ANNUAL INTEGRATED REPORT

FEBRUARY 2018

Santova

INNOVATIVE SOLUTIONS • ENDLESS POSSIBILITIES

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The Santova 2018 Annual Integrated Report is supplemented by and should be read in conjunction with the following information which is available online:

FINANCIAL

- 2018 Annual Financial Statements, including:
  - Audit and Risk Committee Report
  - Social and Ethics Committee Report
- 2018 Preliminary Audited Results
- 2018 Investor Presentation

GOVERNANCE

- King IV Governance Register and supporting Reports

SOCIAL AND ENVIRONMENTAL

- 2018 Social and Environment Report

These are available at www.santova.com

OUR NEW CORPORATE IDENTITY

Santova
Innovative Solutions. Endless Possibilities

Santova
INNOVATIVE SOLUTIONS • ENDLESS POSSIBILITIES

We have redesigned our corporate logo to reflect our image as a specialist trade solutions company. Our brand promise 'Innovative solutions • Endless Possibilities' is captured in the simple clean lines of the new logo. The bold, white typography on the blue background portrays Santova's strong entrepreneurial spirit while the globe icon symbolises our South African heritage as well as a cutting edge, global approach to business.

Our Approach to Reporting

Santova Limited has pleasure in presenting its 2018 Annual Integrated Report, which covers the performance of the Group and its subsidiaries for the year ended 28 February 2018. This Report has been produced to present in a concise manner, those elements of the Group's economic, governance, social and environmental performance that are material to enable stakeholders to make informed assessments of the Group's performance and the Group's ability to create long term, sustainable value.

SCOPE AND BOUNDARY

This report has been prepared in compliance with applicable legislative reporting requirements, including principally, the International Financial Reporting Standards, the South African Companies Act and the JSE Listings Requirements.

In drafting the report we have also been guided by the fundamental concepts and guiding principles of the Integrated Reporting Framework issued by the International Reporting Council, as well as the principles of the King IV Report on Corporate Governance for South Africa 2016, Institute of Directors Southern Africa ("King IV"), both of which we remain committed to adopting.

The report provides a concise overview of the Group's business model, its operating environment, its competitive positioning, strategies, culture and values and investment case, as well as providing key operating and financial information, executive commentaries and relevant governance and risk reviews. The executive commentaries contain extracts from the Group Consolidated Annual Financial Statements, which have been audited by Deloitte & Touche who expressed an unmodified opinion thereon. These extracts are taken from audited information but are themselves not audited. Stakeholders are referred to the full set of audited Group Consolidated Annual Financial Statements for more detailed financial information. These may be found on the Group's corporate website at **www.santova.com**.

MATERIALITY

This report focuses only on those material aspects which have the potential to substantially impact on the Group's ability to create and sustain value for its key stakeholders, as dictated by our business model and strategies. As a result, in drafting the report careful consideration was given to the guiding principal of 'conciseness' from the Integrated Reporting Framework and the requirements of the recently revised and adopted International Financial Reporting Standards on disclosure and materiality.

ASSURANCE

Santova has adopted a combined assurance framework that the Board believes is appropriate with respect to its stage of development, considering the risks it encounters and its strategies. This framework is overseen by the Audit and Risk Committee and involves obtaining assurance from executive and senior management, external assurance providers and internal assurance principally from the Group's centralised services division.

As part of the adoption of this assurance framework the following specific external assurances were obtained:

- Our annual financial statements have been audited by Deloitte & Touche, the Group's independent external auditors;
- Other sections of the report, such as B-BBEE disclosures, have been audited by relevant accredited external verification entities.

2018 REPORTING SUITE

This 2018 Santova Annual Integrated Report provides a concise overview of the Group's economic and governance performance. Complementing this report are a number of other reports that are produced for specific stakeholders and which also provide more detailed financial and governance information, as well as social and environmental information. A list of these reports may be found on the contents page. These and other associated reports are available on the Group's corporate website at **www.santova.com** and should be read in conjunction with this Annual Integrated Report. This suite of reports provides the necessary information to enable Stakeholders to make informed assessments of the Group's performance and identify with the Group's outlook in the short, medium and long term.

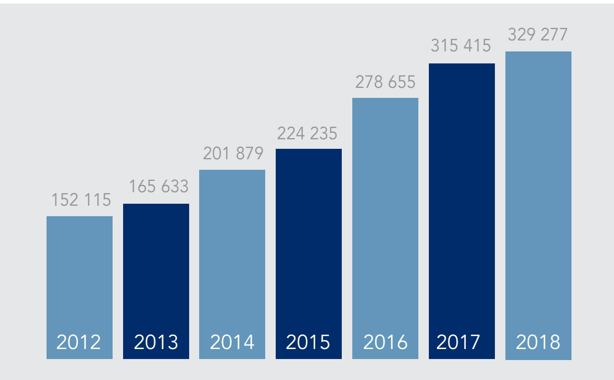
BOARD APPROVAL

The Audit and Risk Committee has oversight on integrated reporting and the preparation of the Annual Integrated Report. The committee confirms that the report fairly presents the material issues and integrated performance of the Group and recommended the report for approval by the Board of Directors. The Board approved the Annual Integrated Report for release to stakeholders on 16 May 2018.

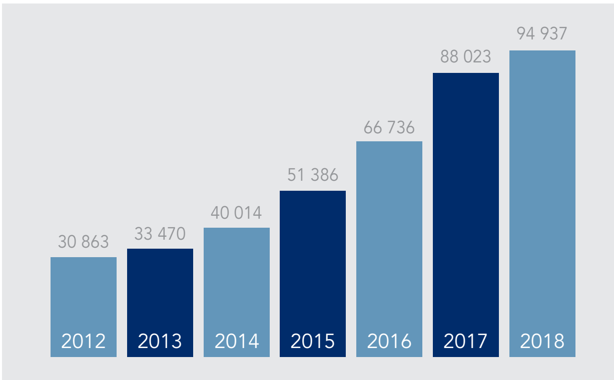
How We Performed Against Key Indicators

		2018	2017	Change
STRATEGIC INITIATIVES				
Growth				
Billings	R'000	**4 123 540**	4 073 868	1,2%
Revenue after net interest income	R'000	**329 277**	315 415	4,4%
Net profit before tax	R'000	**94 937**	88 023	7,9%
Dividend per share	cents	**7,00**	6,25	12,0%
Headline earnings per share	cents	**44,84**	39,89	12,4%
Net cash generated from operating activities	R'000	**67 760**	56 474	20,0%
Total assets	R'000	**964 376**	896 072	7,6%
Capital and reserves	R'000	**416 172**	365 567	13,8%
Total interest bearing debt	R'000	**301 697**	285 473	5,7%
Tangible net asset value per share	cents	**147**	118	24,9%
Diversification				
Number of countries	number	**7**	7	-
Number of offices	number	**19**	19	-
Total staff	number	**328**	323	5
% of profits generated offshore	%	**60,0%**	62,1%	(2,1%)
Innovation				
IT development and overhead expenditure	R'000	**9 589**	11 148	(14,0%)
Total employment related costs	R'000	**172 494**	175 375	(1,6%)
Efficiency and Effectiveness				
Billings to revenue margin	%	**8,0%**	7,7%	0,3%
Operating margin	%	**30,6%**	30,7%	(0,1%)
Effective tax rate	%	**24,9%**	26,6%	(1,7%)
Interest cover	times	**17.6**	11	6,6
Return on equity	%	**18,4%**	17,0%	1,4%
Debtor days	days	**51,3**	48,3	3,0
Debt equity ratio	%	**46,5%**	53,0%	(6,5%)

REVENUE AFTER NET INTEREST INCOME



PROFIT BEFORE TAX



Who We Are

The Santova Group is a specialist international trade solutions business listed on the main board of the JSE Limited. The Group operates from 19 offices in 7 countries including South Africa, Hong Kong, Australia, Germany, the Netherlands, Mauritius and the United Kingdom.

Innovative Solutions. Endless Possibilities.

VISION

To be a recognised brand in global trade solutions through strategic international offices and leading intellectual capital.

PURPOSE

Enabling clients to achieve a competitive advantage through innovative global supply chain solutions.

Santova has 4 598 shareholders of which 14 are directors and senior management of the Group who hold 18,91% of the Company, with the balance being held by a broad cross spectrum of entities and individuals, with no single shareholder holding more than 11,36% of the Company.

We operate from 19 offices in

7

countries

Shareholders

4 598

STRATEGIC SERVICE OFFERINGS

Supply Chain Solutions
Supply chain optimisation through leading intellectual capital, supply chain solutions and systems.

Business Intelligence
Unrivalled systems software unlocking supply chain data and enabling predictive analytics.

Logistic Services
Efficient and effective forward and reverse flow and storage of goods globally.

Client Sourcing and Procurement Management Services
Access to global supplier and product sourcing and validation, reducing cost, ensuring reliability in terms of quality, quantity, time and location.

Express or Time-Sensitive Courier Services
International express delivery requests on-demand.

Financial Services
Short term insurance solutions from captive insurance products, profit share facilities, risk transfer and risk management programmes to self-insurance funded facilities.

Our Key Differentiators

GLOBAL
An **international infrastructure** that provides local representation in key trade centres.

SERVICES
Competitive **international logistics products and services**.

SOLUTIONS
Specialist in-house **supply chain intellectual capacity**.

TECHNOLOGY
Intelligent technology and management information systems.

Our Culture and Values

OUR CULTURE

Our culture is one of a leading entrepreneurial 'spirit', which is closely followed by levels of bureaucracy necessary to manage or curtail the risks that typically accompany a highly entrepreneurial climate. In the case that there are deviations or transgressions from our expectations and values, our fall back will be to autocracy to restore the status quo.

OUR VALUES

ACCOUNTABILITY
- Responsible for decisions and actions
- Using initiative
- Self-disciplined
- Setting and meeting high standards

INNOVATION
- Creative solutions and ideas
- Challenging and embracing change
- Forward thinking
- Big-picture approach

INTEGRITY
- Open, honest and transparent
- Ethical and moral behaviour
- Respecting confidentiality
- Honourable and trustworthy

PASSION
- Enthusiastic and self-motivated
- Positive attitude and energy
- Tenacious commitment
- Competitive spirit

TEAM SPIRIT
- Willing participation
- Supportive and helpful
- Adaptable and flexible
- Cooperative attitude

Our Strategy

In consideration of the Group's Vision and Purpose and with an appreciation of the Group's key differentiators and inherent risks, the Group has set four ongoing medium to long term initiatives:

GROWTH

To achieve consistent year on year growth in revenue and profitability through a balanced combination of organic growth and selective acquisitions.

Organic growth
- New clients
- New services with existing clients
- New trade routes
- New services/products

Acquisitions
- 'Bolt-on' acquisitions
- Strategic acquisitions

INNOVATION

Technology innovation: leveraging off next generation technology
To continually invest and further develop the Group's information technology offering so as to provide clients with meaningful information and data allowing them to achieve a competitive advantage and in so doing ensuring long term client retention.

Supply chain innovation: knowledge intensive business model
To continually invest in and grow the Group's Supply Chain Consulting resources and capabilities both locally and internationally.

Talent pool: investing in and cultivating intellectual capital
To establish Santova as a 'preferred employer' within the logistics industry thereby attracting and retaining appropriately skilled and experienced staff.

EFFICIENCY AND EFFECTIVENESS

Executing at high standards, quickly and intelligently.
To leverage off industry best practice and to continually drive operating efficiencies and consistency of systems and procedures across all business units and regions, ensuring free flow of intellectual capital and accurate data (information) based decision-making.

DIVERSIFICATION

Relentless diversification of the business, including:
- Geographical
- Currency
- Service/product
- Industries
- Trade routes

Our Investment Case

As the primary providers of capital to the Group, Santova aims to create value for Shareholders by delivering above average market appreciation and consistent dividend payments matching the Group's growth in profitability.

- Highly **entrepreneurial culture** which thrives on change and is driven by innovation. Flexible and highly adaptable to a changing environment.
- Santova's **strategic diversification** in terms of geographies, currencies, industries, products and services enables it to hedge against unexpected 'regional risks' whilst at the same time allowing it to capitalise on opportunities that may present themselves globally.
- A **non-asset based business model**: a specialist provider of innovative global trade solutions utilising a non-asset based infrastructure which has a variable cost structure and can be easily and quickly adjusted to meet unexpected challenges.
- An **international infrastructure**: managing a global network of interconnected activities for multinational organisations from origin to point-of-consumption, allowing Santova to duplicate logistics revenue streams at both ends of the supply chain whilst being competitive from a cost and service perspective.
- **In-house global talent pool**: cultivating high caliber employees (internationally) who are attuned to the Group's entrepreneurial culture and knowledge intensive business model.
- Continuously embracing and leveraging off **next generation technology**: one common global platform for engagement and global multi-dimensional interface (EDI), including predictive analytics.

Santova's Investment Case must be considered in context of the entire 2018 Annual Integrated Report, 2018 Annual Financial Statements and Santova's 2018 Social and Environment Report.

Our Competitive Positioning

Santova operates in highly competitive markets both regionally and internationally and positions itself as a true outsourced non-asset based supply chain management service provider. As a result, the Group competes internationally across multiple levels in various sectors in the logistics industry and a direct comparison of Santova to any one specific sector or level is difficult.

Santova competes across certain aspects of all of the following sectors within the logistics industry:

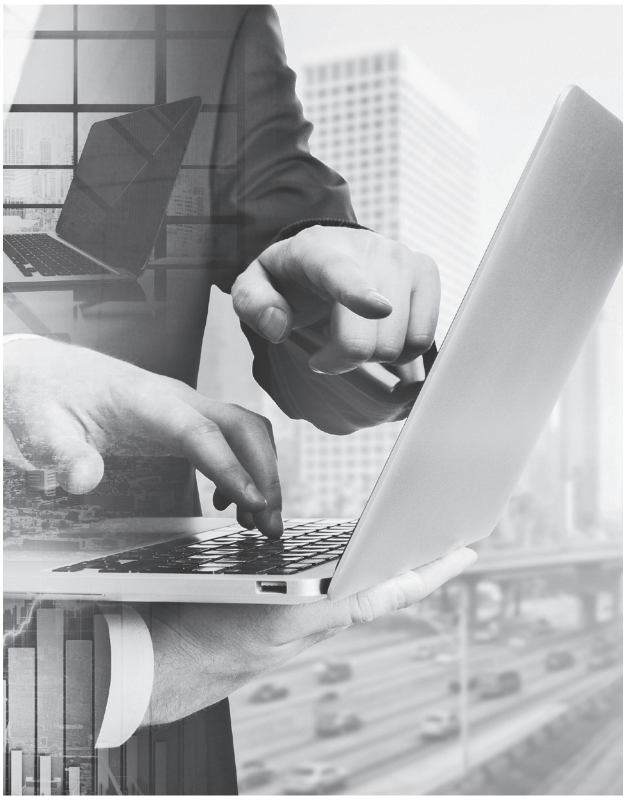
- Regional Third Party ("3PL") Logistics Providers:
  - Typically local/regional forwarding and clearing agents, who don't have an international infrastructure and whose business models are traditional, don't make use of technology and modern supply chain methodologies.
- International Fourth Party ("4PL") and Lead Logistics Providers:
  - Large multinational logistics providers listed on major international stock exchanges, with extensive global asset based infrastructures and intelligent business models, focusing on large multinational corporations as customers.
- Supply Chain Consulting Organisations:
  - Specialist supply chain consulting organisations that consult and generate revenue on a project and time basis from large corporations, but do not supply any traditional forwarding and clearing services.
- The JSE Transportation Sector:
  - By virtue of being listed, the Group is typically compared to the other organisations within this sector, however a meaningful comparison is difficult due to the fact that our peers within the sector are typically more asset based entities.

Our Operating Environment

Santova operates in a market environment driven by globalisation and technological advancements which has resulted in a borderless and integrated world economy. In this environment, companies source and procure products and raw materials worldwide and distribute their end products into multiple markets and territories. In order to facilitate this global trade, companies require extensive sophisticated operational and logistics supply chain solutions across multiple geographies and jurisdictions.

The context within which the global logistics industry is operating is characterised by the following:

- **Customer expectations are changing.** Customers expect to get shipments delivered faster, more flexibly and with a higher degree of transparency at a lower price.
- **High degree of fragmentation.** Many participants within the logistics industry are transactional or commoditised and have low barriers to entry or exit, typified by fragmentation, low margins and high competition.
- **Low degree of digitisation and highly manual processes.** Industry is slow to exploit technologies such as cloud based services, predictive data analytics, blockchain, drones and 3D printing, which is gaining momentum with manufacturers.



- **Increased competition in the form of new entrants.** New entrants to the industry are finding ways to carve out the more lucrative elements of the value chain. They are exploiting digital technology or introducing new 'sharing' business models. They are non-asset based and do not have cumbersome existing systems that weigh them down.
- **Emergence of new business models which are redefining collaboration.** With the advent of new technology, collaboration and standardisation has become much more dynamic, resulting in increased efficiencies for many industries.

The specific issues that have impacted on Santova and thus the Group's ability to generate greater profitability and cash flows during the past financial period, include:

AFRICAN LOGISTICS MARKET

- The strengthening of the South African Rand, which has impacted on the conversion of foreign currency denominated earnings.
- The current economic environment and socio-political instability which is impacting growth rates, unemployment and consumer spending resulting in lower trade volumes generally.
- The difficulty in sourcing and retaining the right talent.

INTERNATIONAL LOGISTICS MARKET

- Overcapacity in the international shipping market, which has led to lower shipping rates and lower profit margins, which is showing some signs of recovery.
- Brexit, which has led to a significant weakening of the British Pound and general uncertainty within the United Kingdom market.
- Relatively flat global economies, accompanied by limited consumer demand in certain major economies, in particular China.
- Low unemployment rate in Europe resulting in the difficulty in sourcing and recruiting the necessary talent.

Our Business Model

Santova's business model is that of an integrator that assembles the intellectual capital and technology of the Group, together with the logistics resources and capabilities of specialised external logistics providers, to design, develop and execute comprehensive supply chain solutions for customers.

#01 INPUTS

INTELLECTUAL CAPITAL
The Group's in-house supply chain capabilities and developed IT resources and software.

HUMAN CAPITAL
The specialist logistics skills, knowledge and experience held by the Group employees.

SOCIAL & RELATIONSHIP CAPITAL
The key relationships the Group maintains with its key business stakeholders.

FUNDING CAPITAL
The funding supplied by the Group's shareholders, primary bankers and creditors.

MANUFACTURED CAPITAL
The Group's global infrastructure of offices.

NATURAL CAPITAL*
Office-based usage of water, energy, land and carbon emissions.

Not material

#02 BUSINESS ACTIVITIES

As a non-asset based provider of international supply chain solutions, the Group's primary services entail the co-ordination and control over the forward and reverse movement of clients' goods across the entire supply chain from source to destination. The Group principally operates as an agent on behalf of its clients to arrange the transportation, storage and delivery of their goods through the most cost and time efficient means.
To do so the Group draws on extensive relationships and agreements with multiple third party providers across the globe for physical transport services via sea, air, road and rail.

SOURCE
- Factory
- Wholesaler
- Warehouse
- Supplier

#03 INFORMATION FLOW AND PRODUCT FLOW

FORWARD AND REVERSE LOGISTICS

#04 OUTPUTS

LOGISTICS SERVICES
Customs Clearing, Freight Forwarding, Liner Agency, Groupage and Consolidations, Warehousing, Distribution, Ship Chartering

SPECIAL PROJECTS
Complex project and out-of-gauge cargo

SOURCING AND PROCUREMENT
Sourcing and procurement of goods and services from external sources

COURIER SERVICES
International express door-to-door delivery of goods

FINANCIAL SERVICES
Short term insurance risk solutions

DESTINATION
- Consumer
- Retailer
- Factory
- Warehouse
- Distribution Centre

#05 OUTCOMES

INTERNAL
- Growth in profitability
- Positive cash flows
- Investment in key differentiators
- Building the Group's employment brand
- Effective corporate governance

EXTERNAL
- Supply chain optimisation solutions
- Providing direct time and cost savings
- Customer satisfaction and retention
- Growing brand recognition
- Long term shareholder wealth creation

KEY FACTORS INFLUENCING OUR BUSINESS MODEL IN OUR VALUE CREATION OVER TIME

#01
OUR CULTURE AND VALUES

#02
OUR VISION AND PURPOSE

#03
OUR STRATEGY

#04
OUR KEY DIFFERENTIATORS

#05
OUR KEY RELATIONSHIPS

#06
HOW WE REMUNERATE

#07
HOW WE MANAGE RISK AND CORPORATE GOVERNANCE

#08
HOW WE CREATE AND SUSTAIN VALUE

#09
OUR OPERATING ENVIRONMENT AND WHERE WE OPERATE

#10
WHO WE ARE AND OUR COMPETITIVE POSITIONING

A specialist provider of innovative global trade solutions

Where We Operate

UNITED KINGDOM

SANTOVA LOGISTICS
- Heathrow
- West Hornden
- Tamworth

W.M. SHIPPING
- Tamworth
- West Hornden
- Felixstowe

TRADEWAY (SHIPPING)
TRADEWAY NORTH WEST
- Leeds
- Manchester

REVENUE/RM

76,453

NETHERLANDS

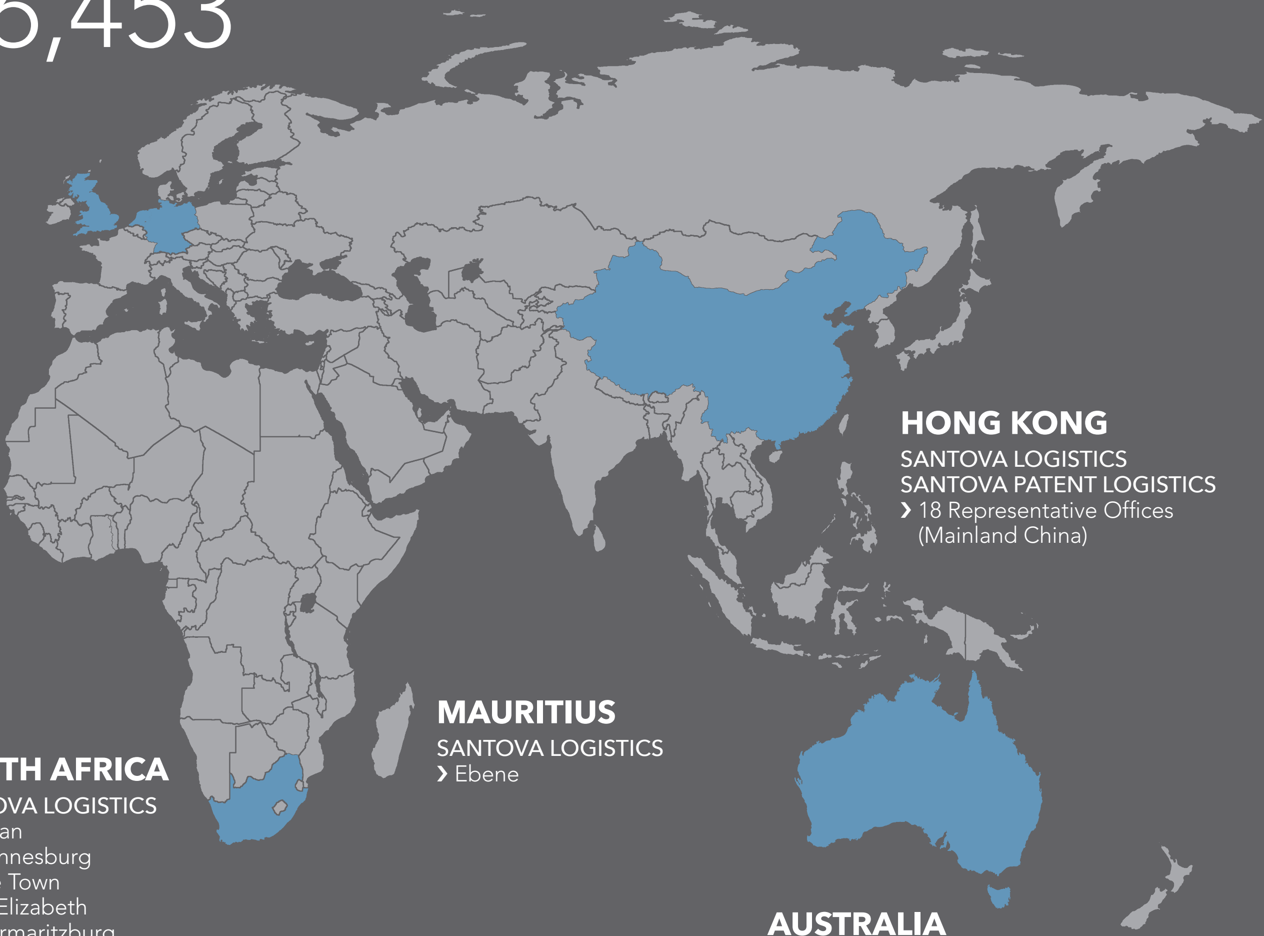
SANTOVA LOGISTICS
- Schiphol
- Rotterdam

GERMANY

SANTOVA LOGISTICS
- Frankfurt
- Hamburg

REVENUE/RM

73,499



HONG KONG

SANTOVA LOGISTICS
SANTOVA PATENT LOGISTICS
- 18 Representative Offices (Mainland China)

MAURITIUS

SANTOVA LOGISTICS
- Ebene

SOUTH AFRICA

SANTOVA LOGISTICS
- Durban
- Johannesburg
- Cape Town
- Port Elizabeth
- Pietermaritzburg
- Sasolburg

SANTOVA FINANCIAL SERVICES
- Durban
- Johannesburg

REVENUE/RM

147,488

AUSTRALIA

SANTOVA LOGISTICS
- Sydney

REVENUE/RM

31,635

Our Key Relationships

As a non-asset based, specialised supply chain business, our relationships with our key stakeholders are core to our strategy and continued existence.

As a result, the Group's business model is highly stakeholder centric and dependent on the establishment of long term mutually beneficial relationships with all stakeholders, which are facilitated through constant daily interaction with our employees across all levels.

The Group has identified numerous stakeholders who influence the creation of value in its business model and these include our clients, suppliers, agents, employees, shareholders, banking institutions, credit underwriters, governments, regulators and IT service providers.

The stakeholders who have the most material impact on implementing our Group strategy and how we engage with our strategy are:

		CLIENTS	SUPPLIERS	EMPLOYEES	SHAREHOLDERS
STAKEHOLDER NUMBER	2018	4 934	2 293	328	4 598
	2017	4605	2101	323	4514
NATURE OF RELATIONSHIP		Corporate entities of varying size across diverse industry sectors that are primarily manufacturers and retailers utilising foreign sourced products or exporting products to foreign customers	A global panel of specialised external service providers, utilised to provide, inter alia, warehouse or distribution facilities and to convey client's products from source to destination via sea, air, road and rail	Individuals of varying nationalities and qualifications with relevant logistics and supply chain experience, employed across the Group to service customers and provide support functions	The providers of the Company's share capital and primary risk takers within the business
STAKEHOLDERS' NEEDS		Supply chain optimisation through the efficient, timeous and cost effective flow of products from source to destination, thereby meeting specific customer service requirements and adding value and competitive advantage to their organisation	An ongoing and commercially viable supply of inter alia, shipping, transport and warehouse service orders from the Group on behalf of Santova's clients	Career and personal development in a quality work environment within a successful and stimulating organisation, that ensures job security and appropriate reward for performance	The generation of sustainable, above market returns through capital appreciation and dividend payments, together with ongoing communication on the Company's performance - all underpinned by the appropriate levels of corporate governance
HOW WE ENGAGE		Agreed and documented terms, tariffs and operating procedures, supplemented by daily system based and interpersonal communication, related to specific shipping instructions and ongoing reviews of client service levels	Upfront formal service level agreements followed by daily electronically communicated shipping, transport and warehouse service orders - together with ongoing updates on key supply chain data and timing	Ongoing formal and informal engagement managed primarily by the Group's Human Resources Department and Business Unit Leaders to ensure employees receive the necessary guidance, motivation, feedback and recognition	Formal published communications via Stock Exchange announcements, annual reports, advertorials, the Group website, shareholder meetings, investor presentations and in the press
ASSOCIATED SIX CAPITALS		Human Capital, Intellectual Capital, Social and Relationship Capital	Human Capital, Social and Relationship Capital	Human Capital	Financial Capital
RELATED SANTOVA STRATEGIC INITIATIVES		Innovation, Diversification, Efficiency and Effectiveness	Efficiency and Effectiveness	Innovation	Growth, Diversification

How We Manage Risk

The Santova Board acknowledges the importance of effective corporate governance and the sustainability of the organisation and consequently recognises that the proactive engagement of risk is a crucial part of the core business and value creation process of Santova.

Risk management is ultimately about proactively identifying and understanding the potential threats, actions or events that will positively or negatively affect an organisation's ability to achieve its objectives, and then managing, monitoring and reporting on these risks.

In terms of principle 11 of King IV, the Board has assumed responsibility for risk governance and in terms of principle 11 read with principles 4 and 10, the Board has:

- Set the approach and strategy to risk governance within the Group where risk is an integral part to decision-making and adherence to roles and duties;
- Stipulated the Group's Risk Policy, which defines the Risk Management Objectives, Risk Management Framework, Risk Management Process and clarifies the concept of the Group's Risk Tolerance;
- Delegated the implementation and execution of effective risk management to management through its Risk Management Framework; and
- Overseen the management of risk within the Group and participated in the rating and assessment of the Group's key inherent risks disclosed on pages 14-17 of this report.

RISK MANAGEMENT OBJECTIVES

Santova's risk management objectives are to:

- Create awareness and understanding of risk and instill a culture of risk management accountability at all levels within the organisation;
- Determine Santova's risk tolerance, which will allow for the achievement of strategic and business objectives;
- Identify and understand risks completely and capture these risks in Santova's Risk Register;
- Engage risks and manage them well within the risk tolerance parameters;
- Embed risk management as part of the normal operations, which includes linking risks to controls; and
- Comply with appropriate risk management practices in terms of corporate governance guidelines and relevant codes of good practice.

RISK TOOLS USED IN THE RISK MANAGEMENT PROCESS

The Risk Management Framework – The process flow on page 13 depicts the Group's risk management process which is implemented by Management, the various Group committees and ultimately overseen by the Board. These role players constitute the Risk Management framework. This framework not only ensures the embedding of risk principles into the day-to -day operations of the Group but instills a 'risk culture' amongst the greater Group, globally. The usage of the committees within the framework allows for the contribution by specialist role players within the Group and also draws on external assurance provided by external role players within these committees. A graphical representation of the framework can be seen in the Governance Review on page 33 of this integrated report.

Risk Management Committee – This is the committee to which the Audit and Risk Committee has delegated the daily oversight of the risk management process for all areas of risk and accordingly, it interacts directly with Management (and where appropriate, employees of all levels) to ensure proper implementation of the Risk Management Process.

The committee met on 3 occasions during the past financial year and is made up as follows:

- Group Chief Executive Officer
- Group Financial Director
- Group Legal Advisor (Chairman)
- Group Financial Manager (Secretary)
- Santova Financial Services Managing Director
- Santova Logistics Financial Director
- Santova Logistics KZN Regional Head

Risk Register – This is the complete register of all identified Santova risks captured into three main components, namely: Basic Risk Information, Risk Assessment and Risk Response Information.

Risk Inbox Process – The Risk Inbox is a process that allows any employee to identify and communicate a risk to the Risk Management Committee via a dedicated email address. Whilst this opportunity is available at all times for any employee, the secretary of the Risk Management Committee also sends a reminder to top, senior and certain middle management to remind regions to submit risk observations (shortly before each risk management committee meeting) and to also communicate this task to their individual teams.

OVERVIEW OF OUR KEY INHERENT RISKS

The key material inherent risks of the Group are set out on pages 14-17 of the report. The risks are identified and described before a rating is provided. Steps to mitigate these risks are then set out. Once again, we have also included a cross reference of these risks to our strategic initiatives, to the six capitals and to our stakeholders in order to illustrate how the management and mitigation of our key risks are interwoven into the overall functioning of the Group.

RISK MANAGEMENT PROCESS

Santova manages risk by using the following risk management cycle:

#01
IDENTIFY AND UNDERSTAND OBJECTIVES

Identify and fully understand Santova's strategic, business and process objectives.

#02
SET RISK TOLERANCE

Set the level of residual risk that the Board is prepared or willing to accept in the pursuit of value.

#03
IDENTIFY RISKS

Identify risks using the various committees and role players listed in the Risk Management Framework, other relevant Santova forums, the Risk Register and the Santova Risk Inbox process.

#04
ASSESS RISKS

Capture risks onto the Risk Register and rate the impact and probability of risks and establish the Inherent Risk score.

#05
IDENTIFY CONTROLS

Assign an owner to the risk, identify the current controls and rate the Perceived Control Effectiveness.

#06
ESTABLISH RESIDUAL RISK

The Risk Register automatically calculates a Residual Risk score by weighing up the Perceived Control Effectiveness against the Inherent Risk to establish what risk remains.

#07
IDENTIFY RESPONSE STRATEGY AND ACTION REQUIRED

Determine the 'control gaps' by identification of controls which should be in place in order to reduce the Residual Risk to an acceptable level and then capture the necessary activities or 'actions' to mitigate these 'control gaps'.

#08
REPORTING AND MONITORING

Continuous monitoring by the variety of forums and the Risk Management Framework will be undertaken to ensure that the desired response strategy and action required for risk is implemented successfully. All risks with a High or Maximum Residual Risk will be reported by Management to the Audit and Risk Committee.

INHERENT RISK	PERCEIVED CONTROL EFFECTIVENESS	RESIDUAL RISK
The impact and probability of risk, arising out of circumstances or existing in an environment, in the absence of any action to control	The rating by management of the effectiveness of the current controls	The portion of the risk that remains after current controls have been implemented

Our Key Inherent Risks

RISK	RISK SUB-CATEGORY	KEY RISK DESCRIPTION	POTENTIAL INHERENT RISK EFFECT	INHERENT RISK RATING (Combined Probability and Impact)
OPERATIONAL	People/Human Resources Risk	Limited or slow implementation of Group strategy due to lack of cohesion across multiple geographic locations and varied cultures within the Group.	Slower growth, limited innovation and lack of diversification impacting on long term value creation for stakeholders.	Significant
STRATEGIC	Investment Risk	Risks inherent in the establishment of start-up businesses or the acquisition of small businesses.	High levels of initial start-up costs and investment. Difficulty entrenching the Group's culture and value into local management to ensure they are capable of growing and driving the business. Challenges associated with varied risk management practices and limited historical corporate governance in smaller organisations.	Moderate
STRATEGIC	Innovation Risk	Technology Innovation - delay in development of strategic client interface systems and/or the failure to develop/design/incorporate relevant industry related modules/functionality to client interface systems.	Loss of opportunity to add value to clients and to give Santova competitive advantage over existing client interface systems offered by competitors. Loss of clients and revenue either due to a lack of client interface systems being unique differentiators in the market or due to client interface systems not being industry competitive.	Moderate
STRATEGIC	Competitive Risk	Ensuring business model and product developments stay ahead of competitors (including new market entrants) and keep ahead of consumer demands.	Loss of revenue due to eventual loss of clients.	Moderate
FINANCIAL	Economic Risk	Risk associated with current economic environment and socio-political instability both within South Africa and internationally.	Weakening in the financial stability and profitability of the Group due to heightened probability of decreases in trading volumes and reducing margins, increased cost of funding, increased operational costs, currency volatility, increased interest rates and inflation.	Moderate

	RISK MITIGATION	STRATEGIC INITIATIVES	SIX CAPITALS	STAKEHOLDERS
	› Induction procedure for new employees which includes Group strategy; › Formal induction program (including formal training on Group strategy of all senior management worldwide; › All key investment decisions bonus and incentive targets, etc. are tested against the achievement of Group strategy; › Formal regular performance development reviews for senior management which contain measurements of performance against strategic goals; › Implementation of the Group's risk policy and practices in all regions around the world; › Annual World Executive Committee conference to communicate strategy, goals and targets for all regions in a collaborative manner; › Regular head office interaction with senior management and site visits to regions.	› Growth - Strategic Acquisitions › Innovation - Talent Pool › Efficiency and Effectiveness › Diversification	› Human Capital › Manufactured Capital	› Clients › Employees › Communities › Government / Regulators
	› Formal assessment and review undertaken by the senior executive in conjunction with the main Board of Directors ensuring an extensive and diverse range of skills and experience involved in the review of new projects or acquisitions; › Use of external legal, financial and taxation advisors where required; › Active involvement in the management of subsidiaries post acquisition or establishment.	› Growth - Organic Growth › Growth - Strategic Acquisitions › Innovation - Talent Pool › Efficiency and Effectiveness › Diversification	› Human Capital › Financial Capital › Manufactured Capital	› Employees › Clients › Suppliers › Agents › Financial Institutions / Bankers › Government / Regulators › Communities
	› The supply chain solutions team (made up of technically skilled and experienced individuals) are charged with the day-to-day management of client interface systems and the specification and implementation of upgrades/new modules; › Utilisation of a combination of internal and external specialist IT personnel/developers to manage and develop client interface systems; › Periodic reviews and assessments of client interface systems by software specialists; › Group IT Committee (made up of internal employees and external service providers with a wide range of skills and experience) provides oversight to this area of risk; › Periodic upgrading of the Group's server/WAN/LAN infrastructure and purchasing additional bandwidth to ensure reliability and improved speed of access for employees and clients.	› Innovation - Technology › Innovation - Talent Pool › Innovation - Supply Chain Innovation › Diversification	› Human Capital › Intellectual Capital	› Employees › Clients › IT Service Providers
	› Regular assessment of the Group strategy and vision; › Strong levels of interaction with clients with the focus remaining on building strong and lasting relationships; › Ongoing search for client improvement opportunities by senior management as required in terms of their contract and appraisal (formal or informal); › The continued development of the supply chain solutions team which provides unique supply chain management and international trade solutions.	› Innovation- Technology › Innovation - Talent Pool › Innovation - Supply Chain Innovation › Diversification	› Human Capital › Intellectual Capital › Social & Relationship Capital	› Clients › Employees › Shareholders
	› Maintain close relationships with clients, banks and credit underwriters; › Monitor sources of information on industry and country trends; › Diversification of the business, including geographical, currency, service/product, industries and trade routes; › Anticipate and control the elements that are controllable and develop natural hedges against this risk by expanding offshore offices in multiple jurisdictions.	› Growth - Strategic Acquisitions › Diversification	› Financial Capital › Manufactured Capital › Social & Relationship Capital	› Shareholders › Financial Institutions / Bankers › Agents › Government / Regulators

Our Key Inherent Risks continued

RISK	RISK SUB-CATEGORY	KEY RISK DESCRIPTION	POTENTIAL INHERENT RISK EFFECT	INHERENT RISK RATING (Combined Probability and Impact)	
STRATEGIC	Innovation Risk	Failure to grow and develop the Group's supply chain management capabilities and international trade solutions (both locally and internationally) so that they continue to add meaningful value and competitive advantage for clients.	Loss of clients and revenue due to the failure to offer clients a unique and sophisticated supply chain management and trade solutions service.	Moderate	
LEGAL & COMPLIANCE	Reputational Risk	The risk of not meeting all investor expectations and the possible result of a loss of reputation due to adverse publicity.	Loss of reputation and investor confidence affecting share price and shareholder value.	Moderate	
STRATEGIC	Investment Risk	Risks inherent in the acquisition of new businesses.	Loss of capital or revenue due to failure to meet profit forecasts, overpayment of purchase price, misstatements/nondisclosure of liabilities by vendors resulting in the impairment of investment.	Moderate	
STRATEGIC	Sales and Marketing Risk	Failure to grow the business through new client acquisition.	Reduced profitability due to lower revenue growth, thus not meeting market expectations and resulting in lower returns for shareholders and reputational damage.	Moderate	
OPERATIONAL	Business Continuity Risk	Risk associated with the new services offered by Santova Specialised Projects, namely sourcing, procurement, consultancy and project management.	Reduced profitability and/or financial loss as a result of claims, lost business or lost reputation arising out of errors or omissions when offering new services.	Moderate	

	RISK MITIGATION	STRATEGIC INITIATIVES	SIX CAPITALS	STAKEHOLDERS
	› The growth and expansion internationally of the supply chain solutions team comprised of individuals with specialist supply chain management skills and experience; › Clear strategy and direction provided to this business unit from the main Board of Directors which is reinforced by the Santova Limited Executive Committee and leadership globally; › The relevant needs and resource requirements for this business unit are regularly assessed and prioritised;	› Innovation-Technology › Innovation - Talent Pool › Innovation - Supply Chain Innovation › Diversification	› Human Capital › Intellectual Capital › Social & Relationship Capital	› Clients › Employees › Shareholders
	› Ensuring consistent and strong financial performance; › Application of Group strategy as well as its culture and values; › Adherence to high levels of corporate governance, risk management and ethical business practices; › Ongoing engagement and communication with stakeholders.	› Growth - Organic Growth › Growth - Strategic Acquisitions › Innovation - Technology › Innovation - Talent Pool › Innovation - Supply Chain Innovation › Efficiency and Effectiveness › Diversification	› Social & Relationship Capital › Human Capital › Financial Capital	› Shareholders › Financial Institutions / Bankers › Clients › Suppliers
	› Formalised and documented due diligence exercises undertaken by teams with industry experience and diverse skills; › Detailed review of summarised due diligence documents by main Board of Directors with extensive commercial experience; › Use of external legal and taxation advisors; › Active involvement in the management of subsidiaries post acquisition.	› Growth - Strategic Acquisitions › Innovation - Talent Pool › Efficiency and Effectiveness › Diversification	› Human Capital › Financial Capital › Manufactured Capital	› Employees › Clients › Suppliers › Agents › Financial Institutions / Bankers › Government / Regulators › Communities
	› A Group marketing strategy formulated and approved at main Board level; › Development of key differentiators to empower sales personnel; › Innovation through brand workshops with advertising agencies; › Standardised quality marketing material produced centrally at Head Office; › Recruitment of new and experienced sales personnel globally; › Employee training and development through 'road shows' and workshops; › Greater accountability amongst Business Unit Leaders for organic growth through workshops and training; › Each region leveraging off the global client base; › Close monitoring of new client growth through budgets and management reports.	› Growth - Organic Growth › Innovation - Talent Pool › Innovation - Supply Chain Innovation	› Human Capital › Intellectual Capital › Social & Relationship Capital	› Shareholders › Employees › Clients
	› Personnel with the requisite skills and experience are placed in these new areas; › Formal mapping out of processes by experienced employees to ensure risks are managed and necessary training is undertaken; › Insurance cover is obtained, where possible, to transfer risk; › Relevant contracts are drafted and in place to limit liability and define key processes to avoid errors and omissions.	› Diversification › Innovation - Supply Chain Innovation › Efficiency and Effectiveness	› Human Capital › Intellectual Capital › Social & Relationship Capital	› Employees › Clients › IT Service Providers

How We Sustain Value

Santova's key strategic initiatives of Growth, Innovation, Diversification as well as Efficiency and Effectiveness are all focused on ensuring that the Group creates long term sustainable value for all stakeholders.

In implementing these strategies, the Group's sustainability initiatives are grounded in four key sustainability pillars, namely:

#01 ECONOMIC SUSTAINABILITY

- These efforts are focused primarily on shareholders as the principal providers of capital. The aim is to deliver above market share appreciation and consistent dividend payments, supported by the Group's growth in profitability, thereby maximising shareholder returns;
- The Group achieves this through creating a consistent and sound financial position that meets the Group's working capital requirements, thus providing a platform to leverage off and create sustainable revenue, cash flow and growth in profitability; and
- The results of the Group's economic sustainability performance for the past financial period are detailed in the Financial Review section of this report.

#02 GOVERNANCE SUSTAINABILITY

- The Group strives to achieve a high level of good corporate governance and citizenship, so as to safeguard the Group's assets and ensure the success of all its sustainability initiatives;
- With Accountability and Integrity forming a fundamental part of our core values, the Group has ensured its Board, Committees and Management possess the necessary balance of knowledge, skills and experience to discharge its governance role effectively;
- We focus on implementing local and international best practice in applying codes of good practice and regulatory requirements; and
- The Group's corporate governance structures, methodologies and assessment of our level of compliance in terms of best practice, is detailed in the Governance Review section of this report.

#03 SOCIAL SUSTAINABILITY

- As a result of our business model being that of a truly non-asset based specialised supply chain consulting business, our human capital or employees are the primary beneficiaries of the value we create through our revenues;
- As a result, our social sustainability initiatives focus firstly on our internal human capital or employees with programmes covering wellness, skills development, training, health and safety, HIV Aids and other diseases and employment equity;
- Secondly, our key external social sustainability initiatives focus on corporate social responsibility programmes. As a Group that does not have a significant social impact on the communities around us, we have been free to identify the most appropriate beneficiaries of our programmes in each region in which we operate, to ensure we serve as a good corporate citizen. As achieved last year, our collective efforts within the period have largely been focused on children in needs. However, there was also a notable increase in the support of shelters and homes in the period;
- All of the Group's internal and external social initiatives are detailed in the 2018 Social and Environment Report which may be found on our website www.santova.com; and a full report on the Group's Broad-based Black Economic Empowerment status and initiatives may also be found in the 2018 Social and Environment Report on our website www.santova.com.

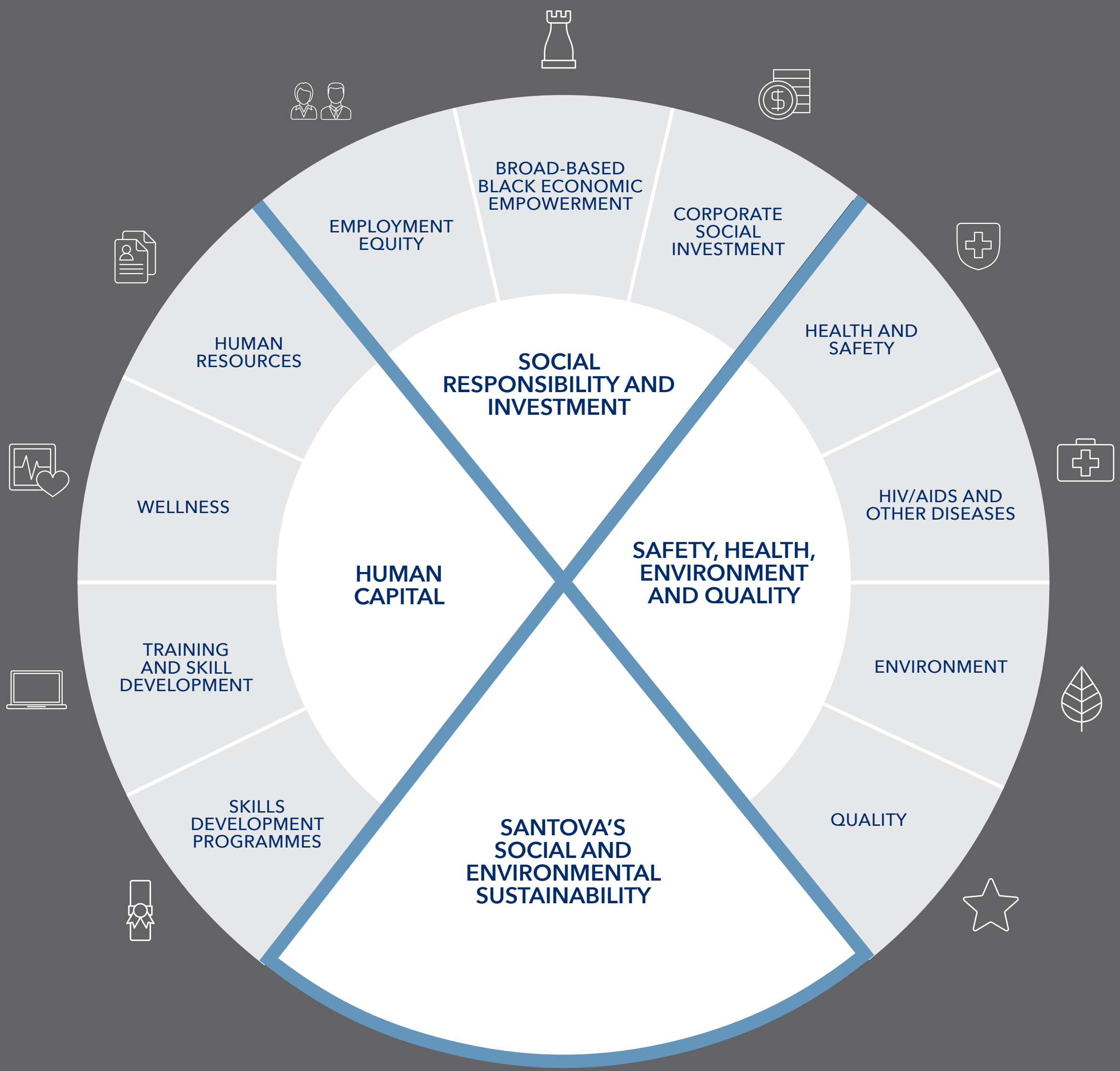
#04 ENVIRONMENTAL SUSTAINABILITY

- As a non-asset based logistics consulting business that operates through an urban based infrastructure of offices, our opportunity to implement meaningful large scale environmental sustainability initiatives are limited;
- However, within this context, the Group strives to make an impact on the environment and its sustainability initiatives are therefore focused on the consumption of energy and resources and recycling within the office environment; and
- The Group's environmental initiatives are detailed in the Social and Environment Report which may be found on our website www.santova.com.

Santova achieved a final score of 88.44% for the 2017 Integrated Reporting & Assurance Services (IRAS) Sustainability Data Transparency Index, which was a notable improvement on its previous score of 74.18% achieved for the 2016 financial year. IRAS was also engaged to provide an independent third party assurance report for last year's 2017 Annual Integrated and Social and Environment reports and based on the satisfactory findings, the Board decided that this external assurance would be sought every two years.

SOCIAL AND ENVIRONMENT REPORT

The Social and Environment Report provides an account of social and environmental sustainability within the Group over the financial year and is divided into the following sections as depicted in the diagram on the opposite page. In order to gain a complete insight into sustainability at Santova, the 2018 Social and Environment Report should be read in conjunction with this Annual Integrated Report and the Annual Financial Statements (which includes the Social and Ethics Committee Report), all of which may be found on our website www.santova.com.



The factors that have influenced the contents of the Social and Environment Report are the following:

- the material issues facing the Group and the industries within which the Group operates, which effect the society and environment;
- the disclosure requirement of sustainability matters to all stakeholders in an open, honest and transparent manner;
- the impact and probability of any significant risks that may arise when considering sustainability areas;
- the principles contained in the Santova Social and Ethics Register (this register contains a summary and analysis of the various social and other laws, codes and protocols prescribed by the Companies Act and other regulations);
- compliance with relevant law and regulations;
- compliance with relevant codes of good practice including King IV;
- a consideration of the International Framework issued by the International Integrated Reporting Council; and
- and the effect of the six capitals, in general, on the creation of value over time.

SIX CAPITALS

The Social and Environment Report has been drafted to consider a wider stakeholder audience and its composition has been arranged to illustrate the impacts on society and environment rather than the effects of the 'capitals' on value creation over time.

However, as stated in the scope and boundary of our approach to reporting above, the report has taken cognisance of the International Framework issued by the International Integrated Reporting Council and therefore deals with elements of the 'capitals' and in particular, the more material elements of natural, social and relationship and human capital. However, in order to extract the complete analysis of the six capitals used by Santova to create value over time, one must consider Santova's entire Annual Integrated Report and Annual Financial Statements (which include the Social and Ethics Committee Report) in addition to Santova's Social and Environment Report. The six capitals used by Santova may be found on the next page.

Six Capitals

The 'capitals' used by Santova to create value are summarised in the table below:

	INTELLECTUAL CAPITAL	HUMAN CAPITAL	SOCIAL AND RELATIONSHIP CAPITAL	FINANCIAL CAPITAL	MANUFACTURED CAPITAL	NATURAL CAPITAL*
DESCRIPTION	› In-house developed Supply Chain capabilities and IT resources and software	› Group employees' skills, knowledge and experience	› Relationships between Group and Stakeholders	› Funding supplied by Shareholders, Bankers and Creditors	› Global infrastructure of offices and equipment	› Office-based usage of water, energy, land and carbon emissions
ASSOCIATED STAKEHOLDERS	› Employees › IT Service Providers › Clients	› Employees › Suppliers › Clients	› Shareholders › Employees › Clients › Agents › Suppliers › Government / Regulators › Communities	› Shareholders › Financial Institutions / Bankers › Credit Underwriters › Creditors	› Suppliers › Employees › Communities	› Government / Regulators › Suppliers › Communities
ASSOCIATED STRATEGIC INITIATIVES	› Innovation– Technology Innovation › Innovation – Supply Chain Innovation › Diversification	› Innovation – Talent Pool › Efficiency and Effectiveness › Growth – Organic Growth	› Diversification › Efficiency and Effectiveness	› Growth – Acquisitions › Growth – Organic Growth	› Diversification › Growth – Acquisitions › Growth – Organic Growth	› Diversification › Growth – Acquisitions › Growth – Organic Growth
LOCATION IN ANNUAL INTEGRATED REPORT	› Our Strategy › Our Key Differentiators › Our Investment Case › Our Business Model › Our Key Relationships › Governance Review › How we manage Risk › Chairman and Chief Executive Officer's Review	› Who are we › Our Strategy › Our Culture & Values › Our Key Differentiators › Our Business Model › Our Key Relationships › How we manage Risk › How we Sustain Value › How we Create Value › Chairman and Chief Executive Officer's Review › Who Governs Us › How we Remunerate	› Our Strategy › Our Business Model › Our Culture & Values › Our Key Differentiators › Our Key Relationships › How we manage Risk › How we Sustain Value › How we Create and Distribute Value › Chairman and Chief Executive Officer's Review › Shareholder Information	› How we Performed (Financial Highlights) › Our Strategy › Our Business Model › Our Key Relationships › Our Investment Case › How we Create Value › Financial Review › Shareholder Information	› Our Strategy › Our Key Differentiators › Our Business Model › Competitive Positioning › Where we operate › How we Create Value › Chairman and Chief Executive Officer's Review	› How we Create Value
LOCATION IN SOCIAL AND ENVIRONMENT REPORT	› Human Resources › Training and Skills Development	› Human Resources › Wellness › Training and Skills Development › Skills Development Programmes › Employment Equity › Health and Safety › HIV/AIDS and Other Diseases	› Corporate Social Investment › Skills Development Programmes › Employment Equity › Broad-based Black Economic Empowerment › Quality			› Environment
LOCATION IN ANNUAL FINANCIAL STATEMENTS (Includes Audit & Risk and Social & Ethics Committee Reports)		› Social and Ethics Committee Report		› Annual Financial Statements › Audit & Risk Committee Report	› Annual Financial Statements (Segment Report)	
PREDOMINANT INFLUENCING KING IV PRINCIPLES	4, 11, 12	1, 2, 4, 5, 6, 7, 8, 9, 10, 11, 14, 15	1, 2, 3, 4, 5, 9, 11, 13, 14, 15, 16	4, 5, 11	4, 11	3, 4, 11, 13

Not material

How We Create Value

Santova generates value through the co-ordination and control of the transportation of clients' goods across the entire global supply chain from source to destination, in a timely and cost efficient manner. To achieve this the Group utilises the physical logistics resources and capabilities of specialised external logistics providers, together with leading in-house developed intellectual property and information technology systems.

In creating this value for our key stakeholders, the Group acts as an agent on behalf of our clients by contracting for services from our suppliers and paying for those services on behalf of the clients.

As a result of this, a meaningful evaluation of the value we create and distribute is best described in two ways:

- **Revenue Basis** - where we show how only the direct revenue earned by the Group is created and distributed; and
- **Billings Basis** - where we show how the total recoverable costs incurred on behalf of clients and the direct revenue earned by the Group, are created and distributed.

BILLINGS

VALUE CREATED

On the Billing Basis total value created is demonstrated by adding our direct revenue to the costs that the Group incurs as an agent on its clients' behalf. These costs are primarily customs VAT and duties and various transportation costs.

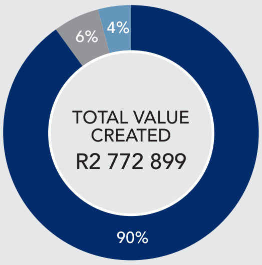
VALUE DISTRIBUTED

On the Billing Basis, the value distributed identifies the significant, legally enforced role that the Group plays as a collection agent on behalf of Revenue authorities, principally in South Africa. It does so through the collection from clients and bulk payment to Revenue authorities, of primarily customs related VAT, taxes and duties.

REVENUE

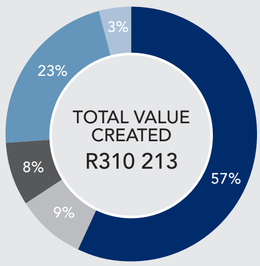
On the Revenue Basis, the total value we create is through the direct revenue earned by Santova when acting as an agent on behalf of clients and is primarily made up of various agency and logistics related fees and commission earned.

The value distributed on the Revenue Basis highlights the Group's non-asset based operating model and demonstrates the key role that the Group's employees play in implementing its strategy by being primary benefactors of value distributed, through the payment of fixed and variable remuneration.



BILLINGS BASIS
Value Distributed

- Government 90%
- Employees 6%
- Other 4%



REVENUE BASIS
Value Distributed

- Employees 57%
- Financiers 9%
- Government 8%
- Shareholders 23%
- Other 3%

VALUE ADDED STATEMENT

	2018				2017			
	Billings Basis R'000	%	Revenue Basis R'000	%	Billings Basis R'000	%	Revenue Basis R'000	%
Billings to Clients	4 160 563		-		4 116 292		-	
Revenue from Clients	-		366 300		-		350 680	
Paid to Suppliers	1 387 665		56 087		1 369 244		40 746	
Value Created	2 772 899		310 213		2 747 048		309 934	
Value Created per employee	8 454		946		8 505		960	
Employees	175 264	6%	175 264	57%	175 375	6%	175 375	57%
Governments	2 487 405	90%	24 719	8%	2 461 745	91%	24 631	8%
Financiers	27 626	1%	27 626	9%	31 229	1%	31 229	10%
IT Providers	9 589	0%	9 589	3%	11 148	0%	11 148	4%
Shareholders	73 014	3%	73 014	23%	67 552	2%	67 552	21%
Value Distributed	2 772 899	100%	310 213	100%	2 747 048	100%	309 934	100%
Value distributed to employees - per employee	534		534		543		543	

Chairman's and Chief Executive Officer's Review

These are exciting times. The 2018 financial year was another successful year for Santova. Like most industries, the logistics sector is facing a new era of unprecedented change which brings with it not only challenges but also opportunities for a Group like Santova whose differentiation has always been founded on innovation, amidst a climate of change. It is pleasing to note that despite the effects of a strengthening Rand on the consolidation of offshore earnings, most operations internationally have produced a solid set of results. South African operations have exceeded expectations by posting an exceptional result.

ORGANIC GROWTH

The performance of the Group during the current year has been organic. This has been the result of our strategic choice which took cognisance of not only industry trends, but also the complexities (risks) associated with properly integrating and scaling operations such as systems, new business development and ongoing support. At the risk of growing 'too quickly', our decision was to consolidate and focus on organic growth along three strategic initiatives: expanding the business model to include both international courier express services, client sourcing and procurement management services; and differentiating further by optimising core operational capabilities through much improved data analytics to automation. These strategic initiatives have had a positive impact on our core commercial capabilities, including sales, pricing and administration. Without the 'responsible' management of our growth, the risk of any acquisition (inorganic activity) might have resulted in an unnecessary risk to the Group. In short, we remained focused and disciplined in applying our strategic growth initiatives.

SOUTH AFRICA

Our South African operations have delivered an exceptional set of results. This was despite the challenges imposed upon these by 'depressed' trading conditions. Our focus on offering clients greater control and visibility (cost saving opportunities) through intelligent logistics management solutions has fulfilled a need in the market, particularly among forward-thinking companies who are looking to evolve to higher levels of sophistication. What is noticeable in our industry, however, is that an inability to facilitate or enable a client to differentiate from their competitors results in a service provider being subjected to 'commoditised' pricing, resulting in low operating margins and an inability to achieve year-on-year earnings growth. The ability to assist clients in differentiating from their respective industries, together with much improved service levels, has contributed to the building of Santova's brand in the logistics industry.

UNITED KINGDOM

An exciting strategic change that the Group made was the consolidation of the two businesses W.M. Shipping and Santova Logistics into one legal entity. This single entity will now house two separately branded trading divisions. The result is the elimination of duplication of administrative structures and at the same time the consolidation of the capabilities, know-how and core competencies of both businesses. With the respective brands now focusing on their niche markets, they will also have access to one another's buy rates and networks worldwide, which will bode well for both businesses as we move forward.

ASIA

Our operations in Asia have surprised with good progress being achieved. This progress has been the result of a cyclical upturn in manufacturing and investment and stronger trade growth globally. This has also been achieved through favourable buy rates, which were available through the Group's network and associations in this region, together with the higher freight rates of 2017.

This looks set to continue as demand is expected to exceed the availability of space on vessels. The higher demand will result in a healthy balance between supply-demand, and in slightly improved freight rates and profits for this region.

TWO MOST NOTICEABLE FORCES DRIVING CHANGE IN OUR INDUSTRY

The first force concerns **customer expectations**, which are increasingly changing, driven by the new shopping patterns of consumers who went digital long before many of the retailers. Today, both individuals and businesses expect delivery of goods faster and with greater reliability, flexibility, and in many cases at minimal cost. This is accompanied by a need for greater transparency, instantaneous quotations and simplified yet fast booking processes – all of which should be communicated efficiently via 24/7 event-based dashboards and highly client-centric services.

The second force is the availability and intelligent application of **technology.** To meet these new customer expectations, we have spent the last twelve months expediting the deployment of intelligent technology, which is aimed at lowering costs, improving efficiency and allowing access to critical data, whilst at the same time 'freeing up time' for greater client centricity. In this space, cloud technology is offering platform solutions, allowing 'virtual freight forwarding' whilst also offering flexibility, scalability and standardised and harmonised processes across the Group, internationally.

As opposed to these two forces of change being regarded as a risk, we view them as having offered Santova a window of opportunity. This is best understood in the context of the industry which is currently characterised by a low degree of digitisation, a hesitation to cannibalise existing businesses through internal innovation, legacy IT infrastructure and rigid processes. This opportunity is no different to that of new entrants who are making an impact on the industry. They are, like Santova, light in assets and infrastructure and are exploiting new technologies to focus on the lucrative elements of the supply chain, through collaborating ('sharing' business models) with "business to business" and "business to consumer" business models.

LOOKING FORWARD

With the changes in consumer behaviour, our customers are being forced to adapt to new shopping patterns. The impact on our industry is essentially one of logistics service providers having no choice but to turn to the intelligent application of technology, whereby the value proposition is sufficient enough to warrant sustainable pricing (margins). In short, customers and consumers are prepared to pay a premium for additional services, such as faster delivery for high-value items. In this regard, we will continue to exploit digital technology to meet customer expectations (unique value propositions) whilst at the same time drive more efficient internal physical and digital standards and workflow processes that will convert and improve the profitability on low margin shipments.

Scale does matter! Having spent the last two years building and enhancing internal capacity, the proposition of select acquisitions is now high on the agenda of the Group.

As far as new economic zones of interest are concerned, we are looking to enter the United States and South East Asia whilst also entrenching ourselves further in the United Kingdom and Europe.

Through acquisitions, we will gain the benefits of an entire company's prior sales and client relationships, which means we are immediately gaining markets and clients that we otherwise may not have had access to.

ACKNOWLEDGMENT AND APPRECIATION

This year celebrates Santova's 8th year of impressive, uninterrupted, year-on-year growth in headline earnings, despite the long, slow and winding road to global economic recovery during this period. Not only have earnings continued to grow; the business has reinvented itself on more than one occasion (evolved) to meet the challenges along the way. All of which has only been made possible through the unwavering enthusiasm and passion of our people, to be both innovative and mission-driven. For this, we would like to express our sincere appreciation and thanks to our colleagues for their support and dedication that has been so freely forthcoming.

We would also like to acknowledge and extend our appreciation to Ted Garner who stepped down as Chairperson during 2017. During his tenure as Chairperson from 2008 through to 2017, Ted has overseen the Board through a period of immense change, rapid growth and success which has seen the Group evolve into a multinational Group in a very short period. In his role as Chairperson, his integrity, good sense of humour, together with his commercial acumen and his wise counsel has been an inspiration to all. We also look forward to his continued contributions as a non-executive Director on the Board going forward.

To our fellow directors and executive management, thank you for the support, guidance and unwavering commitment in getting us to where we are today. It has certainly been a challenging journey that would not have materialised without the unity and commitment displayed by you as leaders of the business.

On a final note, our appreciation goes to our clients, suppliers, business associates and shareholders for their encouragement and support. Considering the prospects for the year ahead, there is no reason why we cannot continue to 'live the Santova story'.

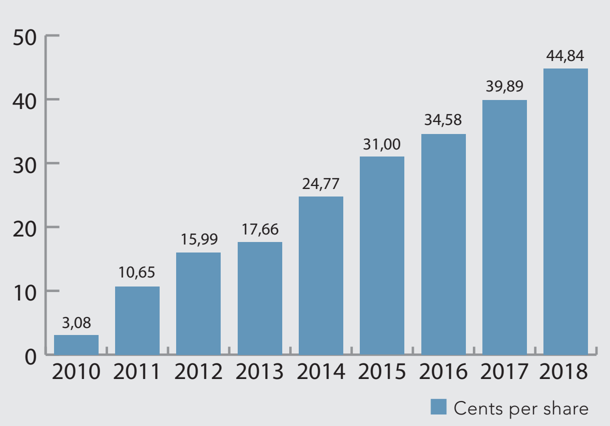
Financial Review

We are pleased to present the Group's results for the 2018 financial year in which it achieved a 13,5% increase in profit attributable to equity holders to R71,3 million, versus R62,8 million in the prior year.

HIGHLIGHTS

This growth in profitability translated into a 12,4% increase in headline earnings per share to 44,84 cents, versus 39,89 cents in the prior year and as a result the Group entered its 8th consecutive year of growth in headline earnings per share. This result was achieved in a period where the Group made no acquisitions. It was achieved primarily through organic growth across the regions, despite the significant strengthening of the South African Rand in 2017, which negatively impacted on the comparative translation of income from the Group's foreign operations in 2018.

HEADLINE EARNINGS PER SHARE



The key financial highlights and events that had a meaningful impact on the Group's results for 2018, include:

- The purchase of the remaining 25% minority interest in Santova Logistics (Australia) at the start of the financial year for AU$1,1 million, paid in cash from internal resources;
- The completion in November 2017 of the 24-month warranty period related to the acquisition of Tradeway (Shipping) United Kingdom in 2015 and the achievement of the full warranted profit target resulting in the payment of the final warranty amount in March 2018;
- Final repayment in January 2018 of the 5-year Medium Term Loan of R39 million taken out by the Group in 2013, with the resulting positive impact on the Group's finance costs and debt equity ratio;
- The significant strengthening of the South African Rand during the course of the 2017 financial year against major currencies, which had a material impact comparatively on the translation of the Group's 2018 profits from its foreign operations;
- Strong operational performances in the United Kingdom from W.M. Shipping which achieved a successful turnaround and return to profit in the current year and from Tradeway (Shipping) which benefited from greater export demand due to the weaker pound following Brexit; and
- A solid operational performance in the Group's South African Logistics operations resulting in a 32,5% growth in profit for the year.

GROUP PROFITABILITY

The Group achieved a meaningful 10,3% increase in profit for the year to R71,3 million in 2018, versus R64,6 million in the prior financial year. However, to gain a true understanding of the actual underlying financial performance of the Group in 2018, it is necessary to analyse the currency adjusted profit and loss statement as detailed in the table on page 25. From these results it can be seen that the strength of the South African Rand has had a negative 4,5% effect on profit for the year and that the Group actually achieved growth in profit for the year of 14,8% from the underlying organic growth. The factors that had a positive impact on these currency adjusted results are:

- An 8,6% increase in revenue from R315,4 million in 2017 to R342,5 million in 2018. This was achieved by a 4,1% increase in underlying billings and then leveraged upwards by a 0,4% increase in the revenue to billings margin to 8,1%, due to improved 'buy rates' across the Group and a recovery in shipping rates internationally;
- A 42,2% reduction in depreciation and amortisation in the 2018 year;
- A 6,0% increase in administration expenses which is slightly above expected inflationary levels primarily due to the investment into the Group's improved infrastructure and talent sourcing and retainment in the foreign operations;
- A 34,5% decrease in finance costs from R9,2 million in 2017 to R6,0 million in 2018, as the Group repaid fully one of its two 5-year Medium Term Loans;

- A 1,9% decrease in the Group's effective income tax rate from 26,6% in 2017 to 24,7% in 2018 as the United Kingdom decreased their corporate income tax rate by 1% and Australia decreased their rate by 25%; and
- A 99.2% reduction in profit attributable to minority interests following the acquisition of the remaining 25% minority interest in Santova Logistics (Australia).

The above factors were to a certain extent then offset by a 34,4% decrease in other income from R22,8 million in 2017 to R14,9 million in 2018. This was due to the non-reoccurrence of the significant foreign exchange gains made in 2017 due to the Group having hedged certain foreign denominated liabilities as the Rand strengthened.

GROUP CONSOLIDATED PROFIT OR LOSS

	2018 R'000	2017 R'000	Movement R'000	Movement %	Currency Adjusted 2018 R'000	Currency Adjusted Movement
GROSS BILLINGS	**4 123 540**	4 073 868	49 672	1,2%	**4 241 632**	4,1%
Revenue after net interest income	**329 277**	315 415	13 862	4,4%	**342 468**	8,6%
Other income	**14 362**	22 765	(8 403)	(36,9)%	**14 933**	(34,4)%
Depreciation and amortisation	**(3 355)**	(5 921)	2 566	(43,3)%	**(3 425)**	(42,2)%
Administrative expenses	**(239 628)**	(235 476)	(4 152)	1,8%	**(249 635)**	6,0%
Operating profit	**100 656**	96 783	3 873	4,0%	**104 341**	7,8%
Interest received	**279**	427	(148)	(34,7)%	**293**	(31,4)%
Finance costs	**(5 998)**	(9 187)	3 189	(34,7)%	**(6 018)**	(34,5)%
Profit before taxation	**94 937**	88 023	6 914	7,9%	**98 616**	12,0%
Income tax	**(23 670)**	(23 403)	(267)	1,1%	**(24 400)**	4,3%
Profit for the year	**71 267**	64 620	6 647	10,3%	**74 216**	14,8%
Attributable to:						
Equity holders of the parent	**71 252**	62 791	8 461	13,5%		
Non-controlling interests	**15**	1 829	(1 814)	(99,2)%		
Other comprehensive income						
Exchange differences arising from translation	**(3 933)**	(78 840)	74 907	(95,0)%		
Net actuarial loss	**-**	(62)	62	100%		
Gain on revaluation of property	**36**	-	36	100%		
Total comprehensive income	**67 370**	(14 282)	81 652	571,7%		
Key ratios:						
- Billings/revenue margin	**8,0%**	7,7%	0,2%	0,2%	**8,1%**	0,3%
- Operating margin	**30,6%**	30,7%	(0,1)%	(0,1)%	**30,5%**	(0,2)%
- Effective tax rate	**24,9%**	26,6%	(1,7)%	(1,7)%	**24,7%**	(1,9)%
- Interest cover (times)	**17,6**	11,0		6,6	**18,2**	7,2
- Basic earnings per share (cents)	**44,87**	39,87	5,0	12,5%		
- Headline earnings per share (cents)	**44,84**	39,89	5,0	12,4%		
- Dividends per share (cents)	**7,00**	6,25	0,8	12,0%		
- Dividend cover (times)	**6,4**	6,4		0,0		
- Return on equity	**18,4%**	17,0%		1,4%		
- Percentage offshore earnings	**60,0%**	62,1%		(2,1)%		
Average exchange rates:						
- USD/ZAR	**13,07**	14,26		(8,3)%		
- GBP/ZAR	**17,15**	18,92		(9,4)%		
- EUR/ZAR	**15,11**	15,71		(3,9)%		
- USD/GBP	**1,31**	1,32		(0,8)%		

Financial Review continued

REGIONAL PERFORMANCE

On a regional basis the key financial highlights include:

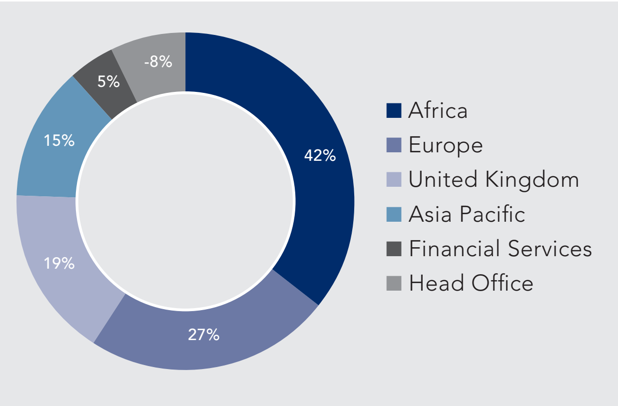
- A 32,8% increase in profit for the year in local currency for Tradeway (Shipping) as a result of increased demand for exports from the United Kingdom on its key trade routes following Brexit and the significant weakening of the British Pound to United States Dollar;
- A 321,8% increase in profit for the year in local currency and turnaround from a loss in the prior year to a profit in W.M. Shipping, following corrective action taken to stabilise operations and create growth;
- A 32,5% increase in profit for the year in Santova Logistics (South Africa) driven primarily by volume growth and operational efficiencies; and
- Continued investment of Group time and resources into:
  - Developing the Mauritian operation, which despite still operating at loss for the 2018 financial year, was 57,0% ahead of the prior year;
  - Expanding the German region, which is still not material to the overall Group's results, but which achieved a 2062% increase in profit for the year in local currency and is still a significant opportunity for the future.

BUSINESS SEGMENTS	Logistics Services R'000	Financial Services R'000	Head Office R'000	GROUP R'000
2018				
Gross billings - external	**4 114 201**	**8 906**	**433**	**4 123 540**
Percentage movement	*1,2%*	*3,3%*	*81,6%*	*1,2%*
Revenue after net interest income	**320 524**	**9 861**	**(1 108)**	**329 277**
Percentage movement	*4,5%*	*3,8%*	*(45,4%)*	*4,4%*
Operating profit	**97 183**	**3 727**	**(254)**	**100 656**
Percentage movement	*12,0%*	*(3,0)%*	*(104,1)%*	*4,0%*
Profit for the year	**73 491**	**3 738**	**(5 962)**	**71 267**
Percentage movement	*16,0%*	*(0,1)%*	*(142,8%)*	*10,3%*
Total assets	**870 188**	**15 267**	**78 921**	**964 376**
Percentage movement	*9,8%*	*19,6%*	*(13,3)%*	*7,6%*
Total liabilities	**543 362**	**1 043**	**3 799**	**548 204**
Percentage movement	*7,4%*	*36,7%*	*(84,1)%*	*3,3%*
Key ratios:				
- Revenue/Billings Margin	**7,8%**	**110,7%**	**(229,4)%**	**8,0%**
Percentage movement	*0,2%*	*0,6%*	*57,1%*	*0,3%*
- Operating Margin	**30,3%**	**37,8%**	**22,9%**	**30,6%**
Percentage movement	*2%*	*(2,7)%*	*832,4%*	*(0,1)%*

GEOGRAPHICAL SEGMENTS

	LOGISTICS SERVICES				
	Africa R'000	Asia Pacific R'000	United Kingdom R'000	Europe R'000	TOTAL R'000
2018					
Gross billings - external	**2 573 865**	**227 627**	**697 759**	**614 950**	**4 114 201**
Percentage movement	*1,9%*	*(1,4)%*	*2,4%*	*(2,1)%*	*1,2%*
Revenue after net interest income	**138 937**	**31 635**	**76 453**	**73 499**	**320 524**
Percentage movement	*3,7%*	*(0,3)%*	*4,9%*	*8,0%*	*4,5%*
Operating Profit	**41 586**	**12 888**	**16 935**	**25 774**	**97 183**
Percentage movement	*33,6%*	*(5,3)%*	*7,0%*	*(1,7)%*	*12,0%*
Profit for the year	**29 799**	**10 599**	**13 668**	**19 425**	**73 491**
Percentage movement	*45,7%*	*3,0%*	*6,7%*	*(1,8)%*	*16,0%*
Total assets	**564 348**	**48 041**	**175 981**	**81 818**	**870 188**
Percentage movement	*14,6%*	*(21,9)%*	*10,7%*	*3,1%*	*9,8%*
Total liabilities	**400 514**	**17 671**	**71 495**	**53 682**	**543 362**
Percentage movement	*11,2%*	*(12,5)%*	*7,2%*	*(8,7)%*	*7,4%*
Key ratios:					
- Revenue/Billings Margin	**5,4%**	**13,9%**	**11,0%**	**12,0%**	**7,8%**
Percentage movement	*0,1%*	*0,2%*	*0,3%*	*1,1%*	*0,2%*
- Operating Margin	**29,9%**	**40,7%**	**22,2%**	**35,1%**	**30,3%**
Percentage movement	*6,7%*	*(2,0)%*	*0,5%*	*(3,4)%*	*2,0%*

2018 PROFIT FOR THE YEAR



GROUP CONSOLIDATED FINANCIAL POSITION

	2018 R'000	2017 R'000	Movement %
ASSETS			
Non-current assets	**213 995**	213 265	0,3%
Property, plant and equipment	**20 379**	18 540	9,9%
Intangible assets	**181 411**	178 494	1,6%
Financial assets	**4 366**	6 332	(31,1)%
Deferred taxation	**7 839**	9 899	(20,8)%
Current assets	**750 381**	682 807	9,9%
Trade receivables	**579 376**	539 111	7,5%
Other receivables and financial assets	**62 142**	51 463	20,8%
Current tax receivable	**492**	453	8,7%
Cash and cash equivalents	**108 371**	91 780	18,1%
	964 376	896 072	7,6%
EQUITY AND LIABILITIES			
Capital and reserves	**416 172**	365 567	13,8%
Stated capital	**219 514**	214 625	2,3%
Treasury shares	**(3 197)**	(1 631)	96,0%
Equity compensation and property revaluation reserves	**6 246**	5 185	20,5%
Property revaluation reserve	**36**	–	100,0%
Foreign currency translation reserve	**(19 827)**	(15 901)	24,7%
Accumulated profit	**213 344**	156 117	36,7%
Attributable to equity holders of the parent	**416 116**	358 395	16,1%
Non-controlling interests	**56**	7 172	(99,2)%
Non-current liabilities	**22 323**	38 930	(42,7)%
Interest-bearing borrowings	**21 039**	36 552	(42,4)%
Long-term provision	**1 284**	1 425	(9,9)%
Deferred taxation	**-**	953	(100,0)%
Current liabilities	**525 881**	491 575	7,0%
Trade and other payables	**202 320**	205 464	(1,5)%
Current tax payable	**7 246**	4 001	81,1%
Current portion of interest-bearing borrowings	**15 561**	20 541	(24,2)%
Amounts owing to related parties	**220**	246	(10,5)%
Financial liabilities	**17 350**	15 135	14,6%
Short-term borrowings and overdrafts	**265 097**	228 380	16,1%
Short-term provisions	**18 087**	17 808	1,6%
	964 376	896 072	7,6%
Key ratios:			
- Debtor days	**51,3**	48,3	3,0
- Creditor days	**19,3**	19,9	(0,6)
- Debt to equity ratio	**46,5%**	53,0%	(6,5)%
- NAV per share	**2,61**	2,32	12,5%
- Tangible NAV per share	**1,47**	1,18	24,6%
- Current ratio	**2,5**	2,2	0,2%
Closing exchange rates:			
- GBP/ZAR	**16,26**	16,19	0,4%
- Euro/ZAR	**14,35**	13,80	4,0%
Credit ratios:			
Trade Receivable impairment provisions at year end			
- Total amount	**5 714**	10 666	(46,4)%
- Percentage of Trade Receivables	**1,0%**	1,98%	(50,1)%
Impairment of Trade Receivables written off during the year			
- Total amount (net of recoveries)	**990**	224	342,0%
- Percentage of Trade Receivables	**0,2%**	0,04%	311,4%
Ageing of Trade Receivables			
- Total amount >60 days past terms	**9 445**	7 967	18,6%
- Percentage >60 days past terms	**1,6%**	1,5%	6,7%

Financial Review continued

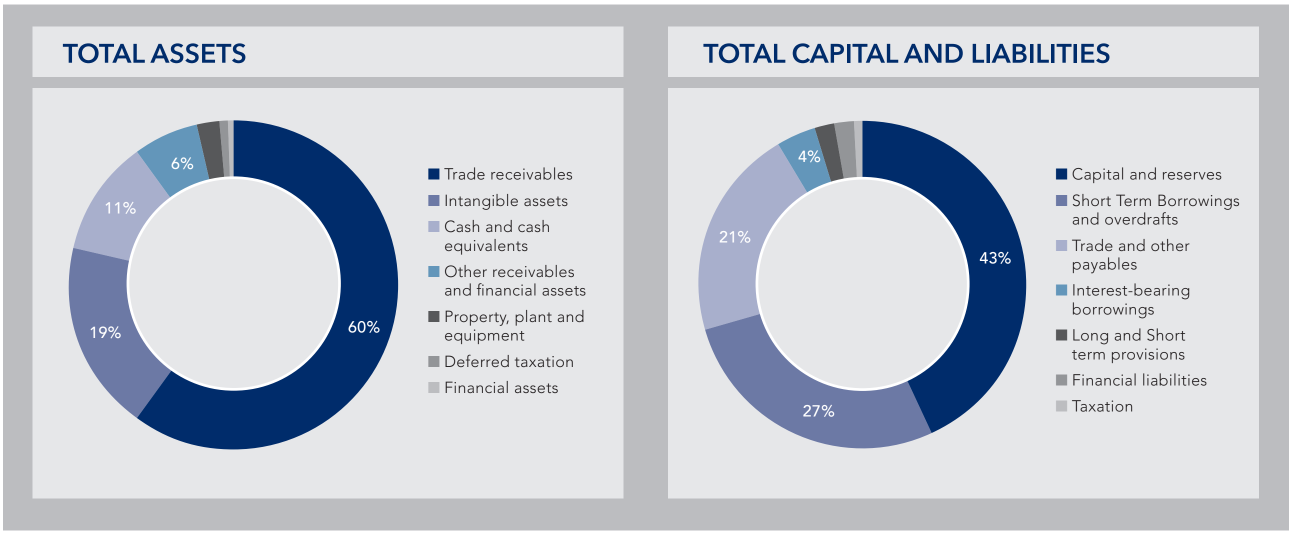
FINANCIAL POSITION

The Group's financial position continues to mature and strengthen following another successful year of profitability and has not been significantly impacted by currency in the current year as the closing exchange rates year on year, in particular the British Pound to the South African Rand, have remained relatively consistent. Key factors evidencing this strengthening are:

- A 7,6% increase in total assets from R896,1 million in 2017 to R964,4 million in 2018;
- A 13,8% increase in capital and reserves from R365,6 million in 2017 to R416,2 million in 2018;
- An 18,1% increase in cash and cash equivalents from R91,8 million in 2017 to R108,4 million in 2018; and
- A reduction in the Group's debt equity ratio from 53,0% in 2017 to 46,5% in 2018.

Consistent with the Group's non-asset based operating model, it's core asset remains its trade receivables balance making up 59,9% of total Group assets. During the year trade receivables increased 7,5% to R579,4 million, from R539,1 million in 2017 and debtor's days increased 3 days to 51,3 days. This increase in the trade receivables balance, which is in excess of the average billings growth for the year of 1,2%, is a timing issue as a result of a particularly strong operating month in February 2018 in South Africa. Billings in February 2018 in South Africa increased 25,0% comparatively year on year, from R204,4 million in 2017 to R255,6 million in 2018, resulting in an additional R51,2 million investment into trade receivables in the last trading month of the financial year.

Despite this increase in debtors' days to 51,2 days, the credit quality of the trade receivables book remains sound with impairment provisions as at February 2018, decreasing significantly by 46,4% to R5,7 million or 1,0% of total trade receivables. In addition, although actual trade receivables written off during the period increased from R0,22 million in 2017 to R0,99 million in 2018, they remain at a very low market comparative level of 0,2% of trade receivables.



CASH FLOWS

Net cash generated from operating activities increased 20,0% from R56,5 million in 2017 to R67,8 million in 2018. This cash has been principally applied in the following ways during the financial year:

- R11,3 million for acquisition of the remaining 25% minority interest in Santova Logistics (Australia);
- R8,4 million on the acquisition of intangible assets and plant and equipment, being further investment into the Group's second generation IT system TradeNav® and investment in further infrastructure in the Group's foreign operations; and
- R20,8 million in the repayment of the Group's two 5-year medium term loans which are amortising and thus the capital repayments are accelerating.

The net result of the above is an 18,1% increase in cash and cash equivalents on hand to R108,4 million of which 88,5% is held offshore in foreign currencies. Over and above this cash on hand the Group continues to enjoy ongoing access to its banking facilities and remains well within its banking covenants, as a result having R127,8 million available in unutilised facilities as at year-end.

SUBSEQUENT EVENTS

There are no matters or transactions that have arisen since 28 February 2018 that are not otherwise covered in these results, that would materially affect the operations or results of the Group going forward.

Financial Review continued

GROUP CONSOLIDATED CASH FLOW	2018 R'000	2017 R'000	Movement %
OPERATING ACTIVITIES			
Cash generated from operations	**92 139**	90 080	2,3%
Interest received	**279**	427	(34,7)%
Finance costs	**(5 300)**	(7 337)	(27,8)%
Taxation paid	**(19 358)**	(26 696)	(27,5)%
Net cash flows from operating activities	**67 760**	56 474	20,0%
INVESTING ACTIVITIES			
Property, plant and equipment acquired	**(4 876)**	(1 606)	203,6%
Intangible assets acquired and developed	**(3 523)**	(2 658)	32,5%
Proceeds on disposals of plant and equipment and intangible assets	**425**	265	60,4%
Settlement of acquired contingent purchase consideration	**-**	(24 077)	(100,0)%
Net cash flows on acquisition of minority interest	**(11 271)**	-	100,0%
Net cash flows from investing activities	**(19 245)**	(28 076)	(31,5)%
FINANCING ACTIVITIES			
Borrowings repaid	**(20 771)**	(18 885)	10,0%
Issue of shares for cash	**489**	273	79,1%
Purchase of treasury shares	**(1 566)**	(633)	147,4%
Dividends paid	**(6 035)**	(8 654)	(30,3)%
Net cash flows from financing activities	**(27 883)**	(27 899)	(0,1)%
Net increase in cash and cash equivalents	**20 632**	499	4034,7%
Difference arising on translation of foreign operations	**(4 033)**	(31 619)	(87,2)%
Cash and cash equivalents at beginning of year	**91 772**	122 892	(25,3)%
Cash and cash equivalents at end of year	**108 371**	91 772	18,1%
Debt to equity ratio	**46,5%**	53,0%	(6,5)%
Total cash on hand:	**100%**	100%	
- South Africa	**11%**	8%	3%
- Offshore	**89%**	92%	(3)%
Total funding facilities available	**429 104**	451 056	(4,9)%
Total unutilised funding facilities	**127 564**	165 591	(23,0)%

Who Governs Us

INDEPENDENT NON-EXECUTIVE DIRECTORS

WARWICK LOMBARD (62)
CA (SA)
Chairman
Appointed: 5 June 2008
Committees: A&RC, SEC, Chairman NC, RC

Warwick qualified as a Chartered Accountant (South Africa) in 1988. He completed his articles with Kessel Feinstein and moved into the commercial environment in 1987. Over the last 30 years he has served on various boards of both listed and unlisted companies as Financial Director in the construction, mining and technology sectors. He is currently the Group Financial Director of a privately held industrial holding group.

EDWARD (TED) GARNER (78)
CA (SA), MBL (UNISA), MSIA (Carnegie Mellon, USA)
Appointed: 5 June 2008
Committees: A&RC, SEC, NC, Chairman RC

Ted is a Chartered Accountant with a Masters Degree in Business Administration. Most of his working career has been in the Tongaat Sugar company/Tongaat-Hulett group, which he joined in 1967. He was appointed Financial Director of the Tongaat-Hulett group in 1978 and in addition was Executive Chairman of various operating divisions of the group and Vice-Chairman of Triangle Sugar Corporation in Zimbabwe. Since his retirement from the Tongaat-Hulett group in 2000, Ted has focused on various directorships and his business consultancy.

ANTHONY (TONY) DIXON (71)
CA (SA), CD (SA), F Inst. D
Appointed: 1 December 2010
Committees: Chairman A&RC, Chairman SEC, RC, NC

Tony spent 30 years of his business career with Coopers & Lybrand (PricewaterhouseCoopers), becoming Regional Chairman – KwaZulu-Natal, and was a long-serving member of the firm's National Executive and Governing Board. Since 1995 Tony has held a number of executive and non-executive directorships on the boards of publicly listed companies. He is currently an independent non-executive director of Consolidated Infrastructure Group Limited. Tony was Executive Director of the Institute of Directors for five years and for a number of years he provided the secretariat role to the King Committee, of which he was a member from 2003 to 2013.

ERNEST NGUBO (53)
Pr Eng; BSc Eng Elec (Natal); NHD Eng Elec (DUT); Financial Management Diploma
Appointed: 25 February 2014
Committees: SEC

Ernest is a founding member and a shareholder in Igoda Projects, of which he has been the Chief Executive Officer since 2004. His career began as an apprentice electrician in 1984, working his way up through Technikon and later University studies. His engineering experience spans over various companies including Unilever, WSP and Transnet. Ernest has also practiced as a consulting engineer for more than 15 years, specialising in industrial, commercial buildings and government infrastructural projects. He is a co-founder of the National Society of Black Engineers (NSBE) and a former member of the regional committee of the Black Management Forum (BMF). He has served on various Boards of private companies for more than 10 years including Fluor Igoda (Pty) Ltd (Chairman) and Electrowave (Pty) Ltd.

EXECUTIVE DIRECTORS

GLEN GERBER (55)
BA (Hons), MBA
Chief Executive Officer
Appointed: 1 February 2003
Committees: EXCO, RMC

Glen attained a BA Honours degree from Rhodes University in 1984 and, following completion of his compulsory national service, he then joined Integrated Business Information Systems (Pty) Ltd as a research and design manager (statistics and research methodology). On completing his MBA at the University of Pretoria, Glen made a strategic career change and joined Investec Group Ltd where he headed both the Northern Transvaal and later the KwaZulu-Natal operations for a continuous period of 12 years, going on to be appointed divisional director of Investec Private Bank in 1995. Upon his resignation from Investec Private Bank in 2002, Glen joined Santova and has been instrumental in the development of the Group over the last 14 years as CEO.

Who Governs Us continued

DAVID EDLEY (50)
CA (SA)
Group Financial Director
Appointed: 1 March 2012
Committees: EXCO, Chairman IT, RMC, HSC

David is a Chartered Accountant and completed his articles with Deloitte in Durban in 1992. Since then he has held a number of senior financial positions, both in South Africa and in the United Kingdom. Prior to joining Santova, David was the Chief Executive Officer of Gane Capital, a privately held company involved in specialised lending and asset management. Prior to this he was Chief Operating Officer of Investec Private Bank, Durban. David joined Santova as Group Financial Director in 2012.

ANTHONY (LANCE) VAN ZYL (44)
Appointed: 22 February 2011
Committees: EXCO

Lance started his freight career in 1993 as a consolidator with a medium-sized company specialising in import and export consolidations. He received 'in house' training and worked through all the divisions, culminating in a managerial position. In 2001 he left the organisation to join Aviocean as General Manager and six months later, bought out his partner to acquire 100% of the business. Lance sold his interest in Aviocean to Santova in March 2010 and as a result, Lance was appointed a director of Santova in February 2011.

COMPANY SECRETARY

JENNIFER LUPTON (76)
FCIS, M Inst. D
Appointed: 8 May 2003

Jenny is a Fellow Member of Chartered Secretaries Southern Africa and a Member of the Institute of Directors with many years' experience in the field of company secretarial practice and corporate governance. Having begun her career in Rhodesia in the early 1970's working for an investment banking organisation, where she gained experience in all aspects of company secretarial work in a wide variety of industries, she emigrated to South Africa in 1975 and continued as Company Secretary of various similar organisations and gained listed company experience. In 1994 she moved to KwaZulu-Natal, eventually starting her own company, Highway Corporate Services (Pty) Ltd, in 2002. Highway provides outsourced company secretarial and corporate governance services to listed and unlisted companies. It also provides work experience and mentoring for aspiring Company Secretaries and mentoring for emerging businesses seeking to become corporates.

PRESCRIBED OFFICERS

ANDREW LEWIS (39)
BCom, LLB, ACIS, CGC ₠-SA
Group Legal Advisor
Appointed member of EXCO: 25 January 2013
Committees: SEC, EXCO, Chairman RMC, Chairman CM, Chairman HSC

Andrew completed his BCom and LLB degrees at the University of Natal and thereafter he served his articles at Deneys Reitz Incorporated (now trading in South Africa as Norton Rose Fulbright). During his articles he gained experience in maritime, commercial litigation and labour law and on completion was admitted as an attorney. He left Deneys Reitz to join the Santova Group in early 2005 where he has served as Group Legal Adviser for the past 12 years. In addition to his role as Group Legal Advisor, he serves as a director of Santova Logistics (Pty) Ltd, chairs the Risk Management Committee and National Customs Committee and is a member of the Social and Ethics Committee and Group Health and Safety Committee. Andrew was appointed a member of the Group Exco in January 2013. Andrew is an Associate of the Institute of Chartered Secretaries (SA) and a Corporate General Counsel (SA) having been certified by the Corporate Counsel Association of South Africa.

GERT (GERRIT) FOURIE (39)
EMLog (ELA), BTech. IE (TUT)
Divisional Executive: Santova International Trade Solutions
Appointed member of Group EXCO: 22 February 2017
Committees: EXCO, IT

Gerrit obtained his BTech degree in Industrial Engineering before joining Comparex (now BCX) in a solutions development role. His career spans various full-time and solution advisory roles within the automotive manufacturing, local distribution, fast moving consumer goods and international logistics sectors for local and multinational organisations. Gerrit is certified through the European Logistics Association as a Master Logistician (EMLog). He joined Santova in 2013 to lead the Supply Chain Solutions team and was subsequently appointed to Group Exco in 2017.

Committee key:

A&RC – Audit and Risk Committee
SEC – Social and Ethics Committee
NC – Nomination Committee
RC – Remuneration Committee
EXCO – Group Executive Committee
RMC – Risk Management Committee
IT – IT Risk Management Committee
CM – National Customs Committee
HSC – Group Health and Safety Committee

Governance Review

The Group is fully committed to the promotion of good corporate governance and the application of the Code of Governance Principles set out in the various King Codes.

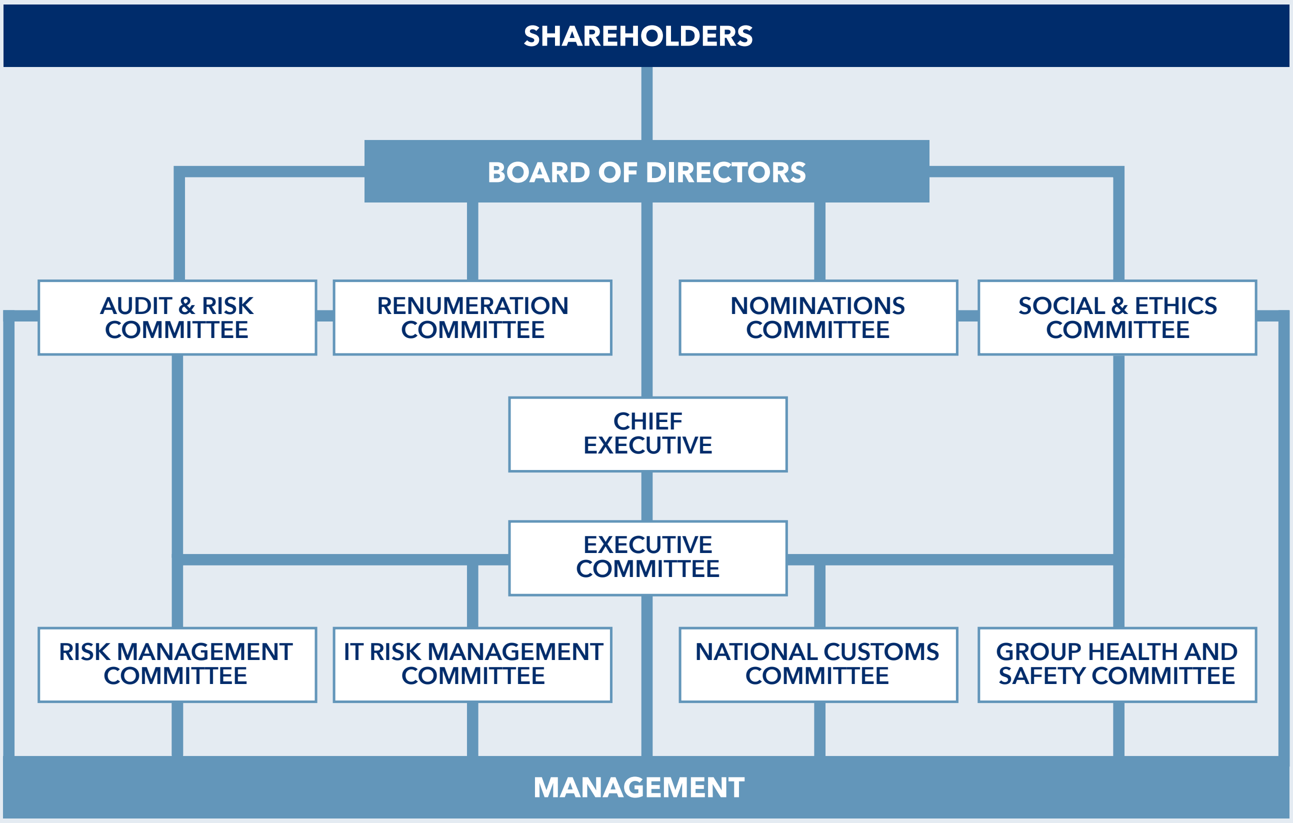
King IV report on governance for South Africa defines corporate governance as the "exercise of ethical and effective leadership by the governing body towards the achievement of the following governance outcomes:

- Ethical culture
- Good performance
- Effective control
- Legitimacy"

The growth in the performance of the Group as a whole in recent years, as well as the narrative set out in this Annual Integrated Report, bear witness to the effectiveness of the leadership in the organisation in achieving the outcomes listed above.

Our governance policies and practices are informed by local and international best practice and most importantly, are underpinned by the culture and values of the Group. Every effort is made on a continuous basis to institute 'best practice' wherever possible to ensure that all aspects of the Group's activities are conducted in accordance with the principles of integrity, accountability, fairness and transparency as the fundamentals that safeguard the Group's assets and protect value for all stakeholders, as well as our shareholders.

GROUP GOVERNANCE FRAMEWORK



Governance Review continued

ETHICS AND COMPLIANCE

Ethics

The Group's vision and purpose as set out on page 3 and its culture and values as set out on page 4 of this Annual Integrated Report, form the foundation of the business and set the moral and ethical tone of the Group. There is an ongoing drive to ensure that each member of the global Group commits to the vision and purpose of the Group and also embraces and lives the Group culture and values. With this in view, annual strategy meetings are held in South Africa, which are attended by the business unit leaders from all the Group's local and foreign operating subsidiaries, to strengthen relationships and communication within the Group. These meetings focus on operational co-operation between Group entities and the development of strategies to build on the synergies between them.

Whistle Blowing

During the year the Board reviewed and re-affirmed its Whistle Blowing Policy. A Whistle Blowing inbox has been established, details of which may be found on the Group's website www.santova.com and on the footer of every email emanating from the Group. All emails sent to this inbox are received by the Board Chairman and the Company Secretary. No incidents of fraud were reported during the year under review.

Compliance

The Board receives assurance on the Group's compliance with applicable legislation, regulations, codes and standards via reports from the Chairmen of Board Committees and compliance is a regular item on the agenda of each of these Board Committee meetings. A full legal and risk report is presented by the Group Legal Advisor at each Audit and Risk Committee meeting.

The Board of Directors has satisfied itself that during the period under review the Group has, in all material respects, complied with the JSE Limited listings requirements, the Companies Act No. 71 of 2008 and all other applicable legislation and regulations.

Application of King IV

The Company embarked on its journey to implement the principles and practices of King IV in its 2018 financial year and has used the King IV versions of the Governance Assessment Instrument ("GAI") of the Institute of Directors, to assess its level of compliance with the recommendations of King IV. In completing the GAI questionnaires, a number of areas for improvement were identified and more of the King IV disclosure recommendations have been applied to this year's process of preparing this Annual Integrated Report. The full

report from the GAI in each category is available in the Corporate Governance section of the Group's website at www.santova.com.

THE BOARD OF DIRECTORS

The Board is the custodian of corporate governance within the Group and its objective is to ensure responsible leadership in a manner that balances the needs of all stakeholders and aims to retain full and effective control of the Group and to give strategic direction to management. The deliberations of the Board are guided by a Board Charter and supported by a Delegation of Authority, both of which are reviewed annually. The Delegation of Authority sets out the delegation of matters by the Board to its committees and the Group Executive Committee. A number of governance policies provide context for execution in terms of the Delegation of Authority. The Charter is available on the Group's website at www.santova.com.

The responsibilities of the Board include the following:

- Compliance with all applicable laws, regulations and codes of business practice;
- Responsibility for setting the strategic objectives of the Group, determining investment and performance criteria and taking ultimate responsibility for the proper management and ethical behaviour of the Group;
- Defining levels of materiality, reserving specific powers to itself and delegating other matters to executive management in terms of a limits of authority framework;
- Responsibility for monitoring the management of key strategic and operational risk issues and performance areas and identifying key non-financial issues relevant to the Group; and
- Reviewing the performance of the various Board committees established to assist in the discharge of its duties.

For the year under review the Board fulfilled its responsibilities in compliance with its Charter.

BOARD COMPOSITION AND APPOINTMENTS

Composition			1	2	3	4	5
Non-Executive	4	57%					
Executive	3	43%					
HDSA Directors	1	14%					
Age							
> 60 years	3						
50 - 60 years	3						
40 - 50 years	1						
Tenure							
10 - 15 years	1						
5 - 10 years	5						
1 - 5 years	1						

After the AGM at the end of July 2017, ESC Garner stepped down as Chairman of the Board and WA Lombard, an independent, non-executive director, was appointed Chairman of the Board in his stead. As a result, the following changes were made to Chairmanship of Board Committees in accordance with the requirements of the JSE Listings Requirements and the recommendations of King IV:

- AD Dixon was appointed Chairman of the Audit & Risk Committee;
- WA Lombard was appointed Chairman of the Nominations Committee; and
- ESC Garner was appointed Chairman of the Remuneration Committee.

Brief biographical details of each of the current directors are set out on pages 31 and 32 of this Annual Integrated Report under the heading "Who Governs Us".

The Group has a unitary Board of seven directors comprised of majority non-executive directors, all of whom are independent, and with extensive financial, corporate governance and business experience, balanced with entrepreneurial flair. The size of the Board is considered appropriate to the present size of the Group. The Board has adopted a Division of Responsibilities Policy that ensures a clear division of responsibilities exists at Board level so that there is a balance of power and authority, such that no one individual has unfettered powers of decision-making. The roles of the Chairman and Chief Executive Officer are separated and their responsibilities clearly defined. The Chairman is an independent, non-executive director.

The Board has adopted a formally documented policy detailing procedures for appointments to the Board and all appointments are formal and transparent and a matter for the Board as a whole but assisted by the Nominations Committee when required.

In terms of the Group's Memorandum of Incorporation, one third of the non-executive directors retire by rotation annually, and if eligible and available, they are considered for re-appointment by the Shareholders at the Annual General Meeting. Directors appointed during the course of the year to fill casual vacancies retire at the following Annual General Meeting to provide shareholders with the opportunity to confirm their appointment.

As two of our directors have served on the Board for more than nine years and as they both are members of the Nominations Committee, when the Board Charter was reviewed in 2018 a new requirement was introduced in the interests of good governance practice that any director serving for more than nine years should retire at each Annual General Meeting but if eligible, may make themselves available for re-election.

Governance Review continued

DIVERSITY POLICY

The Board adopted a formal policy for Diversity during the 2017 financial year to promote Diversity at Board level and within the Group subsidiaries. In terms of this policy the Board recognised the benefits of a truly diverse Board and as a result the policy addresses diversity across the following areas: skills, gender, regional and industry experience, background, race, and other distinctions. As part of this process, voluntary targets were reviewed and the Board has tasked the Nomination Committee to plan and prepare for the phased implementation of these targets and to report back to the Board in the coming financial period.

Where gender diversity specifically is concerned, a target for the appointment of a woman to the Board has been set but the Board's view is that this is not a tick box exercise. The Santova Board is small and so when the right opportunity occurs an appointment will be made.

BOARD AND COMMITTEE EVALUATION

An evaluation of the performance of the Board, its members and its Committees is undertaken every second year through a formal process of detailed evaluation questionnaires, discussion of results and formulation of action plans. Due to the small size of the Board, more frequent evaluations and evaluations at Committee level are not considered necessary at this stage. An internal evaluation of the performance of the Board, committees and directors is planned for the current financial year.

Conflict of Interest

Directors are obliged to disclose at every board meeting, any potential conflicts of interest, direct or indirect, that may arise. These are appropriately managed and are recorded in the minutes. In addition, a general disclosure of their interests in the form of shareholdings, directorships and other appointments are made annually and updated when changes take place.

The Board has adopted formal policies governing the dissemination of price-sensitive information to third parties and for dealing in the Group's equity securities. Directors and officers of the Group who have access to unpublished and price-sensitive information are prohibited from dealing in shares of the Group during a restricted period.

BOARD COMMITTEES

The Board Committees have clear terms of references set out in their Charters delineating their scope of authority and specific responsibilities. The Charters are reviewed annually to ensure that they are current and relevant.

The Audit and Risk Committee and the Social and Ethics Committee have taken on their respective functions for all of the South African subsidiaries and deal with the matters required to be dealt with in terms of the Companies Act 2008, the JSE Listings Requirements and King IV on behalf of those subsidiaries.

A table setting out membership of the Board and its Committees and attendance at meetings by Committee members during the year is set out below:

ATTENDANCE AT BOARD AND COMMITTEE MEETINGS

		Board	Audit & Risk	Nominations	Remunerations	Social & Ethics*
Independent, non-executive directors						
WA Lombard	Board/Nominations Committee Chair	4/4	4/4	1/1	2/2	1/1
ESC Garner	Remuneration Committee Chair	4/4	4/4	1/1	2/2	1/1
AD Dixon	Audit and Risk Committee and Social and Ethics Committee Chair	4/4	4/4	1/1	2/2	1/1
EM Ngubo		4/4	-	-	-	1/1
Executive directors						
GH Gerber	Group Chief Executive Officer	4/4	4/4	1/1	2/2	-
DC Edley	Group Financial Director	4/4	4/4	-	-	-
AL van Zyl		4/4	-	-	-	-
Prescribed officer						
AKG Lewis	Group Legal Advisor	-	-	-	-	1/1

Only 1 meeting due to the meetings being changed from February and July to May and November.

The Chief Executive Officer is a permanent invitee to all Committee meetings and the Group Financial Director attends Audit and Risk Committee meetings. The Group Secretary is the secretary of all the Board committees.

AUDIT AND RISK COMMITTEE

A full Audit and Risk Committee Report, which addresses the role, responsibilities and activities of the Committee in terms of its statutory duties, as well as its role in oversight management of risk in the Group, both locally and internationally, may be found on pages 3 to 5 of the Audited Financial Statements and on the Group's website at www.santova.com.

Risk Management

A full commentary on how risk is managed in the Group may be found on pages 12 to 17 of this Report and Commentary specific to IT Risk appears below.

IT Governance and Risk

The Group's IT strategy is fully aligned to the Group's business strategy. As a non-asset based supply chain consulting business the IT strategy follows a cloud-based outsourced model so as to minimise IT risks and to gain the benefit of appropriate external expertise. The Group's IT Risk Management Steering Committee has the day-to-day responsibility for overseeing the implementation of IT strategy and governance in all regions worldwide. One of the key IT challenges that the Group will be faced with in future will be the risk of disruptive technology in the industry and commoditisation of services, signs of which are already appearing. The IT Risk Management Steering Committee reports directly to the Audit and Risk Committee.

NOMINATIONS COMMITTEE

The Committee held one meeting during the year under review, which all three members attended. During the year the Committee:

- Approved an updated Charter and an Annual Work Plan;
- Approved a succession plan for executive directors and senior positions in the Group;
- Confirmed the independence of the non-executive directors through a documented assessment; and
- Reviewed the Diversity targets.

REMUNERATION COMMITTEE

The Committee held two meetings during the year under review and all three members attended each meeting. During the year the Committee:

- Approved an updated Charter and an Annual Work Plan;
- Set the overall parameters for salary increases and bonuses;
- Approved the remuneration of senior executives and determined the remuneration of executive directors; and
- Approved additional bonus share awards to senior employees in the Group's subsidiaries for exceptional performance.

The Group has an extremely active and efficient Group Human Resources team who, together with the Business Unit Leaders, look after the issues of human resource management in terms of social transformation, moral and social responsibility. The Group has active training programs to enhance the skills of all its employees internationally and train them in the Group's business. For more detail on the Group's HR practices and procedures please refer to the Social and Environment Report, which is available on the Group's website at www.santova.com.

The remuneration philosophy and practices are enunciated in the Group's Remuneration Policy which may be found under the heading "How We Remunerate" on pages 38 to 39 of this report.

SOCIAL AND ETHICS COMMITTEE

The Group Legal Adviser has compiled a compliance register for the Social and Ethics Committee based on a detailed analysis of each of the matters listed in Regulation 43(5)(b) of the Companies Regulations, 2011 and the Committee has interrogated each of the items for their relevance to the Group and to assess the Group's level of compliance in relation thereto.

The full Report of the Social and Ethics Committee may be found on page 6 to 7 of the Audited Financial Statements and on the Group's website at www.santova.com.

GROUP SECRETARY

Brief biographical details of the Group Secretary are set out on page 32 of this Annual Integrated Report. The independence, effectiveness, qualifications and experience of the Group Secretary are reviewed annually by the Board and the Board has satisfied itself that the Group Secretary is independent and competent and has the necessary qualifications and experience required to fulfill the role and the responsibilities placed upon a Group Secretary by the Companies Act, the JSE Listings Requirements and King IV.

JSE SPONSOR

River Group has been sponsor to the Group since it listed in 2002 and is consulted on a regular basis on matters concerning the JSE Listings Requirements. A representative of the sponsor attends at least one Board meeting each year.

How We Remunerate

This report focuses primarily on how we remunerate and reward. The Governance Review on pages 33 to 37 contains details of the composition, meetings and mandate of the Committee.

#01 BACKGROUND STATEMENT ON REMUNERATION

In following the strategy of an international, non-asset based, outsourced provider of Supply Chain Solutions, the Group's human capital has been identified as one of the four primary capital inputs into its value creating processes. Hence it is important that our reward strategies and remuneration structures are designed to attract, motivate and retain high-caliber people at all levels within the Group, whilst fostering a culture of performance, thereby entrenching Santova as a leading employment brand within the logistics industry.

As a result, consideration is given to total reward and on achieving an appropriate balance between fixed and variable remuneration and short and long-term incentives for all employees, depending on seniority and roles. The overall aim is to ensure that the remuneration policy promotes:

- a performance based culture driven by the high standard demanded by our culture and values where duties and responsibilities as well as financial performance criteria are closely measured;
- the achievement of the Group's four key medium and long term strategic initiatives of Growth, Innovation, Diversification, Efficiency and Effectiveness;
- an ethical culture and responsible corporate citizenship; and
- fair, responsible and transparent remuneration practices.

The internal and external factors affecting remuneration during the year have all been related to sourcing, development and retaining of high quality talent within the logistics industry. As a business with a truly non- asset-based consulting model within an industry that is typically asset intensive, the Group has embarked on a strategy over the past few years to improve the technical competence and abilities of its workforce by building its employment brand and improving its remuneration practices.

Non-Binding Advisory Vote

More than 99% of shareholders present in person or by proxy at the 2017 Annual General Meeting voted in favour of the non-binding advisory endorsement of the remuneration policies tabled in the 2017 Annual Integrated Report. As a result, Santova did not implement a formal plan of engagement with shareholders or stakeholders during the year with regards to remuneration policy. However, Santova held numerous informal meetings during the course of the year with various shareholders, investors and analysts. During these discussions the Group received feedback on its remuneration policy.

At the Company's Annual General Meeting to be held on 30 July 2018, shareholders will be asked to vote on and approve two non-binding resolutions in terms of the recommendations of King IV. These resolutions enable shareholders to express their views and will request that shareholders approve the Company's Remuneration Policy and Implementation Report as detailed below in this report.

In terms of King IV requirements, should 25% or more of the votes cast be against one or both of the non-binding ordinary resolutions, the Company undertakes to engage directly with the shareholders concerned as to the reasons therefore and to seek external professional advice on how better to structure its remuneration policy and practices. Based on this feedback the Company undertakes to make recommendations to the Remuneration Committee.

Governance and the Remuneration Committee

Remuneration policy is determined and governed by a formally constituted Remuneration Committee. The Governance Review on pages 33 to 37 of this Annual Integrated Report contains details of the composition, meetings and mandate of the Remuneration Committee. The Committee did not engage any external remuneration consultants during the course of the past financial year.

Key areas of focus and key decisions taken by the Committee during the year include:

- A review of the structure, investment management and associated risks of the Groups Provident and Pensions funds in South Africa;
- The implementation of the Group retirement planning practices to the Group subsidiaries internationally;
- Setting of the overall parameters for annual salary increases nationally and internationally;
- The awarding of performance bonuses to senior executives;
- The approval and implementation of a new Santova Graduate and Talent Study Bursary Policy;
- A review of the Committee Charter and Work Plan; and
- Consideration and approval of an increase in Non-Executive Directors' fees as set out in the Notice of Annual General Meeting on page 51.

The Remuneration Committee is satisfied that its members are independent and objective and that the Group's remuneration policy has achieved its stated objectives during the current year. Areas of focus for the Board and Remuneration Committee for the coming year include:

- Further development and entrenchment of the Group's graduate recruitment programme to attract, reward and retain its future leaders of tomorrow;
- Finding a more effective means of creating long-term wealth for and 'locking in' key executives;
- Reviewing the remuneration policy to ensure it is in alignment with the principles of King IV and particularly to ensure that the remuneration of executive management is fair and responsible in the context of overall employee remuneration in the organisation.

#02 REMUNERATION POLICY OVERVIEW

General Policy on Remuneration

The Board is committed to fair and responsible remuneration within the Group, so as to promote the achievement of the Group's overall strategies across all levels of employees. To this end remuneration packages and incentives are offered and structured on an identical basis for all employees, senior management and executive directors, in each region in which the Group operates.

There is a formal annualised process whereby each employee is assessed on an individual basis and benchmarked against market remuneration levels in each region, relative to the specific role occupied and responsibility assumed by the respective employee. Employees are assessed:

- in comparison to employees in similar roles across all operating regions so as to ensure consistency irrespective of country, race or gender;
- against their performance in their specific roles; and
- to the extent to which they have lived the culture and values of the Group.

In a formal annual process, the Group Executive Committee assesses each employee with regard to the award of:

- Inflationary increases;
- Annual bonuses;
- Incentive awards; and

and makes recommendations to the Remuneration Committee, which sets the parameters for annual increases and adjudicates senior management and executive director increases, bonuses and incentive awards.

The guaranteed remuneration component paid to executive directors and employees is based on industry benchmarks and targeted just below the median of the market for comparable sized organisations. The Group maintains its discretion to pay a premium to the median for the attraction and retention of key personnel.

Executive Directors' Service Contracts and Remuneration

The directors are appointed to the Board to bring management expertise and strategic direction to the Group and to provide the necessary skills and experience appropriate to its needs as a diversified, leading global business.

Each executive director is bound by a formal contract of employment. The contracts are for variable terms subject to notice periods ranging between 30 to 60 days and all contracts carry post-employment restraints for a period of two years, providing protection to the Group's client base, employees and confidential information. There are no obligations in the executive director employment contracts that would give rise to payment or obligations on termination. In addition, no executive directors or senior management have received sign-on, retention or restraint payments.

The Chief Executive Officer conducts an annual review of the performance of all senior executives founded on established Key Performance Indicators ("KPIs") for each individual determined by his/her specific role. Based on the outcome of these reviews he then makes recommendations to the Remuneration Committee with regard to awarding of short and long-term incentives and determining salary packages for the ensuing year. The Remuneration Committee, in turn evaluates the performance of the Chief Executive Officer based on established KPIs and determines his salary package for the ensuing year and eligibility for short and long-term incentives.

The Group seeks to achieve a balance between guaranteed remuneration and short and long-term variable incentives, which are directly linked to financial performance and long-term value creation for shareholders. As part of this philosophy, the Group aims to ensure that a larger proportion of remuneration for senior management is linked to short and long-term performance-based targets. Due to the infancy of the Group's two long term share option schemes, this will be a process phased in over the coming financial periods.

REMUNERATION MIX

Total for all Executive Directors and Prescribed Officers

Achieved	Guaranteed Pay %	Short Term Incentives %	Long Term Incentives %	Total
2018	**64**	**34**	**2**	**100**
2017	48	42	10	100

How We Remunerate continued

Guaranteed Remuneration

Executive directors' fixed remuneration components, which are quantified on a total cost to company basis ("TCC"), are reviewed annually in March of each year by the Remuneration Committee so as to ensure sustainable performance and market competitiveness. In performing this review the remuneration packages are:

- Compared to current remuneration surveys and levels within other comparable South African companies; and
- Reviewed in light of the individual director's own personal performance, role specific KPIs experience, responsibility and Group performance.

The philosophy behind these annual reviews is to award percentage increases that are typically linked to current and historic inflation levels, so as to primarily compensate for loss of real disposable income.

The fixed remuneration component, or TCC, typically constitutes three elements:

- A fixed base salary;
- Contributions by the Group to defined contribution retirement plans on behalf of the executive directors on the basis of a percentage of pensionable salary and which includes death and disability cover; and
- Contributions to the Group's medical healthcare scheme.

Short-Term Incentives

The Committee aims to align the directors' total remuneration with stakeholders' interests by ensuring that a significant portion of their package is variable in nature. Executive directors qualify for an annual incentive bonus calculated and paid in May of each year following the finalisation of the Group's annual results for the previous financial period. The payment of this incentive bonus is subject to the achievement of certain performance targets that are directly linked to:

- The overall Group financial and operational performance of the specific division or function for which the director is responsible;
- The extent to which the director shows commitment to the implementation of the Group's key ongoing strategic initiatives;
- The individual director's personal performance against role specific KPIs; and
- The extent to which the director lives the Group's cultures and values, demonstrating the highest levels of corporate governance and ethical behavior.

Executive directors do not receive directors' fees for attending board and committee meetings and are not specifically remunerated in any way for their role as directors of the Group.

Long-Term Incentives

The Group operates the two Santova Share Option Schemes as a means of providing long-term incentives and retaining senior management and executive directors. In terms of the Schemes the Group can grant share options to qualifying employees to acquire shares in the Group, subject to a maximum allocation per scheme of 2 685 500 per employee and vesting periods of 3 and 5 years. The rules of each Scheme are set down in documents that have been approved by the JSE and filed with the Companies and Intellectual Property Commission. The Group Secretary has been appointed the Compliance Officer of the Schemes and the Remuneration Committee governs the Schemes on an ongoing basis. Non-executive directors are not entitled to participate in either of the Schemes. No new options were granted in terms of either Scheme during the financial year under review.

During November 2015 the first tranche of options awarded in terms of Santova Share Option Scheme No. 1 become available to be exercised. The second tranche of options awarded in terms of Santova Share Option Scheme No. 1 became available to be exercised in May 2017.

Non-Executive Directors' Contracts and Remuneration

All non-executive directors have terms of appointment of three years and one third of the non-executive directors retire each year at the Annual General Meeting in terms of the Group's Memorandum of Incorporation. Each retiring director who is eligible and offers himself for re-election is then subject to re-election by shareholders.

At the Board meeting held on 16 May 2018, an amendment was approved to the Board Charter requiring all directors who have served nine or more years on the Board to retire annually at the Annual General Meeting. Each retiring director who is eligible, and offers himself for re-election, is then subject to re-election by shareholders.

The Chairman receives an annual fee, which takes into consideration his role as Chairman of the Group, his attendance at Board and Committee meetings and the breadth of that role, coupled with the associated levels of commitment and expertise.

Other non-executive directors receive fixed fees for service on the Board and Board Committees on the basis of meetings attended and chairmanship of Board Committees. Non-executive directors do not receive short-term incentives, nor do they participate in any long-term incentive schemes. The fees paid to non-executive directors for the past financial year were approved by shareholders at the Annual General Meeting held on 24 July 2017.

#03 REMUNERATION POLICY IMPLEMENTATION REPORT

During the 2018 financial year the Remuneration Committee set the following overall guaranteed remuneration benchmark increases for the Group as a whole:

	2018 %	2017 %
South Africa	**4.7**	6.25
International Operations - Average across all regions	**2.0**	2.5

Guaranteed remuneration of executive directors and prescribed officers were increased by the Remuneration Committee as follows:

	2018 %	2017 %
Chief Executive Officer	**5.0**	6.25
Key Senior Executives	**4.9**	6.7

A breakdown of the annual remuneration of directors and the prescribed officers can be found in the following table:

EXECUTIVE DIRECTORS' AND PRESCRIBED OFFICERS' REMUNERATION

	Basic remuneration R'000	Retirement medical and other benefits R'000	Total Guaranteed Pay R'000	Performance bonus R'000	Share based payments R'000	Total Remuneration R'000
2018						
Executive directors						
DC Edley	1 670	291	**1 961**	943	-	**2 904**
GH Gerber	3 132	61	**3 193**	2 344	-	**5 537**
AL van Zyl	2 078	100	**2 178**	993	-	**3 171**
Prescribed officers						
G Fourie	1 361	264	**1 625**	479	335	**2 439**
AKG Lewis	1 213	154	**1 367**	628	-	**1 995**
	9 454	**870**	**10 324**	**5 387**	**335**	**16 046**
2017						
Executive directors						
DC Edley	1 575	271	**1 846**	1 411	-	**3 257**
GH Gerber	2 937	68	**3 005**	3 176	-	**6 181**
AL van Zyl	1 965	85	**2 050**	1 559	1 718	**5 327**
Prescribed officer						
AKG Lewis	1 123	142	**1 265**	930	-	**2 195**
	7 600	**566**	**8 166**	**7 076**	**1 718**	**16 960**

How We Remunerate continued

A summary of share options granted, forfeited, exercised and still to be exercised by executive directors and the prescribed officer during the current financial year are set out below:

	Options as at 1 March 2017	Options awarded	Options lapsed	Options exercised	Options as at 28 February 2018	Option price (cents)	Vesting date	Expiry date
2018								
Executive directors								
DC Edley	450 000	-	-	-	450 000	85	30 Nov 2015	29 Nov 2019
	350 000	-	-	-	350 000	186	26 May 2017	25 May 2021
	168 649	-	-	-	168 649	415	22 Feb 2019	21 Feb 2023
	131 351	-	-	-	131 351	415	22 Feb 2021	21 Feb 2024
	1 100 000	**-**	**-**	**-**	**1 100 000**			
GH Gerber	800 000	-	-	-	800 000	85	30 Nov 2015	29 Nov 2019
	500 000	-	-	-	500 000	186	26 May 2017	25 May 2021
	562 165	-	-	-	562 165	415	22 Feb 2019	21 Feb 2023
	437 835	-	-	-	437 835	415	22 Feb 2021	21 Feb 2024
	2 300 000	**-**	**-**	**-**	**2 300 000**			
AL van Zyl	350 000	-	-	-	350 000	186	26 May 2017	25 May 2021
	168 649	-	-	-	168 649	415	22 Feb 2019	21 Feb 2023
	131 351	-	-	-	131 351	415	22 Feb 2021	21 Feb 2024
	650 000	**-**	**-**	**-**	**650 000**			
Prescribed officers								
G Fourie	150 000	-	-	150 000	-	186	26 May 2017	
	250 000	-	-	-	250 000	415	22 Feb 2021	21 Feb 2024
	400 000	**-**	**-**	**150 000**	**250 000**			
AKG Lewis	199 000	-	-	-	199 000	85	30 Nov 2015	29 Nov 2019
	150 000	-	-	-	150 000	186	26 May 2017	25 May 2021
	253 537	-	-	-	253 537	415	22 Feb 2019	21 Feb 2023
	197 463	-	-	-	197 463	415	22 Feb 2021	21 Feb 2024
	800 000	-	-	-	**800 000**			
	5 250 000	**-**	**-**	**150 000**	**5 100 000**			

	Options as at 1 March 2016	Options awarded	Options lapsed	Options exercised	Options as at 28 February 2017	Option price (cents)	Vesting date	Expiry date
2017								
Executive directors								
DC Edley	450 000	-	-	-	450 000	85	30 Nov 2015	29 Nov 2019
	350 000	-	-	-	350 000	186	26 May 2017	25 May 2021
	168 649	-	-	-	168 649	415	22 Feb 2019	21 Feb 2023
	131 351	-	-	-	131 351	415	22 Feb 2021	21 Feb 2024
	1 100 000	**-**	**-**	**-**	**1 100 000**			
GH Gerber	800 000	-	-	-	800 000	85	30 Nov 2015	29 Nov 2019
	500 000	-	-	-	500 000	186	26 May 2017	25 May 2021
	562 165	-	-	-	562 165	415	22 Feb 2019	21 Feb 2023
	437 835	-	-	-	437 835	415	22 Feb 2021	21 Feb 2024
	2 300 000	**-**	**-**	**-**	**2 300 000**			
AL van Zyl	500 000	-	-	500 000	-	85	30 Nov 2015	29 Nov 2019
	350 000	-	-	-	350 000	186	26 May 2017	25 May 2021
	168 649	-	-	-	168 649	415	22 Feb 2019	21 Feb 2023
	131 351	-	-	-	131 351	415	22 Feb 2021	21 Feb 2024
	1 150 000	**-**	**-**	**500 000**	**650 000**			
Prescribed officer								
AKG Lewis	199 000	-	-	-	199 000	85	30 Nov 2015	29 Nov 2019
	150 000	-	-	-	150 000	186	26 May 2017	25 May 2021
	253 537	-	-	-	253 537	415	22 Feb 2019	21 Feb 2023
	197 463	-	-	-	197 463	415	22 Feb 2021	21 Feb 2024
	800 000	-	-	-	**800 000**			
	5 350 000	**-**	**-**	**500 000**	**4 850 000**			

Details of the remuneration paid to each non-executive director for the past financial year may be found in the table below:

NON-EXECUTIVE DIRECTORS' FEES

	2018 Directors' fees R'000	2017 Directors' fees R'000
AD Dixon	**267**	173
ESC Garner	**302**	395
WA Lombard	**416**	311
EM Ngubo	**172**	106
	1 157	985

The Remuneration Committee recently undertook an assessment of market related non-executive directors fees and have recommended an inflationary related increase of 5% to non-executive directors fees for the 2018/19 year. At the Annual General Meeting to be held on 30 July 2018, shareholders will be asked to pass a special resolution to approve such increase in the fees of non-executive directors and the proposed amounts are set out in the Notice of Annual General Meeting on page 51 of this Annual Integrated Report.

APPROVAL

This report was approved by the Remuneration Committee on 11 May 2018 and the Board on 16 May 2018. The Remuneration Committee as well as the Board are satisfied that there were no material deviations from the 2017 remuneration policy during the 2018 financial year.

Shareholder Analysis

	Number of Share Holders	%	Number of Shares	%
SHAREHOLDER SPREAD				
1 - 1 000 shares	1 386	30,14	506 658	0,32
1 001 - 10 000 shares	1 970	42,85	8 212 799	5,12
10 001 - 100 000 shares	1 065	23,16	31 769 525	19,83
100 001 - 1 000 000 shares	158	3,44	36 958 068	23,07
1 000 001 shares and over	19	0,41	82 780 995	51,66
Totals	**4 598**	**100,00**	**160 228 045**	**100,00**
DISTRIBUTION OF SHAREHOLDERS				
Banks/Brokers	38	0,83	22 942 859	14,32
Close Corporations	47	1,02	1 768 902	1,10
Endowment Funds	2	0,04	562 500	0,35
Individuals	4 147	90,19	79 419 902	49,57
Insurance Companies	3	0,07	727 099	0,45
Mutual Funds	6	0,13	10 970 607	6,85
Other Corporations	40	0,87	591 263	0,37
Own Holdings	1	0,02	6 365 625	3,97
Private Companies	110	2,39	19 284 444	12,03
Retirement Funds	1	0,02	152 958	0,10
Trusts	203	4,42	17 441 886	10,89
Totals	**4 598**	**100,00**	**160 228 045**	**100,00**
PUBLIC / NON - PUBLIC SHAREHOLDERS				
Non - Public Shareholders	**16**	**0,35**	**31 290 858**	**19,53**
Directors of the company	15	0,33	30 294 132	18,91
Treasury Stock *	1	0,02	996 726	0,62
Public Shareholders	**4 582**	**99,65**	**128 937 187**	**80,47**
Totals	**4 598**	**100,00**	**160 228 045**	**100,00**
BENEFICIAL SHAREHOLDERS HOLDING 3% OR MORE				
Van Zyl, AL			18 208 106	11,36
Bank of New York (Custodian)			12 507 978	7,81
SIX SIS (Custodian)			6 131 609	3,83
Mahkulu Investments (Pty) Ltd			5 914 377	3,69
Westbrooke Capital Management			5 497 325	3,43
Amatia IV Ltd			5 258 838	3,28
Totals			**53 518 233**	**33,40**

Directors' Shareholding Analysis

	2018 Number of Shares	%	2017 Number of Shares	%
DIRECTORS				
van Zyl, AL	**18 208 106**	**11,36**	18 202 715	11,50
Gerber, GH	**1 588 829**	**1,00**	2 588 829	1,64
Lloyd Investment Trust	1 501 329	0,94	2 501 329	1,58
Gerber, GH	87 500	0,06	87 500	0,06
Garner, ESC	**540 682**	**0,34**	500 227	0,32
Delmas Crushers cc	397 922	0,25	360 227	0,23
Sanlam Life Insurance Ltd	142 760	0,09	140 000	0,09
Dixon, AD	**340 000**	**0,21**	340 000	0,21
Edley, DC	**174 700**	**0,11**	174 700	0,11
Integrated Technologies (Pty) Ltd	174 700	0,11	174 700	0,11
Lombard, WA	**101 972**	**0,06**	100 000	0,06
Totals	**20 954 289**	**13,08**	21 906 471	13,84
SUBSIDIARY DIRECTORS				
Singh, R	**3 109 160**	**1,94**	3 050 000	1,93
Rajin Singh Family Trust	3 059 160	1,91	3 000 000	1,90
Singh, R	50 000	0,03	50 000	0,03
Sexton, DA	**2 976 014**	**1,86**	2 911 275	1,84
Heald, JE	**2 021 233**	**1,26**	1 982 145	1,25
Crews, GH	**571 373**	**0,36**	257 300	0,16
Crews, GH	262 373	0,17	257 300	0,16
Saxo Bank	309 000	0,19	-	-
Tolond, M	**371 652**	**0,23**	371 652	0,23
Boelens, VP	**203 480**	**0,13**	176 500	0,11
Notelovitz, L	**81 833**	**0,05**	81 833	0,05
Lewis, AKG	**5 098**	**0,00**	5 000	0,00
Totals	**9 339 843**	**5,83**	8 835 705	5,58
TREASURY STOCK (OWN HOLDINGS)				
Santova Financial Services (Pty) Ltd	**996 726**	**0,62**	487 115	0,31
Totals	**996 726**	**0,62**	487 115	0,31

No non-beneficial interests were held by any of the directors. There have been no changes in the above interests since the financial year end and the date of approval of the financial statements.

Share Performance

ANALYSIS OF TRADES

Year	Month	High Sale	Low Sale	Number of Deals	Volume	Value
2017	March	348	320	269	1 264 679	4 229 417
2017	April	340	297	382	1 463 499	4 536 363
2017	May	325	296	805	3 589 632	11 392 151
2017	June	354	300	551	3 395 950	10 844 161
2017	July	357	330	771	2 405 553	8 256 792
2017	August	343	281	580	3 761 173	12 200 574
2017	September	315	272	441	2 598 501	7 682 753
2017	October	344	280	1076	13 064 355	40 959 779
2017	November	350	301	981	8 475 657	28 597 565
2017	December	336	270	449	2 179 297	6 525 952
2018	January	330	283	548	3 579 473	10 832 128
2018	February	320	280	547	5 917 085	18 122 975

MARKET DATA

MARKET DATA		2018	2017
Traded price (cents per share)			
Close	cents per share	**280**	345
High	cents per share	**336**	609
Low	cents per share	**270**	301
Market capitalisation	rand	**448 638 526**	545 953 861
Value of shares traded	rand	**164 180 610**	113 296 900
Value traded as % of mktcap	percentage	**36,60%**	20,75%
Volume of shares traded	number of shares	**51 694 854**	29 554 681
Volume traded as % of number in issue	percentage	**32,26%**	18,68%
PE ratio	multiple	**6,24**	8,65
Dividend per share	cents per share	**7,00**	6,25
Dividend Yield	percentage	**2,5%**	1,81%
Earnings Yield	percentage	**16,03%**	11,56%
Period-end Market Price/NAV	ratio	**1,08**	1,49
Shares in issue Shares	number of shares	**160 228 045**	158 247 496
Shares issued	number of shares	**1 981 000**	650 000
Number of shareholders	number	**4 598**	4 514
Treasury Shares held	number of shares	**996 726**	487 115
Shares in issue net of treasury shares	number of shares	**159 231 319**	157 760 381
Capital and reserves	rand	**416 172 125**	365 565 922

Shareholders' Calendar

ACTIVITY	DATE
Financial year end	28 February 2018
Release of preliminary Group audited results on SENS	16 May 2018
Publication of Group results in the Press	17 May 2018
Investor presentation in Johannesburg	17 May 2018
Investor presentation in Cape Town	18 May 2018
Dispatch of 2018 Annual Integrated Report - on or about	31 May 2018
Publication of 2018 Annual Financial Statements on the Group website	31 May 2018
Publication of 2018 corporate governance material on the Group website	31 May 2018
Publication of 2018 Social and Environment report on the Group website	31 May 2018
2018 Annual General Meeting - 12 noon	30 July 2018
Release of interim statements for the six months ending 31 August 2018	October 2018

CASH DIVIDEND	
Last day to trade cum dividend	26 June 2018
Shares trade ex-entitlement	27 June 2018
Record date for the dividend	29 June 2018
Payment date for dividend	2 July 2018

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN to shareholders as recorded in the Company's securities register on Friday, 20 July 2018 that the Annual General Meeting of the shareholders of Santova Limited will be held in the Ridgeside Boardroom, 53 Richefond Circle, Ridgeside Office Park, Umhlanga Ridge, 4319 on Monday, 30 July 2018 at 12 noon for the purposes of considering and, if deemed fit, passing with or without modification, the ordinary and special resolutions set out hereunder in the manner required by the Companies Act, No. 71 of 2008 ("the Companies Act"), as read with the JSE Listings Requirements.

PRESENTATION OF ANNUAL FINANCIAL STATEMENTS

The audited annual financial statements of the Company and the Group for the year ended 28 February 2018 (as approved by the Board of Directors of the Company), including the Directors' Report, the Report of the Auditors, Report of the Audit and Risk Committee and the report of the Social and Ethics Committee, to be presented to shareholders.

The percentage of voting rights required for ordinary resolutions numbers 1 to 12 to be adopted is 50% (fifty percent) or more of the voting rights exercisable on these resolutions.

1. RE-ELECTION OF DIRECTORS

The Board has assessed the performance and independence of each of the directors retiring at this Annual General Meeting and believes each of them exercises objective judgement, is independent and the Board recommends to shareholders the re-election of each of the retiring directors as set out in ordinary resolutions 1.1, 1.2.1 and 1.2.2.
Brief profiles of each of the retiring directors may be found on page 31 of this Annual Integrated Report.

1.1 ORDINARY RESOLUTION NUMBER 1 – RETIREMENT DUE TO ROTATION

The following non-executive director retires by rotation in terms of clause 14.2 of the Company's Memorandum of Incorporation ("MOI") and, being eligible offers himself for re-election:

"Resolved that Anthony David Dixon, who retires by rotation in terms of the Company's MOI and, being eligible, offers himself for re-election, be and is hereby re-elected as a non-executive director of the Company."

1.2 RETIREMENT DUE TO LENGTH OF SERVICE

The following two non-executive directors, who have served for longer than nine years, retire in terms of the Company's Board Charter which requires that all directors who have been on the Board for more than nine years retire every year at the Annual General Meeting. Being eligible, both directors have offered themselves for re-election. Each director must be re-appointed by way of a separate resolution:

1.2.1 ORDINARY RESOLUTION NUMBER 2 – ESC Garner

"Resolved that Edward Sephton Clayton Garner, who has served for longer than nine years and retires in terms of the Company's Board Charter and, being eligible, offers himself for re-election, be and is hereby re-elected as a non-executive director of the Company."

1.2.2 ORDINARY RESOLUTION NUMBER 3 – WA Lombard

"Resolved that Warwick Adrian Lombard, who has served for longer than nine years and retires in terms of the Company's Board Charter and, being eligible, offers himself for re-election, be and is hereby re-elected as a non-executive director of the Company."

2. ELECTION OF AUDIT AND RISK COMMITTEE MEMBERS

"That the shareholders re-elect, each by way of a separate resolution, the following independent non-executive directors as members of the Company's Audit and Risk Committee to remain members until the conclusion of the next Annual General Meeting of the Company."

2.1 ORDINARY RESOLUTION NUMBER 4 – Warwick Adrian Lombard
2.2 ORDINARY RESOLUTION NUMBER 5 – Anthony David Dixon
2.3 ORDINARY RESOLUTION NUMBER 6 – Edward Sephton Clayton Garner

Explanatory note to ordinary resolutions numbers 4-6

Section 94(2) of the Companies Act requires that a company that is required to have an audit committee must elect an audit committee at each annual general meeting. The three members standing for re-election meet the conditions of eligibility set out in Sections 94(4) and (5) of the Companies Act and Regulation 42 of the Companies Regulations 2011 and are recommended to shareholders for re-election.

The profiles of the Committee members standing for re-election as outlined in ordinary resolutions numbers 4 to 6 above appear on pages 31 of this Annual Integrated Report.

3. ORDINARY RESOLUTION NUMBER 7 – RE-APPOINTMENT OF DELOITTE & TOUCHE AS INDEPENDENT AUDITORS AND THE APPOINTMENT OF AR KILPATRICK AS REGISTERED AUDIT PARTNER OF THE COMPANY

"That the re-appointment of Deloitte & Touche, as recommended by the Company's Audit and Risk Committee, as independent auditors of the Company, and the appointment of AR Kilpatrick as the registered partner, to hold office until the conclusion of the next Annual General Meeting of the Company, be and are hereby approved."

4. NON-BINDING ADVISORY VOTES ON THE COMPANY'S REMUNERATION POLICY AND IMPLEMENTATION REPORT

Principle 14 and sub-practice 37 of King IV recommends that companies present their Remuneration Policy and Implementation Report every year to shareholders at the Annual General Meeting for a non-binding advisory vote. This vote enables shareholders to express their views on the remuneration policy adopted and on its implementation. These resolutions are of an advisory nature only and failure to pass this resolution will therefore not have any legal consequences relating to existing arrangements. However, the Board of Directors of the Company will take the outcome of the vote into consideration when reviewing the Company's Remuneration Policy.

Shareholders are reminded that in terms of King IV, should 25% (twenty five percent) or more of the votes cast be against one or both of the non-binding ordinary resolutions, the Company undertakes to engage with shareholders as to the reasons therefore and undertakes to make recommendations to the Remuneration Committee based on the feedback received.

4.1 ORDINARY RESOLUTION NUMBER 8 – REMUNERATION POLICY

"That the Company's remuneration policy for the financial year ended 28 February 2018, as set out in the Remuneration Report on pages 39 to 40 of the Annual Integrated Report of which this notice forms part, be and it is hereby approved through a non-binding advisory vote in accordance with the JSE Listings Requirements and the recommendations of King IV."

4.2 ORDINARY RESOLUTION NUMBER 9 – IMPLEMENTATION REPORT

"That the Company's Implementation Report, as set out in the Remuneration Report on pages 41 to 43 of the Annual Integrated Report of which this notice forms part, be and it is hereby approved through a non-binding advisory vote in accordance with the JSE Listings Requirements and the recommendations of King IV."

5. ORDINARY RESOLUTION NUMBER 10 – UNISSUED SHARES TO BE PLACED UNDER THE CONTROL OF THE DIRECTORS

"That the authorised but unissued ordinary shares in the capital of the Company are hereby placed under the control and authority of the directors of the Company. Subject to the provisions of any applicable legislation and the JSE Listings Requirements, the directors are hereby authorised and empowered to allot and issue all or any of such ordinary shares to such person or persons on such terms and conditions and at such times as the directors may, from time to time, in their discretion deem fit."

Motivation for ordinary resolution number 10

In terms of the Company's Memorandum of Incorporation, the shareholders of the Company are required to approve any placement of the unissued ordinary shares under the control of the directors.

The percentage of voting rights required for ordinary resolution number 11 and special resolutions numbers 1 to 4 to be adopted is 75% (seventy-five percent) or more of the voting rights exercisable on these resolutions.

6. ORDINARY RESOLUTION NUMBER 11 - GENERAL AUTHORITY TO ISSUE SHARES, AND TO SELL TREASURY SHARES, FOR CASH

"That the directors of the Company and/or any of its subsidiaries, from time to time, be and they are hereby authorised, by way of a general authority, to:

- Allot and issue equity securities or options in respect of the authorised but unissued ordinary shares in the capital of the Company up to a number that equates to 15% (fifteen percent) of the issued share capital or 24 034 207 ordinary shares; and/or
- Sell or otherwise dispose of, or transfer, or issue any share or options in respect of, equity securities in the capital of the Company purchased by subsidiaries of the Company for cash, to such person/s on such terms and conditions and at such times as the directors in their discretion deem fit, subject to the requirements of the Companies Act, the Memorandum of Incorporation of the Company, the JSE Listings Requirements and the following limitations:

Notice of Annual General Meeting continued

- the equity securities and/or options which are the subject of the issue for cash must be of a class already in issue, or where this is not the case, must be limited to such securities or rights that are convertible into a class already in issue;
- any such issue may only be made to public shareholders as defined by the JSE Listings Requirements and not to related parties;
- securities which are the subject of a general issue for cash may not exceed 30% (thirty percent) of the applicant's listed equity securities as at the date of the notice of annual general meeting seeking the general issue for cash authority, provided that:
  (i) this general authority shall be valid until the earlier of the Company's next annual general meeting or expiry of a period of 15 (fifteen) months from the date that this authority is given;
  (ii) the calculation of the applicant's listed equity securities must be a factual assessment of the applicant's listed equity securities as at the date of the notice of annual general meeting, excluding treasury shares;
  (iii) the specific number of shares representing the number up to 30% (thirty percent) of the applicant's listed equity securities as at the date of the notice of annual general meeting must be included as a number in the resolution seeking the general issue for cash authority;
  (iv) any equity securities issued under the authority during the period from the date of granting of the authority until the date of the next annual general meeting or 15 (fifteen) months from the granting of the authority, whichever period is shorter, must be deducted from such number referred to in (iii) above; and
  (v) in the event of a sub-division or consolidation of issued equity securities during the period contemplated in (iv) above, the existing authority must be adjusted accordingly to represent the same allocation ratio.
- the maximum discount at which equity securities may be issued is 10% (ten percent) of the weighted average traded price of such equity securities measured over the 30 (thirty) business days prior to the date that the price of the issue is agreed between the issuer and the party subscribing for the securities. The JSE should be consulted for a ruling if the applicant's securities have not traded in such 30 (thirty) business-day period;

› A SENS announcement giving full details, including in the case of options/convertible securities the impact on the net asset value per share, tangible net asset value per share, earnings per share and headline earnings per share, will be published when the Company has issued ordinary shares representing, on a cumulative basis within 1 (one) financial year, 5% (five percent) or more of the number of ordinary shares in issue prior to the issue;

› Whenever the Company wishes to use ordinary shares, held as treasury stock by a subsidiary of the Company, such use must comply with the JSE Listings Requirements as if such use was a fresh issue of ordinary shares; and

› Approval of the general issue for cash resolution is achieved by a 75% (seventy five percent) majority of the votes cast in favour of such resolution by all equity securities holders present or represented by proxy at the general meeting convened to approve such resolution. The resolution must be worded in such a way as to include the issue of any options/convertible securities that are convertible into an existing class of equity securities, where applicable."

7. SPECIAL RESOLUTION NUMBER 1 – REMUNERATION OF INDEPENDENT AND NON-EXECUTIVE DIRECTORS

"That in terms of Section 66(9) of the Companies Act and with immediate effect and until the conclusion of the next Annual General Meeting in 2019, the fees payable to the independent and non-executive directors of the Company for their services as directors be approved as follows:"

BOARD / COMMITTEE	Proposed
Board of Directors	
Chairman	R504 000[1]
Non-executive directors	R17 000[2]
Audit and Risk Committee	
Chairman	R30 500[2]
Member	R14 000[2]
Remuneration and Nominations Committee	
Chairman	R19 000[2]
Member	R10 500[2]
Social and Ethics Committee	
Chairman	R19 000[2]
Member	R10 500[2]

[1] Annual fee which includes attendance at all Board and Committee meetings.

[2] Fees per meeting attended.

Explanatory note to special resolution number 1

In terms of Section 66(8) and 66(9) of the Companies Act, remuneration may only be paid to directors, for their services as directors, in accordance with a special resolution approved by the shareholders within the previous two years and if not prohibited in terms of the Company's Memorandum of Incorporation.

Special resolution number 1 is required in order to obtain the approval of the Company in general meeting of the remuneration payable to the independent and non-executive directors for the period commencing immediately after this Annual General Meeting and ending at the conclusion of the next Annual General Meeting. Increases in remuneration are implemented only after formal approval has been obtained.

8. SPECIAL RESOLUTION NUMBER 2 – GENERAL AUTHORITY FOR THE PROVISION OF FINANCIAL ASSISTANCE IN TERMS OF SECTION 44

"To the extent required by section 44 of the Companies Act, the Board of Directors of the Company ("the Board") may, subject to compliance with the provisions of the Company's Memorandum of Incorporation, the Companies Act and the JSE Listings Requirements, each as presently constituted and as amended from time to time, as a general authority authorise the Company to provide direct or indirect financial assistance by way of a loan, guarantee, the provision of security or otherwise to any person for the purpose of, or in connection with, the subscription of any option, or any securities, issued or to be issued by the Company or a related or inter-related company, or for the purchase of any securities of the Company or a related or inter-related company, provided that the provision of financial assistance is pursuant to an employee share scheme that satisfies the provisions of Section 97 of the Companies Act; the Board has applied the solvency and liquidity tests as set out in section 4 of the Companies Act and that the terms under which the financial assistance is proposed to be given are fair and reasonable to the Company, for a period of one year until the conclusion of the next Annual General Meeting."

Explanatory note to special resolution number 2

The reason for, and effect of this special resolution number 2 is to obtain the necessary approvals from shareholders to allow the Company to provide financial assistance in accordance with the provisions of Section 44 of the Companies Act, as and when required. This special resolution does not authorise the provision of financial assistance to a director and/or prescribed officer of the Company other than that necessary in terms of the approved Santova Share Option Schemes and other means of incentivising senior employees that falls within the ambit of the wording of the above special resolution.

Notice of Annual General Meeting continued

9. SPECIAL RESOLUTION NUMBER 3 – GENERAL AUTHORITY FOR THE PROVISION OF FINANCIAL ASSISTANCE IN TERMS OF SECTION 45

"To the extent required by section 45 of the Companies Act, the Board of Directors of the Company may, subject to compliance with the provisions of the Company's Memorandum of Incorporation, the Companies Act and the JSE Listings Requirements, each as presently constituted and as amended from time to time, by way of a general authority authorise the Company to provide at any time and from time to time any direct or indirect financial assistance to any one or more present or future related or inter-related companies or corporations of the Company in the ordinary course of business, for a period of one year until the conclusion of the next Annual General Meeting."

Explanatory note to special resolution number 3

The reason for and effect of this special resolution number 3 is to obtain the necessary approvals from shareholders to allow the Company to provide financial assistance to the Company's related or inter-related companies in accordance with the provisions of Section 45 of the Companies Act, as and when required. This special resolution does not authorise the provision of financial assistance to a director and/or prescribed officer of the Company.

10. SPECIAL RESOLUTION NUMBER 4 – GENERAL AUTHORITY TO BUY OWN SHARES

"That the Company or any subsidiary of the Company may, subject to the Companies Act, the Company's Memorandum of Incorporation and the JSE Listings Requirements and any other stock exchange upon which the securities in the capital of the Company may be quoted or listed from time to time, repurchase ordinary shares issued by the Company, provided that this authority shall be valid only until the date of the next annual general meeting of the Company or for 15 (fifteen) months from the date of the resolution, whichever is the shorter, and may be varied by a special resolution at any general meeting of the Company at any time prior to the Annual General Meeting."

It is recorded that the Company or any subsidiary of the Company may only make a general repurchase of ordinary shares if:

- Any such acquisition of ordinary shares is effected through the order book operated by the JSE trading system and done without any prior understanding or arrangement between the Company and the counter-party;
- The Company is so authorised by its Memorandum of Incorporation;
- The Company is authorised thereto by its shareholders in terms of a special resolution of the Company in general meeting, which authorisation shall only be valid until the Company's next Annual General Mweeting or 15 (fifteen) months from the date of passing of this special resolution, whichever is the shorter;
- The repurchases are made at a price no greater than 10% (ten percent) above the volume weighted average of the market value for such securities for the 5 (five) business days immediately preceding the date on which the repurchase is effected;
- At any point in time, the Company may only appoint one agent to effect any repurchases on the Company's behalf;
- The Company or its subsidiaries do not repurchase securities during a prohibited period defined in terms of the JSE Listings Requirements, unless it has a repurchase programme where the dates and qualities of securities to be trading during the relevant period are fixed (not subject to any variation) and full details of the programme have been disclosed in an announcement on SENS prior to the commencement of the prohibited period;
- A paid press announcement, containing full details of such repurchases is published as soon as the Company has repurchased ordinary shares constituting, on a cumulative basis, 3% (three percent) or the number of securities in issue prior to the repurchases and for each 3% (three percent), on a cumulative basis, thereafter; and
- Acquisitions of the Company's securities by the Company or its subsidiaries in the aggregate in any one financial year may not exceed 20% (twenty percent) of the Company's issued share capital from the date of the grant of this general authority.

In terms of the general authority given under this special resolution, any acquisition of ordinary shares shall be subject to:

- The Companies Act;
- The JSE Listings Requirements and any other applicable stock exchange rules, as may be amended from time to time;
- The sanction of any other relevant authority whose approval is required in law; and
- A resolution by the Board that they authorise the repurchase, that the Company passed the solvency and liquidity test and that since the test was done there have been no material changes to the financial position of the Company or the Group.

After having considered the effect of any repurchases of ordinary shares pursuant to this general authority, the directors of the Company in terms of the Companies Act and the JSE Listings Requirements, confirm that they will not undertake such repurchase of ordinary shares unless at the time that the contemplated repurchase is to take place:

- The Company and its subsidiaries will be able to pay their debts as they become due in the ordinary course of business for a period of 12 (twelve) months after the date of the notice of the Annual General Meeting;
- The consolidated assets of the Company and its subsidiaries, fairly valued in accordance with International Financial Reporting Standards, will be in excess of the consolidated liabilities of the Company and its subsidiaries for a period of 12 (twelve) months after the date of the notice of the Annual General Meeting;
- The Company and its subsidiaries will have adequate capital and reserves for the ordinary business purposes of the Company and its subsidiaries for a period of 12 (twelve) months after the date of the notice of the Annual General Meeting; and
- The working capital available to the Company and its subsidiaries will be sufficient for the Group's ordinary business purposes for a period of 12 (twelve) months after the date of the notice of the Annual General Meeting.

There are no legal or arbitration proceedings (including any such proceedings that are pending or threatened of which the Company is aware), which may or have had a material effect on the Company's financial position over the past 12 (twelve) months preceding the date of this notice of Annual General Meeting.

Explanatory note to special resolution number 4
The Company's Memorandum of Incorporation contains a provision allowing the Company or any subsidiary of the Company to repurchase securities issued by the Company. This is subject to the approval of the shareholders in terms of the Company's Memorandum of Incorporation and the JSE Listings Requirements. The existing general authority, granted by members at the 2017 Annual General Meeting, is due to expire unless renewed.

The directors of the Company are of the opinion that it would be in the best interests of the Company to extend such general authority and thereby allow the Company or any subsidiary of the Company, to be in a position to repurchase the securities issued by the Company through the order book of the JSE, should the market conditions and price justify such action.

Repurchases will only be made after the most careful consideration, where the directors believe that an increase in earnings per share will result and where repurchases are, in the opinion of the directors, in the best interests of the Company and the Group.

The reason for the passing of the special resolution is to enable the Company or any of its subsidiaries, by way of a general authority from the shareholders, to repurchase ordinary shares issued by the Company.
The effect of passing the special resolution will be to permit the Company or any of its subsidiaries in the appropriate circumstances to repurchase such ordinary shares in terms of the Companies Act.

11. ORDINARY RESOLUTION NUMBER 12 – AUTHORITY TO EXECUTE REQUISITE DOCUMENTATION

"That any director of the Company, or the Company Secretary where appropriate, be and hereby is authorised to do all such things and to sign all such documents issued by the Company required to give effect to ordinary resolutions numbers 1 to 11 and special resolutions numbers 1 to 4."

Notice of Annual General Meeting continued

PROXY AND VOTING PROCEDURE

In compliance with the provisions of Section 58(8)(b)(i) of the Companies Act, a summary of the rights of a shareholder to be represented by proxy, as set out in Section 58 of the Companies Act, is set out immediately below:

1. An ordinary shareholder entitled to attend and vote at the Annual General Meeting may appoint any individual (or two or more individuals) as a proxy or as proxies to attend, participate in and vote at the annual general meeting in the place of the shareholder. A proxy need not be a shareholder of the Company.
2. A proxy appointment must be in writing, dated and signed by the shareholder appointing a proxy, and, subject to the rights of a shareholder to revoke such appointment (as set out below), remain valid only until the end of the Annual General Meeting.
3. A proxy may delegate the proxy's authority to act on behalf of a shareholder to another person, subject to any restrictions set out in the instrument appointing the proxy.
4. The appointment of a proxy is suspended at any time and to the extent that the shareholder who appointed such proxy chooses to act directly and in person in the exercise of any rights as a shareholder.
5. The appointment of a proxy is revocable by the shareholder in question canceling it in writing, or making a later inconsistent appointment of a proxy, and delivering a copy of the revocation instrument to the proxy and to the Company. The revocation of a proxy appointment constitutes a complete and final cancellation of the proxy's authority to act on behalf of the shareholder as of the later of (a) the date stated in the revocation instrument, if any; and (b) the date on which the revocation instrument is delivered to the Company as required in the first sentence of this paragraph.
6. If the instrument appointing the proxy or proxies has been delivered to the Company, as long as that appointment remains in effect, any notice that is required by the Companies Act or the Company's Memorandum of Incorporation to be delivered by the Company to the shareholder, must be delivered by the Company to (a) the shareholder, or (b) the proxy or proxies, if the shareholder has (i) directed the Company to do so in writing; and (ii) paid any reasonable fee charged by the Company for doing so.

Forms of proxy and/or letters of representation may be presented at the meeting, but to enable the Company to ensure prior to the meeting that a quorum will be present at the meeting, it would be helpful if proxy forms and/or letters of representation could be delivered to the Company's registered office, Santova House, 88 Mahatma Gandhi Road, Durban, 4001 (PO Box 6148, Durban, 4000) as early as possible prior to the meeting, or to the offices of the transfer secretaries, Computershare Investor Services (Pty) Ltd, Rosebank Towers, 15 Bierman Avenue, Rosebank, 2196 (PO Box 61763, Rosebank, 2107) 48 hours prior to the meeting. Attention is also drawn to the "Notes to the Form of Proxy" which appear on the reverse of the form.

RECORD DATES

Shareholders are reminded to take note of the following dates:

› The last day to trade in order to be eligible to vote at the Annual General Meeting will be Tuesday, 17 July 2018.

› The record date in order to be eligible to vote at the Annual General Meeting will be Friday, 20 July 2018.

IDENTIFICATION OF MEETING PARTICIPANTS

Kindly note that meeting participants (including shareholders and proxies) are required to provide reasonably satisfactory identification and the person presiding at the Annual General Meeting must be reasonably satisfied that the right of any person to participate in and vote (whether as a shareholder or as a proxy for a shareholder) has been reasonably verified. Any shareholder having difficulty or queries with regard to the above may contact the Company Secretary on + 2731 765 4989.

ELECTRONIC PARTICIPATION

Shareholders (or their proxies) may participate (but not vote) electronically in the Annual General Meeting. Shareholders (or their proxies) wishing to participate in the Annual General Meeting by electronic means should contact the Group Financial Manager on +27 31 521 0160 at least 5 (five) business days prior to the Annual General Meeting. Access to the Annual General Meeting by way of electronic participation will be at the shareholder's expense. Only persons physically present at the meeting or represented by a valid proxy will be entitled to cast a vote on any matter put to shareholders for a vote.

By order of the board

J A Lupton, FCIS
Company Secretary

16 May 2018

Registered Office:
Santova House
88 Mahatma Gandhi Road
Durban
4001

Form of Proxy

SANTOVA LIMITED

Incorporated in the Republic of South Africa (Registration number 1998/018118/06)
Share code: SNV. ISIN: ZAE000159711. ("Santova" or "the Company")

For use at the Annual General Meeting of the Company to be held in the Ridgeside Boardroom, 3rd Floor, 53 Richefond Circle, Ridgeside Office Park, Umhlanga Ridge, 4319 on Monday, 30 July 2018 at 12 noon and at any adjournment thereof:

To be completed by holders of certificated shares and holders of dematerialised shares with own name registration only. Shareholders who have dematerialised their shares with a CSDP or broker, other than with "own name" registration, must arrange with the CSDP or broker concerned to provide them with the necessary authorisation to attend the Annual General Meeting or the shareholders concerned must instruct their CSDP or broker as to how they wish to vote in this regard. This must be done in terms of the agreement entered into between the shareholder and the CSDP or broker concerned.

I/We	(BLOCK LETTERS please)
Of	(Address)
Telephone Work:	Telephone Work:
Cellphone Number:	Email:
being the holder/custodian of	ordinary shares in the Company, hereby appoint
1.	or, failing him/her
2.	or, failing him/her
3. the Chairman of the meeting	

as my/our proxy to act on my/our behalf at the Annual General Meeting of the Company to be held for the purpose of considering and, if deemed fit, passing, with or without modification, the ordinary and special resolutions to be proposed thereat and at any adjournment thereof, and to vote for or against the ordinary and special resolutions or to abstain from voting in respect of the ordinary shares registered in my/our name/s in accordance with Note 2 of the Notes to the Form of Proxy below.

		For	Against	Abstain
1.	Ordinary resolution number 1 – Re-election of AD Dixon retiring as a director by rotation.			
2.	Ordinary resolution number 2 – Re-election of ESC Garner retiring as a director due to length of service.			
3.	Ordinary resolution number 3 – Re-election of WA Lombard retiring as a director due to length of service.			
4.	Ordinary resolution number 4 – Re-election of WA Lombard as a member of the Audit and Risk Committee			
5.	Ordinary resolution number 5 – Re-election of AD Dixon as a member of the Audit and Risk Committee.			
6.	Ordinary resolution number 6 – Re-election of ESC Garner as a member of the Audit and Risk Committee.			
7.	Ordinary resolution number 7 – Re-election of Deloitte & Touche as independent auditors and appointment of A Kilpatrick as registered audit partner.			
8.	Ordinary resolution number 8 – Non-binding advisory vote on the Company's Remuneration Policy.			
9.	Ordinary resolution number 9 – Non-binding advisory vote on the Company's Renumeration Policy Implementation Report.			
10.	Ordinary resolution number 10 – Shares to be placed under control of the directors.			
11.	Ordinary resolution number 11 – General authority to issue shares for cash			
12.	Special resolution number 1 – Approval of non-executive directors' remuneration.			
13.	Special resolution number 2 – General authority to provide financial assistance in terms of Section 44.			
14.	Special resolution number 3 – General authority to provide financial assistance in terms of Section 45.			
15.	Special resolution number 4 – General authority to buy back own shares.			
16.	Ordinary resolution number 12 – Authority to execute requisite documentation.			

(Indicate instruction to proxy by way of a cross in the space provided above.)
Unless otherwise instructed, my/our proxy may vote as he/she thinks fit.

Signed this	day of	2018
Signature		

Please read the notes on the reverse side hereof.

Notes to the Form of Proxy

1. A shareholder may insert the name of a proxy or the names of two alternative proxies of the member's choice in the spaces provided, with or without deleting "the Chairman of the meeting", but any such deletion must be initialled by the member. The person whose name stands first on the form of proxy and who is present at the meeting will be entitled to act as proxy to the exclusion of those whose names that follow.
2. Please insert an "X" in the relevant spaces according to how you wish your votes to be cast. However, if you wish to cast your votes in respect of a lesser number of shares than the total number of shares that you own in the Company, insert the number of ordinary shares held in respect of which you desire to vote. Failure to comply with the above will be deemed to authorise the proxy to vote or to abstain from voting at the Annual General Meeting as he/she deems fit in respect of all the shareholder's votes exercisable thereat. A member or his/her proxy is not obliged to use all the votes exercisable by the member or by his/her proxy, but the total of the votes cast and in respect whereof abstention is recorded may not exceed the total of the votes exercisable by the shareholder or by his/her proxy.
3. Forms of proxy and/or letters of representation may be presented at the meeting, but to enable the Company to ensure prior to the meeting that a quorum will be present at the meeting, it would be helpful if proxy forms and/or letters of representation could be delivered to the Company's registered office, Santova House, 88 Mahatma Gandhi Road, Durban, 4000 (PO Box 6148, Durban, 4000) as early as possible prior to the meeting, or to the offices of the transfer secretaries, Computershare Investor Services (Pty) Ltd, Rosebank Towers, 15 Bierman Avenue, Rosebank, 2196, (PO Box 61763, Rosebank, 2107) 48 hours prior to the meeting.
4. The completion and lodging of this form of proxy will not preclude the relevant shareholder from attending the Annual General Meeting and speaking and voting in person thereat to the exclusion of any proxy appointed in terms hereof.
5. Documentary evidence establishing the authority of a person signing this form of proxy in a representative capacity must be attached to this form of proxy unless previously recorded by the Company's transfer secretaries or waived by the chairman of the Annual General Meeting.
6. Any alteration or correction made to this form of proxy must be initialled by the signatory/ies.
7. A minor must be assisted by his/her parent or guardian unless the relevant documents establishing his/her legal capacity are produced or have been registered by the transfer secretaries of the Company.
8. The chairman of the Annual General Meeting may reject or accept a form of proxy, which is completed and/or received other than in accordance with these notes, if the Chairman is satisfied as to the manner in which the shareholder wishes to vote.

Certificated and "own name" registered dematerialised shareholders

If you are unable to attend the Annual General Meeting of Santova Limited to be held at 12 noon on Monday, 30 July 2018 in the Ridgeside Boardroom, 3rd Floor, 53 Richefond Circle, Ridgeside Office Park, Umhlanga Ridge, 4319 and wish to be represented thereat, you must complete and return this form of proxy in accordance with the instructions contained herein and lodge it with, or post it to the Company's registered office address or the transfer secretaries' address, both detailed in point 3 above.

Dematerialised shareholders

If you hold dematerialised shares in Santova Limited through a CSDP or broker and do not have an "own name" registered dematerialised registration, you must timeously advise your CSDP or broker of your intention to attend and vote at the Annual General Meeting or be represented by proxy thereat in order for your CSDP or broker to provide you with the necessary letter of representation to do so, or should you not wish to attend the Annual General Meeting in person, you must timeously provide your CSDP or broker with your voting instructions in order for the CSDP or broker to vote in accordance with your instructions at the Annual General Meeting.

CORPORATE INFORMATION

SANTOVA LIMITED
Country of incorporation
Republic of South Africa

Registration number
1998/018118/06

Share code
SNV

ISIN
ZAE000159711

NATURE OF BUSINESS
International logistics solutions provider

DIRECTORS
Independent Non-Executive Directors
WA Lombard (Chairman)
AD Dixon
ESC Garner
EM Ngubo

Executive Directors
GH Gerber (Chief Executive Officer)
DC Edley (Group Financial Director)
AL van Zyl

COMPANY SECRETARY
JA Lupton, FCIS
Highway Corporate Services (Pty) Ltd
PO Box 1319, Hillcrest, 3650

JSE SPONSOR
River Group
Unit 2, 211 Kloof Street, Waterkloof, Pretoria 0145

GROUP AUDITOR
Deloitte & Touche
PO Box 243, Durban, 4000

SHARE REGISTRAR
Computershare Investor Services (Pty) Ltd
PO Box 61051, Marshalltown, 2107

LEGAL ATTORNEY
Livingston Leandy Inc
PO Box 4107, Umhlanga Rocks, 4320

INVESTOR RELATIONS
Contact Persons
GH Gerber (Chief Executive Officer)
DC Edley (Group Financial Director)

Email Address
investor@santova.com

Contact number
+27 31 374 7000

SANTOVA HEAD OFFICE AND REGISTERED OFFICE
Physical address
3rd Floor, 53 Richefond Circle, Umhlanga Ridge, 4319

Postal address
PO Box 6148, Durban, 4000

Registered Office
Santova House, 88 Mahatma Gandhi Road, Durban, 4000

Contact number
+27 31 374 7000

CORPORATE BANKERS
Nedbank Limited
PO Box 1144, Sandown, 2196

A Specialist Provider of Innovative Global Trade Solutions.

- Santova's diversification in terms of geographies, currencies, industries, products and services enables it to manage a global network of interconnected activities for multinational organisations from origin to point-of-consumption.
- This diversification also enables it to hedge against unexpected 'regional risks' whilst at the same time allowing it to capitalise on opportunities that may present themselves globally.

Santova House
88 Mahatma Gandhi Road
Durban, 4001

Tel: +27 31 374 7000
Email: enquiries@santova.com
www.santova.com