

HOSKEN PASSENGER LOGISTICS AND RAIL LIMITED

(Previously Niveus Invest 17 Proprietary Limited)

(Incorporated in the Republic of South Africa)

Registration number: 2015/250356/06

Share code: HPR

ISIN: ZAE000255907

("HPLR" or the "Company")



DISTRIBUTION OF NOTICE OF ANNUAL GENERAL MEETING AND SUMMARISED FINANCIAL STATEMENTS; CHANGE STATEMENT

Shareholders of the Company ("**Shareholders**") are hereby advised that the Company's summarised audited consolidated annual financial statements for the year ended 31 March 2018 ("**Summarised Financial Statements**") incorporating the notice of the annual general meeting of the Company ("**AGM**") ("**Abridged Report**") was dispatched to Shareholders today, 30 July 2018.

The following reports will also be available on the Company's website, www.hplr.co.za, as from today, 30 July 2018:

1. the Abridged Report, incorporating the Summarised Financial Statements (<http://www.hplr.co.za/wp-content/uploads/2018/07/HPLR-2018-NOTICE-OF-AGM.pdf>);
2. the Company's full integrated annual report (<http://www.hplr.co.za/wp-content/uploads/2018/07/HPLR-2018-INTEGRATED-ANNUAL-REPORT.pdf>); and
3. the full audited consolidated annual financial statements of HPLR for the year ended 31 March 2018 ("**Annual Financial Statements**") (<http://www.hplr.co.za/wp-content/uploads/2018/07/HPLR-2018-ANNUAL-FINANCIAL-STATEMENTS.pdf>).

The Summarised Financial Statements and the Annual Financial Statements contain no modifications to the reviewed provisional condensed consolidated results ("**Provisional Financial Statements**") which were published on SENS on 23 May 2018, save for the below adjustments arising from:

1. a reclassification between provisions and trade and other payables;
2. a re-allocation between certain line items forming part of the cash flow statement; and
3. a reclassification of a portion of dividends from retained income to share capital.

The above adjustments had no impact on the Company's previously reported financial position, profitability or cash and cash equivalents available at either the beginning or the end of the year. The adjustments are set out in more detail below.

In line with the requirements of IAS 19, leave pay accrual has been reclassified from provisions to trade and other payables resulting in a decrease in provisions of R22.1m (2017: R19.5m) and an increase in trade and other payables by R22.1m (2017: R19.5m) in the Summarised Financial Statements and Annual Financial Statements when compared to the Provisional Financial Statements. This adjustment has had no impact on current liabilities reflected in the statement of financial position.

The Summarised Financial Statements and Annual Financial Statements include corrections between funding raised, funding repaid and property, plant and equipment additions reflected

in the cash flow statement. These corrections relate to reclassifications and the net effect of these cash flows remains unchanged from the net effect reflected in the Provisional Financial Statements. Cash outflows from property, plant and equipment additions decreased by R155.9m (2017: R170.4m) and cash outflows from net funding repaid increased by R155.9m (2017: 170.4m).

Additional reclassifications were made to the cash flow statement between line items within cash flows from operating activities, resulting in:

- cash generated by operations decreasing by R8.7m (2017: R1.0m);
- cash flows from investment income increasing by R6.2m (2017: R0); and
- cash flows from changes in working capital increasing by R2.5m (2017: R1.0m).

These reclassifications have had a total nil effect to the cash flows from operating activities reflected in the Provisional Financial Statements.

In addition to the above, a reclassification was made between cash flows from operating activities and cash flows from financing activities. Cash flows from operating activities, as reflected in the Summarised Financial Statements and Annual Financial Statements, increased by R649.8m (2017: R0) and cash flows from financing activities decreased by R649.8m (2017: R0) when compared to the Provisional Financial Statements. The change is due to:

- the reclassification of R649.8m dividends as distribution to shareholders and reflected as cash flows from financing activities in the Summarised Financial Statements and Annual Financial Statements. This reclassification was to reflect this distribution to shareholders as a distribution from share capital and not from retained income as reflected in the Company's pre-listing statement dated 15 March 2018.

It is noted that the net cash movement in the cash flow statement remains unchanged from the Provisional Financial Statements previously published.

NOTICE OF AGM

Notice is hereby given that the AGM will be held at 11:00 on 22 October 2018 at the offices of Hosken Consolidated Investments Limited, Suite 801, 76 Regent Road, Sea Point, 8005 to transact the business as set out in the notice of AGM which forms part of the Abridged Report.

The date on which Shareholders must be recorded as such in the share register of the Company to be eligible to vote at the AGM is 12 October 2018, with the last day to trade being 9 October 2018.

Cape Town
30 July 2018

Sponsor
PSG Capital

