

Hulisani Limited
 Reg no 2015/363903/06
 (Incorporated in the Republic of South Africa)
 ("Hulisani" or "the Company")
 Share code: HUL ISIN code: ZAE000212072

AUDITED CONDENSED PROVISIONAL FINANCIAL RESULTS FOR THE YEAR ENDED
 28 FEBRUARY 2017

Audited Condensed Statement of Comprehensive Income for the period ended	Audited Year ended 28 Feb 2017 R	Audited Year ended 29 Feb 2016 R
Other income	-	-
Operating expenses	31 733 771	-
Results from operating activities	31 733 771	-
Net Finance Income	25 724 181	-
Loss before taxation	(6 009 590)	-
Taxation	-	-
Loss for the period	(6 009 590)	-
Loss per share (Rand) - basic and diluted	(0.13)	-
Headline loss per share(Rand) - basic and diluted	(0.01)	-
Number of ordinary shares in issue		
- weighted-average	44 794 523	200
- Diluted weighted-average	44 794 523	200
Calculation of headline earnings (Rand)		
Loss attributable to ordinary shareholders	(6 009 590)	-
Loss on disposal of fixed assets	(412 850)	-
Listing fees	(2 364 507)	-
Office relocation costs	(27 097)	-
Safe Custody fees	(2 632 997)	-
Headline loss attributable to ordinary shareholders	(572 139)	-

Audited Condensed Statement of Financial Position for the period ended	Audited Year ended 29 Feb 2016 R	Audited Year ended 29 Feb 2016 R
ASSETS		
Non-current assets		
Property, plant and equipment	2 755 595	-
Deposit held against a bank guarantee	350 028	-
Current assets		
Bank balance and cash	498 551 199	200
TOTAL ASSETS	501 656 822	-
EQUITY AND LIABILITIES		
Capital and reserves		
Stated capital	500 000 200	200
Accumulated loss	(6 009 590)	-
Total shareholders' funds	493 990 610	200
Non-current liabilities	-	-
Current liabilities		
Current portion of leave provision	9 422	-
Trade and other payables	7 656 790	-
TOTAL EQUITY AND LIABILITIES	501 656 822	-
Net asset value per share (Rand)	9.88	10.00
Audited condensed Statement of Cash Flows For the period ended	Year ended 28 Feb 2017 R	Year ended 29 Feb 2016 R
Cash utilised by operations	(31 214 166)	-
Net Finance income	25 725 181	-
Cash flows from operating activities	2 166 805	-
Cash flows from investing activities	(3 513 806)	-
Cash flows from financing activities	500 000 000	200
Net increase in cash and cash equivalents	498 550 999	-
Cash and cash equivalents at beginning of period	200	-
Cash and cash equivalents at end of Period	498 551 199	200

Audited Condensed Statement of Changes in Equity

	Share Capital R	Retained Income R	Total Equity R
Balance at 29 February 2016	200	-	200
Total comprehensive loss for the period	-	(6 009 590)	(6 009 590)
Issue of ordinary shares	500 000 000	-	500 000 000
Balance at 28 February 2017	500 000 200	(6 009 590)	493 990 610

COMMENTARY

Basis of presentation

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs), IAS 34 – Interim Reporting, the requirements of the Companies Act of South Africa, the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and the Financial Reporting Pronouncements as issued by the Financial Reporting Accountants Council. Furthermore, these statements have been compiled in terms of the listing requirements as required by the Johannesburg Securities Exchange (“JSE”). The accounting policies used in terms of IFRS are consistent with those of the previous annual financial statements.

The audited condensed financial results have been prepared under the supervision of the Financial Director, Mark Booysen CA(SA).

Nature of business

Hulisani Limited was incorporated on 13 October 2015 as an investment holding company focused on energy projects ranging from Coal and Gas to Solar PV, Concentrated Solar, Wind and Hydro. Hulisani’s investment strategy is to pursue the acquisition of, or investments in, direct or indirect minority stakes in companies operating in the energy sector. Hulisani will invest in opportunities that meet Hulisani’s investment criteria of (amongst others)– expected returns; counterparty risk; inflation beating ability of cash flows; quality and experience of management; environmental considerations and geographical location primarily in Sub-Saharan Africa

OVERVIEW

On 07 April 2016, the Company successfully listed on the Main Board of the JSE as a Special Acquisition Company (SPAC). Hulisani issued 50 000 000 shares at R10 per share, raising R500 million. This issue was to pursue Hulisani’s aim to be a strategic investment vehicle for retirement funds

that are seeking assets with appropriate cash flow profiles to match long-term liabilities faced by the retirement fund's members.

On the 22 March 2017, Hulisani acquired a 6.67% stake in Kouga Wind Farm. This successful acquisition achieved two objectives. The first being the acquisition of a quality investment and the second allowing Hulisani to shed its SPAC status and take up its position as a fully-fledged Investment Holding Company, on the JSE's main board.

FINANCIAL OVERVIEW

Hulisani earned interest income of R25.7 million. This was earned against expenses of R31.7 million. While this resulted in a loss of R6 million, included in the expenses were the once off costs of the listing fee of R2.4 million and escrow safe custody fees of R2.6 million. In addition, the acquisition made in March, incurred costs of R1.2 million, which were expensed in the current year, while income from the acquisition will only be realised in the 2018 financial year. Notwithstanding these unusual or timing of these costs, Hulisani posted a loss of 13 cents per share, with Headline earnings per share showing a loss of 1 cent per share. The net asset value per share at the 28 February 2017 is R9.88 per share.

Total cash and cash equivalents as at the 28 February 2017 was R498.6 million.

Events after the reporting period

At a general meeting held on the 20 March 2017, the shareholders present and by proxy voted unanimously in favour of the following resolutions:

- That the Company acquire a 100% shareholding of both Red Cap Investments (Pty) Ltd ("Red Cap") and Eurocape Renewables (Pty) Ltd ("Eurocape"). Both company's collectively own 6.67% in the Kouga Wind farm, located in the Eastern Cape. The acquisition as a viable asset, as approved by the JSE, results in Hulisani losing their SPAC status;
- As a consequence of the acquisition of a viable asset, that the residual capital will be used by the Company to acquire new investments and working capital;
- That the directors are granted authority to issue up to 15% of the issued share capital for cash in terms of both the Company's MOI as well as JSE regulations;
- That the Company's Investment Policy be approved;
- A special resolution was unanimously adopted, based on resolutions one and two above, that allows the company, subject to certain requirements, be allowed to repurchase the Company's shares up to a maximum of 20% of the Company's issued share capital.

On the 22 March 2017, the company acquired and paid for the shares in Red Cap and Eurocape respectively, giving effect to the resolution as approved above.

Going concern

The directors' have made an assessment of the company's ability to continue as a going concern and have no reason to believe that the business will not be a going concern in the year ahead.

Changes to the company's board

Harald Schaaf was appointed to the board on the 7 April 2016. There have been no changes to the company's board during the year ended 28 February 2016.

Dividends

No dividends were declared or paid for the year ended 28 February 2017.

AUDIT OPINION

KPMG Inc. have audited the financial statements for the period ended 28 February 2016 and their unmodified audit report is available for inspection at the Company's registered office.

This summarised report is extracted from audited information, but is itself not audited. The directors therefore take full responsibility for the preparation of the condensed results and that the financial information has been correctly extracted from the underlying financial statements.

The auditor's report does not necessarily cover all of the information contained in this announcement/financial report. Shareholders are therefore advised that in order to obtain a full understanding of the nature of the auditor's work, they should obtain a copy of that report, together with the accompanying financial information, from the registered office of the company.

On behalf of the Board
MH Zilimbola
chief Executive Officer

Johannesburg
31 May 2017

Directors:

PC Mdoda (Non-Executive Chairman)
MH Zilimbola (Chief Executive Officer)
ME Marubini (Chief Investment Officer)
MA Booysen (Chief Financial Officer)
NP Gosa (Non-Executive)
DR Hlatshwayo (Non-Executive)
AV Notshe* (Non-Executive)
MF Modau (Non-Executive)
HH Schaaf# (Non-Executive).

* Non-Independent

German

Registered Office:

4 Floor, North Tower, 90 Rivonia Road, Sandton, Gauteng.

31 May 2017

Auditors

KPMG Inc.

Designated advisors

PSG Capital Proprietary Limited

Transfer secretaries:

Computershare Investor Services Proprietary Limited, 70 Marshall Street
Johannesburg, 2001

Company secretary

ER Goodman Secretarial Services CC, Houghton Estate Office Park, 2nd
Floor, Palm Grove, 2 Osborn Road, Houghton, 2198