective borrowing rate is 9% (2014: 9%) per annum. The obligations under the finance leases are secured by the motor vehicles. The carrying amount of the motor vehicles purchased under the finance lease is R2 million (2014: R6,7 million). Refer to note 1 for further details. The monthly repayment amounts to R400 800 (2014: R431 000).				
16. TRADE AND OTHER PAYABLES				
Trade creditors	233 546	264 369	35 797	45 225
Short-term loans	4 008	3 584	–	–
Payroll accruals	16 865	18 991	184	–
Other accruals	64 044	51 657	4 269	172
Excise duty	124 654	157 317	–	–
Value-added taxation	7 295	2 872	235	–
	450 412	498 790	40 485	45 397
Non-current portion of accruals	(5 823)	(420)	(3 457)	–
	444 589	498 370	37 028	45 397
Fair value of trade and other payables				
The carrying value approximates fair value due to the short period to settlement of these obligations.				
17. COMMITMENTS				
Operating lease arrangements where the group is a lessee:				
Future operating lease charges for premises:				
– Payable within one year	31 024	15 993		
– Payable within two to five years	94 704	38 251		
– Payable after five years	3 046	7 421		
	128 774	61 665		
Capital expenditure				
Authorised by directors but not yet contracted for:				
– Property, plant and equipment	166 223	210 915		
Authorised by directors and contracted to be expended:				
– Property, plant and equipment	54 962	4 434		

It is intended that this expenditure will be funded from bank finance and operating cash flows.

The above values approximate fair value.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

	Group		Company	
	2015 R'000	2014 R'000	2015 R'000	2014 R'000
18. REVENUE				
Sale of goods	1 204 323	1 154 714	-	-
Machine rental	1 025	268	-	-
	1 205 348	1 154 982	-	-
19. INVESTMENT INCOME				
<i>Dividends</i>				
Subsidiaries	-	-	180 000	-
<i>Interest</i>				
Holding company	-	3 869	-	3 869
Subsidiaries	-	-	16 607	2 679
Financial institutions	5 801	7 267	324	10
	5 801	11 136	196 931	6 558
20. STAFF COSTS				
Salaries and wages	280 136	237 480	-	-
Retirement benefits – defined contribution	19 144	17 613	-	-
Share-based payments	3 863	33 102	-	-
Other	-	2 443	-	-
	303 143	290 638	-	-
21. FINANCE COSTS				
Bank loans and finance leases	24 211	16 465	-	-
Subsidiaries	-	-	6 235	5 472
Other	6	31	-	-
	24 217	16 496	6 235	5 472
22. PROFIT/(LOSS) BEFORE TAXATION				
The following items have been included in arriving at profit/(loss) before taxation:				
Advertising and promotions	118 892	107 469	62	-
Auditors' remuneration				
– Audit fees – current year	7 502	5 368	588	57
Consultancy fees	11 361	13 660	580	191
Depreciation, amortisation and asset impairments	134 657	114 000	-	-
Fair value adjustment on investment property	-	(200)	-	-
Foreign currency gains	(31 318)	(140)	-	-
Foreign currency losses	38	53 083	-	-
Gaming levies	157 683	131 244	-	-
Impairment of investment in joint venture	903	-	-	-
Impairment of loan receivables	6 998	-	3 955	-
Impairment of loans to subsidiaries	-	-	93 461	21 618
Impairment of trade receivables – charged to allowance	14 049	6 020	-	-
Inventory written off	21 900	31 297	-	-
Operating lease charges				
– Plant and equipment	5 009	5 734	-	-
– Premises	40 949	29 909	42	-
Operating lease income	(3 908)	(3 238)	-	-
Loss/(profit) on disposal of property, plant and equipment	76	(679)	-	-
Raw materials and consumables	784 492	697 922	-	-
Repairs and maintenance	22 378	20 124	-	-
Reversal of impairment of trade and loan receivables	(2 518)	(3 534)	-	-
Staff costs	303 143	290 638	-	-
VAT on net gaming win	102 917	85 001	-	-

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

	Group		Company	
	2015 R'000	2014 R'000	2015 R'000	2014 R'000
23. TAXATION				
South African taxes				
Current normal tax	59 046	39 989	–	–
Current normal tax – Under-/ (over) provision prior years	(804)	146	–	–
Deferred tax – Current year	15 153	(6 107)	–	–
Deferred tax – Under-/ (over) provision prior years	(69)	16	–	–
	73 326	34 044	–	–
<p>Various subsidiaries have incurred operating losses, which resulted in losses for tax purposes. Deferred tax assets have not been raised unless it is probable that future taxable profits will be available against which the unused tax losses can be utilised.</p> <p>Assessed losses for tax purposes available for set-off against future taxable income for which deferred tax assets have not been raised at 28%:</p>				
– Normal tax	212 169	133 689	–	–
Tax relief at current rates:				
– Normal tax	59 561	36 519	–	–
Reconciliation of tax rate	%	%	%	%
Normal tax rate	28	28,0	28,0	28
Adjustment for foreign taxation	(1,7)	0,4	–	–
Capital losses and non-deductible expenses	6,0	6,6	35,8	(21,6)
Deferred tax not raised on losses	19,7	11,7	2,1	(7,3)
Income from associates and joint ventures	(0,3)	(0,1)	–	–
Non-taxable income	(0,2)	(0,8)	(65,9)	0,9
Prior year charges	(0,5)	0,2	–	–
Utilisation of deferred tax assets not previously raised	(7,2)	(9,5)	–	–
Effective rate	43,8	36,5	–	–
	2015 Number of shares '000	2014 Number of shares '000		
24. EARNINGS PER SHARE				
24.1 WEIGHTED AVERAGE NUMBER OF SHARES				
Basic earnings	116 402	113 677		
Adjustment for:				
Share options	1 965	2 653		
Diluted earnings	118 367	116 330		

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

	2015		2014	
	Gross R'000	Net R'000	Gross R'000	Net R'000
24. EARNINGS PER SHARE (continued)				
24.2 RECONCILIATION OF HEADLINE EARNINGS				
Earnings attributable to equity holders of the parent		80 286		61 471
IAS 16 losses/(gains) on disposal of plant and equipment	76	(37)	(679)	(475)
IAS 16 impairment of assets	4 837	3 585	6 412	4 230
IAS 40 fair value adjustment to investment property	–	–	(200)	(163)
IAS 28 impairment of investment in joint venture	903	419		
Headline earnings attributable to equity holders of the parent		84 253		65 063

	Group		Company	
	2015 R'000	2014 R'000	2015 R'000	2014 R'000
25. NOTES TO THE STATEMENTS OF CASH FLOWS				
25.1 CASH GENERATED BY/(UTILISED IN) OPERATIONS				
Profit/(loss) after taxation for the year	94 008	59 110	76 449	(25 463)
Taxation	73 326	34 044	–	–
Investment income	(5 801)	(11 136)	(196 931)	(6 558)
Depreciation, amortisation and asset impairments	134 657	114 000	–	–
Loss/(profit) on disposal of property, plant and equipment	76	(679)	–	–
Equity-accounted profits of associates and joint ventures	(1 474)	(331)	–	–
Unrealised foreign exchange differences	(20 148)	(6 013)	–	–
Fair value adjustment on investment property	–	(200)	–	–
Movement in operating lease equalisation liability	2 341	(1 318)	–	–
Impairment of investment in joint venture	903	–	–	–
Impairment of loan receivables	6 998	–	3 955	–
Impairment of trade receivables – charged to allowance	14 049	6 020	–	–
Reversal of impairment of trade receivables	(2 518)	(3 534)	–	–
Share-based payment expense	10 479	36 423	3 159	3 321
Finance charges	24 217	16 496	6 235	5 472
Impairment of loans to subsidiaries	–	–	93 461	21 618
	331 113	242 882	(13 672)	(1 610)
25.2 CHANGES IN WORKING CAPITAL				
Increase in inventory	(34 632)	(25 454)	–	–
Increase in trade and other receivables	(36 758)	(30 518)	(1 904)	(8 980)
(Decrease)/increase in trade and other payables	(61 640)	71 946	(3 268)	20 856
	(133 030)	15 974	(5 172)	11 876
25.3 TAXATION PAID				
(Unpaid)/receivable at beginning of year	(1 624)	1 244	54	54
Charged to the statement of profit or loss	(58 242)	(40 135)	–	–
Unpaid/(receivable) at end of year	8 489	1 624	(54)	(54)
	(51 377)	(37 267)	–	–

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

	Group		Company	
	2015 R'000	2014 R'000	2015 R'000	2014 R'000
25. NOTES TO THE STATEMENTS OF CASH FLOWS (continued)				
25.4 BUSINESS COMBINATIONS/DISPOSALS OF SUBSIDIARIES				
25.4.1 ACQUISITIONS				
Property, plant and equipment	(683)	–		
Inventory	(53)	–		
Cash and cash equivalents	(435)	–		
Trade and other payables	3 557	–		
Other current liabilities	3 693	–		
Loans with group companies	3 049	–		
	9 128	–		
Goodwill on acquisition	(10 630)	–		
Cost of acquisition	(1 502)	–		
Cash and cash equivalents at date of acquisition	435	–		
Net cash outflow	(1 067)	–		
25.4.2 DISPOSALS				
Property, plant and equipment	13 746	–		
Trade and other receivables	5 089	–		
Inventories	450	–		
Cash and cash equivalents	1 227	–		
Trade and other payables	(624)	–		
Loans with group companies	(18 270)	–		
Other current liabilities	(1 618)	–		
	–	–		
Less: Cash and cash equivalents disposed of	(1 227)	–		
Net cash outflow	(1 227)	–		
25.5 INVESTMENT IN SUBSIDIARIES				
Carrying amount of non-controlling interest acquired	(44 585)	(47 332)		
Increase in parent's equity	28 396	27 882		
Net cash outflow	(16 189)	(19 450)		
The increase in the investment in KVV was implemented as follows:				
Shares acquired by Niveus	(11 874)			
Treasury shares acquired by KVV	(4 315)			
	(16 189)			
25.6 CASH AND CASH EQUIVALENTS				
Bank balances and deposits	132 286	223 440	25	6 119

Fair value of cash and cash equivalents

The carrying value of cash and cash equivalents approximates fair value due to the short-term maturity of these instruments.

26. DIRECTORS' INTEREST

	2015		2014	
	Direct and indirect beneficial		Direct and indirect beneficial	
	Number	Percentage holding %	Number	Percentage holding %
31 March				
Executive directors				
A van der Veen	870 559	0,8	859 253	0,8
MM Loftie-Eaton	140 659	0,1	94 314	0,1
Non-executive directors				
JA Copelyn	7 173 840	6,1	7 080 674	6,1
KI Mampeule	960 250	0,8	–	–
	9 145 308	7,8	8 034 241	7,0

Included in the shareholding of JA Copelyn, are 550 131 (2014: 542 987) shares held by The HCI Employee Trust (2001) on behalf of JA Copelyn. These shares were not previously disclosed as part of his shareholding.

No change occurred in the directors' interest from 31 March 2015 to the date of the approval of the annual financial statements other than noted in the directors' report.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

27. DIRECTORS' EMOLUMENTS

	Niveus board fees [®] R'000	HCI board fees R'000	Salary R'000	Other benefits R'000	Gains from share options R'000	Bonus R'000	Total R'000
Year ended 31 March 2015							
<i>Executive directors</i>							
A van der Veen	–	–	3 742	700	5 138	1 824	11 404
MM Loftie-Eaton	–	–	1 400	38	1 477	819	3 734
	–	–	5 142	738	6 615	2 643	15 138
<i>Non-executive directors</i>							
JA Copelyn	136	–	5 763	1 404	3 497	3 242	14 042
JG Ngocobo	136	347	–	–	–	–	483
LM Molefi	136	347	–	–	–	–	483
KI Mampeule	136	–	–	–	–	–	136
Y Shaik	90	–	2 978	–	1 157	9 995	14 220
Paid by Hosken Consolidated Investments Limited's subsidiaries not in the Niveus group	–	(694)	(8 741)	(1 404)	(4 654)	(13 237)	(28 730)
	634	–	5 142	738	6 615	2 643	15 772
Year ended 31 March 2014							
<i>Executive directors</i>							
A van der Veen	–	–	3 539	893	2 779	2 299	9 510
MM Loftie-Eaton	–	–	1 030	27	688	669	2 414
	–	–	4 569	920	3 467	2 968	11 924
<i>Non-executive directors</i>							
JA Copelyn	120	–	5 449	1 521	3 579	4 085	14 754
JG Ngocobo	120	439	–	–	–	–	559
LM Molefi	120	509	–	–	–	–	629
MJA Golding **	22	–	5 449	1 521	3 579	4 085	14 656
KI Mampeule *	86	–	–	–	–	–	86
Y Shaik	120	512	92	–	48	–	772
Paid by Hosken Consolidated Investments Limited's subsidiaries not in the Niveus group	–	(1 460)	(10 990)	(3 844)	(7 352)	(8 170)	(31 816)
	588	–	4 569	118	3 321	2 968	11 564

[®] Effective 1 April 2014

* Appointed 10 April 2013

** Resigned 24 May 2013

Refer to note 28.1 for realised gains on share options exercised.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

	Opening balance		Options granted			Options exercised			Closing balance		
	Number	Strike price	Number	Strike price	Vesting date	Number	Exercise date	Share price (R) on exercise date	Realised gain	Number	Strike price
28. SHARE OPTIONS											
28.1 DIRECTORS											
Year ended 31 March 2015											
A van der Veen											
HCI shares	99 184	70,00								99 184	70,00
Niveus shares [®]	886 059	6,16	(886 059)			31-Mar-15	23,99	10 535 242		-	-
Niveus shares [®]	882 546	6,16								882 546	6,16
Niveus shares [®]	471 878	14,38								471 878	14,38
Niveus shares [®]	-	-	43 828	23,51	10-Sep-17					43 828	23,51
Niveus shares [®]	-	-	414 795	22,18	31-Mar-18					414 795	22,18
JA Copelyn											
HCI shares	308 571	70,00								308 571	70,00
HCI shares	137 015	72,32								137 015	72,32
HCI shares	136 471	77,24								136 471	77,24
HCI shares	103 607	118,06								103 607	118,06
HCI shares	-	-	12 631	150,07	27-Aug-17					12 631	150,07
HCI shares	-	-	72 864	135,99	18-Mar-18					72 864	135,99
MM Loflie-Eaton											
Niveus shares [*]	92 986	6,11									
Niveus shares [®]	31 502	6,11	(92 986)			12-Aug-14	25	260 875		-	-
Niveus shares [*]	92 986	6,11	(31 502)			31-Mar-15	23,99	376 134		-	-
Niveus shares [®]	106 757	6,11								92 986	6,11
Niveus shares [®]	148 269	14,38								106 757	6,11
Niveus shares [®]	-	-	87 416	23,51	10-Sep-17					148 269	14,38
Niveus shares [®]	-	-	8 671	22,18	31-Mar-18					87 416	23,51
										8 671	22,18
Y Shaik											
HCI shares	-	-	39 695	125,02	19-Mar-17					39 695	125,02
HCI shares	-	-	39 695	125,02	19-Mar-18					39 695	125,02
HCI shares	-	-	39 696	125,02	19-Mar-19					39 696	125,02

* Share options may be gross or net equity-settled. The share option price for purposes of calculating the number of shares is not limited to a maximum amount. The option strike price reduces by the amount of dividend declared per share between grant date and exercise date. A three-year interest-free loan is offered to settle the strike price.

® Share options may only be net equity-settled. The strike price reduces with the amount of dividend per share declared between grant date and exercise date.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

	Opening balance		Options granted			Options exercised			Closing balance		
	Number	Strike price	Number	Strike price	Vesting date	Number	Exercise date	Share price (R) on exercise date	Realised gain	Number	Strike price
28. SHARE OPTIONS (continued)											
28.1 DIRECTORS (continued)											
Year ended 31 March 2014											
A van der Veen											
HCI shares	99 184	70,00								99 184	70,00
Niveus shares *	941 356	6,16				(941 356)	16-Jun-13	15,99	9 253 529	–	–
Niveus shares ®	886 059	6,16								886 059	6,16
Niveus shares ®	882 546	6,16								882 546	6,16
Niveus shares ®	–	–	471 878	14,38	27-Aug-16					471 878	14,38
JA Copelyn											
HCI shares	308 571	70,00								308 571	70,00
HCI shares	145 565	71,52				(145 565)	11-Jul-13	121	7 202 556	–	–
HCI shares	137 015	72,32								137 015	72,32
HCI shares	136 471	77,24								136 471	77,24
HCI shares	–	–	103 607	118,06	28-Aug-16					103 607	118,06
MJA Golding											
HCI shares	308 571	70,00								308 571	70,00
HCI shares	145 565	71,52				(145 565)	11-Jul-13	121	7 202 556	–	–
HCI shares	137 015	72,32								137 015	72,32
HCI shares	136 471	77,24								136 471	77,24
HCI shares	–	–	103 607	118,06	28-Aug-16					103 607	118,06
MM Lofie-Eaton											
Niveus shares *	92 986	6,11				(92 986)	16-Jun-13	15,99	918 697	–	–
Niveus shares *	92 986	6,11								92 986	6,11
Niveus shares ®	31 502	6,11								31 502	6,11
Niveus shares *	92 986	6,11								92 986	6,11
Niveus shares ®	106 757	6,11								106 757	6,11
Niveus shares ®	–	–	148 269	14,38	27-Aug-16					148 269	14,38

* Share options may be gross or net equity-settled. The share option price for purposes of calculating the number of shares is not limited to a maximum amount. The option strike price reduces by the amount of dividend declared per share between grant date and exercise date. A three-year interest-free loan is offered to settle the strike price.

® Share options may only be net equity-settled. The strike price reduces with the amount of dividend per share declared between grant date and exercise date.

The HCI share options were granted by Hosken Consolidated Investments Limited for the services rendered to Hosken Consolidated Investments Limited. As a result no IFRS 2 cost is recognised in these financial statements.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

28. SHARE OPTIONS (continued)

28.1 DIRECTORS (continued)

The grant date fair value of the Niveus share options granted was determined using the Black-Scholes valuation model. The significant inputs into the model were the listed share price on grant date, volatility of 52,31% (2014: 55,25%) and an annual risk-free rate of 7,39% (2014: 6,23%). The volatility measured at the standard deviation of continuously compounded share returns is based on statistical analysis of the daily share price since Niveus shares were listed on the Johannesburg Stock Exchange in September 2012. The options have a vesting period of three years from grant date.

	2015 R'000	2014 R'000
Group and Company		
Equity-settled share-based payment expense for the year	3 159	3 321

28.2 KEY PERSONNEL OF SUBSIDIARIES

The group adopted the Niveus employee share scheme, a new share option scheme, approved by the Niveus shareholders on 23 April 2013, in terms of which shares of Niveus are offered on a share option basis to participants, provided they remain in the group's employ until the options vest. Any gain realised on the exercise of these options is settled on a net equity basis, whereby the participant receives that number of shares that equates in value to the gain made on exercise date.

	Number of share options	
	2015	2014
Outstanding at the beginning of year	1 642 576	1 368 955
Granted during the year	503 943	273 621
Lapsed during the year	(35 002)	–
Outstanding at the end of year	2 111 517	1 642 576

No options were exercised during the year.

Share options outstanding at the end of the year have the following details:

Grant date	Vesting date	Expiry date	Strike price	Maximum exercise price	Number of share options	
					2015	2014
10-Sep-12	10-Sep-15	10-Dec-15	7,12	17,52	1 140 621	1 152 289
11-Sep-12	10-Sep-16	10-Dec-16	7,12	23,65	96 666	108 333
12-Sep-12	10-Sep-17	10-Dec-17	7,12	31,93	96 666	108 333
10-Sep-13	10-Sep-16	10-Dec-16	15,30	37,64	273 621	273 621
01-Aug-14	01-Aug-17	01-Nov-17	24,26	59,68	58 333	–
01-Aug-14	01-Aug-18	01-Nov-18	24,26	80,57	58 333	–
01-Aug-14	01-Aug-19	01-Nov-19	24,26	108,77	58 334	–
10-Sep-14	10-Sep-17	10-Dec-17	23,51	57,84	302 819	–
16-Mar-15	16-Mar-18	16-Jun-18	22,99	56,56	26 124	–
					2 111 517	1 642 576

The grant date fair value of the share options granted were determined using the Black-Scholes valuation model. The significant inputs into the model were the listed share price on grant date, volatility of 52,18% (2014: 55,25%) and an annual risk-free rate of 7,04% (2014: 6,23%). The volatility measured at the standard deviation of continuously compounded share returns is based on statistical analysis of the daily share price since Niveus shares were listed on the Johannesburg Stock Exchange in September 2012.

The aggregate number of Niveus shares that may be utilised for the scheme is 10 500 000 of which none have been utilised since the adoption of the scheme.

	2015 R'000	2014 R'000
Group		
Equity-settled share-based payment expense for the year	1 917	1 510

During the prior year, share options were granted, vested and exercised to and by a key member of Vukani's management. These share options were cash-settled and carried the following terms and conditions:

Number of options	2 187 500
Strike price	R7,12
Exercise price	R21,37
Payment	R31 171 875

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

		Group	
		2015 R'000	2014 R'000
29. SEGMENT INFORMATION			
	The following are the summarised results for the various reportable operating segments:		
	Revenue		
	Gaming and entertainment	49 963	44 770
	Beverages	1 155 385	1 110 212
		1 205 348	1 154 982
	Net gaming win		
	Gaming and entertainment	999 695	818 421
	EBITDA		
	Gaming and entertainment	266 064	216 035
	Beverages	92 152	26 075
	Other	(38 380)	(29 927)
		319 836	212 183
	Depreciation and amortisation		
	Gaming and entertainment	98 837	78 677
	Beverages	30 976	28 911
	Other	7	-
		129 820	107 588
	Profit/(loss) before tax		
	Gaming and entertainment	127 276	117 946
	Beverages	61 678	(448)
	Other	(21 620)	(24 344)
		167 334	93 154
	Headline earnings		
	Gaming and entertainment	93 304	83 395
	Beverages	26 958	1 050
	Other	(36 009)	(19 382)
		84 253	65 063
	Assets		
	Gaming and entertainment	444 235	606 849
	Beverages	1 644 176	2 100 628
	Other	764 350	27 153
		2 852 761	2 734 630
	Liabilities		
	Gaming and entertainment	436 996	334 000
	Beverages	389 123	460 339
	Other	40 997	37 934
		867 116	832 273
	Fixed asset additions		
	Gaming and entertainment	233 334	199 442
	Beverages	38 339	38 658
	Other	34	-
		271 707	238 100
	Group revenue is attributable to the following geographical areas:		
	Republic of South Africa	708 239	645 583
	Europe and the United Kingdom	327 764	340 721
	Africa (excl. South Africa)	95 698	87 511
	Rest of the world	73 647	81 167
		1 205 348	1 154 982

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

30. RELATED PARTY INFORMATION

Related parties

Holding company:

Hosken Consolidated Investments Limited

Subsidiaries of holding company:

Euphorbia Proprietary Limited
Gallagher Convention Centre Limited
HCI Managerial Services Proprietary Limited
HCI Treasury Proprietary Limited
Johnnic Holdings Management Services Limited
Limtech Biometric Solutions Proprietary Limited

Subsidiaries of Niveus Group:

Bingo Vision Proprietary Limited
Cherry Moss Trade and Invest 188 Proprietary Limited
Galaxy Gaming Eastern Cape Proprietary Limited
Jacaranda Royal Casino Limited
KVV South Africa Proprietary Limited
Niveus AG
Galaxy Gaming and Entertainment Proprietary Limited
Niveus Invest 1 Proprietary Limited
Niveus Invest 3 Proprietary Limited
Niveus Managerial Services Proprietary Limited
Niveus-KVV Holdings Proprietary Limited
Vukani Gaming Corporation Proprietary Limited

Associates:

Betcoza Online (RF) Proprietary Limited
Paarl Valley Bottling Company Proprietary Limited

Joint ventures:

Red Dawn IP Holding Proprietary Limited
Solamoyo Processing Company Proprietary Limited

Minority shareholders of subsidiaries:

Bhukiwe Ndema
Euroblitz CC
K2011104255 Proprietary Limited
Moody Blue Trade and Invest 124 Proprietary Limited
Tuftsan Investments 1019 Proprietary Limited
Yaounde Investments Proprietary Limited
Zamori 356 Proprietary Limited

Key management

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

	Group		Company	
	2015 R'000	2014 R'000	2015 R'000	2014 R'000
30. RELATED PARTY INFORMATION <i>(continued)</i>				
30.1 RELATED PARTY TRANSACTIONS				
<i>Management fees received from/(paid to)</i>				
Bhukiwe Ndema	(326)	–	–	–
Bingo Vision Proprietary Limited	–	–	6 829	6 011
Euroblitz CC	(237)	–	–	–
Johnnic Holdings Management Services Limited	(16 654)	(9 900)	(16 654)	(9 900)
K2011104255 Proprietary Limited	(476)	(439)	–	–
KWV South Africa Proprietary Limited	–	–	2 940	2 940
Vukani Gaming Corporation Proprietary Limited	–	–	7 630	12 023
Yaounde Investments Proprietary Limited	(1 428)	(1 316)	–	–
Zamori 356 Proprietary Limited	(2 792)	(1 755)	–	–
<i>Sale of goods and services</i>				
HCI Managerial Services Proprietary Limited	164	1	–	–
<i>Salary recoveries</i>				
HCI Managerial Services Proprietary Limited	(120)	(8 316)	(120)	(245)
Johnnic Holdings Management Services Limited	(15 966)	(59 671)	(7 872)	(20 340)
<i>Purchases of goods and services</i>				
Gallagher Convention Centre Limited	(122)	–	–	–
HCI Managerial Services Proprietary Limited	(224)	–	–	–
KWV South Africa Proprietary Limited	–	–	(308)	(255)
Limtech Biometric Solutions Proprietary Limited	(338)	(293)	–	–
Niveus Managerial Services Proprietary Limited	–	–	–	(93)
<i>Rent received/(paid)</i>				
Euphorbia Proprietary Limited	(442)	(356)	–	–
Gallagher Convention Centre Limited	–	(43)	–	–
KWV South Africa Proprietary Limited	–	–	(41)	(27)
<i>Interest received/(paid)</i>				
Bingo Vision Proprietary Limited	–	–	11 740	2 263
HCI Treasury Proprietary Limited	–	3 869	–	3 869
K2013049718 Proprietary Limited (disposed on 8 May 2014, refer to note 33.2)	–	–	34	154
Niveus AG	–	–	66	–
Niveus Invest 1 Proprietary Limited	–	–	3 798	141
Niveus Invest 3 Proprietary Limited	–	–	969	121
Vukani Gaming Corporation Proprietary Limited	–	–	(6 235)	(5 472)
<i>Dividends paid</i>				
K2011104255 Proprietary Limited	(500)	(533)	–	–
Tuffsan Investments 1019 Proprietary Limited	(1 650)	(1 198)	–	–
Yaounde Investments Proprietary Limited	(1 500)	(1 599)	–	–
Zamori 356 Proprietary Limited	(2 000)	(2 132)	–	–
<i>Key management compensation</i>				
Salaries and other short-term benefits	(14 852)	(10 586)	–	–
Share options	(3 184)	(32 388)	–	–

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

	Group		Company	
	2015 R'000	2014 R'000	2015 R'000	2014 R'000
30. RELATED PARTY INFORMATION (continued)				
30.2 RELATED PARTY BALANCES				
<i>Year-end balances arising from sales/purchases of goods/ services</i>				
Bhukiwe Ndema	(326)	-	-	-
Bingo Vision Proprietary Limited	-	-	10 890	8 624
Euroblitz CC	(237)	-	-	-
HCI Managerial Services Proprietary Limited	63	37	-	(34)
Johnnic Holdings Management Services Limited	(35 768)	(45 003)	(35 768)	(45 003)
K2011104255 Proprietary Limited	(40)	-	-	-
KWW South Africa Proprietary Limited	-	-	(1)	(25)
Niveus AG	-	-	-	133
Yaounde Investments Proprietary Limited	(119)	254	-	-
Zamori 356 Proprietary Limited	(1 073)	-	-	-
<i>Loans receivable/(payable)</i>				
Bingo Vision Proprietary Limited (before impairment provision of R65 901 009 (2014: Rnil))	-	-	112 650	49 170
Cherry Moss Trade and Invest 188 Proprietary Limited (before impairment provision of R31 924 850 (2014: R24 668 063))	-	-	40 749	28 634
Galaxy Gaming Eastern Cape Proprietary Limited	-	-	19 544	6 634
HCI Treasury Proprietary Limited	-	6 078	-	6 078
Moody Blue Trade and Invest 124 Proprietary Limited	2 768	2 768	-	-
Niveus AG	-	-	-	39 700
Galaxy Gaming and Entertainment Proprietary Limited (before impairment provision of R60 914 919 (2014: R59 435 728))	-	-	124 876	124 876
Niveus Invest 1 Proprietary Limited (before impairment provision of R8 077 713 (2014: Rnil))	-	-	71 039	5 643
Niveus Invest 3 Proprietary Limited (before impairment provision of R10 745 723 (2014: Rnil))	-	-	10 746	6 056
Niveus-KWW Holdings Proprietary Limited	-	-	419 526	407 599
Niveus Managerial Services Proprietary Limited	-	-	1 938	7 501
Tuffsan Investments 1019 Proprietary Limited	1 294	1 294	-	-
Vukani Gaming Corporation Proprietary Limited	-	-	(20 294)	(11 920)

31. CONTINGENT LIABILITIES

Group

KWW provides an unlimited guarantee to various financial institutions in respect of any claims against KWW South Africa Proprietary Limited.

In terms of the purchase agreement for the Kuruman Casino Licence, an additional R4 million is payable if certain performance conditions are met.

Company

Bank deposits of R2 million (2014: R2 million) have been pledged to support guarantees issued by the company's bankers in favour of a certain South African provincial gaming board for the due and punctual fulfilment of the licence obligations under which certain group subsidiaries operates.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

	Principal activity	Date of acquisition	Proportion of shares acquired
32. BUSINESS COMBINATIONS/DISPOSALS			
32.1 SUBSIDIARIES ACQUIRED			
Thaba Gare Lydenburg Proprietary Limited	Gaming	15/01/01	100,0%
			Group
			2015 R'000
			2014 R'000
32.2 THABA GARE LYDENBURG PROPRIETARY LIMITED – COST OF ACQUISITION, NET CASH FLOW ON ACQUISITION AND ANALYSIS OF ASSETS AND LIABILITIES ACQUIRED			
Non-current assets			
Property, plant and equipment		683	–
Current assets			
Inventory		53	–
Cash and cash equivalents		435	–
Current liabilities			
Trade and other payables		(3 557)	–
Other current liabilities		(3 693)	–
Loans with group companies		(3 049)	–
Equity at acquisition		(9 128)	–
Non-controlling interest		–	–
Goodwill on acquisition		10 630	–
Cost of acquisition		1 502	–
Cash balances acquired		(435)	–
Net cash outflow on acquisition		1 067	–
<p>The purchase price of the business acquired includes amounts in relation to the benefit of expected synergies, revenue growth and the assembled workforce of these businesses. These benefits are not recognised separately from goodwill as the future economic benefits arising from them cannot be reliably measured. None of the goodwill recognised is expected to be deductible for income tax purposes.</p>			
32.3 IMPACT OF THE ACQUISITIONS ON THE RESULTS OF THE GROUP			
<p>The business acquired during the year contributed revenues of R1,2 million and net losses before tax of R1,7 million to the group for the periods from dates of effective control to 31 March 2015. Had the acquisition been effective on 1 April 2014 the contribution to revenue would have been R4,6 million and a loss before tax of R6,9 million.</p>			
32.4 PROCEEDS ON DISPOSAL, NET CASH FLOW ON DISPOSAL AND ANALYSIS OF ASSETS AND LIABILITIES DISPOSED OF THE GLEN RESTAURANT PROPRIETARY LIMITED			
Non-current assets			
Property, plant and equipment		(3 505)	–
Current assets			
Trade and other receivables		(3 124)	–
Inventory		(206)	–
Cash and cash equivalents		(414)	–
Current liabilities			
Trade and other payables		294	–
Loans with group companies		5 971	–
Other current liabilities		984	–
		–	–
Cash and cash equivalents disposed of		(414)	–
Net cash outflow on disposal		(414)	–

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

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		Group	
		2015 R'000	2014 R'000
32.	BUSINESS COMBINATIONS/DISPOSALS (continued)		
32.5	PROCEEDS ON DISPOSAL, NET CASH FLOW ON DISPOSAL AND ANALYSIS OF ASSETS AND LIABILITIES DISPOSED OF RED STRIPE TRADING 107 PROPRIETARY LIMITED		
	Non-current assets		
	Property, plant and equipment	(5 153)	–
	Current assets		
	Trade and other receivables	(943)	–
	Inventory	(149)	–
	Cash and cash equivalents	(637)	–
	Current liabilities		
	Trade and other payables	305	–
	Loans with group companies	6 257	–
	Other current liabilities	320	–
		–	–
	Cash and cash equivalents disposed of	(637)	–
	Net cash outflow on disposal	(637)	–
32.6	PROCEEDS ON DISPOSAL, NET CASH FLOW ON DISPOSAL AND ANALYSIS OF ASSETS AND LIABILITIES DISPOSED OF THE BRIDGE GRILL PROPRIETARY LIMITED		
	Non-current assets		
	Property, plant and equipment	(5 088)	–
	Current assets		
	Trade and other receivables	(1 022)	–
	Inventory	(95)	–
	Cash and cash equivalents	(176)	–
	Current liabilities		
	Trade and other payables	25	–
	Loans with group companies	6 042	–
	Other current liabilities	314	–
		–	–
	Cash and cash equivalents disposed of	(176)	–
	Net cash outflow on disposal	(176)	–
33.	TRANSACTIONS WITH NON-CONTROLLING INTERESTS		
33.1	KWV HOLDINGS LIMITED – ACQUISITION OF ADDITIONAL INTEREST		
	On 30 July 2014 and 31 August 2014, an additional interest of 2,61% of the issued shares of KWV was acquired for a consideration of R16,2 million. The group now holds 57,13% of the equity share capital of KWV Holdings Limited. The effect of changes in ownership interest is summarised as follows:		
	Carrying amount of non-controlling interest acquired	44 585	47 332
	Consideration paid to non-controlling interest	(16 189)	(16 000)
	Increase in parent's equity	28 396	31 332
33.2	GALAXY GAMING NORTH WEST PROPRIETARY LIMITED – DISPOSAL OF INTEREST WITHOUT LOSS OF CONTROL		
	On 8 May 2014, 60% out of a 100% interest held in Galaxy Gaming North West Proprietary Limited was sold for a consideration of R3,64 million. The effect of the disposal of the ownership interest is summarised as follows:		
	Carrying amount of non-controlling interest disposed of	1 775	–
	Consideration received from non-controlling interest	3 638	–
	Increase in parent's equity	5 413	–

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

34. FINANCIAL RISK MANAGEMENT

34.1 FINANCIAL RISK FACTORS

The group's activities expose it to a variety of financial risks: market risk (including currency risk and interest rate risk), credit risk and liquidity risk. The group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the group. The group uses derivative financial instruments to hedge certain risk exposures.

34.1.1 MARKET RISK

Currency risk

The group is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the euro, US dollar, Canadian dollar, Japanese yen, Swiss franc and the UK pound. Foreign exchange risk arises from exposure in the foreign operations due to trading transactions in currencies other than the functional currency. There is a translation risk arising from the consolidation of the results of foreign subsidiaries in South African rand, the holding company's reporting currency.

Foreign currency forward contracts are entered into to protect existing assets and liabilities against movements in exchange rates or to hedge future cash flows of high probability. Although hedge accounting is not applied, group policy provides that all transactions of the South African operating subsidiaries are hedged as soon as any material foreign currency exposure arises.

Foreign currency forward contracts or other appropriate derivatives are also entered into when management considers it appropriate to establish economic hedges for future sales transactions. Forward contracts are not entered into for speculative purposes.

Management decided to hedge a significant portion of the KVV 2016 budgeted export sales during 2015 as detailed below:

Group 2015	Contracted foreign amount FC'000	Average exchange rate	Total contracted amount R'000	Foreign currency receivables and cash balances R'000	Contracts to cover cash balances/ (uncovered receivables) as at 31 March R'000
Contracts and options to sell foreign currency					
Euro	3 000	13,99	41 958	71 499	(29 541)
Canadian dollar	497	10,39	5 163	5 037	126
US dollar	750	11,43	8 572	19 681	(11 109)
British pound	118	19,48	2 305	3 532	(1 227)
Japan yen	17 600	0,11	1 884	6 958	(5 074)
			59 882	106 707	(46 825)
Hedging in respect of future sales					
Fixed rate contracts and options					
Euro	13 174	13,72	180 689	–	180 689
Canadian dollar	1 717	12,24	21 009	–	21 009
US dollar	439	19,15	8 405	–	8 405
British pound	1 184	10,14	12 006	–	12 006
Japan yen	155 541	0,11	16 634	–	16 634
			238 743	–	238 743
Zero cost foreign exchange options					
Euro	2 732	12,34 – 13,14	Floor in R'000 33 736	–	33 736
			272 479	–	272 479
Total for 2015			332 361	106 707	225 654

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34. FINANCIAL RISK MANAGEMENT (continued)
 34.1 FINANCIAL RISK FACTORS (continued)
 34.1.1 MARKET RISK (continued)

Group 2014	Contracted foreign amount FC'000	Average exchange rate	Total contracted amount R'000	Foreign currency receivables and cash balances R'000	Contracts to cover cash balances/ (uncovered receivables) as at 31 March R'000
Contracts and options to sell foreign currency					
Euro	3 754	12,56	47 154	73 049	(25 895)
Canadian dollar	615	9,96	6 123	7 359	(1 236)
US dollar	2 240	9,65	21 615	19 455	2 160
British pound	102	14,12	1 447	4 455	(3 008)
Japan yen	22 732	0,10	2 385	8 345	(5 960)
			78 724	112 663	(33 939)
Hedging in respect of future sales					
Fixed rate contracts and options					
Euro	9 433	14,12	133 216	–	133 216
Canadian dollar	2 900	9,65	27 986	–	27 986
US dollar	353	17,76	6 272	–	6 272
British pound	1 667	10,20	17 001	–	17 001
Japan yen	229 350	0,11	25 106	–	25 106
			209 581	–	209 581
Zero cost foreign exchange options					
		Floor cap	Floor in R'000		
Euro	4 424	14,50 – 17,59	64 144	–	64 144
Euro	2 000	14,00 – 15,87	28 000	–	28 000
			92 144	–	92 144
			301 725	–	301 725
Total for 2014			380 449	112 663	267 786
Contracts to buy foreign currency					
Group 2015	Contracted foreign amount FC'000	Average exchange rate R'000	Total contracted amount R'000	Foreign currency payable R'000	Uncovered as at 31 March R'000
Euro	–	–	–	4 369	(4 369)
Canadian dollar	–	–	–	1 151	(1 151)
US dollar	–	–	–	263	(263)
British pound	–	–	–	728	(728)
Danish kroner	–	–	–	8	(8)
			–	6 519	(6 519)
Group 2014					
Euro	–	–	–	10 648	(10 648)
Canadian dollar	–	–	–	1 795	(1 795)
US dollar	–	–	–	1 889	(1 889)
British pound	–	–	–	280	(280)
			–	14 612	(14 612)

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

34. FINANCIAL RISK MANAGEMENT (continued)

34.1 FINANCIAL RISK FACTORS (continued)

34.1.1 MARKET RISK (continued)

The following significant exchange rates applied during the year:	Average rate		Reporting date	
	2015	2014	2015	2014
Euro	13,99	13,57	13,11	14,55
Canadian dollar	9,73	9,60	9,54	9,57
US dollar	11,06	10,12	12,16	10,58
British pound	17,81	16,10	17,98	17,61
Japan yen	0,10	0,10	0,10	0,10
Swiss franc	11,75	10,67	12,38	12,20
Danish kroner	1,88	–	1,76	–

A 10% strengthening of the functional currency against the following currencies at 31 March would have increased/(decreased) profit or loss before tax by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant. This analysis is performed on the same basis for 2014.

	Profit/(loss)	
	2015 R'000	2014 R'000
Euro	27 665	30 287
Canadian dollar	2 148	2 869
US dollar	7 479	6 878
British pound	1 398	1 189
Japan yen	2 548	3 584
Swiss franc	86	56
Danish kroner	(1)	–

A 10% weakening of the functional currency against the above currencies at 31 March would have had the equal but opposite effect on the above currencies to the amounts shown above, on the basis that all other variables remain constant.

The following carrying amounts were exposed to foreign currency exchange risk:

Non-current receivables

Euro	–	387
	–	387

Trade and other receivables

Euro	60 021	61 491
Canadian dollar	4 922	6 309
US dollar	13 725	18 148
British pound	3 105	4 141
Japan yen	6 958	3 764
Swiss franc	859	56
	89 590	93 909

Bank and cash balances

Euro	11 478	18 177
Canadian dollar	116	1 050
US dollar	6 197	2 919
British pound	428	314
Japan yen	–	4 581
Swiss franc	–	503
	18 219	27 544

Hedging instruments

Euro	222 647	272 514
Canadian dollar	17 170	23 124
US dollar	63 316	49 602
British pound	10 710	7 719
Japan yen	18 519	27 491
Swiss franc	–	–
	332 362	380 450

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

34. FINANCIAL RISK MANAGEMENT (continued)

34.1 FINANCIAL RISK FACTORS (continued)

34.1.1 MARKET RISK (continued)

	Profit/(loss)	
	2015 R'000	2014 R'000
Trade and other payables		
Euro	17 498	49 699
Canadian dollar	728	1 795
US dollar	8 447	1 889
British pound	263	280
Danish kroner	8	–
	26 944	53 663

Interest rate risk

Due to significant cash investments, movements in market interest rates influence income. Interest rate risk is managed by the group treasury function by using approved counterparties that offer the best rates.

The company and its subsidiary companies are exposed to interest rate risk due to long-term debt.

At 31 March the interest rate profile of the group's interest-bearing financial instruments was:

	Group		Company	
	Carrying amount		Carrying amount	
	2015 R'000	2014 R'000	2015 R'000	2014 R'000
Variable rate instruments				
Bank balances	132 286	223 440	25	6 119
Loans to subsidiaries	–	–	132 194	55 804
Loans from subsidiaries	–	–	20 294	11 920
Loans receivable	3 960	2 523	3 960	–
Borrowings	278 487	189 098	–	–
Finance lease liabilities	2 231	7 124	–	–
	416 964	422 185	156 473	73 843

Fair value sensitivity analysis for variable rate instruments:

Group

A change of 100 basis points in interest rates would have increased or decreased profit after tax by R0,7 million (2014: R1,2 million).

Company

A change of 100 basis points in interest rates would have increased or decreased profit after tax by R834 000 (2014: R360 000).

Other price risk

Price risk is the risk that the value of a financial instrument will fluctuate as a result of changes in market prices, whether those changes are caused by factors specific to the individual instrument or its issuer or factors affecting all instruments traded in the market. The group is not exposed to significant price risk.

34.1.2 CREDIT RISK

The group has no significant concentrations of credit risk. Overall credit risk is managed at subsidiary level. Credit risk arises from cash and cash equivalents, derivative financial instruments and deposits with banks and financial institutions, as well as credit exposure to the group's customer base, including outstanding receivables and committed transactions. For banks and financial institutions, only group audit committee approved parties are accepted. The group has policies that limit the amount of credit exposure to any financial institution. Trade receivables comprise a large, widespread customer base and the group performs ongoing credit evaluations of the financial condition of its customers. The utilisation of credit limits are regularly monitored. Refer to notes 8 and 11 for further credit risk analysis in respect of loans receivable and trade and other receivables. No credit limits were exceeded during the year under review, and management does not expect any losses from non-performance by these counterparties.

34.1.3 LIQUIDITY RISK

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions. Due to the dynamic nature of the underlying businesses, the treasury functions of the major subsidiaries aim to maintain flexibility in funding by keeping committed credit lines available. Management monitors rolling forecasts of the group's liquidity headroom on the basis of expected cash flows and the resultant borrowing position compared to available credit facilities. This process is performed during each financial year-end for five years into the future in terms of the group's long-term planning process.

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FOR THE YEAR ENDED 31 MARCH 2015

34. FINANCIAL RISK MANAGEMENT (continued)

34.1 FINANCIAL RISK FACTORS (continued)

34.1.3 LIQUIDITY RISK (continued)

The table below analyses the group's financial liabilities that will be settled on a net basis into relevant maturity groupings based on the remaining period at the statement of financial position date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

	Less than 1 year R'000	Between 2 and 5 years R'000	Over 5 years R'000
Group			
At 31 March 2015			
Bank and other borrowings	39 013	291 801	–
Derivative financial instruments	1 585	–	–
Trade and other payables	312 640	5 823	–
	353 238	297 624	–
At 31 March 2014			
Bank and other borrowings	41 736	189 023	–
Derivative financial instruments	23 911	–	–
Trade and other payables	338 181	420	–
	403 828	189 443	–
Company			
At 31 March 2015			
Trade and other payables	37 028	3 457	–
Loans from subsidiary	20 294	–	–
	57 322	3 457	–
At 31 March 2014			
Trade and other payables	45 397	–	–
Loans from group company	11 920	–	–
	57 317	–	–

34.2 CAPITAL RISK MANAGEMENT

The group manages its shareholders' equity, defined as its issued capital, reserves and treasury shares, as capital. The group's objective when managing capital is to safeguard its ability to continue as a going concern in order to provide returns to shareholders in the form of dividends and capital appreciation. In order to maintain or adjust the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares. There were no changes in the group's approach to capital management during the year.

	Group	
	2015 R'000	2014 R'000
The own capital ratios are as follows:		
Total capital and reserves	1 985 645	1 902 357
Total assets	2 852 761	2 734 630
Own capital ratio	70%	70%

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

34. FINANCIAL RISK MANAGEMENT (continued)

34.3 FAIR VALUE ESTIMATION

IFRS 7 requires disclosure 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

Level 2 – Inputs used, other than quoted prices included within level 1, that are observable for the asset or liability, either directly or indirectly

Level 3 – Fair value determined by valuation that uses inputs that are not based on observable market data

The following assets and liabilities are measured at fair value:

	Level 1 R'000	Level 2 R'000	Level 3 R'000	Total R'000
Group 2015				
Assets				
<i>Financial assets at fair value through profit or loss</i>				
Derivative financial instruments	–	3 715	–	3 715
<i>Investment properties</i>	–	–	6 813	6 813
Total assets	–	3 715	6 813	10 528
Liabilities				
<i>Financial liabilities at fair value through profit or loss</i>				
Derivative financial instruments	–	1 585	–	1 585
Total liabilities	–	1 585	–	1 585
Group 2014				
Assets				
<i>Financial assets at fair value through profit or loss</i>				
Derivative financial instruments	–	5 952	–	5 952
<i>Investment properties</i>	–	–	3 900	3 900
Total assets	–	5 952	3 900	9 852
Liabilities				
<i>Financial liabilities at fair value through profit or loss</i>				
Derivative financial instruments	–	23 911	–	23 911
Total liabilities	–	23 911	–	23 911

35. SIGNIFICANT EVENTS SUBSEQUENT TO REPORTING PERIOD

Subsequent to year-end, on 21 May 2015, a cash dividend of 12 cents per share was declared and approved by the board of directors. The cash dividend of R14 million was paid to shareholders on 15 June 2015.

On 19 May 2015, the company initiated review procedures against a decision by the provincial finance authorities in KwaZulu-Natal to revoke certain licences issued to the group in relation to its gaming operations in KwaZulu-Natal. In the event that the aforesaid review process is unsuccessful, the company will be required to impair assets to the value of R35 million and may be liable for costs relating to rent and the retrenchment costs of 300 employees.

At the general meeting held on 9 September 2015, shareholders approved the restructuring of the administration agreement between Niveus and JHMS, whereby the existing agreement be amended to replace the entitlement of JHMS to receive 50 basis points of the enterprise value with a management fee of R3 million per annum, escalating at the Consumer Price Index, in exchange for payment of R45 150 000. Shareholders also approved the specific issue of 1 750 000 Niveus ordinary shares to JHMS at an issue price of R25,80 per share in exchange for payment by JHMS to Niveus of R45 150 000.

No other material events that may have a significant influence on the financial position of the group occurred between the date of the financial year-end and the date of approval of the financial statements.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 MARCH 2015

36. FINANCIAL INSTRUMENTS

An analysis of the group's assets and liabilities, classified by financial instrument, are set out below:

Group	Loans and receivables		Financial liabilities at amortised cost		Non-financial instruments		Fair value through profit or loss		Total	
	2015 R'000	2014 R'000	2015 R'000	2014 R'000	2015 R'000	2014 R'000	2015 R'000	2014 R'000	2015 R'000	2014 R'000
Assets										
Non-current assets	9 238	16 995	-	-	1 328 767	1 183 755	-	-	1 338 005	1 200 750
Property, plant and equipment	-	-	-	-	1 150 507	1 023 845	-	-	1 150 507	1 023 845
Investment properties	-	-	-	-	6 813	3 900	-	-	6 813	3 900
Goodwill	-	-	-	-	60 360	49 730	-	-	60 360	49 730
Intangible assets	-	-	-	-	77 279	78 450	-	-	77 279	78 450
Investments in associates and joint ventures	4 876	5 438	-	-	16 817	9 834	-	-	21 693	15 272
Deferred taxation	-	-	-	-	16 991	17 996	-	-	16 991	17 996
Loans receivable	4 362	11 557	-	-	-	-	-	-	4 362	11 557
Current assets	427 495	486 247	-	-	1 083 546	1 041 681	3 715	5 952	1 514 766	1 533 880
Inventories	-	-	-	-	1 039 406	1 005 172	-	-	1 039 406	1 005 172
Derivative financial instruments	-	-	-	-	-	-	3 715	5 952	3 715	5 952
Trade and other receivables	277 265	259 684	-	-	42 898	35 768	-	-	320 163	295 452
Loans receivable	17 944	3 123	-	-	-	-	-	-	17 944	3 123
Taxation	-	-	-	-	1 242	741	-	-	1 242	741
Cash and cash equivalents	132 286	223 440	-	-	-	-	-	-	132 286	223 440
Total assets	486 733	503 242	-	-	2 412 313	2 225 436	3 715	5 952	2 852 761	2 734 630
Liabilities										
Non-current liabilities	-	-	261 033	165 629	124 670	110 985	5 823	420	391 526	277 034
Operating lease equalisation liability	-	-	-	-	4 079	3 356	-	-	4 079	3 356
Borrowings	-	-	261 033	163 225	-	-	-	-	261 033	163 225
Finance lease liabilities	-	-	-	2 404	-	-	-	-	-	2 404
Accruals	-	-	-	-	-	-	5 823	420	5 823	420
Deferred taxation	-	-	-	-	120 591	107 629	-	-	120 591	107 629
Current liabilities	-	-	332 325	368 774	141 680	162 554	1 585	23 911	475 590	555 239
Trade and other payables	-	-	312 640	338 181	131 949	160 189	-	-	444 589	498 370
Derivative financial instruments	-	-	-	-	-	-	1 585	23 911	1 585	23 911
Current portion of borrowings	-	-	17 454	25 873	-	-	-	-	17 454	25 873
Current portion of finance lease liabilities	-	-	2 231	4 720	-	-	-	-	2 231	4 720
Taxation	-	-	-	-	9 731	2 365	-	-	9 731	2 365
Total liabilities	-	-	593 358	534 403	266 350	273 539	7 408	24 331	867 116	832 273

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FOR THE YEAR ENDED 31 MARCH 2015

36. FINANCIAL INSTRUMENTS (continued)

Company Assets	Loans and receivables		Financial liabilities at amortised cost		Non-financial instruments		Fair value through profit or loss		Total
	2015 R'000	2014 R'000	2015 R'000	2014 R'000	2015 R'000	2014 R'000	2015 R'000	2014 R'000	
Non-current assets									
Investments in subsidiaries	623 503	595 313	-	-	65 232	6 108	-	-	688 735
Current assets									
Taxation	11 546	15 576	-	-	54	1 857	-	-	11 600
Trade and other receivables	-	-	-	-	54	54	-	-	54
Cash and cash equivalents	11 521	9 457	-	-	-	1 803	-	-	11 521
	25	6 119	-	-	-	-	-	-	25
Total assets	635 049	610 889	-	-	65 286	7 965	-	-	700 335
Liabilities									
Current liabilities									
Trade and other payables	-	-	57 322	57 317	-	-	-	-	57 322
Loans from subsidiaries	-	-	37 028	45 397	-	-	-	-	37 028
	-	-	20 294	11 920	-	-	-	-	20 294
Total liabilities	-	-	57 322	57 317	-	-	-	-	57 322

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