

INTEGRATED ANNUAL REPORT **2013**

GLOBAL ASSET MANAGEMENT LIMITED

WE ACHIEVE THAT LITTLE EXTRA

GLOBAL ASSET MANAGEMENT LIMITED

Registration number
2002/003192/06

INTEGRATED ANNUAL REPORT

30 November 2013

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FINANCIAL HIGHLIGHTS

	Nov-13 R'	Change %	Nov-12 R'
ANNUAL REVENUE GENERATING ACTIVITY ANALYSIS:			
Income generated from:			
Rental income	114,279,756	18.1	96,758,834
Rendering of services	4,269,365	46.6	2,911,899
Interest received	1,959,180	77.6	1,102,731
Income analysis:			
Gross profit earned	64,719,463	30.3	49,676,048
Profit after tax	13,251,593	12.5	11,779,541
Financial Position analysis:			
Net asset value	98,709,020	70.8	57,794,216
Cash and cash equivalents	18,410,264	1 390.9	1,234,804

	Cents	Change %	Cents
Financial Position analysis:			
Net asset value per share (cents)	220,8	20.3	183,5
Net tangible asset value per share (cents)	218,6	19.1	183,5

THE BOARD OF DIRECTORS

Directorate

Executive Directors

N Penzhorn
Managing Director

MCC Van Ettinger
Director

WP Basson
Director

Non-executive Directors

GK Cunliffe
Independent Chairperson

GT Magomola
Independent

AA Maren
Independent

AJ Naidoo
Independent

CHAIRMAN'S REPORT

GK Cunliffe
Chairman

Introduction

This Annual Report covers Global Asset Management Limited's ("Global's") first year of operations as a listed company on the Johannesburg Stock Exchange (AltX). I am pleased to report that the group's results show a profit of R13,2 million representing an increase in total earnings compared to the previous year of R0,7 million, although this was marginally below the figure projected in our 2012 Annual Report. The 2013 South African business environment has been experiencing a difficult year with continuing global uncertainty compounded by increasing internal political and economic uncertainty prevailing.

Strategic Overview

Global's past year has seen consolidation of the group's activities and the articulation and formalisation of many of Global's strategic plans to take the group forward. Global's strategic focus is to take on businesses operating in business sectors in South Africa and the Sub-Saharan African continent that have sound growth prospects and offer the group excellent opportunities going forward taking account of Global's size and resource capabilities. The Group's activities embrace both the acquisition of controlling shareholdings in businesses with established revenue flows and the provision of corporate services to clients in our chosen activity sectors.

Overview of Operations

Global has, over the past year, formalised its operations into certain chosen business sectors. These sectors and structures are covered in more detail in the Chief Executive Officer's Executive Report. Global's financial results continue to be based on the operations of its principal operating entity, LFS Assets (Pty) Ltd ("LFS").

Profits from this company have been affected by difficult trading conditions but management has spent considerable time and effort in seeking ways in which to support and secure the company's ongoing trading operations. It is expected that these measures will lead to continued growth in the profitability of this business. Management is also actively engaged in processes designed to place LFS into a positive BEE status for the future. This is considered to be a priority for the business going forward and we are anticipating that this exercise will be completed during the current financial year.

During the year Global issued 13 199 113 ordinary shares, which raised R29,307,959. With these proceeds Global aims to secure the rights to a 51% equity stake in Earthwize Energy Holdings (Pty) Ltd ("Earthwize"). Earthwize has two principal projects in which it will be engaging in the current year. The first is the construction and operation of pyrolysis plants using proprietary technology to convert waste hydrocarbon materials into oil. The Directors of Global have approved the investment as Global has been closely involved with Earthwize's engineers in the development and testing of the pyrolysis pilot plant and the prospects of the company are considered to be exceptional. The second involves the establishment of the Energy Efficiency Company, which will fund energy projects with corporate clients at attractive margins.

Future Outlook

The future outlook for the South African economy continues to be plagued with uncertainties. Elections happening later this year bring with them heightened uncertainty which, accompanied by a dramatically weakening Rand, expectations of accelerating inflation and catastrophic labour and productivity conditions, will make the current year both interesting and challenging.

Global has positioned itself in areas that provide essential products and services where investment is critical if South Africa and Sub-Saharan Africa are to successfully grow and participate positively in the world economy. It is clear that the world sees Africa as an area with great potential for growth off a low base. The debt ridden developed economies of the developed world will need to enter this market in their search for growth if they are to resolve their own long term structural issues. The challenge is for African based entities such as Global to take the lead in identifying and creating opportunities for the successful deployment of capital into projects that not only provide outstanding and sustainable returns for their investors but also facilitate the development of the South African and surrounding African economies.

Closing

The Board has actively assisted the executive management team in formulating Global's growth strategy that has been put in place and continues to oversee the formulation of structures established by management for the implementation of these strategies. Solid corporate governance and pro-active risk management processes are seen as important cornerstones in delivering on these growth strategies. The Board is committed to playing its full role of oversight and advice in the most effective manner and will continue to ensure that appropriate emphasis on corporate social responsibilities is maintained.

The Global team has been expanded into a well-balanced executive supporting a group of enthusiastic and capable young professionals that are excited and motivated to make Global a major player in the Southern African investment market. The constant philosophy is to continue to secure long term, sustainable profits that will build shareholder value in the long run.

Finally, I would like to acknowledge the hard work and dedication of our executive and their support team of professional and administrative staff as they have worked at establishing the foundations for the future success of Global. I would also like to express my appreciation to my fellow directors for their commitment and support during the year.

GK Cunliffe

Chairman

28 MAY 2014

EXECUTIVE REPORT

N Penzhorn
Chief Executive Officer

The Company

Global Asset Management Limited ("Global") has focused on project and structured finance since 1992. Under the motto – "we achieve that little extra" – Global has, by way of a significant array of skills and experience, enriched its business ventures, backed by Global's access to a vast network of local and international financial institutions.

Since 2005, Global has been involved in asset finance, funding Linde forklift trucks under an exclusive arrangement with Linde Material Handling (Pty) Ltd. In September 2009, Global became part of the Inshare Group, a private investment holding enterprise that specializes in identifying undervalued opportunities and invests in strong and sustainable annuity businesses.

Global was listed in December 2012. Inshare (Pty) Ltd, the holding company of the Inshare Group, is willing to dilute its shareholding in Global over time when acquisitions are made by Global, but intends remaining the majority shareholder for the foreseeable future.

Performance Highlights for 2013

Global has delivered satisfactory results, in a challenging environment and its revised business model as a listed entity. Key achievements include:

- A growth in profit for the year ended 30 November 2013 of 12,5%;
- A growth in Total Assets of 11,5% to R505,1 million, with Total Equity growing by 70,8% to R98,7 million;
- An increase in its share price to R2.20 at 30 November 2013, resulting in an annualized return of approximately 10% to shareholders;
- The issue of 13,199,113 million of new ordinary shares, raising R29,307,959 million in new equity;

- Aiming to secure the rights to 51% of Earthwize Energy Holdings (Pty) Ltd by way of an initial shareholding of 5% subsequent to the financial year end and an option to acquire a further 46%;
- Establishing the Energy Efficiency Company (Pty) Ltd.

Performance of Individual Business Strands

1. Global Asset Management Ltd

The company achieved a net positive result for 2013 on an unconsolidated basis of R2.4 million, in spite of increased costs due to the listing.

Corporate services revenues continued to grow and amounted to R4.2 million for the financial year. Project Finance related revenues reached R3.3 million, which remained well below expectations, due to the difficult funding environment.

Global has assembled a strong team of professionals and managers during 2013, and the strategic focus has been set for 2014 on executing projects and business initiatives developed in 2013, delivering positive cash flows and returns, as highlighted in the strategic direction discussion below.

2. LFS Assets (Pty) Ltd

LFS Assets was the only subsidiary of Global during the 2013 financial year. The company is wholly owned by the Global holding company GAM Industrial. The Net Income for LFS Assets during 2013 was R10,8 million which represents the bulk of the Global earnings.

The results of LFS Assets were affected by rising repair and maintenance costs on second-hand trucks, whilst prices realised on the sales of second-hand trucks were commensurately lower than forecast. Repair, maintenance and marketing costs of second-hand trucks increased from R1.1 million in 2012 to R5.5 million in 2013, flowing from an increase in costs in general, and exacerbated by the weakening of the exchange rate. LFS Assets sold 91 second-hand trucks in 2013 compared to 190 second-hand trucks in 2012. The short term rentals book had an average annual capacity utilization of 50%, which has been noted as an area for significant improvement during 2014. The combined second-hand book showed a loss of R2.6 million for 2013. A concerted effort will be made to improve the results for the second-hand book in 2014 and various strategic initiatives are underway, to ensure a much improved outcome for 2014.

The primary book of LFS Assets yielded strong results, in spite of the difficult trading environment. The number of new trucks financed in 2013 were 165 on a total asset book of 1 716 units. The total forklift asset book grew by 9%. LFS Assets recorded a provision for doubtful debts of R1 million due to a customer applying for business rescue. The debtors' book grew slightly from R28.2 million to R31.2 million during 2013.

New Holding Company Structure

To accommodate the long term Global strategy and focus areas, Global has created a holding company structure for its subsidiaries. Accordingly Global will be active in the following business sectors:

- Renewable Energy;
- Agribusiness;
- Industrial;
- Infrastructure; and
- Financial Business Solutions and Funding.

In line with this strategy, Global aims to secure two exciting new businesses – Earthwize Energy Holdings (Pty) Ltd ("EWEH") and the Energy Efficiency Company (Pty) Ltd ("EEC"). To facilitate these transactions, Global has embarked on the issuance of 15 million new ordinary shares, of which more than 10 million shares have been placed already.

EWEH focuses on the conversion of waste hydrocarbon materials into oil via its own proprietary technology. The technology will be applied to various business ventures, and Earthwize intends to commence with the construction of 3 pyrolysis plants during 2014, both locally and in Asia. Global aims to secure the rights to 51% of the EWEH company.

The EEC was established to fund energy efficiency projects, i.e. energy interventions designed to save companies up to 50% of their electricity costs. The EEC is a fully owned Global subsidiary. It has already financed its first transaction of over R1 million subsequent to the financial year end.

2014 Strategic Initiatives

Global will continue to build upon the foundation of its extensive assets and skills, linking financial management prowess and structuring expertise within Global and its partner companies, to become the investment vehicle and financing partner of choice for investors, business owners and entrepreneurs. Our listing on the JSE will provide Global with an enhanced standing and visibility in the market, and allow Global to access a greater variety of funding options.

The following strategic objectives will be actively pursued in 2014:

- Build Global and its underlying entities into highly profitable companies;
- Focus on cash generative businesses;
- Execute earmarked acquisitions and projects; and
- Diversify geographically through a potential secondary listing on an offshore stock exchange.

Risk Management

During 2013 the following risk management activities were conducted:

- Appointment of risk management teams to each business area and subsidiary;
- Identification of risk factors and risks pertaining to each business area; and
- Evaluation of risk factors and development of the risk management plan.

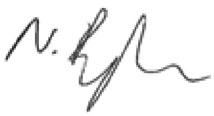
The risk management teams identified the following critical risks, which will be addressed during 2014:

- A business continuity plan is to be developed and implemented;
- The business diversification effort has to be maintained, i.e. to build up businesses alongside LFS Assets, currently the only subsidiary of Global;
- Improvement of the debtor's book within LFS Assets;
- Continued focus on the legislative and compliance environment, such as the Companies Act, listing environment, consumer laws and BEE; and
- Implementation of IT and backup systems.

Bi-monthly risk management meetings will ensure the active and pro-active focus on risk, both within the overall business as well as within the subsidiaries.

Outlook

Global has successfully built a viable and sustainable platform in terms of assets, opportunities and people that will allow the company to achieve its stated goals of cash generation and attractive shareholder returns within the next 18 months. The GAM New Energy holding company, comprising the EWEH businesses, is expected to deliver exceptional growth.



N Penzhorn
Chief Executive Officer
28 MAY 2014

RISK MANAGEMENT REPORT

The Group's business risk and tolerance for risk continue to be managed in line with Board approved authorities and regulatory frameworks. The risk profile for the company remains that of a low overall risk environment given its business model and associated customer and stakeholder requirements. The majority of risks identified for the Group are:

Risk type	Approach
Strategic Risk	Strategic risk concerns the consequences that occur when the environment in which decisions that are hard to implement quickly result in an unattractive or adverse impact. It ultimately has two elements: one is doing the right thing at the right time and the other is doing it well. This risk arises out of changes in the broad environment in which the Group operates. • Strategic risk is a function of the compatibility between the Group's goals, the approach and resources used to meet those goals, and the quality of management's implementation of systems and resources to meet those goals. • Formal strategic risk assessments are completed annually and monitored throughout the year by the Board and executive management of the Group. • The strategic risk management is integrated into the strategic planning process of the Group. • Strategic risk focuses on how the plans and the implementation of those plans affect the Group's value rather than just an analysis of a written strategic plan. • Assessment of strategic risk also incorporates how well management handles uncontrollable external factors such as changes of a political, socio-economic, legislative nature, new competition or opportune acquisitions.
Financial Risk	Financial risk is an umbrella term for any risk associated with any form of financing. Specialised financial risk management systems and procedures are in place to manage financial risks. • **Capital risk** to the Group is the risk of not maintaining the minimum capital levels stipulated by the monitoring regulators or key suppliers. • **Market risk** considers changes in the values of portfolios of financial instruments due to changes in market factors such as exchange rates, interest rates, equity prices, commodity prices and market liquidity. Market risk occurs from the Group's involvement in activities in these products.

Risk type	Approach
Financial Risk *(Continued)*	• **Credit risk** is the potential that an obligor will fail to pay or fail to meet the terms of their contract with the Group. Credit risk could result from failure on the part of a borrower, counterparty or an issuer. Credit risk exists in both on- and off-balance sheet exposures. • **Liquidity risk** can arise from management's failure to recognise changing market conditions that negatively affect an ability to liquidate assets quickly. It may also include an inability to manage unplanned changes in funding sources.
Operational Risk	Operational risk means the risk of loss resulting from people, inadequate or failed internal processes, systems or from external events, including legal risk such as exposure to fines, penalties, or punitive damages resulting from supervisory actions and private settlements. **People:** • Transformation, recruitment and retention, employee relations **Process:** • Data integrity, internal controls, DRP and BCM **Technology:** • Information and data security, system operability, system support, maintenance and enhancements **Compliance:** • Risk ratings and reports guide the level of attention required from the KI and representatives, executives and management.
Social and Environmental Risks	• Social risks include cultural aspects, health consciousness, age distribution, career attitudes and attitude to safety. • Environmental risks include weather and climate changes which may be affected by water and energy consumption, waste disposal, carbon emission and paper wastage.

Risk management review process application

The review structures in place to direct these risks are the Global Board and subsidiary Directors, designated Committees (Social and Ethics, Audit and Risk, Investment), executive management, the Compliance Officer, key individuals, representatives and the Company Secretary.

The objective of these structures is to prevent, detect and control significant risk ratios facing the Group, secure reliable financial information and ensure the reliability and integrity of operating procedures. It also encourages compliance with regulations and fiduciary responsibilities within its designated risk mandates applied in line with its mandated terms, levels of authority and associated conditions to:

- create and maintain a sustainable and profitable business model;
- support stakeholder expectations with a consistent return on capital;
- demonstrate a responsible approach;
- remain strategically focused on core activities to expand the Group's market reputation; and
- meet regulatory requirements.

Regulatory environment

Global is regulated by various regulatory bodies as defined hereunder:

- National Credit Regulator; and
- the JSE

Specific areas identified by the Board for further comment were:

Business continuity management ("BCM")

The Group continually reassesses its business continuity capabilities in order to be adequately prepared to deal with any crisis. In particular, BCM prescribes how, where, when, and who will be responsible and what they will do when an abnormal situation occurs, in order to ensure that the business can continue with as little as possible disruption and/or any reputational damage.

Social responsibility management

The Group is committed to retaining its employees by maintaining a safe and healthy working environment and by creating awareness around responsible social practices. Global will continue to support charitable organisations.

COMPLIANCE REPORT

Board governance and management Compliance

The Board is satisfied that the necessary internal controls relating to the management, financial and regulatory reporting are operating effectively and no indications of a material breakdown of the associated controls, procedures and systems during the period of review came to its attention. The minimum required Board and Committee meetings were held for 2013 and matters of relevance considered and caucused.

NCA Compliance

The Group's subsidiary, LFS Assets (Pty) Ltd, has registered as an authorised credit provider and is compliant with all the necessary procedures and processes to continue to meet the requirements of the NCA. Financing activities remain focused around commercial and corporate business, rather than consumer business, which are subject to the NCA.

FSC (B-BBEE) Compliance

Global's official scorecard shows a level 3, which proves Global's commitment to broad based black economic empowerment. The Board's attention and focus remains on satisfying the operational targets of the charter. Global constantly reviews opportunities to improve the managerial, procurement, as well as enterprise development aspects for 2014 through to 2015.

CORPORATE GOVERNANCE REPORT

The Board and the various Committees endorse the Code of Corporate Practices and Conduct as set out in the King III Report on Corporate Governance ("King III") and substantially follow the recommendations and principles of the Code. The commitment and pursuit of these principles are delivered through the Group's various subsidiaries and committees, ensuring transparency, integrity and accountability as foremost in all business units. The Board accepts that effective corporate governance practices are necessary to achieve and maintain trust and confidence in the organization at all levels. The Board is assessing its governance practices and procedures against King III and will make adjustments where necessary. According to initial assessments by the Board, the company already applies most of the substantive recommendations in King III, acknowledging its SME status.

Regulatory Environment

The Group's directors are committed to the adherence and application of the highest levels of corporate governance and accept responsibility to provide a high standard of corporate governance. It is the directors' responsibility to ensure that the financial statements fairly represent the state of affairs of the Group as explained in the "Directors' Responsibility and Approval" statement in this annual report. The external auditors are responsible for independently auditing and reporting on the annual financial statements.

King III Code Of Corporate Practices And Conduct

The Group is committed to an open governance process giving all stakeholders the assurance that its directors and managers at all levels are managing the company responsibly. The Board subscribes to the principles of the Code of Corporate Practices and Conduct as set out in King III and aims to apply the relevant principles in all its businesses unless otherwise indicated. The Group endeavours to incorporate the underlying principles of integrity, fairness, accountability, transparency, social and environmental responsibilities in all of its actions and operations as an SME.

King III Ref	King III Principle	Compliance	Commentary
Chapter 1 – Ethical Leadership and Corporate Citizenship			
Principle 1.1	The Board of Directors of the Company (the Board) provides effective leadership based on an ethical foundation.	Comply	In accordance with values and culture of the company the board is the guardian of the values and ethics of the group.
Principle 1.2	The Board ensures that the Company is and is seen to be a responsible corporate citizen.	Comply	The social, ethics and transformation committee which reports to the board and shareholder reflects and effects Global's commitment to responsible corporate citizenship. In addition to compliance with King III the group has also adopted the principles of the Global Reporting Initiative (GRI) which guide it in its corporate responsibility.
Principle 1.3	The Board ensures that the Company's ethics are managed effectively.	Comply	Through the Code of Conduct, the Board is responsible for ensuring that the Company protects, enhances and contributes to the wellbeing of the economy, society and natural environment.
Chapter 2 – Boards and Directors			
Principle 2.1	The Board acts as the focal point for and custodian of corporate governance.	Partially comply	The Board ensures that the Company applies the governance principles contained in King III and continues to further entrench and strengthen recommended practices through the Group's governance structures, systems, processes and procedures.

King III Ref	King III Principle	Compliance	Commentary
Chapter 2 – Boards and Directors *(Continued)*			
Principle 2.2	The Board appreciates that strategy, risk, performance and sustainability are inseparable.	Comply	The Board, as a whole and through its Committees, approves and monitors the implementation of the strategy and business plan of the Company, sets objectives, reviews key risks, evaluates performance against the background of economic, environmental and social issues relevant to the Company and global economic conditions.
Principle 2.3	The Board provides effective leadership based on an ethical foundation.	Comply	See 1.1 above.
Principle 2.4	The Board ensures that the Company is and is seen to be as a responsible corporate citizen.	Comply	See 1.2 above.
Principle 2.5	The Board ensures that the Company's ethics are managed effectively	Comply	See 1.3 above.
Principle 2.6	The Board has ensured that the Company has an effective and independent audit committee.	Comply	See Chapter 3 below.
Principle 2.7	The Board is responsible for the governance of risk.	Comply	See Chapter 4 below.
Principle 2.8	The Board is responsible for information technology (IT) governance.	Partially Comply	See Chapter 5 below – New IT policy to be adopted by board.
Principle 2.9	The Board ensures that the Company complies with applicable laws and considers adherence to non-binding rules, codes and standards.	Partially comply	See Chapter 6 below.

King III Ref	King III Principle	Compliance	Commentary
Chapter 2 – Boards and Directors *(Continued)*			
Principle 2.10	The Board should ensure that there is an effective risk-based internal audit.	Do not comply	See Chapter 7 below – No internal audit function as too small.
Principle 2.11	The Board should appreciate that stakeholder' perceptions affect a Company's reputation.	Comply	See Chapter 8 below.
Principle 2.12	The Board should ensure the integrity of the Company's integrated report.	Partially comply	See Chapter 9 below.
Principle 2.13	The Board reports on the effectiveness of the Company's internal controls.	Partially comply	See Chapter 7 and 9 below Audit Committee, Investment Committee.
Principle 2.14	The Board and its directors should act in the best interests of the Company.	Comply	Directors are mindful of their fiduciary duties and their duty to act in accordance with applicable legislation. Records of Directors' financial interests are kept and updated on an on-going basis. The Board as a whole acts as a steward of the Company and each Director acts with independence of mind in the best interests of the Company and its stakeholders. In its deliberations, decisions and actions, the Board is sensitive to the legitimate interests and expectations of the Company's stakeholders.
Principle 2.15	The Board will/has consider/ed business rescue proceedings or other turnaround mechanisms as soon as the company has been/ may be financially distressed as defined in the Companies Act, 71 of 2008.	Comply	The Board is aware of the requirements of the Companies Act regarding business rescue. The Company has established a risk management process that continuously evaluates controllable and non-controllable risks, threats and opportunities to ensure that the Company is operating optimally and is not in distress. In connection with the issuance of the Interim and Provisional Results management tables a going concern memorandum whose content is considered and confirmed by the Board.

King III Ref	King III Principle	Compliance	Commentary
Chapter 2 – Boards and Directors *(Continued)*			
Principle 2.16	The Board has elected a chairman of the board who is an independent non-executive director. The CEO of the company does not also fulfil the role of chairman of the Board.	Comply	The Chairman of Global, Mr GK Cunliffe, is an independent non-executive director. The roles of the Chairman and Chief Executive Officer are separate and clearly defined.
Principle 2.17	The Board has appointed the Chief Executive Officer and has established a framework for the delegation of authority.	Comply	While retaining overall accountability and subject to matters reserved to itself, the Board has delegated authority to the Chief Executive Officer and other Executive Directors to run the day-to-day affairs of the Company subject to an approval framework. The board has appointed Mr N Penzhorn as CEO and a delegation of authority document is reviewed and approved by the audit committee.
Principle 2.18	The Board comprises a balance of power, with a majority of non-executive directors. The majority of non-executive directors are independent.	Comply	The board has a majority of independent non-executive directors. There are four independent non-executive directors and three executive directors.
Principle 2.19	Directors are appointed through a formal process.	Comply	To ensure a rigorous and transparent process, any new appointment of a Director is considered by the Board as a whole. The selection process involves considering the existing balance of skills and experience on the Board and a continual process of assessing the needs of the Company. Directors are appointed in terms of the Company's Memorandum of Incorporation and these interim appointments are confirmed at the next Annual General Meeting.

King III Ref	King III Principle	Compliance	Commentary
Chapter 2 – Boards and Directors *(Continued)*			
Principle 2.20	The induction of and on-going training, as well as the development of directors is conducted through a formal process.	Do not comply	New appointees to the board are appropriately familiarised with the company through an induction programme and on-going training is provided when needed.
Principle 2.21	The Board is assisted by a competent, suitably qualified and experienced company secretary.	Comply	The Company Secretary is duly appointed by the Board in accordance with the Companies Act and the JSE Listings Requirements and is evaluated annually. The Board is satisfied that the Company Secretary, including consideration of its employees, is independent and is properly qualified and experienced to competently carry out the duties and responsibilities of Company Secretary.
Principle 2.22	The evaluation of the Board, its committees and individual directors is performed every year.	Do not comply	The performance of the Board as a whole and the Board Committees individually is currently not evaluated annually. This will be considered in due course.
Principle 2.23	The Board delegates certain functions to well-structured committees without abdicating its own responsibilities.	Comply	The board has delegated certain functions without abdicating its own responsibilities to the following committees: • Audit and Risk Committee • Social, ethics and transformation Committee • Investment Committee
Principle 2.24	A governance framework has been agreed between the Group and its subsidiaries' boards.	Partially Comply	The governance framework between the Company and each of its subsidiaries that is not wholly-owned is set out in shareholders' agreements, where applicable, and related agreements. The governance of wholly-owned subsidiaries is handled by Board and Board Committee resolutions.

King III Ref	King III Principle	Compliance	Commentary
Chapter 2 – Boards and Directors *(Continued)*			
Principle 2.25	The Company remunerates its directors and executives fairly and responsibly.	Partially Comply	The Board oversees the remuneration of Directors and Senior Executives and makes the determination taking into account market conditions, expert advice from remuneration specialists and in accordance with the Remuneration policy. Non-executive Directors' fees are submitted annually to shareholders for approval at the Annual General Meeting. We need a remuneration policy.
Principle 2.26	The Company has disclosed the remuneration of each individual director and prescribed officer.	Comply	The remuneration of Directors and Prescribed Officers is included in the Directors' report of the Integrated Annual Report.
Principle 2.27	The shareholders have approved the Company's remuneration policy.	Do not comply	The Company's Remuneration Policy, approved by the Board, is tabled for a non-binding advisory vote at each Annual General Meeting of shareholders.
Chapter 3 – Audit Committees			
Principle 3.1	The Board has ensured that the Company has an effective and independent audit committee.	Comply	The Board Charter and Audit and Risk Committee Terms of Reference provide for the establishment of an Audit and Risk Committee. The effectiveness of the Committee is evaluated annually by the Directors. HLB, as external auditors, assist the Committee in complying with its Terms of Reference. The group has an audit committee comprising three independent non-executive directors.

King III Ref	King III Principle	Compliance	Commentary
Chapter 3 – Audit Committees *(Continued)*			
Principle 3.2	Audit committee members are suitably skilled and experienced independent non-executive directors.	Partially comply	All members of the Audit and Risk Committee are independent non-executive directors. The Board considers the independence (in terms of King III), skills (as set out in the Audit and Risk Committee Terms of Reference) and experience of the Committee members annually.
Principle 3.3	The audit committee is chaired by an independent non-executive director.	Comply	The Board has appointed a suitably qualified Independent Non-executive Director to chair the Audit and Risk Committee.
Principle 3.4	The audit committee oversees integrated reporting.	Partially comply	The Audit and Risk Committee has oversight over the preparation of the Integrated Annual Report including the annual financial statements and sustainability information, and recommends the approval of the Integrated Annual Report to the Board. The Social and Ethics Committee approves the Sustainability Review in the Integrated Annual Report and the comprehensive Sustainability Report.
Principle 3.5	The audit committee has ensured that a combined assurance model has been applied which provides a coordinated approach to all assurance activities.	Partially comply	Where necessary, the Company is committed to appointing service providers to provide independent assurance on both the financial and non-financial aspects of the business based upon their specific expertise and experience. The audit committee oversees the assurance activities to ensure that they are constructed in a co-ordinated manner.

King III Ref	King III Principle	Compliance	Commentary
Chapter 3 – Audit Committees *(Continued)*			
Principle 3.6	The audit committee is satisfied with the expertise, resources and experience of the company's finance function.	Comply	Annually, the Audit and Risk Committee evaluates the expertise and experience of the Financial Director. The Committee discloses its satisfaction with the expertise and experience of the Financial Director and the finance function annually in the Integrated Annual Report.
Principle 3.7	The audit committee should be responsible for overseeing the internal audit process.	Do not comply	The Audit and Risk Committee is responsible for overseeing the internal audit function. The requirement for internal audit is considered on an on-going basis throughout the year and is a standard agenda item.
Principle 3.8	The audit committee is an integral component of the risk management process.	Comply	The Audit and Risk Committee is responsible for overseeing risk management.
Principle 3.9	The audit committee is responsible for recommending the appointment of the external auditor and overseeing the external audit process.	Comply	Annually, the Audit and Risk Committee oversees the external audit process, approves audit fees and non-audit fees above prescribed levels, reviews the independence of the external auditor including the professional suitability of the lead auditor and recommends their re-appointment to the Board and shareholders for the forthcoming financial year.
Principle 3.10	The audit committee has reported to the board and the shareholders as to how it has discharged its duties.	Comply	The Audit and Risk Committee reports to the Board at each Board meeting. A report to shareholders on how the Committee discharged its duties is included in the Report of the Audit and Risk Committee in the Integrated Annual Report.

King III Ref	King III Principle	Compliance	Commentary
Chapter 4 – The Governance Of Risk			
Principle 4.1	The Board is responsible for the governance of risk.	Comply	In terms of the Board Charter, the Board is responsible for the governance of risk and the Audit and Risk Committee assists the Board with this responsibility.
Principle 4.2	The Board has determined the levels of risk tolerance.	Partially comply	The Board, through the Audit and Risk Committee, monitors the controls and residual risk profile of the principal risks of the Group against set criteria/tolerance levels and periodically reviews the levels of risk tolerance.
Principle 4.3	The risk committee and/or audit committee has assisted the Board in carrying out its risk responsibilities.	Comply	In terms of the Board Charter, the Board is responsible for the governance of risk and the Audit and Risk Committee assists the Board with this responsibility.
Principle 4.4	The Board has delegated to management the responsibility to design, implement and monitor the risk management plan.	Comply	The board has delegated the day-to-day responsibility for risk management to management.
Principle 4.5	The Board has ensured that risk assessments are performed on a continual basis.	Partially comply	The Audit and Risk committee actively monitors the group's key risks as part of its standard agenda.
Principle 4.6	The Board has ensured that frameworks and methodologies are implemented to increase the probability of anticipating unpredictable risks.	Comply	All risks are identified and steps to mitigate these are outlined, including reasonably unpredictable risks.
Principle 4.7	The Board has ensured that management has considered and has implemented appropriate risk responses.	Partially comply	The implementation of controls is monitored by management on an on-going basis.

King III Ref	King III Principle	Compliance	Commentary
Chapter 4 – The Governance Of Risk *(Continued)*			
Principle 4.8	The Board has ensured continual risk monitoring by management.	Comply	Responsibility for identified risks is assigned to an appropriate member of the group's senior management team, who is required to report to the executive committee on the steps being taken to manage or mitigate such risks.
Principle 4.9	The Board has received assurance regarding the effectiveness of the risk management process.	Partially comply	The Audit and Risk Committee reports to the Board regarding the efficacy of the risk management process.
Principle 4.10	The Board has ensured that there are processes in place which enable complete, timely, relevant, accurate and accessible risk disclosure to stakeholders.	Partially comply	Risk disclosure is made annually in the Integrated Annual Report. The Board discloses the top risks faced by the Company and confirms its satisfaction with the management of the risk management processes.
Chapter 5 – The Governance Of Information Technology			
Principle 5.1	The Board is responsible for IT governance.	Partially comply	The IT Governance Framework, including processes, procedures and structures, was adopted by the Board which delegates implementation to management. In terms of the Board Charter and the Audit and Risk Committee Terms of Reference, the Audit and Risk Committee assists the Board with information technology governance.
Principle 5.2	IT has been aligned with the performance and sustainability objectives of the company.	Partially comply	The IT Governance Framework, including the information technology strategy and procedures, ensure alignment with the performance and sustainability of the Company, bearing in mind its status as an SME.

King III Ref	King III Principle	Compliance	Commentary
Chapter 5 – The Governance Of Information Technology *(Continued)*			
Principle 5.3	The Board has delegated to management the responsibility for the implementation of an IT governance framework.	Partially comply	The chief financial officer has taken direct responsibility for the introduction of integrated systems in the area of asset control and management in order to improve controls and reporting in this area. This system will be implemented during 2014.
Principle 5.4	The Board monitors and evaluates significant IT investments and expenditure.	Do not comply	An IT Governance Framework has not yet been adopted by the Board. There is a capital approval process in place as part of the budgeting process. Any unbudgeted spend would require a specific approval process.
Principle 5.5	IT is an integral part of the company's risk management plan.	Comply	See 5.4 above.
Principle 5.6	The Board ensured that information assets are managed effectively.	Partially comply	The Board is responsible for the management of information assets and expenditure, although due to the nature and size of the business, this is regarded as a low risk area.
Principle 5.7	A risk committee and audit committee assists the Board in carrying out its IT responsibilities.	Comply	The Audit and Risk Committee Terms of Reference provide for the Audit and Risk Committee to assist the Board with this function.
Chapter 6 – Compliance With Laws, Codes, Rules And Standards			
Principle 6.1	The Board ensures that the company complies with applicable laws and considers adherence to non-binding rules, codes and standards.	Comply	The Audit and Risk committee, together with the Social and Ethics Committee, the company's legal counsel and Company Secretary, review the adequacy and effectiveness of the group's procedures to ensure compliance with legal and regulatory responsibilities.

King III Ref	King III Principle	Compliance	Commentary
Chapter 6 – Compliance With Laws, Codes, Rules And Standards *(Continued)*			
Principle 6.2	The Board and each individual director have a working understanding of the effect of applicable laws, rules, codes and standards on the company and its business.	Comply	The directors and the board understand the appropriate applicable laws, rules, codes of standards required by the company and its business.
Principle 6.3	Compliance risk should form an integral part of the company's risk management process.	Partially comply	Compliance is an identified significant risk and addressed as part of the risk management process. The risk of non-compliance is included on the Principal Risk Register. This risk is considered by the Audit and Risk Committee and the Social and Ethics Committee.
Principle 6.4	The Board should delegate to management the implementation of an effective compliance framework and related processes.	Partially comply	This function has been delegated to the Social and Ethics Committee and Audit Committee which reports to the Board.
Chapter 7 – Internal Audit			
Principle 7.1	The Board should ensure that there is an effective risk based internal audit.	Do not comply	The Company currently does not have an internal audit function as it is not deemed necessary by the Audit Committee due to the size of the Company. The need for this function is reviewed by the Audit Committee at every meeting.
Principle 7.2	Internal Audit should follow a risk based approach to its plan.	Do not comply	See 7.1 above.
Principle 7.3	Internal Audit should provide a written assessment of the effectiveness of the company's system of internal controls and risk management.	Do not comply	See 7.1 above.

King III Ref	King III Principle	Compliance	Commentary
Chapter 7 – Internal Audit *(Continued)*			
Principle 7.4	The audit committee should be responsible for overseeing the internal audit process.	Do not comply	See 7.1 above.
Principle 7.5	Internal audit should be strategically positioned to achieve its objectives.	Do not comply	See 7.1 above.
Chapter 8 – Governing Stakeholder Relationships			
Principle 8.1	The Board should appreciate that stakeholder' perceptions affect a company's reputation.	Comply	The Company engages its stakeholders on multiple levels and this allows the Company to manage issues effectively and timeously and reduces the likelihood of reputational risks.
Principle 8.2	The Board should delegate to management the authority to proactively deal with stakeholder relationships.	Comply	Management is responsible for maintaining stakeholder relationships.
Principle 8.3	The Board should strive to achieve the appropriate balance between its various stakeholder groupings, in the best interests of the Company.	Comply	The appropriate balance is assessed on a continuous basis.
Principle 8.4	Companies should ensure the equitable treatment of shareholders.	Comply	The Company acts in accordance with the requirements of the Companies Act and the JSE Listings Requirements regarding the treatment of shareholders.
Principle 8.5	Transparent and effective communication with stakeholders is essential for building and maintaining their trust and confidence.	Partially comply	The Board is committed to a communication policy to ensure that timely, relevant, accurate and honest information is provided to all stakeholders.

King III Ref	King III Principle	Compliance	Commentary
Chapter 8 – Governing Stakeholder Relationships *(Continued)*			
Principle 8.6	The Board should ensure that disputes are resolved effectively and as expeditiously as possible.	Comply	The board ensures that disputes are resolved effectively as is possible.
Chapter 9 – Integrated Reporting And Disclosure			
Principle 9.1	The Board should ensure the integrity of the Company's integrated report.	Comply	The board is responsible for the integrity of the integrated report.
Principle 9.2	Sustainability reporting and disclosure should be integrated with the Company's financial reporting.	Comply	The company's vision and mission statements, strategic objectives and value system are integrated into all policies, procedures, decision-making and operations, with sustainability as the ultimate objective.
Principle 9.3	Sustainability reporting and disclosure should be independently assured.	Do not comply	At present the company does not obtain independent assurance. This will be considered in future.

Board of Directors

The Board's responsibilities include reviewing and guiding corporate strategy, management of risk and approval of budgets and business plans. The Group's Board consists of the members listed below, with the majority being non-executive directors. All the non-executive directors are of sufficient calibre and independent. They bring a value-adding and objective viewpoint to all strategic decisions, processes and standards relating to business decisions involving the Group.

Regular board meetings regulate the affairs of the Group and executive management. In addition, all directors have access to the advice and services of the Group secretary, and are entitled to seek independent and professional advice about the affairs of the Group, at the Group's expense. The Board sets policies, monitors governance and ensures statutory and other procedures are followed.

Directors’ attendance at board meetings for the year ended 30 November 2013:			
Director	27-02-13	24-07-13	22-10-13
Executive Directors			
N Penzhorn (CEO)	√	√	√
WP Basson (CFO)	√	√	√
MCC Van Ettinger (COO)	√	√	√
Independent non- executive			
GK Cunliffe (Chairman)	√	√	√
GT Magomola	√	√	√
AA Maren	√	√	√
AJ Naidoo	√	A	√
√ **–** indicates attendance **A –** Apologies tendered			

The Board focuses on directing the economic future of the Group through sound governance and appropriate guidance to management and staff. To guide this process, a balance between strategy, investments, compliance, risk and control continues to be benchmarked against best practices whereby the Board measures:

- the Group’s strategy and purpose;
- the implementation of values, behaviour and norms to achieve its purpose;
- leadership, judgment and its ability to achieve sustainability;
- practices and procedures to protect reputation and assets;
- compliance with codes, regulations and laws;
- key performance indicators to stakeholders and shareholders;
- director performance and effectiveness; and
- succession planning and business continuity.

To ensure that the necessary information is received to assist with the monitoring, measurement and evaluation of the Board objectives, the Board defines its own levels of materiality, reserving specific powers to it and establishes appropriate committees with the necessary written authorities to assist in delivering its strategic objectives and measurable milestones on other matters.

Audit And Risk Committee

Reference: See the "Report of the Audit and Risk Committee" in the Financial Statements.

The Audit and Risk Committee considers the annual financial statements of the company to be a fair presentation of its financial position as at 30 November 2013.

Composition of the Audit and Risk Committee	
Chairman	GT Magomola
Member	GK Cunliffe
Member	AA Maren

The audit and risk committee operates under an approved charter and in terms of the Companies Act. The members are all independent non-executive directors.

Directors' attendance at audit and risk committee meetings for the year ended 30 November 2013:				
Independent non-executive				
	14-02-13	27-02-13	24-07-13	22-10-13
GT Magomola	√	√	√	√
GK Cunliffe	√	√	√	√
AJ Naidoo	√	√	A	√
AA Maren				I
Executive Directors				
	14-02-13	27-02-13	24-07-13	22-10-13
N Penzhorn (CEO)	I	I	I	I
WP Basson (CFO)	I	I	I	I
MCC Van Ettinger (COO)	I	I	I	I
√ – indicates attendance	**I –** attended by invitation	**A –** Apologies tendered		

Report Of The Social And Ethics Committee

The board has established a social and ethics committee with effect from 27 February 2013. The board approved the committee's terms of reference at the board meeting held on 27 February 2013.

Composition of the Social and Ethics Committee	
Chairman	AJ Naidoo
Member	N Penzhorn
Invitee	C Terblanche*

* Chris Terblanche is an independent consultant who represents The Joshua Group. A third member is to be appointed in due course.

Directors' attendance at social, ethics and transformation committee meetings

Director	27-02-13
Independent non- executive	
AJ Naidoo	√
Executive Directors	
N Penzhorn (CEO)	√
Management and Consultants	
C Terblanche	√

Investment Committee

The Board has established an investment committee with effect from 22 October 2013. The Board approved the committee's terms of reference at the board meeting held on 22 October 2013.

Composition of the Investment Committee	
Chairman	N West
Member	N Penzhorn
Member	MCC van Ettinger
Member	WP Basson
Member	GK Cunliffe
Member	F Els

Directors' attendance at investment committee meetings

Director	27-10-13
Independent non- executive	
GK Cunliffe	A
Executive Directors	
N Penzhorn (CEO)	√
MCC van Ettinger (COO)	√
WP Basson (CFO)	√
Management and Consultants	
N West	√
F Els	√

Remuneration Committee

The board will consider forming a remuneration committee as soon as the need arises.

Internal Controls and Risk Management

The responsibilities for the Group's internal control and risk management are addressed in the Risk Management Report as well as the "Directors' Responsibility and Approval" statement. Nothing has come to the attention of the directors during the year, either from using an internal self-assessment control process or from reports presented by the external auditors, to indicate that any material breakdowns occurred in the functioning of the Group's internal controls, procedures and systems during the year.

Employment Equity

All companies in the Group are committed to complying with the Employment Equity Act. The Group continues to promote a culture that provides all employees with opportunities to advance to their optimal levels of career development within the company as a SME. The objectives include training, development programs and providing equal employment opportunities. The Group is committed to a working environment that is free from racial and gender discrimination and supports the development of inherent skills and talent in its workforce.

Code of Ethics

All employees are required to comply with the Group's code of ethics in ensuring that the Group's business practices are conducted in a manner that is above reproach in all circumstances. The Group aims to recruit, train, motivate, reward and retain a skilled pool of dedicated and committed staff. A performance culture is encouraged which stimulates individual employees to assume personal responsibility for the performance of the business.

Overall

The strategies and policies, mutually agreed management performance criteria and operational plans of entities are clearly defined and reliable measures have been put in place. Directors will implement a risk framework which ensures comprehensive assessments against accurate and relevant financial and non-financial information, which are obtainable from the Group's internal reporting systems as well as from external sources, so that an informed assessment can be made of all issues facing the Boards and Committees.

The Board determines a policy on corporate governance based on the assessment of the optimal frequency, purpose, conduct and duration of their meetings and those of its formally established committees. It also adopts efficient and timely methods for informing and briefing members of the Board and Committees before meetings. The Board's information needs are well defined and regularly monitored.

Each member is allowed to play a full and constructive role in the Board's or the relevant Committee's affairs and has a responsibility to be satisfied that the relevant information has been furnished before making a decision. The relevant management forums meet at least once a quarter and more frequently if necessary and make use of board-appointed committees to assist with the managing of the business on a more frequent basis. Minutes of meetings are circulated to all board members.

Further management committees require approval by the Board so as to ensure that the Board assumes ultimate responsibility for all operations.

SUSTAINABILITY REPORT

The Group reviews the process of evaluating and implementing sustainability reporting by adopting the "triple bottom line" approach to address its responsibilities surrounding environmental, societal and economic issues.

The Board takes cognizance of its SME status and realises that certain responsibilities have been incorporated in the FSC. Given the aforesaid, management is committed to supporting practices and policies that will uphold the Board's requirements. A key focus of the group going forward will be to provide funding to corporate clients of Esco's, which will indirectly contribute to lower electricity consumption by certain customers. In addition, the group is looking at a number of waste to fuel projects, which are expected to address both the requirements for economic benefits as well as addressing serious environmental problems.

Industry Stakeholders

The Group continues to improve reporting and transparency in creating an accurate picture of its resources and capital applications.

Clients

As a listed entity, the need to adhere to and comply with the JSE reporting requirements is observed. The Group will strive continuously to improve reporting standards and transparency.

Employees

The Group realises that its intellectual capital, situated within its people, is its most valued resource. In managing employees, various factors are taken into consideration – the most important of these factors being: work-functionality, industry qualifications, personal development, working culture, personal well-being and structured incentives.

People development

Skills development remains a priority, with both functional and external training being provided to staff.

Discrimination

There were no incidents of discrimination reported during the year under review.

Workforce breakdown of permanent staff by occupational level, gender and race for GAM and its subsidiaries:												
	Male					Female						%
Occupational level	Black	Coloured	Asian	White	Foreign	Black	Coloured	Asian	White	Foreign	Total	Black
Top management	1			2							3	33%
Senior Management			1		1				2		4	0%
Professionals									0		0	0%
Skilled employees									1		1	0%
Semi-skilled employees									3		3	0%
Unskilled employees									1		1	0%
Total employees	1	-	1	2	1	-	-	-	7	-	12	8%

Employee turnover:

No CCMA referrals were lodged against any dismissal during the reporting period. Employee turnover numbers and trends are monitored closely and were maintained at an acceptable level. This is indicative of the fair and sound HR policies and processes which are practiced by the Group.

Financial Sector Charter:

The Group supported and continues to submit to progress initiatives towards aligning with the Codes of Good Practice of the Financial Sector Charter for BBBEE.

Summarised BBBEE Scorecard:

Ownership (%)	Voting rights		Economic interest			Employee schemes/ broad-based schemes, etc.	Net equity value	Total score	DTI target score
	Black people	Black women	Black people	Black women	Designated group				
	0%	0%	0%	0%	0%	n/a	0%	N/A	Not verified
Management (#)	Black board	Black executive director	Black senior top management	Black top other management		Black independent directors			
	3	0	0	0	0	3		7.13	25
Employment equity (%)	Black senior management	Black middle management		Black junior management		Black disabled as % of total			
	0	0		0		0		N/A	Not verified
Skills development (Rand)	Black skills spend		Black disabled skills spend	Category B, C, D black learners					
	R0		R0	R0				N/A	Not verified
Preferential procurement	Rand spend	% spend on QSEs and EMEs		% spend on black-owned		% spend on BWO			
	R5 331 754	0%		0%		0%		25	25
Enterprise development	Contributions								
	R300 000							25	25
Socio-economic development	Contributions								
	R300 000							25	25
Total BEE score								**82.13**	**100**

Regulators

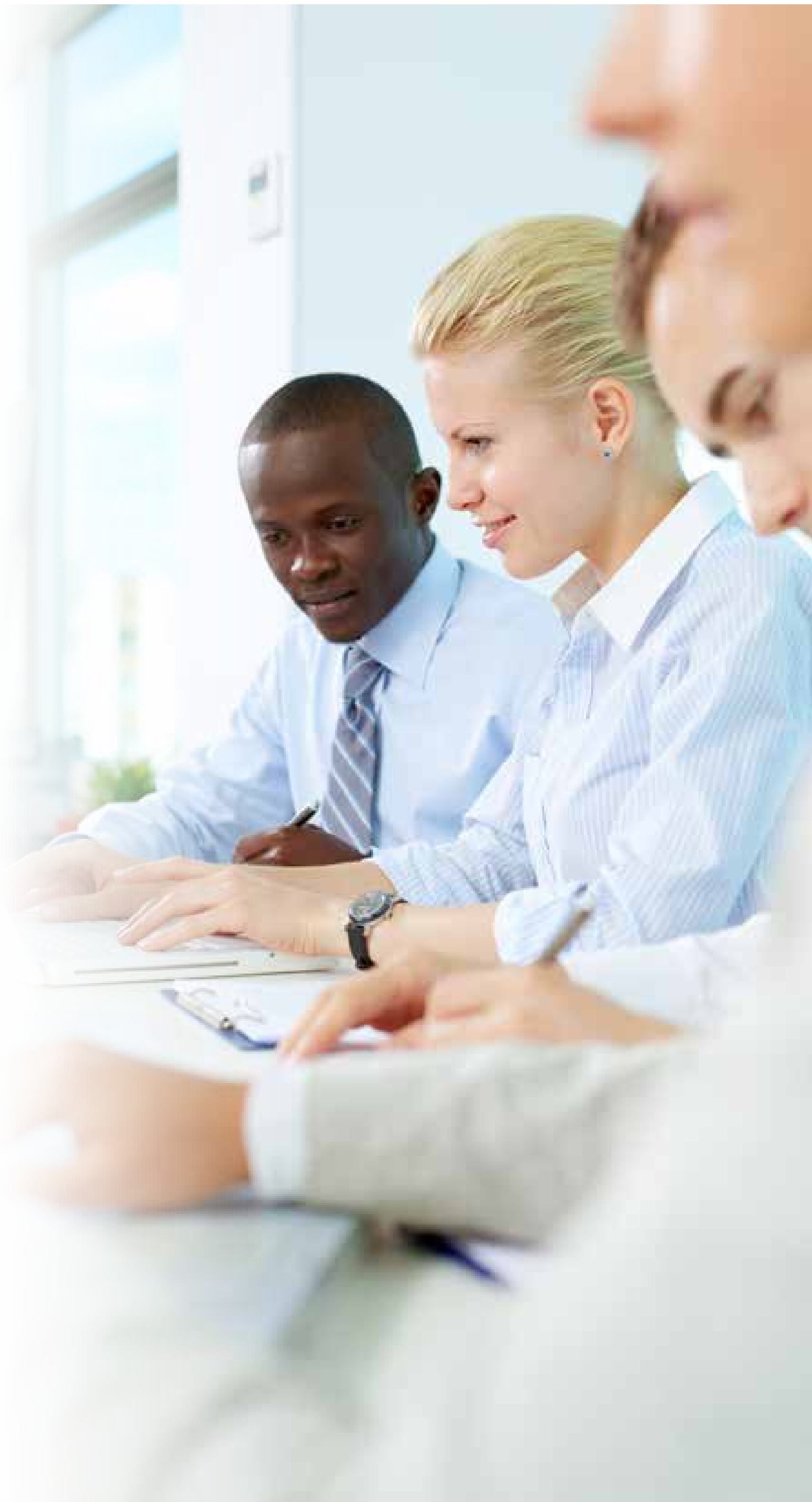
The Group operates in a regulated and compliance orientated environment due to its listing on the JSE. Considerable effort is made to ensure that an active, transparent and trusting relationship is managed with all regulators and stakeholders.

Social Responsibility

The Group is committed to assuming responsibility for the development and support of relevant corporate social investment initiatives within its resource capabilities and sphere of influence.

The Environment

The Group is committed to assuming responsibility for actions within its sphere of influence. Operating in an electronic environment, all attempts are made to ensure electronic equipment and relevant back-up infrastructure is within social, moral and environmentally friendly emission and energy saving standards. On-going actions are taken to ensure electricity and water is managed and energy saved as far as possible.





ANNUAL FINANCIAL STATEMENTS

for the twelve months ended 30 November 2013

The reports and statements set out below comprise the financial statements as presented to shareholders:

CONTENTS

CORPORATE INFORMATION

Nature of business

The objective is to become the financing partner and investment vehicle of choice for customers, investors and entrepreneurs, generating long term wealth by focusing on sustainable growth and income generating opportunities within the Southern African region.

Directors	GK Cunliffe	Independent	Non-executive Chairperson
	AA Maren	Independent	Non-executive
	AJ Naidoo	Independent	Non-executive
	GT Magomola	Independent	Non-executive
	MCC van Ettinger	Executive	Director (COO)
	N Penzhorn	Executive	Director (CEO)
	WP Basson	Executive	Director (CFO)

Business address	Ruimsig Country Office Park, Block E
	129 Hole in One Avenue
	Ruimsig
	Roodepoort
	1724

Postal address	PO Box 73614
	Fairland
	2030

Bankers	Rand Merchant Bank, Standard Bank, Nedbank, Imperial Bank and Mercantile Bank

Auditor	Horwath Leveton Boner Chartered Accountants (SA) Registered Auditor

Secretary	Arcay Client Support (Pty) Ltd (Registration number 1998/025284/07)

Assistant Secretary	Frans Sarel Jacobus Els (ID: 721009 5029 086)

Registration number	2002/003192/06

Ultimate holding company	Inshare (Proprietary) Limited

Level of assurance	These Financial Statements have been audited in compliance with the applicable requirements of the Companies Act of South Africa.

Compiler	The Annual Financial Statements were internally compiled by: Werner Basson CA (SA).

REPORT OF THE INDEPENDENT AUDITOR

To the Shareholders of Global Asset Management Limited

We have audited the Group financial statements of Global Asset Management Limited set out on pages 52 to 104, which comprise the statement of financial position as at 30 November 2013, the statement of comprehensive income, the statement of changes in equity and the statement 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 Group financial statements in accordance with International Financial Reporting Standards, and 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 Group 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 whether or not 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 Group financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Group 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 Group 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 Group 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 Group financial statements present fairly, in all material respects, the financial position of Global Asset Management Limited as at 30 November

2013, and its financial performance and its 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 Group financial statements for the year ended 30 November 2013, we have read the Directors' Report, the Audit Committee's Report and the Company Secretary's Certificate for the purpose of identifying whether there are material inconsistencies between these reports and the audited Group 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 Group financial statements. However, we have not audited these reports and accordingly do not express an opinion on these reports.

Horwath Leveton Boner
Partner: Selwyn Bloch
Registered Auditor
Sandton
28 MAY 2014

REPORT OF THE AUDIT COMMITTEE

for the year ended 30 November 2013

The report of the audit committee is presented as required by section 61(8)(a)(iii) of the Companies Act, 2008 (No 71 of 2008) ("the Companies Act").

The audit committee consisted of the following non – executive directors during the year under review:

- GT Magomola (Chairman)
- GK Cunliffe
- AJ Naidoo

All the above directors are independent. In accordance with the JSE Listings Requirements, a representative of the designated advisor attends all audit committee meetings.

Statement of audit committee responsibilities for the year ended 30 November 2013

The role of the audit committee is to assist the board by performing an objective and independent review of the functioning of the organisation's finance and accounting control mechanisms.

It exercises its functions through close liaison and communication with corporate management and the external auditors. The committee is guided by its terms of reference, dealing with membership, structure and levels of authority and has the following responsibilities:

- ensuring compliance with applicable legislation and the requirements of regulatory authorities;
- nominating for appointment a registered auditor who, in the opinion of the audit committee, is independent of the company;
- matters relating to financial accounting, accounting policies, reporting and disclosure;
- internal audit policy including determination of fees and terms of engagement;
- considering the need of an internal audit function and in due course, reviewing the activities, scope, adequacy, and effectiveness of the internal audit function and audit plans;
- review/approval of external audit plans, findings, reports, fees and determination and approval of any non-audit services that the auditor may provide to the company;
- review/consideration of expertise and experience of the financial director and the financial team;
- compliance with the Code of Corporate Practices and Conduct; and
- compliance with the company's code of ethics

One of these responsibilities was the assessment of the independence of the auditor. The committee is satisfied that the auditor was independent of the company. It has further satisfied itself that the audit firm and designated auditor are accredited to appear on the JSE List of Accredited

Auditors. The audit committee has recently established a non-audit services policy as well as an approval process for non-audit services, where utilised. During the year under review, no non-audit services were utilised.

The Company has not appointed an internal auditor based on the size of the company, the system of internal financial controls and considering information and explanations given by management, together with discussions held with the external auditors on the results of their audit, the committee is of the opinion that Global's system of internal financial controls continues to be effective and forms a basis for the preparation of reliable financial statements.

The committee also oversees cooperation between management and the external auditors and serves as a link between the board of directors and these functions. The committee is satisfied that it has complied with its legal, regulatory and other responsibilities.

The committee is also satisfied as to the expertise and experience of the financial director and the finance team. Management has reviewed the financial statements with the audit committee, and the audit committee has reviewed them without management or external auditors being present. The quality of the accounting policies as well as any audit issues are discussed with the external auditors.

The audit committee considers the financial statements of Global Asset Management Limited to be a fair presentation of its financial position as at 30 November 2013 and of the results of the operations, changes in equity and cash flows for the period ended then, in accordance with International Financial Reporting Standards and the Companies Act.

GT Magomola

Chairman

28 MAY 2014

DIRECTORS' RESPONSIBILITIES AND APPROVAL

for the twelve months ended 30 November 2013

The directors are required by the South African Companies Act, 2008 (as amended), to maintain adequate accounting records and are responsible for the content and integrity of the Financial Statements and related financial information included in this report.

It is the directors' responsibility to ensure that the Financial Statements fairly present the state of affairs of the Group as at the end of the financial year and the results of their operations and cash flows for the year then ended, in conformity with IFRS and the provisions of the Companies Act. The external auditors are engaged to express an independent opinion on the Financial Statements.

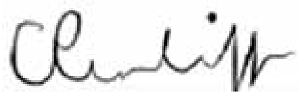
The Financial Statements are prepared in accordance with IFRS and are based upon appropriate accounting policies consistently applied and supported by reasonable and prudent judgements and estimates.

The directors acknowledge that they are ultimately responsible for the system of internal financial control established by the Group and place considerable importance on maintaining a strong control environment. To enable the directors to meet these responsibilities, the Board of Directors sets standards for internal control through various forums aimed at reducing the risk of error or loss in a cost-effective manner.

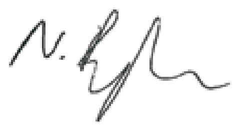
The directors are of the opinion, based on the information and explanations given by management that the system of internal control provides reasonable assurance that the financial records may be relied on for the preparation of the Financial Statements. However, any system of internal financial control can provide only reasonable, and not absolute, assurance against material misstatement or loss.

The directors have reviewed the Group's cash flow forecast for the twelve months ended 30 November 2014 and, in the light of this review and the current financial position is satisfied that the Group have or had access to adequate resources to continue in operational existence for the foreseeable future.

The Group Financial Statements set out on pages 46 – 104, which have been prepared on the going concern basis, were approved by the Board of Directors on 28 May 2014 and were signed on its behalf by:



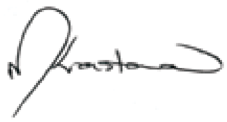
G Cunliffe
Non-executive Chairperson
28 MAY 2014



N Penzhorn
Managing Director
28 MAY 2014

CERTIFICATE OF THE COMPANY SECRETARY

Arcay Client Support Proprietary Limited and Frans Sarel Jacobus Els, the company secretary and assistant company secretary of Global Asset Management Limited, certify that to the best of their knowledge and belief, all returns required of a public company have, in respect of the year under review, have been lodged with the Registrar of Companies and that all such returns are true, correct and up to date.



Arcay Client Support (Pty) Ltd
(Registration Number 1998/025284/07)
Company Secretary
28 MAY 2014

Frans Sarel Jacobus Els
(ID: 721009 5029 086)
Assistant Company Secretary
28 MAY 2014

REPORT OF THE DIRECTORS

for the twelve months ended 30 November 2013

1. Basis of preparation

The board of directors is pleased to present the company's audited results for the year ended 30 November 2013. The accounting policies adopted for purposes of this report comply, and have been consistently applied in all material respects with International Financial Reporting Standards ("IFRS").

The same accounting policies and methods of computation have been followed as compared to the prior year. The results have been audited by Horwath Leveton Boner and the unqualified and unmodified audit report is available for inspection at the Company's registered office.

2. Industry and business overview

Global Asset Management listed on the Alternative Exchange ('AltX') of the Johannesburg Stock Exchange ("JSE") on 14 December 2012.

Global was initially incorporated as a private company on 15 February 2002 and was converted by way of a special resolution to a public company on 1 November 2012. Global has focused on project and structured finance, as well as asset finance since inception. Under the motto "We achieve that little extra" Global brings to bear a significant array of skills and experience into its business ventures, backed by access to a vast network of local and international financial institutions.

In September 2009, Global became part of the Inshare Proprietary Limited ("Inshare") Group – a private investment holding enterprise that specializes in identifying undervalued opportunities and invests in strong and sustainable annuity businesses.

Global is the holding company of LFS Assets Proprietary Limited ("LFS"), a very successful asset finance company, specialising in the financing of Linde forklift trucks.

LFS was formed to satisfy very specific needs which existed within Linde Material Handling Proprietary Limited ("LMH"), a South African registered company with ownership being held by the ultimate producer of Linde forklift trucks, a company operating out of Germany and owned by Goldman Sachs and Kohlberg Kravis Roberts & Company, both investment houses of American origin.

The current consortium of funders to the LFS book includes Rand Merchant Bank, Standard Bank, Nedbank, Imperial Bank and Mercantile Bank.

As a recent development and as an expansion of Global's asset finance operations, Global has recently raised additional capital and established a fund in which it currently owns 100% called Energy Efficiency Company Proprietary Limited ("EEC"), which assists with provision of funding to corporate clients of electricity supply companies ("Esco's") that are accredited with Eskom, whereby the new electrical installations are funded over a three year period. This business has started to grow rapidly after year end.

3. Financial results

Global reports that the performance of the Group was satisfactory, however slightly below what was expected and as published in its profit forecast. Shareholders are reminded that the Group removed some of the non-core operations in anticipation of the listing, which impacts on the comparison of the results to the prior year.

It should be noted that the current portion of other financial liabilities reflected on the Statement of financial position represents a 12 month accrual for finance associated with the Group's rental book. On the other side, Trade and Other Receivables only reflect approximately one month of receivables arising from the matching rental contracts. The net current liability position of the Group is thus considered to be sound as current liabilities will be settled by ongoing monthly rental billings.

4. Dividends

No dividends were proposed or paid during the year under review.

5. Segment reporting

Segmental information has been reported by the Group in the following segments, namely forklift truck rentals and forklift trucks maintenance transactions.

Project management, corporate services and any other income is below the quantitative threshold set by IFRS for reporting.

6. Directors

Directors of the company during the accounting period and up to the date of this report were as follows:

Non-executive Directors		***Re-appointed***	***Resigned***
GK Cunliffe	CA (SA)	23 May 2013	–
GT Magomola	B.Com (SA), MBA, MRDT (MIT)	23 May 2013	–
AA Maren	Dip Credit Man, Banking	23 May 2013	–
AJ Naidoo	BCom, Banking	23 May 2013	–
Executive Directors		***Appointed***	***Resigned***
N Penzhorn	MSc CFA	1 December 2009	–
MCC van Ettinger	Banking	13 February 2002	–
WP Basson	CA (SA)	14 November 2012	–

Directors Interest in the issued ordinary shares

As at 30 November 2013, the Directors' interests were as follows:

	2013			2012		
	Beneficial			Beneficial		
	Direct	Indirect	%	Direct	Indirect	%
N Penzhorn	-	4 289 247	9.68%	-	4 289 247	11.00%
MCC van Ettinger	-	4 755 619	10.73%	-	4 755 619	12.50%
Total	**-**	**9 044 861**	**20.41%**	**-**	**9 044 861**	**23.50%**

7. Predominant shareholders

	2013	2012
Inshare Proprietary Limited	57.05%	100%
Oakleaf Insurance Company Limited	19.45%	-
Insure Group Managers Proprietary Limited	18.20%	-
Total	**94.70%**	**100.00%**

8. Employment

Employee costs and statistics

	2013 R'	2012 R'
REMUNERATION		
Directors emoluments (all companies)	**4,094,393**	**3,713,631**
Employment contracts (including other benefits)	4,094,393	3,713,631
Employee costs	**3,384,158**	**3,918,739**
Employment contracts (including other benefits)	3,351,658	3,818,739
Performance incentives – for the previous period	32,500	100,000
Consultants – placement fees, training & other	103,609	59,757
	7,478,551	**7,692,127**
NUMBER OF PERMANENT STAFF		
Number of staff beginning of the year	18	10
New employees	5	6
Resignations	-	(6)
Transferred from (to) the holding company's group of companies (Internal transfers)	(11)	8
Number of staff as at the end of the year	**12**	**18**

On a salary basis, the Group offers voluntary contributions to a Pension Fund and voluntary participation in a and i.e. Scheme and Company Medical Scheme Life Benefits. Additional benefits include a discretionary annual service bonus and possible participation in performance incentive scheme. Where applicable, the Group offers additional benefits including travel allowances, home-office allowances and inconvenience allowances.

Fixed remuneration

Guaranteed cost-to-company remuneration is reviewed annually in line with current remuneration surveys and using as a guideline the average percentage increase recommended by the chairman and the board's executive directors.

Interim increases or ad hoc increases

These increases are only allowed if justified in view of the following:

- Promotion or transfer to another role which is graded at a higher remuneration level; or
- Evidence of below market salaries; or
- An increase in workload that justifies an increase in reward level; or
- To establish internal equity; or
- To make a counter-offer to a resigning employee provided the overall cost-to-company remains within the reward level for the job performed.

All increases must remain within the available salary budget. Interim increases must be proposed by the relevant manager for approval by the chief executive officer.

The company makes use of incentive bonuses, paid annually on approval by the chairman and the board's executive directors. The incentive bonuses will be governed by rules as set out in the Remuneration Policy of the Group.

The discretionary Executive Incentive Bonus applies only to the Executive Directors of the company. The bonus calculation takes into account the Group's increase in earnings per share, the performance of the executive team, the performance of the specific executive's business unit and the executive's personal performance as determined in line with the Board, peer reviews, 360 degree reviews and the reporting line expectations.

The same Management and Staff Incentive Bonus process applies to management and staff where the performance of those individuals warrants such a bonus payment. These final bonus payments are subject to the approval of the Board's executive members.

9. Litigation

There are no proceedings which may be pending or threatened, that might have or which have had a material effect on the financial position of the Group.

10. Contingent Liabilities

At the balance sheet date the Group does not have any contingent liabilities (2012: R Nil).

11. Corporate Action

Issue of shares for cash

On 19 November 2013 the Company announced on SENS that it had raised R22 307 959 in cash through the issue of 9 699 113 ordinary shares for cash at 230 cents per ordinary share. The issue of shares was under the general authority to issue shares for cash. An application for the listing of these shares on the Johannesburg Stock Exchange was made and the shares were listed on 18 November 2013. The company also announced that it intends placing an additional 5 300 887 shares at 230 cents per share over a period of time.

Particulars of the general issue for cash

At the annual general meeting of the company held on 23 May 2013, the requisite majority of shareholders approved an ordinary resolution authorising the directors to issue shares for cash in accordance with the JSE Listings Requirements.

As the issue of the new shares represented a 27.71% increase in the issued ordinary share capital of the company, this disclosure was made in terms of section 11.22 of the Listings Requirements:

9 699 113 ordinary shares in the company were issued to public shareholders at an issue price of 230 cents per ordinary share which represented the approximate 30 day volume weighted average price for the period ended 1 October 2013, being the date the issue price was agreed upon by the directors.

Rationale for capital raising and investment into two new companies

The Company has embarked on a capital raising exercise as part of its original strategy at date of listing. Funds raised from the issue of shares for cash have been applied for the investment into two new entities subsequent to year end in which Global intends to hold a minimum interest of 51%. Details of these two entities are set out under Events after the reporting period in note 31 to the financial statements.

CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

as at 30 November 2013

	Notes	Group 2013 'R	Restated Group 2012 'R	Restated Group 2011 'R
ASSETS				
Non-current assets		**445,493,494**	**412,610,563**	**345,886,710**
Property, plant and equipment	2	409,072,068	378,369,815	318,525,578
Intangible assets	3	1,000,000	-	-
Loans and advances to customers	4	16,991,006	15,856,595	10,972,189
Deferred taxation	5	18,430,420	18,384,153	16,388,943
Current assets		**54,714,439**	**40,293,547**	**33,947,144**
Assets classified as held for sale	6	-	4,520,519	3,538,596
Loans and advances to customers	4	5,128,873	5,888,920	4,506,429
Trade and other receivables	7	31,175,302	28,159,807	18,508,358
Cash and cash equivalents	8	18,410,264	1,724,301	7,393,761
Disposal group held for sale	9	**4,889,030**	**-**	-
Total assets		**505,096,963**	**452,904,110**	**379,833,854**
EQUITY AND LIABILITIES				
Equity				
Ordinary share capital	10	31,942,487	4,279,276	1,500
Reserves		66,766,533	53,514,940	40,936,587
Total equity attributable to equity holders of the parent		**98,709,020**	**57,794,216**	**40,938,087**

		Group	Restated Group	Restated Group
	Notes	2013 'R	2012 'R	2011 'R
Liabilities				
Non-current liabilities		**275,063,434**	**280,192,392**	**211,410,643**
Deferred tax liability	5	50,845,387	46,755,018	40,086,553
Other financial liabilities	12	224,218,047	233,437,374	171,324,090
Current liabilities		**130,564,839**	**114,917,502**	**127,485,124**
Loan from holding company	11	1,352,207	6,151,255	14,677,195
Other financial liabilities	12	86,122,708	64,835,271	68,003,260
Bank overdraft	8	–	489,497	-
Trade and other payables	13	42,532,159	43,244,717	44,428,056
Taxation payable		557,765	196,762	376,613
Disposal group held for sale	9	**759,670**	**-**	**-**
Total equity and liabilities		**505,096,963**	**452,904,110**	**379,833,854**
Net asset value per share (cents)		220,8	183,5	-*
Tangible net asset value per share (cents per share)		218,6	183,5	-*
Shares in issue at year end		44,699,113	31,500,000	-*

*The Company operated as a private unlisted company at this date and the per share information had not been previously published. The Company listed on 14 December 2012.

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

for the twelve months ended 30 November 2013

	Notes	Group 2013 R'	Restated Group 2012 R'
REVENUE	14	**177,217,074**	**185,765,536**
Cost of Sales	15	**112,497,611**	**136,089,488**
Gross Profit		**64,719,463**	**49,676,048**
Other income	16	638,868	2,498,819
Operating expenses		(22,894,949)	(13,803,045)
Income from operations	17	42,463,382	38,371,822
Investment revenue	18	7,217	92,678
Finance costs	19	(24,407,843)	(21,542,699)
Profit before taxation		**18,062,756**	**16,921,801**
Taxation expense	20	(4,811,163)	(4,835,134)
Profit from continuing operations		**13,251,593**	**12,086,667**
Discontinued Operations			
Loss for the year from discontinued operations	21	–	(307,127)
Profit for the year		**13,251,593**	**11,779,540**
Other comprehensive income:			
Items to be reclassified in future period:			
Available-for-sale fair value adjustment	22	–	798,813
Total comprehensive income		**13,251,593**	**12,578,353**
Total comprehensive income attributable to:		**13,251,593**	**12,578,353**
Equity holders of the parent		13,251,593	12,578,353
Attributable earnings per share (cents)	23	37,6	470,5

CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

for the twelve months ended 30 November 2013

	Share capital	Available for sale reserve	Common Control reserve	Retained earnings	Attributable to equity holders	Non–controlling interest	Total equity
	R'	R'	R'	R'	R'	R'	R'
RESTATED GROUP							
Balances at 30 November 2010	**1,500**	**–**	**–**	**32,647,575**	**32,649,075**	**7,889,990**	**40,539,065**
Change in ownership interest	–	–	(6,941,028)	(958,516)	(7,899,544)	(7,889,990)	(15,789,534)
Total comprehensive income	–	–	–	16,188,556	16,188,556	–	16,188,556
Total changes	**–**	**–**	**(6,941,028)**	**15,230,040**	**8,289,012**	**(7,889,990)**	**399,022**
Balances at 30 November 2011	**1,500**	**–**	**(6,941,028)**	**47,877,615**	**40,938,087**	**–**	**40,938,087**
Share issue	4,277,776	–	–	–	4,277,776	–	4,277,776
Total comprehensive income before restatement	–	798,813	–	9,952,554	10,751,367	–	10,751,367
Adjustment	–	–	–	1,826,986	1,826,986	–	1,826,986
Total comprehensive income after restatement	–	798,813	–	11,779,540	12,578,353	–	12,578,353
Total changes	**4,277,776**	**798,813**	**–**	**11,779,540**	**16,856,129**	**–**	**16,856,129**
Balances at 30 November 2012	**4,279,276**	**798,813**	**(6,941,028)**	**59,657,155**	**57,794,216**	**–**	**57,794,216**
Share issue	29,307,959	–	–	–	29,307,959	–	29,307,959
Share issue expense	(1,644,748)	–	–	–	(1,644,748)		(1,644,748)
Total comprehensive income	–	–	–	13,251,593	13,251,593	–	13,251,593
Total changes	**27,663,211**	**–**	**–**	**13,251,593**	**40,914,804**	**–**	**40,914,804**
Balances at 30 November 2013	**31,942,487**	**798,813**	**(6,941,028)**	**72,908,748**	**98,709,020**	**–**	**98,709,020**
Notes:	10						

CONSOLIDATED STATEMENTS OF CASH FLOW

for the twelve months ended 30 November 2013

	Notes	Group 2013 R'	Restated Group 2012 R'
Cash flows from operating activities			
Cash generated from operations	24	**92,365,331**	**64,921,415**
Interest income		7,217	92,678
Finance cost		(24,407,843)	(21,542,699)
Taxation paid	25	(407,165)	(405,400)
Net cash from operating activities		**67,557,540**	**43,065,994**
Cash flows from investing activities			
Cash flow to maintain activities			
Property, plant and equipment additions		(11,066,500)	(7,887,080)
Property, plant and equipment disposals		35,874,322	52,464,964
Intangible assets additions		(1,000,000)	–
Net cash from investing activities		**23,807,822**	**44,577,884**
Cash flows from financing activities			
Proceeds from the issue of share capital		27,663,211	–
Repayments of other financial liabilities		(97,054,065)	(89,554,670)
Repayment to shareholder		(4,799,048)	(4,155,689)
Repayment to group company		–	(92,476)
Net cash from financing activities		**(74,189,902)**	**(93,802,835)**
Total cash movement for the year		17,175,460	(6,158,957)
Cash at the beginning of the year		1,234,804	7,393,761
Cash at the end of the year	8	**18,410,264**	**1,234,804**

ACCOUNTING POLICIES

for the twelve months ended 30 November 2013

1. Presentation of Annual Group Financial Statements

Global Asset Management is a company domiciled in South Africa. The consolidated financial statements at 30 November 2013 comprise the Company and its subsidiaries (together referred to as "the Group"). The going concern principal has been adopted in the preparation of the financial statements.

Statement of compliance

The Group's financial statements have been prepared in accordance with and comply with International Financial Reporting Standards ("IFRS") and its interpretations issued by the International Accounting Standards Board ("IASB") and applicable legislation.

The Group's financial statements are prepared using a combination of historical cost and fair value bases of accounting. Those categories to which fair value basis of accounting has been applied are indicated in the individual accounting policies.

The financial statements are presented in Rand, which is the Company's functional currency. The accounting policies have been applied consistently for all years presented by Group entities. These accounting policies are consistent with the previous period.

1.1 Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and all entities, including special purpose entities, which are controlled by the Company.

The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The results of subsidiaries are included in the consolidated financial statements from the effective date of acquisition to the effective date of disposal. Adjustments are made when necessary to the financial statements of subsidiaries to bring their accounting policies in line with those of the Group. All intra-Group transactions, balances, income and expenses are eliminated in full on consolidation.

Transactions which result in changes in ownership levels, where the Group has control of the subsidiary, both before and after the transaction, are regarded as equity transactions and are recognised directly in equity. The difference between the fair value of consideration paid or received and the movement in non-controlling interest for such transactions is recognised in equity attributable to the owners of the parent. Where a subsidiary is disposed of and a non-controlling shareholding is retained, the remaining investment is measured to fair value with the adjustment to fair value recognised in profit or loss as part of the gain or loss on disposal of the controlling interest.

1.2 Significant judgements and sources of estimation uncertainty

The preparation of financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that may affect the application of accounting policies and reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from the other sources. Actual results may differ from these estimates.

The accounting estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised and in any future period affected. Judgements made by management in the application of IFRS that have a significant effect on the financial statement and estimates with a significant risk of material adjustment in the next year are disclosed in the notes to the financial statements where appropriate.

1.2.1 Trade receivables and/or loans and other receivables and advances

The Group assesses its loans and receivables for impairment at each balance sheet date. In determining whether an impairment loss should be recorded in the profit or loss, the Group makes judgements as to whether there is observable data indicating a measurable decrease in the estimated future cash flows from a financial asset.

1.2.2 Available for sale financial assets

The Group follows the guidance of IAS 39 to determine when an available-for-sale financial asset is impaired. This determination requires significant judgment. In making this judgment, the Group evaluates, among other factors, the duration and extent to which the fair value of an investment is less than its cost; and the financial health of and near-term business outlook for the investee, including factors such as industry and sector performance, changes in technology and operational and financing cash flow.

1.2.3 Fair value estimation

The fair value of financial instruments traded in active markets (such as trading and available-for-sale securities) is based on quoted market prices at the balance sheet date. The quoted market price used for financial assets held by the Group is the current bid price.

The fair value of financial instruments that are not traded in an active market (for example, over-the counter derivatives) is determined by using valuation techniques. The Group uses a variety of methods and makes assumptions that are based on market conditions existing at each balance sheet date. Quoted market prices or dealer quotes for similar instruments are used for long-term debt. Other techniques, such as estimated discounted cash flows, are used to determine fair value for the remaining financial instruments. The fair value of interest rate swaps is calculated as the present value of the estimated future cash flows. The fair value of forward foreign exchange contracts is determined using quoted forward exchange rates at the balance sheet date.

The carrying value less impairment provision of trade receivables and payables are assumed to approximate their fair values. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Group for similar financial instruments.

1.2.4 Impairment testing of non-financial assets

The recoverable amounts of cash-generating units and individual assets, including intangible assets, have been determined based on the higher of value-in-use calculations and fair values less costs to sell. These calculations require the use of estimates and assumptions. It is reasonably possible that the assumptions may change which may then impact our estimations and may then require a material adjustment to the carrying value of goodwill and tangible assets.

1.2.5 Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, for which it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate of the obligation can be made**.** By their nature provisions arise from expected outflows whose timing and amount may be uncertain.

1.2.6 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 Group 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 Group to realise the net deferred tax assets recorded at the balance sheet date could be impacted.

1.3 Property, plant and equipment

The cost of an item of property, plant and equipment is recognised as an asset when:

- it is probable that future economic benefits associated with the item will flow to the Company; and
- the cost of the item can be measured reliably.

Property, plant and equipment is initially measured at cost.

Costs include costs incurred initially to acquire or construct an item of property, plant and equipment and costs incurred subsequently to add to, replace part of, or service it. If a replacement cost is recognised in the carrying amount of an item of property, plant and equipment, the carrying amount of the replaced part is derecognised.

Property, plant and equipment is carried at cost less accumulated depreciation and any impairment losses.

Item	Average useful life
Forklifts	8 years less residual value (A year constitutes 360 days)
Furniture and fixtures	6 Years
Motor vehicles	5 Years
Office equipment	6 Years
IT equipment	3 Years
IT Software	3 Years
Containers	20 Years

The residual value, useful life and depreciation method of each asset are reviewed at the end of each reporting period. If the expectations differ from previous estimates, the change is accounted for as a change in accounting estimate.

The depreciation charge for each period is recognised in profit or loss unless it is included in the carrying amount of another asset.

The gain or loss arising from the de-recognition of an item of property, plant and equipment is included in profit or loss when the item is derecognised. The gain or loss arising from the de-recognition of an item of property, plant and equipment is determined as the difference between the net disposal proceeds, if any, and the carrying amount of the item.

1.4 Intangible assets

An intangible asset is recognised when:

- it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and
- the cost of the asset can be measured reliably.

Intangible assets are carried at cost less any accumulated amortisation and any impairment losses.

An intangible asset is regarded as having an indefinite useful life when, based on all relevant factors, there is no foreseeable limit to the period over which the asset is expected to generate net cash inflows. Amortisation is not provided for these intangible assets. For all other intangible assets amortisation is provided on a straight line basis over their useful life. We have assessed the useful life of intangible assets related to software development as having an indefinite useful life.

The amortisation period, the amortisation method and the residual values for intangible assets are reviewed every period-end.

Reassessing the useful life of an intangible asset with a definite useful life after it was classified as indefinite is an indicator that the asset may be impaired. As a result the asset is tested for impairment and the remaining carrying amount is amortised over its useful life. For intangible assets classified as having an indefinite useful life, an annual impairment test is required.

The impairment test for intangible assets with an indefinite life or intangible assets not yet ready for use is performed annually by comparing its carrying amount with the recoverable amount.

Recoverable amounts for intangible assets are based on the higher of value in use or fair value less costs to sell. Value in use is calculated from cash flow projections for generally five years using data from the Group's latest internal forecasts, the results of which are reviewed by the Board. The key assumptions for the value in use calculations are those regarding discount rates, growth rates and expected changes in margins.

1.5 Investment in subsidiaries

Company financial statements

In the Company's separate financial statements, investments in subsidiaries are carried at cost less impairment.

The cost of an investment in a subsidiary is any costs directly attributable to the purchase of the subsidiary.

1.6 Financial instruments

1.6.1 Initial recognition

The Group and company classifies financial instruments, or their component parts, on initial recognition as a financial asset, a financial liability or an equity instrument in accordance with the substance of the contractual arrangement.

For financial instruments which are not at fair value through other comprehensive income, transaction costs are included in the initial measurement of the instrument.

The Group and Company designate on initial recognition financial instruments at fair value through other comprehensive income.

1.6.2 Subsequent measurement

1.6.2.1 Financial assets

Financial instruments at fair value through other comprehensive income are subsequently measured at fair value, with gains and losses arising from changes in fair value being included in other comprehensive income for the period.

Most of the group's financial instruments are classified as loans and receivables and are measured at amortised cost.

1.6.2.2 Financial liabilities

All of the group's financial liabilities are classified at amortised cost using the effective interest rate method.

1.7 Taxation

1.7.1 Current tax liabilities and assets

Current tax for current and prior periods is, to the extent unpaid, recognised as a liability. If the amount already paid in respect of current and prior periods exceeds the amount due for those periods, the excess is recognised as an asset.

Current tax liabilities (assets) for the current and prior periods are measured at the amount expected to be paid to (recovered from) the tax authorities, using the tax rates (and tax laws) that have been enacted or substantively enacted by the balance sheet date.

1.7.2 Deferred tax liabilities and assets

A deferred tax liability is recognised for all taxable temporary differences, except to the extent that the deferred tax liability arises from the initial recognition of an asset or liability in a transaction which at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).

A deferred tax asset is recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised. A deferred tax asset is not recognised when it arises from the initial recognition of an asset or liability in a transaction at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).

A deferred tax asset is recognised for the carry forward of unused tax losses to the extent that it is probable that future taxable profit will be available against which the unused tax losses can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the balance sheet date.

1.7.3 Tax expenses

Current and deferred taxes are recognised as income or an expense and included in profit or loss for the period, except to the extent that the tax arises from:

- a transaction or event which is recognised, in the same or a different period, directly in equity, or other comprehensive income, or
- a business combination.

Current tax and deferred taxes are charged or credited directly to equity if the tax relates to items that are credited or charged, in the same or a different period, directly to equity.

1.8 Leases

A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership. A lease is classified as an operating lease if it does not transfer substantially all the risks and rewards incidental to ownership.

1.8.1 Finance leases – lessor

The Group recognises finance lease receivables on the statement of financial position. Finance lease income is recognised as an income over the lease term by applying the effective interest rate method. Income for leases is disclosed in profit or loss.

1.8.2 Finance leases – lessee

Finance leases are recognised as assets and liabilities in the balance sheet at amounts equal to the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding liability to the lessor is included in the balance sheet as a finance lease obligation.

The lease payments are apportioned between the finance charge and reduction of the outstanding liability. The finance charge is allocated to each period during the lease term so as to produce a constant periodic rate of on the remaining balance of the liability.

1.8.3 Operating leases – lessor

Operating lease income is recognised as an income over the lease term on a straight line basis. Income for leases is disclosed in profit or loss.

1.8.4 Operating leases – lessee

Operating lease payments are recognised as an expense on a straight-line basis over the lease term. The difference between the amounts recognised as an expense and the contractual payments are recognised as an operating lease asset. This liability is not discounted. Any contingent rents are expensed in the period they are incurred.

1.9 Impairment of assets

The Group assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the Group estimates the recoverable amount of the asset.

If there is any indication that an asset may be impaired, the recoverable amount is estimated for the individual asset. If it is not possible to estimate the recoverable amount of the individual asset, the recoverable amount of the cash-generating unit to which the asset belongs is determined.

The recoverable amount of an asset or a cash-generating unit is the higher of its fair value less costs to sell and its value in use.

If the recoverable amount of an asset is less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. That reduction is an impairment loss.

An impairment loss of assets carried at cost less any accumulated depreciation or amortisation is recognised immediately in profit or loss.

An entity assesses at each reporting date whether there is any indication that an impairment loss recognised in prior periods for assets other than goodwill may no longer exist or may have decreased. If any such indication exists, the recoverable amounts of those assets are estimated.

The increased carrying amount of an asset other than goodwill attributable to a reversal of an impairment loss does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior periods.

A reversal of an impairment loss of assets carried at cost less accumulated depreciation or amortisation other than goodwill is recognised immediately in profit or loss.

1.10 Employee benefits

Short-term employee benefits

The cost of short-term employee benefits, (those payable within 12 months after the service is rendered, such as paid vacation leave and sick leave, bonuses, and non-monetary benefits such as medical care), are recognised in the period in which the service is rendered and are not discounted.

The expected cost of compensated absences is recognised as an expense as the employees render services that increase their entitlement or, in the case of non-accumulating absences, when the absence occurs.

The expected cost of profit sharing and bonus payments is recognised as an expense when there is a legal or constructive obligation to make such payments as a result of past performance.

1.11 Revenue

When the outcome of a transaction involving the rendering of services can be estimated reliably, revenue associated with the transaction is recognised by reference to the stage of completion of the transaction at the balance sheet date. The outcome of a transaction can be estimated reliably when all the following conditions are satisfied:

- the amount of revenue can be measured reliably;
- it is probable that the economic benefits associated with the transaction will flow to the Group;
- the stage of completion of the transaction at the balance sheet date can be measured reliably; and
- the costs incurred for the transaction and the costs to complete the transaction can be measured reliably.

When the outcome of the transaction involving the rendering of services cannot be estimated reliably, revenue is recognised only to the extent of the expenses recognised that are recoverable.

Service revenue is recognised by reference to the stage of completion of the transaction at balance sheet date. Stage of completion is determined by services performed to date as a percentage of total services to be performed.

Revenue is measured at the fair value of the consideration received or receivable and represents the amounts receivable for goods and services provided in the normal course of business, net of trade discounts and volume rebates, and value added tax.

Interest is recognised, in profit or loss, using the effective interest rate method.

Dividends are recognised, in profit or loss, when the Company's right to receive payment has been established.

Service fees included in the price of the product are recognised as revenue over the period during which the service is performed.

1.12 Foreign currency transactions

A foreign currency transaction is recorded, on initial recognition in Rands, by applying to the foreign currency amount the spot exchange rate between the functional currency and the foreign currency at the date of the transaction.

At each balance sheet date:

- foreign currency monetary items are translated using the closing rate;
- non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction; and
- non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

The foreign currency gain or loss on monetary items is the difference between amortised cost in the functional currency at the beginning of the period, adjusted for effective interest and prepayments during the period, and the amortised cost in foreign currency translated at the exchange rate at the end of the reporting period. Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous financial statements are recognised in profit or loss in the period in which they arise.

Cash flows arising from transactions in a foreign currency are recorded in Rands by applying to the foreign currency amount the exchange rate between the Rand and the foreign currency at the date of the cash flow.

1.13 Discontinued operations

The Group discloses the amount of income from continuing operations and from discontinued operations attributable to owners of the parent.

1.14 Available for sale reserve

When the investment is disposed of or is determined to be impaired, the accumulative gain or loss previously accumulated in the investment revaluation reserve is reclassified through profit or loss.

1.15 Standards, interpretations and amendments to published standards applied for the first time during the current financial year

- IAS 1: Presentation of financial statements: New requirements to group together items within OCI that may be reclassified to the profit or loss section of the income statement in order to facilitate the assessment of their impact on the overall performance of an entity (effective: 1 July 2012).

The implications of these statements have no impact on measurements of assets and liabilities at the previous year end. Comparatives are provided for new disclosures where required in terms of the standards.

1.16 Statements issued but not yet effective

The Group will comply with the new standard and interpretations from the effective date unless otherwise noted:

Standard	Details of Amendment	Annual periods beginning on or after
IFRS 1: *First-time adoption of International Financial Reporting Standards*	Amendments add an exception to the retrospective application of IFRSs to require that first time adopters apply the requirements in IFRS 9 Financial Instruments and IAS 20 Accounting for government Grants and Disclosure of Government Assistance prospectively to government loans existing at the date of transition to IFRSs.	1 January 2013
	Annual Improvements 2009-2011 Cycle amendments clarify the options available to users when repeated application of IFRS 1 is required and to add relevant disclosure requirements.	1 January 2013
	Annual Improvements 2009-2011 Cycle amendments to borrowing costs.	1 January 2013
	Annual improvements 2011-2013 Cycle amendments to the Basis of Conclusion clarify the meaning of "effective IFRSs".	1 July 2014

Standard	Details of Amendment	Annual periods beginning on or after
IFRS 2: *Share based Payment*	*Annual Improvements 2010-2012 Cycle*: Amendments added the definitions of performance conditions and service conditions and amended the definitions of vesting conditions and market conditions.	1 July 2014
IFRS 3: *Business Combinations*	*Annual Improvements 2010-2012 Cycle*: Amendments to the measurement requirements for all contingent consideration assets and liabilities including those accounted for under IFRA 9.	1 July 2014
	Annual Improvements 2011-2013 Cycle amendments to the scope paragraph for the formation of a joint arrangement.	1 July 2014
IFRS 7: *Financial Instruments: Disclosures*	Amendments require entities to disclose gross amounts subject to rights of set-off, amounts set off in accordance with the accounting standards followed, and the related net credit exposure. This information will help investors understand the extent to which an entity has set off in its balance sheet and the effects of rights of set-off on the entity's rights and obligations.	1 January 2013
IFRS 8: *Operating Segments*	*Annual Improvements 2010-2012 Cycle amendments* to some disclosure requirements regarding the judgements made by management in applying the aggregation criteria, as well as those to certain reconciliations.	1 July 2014
IFRS 9: *Financial instruments*	New standard that forms the first part of a three-part project to replace IAS 39 *Financial Instruments: Recognition and Measurement.* Phase 1: Classification and measurements (completed) Phase 2: Impairment methodology (outstanding) Phase 3: Hedge accounting (completed)	The mandatory effective date for IFRS 9 will be announced when the IASB has completed all outstanding parts of IFRS 9. However, entities may still choose to apply IFRS 9 immediately
	Most of the requirements for financial liabilities were carried forward unchanged from IAS 39. However, some changes were made to the fair value option for financial liabilities to address the issue of credit risk. Entities may voluntarily continue to measure their financial instruments in accordance with IAS 39 but benefit from the improved accounting for own credit risk in IFRS 9 by early adopting only that aspect of IFRS 9 separately.	
	Annual Improvements 2010-2012 Cycle: Amendments to the measurement requirements for all contingent consideration assets and liabilities under IFRS 9.	1 July 2014.

Standard	Details of Amendment	Annual periods beginning on or after
IFRS 10: *Consolidated financial statements*	New standard that replaces the consolidation requirements in SIC-12 *Consolidation—Special Purpose Entities* and IAS 27 *Consolidated and Separate Financial Statements.* Standard builds on existing principles by identifying the concept of control as the determining factor in whether an entity should be included within the consolidated financial statements of the parent company and provides additional guidance to assist in the determination of control where this is difficult to assess.	1 January 2013
	Amendments to the transition guidance of IFRS 10 *Consolidated Financial Statements*, IFRS 11 *Joint Arrangements* and IFRS 12 *Disclosure of Interests in Other Entities,* thus limiting the requirements to provide adjusted comparative information.	1 January 2013
	IFRS 10 exception to the principle that all subsidiaries must be consolidated. Entities meeting the definition of 'Investment Entities' must be accounted for at fair value under IFRS 9, *Financial Instruments,* or IAS 39, *Financial Instruments: Recognition and Measurement.*	1 January 2014
IFRS 11: *Joint arrangements*	New standard that deals with the accounting for joint arrangements and focuses on the rights and obligations of the arrangement, rather than its legal form. Standard requires a single method for accounting for interests in jointly controlled entities.	1 January 2013
	Amendments to the transition guidance of IFRS 10 *Consolidated Financial Statements*, IFRS 11 *Joint Arrangements* and IFRS 12 *Disclosure of Interests in Other Entities,* thus limiting the requirements to provide adjusted comparative information.	1 January 2013
IFRS 12: *Disclosures of interests in other entities*	New and comprehensive standard on disclosure requirements for all forms of interests in other entities, including joint arrangements, associates, special purpose vehicles and other off balance sheet vehicles.	1 January 2013
	Amendments to the transition guidance of IFRS 10 *Consolidated Financial Statements*, IFRS 11 *Joint Arrangements* and IFRS 12 *Disclosure of Interests in Other Entities,* thus limiting the requirements to provide adjusted comparative information.	1 January 2013
	New disclosures required for Investment Entities (as defined in IFRS 10).	1 January 2014

Standard	Details of Amendment	Annual periods beginning on or after
IFRS 13: *Fair value measurement*	New guidance on fair value measurement and disclosure requirements.	1 January 2013
	Annual Improvements 2010-2012 Cycle: Amendments to clarify the measurement requirements for those short term receivables and payables.	1 July 2014
	Annual Improvements 2011-2013 Cycle amendments to clarify that the portfolio exception applies to all contracts within the scope of, and accounted for in accordance with, IAS 39 or IFRS 9.	1 July 2014
IAS 1: *Presentation of financial statements*	*Annual Improvements 2009-2011 Cycle amendments* clarifying the requirements for comparative information including minimum and additional comparative information required.	1 January 2013
IAS 16: *Property, Plant and Equipment*	*Annual Improvements 2009–2011 Cycle amendments* to the recognition and classification of servicing equipment.	1 January 2013
	Annual Improvements 2010-2012 Cycle amendments to the Revaluation model – proportionate restatement of accumulated depreciation.	1 July 2014
IAS 19: *Employee benefits*	Amendments to the accounting for current and future obligations resulting from the provision of defined benefit plans.	1 January 2013
	Amendments to Defined Benefit Plans: Employee Contributions whereby the requirements in IAS 19 for contributions from employees or third parties that are linked to service have been amended.	1 July 2014
IAS 24: Related Party Disclosures	*Annual Improvements 2010-2012 Cycle amendments* to the definitions and disclosure requirements for key management personnel.	1 July 2014
IAS 27: *Consolidated and Separate Financial Statements*	Consequential amendments resulting from the issue of IFRS 10, 11 and 12.	1 January 2013
	Requirement to account for interests in 'Investment Entities' at fair value under IFRS 9, Financial Instruments, or IAS 39, Financial Instruments: Recognition and Measurement, in the separate financial statements of a parent.	1 January 2014
IAS 28: *Investments in Associates*	Consequential amendments resulting from the issue of IFRS 10, 11 and 12.	1 January 2013

Standard	Details of Amendment	Annual periods beginning on or after
IAS 32: *Financial instruments: Presentation*	Amendments require entities to disclose gross amounts subject to rights of set-off, amounts set off in accordance with the accounting standards followed, and the related net credit exposure. This information will help investors understand the extent to which an entity has set off in its balance sheet and the effects of rights of set-off on the entity's rights and obligations.	1 January 2013
	Annual Improvements 2009–2011 Cycle amendments to clarify the tax effect of distribution to holders of equity instruments.	1 January 2013
IAS 34: *Interim Financial Reporting*	*Annual Improvements 2009–2011 Cycle amendments* to improve the disclosures for interim financial reporting and segment information for total assets and liabilities.	1 January 2013
IAS 38: *Intangible Assets*	*Annual Improvements 2012-2012 Cycle amendments* to the Revaluation method – proportionate restatement of accumulated depreciation.	1 July 2014
IAS 40: Investment Property	*Annual Improvements 2011-2013 Cycle amendments* to clarify the interrelationship between IFRS 3 and IAS 40 when classifying property as investment property or owner-occupied property.	1 July 2014

Interpretations	Annual periods beginning on or after
IFRIC 20 *Stripping Costs in the Production Phase of a Surface Mine.*	1 January 2013
IFRIC Interpretation 21 *Levies.*	1 January 2014

The impact of these standards are not yet known.

2. Property plant and equipment

2.1 Non-current assets – Property, plant and equipment

	Cost	Accumulated depreciation	Carrying value
	R'	R'	R'
GROUP 2013			
Forklifts	578,388,343	(169,769,798)	408,618,545
Furniture and Fittings	69,188	(55,789)	13,399
Office equipment	12,000	(4,168)	7,832
IT equipment	310,472	(244,939)	65,533
Computer software	125,207	(120,957)	4,250
Tank containers	1,051,750	(689,241)	362,509
	579,956,960	**(170,844,892)**	**409,072,068**
GROUP 2012			
Forklifts	515,466,557	(137,644,787)	377,821,770
Furniture and Fittings	296,733	(272,406)	24,327
Office equipment	139,922	(130,084)	9,838
IT equipment	839,127	(746,694)	92,433
Computer software	199,978	(193,626)	6,352
Tank containers	1,051,750	(636,655)	415,095
	517,994,067	**(139,624,252)**	**378,369,815**
GROUP 2011			
Forklifts	426,588,452	(108,681,517)	317,906,935
Furniture and fixtures	293,514	(260,855)	32,659
Office equipment	139,922	(128,083)	11,839
IT equipment	768,254	(677,197)	91,057
Computer software	199,978	(184,572)	15,406
Tank containers	1,051,750	(584,068)	467,682
	429,041,870	**(110,516,292)**	**318,525,578**

Carrying amounts of Property, plant and equipment can be reconciled as follows:

	Carrying value opening balance	Additions	Impairment	Transferred to cost of sales	Depreciation	Carrying value closing balance
	R'	R'	R'	R'	R'	R'
GROUP 2013						
Forklifts	377,821,770	120,912,182	(3,878,960)	(35,874,322)	(50,362,125)	408,618,545
Furniture and Fittings	24,327	–	–	–	(10,928)	13,399
Office equipment	9,838	–	–	–	(2,006)	7,832
IT equipment	92,433	32,156	–	–	(59,056)	65,533
Computer software	6,352	5,113	–	–	(7,215)	4,250
Tank containers	415,095	–	–	–	(52,586)	362,509
	378,369,815	**120,949,451**	**(3,878,960)**	**(35,874,322)**	**(50,493,916)**	**409,072,068**
GROUP 2012						
Forklifts	317,906,935	162,956,087	–	(56,955,494)	(46,085,758)	377,821,770
Furniture and Fittings	32,659	3,219	–	–	(11,551)	24,327
Office equipment	11,839	–	–	–	(2,001)	9,838
IT equipment	91,057	70,656	–	–	(69,280)	92,433
Computer software	15,406	–	–	–	(9,054)	6,352
Tank containers	467,682	–	–	–	(52,587)	415,095
	318,525,578	**163,029,962**	**–**	**(56,955,494)**	**(46,230,231)**	**378,369,815**
GROUP 2011						
Forklifts	299,275,444	96,761,975	–	(39,233,462)	(38,897,022)	317,906,935
Furniture and Fittings	44,112	–	–	–	(11,453)	32,659
Office equipment	318	12,000	–	–	(479)	11,839
IT equipment	136,471	22,475	–	–	(67,889)	91,057
Computer software	25,751	7,500	–	–	(17,845)	15,406
Tank containers	520,270	–	–	–	(52,588)	467,682
	300,002,366	**96,803,950**	**–**	**(39,233,462)**	**(39,047,276)**	**318,525,578**

In terms of IAS 16 the proceeds of second hand forklifts that are routinely sold when they cease to be rented are recognised as revenue. Second hand forklifts are all held for rental and a sale is only recognised when there is an immediate buyer, therefore there is no inventory on hand.

Pledged as security

Forklift trucks per property, plant and equipment to the value of R310 340 755 (2012: R297 484 998) are pledged as security for the loans from various banks as per note 12.

3. Intangible assets

	Group 2013			Group 2012		
	Cost	Accumulated Amortisation	Carrying Value	Cost	Accumulated Amortisation	Carrying Value
	R'	R'	R'	R'	R'	R'
GROUP 2013						
Software development	1,000,000	–	1,000,000	–	–	–
	1,000,000	**–**	**1,000,000**	**–**	**–**	**-**
GROUP 2012						
Software development	–	–	–	–	–	–
	–	–	–	–	–	–

	Carrying value opening balance	Additions	Carrying value closing balance
	R'	R'	R'
GROUP 2013			
Software development	–	1,000,000	1,000,000
	–	**1,000,000**	**1,000,000**
GROUP 2012			
Software development	–	–	–
	–	**–**	**–**

Software

The Group is currently developing a software operating system for own use. At the financial year-end the Group had spent R 1 million. The system is expected to be available for use in April 2014. On completion the useful life of the asset will be assessed.

The recoverable amount for software is based on the value in use calculation. The following assumptions were used in the valuation:

1. The cash flow is based on a forecast over 5 years.
2. The cash flow comprises of savings to the Group based on forecasts.
3. The post-tax savings are expected to increase by 5% per annum.
4. A discount rate of 19.5% was used.

The value in use calculation reflects the carrying value.

4. Loans and advances to customers

	Group	Group
	2013 R'	2012 R'
Installment sale at amortised cost to customers – Non current	16,991,006	15,856,595
Instalment sale at amortised cost to customer – Current	5,128,873	5,888,920
	22,119,879	**21,745,515**

Loans and advances to customers past due but not impaired

Loans and advances at amortised cost to customers bears interest at the prime interest rate. In terms on the credit policy management may on default use the forklift truck as collateral.

No loans and advances to customers at amortised cost are considered to be impaired. At 30 November 2013 and 30 November 2012 there were no loans and advances to customers past the due date.

The net carrying value of loans and advances to customers are considered to be a reasonable approximation of its fair value.

The credit quality of the loans and advances to customers not yet past due date and not yet impaired is considered to be satisfactory based on the Group's credit evaluation.

5. Deferred tax

	Group 2013 R'	Group 2012 R'	Group 2011 R'
Deferred tax asset			
Tax losses available for set off against future taxable income	18,430,420	18,384,153	16,388,943
	18,430,420	**18,384,153**	**16,388,943**
Deferred tax liability			
Capital gains tax	(183,109)	(183,109)	325,506
Timing differences	(50,662,278)	(46,571,909)	(40,412,059)
	(50,845,387)	**(46,755,018)**	**(40,086,553)**
Accelerated capital allowances for tax purposes			
At beginning of the period			
At beginning of the year	(183,109)	325,506	250,135
Capital gains tax	-	(508,615)	75,371
	(183,109)	**(183,109)**	**325,506**
Timing differences			
At beginning of the year	(46,571,909)	(40,086,553)	(30,058,901)
Decrease in tax losses available for set off against future taxable income	(4,090,369)	(6,485,356)	(10,353,158)
	(50,662,278)	**(46,571,909)**	**(40,412,059)**

	Group 2013 R'	Group 2012 R'	Group 2011 R'

GROUP 2013

Deferred tax assets/(liabilities) arise from the following:

	Group 2013 R'	Group 2012 R'	Group 2011 R'
Accelerated capital gains	(183,109)	-	(183,109)
Provisions	(42,040)	(571,391)	(613,431)
Tank Containers	(205,434)	14,725	(190,709)
Trucks owned	(43,080,937)	(1,551,319)	(44,632,256)
Trucks rented	(3,243,498)	(1,982,384)	(5,225,882)
Tax losses	18,384,153	46,267	18,430,420
	(28,370,865)	**(4,044,102)**	**(32,414,967)**

GROUP 2012

Deferred tax assets/(liabilities) arise from the following:

	Group 2013 R'	Group 2012 R'	Group 2011 R'
Accelerated capital gains	325,506	(508,615)	(183,109)
Provisions	–	(42,040)	(42,040)
Tank Containers	(220,159)	14,725	(205,434)
Trucks owned	(39,562,371)	(3,518,566)	(43,080,937)
Trucks rented	(629,529)	(2,613,969)	(3,243,498)
Tax losses	16,388,943	1,995,210	18,384,153
	(23,697,610)	**(4,673,255)**	**(28,370,865)**

GROUP 2011

Deferred tax assets/(liabilities) arise from the following:

	Group 2013 R'	Group 2012 R'	Group 2011 R'
Accelerated capital gains	250,135	75,371	325,506
Tank Containers	(234,884)	14,725	(220,159)
Trucks owned	(30,215,680)	(9,346,691)	(39,562,371)
Trucks rented	-	(629,529)	(629,529)
Tax losses	13,323,744	3,065,199	16,388,943
	(16,876,685)	**(6,820,925)**	**(23,697,610)**

Recognition of Deferred tax asset

The Group recognised the amount of the deferred tax as an asset in the statement of financial position after assessing the financial projections for the future profitability and obtaining the SARS tax assessments of the tax losses.

A strategy has been put in place to increase the profitability on the second hand forklifts in 2014 including other initiatives to achieve increase profitability.

As a result of the aforementioned management is confident that there will be sufficient taxable profits in the foreseeable future against which the company and its subsidiary can utilized the deferred tax asset.

6. Assets held for sale

	% Held	Fair value opening balance R'	Foreign exchange rate adjustment R'	Transfer to disposal group held for sale R	Purchases R'	Carrying value closing balance R'
Group assets classified held for sale at 30 November 2013						
Financial assets – Unlisted shares held for trading						
11 DREIG Dallas Real Estate Investment Group shares held in Dallas, Texas, USA	11.22	2,920,500	368,511	(3,289,011)	-	-
Financial assets – Debentures 325 Redeemable debentures in The Golf Resort Club		650,000	–	(650,000)	–	-
Property units – Details of property: Section 26, Eagle Reef and Section 22, Bella Donna, Midrand.		950,019	–	(950,019)	-	-
		4,520,519	**368,511**	**(4,889,030)**	**-**	**-**
Group assets classified as held for sale at 30 November 2012						
Financial assets – Unlisted shares held for trading						
11 DREIG Dallas Real Estate Investment Group shares held in Dallas, Texas, USA	11.22	1,938,577	–	–	981,923	2,920,500
Financial assets – Debentures 325 Redeemable debentures in The Golf Resort Club		650,000	–	–	–	650,000
Property units – Details of property: Section 26, Eagle Reef and Section 22, Bella Donna, Midrand.		950,019	–	–	–	950,019
		3,538,596	**–**	**–**	**981,923**	**4,520,519**

The financial assets are available for sale in its present condition. These sales are highly probable i.e.

- There is an active program in place to locate a buyer
- These financial assets are actively marketed for sale at a price that is reasonable in relation to its current fair value
- Management expects to complete the sale within one year from date of classification

7. Trade and other receivables

	Group 2013 R'	Group 2012 R'
Trade receivables	29,569,332	17,977,012
Other receivables	1,605,970	10,182,795
	31,175,302	**28,159,807**

The net carrying value of trade receivables is considered to be a reasonable approximation of its fair value.

The credit quality of the debtors not yet past due date and not yet impaired is considered to be satisfactory based on our credit evaluation.

Trade and other receivables past due but not impaired

Trade and other receivables bear interest at the prime interest rate. In terms on the credit policy management may on default use the forklift truck as collateral.

Trade and other receivables which are past due are not considered to be impaired. At 30 November 2013, R 8,796,326 (2012: R 2,251,466) were past due but not impaired.

The ageing of amounts past due but not impaired is as follows:

1 month past due	1,481,670	272,220
2 months past due	1,453,368	689,715
3 months and more past due	5,861,288	1,289,531

An impairment of R 942,945 (2012: R -) was provided for:

	Group 2013 R'	Group 2012 R'
Opening balance	–	137,843
Provision for bad debtor	942,945	–
Bad debtor recovered	–	(137,843)
Closing balance	**942,945**	**–**
Bad debtor	144,407	267,354

8. Cash and cash equivalents

	Group 2013 R'	Group 2012 R'
Consists of:		
Cash on hand	–	1,700
Bank balances	16,685,539	–
Short term deposit	1,724,725	1,722,601
Bank overdraft	–	(489,497)
	18,410,264	**1,234,804**
Current assets	18,410,264	1,724,301
Current liabilities	–	(489,497)
	18,410,264	**1,234,804**

The net carrying value of Cash and cash equivalents is considered to be a reasonable approximation its fair value.

9. Disposal group held for sale

The Group decided to dispose of its property unit operation. The decision was made by the directors to dispose of these assets as part of the disposal of its non-core assets.

	Group 2013 R'	Group 2012 R'
Assets classified as held for sale		
Financial assets – Unlisted shares held for trading		
11 DREIG Dallas Real Estate Investment Group shares held in Dallas, Texas, USA	3,289,011	–
Financial assets – Debentures		
325 Redeemable debentures in The Golf Resort Club	650,000	–
Property units		
Details of property: Section 26, Eagle Reef and Section 22, Bella Donna, Midrand. These Property units are encumbered by mortgage bonds as per the table below.	950,019	–
	4,889,030	–

Liabilities classified as held for sale		
Property units	759,670	–
	759,670	**–**

The loans are secured over property held for sale, bearing interest at prime and are repayable in monthly instalments.

The financial assets are available for sale in its present condition. These sales are highly probable i.e.

- There is an active program in place to locate a buyer
- These financial assets are actively marketed for sale at a price that is reasonable in relation to its current fair value
- Management expects to complete the sale within one year from date of classification

Assets and liabilities are measured at fair value less cost to sell.

10. Share capital

	Group 2013 R'	Group 2012 R'	Group 2011 R'
Authorised			
1,000,000,000 Ordinary Shares with no par value	–	–	–
2011: 10,000 Ordinary Shares of R1 each	–	–	10,000
2011: 1,000 Ordinary Type A Shares of R1 each	–	–	1,000

955,300,887 (2012: 968,500,000) (2011: 9,000 and 500 Type A) unissued ordinary shares are under the control of the shareholders in terms of a shareholder's agreement.

Opening balance	4,279,276	1,500	1,500
Issued	27,663,211	4,277,776	–
Closing balance	**31,942,487**	**4,279,276**	**1,500**

Issued share capital consists of 44,699,113 (2012: 31,500,000) Ordinary share with on par value, and 9,000 Ordinary shares of R 1 each and 500 Ordinary Type A Shares of R1 each in 2011.

11. Loans from holding company

	Group 2013 R'	Group 2012 R'
Inshare (Pty) Ltd	(1,352,207)	(6,151,255)
	(1,352,207)	**(6,151,255)**
Current liabilities	(1,352,207)	(6,151,255)
	(1,352,207)	**(6,151,255)**

The loan is unsecured, does not bear interest and is repayable on demand. The fair value approximates the carrying value at cost.

12. Other financial liabilities

	Group 2013 R'	Group 2012 R'
Held at amortised cost		
Mercantile Bank	131,221,814	146,259,124
Total facility available	190,000,000	190,000,000
Interest rate	Prime	Prime
Monthly capital repayment at 30 November	5,766,814	3,978,171
Rand Merchant Bank	43,642,043	54,334,167
Total facility available	Case by case	Case by case
Interest rate	Prime	Prime
Monthly capital repayment at 30 November	1,369,176	1,251,064
Imperial Bank	4,277,387	7,263,838
Total facility available	Case by case	Case by case
Interest rate	Prime +2	Prime +2
Monthly capital repayment at 30 November	266,804	505,758
Nedbank	19,708,547	12,589,376
Total facility available	Case by case	Case by case
Interest rate	Prime +2	Prime +2
Monthly capital repayment at 30 November	275,849	235,143
Standard Bank	111,490,964	77,038,493
Total facility available	Case by case	Case by case
Interest rate	Prime -1	Prime -1
Monthly capital repayment at 30 November	1,826,523	818,139

These loans are secured by forklift trucks per note 2 property, plant and equipment and are repayable in monthly instalments over periods from 12 to 60 months.

	Group 2013 R'	Group 2012 R'
ABSA Bond – 26 Eagle Reef **	–	490,783
Mercantile Bond – 22 Bella Donna **	–	296,864
** The loans are secured over property held for sale, bearing interest at prime and are repayable in monthly instalments.		
	310,340,755	**298,272,645**
Non-current liabilities	224,218,047	233,437,374
Current liabilities	86,122,708	64,835,271
Fair value of the financial liabilities at amortised cost	**310,340,755**	**298,272,645**

The borrowings arose from the purchase of assets and the financing of instalment sale agreements. The carrying amount of the loan approximated its fair value as the loans attract market related interest rates.

13. Trade and other payables

Trade payables	39,683,353	42,595,804
Other payables	2,848,806	648,913
	42,532,159	**43,244,717**

The fair value of the trade and other payables approximates the carrying value.

14. Revenue

	Group 2013 R'	Group 2012 R'
Sales of forklift trucks (new and used)	12,796,672	51,174,370
Rental Income	114,279,756	96,758,834
Maintenance of forklift trucks	43,912,101	33,817,702
Rendering of services	4,269,365	2,911,899
Interest received (trading)	1,959,180	1,102,731
	177,217,074	**185,765,536**

Revenue of second hand forklifts has been adjusted to affect the fair value of the consideration received.

15. Cost of Sales

Sale of forklift trucks (new and used)	18,231,414	56,955,123
Depreciation of forklift trucks	50,362,125	46,085,758
Maintenance of forklift trucks	43,904,072	33,048,607
	112,497,611	**136,089,488**

Cost of sales of second hand forklifts has been adjusted in line with note 14.

16. Other income

Bad debts recovered	–	137,843
Profit on sale of investment	–	2,152,494
Foreign exchange profit	368,511	(106)
Other income	270,357	208,588
	638,868	**2,498,819**

17. Operating profit

	Group 2013 R'	Group 2012 R'
Operating profit for the year is stated after accounting for the following:		
Operating lease charges		
Premises		
Contractual amounts	986,788	972,327
Equipment		
Contractual amounts	76,072	71,288
	1,062,860	**1,043,615**
Profit on sale of investment	–	2,152,494
Audit fees	874,530	125,600
Depreciation on property plant and equipment	50,493,916	46,230,231
Impairment on property plant and equipment	3,878,960	–
Employee costs	6,169,727	7,437,141

18. Investment revenue

Other interest	7,217	92,678
	7,217	**92,678**

19. Finance costs

	Group 2013 R'	Group 2012 R'
Interest bearing borrowings	24,370,299	21,207,210
Bank	2,479	25,333
Late payment of tax	35,065	310,156
	24,407,843	**21,542,699**

20. Income taxation expense

South African – Normal taxation

	Group 2013 R'	Group 2012 R'
Components of the tax expense		
Current		
Local income tax – current period	646,619	225,549
Foreign withholding tax	121,549	–
	768,168	**225,549**
Deferred		
Originating and reversing tax losses	(46,267)	(2,320,715)
Originating and reversing temporary differences	4,089,262	6,485,356
Recognition (de-recognition) of capital gains tax	–	508,615
	4,042,995	**4,673,256**
Discontinued operations	–	119,438
Other comprehensive income	–	(183,109)
	4,811,163	**4,835,134**
Reconciliation of taxation expense		
Standard tax rate	28,00%	28,00%
Capital gains tax	–	3,00%
Disallowable charges	(1,36%)	(2,43%)
Effective rate	**26,64%**	**28,57%**

21. Discontinued operations

The Group decided to discontinue its foreign exchange operation. The decision was made by the directors to discontinue these operations due to the lack of return on investment. The discontinued operations do not affect the financial position of the Group.

	Group 2013 R'	Group 2012 R'
Revenue	–	515,432
Expenses	–	(941,997)
Net profit (loss) before tax	–	(426,565)
Tax	–	119,438
Net loss on discontinued operations after tax	**–**	**(307,127)**

22. Other comprehensive income

Fair value adjustment on financial assets held for sale	–	981,922
Tax	–	(183,109)
Fair value after tax	**–**	**(798,813)**

The 2012 fair value adjustment was based on the revaluation of the DREIG shares.

23. Earnings per share (cents)

The calculation of the earnings per ordinary share is based on the profit attributable to ordinary shareholders of R13,251,593 (2012: R11,779,540) and a weighted average number of ordinary shares outstanding of 35,220,790 (2012: 2,503,660) for the year.

The calculation for the headline earnings per ordinary share is based on the headline profit attributable to ordinary shareholders of R16,044,444 (2012: R10,028,443) and a weighted average number of ordinary shares outstanding of 35,220,790 (2012: 2,503,660) for the year.

	Continuing operations	Discontinuing operations	Total
	R'	R'	R'
Reconciliation between earnings per share and headline earnings per share:			
GROUP 2013			
Earnings	13,251,593	–	13,251,593
Adjusted for:			
Impairment (Net of taxation)	2,792,851	–	2,792,851
Headline earnings	**16,044,444**	**–**	**16,044,444**
GROUP 2012			
Earnings	12,086,666	(307,126)	11,779,540
Adjusted for:			
Profit on sale of investment (Net of taxation)	(1,751,097)	–	(1,751,097)
Headline earnings	**10,335,569**	**(307,126)**	**10,028,443**

	Group 2013 R'	Group 2012 R'
Weighted average number of ordinary shares		
GROUP		
Issued ordinary shares at 1 December	2,503,660	1,000
Effect of share issued	32,717,130	2,502,660
Weighted average number of ordinary shares at 30 November	**35,220,790**	**2,503,660**

* Shareholders are reminded that the company only listed on 14 December 2012 and thus the weighted average shares in issue and earnings per share information is not comparable.

	Group 2013 R'	Group 2012 R'
Earnings per share		
GROUP		
Earnings per share (cents):		
From continuing operations	37.6	482.8
From discontinued operations	–	(12.3)
	37.6	**470.5**

There is no diluted earnings per share.

	Group 2013 R'	Group 2012 R'
Headline earnings per share		
GROUP		
Headline earnings per share (cents):		
From continuing operations	45.5	412.8
From discontinued operations	-	(12.3)
	45.5	**400.5**

There is no diluted headline earnings per share.

24. Cash generated from operations

	Group 2013 R'	Group 2012 R'
Profit before taxation from continuing operations	18,062,756	16,921,800
Loss before tax from discontinuing operations	–	(426,564)
Profit before tax for the year	**18,062,756**	**16,495,236**
Adjusted for:		
Depreciation and amortization	54,372,876	46,230,231
Loss (Profit) on the sale of investment	–	(2,152,494)
Loss (profit) on foreign exchange	(368,511)	106
Interest received	(7,217)	(92,678)
Finance costs	24,407,843	21,542,699
Changes in working capital		
Trade and other receivables	(3,389,859)	(15,918,346)
Trade and other payables	(712,557)	(1,183,339)
	92,365,331	**64,921,415**

25. Taxation paid

Balance at the beginning of the period	(196,762)	(376,613)
Current tax for the year recognised in profit	(768,168)	(225,549)
Balance at the end of the period	557,765	196,762
	(407,165)	**(405,400)**

26. Related parties

Relationships

Holding company:	Inshare (Pty) Ltd
Subsidiaries:	LFS Assets (Pty) Ltd
	GAM Industrial (Pty) Ltd
	GAM Infrastructure (Pty) Ltd
	GAM Business Solutions (Pty) Ltd
	Energy Efficiency Company (Pty) Ltd
	GAM AgriBusiness (Pty) Ltd
Fellow subsidiaries	Inshare Asset Finance Holdings (Pty) Ltd
	Ocean Crest Trading 11 (Pty) Ltd
	EBM Project (Pty) Ltd
	Arcay Equity (Pty) Ltd

Related party transactions were as follows:

	Group 2013 R'	Group 2012 R'
Related party balances Loan account –		
Owing (to) by related parties		
Holding company	(1,352,207)	(6,151,255)
The loans are unsecured, does not bear interest and is payable on demand. There was no evidence of impairment for the year end 30 November 2013, thus the fair value approximates the carrying value at cost.		
Related party transactions are at arm's length.		

	Group 2013 R'	Group 2012 R'
Loan received from (repay/advanced to)		
Inshare (Pty) Ltd	(4,799,048)	-
Interest paid to (received from)		
Dalton Sugar Company (Pty) Ltd	-	(92,474)
Rent paid to (received from) related parties		
Ocean Crest Trading 11 (Pty) Ltd	726,000	702,000
Management fee paid to (received from)		
Inshare (Pty) Ltd	840,000	-
Inshare Asset Finance Holdings (Pty) Ltd	604,200	-
Proceeds on the sale of investments		
Inshare (Pty) Ltd	-	(2,152,494)
Consulting fee paid to (received by)		
EBM Project (Pty) Ltd	(1,250,000)	-
Arcay Equity (Pty) Ltd	533,815	-

Directors Interest in the issued ordinary shares

As at 30 November 2013, the Directors' interests were as follows:

	2013			2012		
	Beneficial			Beneficial		
	Direct	Indirect	%	Direct	Indirect	%
N Penzhorn	-	4 289 247	9.68%	-	4 289 247	11.00%
MCC van Ettinger	-	4 755 619	10.73%	-	4 755 619	12.50%
Total	**-**	**9 044 861**	**20.41%**	**-**	**9 044 861**	**23.50%**

27. Prior period errors

On the updated IFRS advice that the directors have received, it was determined that a lease back arrangement did not qualify for revenue recognition in terms of IAS 17.

The correct disclosure is as follows:

	Effect on 2012
	R'
GROUP	
Effect on the Statement of Comprehensive income:	
(Decrease) in revenue	(61,654,848)
Decrease in cost of sales	61,654,848
	–

It came to the directors attention that the capitalisation of a shareholder loan prior to listing had only been capitalised to stated capital subsequent to year end. However, the weighted average shares in issue, earnings per share and headline earnings per share had been correctly calculated and presented.

The correct accounting treatment is as follows:

	Effect on 2012
	R'
GROUP	
Effect on the Statement of Financial Position:	
(Decrease) in Loan from holding company	(4,278,276)
Increase in stated share capital	4,278,276
	–

It came to the directors attention that the available for sale reserve was disclosed as part of retained earnings in the 2012 financial year. The available for sale reserve needs to be disclosed as a separate line item in the Statement of Changes in Equity.

The correct disclosure is as follows:

	Effect on 2012
	R'
GROUP	
Effect on the Statement of Changes in Equity :	
(Decrease) in retained earnings	(798,813)
Increase in available for sale reserve	798,813
	–

On the advice that the directors have received, it was determined that cash flows from investing activities and cash flows from financing activities needs to be accounted for in terms of IAS 7 where only the physical cash movement needs to be reflected in the statement of Cash flows.

The correct disclosure is as follows:

	Effect on 2012
	R'
GROUP	
Effect on the Statement of Cash flows :	
Increase in cash flows for investing activities	148,499,965
(Decrease) in cash flows from financing activities	(148,499,965)
	–

The directors have established that the increase in the prior year tax rate on the CGT provision raised in Global on the investment in LFS Assets had not been eliminated on consolidation.

The correct disclosure is as follows:

	Effect on 2012
	R'
GROUP	
Effect on the Statement of Financial position:	
(Decrease) in deferred tax liability	(1,826,986)
Effect on the Statement of Comprehensive income:	
Decrease in Current tax charge	1,826,986
	–

Based on the updated IFRS advice that the directors have received, it was determined that goodwill needs to be accounted for as Common Control in terms of IFRS3.

The correct disclosure is as follows:

	Effect on 2012
	R'
GROUP	
Effect on the Statement of Financial Position:	
(Decrease) in Intangible Assets	(6,941,028)
Decrease in reserves	6,941,028
	–

It came to the directors attention that a misallocation occurred between the deferred tax liability account and other long term financial liabilities account.

The correct disclosure is as follows:

	Effect on 2012
	R'
GROUP	
Effect on the Statement of Financial position:	
Increase in deferred tax liability	1,265,001
(Decrease) in other long term financial liabilities	(1,265,001)
	–

The above mentioned changes had the following combined effect on the weighted average number of shares (WANS), earnings per share (EPS) and headline earnings per share (HEPS).

	WANS	EPS	HEPS
		Cents	Cents
GROUP 2012			
Previously reported	2,503,660	429,4	327,5
Increase (decrease)	-	41,1	73,0
	2,503,660	**470,5**	**400,5**

The above mentioned changes had the following combined effect on the shares in issue at 30 November 2012, net asset value per share (NAVPS) and the tangible net asset value per share (TNAVPS).

	Shares in issue	NAVPS	TNAVPS
		Cents	Cents
GROUP 2012			
Previously reported	1,500	2,341,8	2 064,6
Increase (decrease)	31,498,500	(2 158,3)	(1 881,1)
	31,500,000	**183,5**	**183,5**

The above mentioned had the following combined effect on equity and profit for the year.

	Equity	Profit for the year
	R'	R'
GROUP 2012		
Previously reported	58,630,482	9,952,555
Increase (decrease)	(836,266)	1,826,985
	57,794,216	**11,779,540**

28. Risk management

Financial risk management

The Group's activities expose it to a variety of financial risks: market risk (including currency risk, fair value interest rate risk, and cash flow interest rate risk), credit risk and liquidity risk. The Group's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

Liquidity risk

The Group's risk to liquidity is a result of the funds available to cover future commitments. The Group manages liquidity risk through an ongoing review of future commitments and credit facilities and through the sale of second hand forklift trucks.

The table below analyses the Group's financial liabilities into relevant maturity groupings based on the remaining period at the balance sheet to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

GROUP

	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years
	R'	R'	R'	R'
At 30 November 2013				
Borrowings	86,122,708	78,611,909	145,606,138	–
Liability classified as held for sale	29,238	730,432	–	–
Loan from the holding company	1,352,207	–	–	–
Trade and other payables	42,365,084	–	–	–
At 30 November 2012				
Borrowings	64,807,294	99,788,357	134,153,581	–
Liability classified as held for sale	27,977	760,436	–	–
Loan from holding company	6,151,255	–	–	–
Trade and other payables	43,244,717	–	–	–

Interest rate risk

The Group is exposed to interest rate risk, as the Group has significant interest-bearing assets and liabilities. Within the GAM group, this interest rate fluctuation is counter balanced by increasing/ (decreasing) the rental agreements accordingly.

At 30 November 2013, if interest rates on Rand-denominated borrowings had been 1% higher/lower with all other variables held constant, post-tax profit for the year would have been R 2,544,952 (2012: R 2,468,033) lower/higher, mainly as a result of higher/lower interest expense on floating rate borrowings. Other components of equity would not have been affected.

Credit risk

Credit risk relates to potential exposures where funds are placed with banks on call deposits or loans or trade receivables. At the Financial Position date, the Group did not consider there to be any significant concentration of credit risk which has not been adequately provided for. There is no credit risk on trade and other receivables for which collateral is required to be held and a provision is deemed necessary. Refer to note 4 and 7 for the detail of collateral held on other loans and receivables. Maximum exposure to credit risk is as per the table below.

Trade receivables comprise a widespread customer base. Management evaluated credit risk relating to customers on an ongoing basis. If customers are independently rated, these ratings are used. Otherwise, if there is no independent rating, risk control assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Individual risk limits are set based on internal or external ratings in accordance with limits set by the board.

The utilisation of credit limits is regularly monitored. Sales to retail customers are settled in cash or using major credit cards.

Financial instruments impaired are detailed in note 4 and note 7.

Financial assets exposed to credit risk at year end were as follows:

	GROUP 2013 R'	GROUP 2012 R'
Loans and advances to customers	22,119,879	21,745,515
Trade and other receivables	29,645,199	18,000,812
Cash and cash equivalents	18,410,264	1,724,301

Foreign exchange risk

The Group is exposed to foreign exchange risk arising from US dollar currency exposures relating to a financial asset: DREIG Shares.

The exposure to foreign exchange risk to the discontinued foreign exchange business has been carried by the clients historically. The Group does not hedge foreign exchange fluctuations. The Group reviews its foreign currency exposure, including commitments on an ongoing basis.

As at 30 November 2013 and at 30 November 2012 the foreign exchange risk exposure to the Group was immaterial.

Fair value hierarchy of financial assets at fair value through profit or loss

For financial assets recognised at fair value, disclosure is required of a fair value hierarchy which reflects the significance of the inputs used to make the measurements.

Level 1 represents those assets which are measured using unadjusted quoted prices for identical assets.

Level 2 applies inputs other than quoted prices that are observable for the assets either directly (as prices) or indirectly (derived from prices).

Level 3 applies inputs which are not based on observable market data.

	2013 R'	2012 R'
Level 3		
Dreig Shares		
Opening balance	2,920,500	1,938,577
Fair value adjustment through other comprehensive income	-	981,923
Foreign exchange rate adjustment through profit and loss	368,511	-
Closing balance	**3,289,011**	**2,920,500**

Price risk

The Group is exposed to equity securities price risk because of investments held by the Group and classified on the consolidated balance sheet as held for sale.

The Group is exposed to price risk arising from US dollar currency exposures relating to a financial asset: DREIG Shares.

As at 30 November 2013 and at 30 November 2012 the price risk exposure to the Group was immaterial.

Capital management

The company's objectives when managing capital are to safeguard the company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The capital structure of the company consists of debt, which includes the borrowings (excluding derivative financial liabilities), cash and cash equivalents, and equity as disclosed in the Statement of Financial Position.

In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, the company monitors capital on the basis of the gearing ratio.

This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings (including "current and non-current borrowings" as shown in the Statement of Financial Position) less cash and cash equivalents. Total capital is calculated as "equity" as shown the Statement of Financial Position plus net debt.

There are no externally imposed capital requirements.

29. Segment report

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing the performance of the operating segments, has been identified as the Executive Management Committee that makes strategic decisions.

Segmental revenue, segmental expenses and segmental results include arm's-length transfers between business segments. Such transfers are accounted for at competitive market prices charged to unaffiliated customers for similar goods. Those transfers are eliminated on consolidation.

All segmental revenue and expenses are directly attributed to the segment. Segmental assets include all operating assets used by a segment and consist principally of operating cash, trade receivables and property, plant and equipment, net of allowances and provisions. Segmental liabilities include all operating liabilities and consist principally of trade payables.

The income format reflects the basis on which the Group reports its segment information.

Rental income: This segment reflects rental income earned from customers.

Maintenance income: This segment reflects income from the maintenance of forklift trucks.

Other income: Other income reflects the sale of forklift trucks, project management, corporate services and any other income.

	2013 R'	2012 R'	2013 R'	2012 R'
Revenue				
Rental income	65	114,279,756	52	96,758,834
Maintenance income	25	43,912,101	18	33,817,702
Other income	10	19,025,217	30	55,189,000
	100	**177,217,074**	**100**	**185,765,536**

	Rental income	Maintenance income	Other income	Consolidation
	R'	R'	R'	R'
GROUP 2013				
Sales	114,279,756	43,912,101	19,025,217	177,217,074
Cost of sales	(50,362,127)	(43,904,072)	(18,231,412)	(112,497,611)
Gross profit	**63,917,629**	**8,029**	**793,805**	**64,719,463**
Operating expense	(41,009,381)	-	(5,647,326)	(46,656,707)
Taxation	(6,643,278)	(2,248)	1,834,363	(4,811,163)
Profit after tax	**16,264,970**	**5,781**	**(3,019,158)**	**13,251,593**
Depreciation and amortisation	(52,921,792)	-	(1,451,084)	(54,372,876)
Additional information				
Segment assets	427,955,736	-	77,141,227	505,096,963
Additions to property plant and equipment	120,912,182	-	37,269	120,949,451
Deferred tax assets	18,430,420	-	-	18,430,420
Deferred tax liability	(43,044,686)	-	(7,800,701)	(50,845,387)
Segment liability	(395,046,861)	-	(11,341,082)	(406,387,943)

	Rental income	Maintenance income	Other income	Consolidation
	R'	R'	R'	R'
GROUP 2012				
Sales	96,758,834	33,817,702	55,189,000	185,765,536
Cost of sales	(46,085,758)	(33,048,607)	(56,955,123)	(136,089,488)
Segment result	**50,673,076**	**769,095**	**(1,766,123)**	**49,676,048**
Operating expense	(30,219,419)	-	(2,841,955)	(33,061,374)
Taxation	(4,108,413)	(215,346)	(2,338,361)	(4,835,134)
Profit after tax	**16,345,244**	**553,749**	**(511,375)**	**11,779,540**
Depreciation and amortisation	(45,543,506)	-	(1,770,797)	(47,314,303)
Additional information				
Segment assets	379,833,854	-	14,410,021	452,904,110
Additions to property, plant and equipment	162,956,087	-	73,875	163,029,962
Deferred tax assets	18,384,153	-	-	18,384,153
Deferred tax liability	(36,473,336)	-	(10,281,682)	(46,755,018)
Segment liability	(381,417,682)	-	(13,692,212)	(395,109,894)

Reconciliation between previously reported and restated figures:

	Previously reported	Restatement	Total
	R'	R'	R'
GROUP 2012			
Sales	247,420,384	(61,654,848)	185,765,536
Cost of sales	(197,744,336)	61,654,848	(136,089,488)
Taxation	(6,662,120)	(1,826,986)	(4,835,134)
Segmental Assets	459,845,138	(6,941,028)	452,904,110
Additions to property plant and equipment	224,684,810	(61,654,848)	163,029,962
Deferred tax liability	(47,317,003)	561,985	(46,755,018)
Segment liability	(401,214,656)	6,104,762	(395,109,894)

Included in expenses for 2012 is a loss on discontinued operations of R 426,565 and R 119,438 in taxation. Refer to note 21.

30. Going concern

Forklifts are financed with banks usually over a 5 year period of which the asset is a non-current asset and the liability is split between non-current liabilities and current liabilities (payable within one year). This is the reason why the current assets are less that the current liabilities.

Historically this was financed by the holding company. Currently the Group is in discussions with various funders in financing this. Management believes that the Group will continue as a going concern in the foreseeable future.

31. Events after the reporting period

Subsequent to year end, the Company intends investing into the following strategic entities:

Energy Efficiency Company Proprietary Limited ("EEC")

Global, via its 100% owned, newly formed subsidiary GAM Business Solutions Proprietary Limited, will subscribe for 51% of the new issued share capital in EEC for R10 000 000 and a Mauritian investor will subscribe for the remaining 49% shareholding for R10 000 000. This will lead to the establishment of a company focused on providing funding to corporates for the installation of energy efficiency equipment in order to replace the old electrical infrastructure to achieve between a 35% to 50% reduction in electricity consumption. It is intended that the funding capacity of the EEC grow to around R250 million over time.

No estimate of the financial effects have been presented as the above acquisition and investment will only proceed once the project is fully funded.

Earthwize Energy Holdings Proprietary Limited ("Earthwize")

Global intends injecting R20 million of capital to be raised into a newly formed 100% subsidiary, namely GAM New Energy Proprietary Limited ("GAM New Energy"). GAM New Energy will be the holding company of a number of companies that will have strategic investments into waste to energy projects, including plastic to oil and rubber to oil pyrolysis projects.

GAM New Energy, has acquired 5% of the existing issued share capital in Earthwize for R560 000 and will agree an option with Earthwize to acquire an additional 20% in Earthwize, by investing up to R20 million in the first EWEH plastic to oil pyrolysis plant. A further 26% will be acquired from existing Earthwize shareholders on terms to be agreed, tied to the performance of Earthwize over a period of five years.

This acquisition and funding will only be implemented once full funding for the underlying project and plant has been secured, which is expected to be in the next financial year commencing 1 December 2013.

Earthwize has developed pyrolysis technology for the purpose of converting waste plastic into heavy fuel oil and production of oil through a pilot plant has been successful. The technology is ready for commercialisation with construction to commence on the first plastic pyrolysis plant planned for the first half of 2014.

No estimate of the financial effects have been presented as the above acquisition and investment will only proceed once the project is fully funded.

32. Commitments

Software is in the process of being developed. The commitment at 30 November 2013 was R 500,000 (2012: R-).

33. Directors' emoluments

	Services	Other benefits*	Total cost to company	Total 2013
2013:				
Non-Executive				
GK Cunliffe	360,000	–	360,000	360,000
GT Magomola	120,000	–	120,000	120,000
AA Maren	120,000	–	120,000	120,000
AJ Naidoo	120,000	–	120,000	120,000
Executive				
N Penzhorn	1,337,886	–	1,337,886	1,337,886
MCC van Ettinger	240,000	–	240,000	240,000
WP Basson	300,000	–	300,000	300,000
TOTAL	**2,597,886**	**–**	**2,597,886**	**2,597,886**
2012:				
Executive				
N Penzhorn	1,244,700	–	1,244,700	1,244,700
MCC van Ettinger	–	29,609	29,609	29,609
WP Basson	–	–	–	–
FSJ Els	662,603	–	662,603	662,603
NJ Bruhin	922,308	19,688	941,996	941,996
TOTAL	**2,829,611**	**49,297**	**2,878,908**	**2,878,908**

* Other benefits comprise: pension fund, medical aid, Group life, leave pay, company car and 13th cheque.

34. Forecasts as per prospectus

	Actual	Forecast	Variance	Variance
	R 000's	R 000's	R 000's	% Increase/ (Decrease)
Revenue	177,217	174,162	3,055	1.7%
Cost of sales	(112,498)	(111,370)*	(1,128)	1.0%
Gross profit	**64,719**	**62,792**	**1,927**	**3.1%**
Other income	638	-	638	-%
Operating expenses	(22,894)	(16,177)*	(6,717)	(41.5%)
Profit before finance charges	**42,463**	**46,615**	**(4,152)**	**(8.9%)**
Net financing costs	(24,400)	(25,549)	(1,149)	(4.4%)
Profit for the period	**18,063**	**21,066**	**(3,003)**	**(14.2%)**
Taxation	(4,811)	(6,163)	1,352	(21.9%)
Profit after taxation	**13,252**	**14,903**	**(1,652)**	**(11.1%)**

** Cost of Sales restated by depreciation of R 55,735 mil. Depreciation previously included in operating expenses as per forecast per the prospectus.*

The key reasons for the variance relative to the profit forecast are the following:

- Revenue is higher than expected partly due to rentals being charged for the increased utilisation of fork lift trucks. The increased utilization of forklift trucks also led to a higher than expected maintenance charge.
- The increase in operating expenses is mainly due to a higher than expected repair and maintenance cost. The value impaired also added to the increase in Operating expenses.
- The decrease in taxation was a direct result of the lower than expected profit for the period.

ANALYSIS OF ORDINARY SHAREHOLDERS

as at 30 November 2013

	Number of shares	% of issued capital
Shareholders of more than 5% of total issued share capital		
Shareholder		
Inshare Proprietary Limited	25 500 000	57.05%
Oakleaf Insurance Company Limited	8 695 652	19.45%
Insure Group Managers Proprietary Limited	8 137 150	18.20%
Total ordinary shareholders	**42 332 802**	**94.70%**

	Number of holders	Number of shares	% of issued capital
Categories of shareholders			
Shareholder Type			
Public	121	2 366 311	5.29%
Non-public	3	42 332 802	94.71%
- Directors*			
Total shareholders	**124**	**44 699 113**	**100%**

* N Penzhorn and MCC Van Ettinger hold shares in Inshare (Pty) Limited and an indirect interest in Insure Group Managers (Pty) Limited

	Number of holders	Number of shares	% of issued capital
Shareholder Type			
Individuals	109	1 364 881	3.05%
Trusts	4	144 000	0.32%
Close Corporations	2	42 500	0.10%
Companies	9	43 147 732	96.53%
Total ordinary shareholders	**124**	**44 699 113**	**100.00%**

Registered shareholder spread

Shareholder Spread	Number of holders	Number of shares	% of issued capital
1 - 1 000	39	33 518	0.07%
1 001 - 10 000	54	286 370	0.64%
10 001 - 100 000	24	829 712	1.86%
100 001 - 1 000 000	4	1 216 711	2.72%
1 000 001 and over	3	42 332 802	94.71%
Total	**124**	**44 699 113**	**100%**

Geographical split of shareholders

Region	Number of holders	Number of shares	% of issued capital
South Africa	120	44 440 863	99.42%
Bermuda	1	213 250	0.48%
Zimbabwe	1	25 000	0.06%
Mauritius	1	10 000	0.02%
United Kingdom	1	10 000	0.02%
Total	**124**	**44 699 113**	**100.00%**

(Prepared based on the share register dated 29 November 2013)

DEFINITIONS

AC	Audit Committee
BCM	Business Continuity Management
BBBEE	Broad Based Black Economic Empowerment
CGT	Capital Gains Tax
Companies Act	Companies Act No 71 of 2008 as amended
DRP	Disaster Recovery Plan
FSC	Financial Sector Charter
GAAP	Generally Accepted Accounting Practice
GACC	Company Audit and Compliance Committee
Global	Global Asset Management Limited and its subsidiaries
HIV/Aids	Human Immunodeficiency Virus/Acquired Immune Deficiency Syndrome
HR	Human Resources
IFRS	International Financial Reporting Standards
IT	Information Technology
King III	King Report on Corporate Governance for South Africa issued in 2009
LFS	LFS Assets (Pty) Ltd
NCA	National Credit Act
NCR	National Credit Regulator
Remco	Remuneration Committee
ROE	Return on Equity (using the prior year closing Equity balance)
SME	Small and Medium Enterprise
STC	Secondary Taxation on Companies
The Company	Global Asset Management Limited
The Group	Global

NOTICE FOR ANNUAL GENERAL MEETING

Global Asset Management Limited

(Incorporated in the Republic of South Africa)
(Registration number 2002/003192/06)
("Global" or "the Company")
JSE code : GAM ISIN code : ZAE000173498

Directors	
GK Cunliffe (Chairman)*#	GT Magomola*#
N Penzhorn (Chief Executive Director)	A Maren*#
W Basson (Financial Director)	A Naidoo*#
MCC van Ettinger (Chief Operations Officer)	
* Non-executive, # Independent	

Notice of Annual General Meeting of the Shareholders of the Company

Notice is hereby given that the Annual General Meeting of shareholders of the Company will be held at 10:00 on Tuesday, 1 July 2014 at IOM House, 6 St Giles Street, Kensington, Randburg to consider, and if deemed fit, to pass, with or without modifications, the resolutions set out below.

Electronic Participation in the Annual General Meeting

Please note that the Company intends to make provisions for shareholders of the Company, or their proxies, to participate in the annual general meeting by way of electronic communication. Should you wish to participate in the annual general meeting by way of electronic communication, you will need to contact the Company at +27 11 662 3800 by not later than 10:00 on Friday, 27 June 2014, so that the Company can provide for a teleconference dial-in facility. Please ensure that if you are participating in the meeting via teleconference that the voting proxies be sent through to the transfer secretaries, namely Link Market Services South Africa Proprietary Limited, Rennie House, 13th Floor, 19 Ameshoff Street, Braamfontein, Johannesburg, 2001 (PO Box 4844, Johannesburg, 2000) by no later than 10:00 on Friday, 27 June 2014. No changes to voting instructions after this time and date can be accepted unless the Chairman of the meeting is satisfied as to the identification of the electronic participant.

The board of directors of the Company has determined that the record date for the purpose of determining which shareholders of the Company are entitled to receive notice of this annual general meeting is Friday, 23 May 2014 and the record date for purposes of determining which shareholders of the Company are entitled to participate in and vote at the annual general meeting is Friday, 20 June 2014. Accordingly, only shareholders who are registered in the register of members of the Company on Friday, 20 June 2014 will be entitled to participate in and vote at the annual general meeting.

1. Ordinary resolution number 1 – Annual financial statements

"RESOLVED THAT the annual financial statements of the Company and its subsidiaries for the period ended 30 November 2013, together with the reports of the directors, auditors and social and ethics committee, be received, considered and adopted."

Explanatory Note:

The annual financial statements are required to be approved in terms of the Companies Act, 2008 (No 71 of 2008) ("The Act"). The minimum percentage of voting rights that is required for ordinary resolution 1 to be adopted is 50% (fifty percent) of the voting rights plus 1 (one) vote to be cast on this resolution.

2. Ordinary resolution number 2 – Director retirement and re-election – Mr GT Magomola

"RESOLVED THAT Mr GT Magomola, which director retires in terms of the Company's MOI and, being eligible, offers himself for re-election as a director of the Company be and is hereby approved."

Mr GT Magomola's curriculum vitae is set out at the end of this notice of Annual General Meeting.

3. Ordinary resolution number 3 – Director retirement and re-election – Mr AA Maren

"RESOLVED THAT Mr AA Maren, which director retires in terms of the Company's MOI and, being eligible, offers himself for re-election as a director of the Company be and is hereby approved."

Mr AA Maren's curriculum vitae is set out at the end of this notice of Annual General Meeting.

4. Ordinary resolution number 4 – Director retirement and re-election – Mr AJ Naidoo

"RESOLVED THAT Mr AJ Naidoo, which director retires in terms of the Company's MOI and, being eligible, offers himself for re-election as a director of the Company be and is hereby approved."

Mr AJ Naidoo's curriculum vitae is set out at the end of this notice of Annual General Meeting.

Explanatory note for ordinary resolutions 2 to 5:

In accordance with the MOI of the Company, one-third of the directors or any interim appointed directors are required to retire at each meeting and may offer themselves for re-election. In terms of the MOI of the Company the executive directors, during the period of their service contract, are not taken into account when determining which directors are to retire by rotation. The minimum percentage of voting rights that is required for each of ordinary resolutions 2 to 5 to be adopted is 50% (fifty percent) of the voting rights plus 1 (one) vote to be cast on each resolution.

5. Ordinary resolution number 6 – Re-appointment and remuneration of auditors

"RESOLVED THAT the re-appointment of Howarth Leveton Boner as the auditors of the Company, with Mr Selwyn Bloch as designated auditor at partner status, be and is hereby approved and that the directors be and are hereby authorised to determine the remuneration of the auditors."

Explanatory Note:

Howarth Leveton Boner has indicated their willingness to be appointed as the Company's auditors until the next annual general meeting. The Audit Committee has satisfied itself as to the independence of Howarth Leveton Boner. The Audit Committee has the power in terms of the Act to approve the remuneration of the external auditors. The remuneration and non-audit fees paid to the auditors during the year ended 30 November 2013 are contained in note 17 of the annual financial statements. The minimum percentage of voting rights that is required for this resolution to be adopted is 50% (fifty percent) of the voting rights plus 1 (one) vote to be cast in favour of the resolution.

6. Ordinary resolution number 7 – Appointment of Audit Committee member – GK Cunliffe

"RESOLVED THAT GK Cunliffe be and is hereby approved to be reappointed as a member of the Audit Committee."

Mr GK Cunliffe's curriculum vitae is set out at the end of this notice of Annual General Meeting.

7. Ordinary resolution number 8 – Appointment of Audit Committee member – GT Magomola

"RESOLVED THAT GT Magomola be and is hereby approved to be reappointed as a member and Chairman of the Audit Committee."

Mr GT Magomola's curriculum vitae is set out at the end of this notice of Annual General Meeting.

8. Ordinary resolution number 9 – Appointment of Audit Committee member – AJ Naidoo

"RESOLVED THAT AJ Naidoo be and is hereby approved to be reappointed as member of the Audit Committee."

Mr AJ Naidoo's curriculum vitae is set out at the end of this notice of Annual General Meeting.

Explanatory Note for ordinary resolutions number 7 to 9:

In terms of Section 61 (8)(c)(ii) of the Act, shareholders are required to approve the appointment of the Audit Committee members.

The minimum percentage of voting rights that is required for each of ordinary resolutions 7 to 9 to be adopted is 50% (fifty percent) of the voting rights plus 1 (one) vote to be cast on each resolution.

9. Ordinary resolution number 10 – Approval of Remuneration Policy

"RESOLVED THAT the Remuneration Policy, a summary of which has been tabled below, be and is hereby approved."

Remuneration Policy Summary:

The Group strives to remunerate its employees at market related salaries and the board will be guided by one or more appropriate annual salary surveys produced by Industry specialists. Positions/Jobs are evaluated using a mechanism designed and provided by an external expert, with this job grading exercise being undertaken every two to three years.

The board, in consultation with industry experts and management design all incentive schemes, (long and short term), to:

- Promote growth in quality sustainable earnings
- Align shareholder and management objectives
- Enhance the ability to recruit and retain key employees and management.

Senior Management Salaries Guaranteed remuneration, on a cost to company ("CTC") basis, is aligned to the 25th percentile in terms of the market information available from time to time. Where appropriate the 50th percentile benchmarks may be used, but then incentives will also be aligned to the 50th percentile benchmark.

The structure and basis for Performance Based Incentives will be approved by the Board from time to time to be aligned with company strategy and current shareholder and management objectives. All increases, after being recommended by the CEO, have to be approved by the board. All Other Employees Salaries Guaranteed remuneration (on a CTC basis) and short term incentives will be aligned to the 50th percentile or average market packages.

Once an average CPI increase is agreed to by the board, the executive committee will determine individual application of increases, with variances being due to higher or lower performance ratings based on regular formal KPA reviews.

Employees whose performance is above expectation receive higher than CPI increases, those with below expectation performance receive increases below CPI with the overall increase of payroll costs to company not increasing by more than CPI each year.

Explanatory Note:

Chapter 2 of King III dealing with boards and directors requires companies to every year table their remuneration policy to shareholders for a non-binding advisory vote at the annual general meeting. This vote enables shareholders to express their views on the remuneration policy adopted and on their implementation.

This ordinary resolution is of an advisory nature only and failure to pass this resolution will therefore not have any legal consequences relating to existing arrangements. However the board will take the outcome of the vote into consideration when considering the Company's remuneration policy.

The minimum percentage of voting rights that is required for this ordinary resolution to be adopted is 50% (fifty percent) of the voting rights plus 1 (one) vote to be cast on the resolution.

10. Ordinary resolution number 11 – General authority to allot and issue shares for cash

"**Resolved that**, subject to the provisions of the Companies Act, the Listings Requirements of the JSE and the company's memorandum of incorporation, as a general authority valid until the next annual general meeting of the company and provided that it shall not extend past 15 months from the date of this annual general meeting, the authorised but unissued ordinary shares of the company be and are hereby placed under the control of the directors who are hereby authorised to allot, issue, grant options over or otherwise deal with or dispose of these shares to such persons at such times and on such terms and conditions and for such consideration whether payable in cash or otherwise, as the directors may think fit, provided that:

- the shares which are the subject of the issue for cash must be of a class already in issue, or where this is not the case, must be limited to such equity securities or rights that are convertible into a class already in issue;
- this authority shall not endure beyond the next annual general meeting of the company nor shall it endure beyond 15 months from the date of this meeting;

- the shares must be issued only to public shareholders (as defined in the Listings Requirements of the JSE) and not to related parties (as defined in the Listings Requirements of the JSE);
- upon any issue of shares which, together with prior issues during any financial year, will constitute 5% or more of the number of shares of the class in issue, the company shall by way of an announcement on Stock Exchange News Service ("SENS"), give full details thereof, including the effect on the net asset value of the company and earnings per share;
- the number of ordinary shares issued for cash shall not, in the current financial year, in aggregate, exceed 50% or 22 827 480 of the Company's issued ordinary shares (including securities which are compulsorily convertible into shares of that class); and
- the maximum discount at which shares may be issued is 10% of the weighted average traded price of the company's shares over the 30 business days prior to the date that the price of the issue is determined or agreed by the directors of the applicant."

Explanatory Note:

This ordinary resolution is required in terms of the JSE Listings Requirements in order for shareholders to place the authority to issue shares for cash under the control of the directors. The controlling shareholder and the designated advisor are precluded from voting on this resolution in respect of any shares held by them.

In order for this resolution to be adopted, it must be approved by 75% of the voting rights exercised on the resolution by shareholders present or represented by proxy at the annual general meeting and entitled to exercise voting rights on the resolution is required, excluding the controlling shareholder of the company and the company's designated advisor.

11. Special resolution number 1: General authority to acquire (repurchase) shares

"RESOLVED THAT, subject to the approval of 75% of the members present in person and by proxy, and entitled to vote at the meeting, the Company and/or any subsidiary of the Company is hereby authorised, by way of a general authority, from time to time, to acquire ordinary shares in the share capital of the Company from any person in accordance with the requirements of Global's memorandum of incorporation, the Act and the JSE Listings Requirements, provided that:

- any such acquisition of ordinary shares shall be effected through the order book operated by the JSE trading system and done without any prior understanding or arrangement with the counterparty;
- this general authority shall be valid until the earlier of the Company's next annual general meeting or the variation or revocation of such general authority by special resolution at any subsequent general meeting of the Company, provided that it shall not extend beyond 15 months from the date of passing of this special resolution number 1;
- an announcement will be published as soon as the Company or any of its subsidiaries have acquired ordinary and/or preference shares constituting, on a cumulative basis, 3% of the number of ordinary and/or preference shares in issue and for each 3% in aggregate of the initial number acquired thereafter, in compliance with paragraph 11.27 of the JSE Listings Requirements;
- acquisitions of shares in aggregate in any one financial year may not exceed 5% of the Company's ordinary and/or 5% of its preference issued share capital, as the case may be, as at the date of passing of this special resolution number 1;

- ordinary and/or preference shares may not be acquired at a price greater than 10% above the weighted average of the market value at which such ordinary and/or preference shares are traded on the JSE as determined over the five business days immediately preceding the date of acquisition of such ordinary and/or preference shares;
- the Company has been given authority by its memorandum of incorporation;
- the board of directors authorises the acquisition and that the Company passed the solvency and liquidity test, as set out in Section 4 of the Act, and that since the solvency and liquidity test was performed there have been no material changes to the financial position of the Company;
- in terms of section 48 (2)(b) of the Act, the board of a subsidiary Company may determine that it will acquire shares of its holding company, but (i) not more than 10%, in aggregate, of the number of issued shares of any class of shares of a Company may be held by, or for the benefit of, all of the subsidiaries of that Company, taken together; and (ii) no voting rights attached to those shares may be exercised while the shares are held by the subsidiary, and it remains a subsidiary of the Company whose shares it holds;
- in terms of section 48 (8)(b) of the Act, the repurchase of any shares is subject to the requirements of sections 114 and 115 if, considered alone, or together with other transactions in an integrated series of transactions, it involves the acquisition by the Company of more than 5% of the issued shares of any particular class of the Company's shares;
- at any point in time, the Company and/or its subsidiaries may only appoint one agent to effect any such acquisition;
- the Company and/or its subsidiaries undertake that they will not enter the market to so acquire the Company's shares until the Company's designated advisor has provided written confirmation to the JSE regarding the adequacy of the Company's working capital in accordance with Schedule 25 of the JSE Listings Requirements; and
- the Company and/or its subsidiaries may not acquire any shares during a prohibited period, as defined in the JSE Listings Requirements unless a repurchase programme is in place, where dates and quantities of shares to be traded during the prohibited period are fixed and full details of the programme have been disclosed in an announcement over the Securities Exchange News Service (SENS) prior to the commencement of the prohibited period.

Explanatory Note:

The reason for and effect of this special resolution is to grant the Company and its subsidiaries a general authority to facilitate the acquisition by the Company and/or its subsidiaries of the Company's own shares, which general authority shall be valid until the earlier of the next annual general meeting of the Company or the variation or revocation of such general authority by special resolution at any subsequent general meeting of the Company, provided that this general authority shall not extend beyond 15 months from the date of the passing of this special resolution number 1.

Any decision by the directors, after considering the effect of an acquisition of up to 5% of the Company's issued ordinary and/or 5% of its participating preference shares, as the case may be, to use the general authority to acquire shares of the Company will be taken with regard to the prevailing market conditions and other factors and provided that, after such acquisition, the directors are of the opinion that:

- the Company and its subsidiaries will be able to pay their debts in the ordinary course of business;

- recognised and measured in accordance with the accounting policies used in the latest audited annual group financial statements, the assets of the Company and its subsidiaries will exceed the liabilities of the Company and its subsidiaries;
- the share capital and reserves of the Company and its subsidiaries will be adequate for the purposes of the business of the Company and its subsidiaries; and
- the working capital of the Company and its subsidiaries will be adequate for the purposes of the business of the Company and its subsidiaries, for the period of 12 months after the date of the notice of the annual general meeting. The Company will ensure that its designated advisor will provide the necessary letter on the adequacy of the working capital in terms of the JSE Listings Requirements, prior to the commencement of any purchase of the Company's shares on the open market.

The JSE Listings Requirements require, in terms of section 11.26, the following disclosures, which appear in this annual report:

- Directors and management – refer to page 48 of this annual report.
- Major shareholders – refer to page 49 of this annual report.
- Directors' interests in securities – refer to page 48 of this annual report.
- Share capital of the Company – refer to page 79 of this annual report.

Litigation statement

In terms of paragraph 11.26 of the JSE Listings Requirements, the directors, whose names appear on page 50 of this annual report of which the notice of annual general meeting forms part, are not aware of any legal or arbitration proceedings that are pending or threatened, that may have or had in the recent past, being at least the previous 12 months, a material effect on Global's financial position.

Directors' responsibility statement

The directors, whose names appear on page 48 of this annual report, collectively and individually accept full responsibility for the accuracy of the information pertaining to this special resolution and certify that, to the best of their knowledge and belief, there are no facts that have been omitted which would make any statements false or misleading, and that all reasonable enquiries to ascertain such facts have been made and that this special resolution contains all information required by law and the JSE Listings Requirements.

Material changes

Other than the facts and developments reported on in this annual report, there have been no material changes in the financial or trading position of the Company and its subsidiaries since the date of signature of the audit report and up to the date of the notice of annual general meeting. The directors have no specific intention, at present, for the Company or its subsidiaries to acquire any of the Company's shares but consider that such a general authority should be put in place should an opportunity present itself to do so during the year, which is in the best interests of the Company and its shareholders.

The directors are of the opinion that it would be in the best interests of the Company to extend such general authority and thereby allow the Company or any of its subsidiaries to be in a position to acquire the shares issued by the Company through the order book of the JSE, should the market conditions, tax dispensation and price justify such an action. The minimum percentage of voting rights that is required for this special resolution to be adopted is 75% (seventy five percent) of the voting rights plus 1 (one) vote to be cast on this resolution.

12. Special resolution number 2 – Non-Executive Directors' remuneration

"RESOLVED THAT the approval of the remuneration payable to the non-executive directors for the financial year commencing 01 December 2013 as follows:

Board	Chairman	Other directors/ members of committees
Remuneration per annum (Maximum):	360 000	120 000

Explanatory Note:

In terms of Section 69 (9) of the Act, shareholders are required to approve the remuneration of directors.

The minimum percentage of voting rights that is required for this special resolution to be adopted is 75% (seventy five percent) of the voting rights plus 1 (one) vote to be cast on this resolution.

13. Special resolution number 3 – General authority to enter into funding agreements, provide loans or other financial assistance

"**RESOLVED that** in terms of Section 45 of the Act, as amended, the Company be and is hereby granted a general approval authorising that the Company and or any one or more of and/or its wholly-owned subsidiaries incorporated in the Republic to enter into direct or indirect funding agreements or to provide loans or financial assistance between any one or more of the subsidiaries from time to time, subject to the provisions of the JSE Listings Requirements, for funding agreements and as the directors in their discretion deem fit.

Explanatory Note:

The purpose of this resolution is to enable the Company to enter into funding arrangements with its subsidiaries and to allow intergroup loans between subsidiaries.

The minimum percentage of voting rights that is required for this special resolution to be adopted is 75% (seventy five percent) of the voting rights plus 1 (one) vote to be cast on each resolution.

Voting and Proxies

Certificated shareholders and dematerialised shareholders with "own name" registration

If you are unable to attend the annual general meeting of Global shareholders to be held at 10:00 on Tuesday, 1 July 2014 at IOM House, 6 St Giles Street, Kensington, Randburg and wish to be represented thereat, you should complete and return the attached form of proxy in accordance with the instructions contained therein and lodge it with, or post it to, the transfer secretaries, namely Link Market Services South Africa Proprietary Limited, Rennie House, 13th Floor, 19 Ameshoff Street, Braamfontein, Johannesburg, 2000 (P O Box 4844, Johannesburg, 2000) so as to be received by them by no later than 10:00 on Friday, 27 June 2014.

Dematerialised shareholders, other than those with "own name" registration

If you hold dematerialised shares in Global through a CSDP or broker and do not have an "own name" registration, you must timeously advise your CSDP or broker of your intention to attend and vote at the annual general meeting or be represented by proxy thereat in order for your CSDP or broker to provide you with the necessary authorisation to do so, or should you not wish to attend the annual general meeting in person, you must timeously provide your CSDP or broker with your voting instruction in order for the CSDP or broker to vote in accordance with your instruction at the annual general meeting.

Each shareholder, whether present in person or represented by proxy, is entitled to attend and vote at the annual general meeting. On a show of hands every shareholder who is present in person or by proxy shall have one vote, and, on a poll, every shareholder present in person or by proxy shall have one vote for each share held by him/her.

A form of proxy (white) which sets out the relevant instructions for use is attached for those members who wish to be represented at the annual general meeting of members. Duly completed forms of proxy must be lodged with the transfer secretaries of the Company to be received by not later 10:00 on Friday, 27 June 2014.

By order of the Board
Arcay Client Support (Pty) Ltd
(Registration Number 1998/025284/07)
Company Secretary
Date: 28 May 2014

ABRIDGED CURRICULUM:

Gabriel Thono Magomola

Director reappointment and Audit Committee member appointment

Gabriel Thono Magomola BCom(SA), MBA, MRDT(MIT) – Director reappointment and Audit Committee member appointment

Gaby is a well-respected leader with solid general management skills and experience acquired over many years in South Africa, the USA, the Middle East and Europe. He is a banking pioneer, entrepreneur and businessman, was the second black African from SA to obtain a prestigious MBA (from an American University), and has been at the helm of several pioneering initiatives. From being a sisal plantation worker in remote rural Moletji in Limpopo Province to trading currencies in that heart of high finance – New York's Wall Street, while working for Citibank.

In commerce and industry, in the early 90's, Gaby assumed senior positions at Barclays Bank and was made CEO of African Bank where he assisted in the setup of Future Bank where he served as a director.

Gaby has been considered, to be a pioneer in Black Economic Empowerment. Between 1998 and 2002 he was CEO of Empowerment group Kgorong Investments Holdings. He also held directorships within leading South African corporations and is the founding Chairman of the South African Business Council on HIV/AIDS (SABCOHA) while also serving as a life governor of the University of Cape Town Foundation.

Gaby has an extensive network of Private and Public Sectors contracts on the continent, Europe, North America and South-East Asia.

Gordon Kenneth Cunliffe

Audit Committee member appointment

Gordon Kenneth Cunliffe CA(SA) – Audit Committee member appointment

Mr Gordon Kenneth Cunliffe graduated from University of Natal, in 1970 and moved to London to serve his accountancy articles of clerkship with Tansley Witt & Co (later Arthur Anderson). He returned to Zimbabwe after qualifying as a Chartered Accountant in 1975.

Mr Cunliffe joined Price Waterhouse in Harare in early 1976 and was admitted to the partnership in 1981 in the larger Southern African firm of Price Waterhouse. He relocated to Gaborone in 1983 to take over the operations of the Botswana practice of Price Waterhouse

Mr Cunliffe relocated to the Price Waterhouse office in Johannesburg in 1991, where he served as one of three South African representatives on the Price Waterhouse World Council of Partners for a two year period and also served as a member of their World Firm's "Audit of the Future" development team. He headed up the South African firm's Banking and Financial Services practice and thereafter headed up the Johannesburg office's audit practice which comprised some 20 audit partners and 150 professional staff. In 1996 he withdrew from the partnership to pursue other career options.

In 1996 Mr Cunliffe was appointed to the Board of Bank of Botswana (the Reserve Bank of Botswana) has continued to serve as a Board member to current date and has been appointed as the Chairman of the Board and Audit Committee for a number of years.

Mr Cunliffe joined TA Bank of South Africa Limited in 1997 as one of two local directors tasked with setting up the bank in South Africa. Successfully secured a banking licence and established the bank including a fully operational treasury function and a stock broking division. With the collapse of New Republic Bank in 1999 it became clear that small banks would not be able to secure long term and stable deposits in South Africa and the bank's shareholders in Malaysia decided to discontinue banking operations. Mr Cunliffe withdrew from the bank at the end of 1999.

Alan Jerome Naidoo

Director reappointment and Audit Committee member appointment

Alan Jerome Naidoo BCom – Director reappointment and Audit Committee member appointment

Alan is the Managing Director and co-founder of the investment holding company EmpowerGroup Holdings. EmpowerGroup has significant investments within listed and private companies through its subsidiaries which operate in the property, mining, financial services and ICT sectors.

Prior to EmpowerGroup, Alan spent six years at the Firstrand Banking Group. During his time there he was responsible for monitoring the liability book for the asset and liability company of the bank and member of the interest rate committee pricing this book. He later moved on to Rand Merchant Bank, the investment banking arm of Firstrand, and finished his working career there as a structured lending specialist within the private banking environment, assessing and advising on high value transactions.

He also serves as a non- executive director at the Insure Group Ltd, one of the largest independent administrators of short term insurance premiums in Africa and also as a non-executive of ISA Holdings Ltd, the leading information security company listed on the JSE.

Alan holds a BComm degree from the University of Natal and is also a member of the Institute of Directors (IOD) in South Africa.

Andrew Alexander Maren

Director Reappointment

Andrew Alexander Maren – Director Reappointment

Independent non-executive director

Andrew is currently the Chairman and co-founder of EmpowerGroup Holdings, a wholly black owned investment holding company. EmpowerGroup has currently or has previously invested in the Mining, ICT, Property and the Financial services sectors. He is also the CEO of property developer, EmpowerProp.

He has extensive experience in the Corporate Banking, Retail and Private Banking sectors and has previously worked at Standard Corporate and Merchant Bank (SCMB) and Rand Merchant Bank (RMB) and apart from industry specific qualifications; Andrew was admitted as a Life Fellow of the Emerging Leaders Programme run by Duke University (USA) and University of Cape Town (RSA).

He is also currently a Non-Executive Director of the public company, Insure Group Limited and serves as the Chairman of its Remuneration committee. Insure Group is the largest independent collector and administrator of short term funds in the Short term insurance sector. He was also appointed to the board of a specialised JSE listed IT Security company ISA Holdings Limited as a Non-Executive director on 29 September 2006.

FORM OF PROXY

Global Asset Management Limited

(Incorporated in the Republic of South Africa)
(Registration number 2002/003192/06)
("Global" or "the Company")
JSE code : GAM ISIN code : ZAE000173498

FORM OF PROXY (for use by certificated and own name dematerialised shareholders only)

For use by certificated and "own name" registered dematerialised shareholders of the Company ("shareholders") at the Annual General Meeting of Global to be held at 10h00 on, Tuesday, 1 July 2014 at IOM House, 6 St Giles Street, Kensington, Randburg ("the annual general meeting").

I/We (please print) ____ of (address)

____

____ being the holder/s

of ____________________________ ordinary shares of No Par Value in Global, appoint (see note 1):

1. ____ or failing him,

2. ____ or failing him,

3. the chairperson of the annual general meeting,

as my/our proxy to act for me/us and on my/our behalf at the annual general meeting which will be held for the purpose of considering, and if deemed fit, passing, with or without modification, the resolutions to be proposed thereat and at any adjournment thereof; and to vote for and/or against the resolutions and/or abstain from voting in respect of the ordinary shares registered in my/our name/s, in accordance with the following instructions (see note 2):

	Number of votes		
	For	Against	Abstain
Ordinary Resolution Number 1 Adoption of annual financial statements			
Ordinary Resolution Number 2 Director retirement and re-election – GT Magomola			
Ordinary Resolution Number 3 Director retirement and re-election – AA Maren			
Ordinary Resolution Number 4 Director retirement and re-election – AJ Naidoo			
Ordinary Resolution Number 5 Auditors' appointment and remuneration – Howarth Leveton Boner			
Ordinary Resolution Number 6 Appointment of Audit Committee member – GK Cunliffe			
Ordinary Resolution Number 7 Appointment of Audit Committee member – GT Magomola			
Ordinary Resolution Number 8 Appointment of Audit Committee member – AJ Naidoo			
Ordinary Resolution Number 9 Approval of Remuneration Policy			
Ordinary Resolution Number 10 General authority to allot and issue shares for cash			
Special Resolution Number 1 General authority to acquire (repurchase) shares			
Special Resolution Number 2 Non-Executive Directors' remuneration			
Special Resolution Number 3 General authority to enter into funding agreements, provide loans or other financial assistance			

Signed at ______________________________ on ____ 2014

Signature ______________________________ Assisted by me (where applicable) ___________________________

Name ____

Capacity _______________________________ Signature ____

1. Certificated shareholders and dematerialised shareholders with "own name" registration

If you are a certificated shareholder or have dematerialised your shares with "own name" registration and you are unable to attend the annual general meeting of Global shareholders to be held on Tuesday, 1 July 2014 at the registered office of the Company at IOM House, 6 St Giles Street, Kensington, Randburg and wish to be represented thereat, you must complete and return this form of proxy in accordance with the instructions contained herein and lodge it with, or post it to, the transfer secretaries, namely Link Market Services South Africa Proprietary Limited at Rennie House, 13th Floor, 19 Ameshoff Street, Braamfontein, Johannesburg, 2000 (P O Box 4844, Johannesburg, 2000), so as to be received by them no later than 10h00 on Friday, 27 June 2014.

2. Dematerialised shareholders other than those with "own name" registration

If you hold dematerialised shares in Global through a CSDP or broker other than with an "own name" registration, you must timeously advise your CSDP or broker of your intention to attend and vote at the annual general meeting or be represented by proxy thereat, in order for your CSDP or broker to provide you with the necessary authorisation to do so, or should you not wish to attend the annual general meeting in person, you must timeously provide your CSDP or broker with your voting instruction in order for the CSDP or broker to vote in accordance with your instruction at the annual general meeting.

Notes

1. This form is for use by certificated shareholders and dematerialised shareholders with "own-name" registration whose shares are registered in their own names on the record date and who wish to appoint another person to represent them at the meeting. If duly authorised, companies and other corporate bodies who are shareholders having shares registered in their own names may appoint a proxy using this form, or may appoint a representative in accordance with the last paragraph below.

Other shareholders should not use this form. All beneficial holders who have dematerialised their shares through a Central Securities Depository Participant ("CSDP") or broker, and do not have their shares registered in their own name, must provide the CSDP or broker with their voting instructions. Alternatively, if they wish to attend the meeting in person, they should request the CSDP or broker to provide them with a letter of representation in terms of the custody agreement entered into between the beneficial owner and the CSDP or broker.

2. This proxy form will not be effective at the meeting unless received at the registered office of the Company at IOM House, 6 St Giles Street, Kensington, Randburg, Republic of South Africa, not later than 10h00 on Friday, 27 June 2014.

3. This proxy shall apply to all the ordinary shares registered in the name of shareholders at the record date unless a lesser number of shares are inserted.

4. A shareholder may appoint one person as his proxy by inserting the name of such proxy in the space provided. Any such proxy need not be a shareholder of the Company. If the name of the proxy is not inserted, the chairman of the meeting will be appointed as proxy. If more than one name is inserted, then the person whose name appears first on the form of proxy and who is present at the meeting will be entitled to act as proxy to the exclusion of any persons whose names follow. The proxy appointed in this proxy form may delegate the authority given to him in this proxy by delivering to the Company, in the manner required by these instructions, a further proxy form which has been completed in a manner consistent with the authority given to the proxy of this proxy form.

5. Unless revoked, the appointment of proxy in terms of this proxy form remains valid until the end of the meeting even if the meeting or a part thereof is postponed or adjourned.

6. If

6.1 a shareholder does not indicate on this instrument that the proxy is to vote in favour of or against or to abstain from voting on any resolution; or

6.2 the shareholder gives contrary instructions in relation to any matter; or

6.3 any additional resolution/s which are properly put before the meeting; or

6.4 any resolution listed in the proxy form is modified or amended,

the proxy shall be entitled to vote or abstain from voting, as he thinks fit, in relation to that resolution or matter. If, however, the shareholder has provided further written instructions which accompany this form and which indicate how the proxy should vote or abstain from voting in any of the circumstances referred to in 6.1 to 6.4, then the proxy shall comply with those instructions.

7. If this proxy is signed by a person (signatory) on behalf of the shareholder, whether in terms of a power of attorney or otherwise, then this proxy form will not be effective unless:

7.1 it is accompanied by a certified copy of the authority given by the shareholder to the signatory; or

7.2 the Company has already received a certified copy of that authority.

8. The chairman of the meeting may, at his discretion, accept or reject any proxy form or other written appointment of a proxy which is received by the chairman prior to the time when the meeting deals with a resolution or matter to which the appointment of the proxy relates, even if that appointment of a proxy has not been completed and/or received in accordance with these instructions. However, the chairman shall not accept any such appointment of a proxy unless the chairman is satisfied that it reflects the intention of the shareholder appointing the proxy.

9. Any alterations made in this form of proxy must be initialled by the authorised signatory/ies.

10. This proxy form is revoked if the shareholder who granted the proxy:

10.1 delivers a copy of the revocation instrument to the Company and to the proxy or proxies concerned, so that it is received by the Company by not later than 10h00 on Friday, 27 June 2014; or

10.2 appoints a later, inconsistent appointment of proxy for the meeting; or

10.3 attends the meeting in person.

11. If duly authorised, companies and other corporate bodies who are shareholders of the Company having shares registered in their own name may, instead of completing this proxy form, appoint a representative to represent them and exercise all of their rights at the meeting by giving written notice of the appointment of that representative. This notice will not be effective at the meeting unless it is accompanied by a duly certified copy of the resolution/s or other authorities in terms of which that representative is appointed and is received at the Company's registered office at IOM House, 6 St Giles Street, Kensington, Randburg, Republic of South Africa, not later than 10h00 on Friday, 27 June 2014.

Summary of rights established by section 58 of the Companies Act, 71 of 2008 ("Companies Act"), as required in terms of subsection 58(8)(b)(i)

1. A shareholder may at any time appoint any individual, including a non-shareholder of the Company, as a proxy to participate in, speak and vote at a shareholders' meeting on his or her behalf (section 58(1)(a)), or to give or withhold consent on behalf of the shareholder to a decision in terms of section 60 (shareholders acting other than at a meeting) (section 58(1)(b)).

2. A proxy appointment must be in writing, dated and signed by the shareholder, and remains valid for one year after the date on which it was signed or any longer or shorter period expressly set out in the appointment, unless it is revoked in terms of paragraph 6.3 or expires earlier in terms of paragraph 10.4 below (section 58(2)).

3. A shareholder may appoint two or more persons concurrently as proxies and may appoint more than one proxy to exercise voting rights attached to different securities held by the shareholder (section 58(3)(a)).

4. A proxy may delegate his or her authority to act on behalf of the shareholder to another person, subject to any restriction set out in the instrument appointing the proxy ("proxy instrument") (section 58(3)(b)).

5. A copy of the proxy instrument must be delivered to the Company, or to any other person acting on behalf of the Company, before the proxy exercises any rights of the shareholder at a shareholders' meeting (section 58(3)(c)) and in terms of the memorandum of incorporation ("MOI") of the Company at least 48 hours before the meeting commences.

6. Irrespective of the form of instrument used to appoint a proxy:

6.1 the appointment is suspended at any time and to the extent that the shareholder chooses to act directly and in person in the exercise of any rights as a shareholder (section 58)4)(a));

6.2 the appointment is revocable unless the proxy appointment expressly states otherwise (section 58(4)(b)); and

6.3 if the appointment is revocable, a shareholder may revoke the proxy appointment by cancelling it in writing or by making a later, inconsistent appointment of a proxy, and delivering a copy of the revocation instrument to the proxy and to the Company (section 58(4)(c)).

7. The revocation of a proxy appointment constitutes a complete and final cancellation of the proxy's authority to act on behalf of the shareholder as of the later of the date stated in the revocation instrument, if any, or the date on which the revocation instrument was delivered as contemplated in paragraph 6.3 above (section 58(5)).

8. If the proxy instrument has been delivered to a Company, as long as that appointment remains in effect, any notice required by the Companies Act or the Company's MOI to be delivered by the Company to the shareholder must be delivered by the Company to the shareholder (section 58(6)(a)), or the proxy or proxies, if the shareholder has directed the Company to do so in writing and paid any reasonable fee charged by the Company for doing so (section 58(6)(b)).

9. A proxy is entitled to exercise, or abstain from exercising, any voting right of the shareholder without direction, except to the extent that the MOI or proxy instrument provides otherwise (section 58(7)).

10. If a Company issues an invitation to shareholders to appoint one or more persons named by the Company as a proxy, or supplies a form of proxy instrument:

10.1 the invitation must be sent to every shareholder entitled to notice of the meeting at which the proxy is intended to be exercised (section 58(8)(a));

10.2 the invitation or form of proxy instrument supplied by the Company must:

10.2.1 bear a reasonably prominent summary of the rights established in section 58 of the Companies Act (section 58(8)(b)(i));

10.2.2 contain adequate blank space, immediately preceding the name(s) of any person(s) named in it, to enable a shareholder to write the name, and if desired, an alternative name of a proxy chosen by the shareholder (section 58(8)(b)(ii)); and

10.2.3 provide adequate space for the shareholder to indicate whether the appointed proxy is to vote in favour of or against any resolution(s) to be put at the meeting, or is to abstain from voting (section 58(8)(b)(iii));

10.3 the Company must not require that the proxy appointment be made irrevocable (section 58(8)(c)); and

10.4 the proxy appointment remains valid only until the end of the meeting at which it was intended to be used, subject to paragraph 7 above (section 58(8)(d)).

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GLOBAL ASSET MANAGEMENT LIMITED

WE ACHIEVE THAT LITTLE EXTRA

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