



Notes to the reviewed financial statements

1. Basis of preparation

The condensed consolidated interim financial results for the six months ended 30 September 2013 have been prepared under the supervision of Mr GP Louw (CA/SA in accordance with International Accounting Standards IAS 34, 'Interim Financial Reporting', the South African Companies Act 71 of 2008, as amended, and the Listings Requirements of the JSE Limited. The condensed consolidated interim financial information does not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group's annual financial statements as at 31 March 2013, which have been prepared in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board (IASB). The accounting standards and amendments to issued accounting standards and interpretations, which are relevant to the Group, but not yet effective on 30 September 2013 have not been early adopted.

2. Accounting policies

The accounting policies adopted are consistent with those applied in the annual financial statements for the year ended 31 March 2013, except as described below in note 4, where joint ventures previously proportionately consolidated are now equity accounted.

Changes in accounting policy

IFRS 11 – Joint arrangements
IFRS 11 – Joint arrangements became effective on 1 January 2013. As the standard was not early adopted the transition rules apply. On transition, adjustments in accordance with the transition provisions of the standard are recorded at the beginning of the earliest period presented.

Before 30 September 2013, the Group's interest in its jointly controlled entities was accounted for using the proportional consolidation method.

The investment affected is Jonah Coal Botswana Limited.

The Group adopted IFRS 11 – Joint arrangements on 1 April 2013. This resulted in the Group changing its accounting policy for its interest in jointly controlled entities. Under IFRS 11, investments in joint arrangements are either classified as joint operations or joint ventures, depending on the contractual rights and obligations each investor has rather than the legal structure of the joint arrangement.

Under IFRS 11, the abovementioned jointly controlled entity has been assessed and classified to be a joint venture.

The financial effects of the change in accounting policies at 30 September 2012 and 31 March 2013 are disclosed in note 4.

3. Restatement of comparative periods

The adoption of IFRS 11 has resulted in the restatement of comparative periods. Prior periods have also been represented for discontinued operations.

4. Effect of adoption of IFRS 11

The Group has a joint venture agreement with Jonah Capital BVI, which led to the establishment of a joint venture company, incorporated in Mauritius and known as Jonah Coal Botswana Limited. Sentula owns 50% of the share capital of Jonah Coal Botswana. Its principal business activity is investing in coal exploration companies.

	6 months ended 30 September 2012	12 months ended 31 March 2013
Impact on statement of comprehensive income (R'000)		
Increase/(decrease)		
Operating expenses	—	11 924
Share of expenses of equity-accounted joint venture	—	367
Profit before tax	—	12 291
Taxation	—	—
Profit after tax	—	12 291
Impact on statement of financial position (R'000)		
Increase/(decrease)		
Assets:		
Property, plant and equipment	(198)	(151)
Intangible assets	(14 870)	(14 810)
Investment in equity-accounted joint venture	367	—
Goodwill	(43 244)	(48 083)
Trade receivables	(105)	(17)
Cash and cash equivalents	(2 543)	(718)
Total assets	(60 593)	(63 779)
Equity:		
Retained earnings	(58 177)	(60 434)
Non-controlling interest	59	98
	(58 118)	(60 336)
Liabilities:		
Trade payables	(2 475)	(3 443)
Total equity and liabilities	(60 593)	(63 779)
Impact on statement of cash flows (R'000)		
Increase/(decrease)		
Cash flows from investing activities	(2 543)	(13 009)

5. Discontinued operations

The Board has taken a decision to dispose of all the coal assets within the group.

As announced on SENS on 26 June 2013, Sentula is in negotiations regarding the proposed disposal of its 60% indirectly held interest in the Nkomati Anthracite mine.

Financial performance and cash flow information relating to the discontinued operations for the period is set out below.

R'000	Reviewed September 2013	Restated Reviewed September 2012	Restated Audited March 2013
Revenue	656	449	908
Cost of sales	(8 614)	(5 826)	(13 111)
Gross loss	(7 958)	(5 377)	(12 203)
Other income	15	15	30
Impairment of mineral rights	(365 431)	—	—
Impairment of assets held-for-sale	(10 000)	—	—
Administration expenses	(5 882)	(576)	(1 215)
Results from operating activities	(389 256)	(5 938)	(13 388)
Finance expense	(17 565)	(15 539)	(31 681)
Finance income	266	253	501
Loss before taxation	(406 555)	(21 224)	(44 568)
Taxation	102 432	—	26
Loss for the period from discontinued operations	(304 123)	(21 224)	(44 542)
Intergroup eliminations	18 009	14 551	29 696
	(286 114)	(6 673)	(14 846)
Loss attributable to:			
– Equity holders of the Company	(185 635)	(12 734)	(26 725)
– Non-controlling interest	(118 488)	(8 490)	(17 817)
Cash flow attributable to operating activities	(26 907)	(22 512)	(44 459)
Cash flow attributable to investing activities	(824)	33	219
Cash flow attributable to financing activities	28 145	22 233	44 119
Cash flows attributable to discontinued operations	414	(246)	(121)
Cash and cash equivalents at the beginning of the period	287	408	408
Cash and cash equivalents at the end of the period	701	162	287

6. Assets and liabilities classified as held-for-sale

Assets held-for-sale			
Property, plant and equipment	188 271	522 673	194 494
Mineral rights	45 330	410 761	410 761
Intangible assets	7 249	6 585	6 840
Restricted investment	8 693	8 693	8 693
Deferred tax asset	14 729	14 704	14 729
Inventories	14 149	14 149	14 149
Trade receivables	163	193	102
Other receivables	1 435	1 434	178
Value added taxation	210	862	216
Cash and cash equivalents	701	162	287
Current tax receivable	—	85	85
	280 930	980 301	650 534
Liabilities held-for-sale			
Rehabilitation provision	66 899	66 899	66 899
Trade and other payables	5 418	813	1 538
Deferred tax liability	12 692	115 013	115 013
	85 009	182 725	183 450

7. Contingent liabilities

Keaton

During the 2013 financial year, Megacube Mining Proprietary Limited ("MM") instituted legal proceedings against Keaton Mining Proprietary Limited ("Keaton") for the recovery of R41.5 million owing to MM for mining services rendered on its Vangatfontein operation.

Subsequent to the above action, Keaton instituted a counter claim of R119.9 million against MM in respect of an alleged breach of contract and substandard mining practices. In accordance with the mining services contract between the two parties, the matters will be independently arbitrated. A date for arbitration has yet to be finalised, but is to be expected to be set down for the second half of the 2014 financial year. The Company and its attorneys believe that there is a strong case in support of the initial claim, and that there is a good defence against the alleged counterclaim, but are unable to estimate the probable or possible loss. The amount owing by Keaton to MM is included in trade receivables at this and prior reporting dates.

CCT rehabilitation

Management has embarked upon an assessment of certain open cast site closure rehabilitation obligations. An independent open pit mining consultant has been appointed to finalise the individual pit closure designs, which will then serve as a basis for this determination. It is impossible to determine the magnitude of the potential liability at this stage.

8. Events after the reporting period

The directors are not aware of any other matters or circumstances arising after the reporting period up to the date of this report, not otherwise dealt within this report. Refer to note 9 for details of the debt restructure that occurred subsequent to period end.

9. Going concern

The Group has met all its debt obligations during the past six months and, based on the Group's cash flow forecasts for the 12 months ending 30 September 2014, is expected to meet all its obligations in the ordinary course of business during this period. As disclosed in the March 2013 annual financial statements the Group funds its operations by means of a Standard Bank led consortium facility and a Wesbank vehicle asset finance facility. The availability of these facilities is subject to ongoing compliance with a number of financial covenants, including, inter alia, a debt service cover ratio ("DSCR") and a total debt to EBITDA ratio ("TDR").

The Group breached the DSCR and TDR covenants at June 2013 and September 2013 for which condonation was granted by the Standard Bank Consortium ("SBC"). The Board of directors has approved a proposal from SBC to restructure its senior debt as follows:

- Tranche A – a fully amortising tranche of R99 million over the period to 11 February 2015; and
- Tranche B – a bullet instalment of between R210 million and R254 million ("Tranche B"), depending on the extent of interim cash sweeps, by no later than 11 February 2015. The bullet instalment is expected to be redeemed from proceeds arising from the disposal of the Group's coal assets and other non-core assets.

All forward looking covenants are expected to be complied to once the restructured facility is implemented.

10. Review conclusion

The condensed consolidated statement of financial position at 30 September 2013 and related condensed consolidated income statement, condensed consolidated statement of comprehensive income, condensed consolidated statement of changes in equity and condensed consolidated statement of cash flows for the period have been reviewed by PricewaterhouseCoopers Inc. Their unmodified review report is available for inspection at the Company's registered office.