SENS DOCUMENT

for the year ended 30 June 2013

AVI

GROWING GREAT BRANDS

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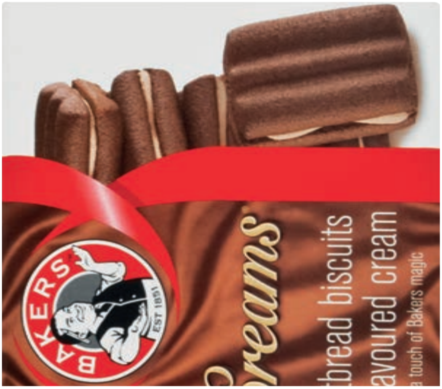
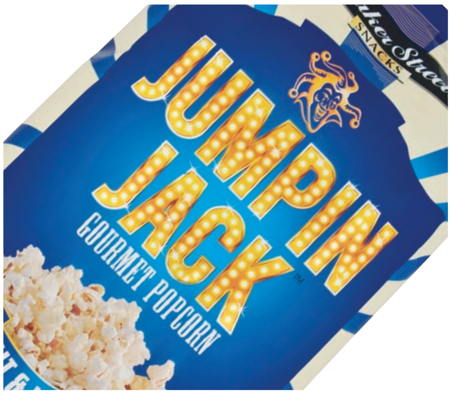
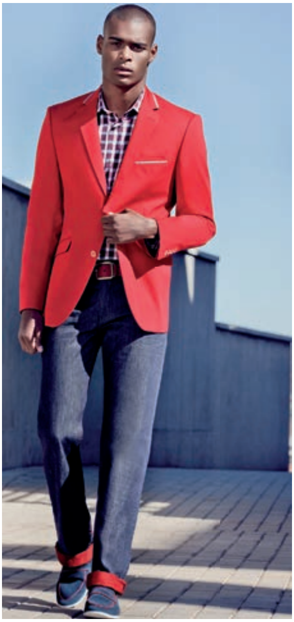


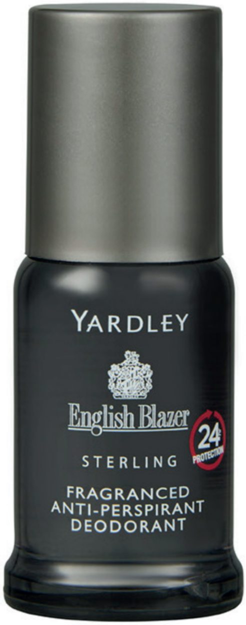


AVI LIMITED

ISIN: ZAE000049433 Share code: AVI
Registration number: 1944/017201/06
("AVI" or "the Group" or "the Company")

For more information, please visit our website:
www.avi.co.za





KEY FEATURES

Revenue from continuing operations up **11% to R9,22 billion**

Operating profit from continuing operations up **11% to R1,53 billion**

Headline earnings per share from continuing operations up **7% to 341 cents**

Solid group performance notwithstanding pressure on Entyce Beverages and I&J

Capital expenditure of **R567 million** with ongoing investment in capacity and efficiency projects

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Green Cross included in results from 1 July 2012

Increased distributions **to shareholders**:
- Dividend cover reduced from **1,5 to 1,25 times** covered by earnings;
- Final dividend of **170 cents** per share

GROUP OVERVIEW

AVI's results for the year reflect a solid overall performance notwithstanding a difficult first semester for I&J and a challenging trading environment characterised by constrained consumer spending, increased competition in some categories and increased pressure on input costs stemming from the weaker Rand.

Snackworks delivered an excellent result for the year with strong volume growth supported by improved factory performance. Spitz also achieved high volume growth from new trading space and enduring strong demand for its core brands, resulting in leverage and profit growth despite the material negative impact of a weaker Rand on gross profit margins. Entyce had a more difficult year, having to contend with significant increases in tea input costs and increased competition in all of its categories which led to a small decrease in operating profit. I&J had an improved second semester, recovering much of the decline in first half results. Green Cross was included from 1 July 2012 and made a contribution to the Group result for the year in line with our expectations at acquisition.

Increased focus on our business in selected African markets yielded pleasing results with revenue growing 14,7% and operating profit 9,7%.

Revenue from continuing operations rose by 11,2%, from R8,29 billion to R9,22 billion with mostly cost driven selling price increases and volume growth in most categories. Gross profit rose by 9,2% to R4,11 billion with the consolidated gross profit margin declining from 45,4% to 44,6% primarily due to higher fishing costs at I&J and the decision to absorb part of the impact of a weaker Rand at Spitz to support sales volumes. Operating profit increased by 11,2%, from R1,37 billion to R1,53 billion with the consolidated operating profit margin maintained at 16,6%.

Headline earnings from continuing operations rose by 9,4%, from R957,5 million to R1,05 billion due to higher net finance costs and lower earnings from I&J's joint venture with Simplot in Australia, partially offset by a lower effective tax rate with Withholding Tax on Dividends replacing Secondary Tax on Companies. Headline earnings per share from continuing operations increased 6,6% from 320,0 cents to 341,2 cents with more shares in issue due to the vesting of employee share options.

Cash generated by operations remained strong, increasing by 7,2% to R1,56 billion. Working capital increased by R194,1 million reflecting volume growth and higher stock levels at year end in some of the businesses. Capital expenditure increased to R566,9 million with ongoing expenditure on major projects to improve capacity, technology and efficiency as well as the purchase of previously leased office premises in Johannesburg. Other material cash out-flows during the period were dividends of R1,20 billion (including the special dividend of 180 cents per share), the acquisition of Green Cross for R379,8 million net of cash acquired, and taxation of R406,6 million. Net debt at the end of June 2013 was R697,2 million compared to net cash of R163,2 million at the end of June 2012.

SEGMENTAL REVIEW – CONTINUING OPERATIONS

Year ended 30 June

	Segmental revenue			Segmental operating profit		
	2013 Rm	2012 Rm	% change	**2013 Rm**	2012 Rm	% change
Food & beverage brands	**6 688,4**	6 274,8	6,6	**951,5**	922,5	3,1
Entyce beverages	**2 414,9**	2 330,7	3,6	**397,8**	415,4	(4,2)
Snackworks	**2 681,6**	2 428,7	10,4	**387,9**	328,5	18,1
I&J	**1 591,9**	1 515,4	5,0	**165,8**	178,6	(7,2)
Fashion brands	**2 518,2**	2 005,2	25,6	**576,9**	463,6	24,4
Personal care	**982,1**	918,1	7,0	**167,1**	155,7	7,3
Footwear & apparel	**1 536,1**	1 087,1	41,3	**409,8**	307,9	33,1
Corporate	**11,7**	7,1		**(2,2)**	(13,6)	
Group	**9 218,3**	8 287,1	11,2	**1 526,2**	1 372,5	11,2

Entyce beverages

Revenue increased 3,6% to R2,41 billion while operating profit decreased by 4,2% to R397,8 million with the operating profit margin at 16,5% compared to 17,8% in the prior period.

Tea revenue grew 11,2% due to good rooibos volume growth and price increases taken to recover increased costs of both rooibos and black tea. Coffee revenue was 4,2% lower than last year due to lower sales volumes with the category impacted by increased competition and lower overall consumer demand following several years of steep price inflation. Creamer revenue grew 7,6% due to price increases and higher sales volumes.

Gross profit margin decreased with higher input costs, particularly tea, not fully recovered in a constrained environment and due to lower fixed cost recovery in the coffee category in line with lower volumes. With selling and administration costs increasing in line with inflation this resulted in a reduction in operating profit in the tea and coffee categories that was partially offset by higher creamer profit, with this category benefiting from better prices and lower production costs. Profit margins in absolute terms remain at strong levels and ongoing investment in manufacturing capability will support Entyce's competitive position in these categories in future years.

Snackworks

Revenue of R2,68 billion was 10,4% higher than last year while operating profit rose by 18,1%, from R328,5 million to R387,9 million. The operating profit margin increased from 13,5% to 14,5%.

Biscuit revenue grew 11,8% due mainly to a 10,1% increase in biscuit sales volumes. In addition to strong category growth, volumes responded well to focused price promotion and benefited from improved service levels and not having the disruption of gas shortages experienced in the first half of last year. The overall increase in cost for the biscuits basket of raw materials was limited and the leverage from higher volumes, together with sustained good factory performance, resulted in improved gross profit and operating profit margins.

The snacks category achieved 6,5% revenue growth due mainly to better pricing in the category as a whole, with sales volumes slightly higher than last year. The benefit of better prices was reduced by higher raw material costs, but still led to an improvement in gross profit margin and a meaningful contribution to Snackworks' overall profit for the year.

The Isando packaging automation and Westmead line upgrades were completed during the year with limited disruption and are contributing to improved yields, service levels and throughput. Further projects at Westmead are in the approval phase.

I&J

Revenue increased by 5,0% from R1,52 billion to R1,59 billion while operating profit decreased from R178,6 million to R165,8 million. The operating profit margin decreased from 11,8% to 10,4%. Export selling prices remained constrained by pressure on consumer demand and increased supply of other white fish species.

I&J had a difficult first semester impacted by low fishing fleet availability, lower catch rates and higher fuel costs. In the second semester fishing performance was better, exchange rates were favourable and the relative increase in fuel costs was lower, however, operating costs were adversely impacted by the once-off Marel project commissioning activity and increased volumes of quota caught by third parties. This was largely offset by recognition of a pension fund surplus of R24,7 million. As a result the first half decline in operating profit of R54,3 million was reduced to a R12,8 million decline for the full year.

The new Marel fish processing line was successfully commissioned during the second half of the year and is operating at levels that will deliver the expected savings in the new financial year.

Fashion Brands, including Green Cross from 1 July 2012 (personal care, footwear and apparel)

Revenue rose by 25,6% to R2,52 billion and operating profit increased by 24,4%, from R463,6 million to R576,9 million. The operating profit margin decreased slightly from 23,1% to 22,9%.

In the personal care category, Indigo's revenue grew by 7,0% to R982,1 million while operating profit increased by 7,3% to R167,1 million. The operating profit margin for the year was maintained at 17,0%. The category saw extensive promotional activity in response to constrained consumer spending. Indigo's revenue growth is largely attributable to price increases and volume growth in colour cosmetics, offset by lower fragranced body spray sales volumes that resulted from the constrained environment and increased competition. Gross profit margin decreased marginally owing to pressure from the weaker Rand and the sales mix change, however, this was offset by more focused marketing spend and good cost control.

In the footwear and apparel category, revenue increased by 41,3% to R1,54 billion and operating profit increased by 33,1% from R307,9 million to R409,8 million. The increase is due to the acquisition of Green Cross which added R327,5 million of revenue and R80,0 million of operating profit for the year, as well as strong volume led growth in Spitz with the core Carvela, Kurt Geiger and Lacoste brands all performing well. The operating profit margin decreased from 28,3% to 26,7%.

In the Spitz business total revenue grew by 12,1% with the Spitz stores growing by 8,9% and the Kurt Geiger stores by 47,9%. Footwear sales volumes grew by 6,6% with good performance from the core Carvela and Lacoste ranges while Kurt Geiger clothing revenue increased due to maturing revenue from stores opened last year and six new stores opened in the current period. Clothing gross profit margins were maintained, however footwear gross profit margins were materially impacted by the weaker Rand with higher costs absorbed in key product ranges for much of the year to support sales volumes. This pressure was ameliorated with price increases taken in the fourth quarter, and leverage from volume growth resulted in a 7,2% increase in operating profit from R304,6 million to R326,4 million, while operating profit margin declined from 29,2% to 27,9%.

Green Cross performed soundly, with the previous owners managing the business up to completion of the earn-out period at the end of February 2013 and then assisting with the transition to AVI appointed management by the end of the financial year. Selling prices increased in line with rising input costs in a difficult consumer environment, however, sales volumes declined due to constrained consumer demand and limited growth in trading space with only one new store compared to last year. Combined with higher employee costs incurred to transition the business into the Group, this restricted operating profit for the year to R80,0 million with an operating profit margin of 24,4%. Investment in the product offering and retail format to leverage the growth opportunities inherent in the Green Cross brand will commence in the 2014 financial year.

DISCONTINUED OPERATIONS (REAL JUICE AND DENNY)

Year ended 30 June

	Segmental revenue		Segmental operating profit		Capital items	
	2013 Rm	2012 Rm	**2013 Rm**	2012 Rm	**2013 Rm**	2012 Rm
Real Juice	**33,6**	146,2	**0,6**	8,1	**41,1**	0,1
Denny	**–**	–	**–**	–	**–**	27,3
	33,6	146,2	**0,6**	8,1	**41,1**	27,4

In May 2012, AVI entered into an agreement in terms of which Clover acquired 100% of Real Juice. The conditions precedent were fulfilled in September 2012 and consequently the transaction was recognised with effect from 1 October 2012. The final purchase price of R62,4 million (after adjustments and interest) resulted in a capital profit of R40,9 million after derecognising the minority interest.

Denny was sold with effect from 1 July 2011 resulting in a capital profit in the prior period of R27,3 million before capital gains taxation of R10,3 million.

DIVIDEND

The board of directors of AVI ("the Board") has approved a reduction in AVI's annual dividend pay-out ratio from 1,5 to 1,25 times covered by diluted headline earnings from continuing operations. This is intended to return cash to shareholders more evenly, noting the frequent special dividends and share buy-backs over the last few years, and recognises the Group's strong cash-generating ability and capacity for further gearing should attractive acquisition opportunities arise.

In terms of this new policy a final dividend of 170 cents per share has been declared, bringing the total normal dividend for the year to 260 cents, 28,1% higher than last year.

OUTLOOK

We expect the current constrained consumer demand environment and heightened competition for market share to persist in the new financial year. Together with cost pressure attributable to the weaker Rand, rising energy costs and sustained high prices for some of our raw material requirements, this will result in margin pressure in many of our categories.

Notwithstanding expectations of a difficult trading environment we remain optimistic that our unique brand portfolio will continue to deliver growth in key categories. This will be supplemented by a detailed review of our procurement activity and ongoing capital investment to improve quality, capacity and efficiency.

At business unit level, Entyce and Snackworks have well established capabilities to defend market share and profit margins and will be seeking to grow sales volumes where there is opportunity. I&J will benefit from the weaker Rand, increased sales volumes and more efficient processing at Woodstock. Indigo is working hard to build momentum in aerosol volumes and will benefit from a number of meaningful new product initiatives. The Spitz and Kurt Geiger businesses continue to expand the footprint of their premium footwear and apparel brands while investment in Green Cross's growth opportunities will gather momentum. In addition we have built a strong presence in selected African markets and will continue growing our brands in these and other targeted countries.

The Board is confident that AVI is well positioned to continue pursuing growth from the current brand portfolio while remaining vigilant for brand acquisition opportunities both domestically and regionally.

The above outlook statements have not been reviewed or reported on by AVI's auditors.

Gavin Tipper
Chairman

Simon Crutchley
CEO

9 September 2013

PRELIMINARY SUMMARISED GROUP BALANCE SHEET

	Audited at 30 June 2013 Rm	Audited at 30 June 2012 Rm
Assets		
Non-current assets		
Property, plant and equipment	**2 088,2**	1 756,9
Intangible assets and goodwill	**1 145,6**	748,6
Investments	**375,1**	328,4
Deferred taxation	**45,4**	47,2
	3 654,3	2 881,1
Current assets		
Inventories and biological assets	**1 270,7**	1 042,0
Trade and other receivables including derivatives	**1 425,8**	1 315,6
Cash and cash equivalents	**212,4**	242,1
Assets of discontinued operations classified as held-for-sale*	**–**	43,4
Other assets classified as held-for-sale**	**5,6**	5,7
	2 914,5	2 648,8
Total assets	**6 568,8**	5 529,9
Equity and liabilities		
Capital and reserves		
Attributable to equity holders of AVI	**3 677,6**	3 615,1
Non-controlling interests	**–**	(17,8)
Total equity	**3 677,6**	3 597,3
Non-current liabilities		
Borrowings and operating lease straight-line liabilities	**16,1**	15,7
Employee benefits	**347,9**	349,7
Deferred taxation	**240,3**	90,9
	604,3	456,3
Current liabilities		
Current borrowings	**893,5**	63,2
Trade and other payables including derivatives	**1 375,7**	1 338,7
Corporate taxation	**17,5**	15,3
Liabilities of discontinued operations classified as held-for-sale*	**–**	58,9
Other liabilities classified as held-for-sale	**0,2**	0,2
	2 286,9	1 476,3
Total equity and liabilities	**6 568,8**	5 529,9
Net debt/(cash)* **	**697,2**	(163,2)

** Discontinued operations at 30 June 2012 comprise the fresh fruit juice manufacturing business of Real Juice Co Holdings Proprietary Limited ("Real Juice") which was disposed of with effect from 1 October 2012.*

*** Other assets held-for-sale comprise equipment and properties held for disposal.*

**** Comprises borrowings and operating lease straight-line liabilities and current borrowings less cash and cash equivalents.*

PRELIMINARY SUMMARISED GROUP STATEMENT OF COMPREHENSIVE INCOME

	Audited Year ended 30 June 2013 Rm	Audited Year ended 30 June 2012 Rm	% change
Continuing operations			
Revenue	**9 218,3**	8 287,1	11,2
Cost of sales	**5 110,5**	4 524,3	13,0
Gross profit	**4 107,8**	3 762,8	9,2
Selling and administrative expenses	**2 581,6**	2 390,3	8,0
Operating profit before capital items	**1 526,2**	1 372,5	11,2
Income from investments	**10,4**	13,8	(24,6)
Finance costs	**(63,1)**	(28,1)	124,6
Share of equity-accounted earnings of joint ventures	**23,9**	46,8	(48,9)
Capital items	**(4,6)**	(13,8)	(66,7)
Profit before taxation	**1 492,8**	1 391,2	7,3
Taxation	**448,6**	443,6	1,1
Profit from continuing operations	**1 044,2**	947,6	10,2
Discontinued operations*			
Revenue	**33,6**	146,2	(77,0)
Operating profit before capital items	**0,6**	8,1	(92,6)
Income from investments	**0,5**	2,2	(77,3)
Finance costs	**(0,6)**	(2,5)	(76,0)
Capital items	**41,1**	27,4	50,0
Profit before taxation	**41,6**	35,2	18,2
Taxation	**–**	10,3	(100,0)
Profit from discontinued operations	**41,6**	24,9	67,1
Profit for the year	**1 085,8**	972,5	11,7
Profit attributable to:			
Owners of AVI	**1 085,7**	970,5	11,9
Non-controlling interests	**0,1**	2,0	(95,0)
	1 085,8	972,5	11,7
Other comprehensive income net of tax	**53,5**	100,9	(47,0)
Foreign currency translation differences	**48,5**	59,7	(18,8)
Actuarial gain recognised	**6,4**	32,7	(80,4)
Cash flow hedging reserve	**0,7**	24,4	(97,1)
Income tax on other comprehensive income	**(2,1)**	(15,9)	(86,8)
Total comprehensive income for the year	**1 139,3**	1 073,4	6,1
Total comprehensive income attributable to:			
Owners of AVI	**1 139,2**	1 071,4	6,3
Non-controlling interests	**0,1**	2,0	(95,0)
	1 139,3	1 073,4	6,1
Basic earnings per share from continuing operations (cents)#	**340,1**	316,7	7,4
Diluted earnings per share from continuing operations (cents)##	**325,5**	302,0	7,8
Basic earnings per share (cents)#	**353,6**	324,3	9,0
Diluted earnings per share (cents)##	**338,4**	309,3	9,4
Depreciation and amortisation of property, plant and equipment, fishing rights and trademarks included in operating profit from continuing operations	**259,0**	220,7	17,4
Headline earnings per share from continuing operations (cents)#	**341,2**	320,0	6,6
Diluted headline earnings per share from continuing operations (cents)##	**326,5**	305,2	7,0

* *Discontinued operations comprise the fresh fruit juice manufacturing business of Real Juice which was disposed of with effect from 1 October 2012 and the fresh, canned and value-added mushroom business conducted by Denny, which was disposed of with effect from 1 July 2011.*

\# *Basic earnings and headline earnings per share are calculated on a weighted average of 306 993 534 (30 June 2012: 299 228 661) ordinary shares in issue.*

\#\# *Diluted earnings and headline earnings per share are calculated on a weighted average of 320 859 312 (30 June 2012: 313 746 916) ordinary shares in issue.*

PRELIMINARY SUMMARISED GROUP STATEMENT OF CASH FLOWS

	Audited year ended 30 June 2013 Rm	Audited year ended 30 June 2012 Rm	% change
Continuing operations			
Operating activities			
Cash generated by operations before working capital changes	**1 750,6**	1 678,9	4,3
Increase in working capital	**(194,1)**	(226,3)	(14,2)
Cash generated by operations	**1 556,5**	1 452,6	7,2
Interest paid	**(63,1)**	(28,1)	124,6
Taxation paid	**(406,6)**	(396,3)	2,6
Net cash available from operating activities	**1 086,8**	1 028,2	5,7
Investing activities			
Interest received	**10,4**	15,0	(30,7)
Property, plant and equipment acquired	**(566,9)**	(541,1)	4,8
Proceeds from disposals of property, plant and equipment	**20,9**	8,4	148,8
Acquisition of Green Cross (net of cash acquired)	**(379,8)**	–	
Movement in joint ventures and other investments	**23,1**	66,7	(65,4)
Net cash used in investing activities	**(892,3)**	(451,0)	97,8
Financing activities			
Proceeds from shareholder funding	**85,9**	99,9	(14,0)
Short-term funding raised/(repaid)	**830,9**	(524,2)	(258,5)
Own ordinary shares purchased by the company	**–**	(100,7)	(100,0)
Special dividends paid	**(550,0)**	–	
Ordinary dividends paid	**(645,4)**	(475,5)	35,7
Net cash used in financing activities	**(278,6)**	(1 000,5)	(72,2)
Discontinued operations*			
Cash flows from operating activities	**(18,7)**	(3,4)	450,0
Cash flows from investing activities	**0,2**	0,9	(77,8)
Cash flows from financing activities	**(4,6)**	(6,0)	(23,3)
Proceeds on disposal of discontinued operation	**62,4**	261,9	(76,2)
Cash flows from discontinued operations	**39,3**	253,4	(84,5)
Decrease in cash and cash equivalents	**(44,8)**	(169,9)	(73,6)
Cash and cash equivalents at beginning of year	**242,1**	404,1	(40,1)
	197,3	234,2	(15,8)
Translation of cash equivalents of foreign subsidiaries	**15,1**	7,9	91,1
Cash and cash equivalents at end of year	**212,4**	242,1	(12,3)
Attributable to:			
Continuing operations	**212,4**	242,1	(12,3)
Discontinued operations**	**–**	–	

** Discontinued operations comprise the fresh fruit juice manufacturing business of Real Juice which was disposed of with effect from 1 October 2012 and the fresh, canned and value-added mushroom business conducted by Denny, which was disposed of with effect from 1 July 2011.*

*** Cash flows between continuing and discontinued operations are eliminated on consolidation. These amounted to R39,3 million (2012: R277,4 million) net cash flow from discontinued operations to continuing operations.*

PRELIMINARY SUMMARISED GROUP STATEMENTS OF CHANGES IN EQUITY

	Share capital and premium Rm	Treasury shares Rm	Reserves Rm	Retained earnings Rm	Total Rm	Non-controlling interests Rm	Total equity Rm
Year ended 30 June 2013							
Balance at 1 July 2012	29,5	(621,2)	223,2	3 983,6	3 615,1	(17,8)	3 597,3
Profit for the year				1 085,7	1 085,7	0,1	1 085,8
Other comprehensive income							
Foreign currency translation differences			48,5		48,5		48,5
Actuarial gains recognised			4,6		4,6		4,6
Cash flow hedging reserve			0,4		0,4		0,4
Total other comprehensive income	–	–	53,5	–	53,5	–	53,5
Total comprehensive income for the year	–	–	53,5	1 085,7	1 139,2	0,1	1 139,3
Transactions with owners, recorded directly in equity							
Share-based payments			13,4		13,4		13,4
Deferred taxation on Group share scheme recharge			18,9		18,9		18,9
Dividends paid				(1 195,4)	(1 195,4)		(1 195,4)
Own ordinary shares sold by AVI Share Trusts		83,0		3,4	86,4		86,4
Total contributions by and distributions to owners	–	83,0	32,3	(1 192,0)	(1 076,7)	–	(1 076,7)
Changes in ownership interests in subsidiaries							
Disposal of Real Juice					–	17,7	17,7
Total transactions with owners	–	83,0	32,3	(1 192,0)	(1 076,7)	17,7	(1 059,0)
Balance at 30 June 2013	29,5	(538,2)	309,0	3 877,3	3 677,6	–	3 677,6
Year ended 30 June 2012							
Balance at 1 July 2011	29,5	(707,8)	69,7	3 475,3	2 866,7	(19,8)	2 846,9
Profit for the year				970,5	970,5	2,0	972,5
Other comprehensive income							
Foreign currency translation differences			59,7		59,7		59,7
Actuarial gains recognised			23,6		23,6		23,6
Cash flow hedging reserve			17,6		17,6		17,6
Total other comprehensive income	–	–	100,9	–	100,9	–	100,9
Total comprehensive income for the year	–	–	100,9	970,5	1 071,4	2,0	1 073,4
Transactions with owners, recorded directly in equity							
Share-based payments			18,1		18,1		18,1
Deferred taxation on Group share scheme recharge			34,5		34,5		34,5
Dividends paid				(475,5)	(475,5)		(475,5)
Own ordinary shares sold by AVI Share Trusts		86,6		13,3	99,9		99,9
Total contributions by and distributions to owners	–	86,6	52,6	(462,2)	(323,0)	–	(323,0)
Total transactions with owners	–	86,6	52,6	(462,2)	(323,0)	–	(323,0)
Balance at 30 June 2012	29,5	(621,2)	223,2	3 983,6	3 615,1	(17,8)	3 597,3

SUPPLEMENTARY NOTES TO THE PRELIMINARY SUMMARISED CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2013

AVI Limited ("AVI" or the "Company") is a South African registered company. The preliminary summarised consolidated financial statements of the Company comprise the Company and its subsidiaries (together referred to as the "Group") and the Group's interest in jointly controlled entities.

1. Statement of compliance

The preliminary summarised consolidated financial statements have been prepared in accordance with the recognition and measurement criteria of International Financial Reporting Standards ("IFRS"), the presentation and disclosure requirements of IAS 34 – Interim Financial Reporting, the SAICA Financial Reporting Guides, the Listing Requirements of the JSE Limited (the "JSE") and the South African Companies Act.

2. Basis of preparation

The preliminary summarised financial statements are prepared in millions of South African Rands ("Rm") on the historical cost basis, except for derivative financial instruments, biological assets and liabilities for cash settled share-based payment arrangements which are measured at fair value and non-current assets and disposal groups held-for-sale which are stated at the lower of carrying amount and fair value less costs to sell.

The accounting policies used in the preparation of these results are consistent with those presented in the financial statements for the year ended 30 June 2013 and have been applied consistently to the years presented in these preliminary summarised consolidated financial statements by all Group entities.

3. Determination of headline earnings

	Audited Year ended 30 June 2013 Rm	Audited Year ended 30 June 2012 Rm	% change
Profit for the year attributable to owners of AVI	**1 085,7**	970,5	11,9
Total capital items after taxation	**37,7**	7,1	
Net loss on disposal of investments and property, plant and equipment	**(1,2)**	(1,8)	
Net profit on disposal of assets of disposal groups held-for-sale	**0,2**	0,3	
Profit on disposal of Denny	**–**	27,3	
Profit on disposal of Real Juice	**40,9**	–	
Impairment of assets	**(3,6)**	(13,5)	
Other	**0,2**	1,3	
Capital items attributable to non-controlling interests	**–**	(0,1)	
Taxation attributable to capital items	**1,2**	(6,4)	
Headline earnings	**1 048,0**	963,4	8,8

3. Determination of headline earnings continued

	Audited Year ended 30 June 2013 Rm	Audited Year ended 30 June 2012 Rm	% change
Attributable to:			
Continuing operations	**1 047,5**	957,5	9,4
Discontinued operations	**0,5**	5,9	
	1 048,0	963,4	8,8
Headline earnings per ordinary share (cents)	**341,4**	322,0	6,0
Continuing operations (cents)	**341,2**	320,0	6,6
Discontinued operations (cents)	**0,2**	2,0	
Diluted headline earnings per ordinary share (cents)	**326,7**	307,1	6,4
Continuing operations (cents)	**326,5**	305,2	7,0
Discontinued operations (cents)	**0,2**	1,9	

4. Segmental results

	Audited Year ended 30 June 2013 Rm	Audited Year ended 30 June 2012 Rm	% change
CONTINUING OPERATIONS			
Segmental revenue			
Food and beverage brands	**6 688,4**	6 274,8	6,6
Entyce beverages	**2 414,9**	2 330,7	3,6
Snackworks	**2 681,6**	2 428,7	10,4
I&J*	**1 591,9**	1 515,4	5,0
Fashion brands	**2 518,2**	2 005,2	25,6
Personal care	**982,1**	918,1	7,0
Footwear and apparel**	**1 536,1**	1 087,1	41,3
Corporate and consolidation	**11,7**	7,1	
Group	**9 218,3**	8 287,1	11,2

** Following the disposal of the fresh, canned and value-added mushroom business conducted by Denny on 1 July 2011 the Chilled and frozen convenience brand segment only comprises the I&J business and therefore the segment has been renamed I&J.*

*** Includes Green Cross with effect from 1 July 2012.*

SUPPLEMENTARY NOTES TO THE PRELIMINARY SUMMARISED CONSOLIDATED FINANCIAL STATEMENTS continued

4. Segmental results continued

	Audited Year ended 30 June 2013 Rm	Audited Year ended 30 June 2012 Rm	% change
Segmental operating profit before capital items			
Food and beverage brands	**951,5**	922,5	3,1
Entyce beverages	**397,8**	415,4	(4,2)
Snackworks	**387,9**	328,5	18,1
I&J*	**165,8**	178,6	(7,2)
Fashion brands	**576,9**	463,6	24,4
Personal care	**167,1**	155,7	7,3
Footwear and apparel**	**409,8**	307,9	33,1
Corporate and consolidation	**(2,2)**	(13,6)	
Group	**1 526,2**	1 372,5	11,2
DISCONTINUED OPERATIONS			
Segmental revenue			
Real Juice	**33,6**	146,2	(77,0)
	33,6	146,2	(77,0)
Segmental operating profit before capital items			
Real Juice	**0,6**	8,1	(92,6)
	0,6	8,1	(92,6)

* *Following the disposal of the fresh, canned and value-added mushroom business conducted by Denny on 1 July 2011 the Chilled and frozen convenience brand segment only comprises the I&J business and therefore the segment has been renamed I&J.*

** *Includes Green Cross with effect from 1 July 2012.*

The fresh fruit juice manufacturing business of Real Juice was sold with effect from 1 October 2012 and has consequently been disclosed as part of discontinued operations in both the current and prior years.

5. Investment activity

Acquisition of Green Cross

Effective 1 March 2012 AVI entered into an agreement in terms of which it acquired 100% of the issued share capital and shareholders' loans of Green Cross. Since the acquisition of A&D Spitz Proprietary Limited ("Spitz") in July 2005, AVI's premium branded footwear and apparel portfolio has contributed meaningfully to the Group's growth in profitability. The transaction represented a rare opportunity to acquire an established, category leading brand of relevant scale with a solid record of profitable operations.

The purchase consideration payable by AVI was an initial amount of R382,5 million plus a contingent earn-out payment of a maximum amount of R35,0 million, payable in March 2013 subject to certain profit hurdles being achieved in Green Cross' financial year ending 28 February 2013. In total the Group paid a consideration of R428,3 million for the business with an initial payment of R391,1 million paid in July 2012 and the remaining R37,2 million (R35,0 million contingent consideration plus interest of R2,2 million) paid in May 2013 following the achievement of the required profit target. In line with the requirements of accounting standards the interest paid in respect of the contingent consideration was expensed in the period and consequently a consideration of R426,1 million is reflected. The transaction was subject to the fulfilment of certain conditions precedent which occurred during July 2012 and consequently the transaction has been accounted for from 1 July 2012.

Green Cross contributed revenue of R327,5 million, operating profit of R80,0 million and profit after taxation of R60,1 million to the Group for the year ended 30 June 2013. The Green Cross balance sheet at the date of acquisition was as follows :

	Carrying amount Rm
Non-current assets	45,6
Current assets	129,2
Non-current liabilities	(3,4)
Current liabilities	(33,1)
Net identifiable assets and liabilities	**138,3**
Trademark recognised on acquisition	399,7
Deferred taxation on trademark recognised	(111,9)
Total consideration on 27 July 2012 and 2 May 2013	**426,1**
Less: Cash and cash equivalents in business acquired	(46,3)
Cash outflow from the Group on acquisition	**379,8**

Disposal of Real Juice Co Holdings Proprietary Limited

On 31 May 2012 AVI entered into an agreement with Clover S.A. Proprietary Limited ("Clover"), a subsidiary of Clover Industries Limited, in terms of which 100% of the equity in and shareholders' loans against Real Juice Co. Holdings Proprietary Limited ("Real Juice") were disposed of for a consideration of R62,4 million (after adjustments and interest). The conditions precedent to the transaction were fulfilled during September 2012 and consequently the transaction was effective from 1 October 2012. The value of the net assets disposed of at the effective date amounted to R3,8 million and a capital profit of R40,9 million was earned, after derecognising the accumulated non-controlling interest of R17,7 million. In line with last year Real Juice has been disclosed as a discontinued operation in the Group's results for the year ended 30 June 2013.

Other than the above transactions there were no significant changes to investments during the period.

SUPPLEMENTARY NOTES TO THE PRELIMINARY SUMMARISED CONSOLIDATED FINANCIAL STATEMENTS continued

6. Commitments

	Audited Year ended 30 June 2013 Rm	Audited Year ended 30 June 2012 Rm
Capital expenditure commitments for property, plant and equipment	**208,8**	302,4
Contracted for	**130,2**	175,0
Authorised but not contracted for	**78,6**	127,4

It is anticipated that this expenditure will be financed by cash resources, cash generated from activities and existing borrowing facilities. Other contractual commitments have been entered into in the normal course of business.

7. Post-balance sheet events

No significant events outside the ordinary course of business have occurred since the balance sheet date.

8. Dividend declaration

Notice is hereby given that a gross final dividend No 79 of 170 cents per share for the year ended 30 June 2013 has been declared payable to shareholders of ordinary shares. The dividend has been declared out of income reserves and will be subject to dividend withholding tax at a rate of 15%. The company has no secondary tax credits available and consequently a net dividend of 144,5 cents per share will be distributed to those shareholders who are not exempt from paying dividend tax. In terms of the dividend tax legislation, the dividends tax amount due will be withheld and paid over to the South African Revenue Services by a nominee company, stockbroker or Central Security Depository Participant ("CSDP") (collectively "Regulated Intermediary") on behalf of shareholders. However, all shareholders should declare their status to their Regulated Intermediary, as they may qualify for a reduced dividend tax rate or exemption. AVI's issued share capital at the declaration date is 343 953 141 ordinary shares. AVI's tax reference number is 9500/046/71/0. The salient dates relating to the payment of the dividend are as follows:

Last day to trade cum dividend on the JSE	Friday, 11 October 2013
First trading day ex dividend on the JSE	Monday, 14 October 2013
Record date	Friday, 18 October 2013
Payment date	Monday, 21 October 2013

In accordance with the requirements of Strate Limited, no share certificates may be dematerialised or rematerialised between Monday, 14 October 2013 and Friday, 18 October 2013, both days inclusive.

Dividends in respect of certificated shareholders will be transferred electronically to shareholders' bank accounts on payment date. In the absence of specific mandates, dividend cheques will be posted to shareholders. Shareholders who hold dematerialised shares will have their accounts at their Central Securities Depository Participant ("CSDP") or broker credited on Monday, 21 October 2013.

9. Reports of the independent auditors

The unmodified audit reports of KPMG Inc., the independent auditors, on the financial statements and the preliminary summarised financial statements contained herein for the year ended 30 June 2013, dated 6 September 2013, are available for inspection at the registered office of the company.

10. Preparation of financial statements

These preliminary summarised financial statements have been prepared under the supervision of Owen Cressey CA (SA), the AVI Group Chief Financial Officer.

11. Annual report and notice of annual general meeting

The annual report for the year ended 30 June 2013 will be posted to shareholders on or about Monday, 30 September 2013. The financial statements will include the notice of the annual general meeting of shareholders to be convened at 11:00 on Wednesday, 30 October 2013 at 2 Harries Road, Illovo, Johannesburg.

ADMINISTRATION AND PRINCIPAL SUBSIDIARIES

ADMINISTRATION

Company registration
AVI Limited ("AVI")
Reg No: 1944/017201/06
Share code: AVI
ISIN: ZAE000049433

Company secretary
Sureya Naidoo

Business address and registered office
2 Harries Road
Illovo
Johannesburg 2196
South Africa

Postal address
PO Box 1897
Saxonwold 2132
South Africa

Telephone: +27 (0)11 502 1300
Telefax: +27 (0)11 502 1301
Email: info@avi.co.za
Website: www.avi.co.za

Auditors
KPMG Inc.

Sponsor
The Standard Bank of South Africa Limited

Commercial bankers
Standard Bank
FirstRand Bank

Transfer secretaries
Computershare Investor Services Proprietary Limited
Business address
70 Marshall Street
Marshalltown
Johannesburg 2001
South Africa

Postal address
PO Box 61051
Marshalltown 2107
South Africa
Telephone: +27 (0)11 370 5000
Telefax: +27 (0)11 370 5271

PRINCIPAL SUBSIDIARIES

Food and beverage brands
National Brands Limited
Reg No: 1948/029389/06
(incorporating Entyce beverages and Snackworks)

30 Sloane Street
Bryanston 2021

PO Box 5159
Rivonia 2128
Telefax: +27 (0)11 707 7799

Managing Directors
Sarah-Anne Orphanides (Entyce beverages)
Telephone: +27 (0)11 707 7100

Gaynor Poretti (Snackworks)
Telephone: +27 (0)11 707 7200

I&J
Irvin & Johnson Holding Company Proprietary Limited
Reg No: 2004/013127/07

1 Davidson Street
Woodstock
Cape Town 8001

PO Box 1628
Cape Town 8000

Managing Director
Jonty Jankovich
Telephone: +27 (0)21 402 9200
Telefax: +27 (0)21 402 9282

Fashion brands
Personal care
Indigo Cosmetics Proprietary Limited
Reg No: 2003/009934/07

16-20 Evans Avenue
Epping 1 7460

PO Box 3460
Cape Town 8000

Telephone: +27 (0)21 507 8500
Telefax: +27 (0)21 507 8501

Footwear & apparel
Divisional Managing Director
Robert Lunt
Telephone: +27 (0)11 707 7300
Telefax: +27 (0)11 707 7763

A&D Spitz Proprietary Limited
Reg No: 1999/025520/07

29 Eaton Avenue
Bryanston 2021

PO Box 782916
Sandton 2145

Managing Director
Paul Presbury
Telephone: +27 (0)11 707 7300
Telefax: +27 (0)11 707 7763

Green Cross
Incorporating the following legal entities:
Green Cross Manufacturing Proprietary Limited
Reg No: 1994/08549/07
Green Cross Properties Proprietary Limited
Reg No: 1994/09874/07
Green Cross Retail Holdings Proprietary Limited
Reg No: 1998/003766/07

26 – 30 Benbow Avenue
Epping Industria
7460

PO Box 396
Epping Industria 7475

Managing Director
Greg Smith
Telephone: +27 (0)21 507 9700
Telefax: +27 (0)21 507 9707

DIRECTORS

Executive

Simon Crutchley
(Chief Executive Officer)

Owen Cressey
(Chief Financial Officer)

Independent non-executive

Gavin Tipper[1]
(Chairman)

Angus Band[1] (Resigned 2 November 2012)

James Hersov[2]

Kim Macilwaine[5] (Resigned 4 December 2012)

Adriaan Nühn[1, 4]

Mike Bosman[2]

Andisiwe Kawa[1]

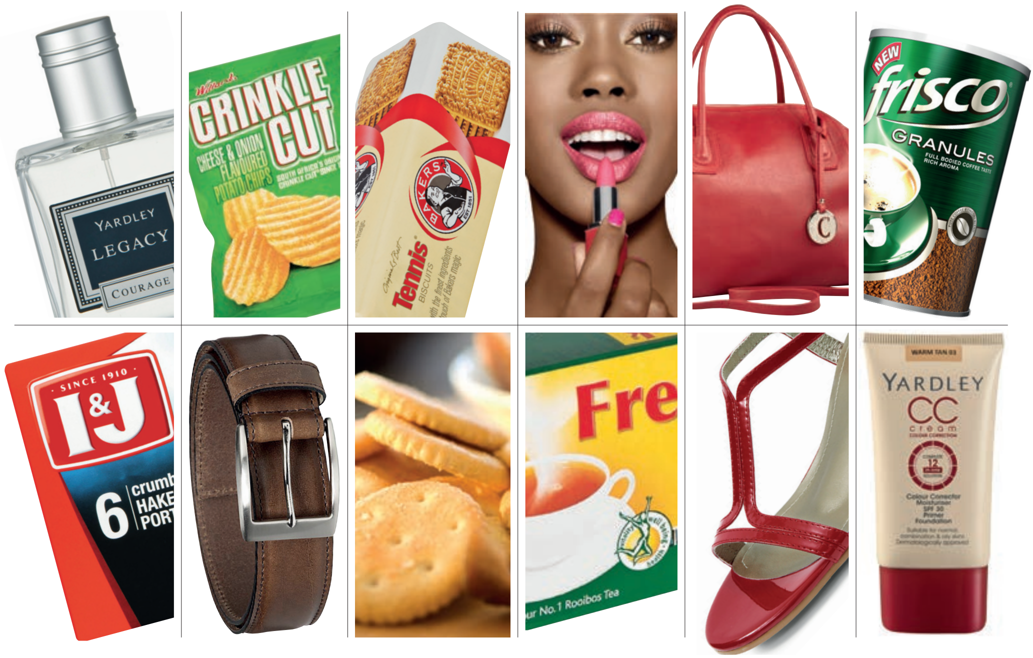
Abe Thebyane[1]

Neo Dongwana[2, 3]

Barry Smith[3]

[1] Member of the Remuneration, Nomination and Appointments Committee
[2] Member of the Audit and Risk Committee
[3] Member of the Social and Ethics Committee
[4] Dutch
[5] British

BASTION GRAPHICS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LEGACY
COURAGE
CRINKLE CUT
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