

TRUWORTHS INTERNATIONAL

Preliminary report on the audited group results for the 53 weeks ended 1 July 2012

Sale of merchandise up 12%

Gross margin at 56.7%

Operating profit up 12%

Operating margin at 36.1%

Headline earnings per share up 16%

Annual dividend per share up 24%

GROUP PROFILE

Truworths International Ltd is an investment holding and management company listed on the JSE and the Namibian Stock Exchange. Its principal trading subsidiaries, Truworths Ltd and Young Designers Emporium (Pty) Ltd, are engaged, either directly or through agencies and franchises, in the retailing of fashion apparel and related merchandise. Truworths International Ltd and its subsidiaries (the Group) operate primarily in southern Africa, however, expansion into the rest of Africa is gaining momentum.

TRADING AND FINANCIAL PERFORMANCE

Group retail sales increased by 12.7% to R9.1 billion for the 53-week period ended 1 July 2012 (10.4% for the comparable 52-week period on a pro-forma basis). Comparable store retail sales grew by 8.4% (2011: 8.9%) while product inflation averaged 8% (2011: 4%) for the period. Excluding the 53rd week, comparable store retail sales grew 6.3% on a pro-forma basis. Group sale of merchandise, which comprises retail sales plus franchise sales less accounting adjustments, grew 12.4% to R8.8 billion (2011: R7.9 billion).

Trading space increased by 6.3% over the prior period-end following the opening of a net 11 Truworths, 12 Identity, 1 Truworths Man, 1 Daniel Hechter and 1 Uzzi stores. At the end of the period the Group had 569 stores (2011: 543 stores), including 29 stores in the rest of Africa (2011: 17 stores) following the opening of 8 stores in Botswana, 2 in Mauritius and 2 in Nigeria.

	53 weeks to 1 July 2012	52 weeks to 26 June 2011	% change
Divisional sales	Rm	Rm	
Truworths ladieswear	3 361	3 068	10
Truworths menswear	1 757	1 581	11
Identity	1 407	1 127	25
Daniel Hechter	1 091	972	12
Elements	454	403	13
Inwear	409	386	6
LTD	353	312	13
Other*	272	231	18
Retail sales	9 104	8 080	13
Franchise sales	24	35	(31)
Accounting adjustments	(298)	(257)	16
Sale of merchandise	8 830	7 858	12
YDE agency sales	276	250	10

* Includes Cellular, Truworths Jewellery and Truworths Living (discontinued during 2012) divisions.

The gross margin was maintained at 56.7%, with mark-downs being well controlled through tight stock management disciplines. The operating margin declined to 36.1% (2011: 36.4%) but still exceeded the target range of 33% to 36% for the period.

Trading profit increased 11% to R2.5 billion (2011: R2.2 billion) as trading expenses increased 14% to R2.8 billion (2011: R2.4 billion). Trading expenses as a percentage of the sale of merchandise increased to 31.2% (2011: 30.8%).

Interest received increased 14% to R728 million (2011: R637 million). Operating profit increased 12% to R3.2 billion (2011: R2.9 billion).

Inventory levels were higher at period-end due to higher levels of future season inventory on hand, African expansion and the timing of period-end as a result of the additional trading week in the reporting period.

Headline earnings per share (HEPS) were 526.7 cents, an increase of 16% over the prior period's 456.0 cents. This performance is in line with the earnings range in the Group's trading statement released on SENS on 20 July 2012. Fully diluted HEPS of 517.1 cents were 16% higher (2011: 447.5 cents).

The Group's financial position continued to strengthen, with net asset value per share increasing by 18% to 1 410.6 cents (2011: 1 191.8 cents). The returns on equity and assets were 40% (2011: 41%) and 46% (2011: 46%) respectively and within the target range set for 2012. Asset turnover at 1.3 times remained unchanged from the prior period.

CREDIT MANAGEMENT

Gross trade receivables grew by 14% to R3.8 billion, with the Group's active account base growing by 10% to approximately 2.4 million accounts. Group credit sales accounted for 73% of retail sales (2011: 71%).

The growth in the trade receivables book is attributable to the net effect of Group credit sales growing 16% over the prior period (13% and 44% higher respectively in Truworths and Identity) and a continuing shift from shorter-term interest-free to longer-term interest-bearing payment plans. The acceptance

rate on new account applications increased from 37.6% to 38.3% with the identity acceptance rate increasing from 32.5% to 34.0%.

The doubtful debt allowance as a percentage of gross trade receivables increased to 10.6% (2011: 10.1%) and net bad debt as a percentage of gross trade receivables increased to 7.9% (2011: 6.8%). The combination of the above resulted in trade receivable costs increasing 37% to R533 million (2011: R390 million). While delinquency ratios for the period are higher than in 2011, they remain below historic norms and in line with management's expectations.

At period-end 84% (2011: 86%) of the Group's active account holders were able to purchase on credit. The qualifying payment level to prevent an account moving into delinquency remained at 90%, one of the highest in the industry and in line with international best practice.

CAPITAL MANAGEMENT

The Group continues to manage its capital through a combination of investments to sustain the organic growth of the business, and returning funds to shareholders through share buy-backs and dividends.

During the period the Group generated R1.6 billion in cash from operating activities and this funded dividend payments (R1.3 billion), share buybacks (R83 million), store development (R162 million), computer infrastructure and technology (R38 million) and distribution facilities (R23 million, including R18 million for land and buildings purchased). Cash and cash equivalents increased by R71 million to R1.6 billion at the period-end (2011: R1.5 billion).

The Group repurchased 1.2 million shares at an average price of R69.03 per share for a total of R83 million during the period and reduced dividend cover from 1.74 to 1.62 times. Capital expenditure of R315 million has been committed for the 2013 financial period, with 67% allocated to store development and 13% to the construction of a third distribution centre.

DIRECTORATE

The following changes to the board of directors have been previously advised on SENS: Roddy Sparks was appointed as an independent non-executive director with effect from 1 February 2012 and has also been appointed to the Audit Committee. Edward Parfett, a former managing director and chairman of Truworths International, retired as an independent non-executive director with effect from 17 May 2012. Mr Parfett served as a director since 1988 and as a non-executive director since 1995. Mark Sandi gave notice on 11 July 2012 of his resignation as an executive director and Chief Financial Officer and will serve a notice period until at least the end of the 2012 calendar year.

OUTLOOK

Management remains committed to implementing the Group's business philosophy which has guided operating activities ably over many years. The supply of internationally inspired, high quality fashionable clothing to youthful South Africans continues to drive the Group's strategy and will remain the focus for the period ahead.

Group retail sales for the first six weeks of the 2013 financial period increased by 13.6% over the corresponding accounting period in 2012.

The credit environment is expected to become more challenging in the year ahead as credit affordability remains under pressure for consumers in South Africa.

Generally subdued economic growth is expected for the 2013 financial period.

FINAL DIVIDEND

The directors of the company have resolved to declare a gross cash dividend from retained income in respect of the 53-week period ended 1 July 2012 in the amount of 157 cents (2011: 134 cents, excluding secondary tax on companies (STC)) per share to shareholders reflected in the company's register on the record date, being Friday, 7 September 2012.

The last day to trade in the company's shares *cum* dividend is Friday, 31 August 2012. Trading in the company's shares *ex* dividend will commence on Monday, 3 September 2012. Consequently no dematerialisation or rematerialisation of the company's shares may take place over the period from Monday, 3 September 2012 to Friday, 7 September 2012, both days inclusive. The dividend will be payable in South African Rand on Monday, 10 September 2012.

Dividends will be paid net of dividends tax to be withheld and paid to the South African Revenue Service on behalf of the

company. Such tax must be withheld unless beneficial owners of the dividend have provided the necessary documentary proof to the relevant regulated intermediary (being a broker, CSD participant, nominee company or the company's transfer secretaries, Computershare Investor Services) that they are exempt therefrom, or entitled to a reduced rate as a result of a double taxation agreement between South Africa and the country of tax domicile of such owner.

The withholding tax, if applicable at the standard rate of 15%, will result in a net cash dividend per share of 133.45 cents. No STC credits were utilised when determining the net dividend. The company has 461 810 026 ordinary shares in issue on 15 August 2012.

In accordance with the company's memorandum of incorporation, the directors have determined that gross dividends amounting to less than 1 000 cents, due to any one shareholder of the company's shares held in certificated form, will not be paid, unless otherwise requested in writing, but the net of withholding tax amount aggregated with other such net amounts and donated to a charity to be nominated by the directors.

By order of the board



C Durham
Company Secretary
Cape Town
15 August 2012



ABRIDGED GROUP STATEMENTS OF FINANCIAL POSITION

	at 1 July 2012 Audited Rm	at 26 June 2011 Audited Rm
ASSETS		
Non-current assets	1 197	1 093
Property, plant and equipment	775	724
Goodwill	90	90
Intangible assets	94	77
Derivative financial assets	34	21
Available-for-sale assets	3	1
Loans and receivables	143	141
Deferred tax	58	39
Current assets	5 720	5 131
Inventories	670	530
Trade and other receivables	3 421	3 033
Derivative financial assets	7	28
Prepayments	62	51
Cash and cash equivalents	1 560	1 489
Total assets	6 917	6 224
EQUITY AND LIABILITIES		
Total equity	5 981	5 046
Share capital and premium	205	159
Treasury shares	(1 274)	(1 191)
Retained earnings	6 944	6 001
Non-distributable reserves	106	77
Non-current liabilities	97	84
Post-retirement medical benefit obligation	47	41
Cash-settled compensation obligation	12	1
Straight-line operating lease obligation	38	42
Current liabilities	839	1 094
Trade and other payables	598	875
Derivative financial liability	-	1
Provisions	73	73
Tax payable	168	145
Total liabilities	936	1 178
Total equity and liabilities	6 917	6 224
Number of shares in issue (net of treasury shares)	424.0	423.4
Net asset value per share	1 410.6	1 191.8
	(millions)	(cents)
Key ratios		
Return on equity	(%)	40
Return on capital	(%)	58
Return on assets	(%)	46
Inventory turn	(times)	5.7
Asset turnover	(times)	1.3

ABRIDGED GROUP STATEMENTS OF CHANGES IN EQUITY

	53 weeks to 1 July 2012 Audited Rm	52 weeks to 26 June 2011 Audited Rm
Total equity at the beginning of the period	5 046	4 371
Total comprehensive income for the period	2 233	1 934
Profit for the period	2 225	1 943
Other comprehensive income/(loss) for the period	8	(9)
Dividends	(1 282)	(968)
Premium on shares issued	46	80
Shares repurchased	(83)	(394)
Share-based payment	21	23
Total equity at the end of the period	5 981	5 046
Comprising:		
Share capital and premium	205	159
Treasury shares	(1 274)	(1 191)
Retained earnings	6 944	6 001
Non-distributable reserves	106	77
Total equity	5 981	5 046
Cents per share:		
Dividends	326	262
Final – payable/paid September	157	134
Interim – paid April/March	169	128

SELECTED EXPLANATORY NOTES

1 BASIS OF PREPARATION

The information in this preliminary report has been extracted from the Group's 2012 annual financial statements, which have been prepared in compliance with International Financial Reporting Standards (IFRS), the AC 500 Standards as issued by the Accounting Practices Board, IAS 34: Interim Financial Reporting, the South African Companies Act (71 of 2008, as amended) and the Listings Requirements of the JSE.

The Group's 2012 annual financial statements and this preliminary report have been audited by the Group's external auditors, Ernst & Young Inc., and their unqualified audit opinion on such financial statements and on this preliminary report is available for inspection at the company's registered office.

The Group's 2012 annual financial statements have been prepared in accordance with the going concern and historical cost bases except where otherwise indicated in the Group's accounting policies. The accounting policies have been applied uniformly throughout the Group and are consistent with those applied in the prior period, except as mentioned in note 2. The presentation currency of the financial statements is the South African Rand (R) and all amounts are rounded to the nearest million. This preliminary report has been prepared under the supervision of M V Sardi CA(SA), the Chief Financial Officer of the Group.

2 ACCOUNTING POLICIES

The accounting policies and methods of computation applied in the preparation of this report are consistent with those applied in the preparation of the Group's annual financial statements for the period ended 26 June 2011, except for the adoption of certain of the improvements to IFRS issued in May 2010.

The adoption of these improvements has had the following consequences for the accounting policies, financial position or improvements to IFRS (issued May 2010)

In May 2010, the International Accounting Standards Board issued an omnibus of amendments to its standards, affecting six standards and one interpretation. The amendments that are effective for periods beginning on or after 1 January 2011 have been adopted by the Group in the current reporting period, to the extent that they are applicable to its activities.

In some instances, the adoption of these amendments has resulted in minor revisions to accounting policies and disclosures, but has not had any impact on the financial position or performance of the Group.

	53 weeks to 1 July 2012 Audited Rm	52 weeks to 26 June 2011 Audited Rm		
3 REVENUE				
Sale of merchandise	8 830	7 858		
Retail sales	9 104	8 080		
Accounting adjustments	(298)	(257)		
Franchise sales	24	35		
Other income	208	189		
Commission	103	88		
Display fees	45	39		
Financial services income	39	38		
Other	10	9		
Lease rental income	8	12		
Royalties	3	3		
Interest received	728	637		
Trade receivables interest	630	543		
Investment interest	98	94		
Dividends received	3	-		
Total revenue	9 769	8 684		
4 RECONCILIATION OF PROFIT FOR THE PERIOD TO HEADLINE EARNINGS				
Profit for the period, fully attributable to owners of the parent	2 225	1 943		
Adjusted for:				
Loss on disposal of fixed assets	2	1		
Headline earnings	2 227	1 944		
5 SEGMENT REPORTING				
The Group's reportable segments have been identified as the Truworths and Young Designers Emporium (YDE) business units. The Truworths business unit comprises all the retailing activities conducted by the Group, through which the Group retails fashion apparel comprising clothing, footwear and other fashion products to women, men and children, other than by the YDE business unit. The YDE business unit comprises the agency activities through which the Group retails clothing, footwear and related products on behalf of emerging South African designers.				
Management monitors the operating results of the business segments separately for the purpose of making decisions about resources to be allocated and of assessing performance. Segment performance is reported on an IFRS basis and evaluated based on revenue and profit before tax.				
	Truworths Rm	YDE Rm	Consolidation entries Rm	Group Rm
2012				
Total third party revenue	9 679	107	(17)	9 769
Third party	9 654	107	8	9 769
Inter-segment	25	-	(25)	-
Depreciation and amortisation	134	4	-	138
Interest received	722	1	5	728
Profit for the period	2 190	31	4	2 225
Profit before tax	3 143	43	4	3 190
Tax expense	(953)	(12)	-	(965)
Segment assets	9 208	176	(2 467)	6 917
Segment liabilities	1 073	5	(142)	936
Capital expenditure	217	9	-	226
Gross margin (%)	56.7	-	-	56.7
Trading margin (%)	27.4	39.1	-	27.8
Operating margin (%)	35.6	40.0	-	36.1
Inventory turn (times)	5.7	-	-	5.7
Credit:cash sales mix (%)	73:27	25:75	-	73:27
2011				
Total third party revenue	8 604	95	(15)	8 684
Third party	8 584	95	5	8 684
Inter-segment	20	-	(20)	-
Depreciation and amortisation	126	3	-	129
Interest received	632	1	4	637
Profit for the period	1 925	27	(9)	1 943
Profit before tax	2 832	37	(9)	2 860
Tax expense	(907)	(10)	-	(917)
Segment assets	8 449	163	(2 388)	6 224
Segment liabilities	1 231	23	(76)	1 178
Capital expenditure	179	7	-	186
Gross margin (%)	56.7	-	-	56.7
Trading margin (%)	28.0	38.6	-	28.3
Operating margin (%)	36.0	39.5	-	36.4
Inventory turn (times)	6.4	-	-	6.4
Credit:cash sales mix (%)	71:29	24:76	-	71:29

ABRIDGED GROUP STATEMENTS OF COMPREHENSIVE INCOME

	53 weeks to 1 July 2012 Audited Rm	52 weeks to 26 June 2011 Audited Rm
Revenue	9 769	8 684
Sale of merchandise	8 830	7 858
Cost of sales	(3 820)	(3 403)
Gross profit	5 010	4 455
Other income	208	189
Trading expenses	(2 759)	(2 421)
Depreciation and amortisation	(138)	(129)
Employment costs	(890)	(828)
Occupancy costs	(746)	(