



Nampak
packaging excellence

AUDITED GROUP RESULTS
FOR THE YEAR ENDED 30 SEPTEMBER 2011





NAMPAK LIMITED
(Registration number 1968/008070/06)
(Incorporated in the Republic of South Africa)
Share code: NPK ISIN: ZAE 000071676

I Administration I

Independent non-executive directors:

T T Mboweni (*Chairman*), RC Andersen, RJ Khoza, PM Madi, VN Magwentshu, DC Moephuli, CWN Molope, RV Smither, PM Surgey.

Executive directors:

A B Marshall (*Chief executive officer*), G Griffiths (*Chief financial officer*), F V Tshiqi (*Group human resources director*).

Secretary:

N P O'Brien.

Registered office:

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Telephone: +27 11 719 6300

Share registrar:

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Services (Pty) Limited
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Sponsor:

UBS South Africa (Pty) Limited

- **HEPS from continuing operations up 21%**
- **Dividend/distribution per share up 30% to 108 cents**
- **Operating profit from continuing operations up 22%**
- **Net debt reduced from R1.7 billion to R582 million**
- **Net gearing reduced to 10%**
- **Trading margin improved from 9.1% to 9.8%**

DISCLAIMER

We may make statements that are not historical facts and relate to analyses and other information based on forecasts of future results and estimates of amounts not yet determinable. These are forward-looking statements as defined in the U.S. Private Securities Litigation Reform Act of 1995. Words such as “believe”, “anticipate”, “expect”, “intend”, “seek”, “will”, “plan”, “could”, “may”, “endeavour” and “project” and similar expressions are intended to identify such forward-looking statements, but are not the exclusive means of identifying such statements. By their very nature, forward-looking statements involve inherent risks and uncertainties, both general and specific, and there are risks that predictions, forecasts, projections and other forward-looking statements will not be achieved.

If one or more of these risks materialise, or should underlying assumptions prove incorrect, actual results may be very different from those anticipated. The factors that could cause our actual results to differ materially from the plans, objectives, expectations, estimates and intentions in such forward-looking statements are discussed in each year’s annual report. Forward-looking statements apply only as of the date on which they are made, and we do not undertake other than in terms of the Listings Requirements of the JSE Limited, to update or revise any statement, whether as a result of new information, future events or otherwise. All profit forecasts published in this report are unaudited. Investors are cautioned not to place undue reliance on any forward-looking statements contained herein.

Condensed group statement of comprehensive income

	Notes	2011 Rm	Restated 2010 Rm	% change
Continuing operations				
Revenue		15 818.6	15 774.2	0.3
Operating profit	2	1 497.8	1 228.7	21.9
Finance costs		(171.5)	(246.6)	
Finance income		51.6	56.2	
Income from investments		11.1	6.0	
Share of profit of associates		1.2	3.6	
Profit before tax		1 390.2	1 047.9	32.7
Taxation		456.5	269.4	
Profit for the year from continuing operations		933.7	778.5	19.9
Discontinued operations				
(Loss)/profit for the year from discontinued operations	4	(331.1)	56.4	
Profit for the year		602.6	834.9	
Other comprehensive income/(expense) for the year, net of tax				
Exchange differences on translation of foreign operations		322.0	(234.3)	
Net actuarial losses from retirement benefit obligations		(64.9)	(145.2)	
Cumulative translation gains reclassified to profit or loss on disposal of subsidiary		(1.6)	-	
Gains/(losses) on cash flow hedges		6.7	(0.4)	
Other comprehensive income/(expense) for the year, net of tax		262.2	(379.9)	
Total comprehensive income for the year		864.8	455.0	
Profit/(loss) attributable to:				
Owners of Nampak Limited		627.9	825.9	(24.0)
Non-controlling interest in subsidiaries		(25.3)	9.0	
		602.6	834.9	
Total comprehensive income/(expense) attributable to:				
Owners of Nampak Limited		896.7	450.1	
Non-controlling interest in subsidiaries		(31.9)	4.9	
		864.8	455.0	
Continuing operations				
Basic earnings per share (cents)		162.6	130.9	24.2
Fully diluted earnings per share (cents)		157.4	129.6	21.4
Headline earnings per ordinary share (cents)		172.4	142.3	21.1
Fully diluted headline earnings per share (cents)		166.7	140.6	18.6
Continuing and discontinued operations				
Basic earnings per share (cents)		106.5	140.5	(24.2)
Fully diluted earnings per share (cents)		103.8	138.9	(25.2)
Headline earnings per ordinary share (cents)		176.0	149.7	17.6
Fully diluted headline earnings per share (cents)		170.1	147.7	15.2
Dividend/distribution per share (cents)		108.0	83.0	30.1

Condensed statement of financial position

	Notes	2011 Rm	2010 Rm
ASSETS			
Non-current assets			
Property, plant and equipment and investment property		5 687.3	6 199.9
Goodwill and other intangible assets		183.1	301.1
Other non-current financial assets and associates		362.8	408.9
Deferred tax assets		24.5	46.9
		6 257.7	6 956.8
Current assets			
Inventories		2 683.0	2 272.6
Trade receivables and other current assets		2 514.8	2 697.3
Tax assets		1.7	77.2
Bank balances, deposits and cash	6	1 450.8	718.6
		6 650.3	5 765.7
Assets classified as held for sale	4	–	202.6
Total assets		12 908.0	12 925.1
EQUITY AND LIABILITIES			
Capital and reserves			
Share capital		35.8	35.7
Capital reserves		(503.4)	(543.4)
Other reserves		(334.5)	(755.2)
Retained earnings		6 535.2	6 603.7
Shareholders' equity		5 733.1	5 340.8
Non-controlling interest		(38.2)	27.5
Total equity		5 694.9	5 368.3
Non-current liabilities			
Loans and borrowings		1 358.7	1 631.0
Retirement benefit obligation		1 360.5	1 404.5
Other non-current liabilities		7.7	15.8
Deferred tax liabilities		490.3	286.9
		3 217.2	3 338.2
Current liabilities			
Trade payables, provisions and other current liabilities		3 211.9	3 135.7
Bank overdrafts	6	652.9	455.5
Loans and borrowings		21.3	373.8
Tax liabilities		109.8	175.2
		3 995.9	4 140.2
Liabilities directly associated with assets classified as held for sale	4	–	78.4
Total equity and liabilities		12 908.0	12 925.1

Condensed group statement of cash flows

	Notes	2011 Rm	2010 Rm
Operating profit before working capital changes		2 273.8	2 296.6
Working capital changes		(548.3)	212.3
Cash generated from operations		1 725.5	2 508.9
Net interest paid		(162.6)	(261.9)
Income from investments		11.1	6.0
Retirement benefits, contributions and settlements		(91.3)	(48.3)
Tax paid		(188.3)	(93.3)
Replacement capital expenditure		(412.3)	(245.3)
Cash retained from operations		882.1	1 866.1
Dividends paid		(543.1)	(289.2)
Net cash retained from operating activities		339.0	1 576.9
Net cash retained from/(utilised in) investing activities		662.1	(428.2)
Net cash retained before financing activities		1 001.1	1 148.7
Net cash utilised in financing activities		(590.5)	(1 241.4)
Net increase/(decrease) in cash and cash equivalents		410.6	(92.7)
Cash and cash equivalents at beginning of year	6	263.1	397.9
Translation of cash in foreign subsidiaries		124.2	(42.1)
Cash and cash equivalents at end of year	6	797.9	263.1

Group statement of changes in equity

	2011 Rm	2010 Rm
Opening balance	5 368.3	5 129.5
Net shares issued during the year	32.7	19.5
Share-based payment expense	13.8	54.3
Share grants exercised	(5.2)	(3.4)
Disposal of treasury shares	-	0.3
Share of movement in associate's non-distributable reserve	(1.0)	(1.0)
Non-controlling interest realised on disposal of subsidiary	(1.6)	0.5
Buy-out of non-controlling interests in subsidiaries	(33.8)	-
Transfer from hedging reserve to related assets	-	2.2
Gain on available-for-sale financial assets	-	0.6
Total comprehensive income for the year	864.8	455.0
Dividends paid	(543.1)	(289.2)
Closing balance	5 694.9	5 368.3
Comprising:		
Share capital	35.8	35.7
Capital reserves	(503.4)	(543.4)
Share premium	298.4	265.8
Treasury shares	(1 149.7)	(1 149.7)
Share-based payments reserve	347.9	340.5
Other reserves	(334.5)	(755.2)
Foreign currency translation reserve	123.6	(203.4)
Hyperinflation capital adjustment	(24.3)	(24.3)
Financial instruments hedging reserve	8.4	(0.1)
Recognised actuarial losses	(405.4)	(491.6)
Share of non-distributable reserves in associates	1.3	2.3
Available-for-sale financial assets revaluation reserve	(38.3)	(38.3)
Other	0.2	0.2
Retained earnings	6 535.2	6 603.7
Shareholders' equity	5 733.1	5 340.8
Non-controlling interest	(38.2)	27.5
Total equity	5 694.9	5 368.3

Notes

	2011 Rm	2010 Rm
1. Basis of preparation		
<p>The condensed consolidated information has been prepared in accordance with the Listings Requirements of the JSE Limited, International Financial Reporting Standards (IFRS), the AC 500 standards as issued by the Accounting Practices Board, the Companies Act, No. 71 of 2008 (as amended) and the information as required by IAS 34: Interim Financial Reporting.</p> <p>The accounting policies applied are consistent with those applied for the group's 2010 annual financial statements.</p>		
2. Included in operating profit are:		
Depreciation	561.8	535.8
Amortisation	16.9	61.9
3. Reconciliation of operating profit and trading profit		
Operating profit	1 497.8	1 228.7
Net abnormal loss*	48.1	205.5
Net impairment losses on investments, loans, goodwill, property, plant and equipment, loans and other intangible assets	104.8	108.4
Retrenchment and restructuring costs	49.9	72.2
Share-based payment expense on BEE transaction	-	49.0
Net loss on disposal of businesses	5.4	2.9
Impairment of loans to non-controlling shareholders	0.2	1.9
Financial instruments fair value (gain)/loss	(71.4)	12.0
Net profit on disposal of property	(40.8)	(26.0)
Non-controlling shareholder loan waived	-	(14.9)
Trading profit	1 545.9	1 434.2

*Abnormal losses/(gains) are defined as losses/(gains) which do not arise from normal trading activities or are of such size, nature or incidence that their disclosure is relevant to explain the performance for the period.

4. Disposal of operations

The Interpak, Disaki, L&CP and Tubs businesses, which had been presented as held for sale in the prior year, were disposed during the year. The Interpak, Disaki and L&CP businesses were included in the South Africa Paper and Flexibles segment, while the Tubs disposal group was included in the South Africa Plastics segment, for segmental reporting purposes.

In addition to the above businesses, the operations of Nampak Paper Holdings were sold in line with the group's strategy to focus on core operations and emerging markets effective 28 February 2011. The results of these operations were previously reported in the Europe Paper segment for segmental reporting purposes and have been classified as discontinued operations. The only material change to the total assets as disclosed for the year-ended 30 September 2010 arose as a result of this transaction.

The results of the discontinued operations included in the statement of comprehensive income are set out below. The comparative (loss)/profit and cash flows from the discontinued operations have been re-represented to include the operations classified as discontinued in the current period.

Notes

	2011 Rm	2010 Rm
4. Disposal of operations (continued)		
(Loss)/profit for the year from discontinued operations		
Revenue	1 112.9	2 771.3
Expenses	(1 082.1)	(2 668.5)
Profit before tax	30.8	102.8
Attributable income tax expense	9.5	46.4
	21.3	56.4
Loss on disposal of operations	(352.4)	-
(Loss)/profit for the period from discontinued operations	(331.1)	56.4
Cash flows from discontinued operations		
Net cash flows from operating activities	(13.5)	121.2
Net cash flows from investing activities	(40.5)	37.7
Net cash flows from financing activities	23.2	(148.1)
Net cash flows	(30.8)	10.8
5. Determination of headline earnings		
Continuing operations		
Profit attributable to equity holders of the company for the year	959.0	769.5
Less: preference dividend	(0.1)	(0.1)
Basic earnings	958.9	769.4
Adjusted for:		
Net impairment losses on goodwill, property, plant and equipment, and other intangible assets	99.0	107.1
Net loss on disposal of businesses and other investments	5.4	2.9
Net profit on disposal of property, plant, equipment and intangible assets	(33.4)	(10.8)
Tax effects and non-controlling interest	(13.4)	(31.9)
Headline earnings for the year	1 016.5	836.7
Continuing and discontinued operations		
Profit attributable to equity holders of the company for the year	627.9	825.9
Less: preference dividend	(0.1)	(0.1)
Basic earnings	627.8	825.8
Adjusted for:		
Net impairment losses on goodwill, property, plant and equipment, and other intangible assets	99.0	107.1
Net loss on disposal of businesses and other investments	357.8	2.9
Net profit on disposal of property, plant, equipment and intangible assets	(33.4)	(23.9)
Tax effects and non-controlling interest	(13.4)	(32.0)
Headline earnings for the year	1 037.8	879.9
6. Cash and cash equivalents		
Bank balances, deposits and cash	1 450.8	718.6
Bank overdrafts	(652.9)	(455.5)
	797.9	263.1

Notes

	2011 Rm	2010 Rm
7. Supplementary information		
Capital expenditure	676.2	785.7
– expansion	259.9	529.9
– replacement	412.3	245.3
– intangibles	4.0	10.5
Capital commitments	543.8	482.3
– contracted	356.4	304.8
– approved not contracted	187.4	177.5
Lease commitments	270.1	306.1
– land and buildings	201.5	232.0
– other	68.6	74.1
Contingent liabilities	80.2	5.5
– customer claims and guarantees	8.0	5.5
– tax contingent liabilities*	72.2	–
<p>* Subsequent to year-end, the Malawi Revenue authority issued additional assessments for the 2001 to 2010 years of assessment on Packaging Industries Malawi Limited relating to transfer pricing to the value of R16.9 million with penalties and interest of R55.3 million. No provision has been raised as management believes that the matter is highly defensible. The timing of the resolution of the matter is uncertain.</p>		
8. Share statistics		
Ordinary shares in issue (000)	695 199	660 778
Ordinary shares in issue – net of treasury shares (000)	590 901	588 338
Weighted average number of ordinary shares on which headline earnings and basic earnings per share are based (000)	589 550	587 782
Weighted average number of ordinary shares on which diluted headline earnings and diluted basic earnings per share are based (000)	618 170	610 574
9. Additional disclosures		
Net gearing	10%	32%
Net debt: EBITDA*	0.6 times	1.1 times
Interest cover	12.8 times	7.6 times
EBITDA: Interest cover*	15.4 times	10.7 times
Total liabilities: equity	127%	141%
Return on equity – continuing operations	19%	17%
Return on equity – continuing and discontinued operations	11%	16%
Return on net assets – continuing operations	20%	19%
Return on net assets – continuing and discontinued operations	19%	17%
Net worth per ordinary share (cents)**	964	912
Tangible net worth per ordinary share (cents)**	933	861

*EBITDA is calculated before net impairments

**calculated on ordinary shares in issue – net of treasury shares

10. Translation revenue movement

Due to the weakening of the rand towards the end of the financial year, the translation gain of R322.0 million (2010: R234.3 million loss) was realised for the year.

The closing exchange rate at 30 September was £1: R12.58 (2010: £1: R10.98).

11. Related party transactions

Group companies, in the ordinary course of business, entered into various purchase and sale transactions with associates, joint ventures and other related parties. The effect of these transactions is included in the financial performance and results of the group.

12. Independent auditor's opinion

The auditors, Deloitte & Touche, have issued their opinion on the group's financial statements for the year ended 30 September 2011. The audit was conducted in accordance with International Standards on Auditing. They have issued an unmodified audit opinion. These condensed financial statements have been derived from the group financial statements and are consistent in all material respects with the group financial statements. A copy of their audit report is available for inspection at the company's registered office. Any reference to future financial performance included in this announcement, has not been reviewed or reported on by the company's auditors.

Comments

NAMPAK PROFILE

Nampak is Africa's largest packaging manufacturer with operations in Angola, Botswana, Ethiopia, Kenya, Malawi, Mozambique, Namibia, Nigeria, South Africa, Swaziland, Tanzania, Zambia and Zimbabwe.

Nampak is the major supplier of plastic bottles to the dairy industry in the United Kingdom.

Collection and recycling of all types of used packaging is of the utmost importance and is a core strategic activity.

The group's world-class research and development facility based in Cape Town provides technical expertise and support to Nampak's businesses as well as to its customers.

Nampak has a level 4 BBBEE rating as certified by independent ratings agency, Empowerdex.

The corporate office is based in Sandton, South Africa.

GROUP PERFORMANCE

Operating profit from continuing operations increased by 22%. The trading margin improved from 9.1% to 9.8% due mainly to improved results from the diversified canning, corrugated and flexible divisions as well as the sale of underperforming businesses.

Net finance costs decreased by 37% to R120 million as a result of lower interest rates and reduced debt following the receipt of the proceeds from the disposal of businesses.

Headline earnings per share from continuing operations increased by 21% from 142.3 cents to 172.4 cents as a result of the improvement in operating profit and the reduction in finance costs.

The final dividend/distribution has been increased by 28% to 74 cents per share making a total of 108 cents for the year (2010: 83 cents), an increase of 30%.

Revenue in South Africa declined marginally due to the disposal of a number of smaller underperforming businesses and weak consumer demand. The new beverage can operation in Angola contributed to the 11% growth in revenue in the rest of Africa which grew to R1.3 billion during the year. The acquisition of FourFourTwo contributed to the 19% increase in revenue in Europe.

The effective tax rate from continuing operations was 32.8% compared to 25.7% in 2010. The increase is due to start-up losses in Angola which cannot be claimed for tax purposes as a result of the special tax status granted in that country as well as increased secondary tax on companies.

Total capital expenditure amounted to R676 million compared to R786 million in 2010 with R157 million being spent on the completion of the Angolan beverage can factory and R27 million on the glass furnace rebuild which will be completed in 2012.

Working capital increased by R548 million mainly due to an increase in inventories as a result of the initial stock requirements for Angola, higher priced imported raw material in the South African metals businesses and higher stock holdings in Tissue which were exceptionally low in 2010.

Net debt to equity decreased to 10% from 32% in September last year mainly as a result of the receipt of disposal proceeds as well as strong operating cash flows. Net debt declined from R1.7 billion at the end of September 2010 to R582 million at the end of September 2011.

The European folding cartons and healthcare businesses were sold effective 28 February 2011 at a loss of R352 million and have been disclosed as discontinued operations.

Headline earnings per share from continuing and discontinued operations increased by 18% from 149.7 cents to 176.0 cents.

Comments

SEGMENTAL REVIEW (continuing operations)

The 2010 comparatives have been reclassified in accordance with management reporting.

	Revenue		Trading profit*		Margin	
	2011 Rm	2010 Rm	2011 Rm	2010 Rm	2011 %	2010 %
South Africa	12 958	13 293	1 257	1 138	9.7	8.6
Rest of Africa	1 350	1 214	122	83	9.2	6.8
Europe	1 511	1 268	96	101	6.4	8.0
Other			71	113		
Total	15 819	15 775	1 546	1 435	9.8	9.1

*operating profit before abnormal items

South Africa

Trading profit increased by 10% despite a 3% drop in revenue following weak consumer demand and the sale of underperforming businesses. The margin improved from 8.6% to 9.7% due to the sale of these underperforming businesses, a further improvement in corrugated and a good performance by the flexible packaging business.

Rest of Africa

Trading profit increased by 2% with start-up costs of the new Angolan beverage can factory detracting from an otherwise good performance. The margin in the region improved from 6.8% to 9.2%. Excluding Angola it increased to 13.6%.

Europe

Revenue of £135 million was 24% higher than last year mainly due to the acquisition of the FourFourTwo business. Trading profit remained virtually unchanged at £8.6 million and was impacted by integration costs of the acquisition. The average exchange rate to the pound was R11.18 compared to R11.64 last year.

Metals and Glass

	Revenue		Trading profit*		Margin	
	2011 Rm	2010 Rm	2011 Rm	2010 Rm	2011 %	2010 %
South Africa	5 126	5 263	736	743	14.4	14.1
Rest of Africa	652	526	37	15	5.7	2.9
Total	5 778	5 789	773	758	13.4	13.1

*operating profit before abnormal items

South Africa

A good performance from the diversified canning business was offset by lower sales of beverage cans and reduced demand for glass bottles. Sales volumes of beverage cans for local consumption were at a similar level to last year but exports were lower following the start-up of the factory in Angola.

There was good demand for aerosol, polish and paint cans. Sales of vegetable cans improved but fish can volumes were impacted by lower catches. Sales of fruit cans were also lower than last year.

The market for glass bottles was affected by the stronger rand which resulted in higher imports of bottles and lower exports of bottled wine.

Comments

Rest of Africa

The beverage can operation in Angola commenced production in April 2011 and is operating at expected efficiency levels. It incurred a trading loss of R48 million during the year. A strong agricultural season contributed to a good result in Kenya whilst Nigeria also performed well with increased demand across most market sectors. The minority shareholding in the Nigerian company was acquired and the company was delisted from the Nigerian Stock Exchange.

Paper and Flexibles

	Revenue		Trading profit*		Margin	
	2011 Rm	2010 Rm	2011 Rm	2010 Rm	2011 %	2010 %
South Africa	4 099	4 313	161	59	3.9	1.4
Rest of Africa	698	688	85	68	12.2	9.9
Total	4 797	5 001	246	127	5.1	2.5

*operating profit before abnormal items

South Africa

Trading profit increased by 173% and was due to a further improvement in the performance of the corrugated business which returned to profitability as well as an excellent performance from the flexible business.

The good profit improvement in the corrugated business was achieved despite lower demand for corrugated boxes. The Rosslyn paper mill continued to improve and contributed significantly to the overall performance.

The flexible business performed very well with good volume growth at major customers. Volumes improved across most sectors with stronger demand for detergent and snack food packaging.

Apart from the fast-foods sector, demand for folding cartons was weak across all market sectors and as a result margins came under pressure. The Pinetown factory was closed and production was consolidated into the Johannesburg and Cape Town factories.

The paper sacks business had a difficult year with the major market segments of cement, sugar and milling, being depressed.

Rest of Africa

There was strong demand for self-opening bags in Kenya and for cigarette cartons in Nigeria. Nigeria was however negatively affected by start-up operational problems with the take-on of new commercial carton and labels business. Zambia benefitted from a new sugar sack manufacturing line. The minority shareholding in Packaging Industries Malawi was acquired and was delisted from the Malawi Stock Exchange.

Plastics

	Revenue		Trading profit*		Margin	
	2011 Rm	2010 Rm	2011 Rm	2010 Rm	2011 %	2010 %
South Africa	2 114	2 142	231	152	10.9	7.1
Europe	1 511	1 268	96	101	6.4	8.0
Total	3 625	3 410	327	253	9.0	7.4

*operating profit before abnormal items

Comments

South Africa

Trading profit increased by 52% following improvements in all the businesses and in particular due to a break-even in the tubes and tubs business which lost R46 million in 2010.

There was steady demand for plastic bottles for milk and juice and sales of multi-layer bottles for long-life milk continued to grow with more retailers carrying this product. There was reduced demand from the beverage industry for plastic crates but sales of general packaging crates increased. Drum sales improved.

There was a marginal increase in the sales of PET bottles for carbonated soft drinks.

There was moderate demand for tubes which has been relocated to a new dedicated manufacturing facility. The loss-making tubs business was sold effective 1 May 2011.

Plastic closure sales improved following the introduction of a new beverage bottle closure but sales of wine bottle closures declined due to reduced exports of bottled wine.

Europe

Revenue of £135 million was 24% higher than last year mainly due to the acquisition of the FourFourTwo business. Trading profit remained virtually unchanged at £8.6 million and was affected by integration costs of the acquisition.

Tissue

	Revenue		Trading profit*		Margin	
	2011 Rm	2010 Rm	2011 Rm	2010 Rm	2011 %	2010 %
South Africa	1 619	1 575	129	184	8.0	11.7

*operating profit before abnormal items

Demand for one-ply toilet tissue was weaker due to financial pressure on lower-income consumers. Sales of two-ply toilet tissue grew although selling price reductions in both products resulted in lower trading margins. Market share was gained in the diaper market but margins fell due to an extremely competitive environment. Lifestyle continued to be the brand leader in the liners category of the feminine hygiene market. Revenue increased by 3% but the pressure on margins caused a 30% drop in trading profit.

CORPORATE ACTIVITY

In furtherance of the stated strategy to fix, close or sell underperforming businesses, the following were sold during the year:

- The cartons and healthcare packaging businesses in Europe;
- Interpak Books;
- Disaki Cores and Tubes;
- The Laminated & Coated Products business; and
- The Tubs business.

In support of the strategy to grow in the rest of Africa the minority interest in the Nigerian metals business, Nampak Nigeria Plc, and Packaging Industries Malawi were acquired.

Comments

EVENT SUBSEQUENT TO 30 SEPTEMBER 2011

In line with the group's strategy to grow its core businesses, the group has acquired with effect from 1 October 2011, the remaining 50% interest in Nampak Wiegand Glass (Pty) Limited which is held by Wiegand-Glas (SA) (Pty) Limited. The transaction is subject to the approval by the Competition authorities.

PROSPECTS

The group is now more focused and appropriately structured to benefit from the growing South African economy and its investments in the rest of Africa are expected to contribute to an ongoing improvement in profitability and trading margins.

CHANGES IN THE DIRECTORATE

Mrs VN Magwentshu was appointed an independent, non-executive director on 3 February 2011.

DECLARATION OF ORDINARY DIVIDEND AND CAPITAL REDUCTION

1. Notice is hereby given that a final ordinary dividend number 79 of 30.5 cents per share (2010: 58.0 cents per share) has been declared in respect of the year ended 30 September 2011, payable to shareholders recorded as such in the register of the company at the close of business on the record date, Friday 20 January 2012. The last day to trade to participate in the dividend is Friday 13 January 2012. Shares will commence trading "ex" dividend from Monday 16 January 2012.
2. Notice is hereby given that share premium will be reduced by payment of capital reduction ("cash distribution") number 8 of 43.5 cents (2010: Nil) per ordinary share in respect of the year ended 30 September 2011, payable to shareholders recorded as such in the register of the company at the close of business on the record date, Friday 20 January 2012. The last day to trade to participate in the distribution is Friday 13 January 2012. Shares will commence trading "ex" distribution from Monday 16 January 2012.

The important dates pertaining to this dividend and distribution are as follows:

Last day to trade ordinary shares "cum" dividend/distribution	Friday 13 January 2012
Ordinary shares trade "ex" dividend/distribution	Monday 16 January 2012
Record date	Friday 20 January 2012
Payment date	Monday 23 January 2012

Ordinary share certificates may not be de-materialised or re-materialised between Monday 16 January 2012 and Friday 20 January 2012, both days inclusive.

On behalf of the board

T T Mboweni *Chairman*
A B Marshall *Chief executive officer*

23 November 2011

**These results and a presentation to analysts and shareholders are available
on the group's website at www.nampak.com**

