TRADEHOLD LIMITED
(Registration number: 1970/009054/06)
Incorporated in the Republic of South Africa
JSE Share code: TDH ISIN: ZAE000152658
("Tradehold" or "the Group")

SUMMARY OF THE AUDITED CONSOLIDATED RESULTS OF THE TRADEHOLD GROUP FOR THE 12 MONTHS TO 28 FEBRUARY 2017 AND CASH DIVIDEND DISTRIBUTION

KEY INFORMATION
- Total assets up 213% to £998 million
- Revenue 80% higher at £51.6 million
- Total profit attributable to shareholders up 210% to £44.3 million
- Core headline earnings per share increases 112% to 13.8 pence
- Net asset value per share 40% higher at 119.4 pence

Where in the past the bulk of Tradehold's property assets were held in the UK and elsewhere in Southern Africa, the acquisition of the Collins Group's South African portfolio of 152 mainly industrial buildings during the past financial year has changed that situation to the extent where the major part of its gross assets are now in South Africa. In addition to its property portfolios which represent the bulk of its assets, Tradehold also owns financial services businesses in the UK and in South Africa. It holds its property assets in the UK through a 100% interest in the Moorgarth Group; in Africa, through a 100% ownership of Tradehold Africa; and in South Africa through its 100% ownership of the Collins Group. Its financial services interests are vested in companies in the UK and in South Africa. In the UK it has, through Reward Finance Group, an indirect holding of 70% in the three operating Reward companies - Reward Capital, Reward Invoice Finance and Reward Trade Finance - while in South Africa it wholly owns the multi-faceted Mettle Investments.

FINANCIAL PERFORMANCE
In the year to February 2017 Tradehold substantially increased the size of its business through the acquisition of the South African portfolio of the Collins Group after purchasing its property assets in the UK and Africa outside South Africa in the previous financial year. The results of the latest acquisition were integrated in Tradehold's results for the final two months of the financial year while the strong growth in its UK business further boosted its overall performance. During the reporting period total assets grew by 213% to £998 million from £319 million while revenue increased by 80% to £51.6 million (2016: £28.7 million). Total profit attributable to shareholders rose by 210% to £44.3 million (2016: £14.3 million). This includes a £27 million gain (2016: £4.6 million) in the fair-value adjustment of its investment properties. Despite an increase of almost 59 million in the number of shares in issue, core headline earnings per share as defined by the entity, increased 112% to 13.8 pence from 6.5 pence and net asset value per share increased by 40% to 119.4 pence from 85.1 pence.

BUSINESS ENVIRONMENT
Brexit has brought considerable political and financial uncertainty to the UK. This will continue to impact the country's economy and thus also its property market although the latter has been stabilising in the months preceding year-end. The retail sector is one of those which have come under increasing pressure following a drop in consumer disposable income. While interest rates are expected to remain at their present record low levels for

the foreseeable future, the weakness of the pound, trading at up to 25% below its high in 2016, has prompted ongoing interest from foreign investors particularly in industrial and commercial properties.

Almost all of Africa is experiencing a slowdown in economic growth. The countries in which Tradehold is active, are no exception. For much of the reporting period Southern Africa found itself in the grip of a devastating drought which decimated crops. Its impact has been exacerbated by the continued slide in the prices of commodities, the mainstay of many African countries, putting considerable pressure on employment. However, towards the end of the reporting period the situation started to improve following abundant rains and a surge in commodity prices.

PROPERTY
Moorgarth
During the year Moorgarth has grown the value of its portfolio by £36 million to £174.2 million, or £218 million if its interest in joint ventures, which are not reflected in the balance sheet, are included. It acquired five new properties at a cost of £46.1 million, some of them in joint ventures with the long established South African Moolman Property Group. During the reporting period it grew turnover by 76% to £28.8 million and its contribution (net profit plus group interest) by 121% to £18.1 million.

Return on equity increased to 21.7% from 11.4%.

The strong growth in turnover was due largely to the full-year effect of the acquisition of the leading central London serviced-office provider, Ventia Ltd. Its operations have been fully integrated with those of Moorgarth's own The Boutique Workplace Company (TBWC). Together they now operate 31 business centres offering 3 500 work stations in London. TBWC has been able to capitalise on the uncertainty and volatility in the market as companies, unwilling to enter into long-term commitments, sought flexible solutions for their businesses, turning increasingly to serviced-office accommodation. In the light of this demand, Moorgarth is looking to expand its existing facilities in central London while also investigating the potential of serviced apartments in the same area. It is at present acquiring properties in the capital for the sole purpose of leasing these to TBWC for conversion to serviced-office space.

During the reporting period Moorgarth's central focus remained on growing asset value across the existing portfolio through the pro-active management of its properties. As part of the process it disposed of a number of smaller legacy properties above their 2016 book value to allow management to focus its energies on the major assets in the portfolio. New properties are only acquired if they offer substantial potential for value enhancement. Once part of the portfolio, such properties are aggressively managed to unlock their full potential, a process in which Moorgarth's property management division, established in the previous financial year, plays a crucial role. Lettings in the company's two regional shopping centres - The Market Place Shopping Centre in Bolton in the greater Manchester area and the Broad Street Mall in Reading near London - are at more than satisfactory levels in an environment in which occupiers, due to the suppressed retail environment, are able to drive very hard bargains. With its renovation virtually complete, The Market Place was independently valued at year-end at £68.2 million, a year-on-year increase of £11.9 million. The property was acquired several years ago for £24.9 million.

Of particular note this year has been Moorgarth's success in winning the Revo Gold Award for The Market Place. This is a national award for the best in class refurbishment of a shopping centre throughout the UK. The award focused on Moorgarth's innovation, commercial acumen and willingness to partner with the key stakeholder in Bolton. The scheme, which includes a 9 screen cinema and 6 restaurants on a heritage property, has been a catalyst for the regeneration of the town as a whole. Moorgarth's creative marketing campaign has won it three further awards during the year, once again against major institutional competition. These accolades have raised its profile enormously and demonstrate a new, refreshing, innovative and creative approach to asset management.

Tradehold Africa

The benefits of Tradehold Africa's acquisition of the Collins Group's property assets in certain neighbouring countries in Southern Africa became increasingly evident in the 12 months under review. With the acquisition also came the expertise of the Collins Group's team of professional property asset managers and developers, thereby reinforcing Tradehold's focus on proactive asset management and development.

The value of Tradehold Africa's portfolio, outside South Africa, increased from £62.8 million to £119.3 million while its contribution to total group profits escalated from £1.4 million to £8.7 million.

A strong focus remained during the year on Tradehold Africa's operations in Namibia which the group intends listing on the Namibian Stock Exchange once the local portfolio of mainly retail and commercial properties reaches a size justifying such a step.

The Dunes Mall, a major retail centre in Walvis Bay co-owned with South Africa's Atterbury Group, is due for completion in October while a regional shopping centre of equal size in Rundu in the north is trading well after opening its doors in the previous financial year. At the same time Tradehold Africa has several projects under construction in the capital, Windhoek, in conjunction with Safland, its Namibian development partner.

In Maputo in Mozambique the group's major residential development was completed at a cost of US$45 million and handed to its major long-term tenants, the US Embassy and the oil-exploration company Anadarko. Also in the capital Tradehold acquired, in a strategic alliance with Atterbury, 75% of a company owning a warehouse near the city's airport leased on a ten-year contract to British American Tobacco (BAT). A retail centre in the northern port city of Pemba which will be anchored by Shoprite, is expected to be completed during the present calendar year. A strategic decision was taken to delay the construction of a shopping centre in Beira which is also being undertaken as a joint venture with Atterbury, until such time as the country's economic outlook improves.

Collins Group

Towards the end of its financial year Tradehold acquired the Collins Group's South African property portfolio, as well as its property development and management business after earlier acquiring its UK and African portfolios. The contractual purchase price of R1.7 billion was settled by means of R60 million in cash and the issuing of 57.7 million new Tradehold shares at R28.73 per share. The purchase price at fair market value is R1.3 billion due to the market price of the Tradehold shares at the closing date of the transaction of R22.40 per share. Valued at R8.3 billion with a net asset value of R1.7 billion, the diversified South African portfolio consists of 152 commercial, industrial and retail properties with a total gross lettable area (GLA) of 1,6 million square metres, occupied by mainly national tenants.

At year-end the vacancy rate was a low 0.8% of GLA.

The transaction offered Tradehold the opportunity to acquire an extensive portfolio of quality properties, together with a highly rated team of property asset managers and developers with a reputation built up over generations. It created a perfect fit for Tradehold in its stated objective of growing its balance sheet to the point where it could engage in major property transactions both here and in the UK.

FINANCIAL SERVICES

Reward
In the 12 months to February 2017, Reward continued to build on the success of previous years, with turnover increasing by 13.6% to £7.5 million while its net profit contribution to the group (net profit after minorities plus group interest) was 12% higher at £3.7 million (2016: £3.3 million). At year-end its total loan book had grown to £40 million from £32 million the previous year. The business consists of three operating units: Reward Capital, which focuses on short-term, asset-backed loans to smaller businesses, Reward Invoice Finance which offers bespoke invoicing-discounting facilities to similar-sized ones and Reward Trade Finance. During the reporting period there was an increasing focus on invoice financing which grew by 80% to £10.8 million. Reward is a solid business which is finding an increased demand for its services against the backdrop of continuing reticence by the banks to extend loan facilities to small and medium-sized businesses.

Mettle
The various divisions of Cape-based Mettle Investments generated a net after-tax profit of £777 000 (2016: £785 000) which was 1% lower than in the previous year. This was due mainly to the fact that the recently established Mettle Solar, which specialises in solar power solutions in Southern Africa, still requires substantial capital investment to sustain its strong growth. Mettle Solar commissioned seven new projects during the year, four in Namibia and three in South Africa, to bring its total number of projects to 13. In the new financial year Mettle will continue to seek acquisition opportunities providing a strategic fit to further bolster its financial services offering.

SHARE ISSUE
On 10 June 2016 Tradehold issued 1 189 730 shares to the former shareholders of Mettle, in settlement of the final deferred consideration owing by it in terms of the Mettle acquisition in 2014.

On 29 December 2016 and 20 February 2017 Tradehold issued 47 165 682 shares to various subscribers related to the Collins Group and its affiliates, in settlement of the consideration for the acquisition of the South African commercial property portfolio of the Collins Group and its affiliates. The assets acquired comprise investment properties valued at £480 million. In order to avoid a cross-holding resulting from the transaction, Tradehold repurchased 7 433 346 of its own shares from an acquired entity prior to the closing of the transaction, and issued 7 414 761 to the former beneficial owner of the acquired entity.

ORDINARY SHARE CASH DIVIDEND

Notice is hereby given that the Directors have declared a gross cash dividend of 10 cents per Ordinary Share (2016: 6.5 cents) on 23 May 2017. The dividend will reduce Tradehold's stated capital.

The distribution constitutes a foreign dividend as defined in section 1 of the Income Tax Act ("ITA") and is a dividend for purposes of dividends tax ("DT"), since the shares are listed on the JSE Limited.

An exemption from DT is provided for in the ITA in respect of foreign dividends paid to a South African company and to a non-resident to the extent that it is paid in respect of listed shares, provided certain administrative procedures are complied with.

The ITA further provides for an exemption from income tax in respect of foreign dividends received or accrued in respect of listed shares.

In terms of the ITA, DT of 20% has been withheld for those shareholders who are not exempt from DT. Shareholders who are not exempt from DT will therefore receive a net dividend of 8 cents per Ordinary Share.

Tradehold has 247 092 926 Ordinary Shares in issue.

Tradehold Limited's income tax reference number is 9725/126/71/9.
The salient dates for the dividend will be as follows:

Declaration date	Tuesday, 23 May 2017
Last date to trade cum dividend	Tuesday, 20 June 2017
Date trading commences ex dividend	Wednesday, 21 June 2017
Record date	Friday, 23 June 2017
Date of payment to shareholders	Monday, 26 June 2017

Share certificates may not be dematerialised or rematerialised between Wednesday, 21 June 2017, and Friday, 23 June 2017, both days inclusive.

COMMENTS ON THE RESULTS

The acquisition of the South African portfolio of the Collins Group during the financial year resulted in a provisional gain on business combination of £16.5 million, mainly due to the decrease in the company share price from the agreed consideration share price of ZAR28.73 to the closing date share price of ZAR22.40.

(£'million)	Audited 12 months to 28/2/17	Audited 12 months to 29/02/16
Gain on business combination	16 481	-

The results of the Collins Group have been incorporated in the Group results with effect from 23 December 2016.

OUTLOOK

Political and financial volatility are expected to continue if not escalate in the UK as the Brexit negotiations progress and the implications of the separation from the rest of the EU become increasingly clear. However, we are confident that Moorgarth is well positioned to cope with the changing environment. Our expanding serviced-office accommodation is playing an increasingly important role in income generation while we expect to continue benefiting from management's entrepreneurial flair, supported by the Group's ready access to finance, in acquiring top-quality assets at highly competitive prices in a market characterised by investor uncertainty. At the same time the properties in Moorgarth's existing portfolio all still offer considerable potential for further value enhancement which are being actively pursued.

Although the economic slowdown in our Southern African markets has led to certain projects being temporarily placed on hold, we have the fullest confidence that with improving agricultural and mining conditions we shall be able to implement and add to our present development pipeline. At the same time we shall be placing a strong accent on developing and growing our newly acquired South African portfolio. As a board we are therefore confident that the Group will continue to provide an above-average return on investment, with our financial services divisions continuing to maintain its growth momentum.

Any reference to future financial performance included in this statement has not been reviewed and reported on by the Group's external auditors and does not constitute an earnings forecast.

POLICY ADOPTION FOR TRADING STATEMENTS

The Group has adopted net asset value per share as the measure for trading statements with effect from the 28 February 2017 financial year-end.

BASIS OF PRESENTATION AND ACCOUNTING POLICIES

The summary consolidated financial statements are prepared in accordance with the requirements of the JSE Listings Requirements for preliminary reports, and the requirements of the Companies Act, No 71 of 2008 (the "Companies Act") applicable to summary financial statements.

The JSE Listings Requirements require preliminary reports to be prepared in accordance with the framework concepts and the measurement and recognition requirements of International Financial Reporting Standards (IFRS) and the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Pronouncements as issued by the Financial Reporting Standards Council and to also, as a minimum, contain the information required by IAS 34 Interim Financial Reporting. The accounting policies applied in the preparation of the consolidated financial statements from which the summary consolidated financial statements were derived, are in terms of IFRS and are consistent with those accounting policies applied in the preparation of the previous consolidated annual financial statements.

The Group has adopted all new and amended accounting pronouncements issued by the International Accounting Standards Board that are effective for financial years commencing 1 March 2016. None of the new or amended accounting pronouncements that are effective for the financial year commencing 1 March 2016 had a material impact on the Group.

The Group's reportable segments reflect those components of the Group that are regularly reviewed by the chief executive officers and other senior executives who make strategic decisions (the chief operating decision maker).

Trading profit on the face of the statement of comprehensive income is the Group's operating result excluding fair value gains or losses on financial assets at fair value through profit or loss and impairment losses on goodwill.

Core headline earnings exclude once-off and non-operating items. Management believes that it is a useful measure for shareholders of the Group's sustainable operating performance. However, this is not a defined term under IFRS and may not be comparable with similarly titles measures reported by other companies.

The directors of the Group take full responsibility for the preparation of this preliminary report.

AUDIT OPINION

These summary consolidated financial statements for the year ended 28 February 2017 have been audited by PricewaterhouseCoopers Inc., who expressed an unmodified opinion thereon. The auditor also expressed an unmodified opinion on the annual financial statements from which these summary consolidated financial statements were derived.

A copy of the auditor's report on the summary consolidated financial statements and of the auditor's report on the annual consolidated financial statements are available for inspection at the Group's registered office, together with the financial statements identified in the respective auditor's reports.

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

PREPARATION OF FINANCIAL RESULTS

The preparation of the financial results was supervised by the Group financial director, Karen Nordier BAcc, BCompt Hons, CA(SA).

REPORTING CURRENCY

As the operations of most of Tradehold's subsidiaries are conducted in pound sterling and because of the distortion caused by the fluctuating value of the rand, the Group reports its results in the former currency.

CHANGES TO BOARD AND COMPANY SECRETARY

The following changes to the Tradehold board and company secretary occurred during the period under review:

- Mr FM ver Loren van Themaat resigned as company secretary and Mettle Corporate Finance Proprietary Limited was appointed as company secretary with effect from 12 September 2016; and
- Mr. KR Collins was appointed as a non-executive director with effect from 23 December 2016.

C H Wiese   K L Nordier
Chairman   Director

Malta
23 May 2017

STATEMENT OF COMPREHENSIVE INCOME

	Audited	Audited

(£'000)	12 months to 28/02/17	12 months to 29/02/16
Revenue	51 554	28 651
Trading profit	49 752	16 080
Gain on business combination	16 481	-
Gain on disposal of investments	287	24
Gain on disposal of financial assets	-	1 920
Fair value (loss)/gain through profit or loss	(419)	(237)
Operating profit	66 101	17 787
Finance income	3 924	3 600
Finance cost	(16 089)	(6 684)
Profit from joint venture	-	197
Profit from associated companies	165	381
Profit before taxation	54 101	15 281
Taxation	(4 444)	(638)
Profit for the year before non-controlling interest	49 657	14 643
Other comprehensive income		
Items that may be subsequently reclassified to profit or loss		
Net fair value loss on hedging instruments entered into for cash flow hedges	181	(163)
Currency translation differences	14 929	(3 987)
Total comprehensive income for the year	64 767	10 493
Profit attributable to:		
Owners of the parent	44 303	14 280
Non-controlling interest	5 354	363
	49 657	14 643
Total comprehensive income attributable to:		
Owners of the parent	59 580	10 170
Non-controlling interest	5 187	323
	64 767	10 493
Earnings per share (pence): basic		
- basic	22,2	7,6
- headline earnings	3,3	5,2
- core headline earnings (as defined by entity)	13,8	6,5
Number of shares for calculation of earnings per share ('000)	199 921	186 818
Earnings per share (pence): diluted		
- diluted	22,1	7,6
- headline earnings	3,2	5,1
- core headline earnings (as defined by entity)	13,8	6,4
Number of shares for calculation of diluted earnings per share ('000)	200 185	188 124

STATEMENT OF FINANCIAL POSITION

(£'000)	Audited 28/02/17	Audited 29/02/16
Non-current assets	868 571	235 844
Property, plant and equipment	9 396	7 860
Investment properties - fair value for accounting purposes	805 139	196 879
Investment properties - straight-line lease income adjustment	1 521	-
Intangible assets other than goodwill	754	1 518
Goodwill	11 802	10 240
Investment in joint venture	20 631	13 793
Investments in associates	6 132	3 490

Deferred taxation	10 961	510
Trade and other receivables	552	302
Loans receivable	1 683	1 252
Current assets	129 706	83 213
Financial assets	5 924	6 344
Assets held for resale	14 389	-
Loans receivable	129	3 216
Derivative financial instruments	2 656	-
Loans to associates	8 707	3 648
Trade and other receivables	66 953	48 051
Taxation	17	1
Cash and cash equivalents	30 931	21 953
Total assets	998 277	319 058
Equity	308 750	160 214
Ordinary shareholders' equity	295 054	160 167
Non-controlling interest	13 696	47
Non-current liabilities	527 956	113 223
Preference share liability	48	28 288
Long-term borrowings	474 167	69 937
Derivative financial instruments	532	8 565
Deferred revenue	7 581	5 801
Contingent consideration	-	106
Deferred taxation	45 628	526
Current liabilities	161 571	45 621
Preference share liability	38 951	-
Short-term borrowings	96 055	29 519
Contingent consideration	105	1 691
Taxation	1 303	1 286
Bank overdrafts	558	-
Other current liabilities	24 599	13 125
Total equity and liabilities	998 277	319 058

STATEMENT OF CHANGES IN EQUITY

(£'000)	Audited 12 months to 28/02/17	Audited 12 months to 29/02/16
Balance at beginning of the period	160 214	122 328
Proceeds from ordinary share issue	75 926	28 157
Transactions with owner of the entity	-	295
Distribution to minorities	(548)	(564)
Acquisition of subsidiaries	8 986	-
Disposal of subsidiary	(60)	-
Capital reserve (Employee Share Option Scheme)	38	-
Dividends distributed to shareholders	(572)	(495)
Profit for the year	49 657	14 643
Other comprehensive income for the year	15 109	(4 150)
Balance at the end of the period	308 750	160 214

STATEMENT OF CASH FLOWS

(£'000)	Audited 12 months to 28/02/17	Audited 12 months to 29/02/16
Cash flows from operating activities	11 408	4 700
Cash flows utilised in investing activities	(69 372)	(60 529)
Acquisition of investment properties	(54 468)	(35 610)

Acquisition of property, plant and equipment	(2 944)	(1 161)
Business combinations, net of cash acquired	758	(9 899)
Proceeds on disposal of investment properties	5 898	5 637
Proceeds on disposal of property, plant and equipment	4 913	19
Net proceeds on disposal of investment	1	9 191
Dividends received from associates	186	576
Loans advanced to joint venture	(6 884)	(13 542)
Loans repaid by/(advanced to) associate undertaking	(8 267)	(4 571)
Borrowings repaid	-	-
Loans and advances - issued	(86 955)	(69 787)
Loans and advances - repaid	78 390	58 618
Net cash flow	(57 964)	(55 830)
Cash flows from financing activities	66 426	43 592
Proceeds from borrowings	109 777	65 904
Repayment of borrowings	(42 825)	(21 747)
Proceeds from ordinary share issue	-	-
Share buy-back from minority shareholder	-	-
Proceeds from preference share issue	22	-
Redemption of preference shares	-	-
Dividends to non-controlling interests	(548)	(564)
Net increase in cash and cash equivalents	8 462	(12 236)
Effect of changes in exchange rate	(42)	47
Cash and cash equivalents at beginning of the year	21 953	34 142
Cash and cash equivalents at end of the year	30 373	21 953

NON CASH TRANSACTION

During the year under review the following non cash transactions took place:

- Purchase of the Collins group South African property portfolio
  Refer to note 12.1 for detail of the transaction
- Tradehold Limited share issues
  On 10 June 2016 1 189 730 Tradehold Limited shares were issued to the former Mettle Investments (Pty) Limited shareholders in settlement of the final tranche of the deferred purchase consideration.

SEGMENTAL ANALYSIS

(£'000)	Revenue	Operating profit/ (loss)	Total assets	Total liabilities
Twelve months to 28 February 2017 (audited)				
Property - United Kingdom	28 841	22 544	246 465	222 894
Property - Namibia	3 518	9 006	55 511	41 445
Property - Africa excluding Namibia and South Africa	3 301	8 412	83 800	82 053
Property - South Africa	6 874	22 176	455 390	421 742
Short-term lending - United Kingdom	7 482	5 425	43 076	37 783
Short-term lending - South Africa	1 538	610	12 820	6 285
Other	-	(2 072)	101 215	(122 675)
	51 554	66 101	998 277	689 527
Twelve months to 29 February 2016 (audited)				
Property - United Kingdom	16 331	9 051	188 461	190 533
Property - Namibia	3 269	4 266	30 329	26 015
Property - Africa excluding				

Namibia	1 055	1 053	39 155	42 188
Short-term lending - United Kingdom	6 558	4 678	33 729	30 676
Short-term lending - South Africa	1 438	385	11 276	7 167
Other	-	(1 645)	16 108	(137 735)
	28 651	17 787	319 059	158 843

There was no intersegment revenue, resulting in all revenue being received from external customers.

SUPPLEMENTARY INFORMATION

(£'000)		Audited 12 months to 28/02/17	Audited 12 months to 29/02/16
1	Depreciation for the year	1 270	608
2	Capital expenditure for the year	57 412	36 771

Capital commitments contracted but not provided for at year-end are:
South Africa - £7.2 million and £463 000 relating to phase 1 of the Mzuri development by Imbali Props 21 (Pty) Ltd and the purchase of land by Ifana Investments (Pty) Ltd respectively.
Namibia - £17.2 million relating to the developments of Oasis Mall, Dunes Lifestyle and Steps.
Mozambique - £8 million principally relating to retail property development, to be funded by long term borrowings from Standard Bank (South Africa).

3 Calculation of headline earnings

	Gross	Net	Gross	Net
Net profit		44 303		14 280
Gain on revaluation of investment properties	(26 956)	(19 516)	(4 613)	(4 380)
Profit on disposal of investment properties		(1 573)		(239)
Gain from business combination		(16 481)		-
Gain on disposal of investments		(287)	(24)	(13)
Loss/(profit) on disposal of property, plant and equipment		52		(19)
		6 498		9 630

4 Calculation of core headline earnings

	Gross	Net	Gross	Net
Headline profit		6 498		9 630
Gain on revaluation of investment properties	26 956	19 516	4 613	4 380
Profit on disposal of investment properties		1 573		239

	Legal fee income		(220)
	Profit on disposal of UBS shares		(1 920)
		27 587	12 109
5	Number of shares in issue ('000)	247 093	188 240
6	Net asset value per share (pence)	119,4	85,1
7	Financial assets Unlisted investments at fund managers valuation	5 924	6 344
8	Contingent liabilities	516	-

9 Related parties

During the year under review, in the ordinary course of business, certain companies within the Group entered into transactions with each other. All these intergroup transactions are similar to those in the prior year and have been eliminated in the annual financial statements on consolidation. For further information, refer to the audited annual financial statements.

10 Events after the reporting period

There are no significant subsequent after year end which need to be adjusted for or additional disclosure required.

11 Goodwill

		Audited 12 months to 28/02/17	Audited 12 months to 29/02/16
11,1	Cost	13 243	11 288
	Accumulated impairment losses	(1 441)	(1 048)
		11 802	10 240
11,2	Cost		
	Balance at beginning of year	11 288	3 594
	Acquired through business combinations	788	8 429
	Foreign currency translation movements	1 167	(736)
	Balance at end of year	13 243	11 288
11,3	Accumulated impairment losses		
	Balance at beginning of year	(1 048)	(1 288)
	Foreign currency translation movements	(393)	240
	Impairment losses recognised in the year	-	-
		(1 441)	(1 048)

11,4 Allocation of goodwill to cash-generating units

Management reviews the business performance based on geography and type of business. It has identified the United Kingdom and South Africa as the main geographies. There are property segments in the UK, and short-term lending in South Africa. Goodwill is monitored by management at the operating segment level. The following is a summary of the goodwill allocation for each applicable operating segment:

Twelve months to 28 February 2017 (audited)	Opening	Additions
SA short-term lending	1 885	-
UK property - serviced offices	7 975	25

Other	380	763
Total	10 240	788

Twelve months to 28 February 2017 (audited)	Impairment	Foreign currency translation movements	Closing
SA short-term lending	-	707	2 592
UK property - serviced offices	-	-	8 000
Other	-	67	1 210
Total		774	11 802

Twelve months to 29 February 2016 (audited)	Opening	Additions
SA short-term lending	2 287	26
UK property - serviced offices	-	7 975
Other	19	429
Total	2 306	8 430

Twelve months to 29 February 2016 (audited)	Impairment	Foreign currency translation movements	Closing
SA short-term lending	-	(428)	1 885
UK property - serviced offices	-	-	7 975
Other	-	(68)	380
Total	-	(496)	10 240

11.4.1 The goodwill allocated to the UK property segment has been determined to be the serviced office business owned by subsidiaries acquired by the Group, mainly relating to the Ventia acquisition in the previous financial year.

The goodwill allocation for 2016 has been finalised for the Ventia purchase price allocation in the current financial year, disclosed in Note 12,3.

No impairment charge arose as a result of the impairment test. The recoverable amount has been determined based on value-in-use calculations. These calculations use pre-tax cash flow projections based on financial budgets approved by management covering a five-year period. Cash flows beyond the five year period are extrapolated using the estimated sustainable growth rates stated below.

	Audited 28/02/17	Audited 29/02/16
The key assumptions, long term growth rate and discount rate used in the value-in-use calculations are as follows:		
WACC	8,00%	10,50%
Growth rate	2,50%	2,50%
Sustainable growth rate	0,50%	0,50%

The principal assumptions where impairment occurs are as follows:

WACC	18,10%	11,80%
Growth rate	-11,30%	-11,00%
Sustainable growth rate	-1,50%	-1,50%

11.4.2 The goodwill allocated to the SA short-term lending segment relates to the operations of Mettle Investments (Pty) Limited and its subsidiaries, mainly relating to the acquisition by the Group in the 2015 financial year.

No impairment charge arose as a result of the impairment test (2016: nil). The recoverable amount has been determined based on value-in-use calculations. These calculations use pre-tax cash flow projections based on financial budgets approved by management covering a five-year period. Cash flows beyond the five-year period are extrapolated using the estimated sustainable growth rates stated below.

The key assumptions, long term growth rate and discount rate used in the value-in-use calculations are as follows:

WACC	15,26%	15,28%
Growth rate	8,50%	8,50%
Sustainable growth rate	2,10%	2,10%
Operating profit margin (% of revenue)	25,68%	25,68%

The principal assumptions where impairment occurs are as follows:

WACC	15,58%	15,60%
Growth rate	7,50%	7,60%
Sustainable growth rate	1,30%	1,40%

12 Business Combinations

12,1 Collins group South African property portfolio

On 22 December 2016 the group acquired 100% of the equity and voting interest in Imbali Props 21 (Pty) Ltd and Saddle Path Props 69 (Pty) Ltd, holding a portfolio of commercial property assets located in Kwa-Zulu Natal, Eastern Cape, Western Cape and Gauteng in South Africa, as well as 100% of the equity and voting interest in the property management company, Collins Property Projects (Pty) Ltd. The purchase consideration was discharged by the issue of 57.7 million new ordinary shares in the company at an issue price of ZAR28.73 (£1.50) each, and £3.5 million in cash.

As a result of the acquisition, the group has expanded its property interest in to South Africa, and has gained access to the resources and property expertise of the Collins group in South Africa, to assist with the growth and development of the group's Southern African property portfolio.

The following table summarises the provisional purchase price allocation for the acquisition, and the amounts of the assets acquired and liabilities assumed recognised at the acquisition date.

	Audited 12 months to 28/02/17	Audited 12 months to 29/02/16
Total consideration	78 209	
Issuance of ordinary shares	74 741	-
Cash paid	3 468	-
Recognised amounts of identifiable assets acquired and liabilities assumed at fair value:		
Total assets	493 188	
Investment property	480 683	-
Property plant and equipment	4 552	-
Loans to associates	893	-
Cash and cash equivalents	2 502	-
Trade and other receivables	4 541	-
Tax receivables	16	-
Total liabilities	(398 498)	
Non-controlling interest	(8 849)	-
Borrowings	(350 035)	-
Tax creditor	(30 834)	-
Trade and other payables	(8 780)	-
Total identifiable net assets	94 690	-
Goodwill	(16 481)	-
Total consideration	78 209	-
Consideration paid in cash	(3 468)	
Acquisition costs charged to equity	(552)	
Cash acquired	2 502	
Net cash flow on acquisition	(1 518)	

The gain on business combination arises due to the decrease in the company share price from the agreed consideration share price of ZAR28.73 to the closing date share price of ZAR22.40.

Aquisition related costs of £552 430 were charged to equity as transaction costs on the issue of shares.

Aquisition related costs of £115 977 were charged to administrative expenses in the consolidated income statement of the group for the year ending 28 February 2017.

Since the acquisition date of the above business combination, revenue of £6 873 593 and net profit of £777 273 have been included in the income statement relating to Collins SA.

Had the revenue and net results of Collins SA been included from 1 March 2016, group revenue and net profit contributed by Collins SA would have amounted to £33 405 233 and £25 466 842 respectively.

12,2 Atterbury Mauritius Ltd

On 26 January 2017 the group acquired 75% of the voting and equity interest in Atterbury Matola Mauritius Ltd (owning a warehouse in Mozambique tenanted by British American Tobacco plc) and Atterbury Pemba Properties Ltd (developing a retail centre in Pemba, Mozambique).

As a result of the acquisition, the group has expanded its property interest in Mozambique which are tenanted by large listed tenants and exposed to US dollar rental.

The following table summarises the provisional purchase price allocation for the acquisition, and the amounts of the assets acquired and liabilities assumed recognised at the acquisition date.

	Audited 12 months to 28/02/17	Audited 12 months to 29/02/16
Total consideration		-
Issuance of ordinary shares	-	-
Cash paid	-	-
Total assets	19 294	-
Investment property	16 298	-
Non-controlling interest	254	-
Cash and cash equivalents	2 276	-
Trade and other receivables	425	-
Tax receivables	41	-
Total liabilities	(20 057)	-
Borrowings	(17 360)	-
Trade and other payables	(2 697)	-
Total identifiable net assets	(763)	-
Provisional goodwill	763	-
Total consideration paid	0	-
Cash acquired	2 276	-
Net cash flow on acquisition	2 276	-

12,3 Ventia Ltd

On 2 December 2015 The Boutique Workplace Company Ltd acquired 100% of the equity and voting interest in Ventia Ltd, a serviced office business. The acquisition has significantly increased the group's serviced office presence in London and complements the group's existing serviced office business.

The fair value exercise is now complete and the following table summarises the revised fair value purchase price allocation for the acquisition. The comparatives have been finalised.

	Audited 12 months to 28/02/17	Audited 12 months to 29/02/16
Total consideration	-	13 827
Cash paid	-	13 827
Recognised amounts of identifiable assets acquired and liabilities assumed at provisional fair value:		
Total assets	-	10 849
Property plant and equipment	-	2 058
Intangible assets	-	1 518
Cash and cash equivalents	-	955
Trade and other receivables	-	6 318
Total liabilities	-	(5 090)
Deferred revenue	-	(3 406)

Tax creditor	-	(617)
Trade and other payables	-	(1 067)
Total identifiable net assets	-	5 759
Goodwill	-	8 068
Total consideration paid	-	13 827
Cash acquired	-	955
Net cash flow on acquisition	-	(12 872)

13 Fair value of financial instruments

The carrying amounts, net gains and losses recognised through profit and loss, total interest income, total interest expense and impairment of each class of financial instrument are as follows:

28 February 2017

Assets (£'million)	Carrying value	Net (losses) /gains	Total interest income	Total interest expense	Impairment
Financial asset at fair value through profit or loss	5,9	(0,4)	-	-	0,4
Derivatives	2,7	10,5	-	-	-
Loans to joint venture	20,0	-	1	-	-
Loans to associates	12,0	-	1	-	-
Loans and trade receivables	49,5	-	1,5	-	1,1
Other receivables	19,8	-	-	-	-
Cash and cash equivalents	30,9	-	-	-	-

Liabilities (£'million)					
Long-term borrowings	489,1	-	-	9,9	-
Derivatives	0,5	-	-	-	0,2
Preference shares	39,0	-	-	2,6	-
Deferred revenue	7,6	-	-	-	-
Contingent consideration	0,1	-	-	-	-
Short-term borrowings	81,2	-	-	2,5	-
Bank overdrafts	0,6	-	-	-	-
Trade and other payables	24,6	-	-	-	-

29 February 2016

Assets (£'million)	Carrying value	Net (losses) /gains	Total interest income	Total interest expense	Impairment
Financial asset at fair value through profit					

or loss	6,3	(0,2)	-	-	0,2
Loans receivable	41,9	-	2,1	-	0,9
Trade and other receivables	10,9	-	-	-	-
Cash and cash equivalents	22,0	-	-	-	-
Liabilities (£'million)					
Long-term borrowings	82,9	-	-	4,2	-
Derivatives	8,6	-	-	-	0,0
Preference shares	28,3	-	-	2,2	-
Contingent consideration	1,8	-	0,3	-	6,3
Short-term borrowings	17	-	-	0,8	-
Bank overdrafts	-	-	-	-	-
Trade and other payables	12,0	-	-	-	-

The fair value of all amounts, except long-term borrowings with fixed interest rates, approximate their carrying amounts.

All financial instruments are classified as loans receivable/payable at amortised cost, except listed investments, which are classified as financial assets at fair value through profit or loss and the derivatives, which are partly carried at fair value through profit and loss held for trading and partly as fair value through profit and loss designated as a hedge.

14 Fair value hierarchy

IFRS7 requires disclosure of fair value measurements by level of the following fair value measurement hierarchy:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (level 3).

The following table presents the group's financial assets and liabilities that are measured at fair value at 28 February 2017:

	Audited 28/02/17		
Assets	Level 1	Level 2	Level 3
Financial assets at fair value through profit and loss			
Securities			5 924
Trading derivatives			
Cross currency swap		2 656	
Non-financial assets at fair value through profit or loss			
Investment properties			806 660

Total assets		2 656	812 584
Liabilities			
Financial liabilities at fair value through profit and loss			
Contingent consideration			105
Derivatives used for hedging			
Interest rate contracts		532	
Financial liabilities at amortised cost			
Preference shares	38 951		
Borrowings			570 222
Total liabilities	38 951	532	570 327

		Audited 29/02/16	
Assets	Level 1	Level 2	Level 3
Financial assets at fair value through profit and loss			
Securities			6 344
Non-financial assets at fair value through profit or loss			
Investment properties			196 879
Total assets			203 222
Liabilities			
Financial liabilities at fair value through profit and loss			
Contingent consideration			1 797
Trading derivatives			
Cross currency swap		7 854	
Derivatives used for hedging			
Interest rate contracts		712	
Financial liabilities at amortised cost			
Preference shares	28 288		
Borrowings			99 455
Total liabilities	28 288	8 566	101 252

The fair value of financial instruments traded in active markets is based on quoted market prices at the period-end. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the group Is the current bid price.

The carrying amounts reported in the statement of financial position approximate fair values. Discounted cash flow models are used for trade and loan receivables. The discount yields in these models use calculated rates that reflect the return a market participant would expect to receive on instruments with similar remaining maturities, cash flow patterns, credit risk, collateral and interest rates.

The fair value of investment properties is based on rental yield valuations at the year-end.

Should UK property yields increase by 1%, the valuations would be lower by approximately £25,79 million.

Should UK property yields decrease by 1%, the valuations would be higher by approximately £36,64 million.

Should Namibia property yields increase by 1%, the valuations would be lower by approximately £4,67 million.

Should Namibia property yields decrease by 1%, the valuations would be higher by approximately £5,97 million.

Should Africa (excluding Namibia and South Africa) property yields increase by 1%, the valuations would be lower by approximately £14,35 million.

Should Africa (excluding Namibia and South Africa) property yields decrease by 1%, the valuations would be higher by approximately £22,98 million.

Should South Africa property yields increase by 1%, the valuations would be lower by approximately £68,32 million.

Should South Africa property yields decrease by 1%, the valuations would be higher by approximately £93,12 million.

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.

There were no transfers between the levels 1 and 2 and 3 during the year.

Reconciliation of recurring level 3 fair value financial instruments:

	Audited 28/02/17	Audited 29/02/16
Investment Properties		
At beginning of year	196 879	120 553
Additions	54 468	35 610
Acquired through business combinations	496 981	45 789
Capitalisation of borrowing costs	1 165	504
Foreign currency translation differences	48 536	(4 791)
Disposals	(4 325)	(5 398)
Transfer to assets held for sale	(14 000)	-
Net gain from fair value adjustments on investment property	26 956	4 613
At end of year	806 660	196 879
Securities		
At beginning of year	6 344	-
Acquired through business combinations	-	6 854
Fair value loss	(419)	(237)
Distribution received	(1)	(274)
At end of year	5 924	6 344
Contingent consideration		
Balance at beginning of the year	1 797	2 086
Settled through the issue of ordinary shares	(2 004)	-
Unwinding of interest	18	110
Foreign currency translation	294	(399)

Balance at end of the year	105	1 797

15 Share based payments

A new employee share option scheme, the Tradehold Limited Employee Share Trust ("ESOP"), was adopted during the year. The options granted under the ESOP are exercisable at the market price of the shares on the date of Tradehold board approval of the award, in three equal tranches on the fourth, fifth and sixth anniversary of the board approval date, provided that the employee is still employed on such exercise date. The fair value at the date of acceptance of the award by the employee (the "Grant Date") is estimated using a binomial pricing model, taking into account the terms and conditions upon which the options were granted. There is no cash settlement of the options.

The following options were granted in terms of the ESOP during the year:
On 23 March 2016 (the Grant Date), an award of 263 681 share options of ZAR 22.18 per share were accepted by DA Harrop, exercisable in three equal tranches on 5 November 2019, 5 November 2020 and 5 November 2021 respectively.

The fair value of the options granted was estimated on the Grant Date using the following assumptions:

Dividend yield (%)	-
Expected volatility (%)	19,30
Risk-free interest rate (%)	9,32
Expected life of share options (years)	-
Weighted average share price (ZAR)	29,25

The weighted average fair value of the options granted during the year was £181 838

For the year ended 28 February 2017, Tradehold has recognised a share-based payment expense in the statement of changes in equity of £37 551 (2016: £0).