

AUDITED GROUP RESULTS AND ORDINARY DIVIDEND DECLARATION ANNOUNCEMENT

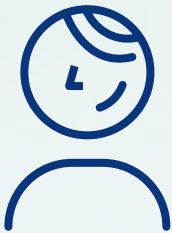
For the year ended 30 September 2016



GROUP REVENUE OF R19.1 BILLION, UP 11%



NET GEARING AT 49%, DOWN FROM 72% IN THE PREVIOUS YEAR



GROUP TRADING PROFIT OF R1.9 BILLION, UP 4%



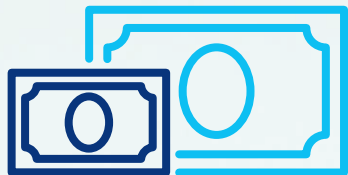
CASH EXTRACTION RATE IN NIGERIA AND ANGOLA INCREASED TO 77% FROM 59% IN 2015, R990 MILLION (50%) OF CASH BALANCES HEDGED



TRADING PROFIT FROM THE REST OF AFRICA OF R990 MILLION, UP 12%, NOW 52% OF GROUP TRADING PROFIT



R681 MILLION ABNORMAL FOREIGN EXCHANGE LOSS INCURRED DUE TO 58% DEVALUATION OF THE NAIRA AND 23% DEVALUATION OF THE KWANZA



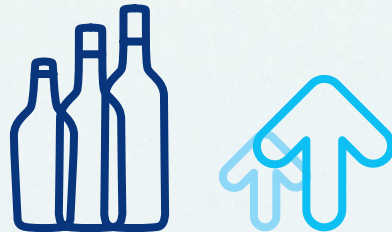
GROUP OPERATING PROFIT OF R2.2 BILLION UP 29%, BENEFITING FROM R1.3 BILLION CAPITAL PROFIT FROM SALE AND LEASEBACK TRANSACTION



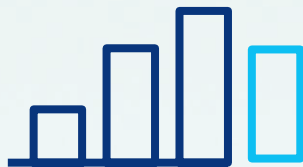
EPS UP 11%



GLASS OPERATION TURNED AROUND, DELIVERS A TRADING PROFIT OF R105 MILLION



HEPS DOWN 48% ADVERSELY IMPACTED BY ABNORMAL FOREIGN EXCHANGE LOSSES, HIGHER INTEREST COSTS AND A HIGHER TAX RATE



R1.7 BILLION RAISED THROUGH A SALE AND LEASEBACK TRANSACTION



NO FINAL ORDINARY DIVIDEND DECLARED IN LINE WITH INTERIM DECISION AND CASH CONSERVATION STRATEGY



Comments from the CEO, André de Ruyter

"In the face of macroeconomic challenges that resulted in demand and currency volatility, Nampak delivered improved trading results for the 2016 financial year. Total sales for the year of R19.1 billion increased by 11% and the group trading profit improved by 4% from the prior year. The improved performance was due to the turnaround at Glass, good trading in Nigeria and Zimbabwe, volume increases from new customers and benefits from operational improvements. Good progress was made on the group-wide comprehensive performance improvement plan with efficiencies and cost savings contributing to performance. The organisational structure and focus are essentially optimised and Nampak is now building on a solid platform for improved long-term sustainable performance.

Glass delivered a trading profit of R105 million compared to a restated trading loss of R81 million in 2015. The R76 million loss reported in the prior year was restated to include unrealised foreign exchange losses on forward exchange contracts previously considered and reported as abnormal. This significant turnaround resulted from both improved operational efficiencies and improved sales in key market segments. Metals reported a 7% increase in trading profit. Bevcac SA's volume decline was more than offset by improvements in operational performance, Bevcac Angola's overall volume decline was partially negated by new customer volumes while Bevcac Nigeria continued to gain market share. DivFood's pleasing performance in the midst of the implementation of several brownfield projects combined with some efficiency and cost saving benefits from the business improvement project contributed to better financial and operational performance. In Plastics, new customer volumes and operations improvement initiatives contributed to performance with revenue increasing by 11%, while trading profit was up 8% with margins negatively impacted by the disappointing trading profit in Plastics Europe. Good progress was made in the Plastics Europe's turnaround project aimed at improving margins, with key management changes made. The Rest of Africa overall had a good operating performance; revenue was up 26%, while trading profit was up 12% mainly due to market share gains on the back of new customer volumes as well as some import replacement. Revenue from the region contributed 31% compared with 27% in 2015 and trading profit contributed 52% (2015: 48%) to total divisional trading profit.

The economic environment in Angola and Nigeria was very challenging; the lack of availability of US dollars (USD) rendered the timing and quantum of conversion from in country currencies to USD, uncertain and sporadic. In the year to 30 September 2016, the Angolan kwanza (kwanza) depreciated by 23% and the Nigerian naira (naira) by 58% against the USD. As a result, the translation of the restricted cash to the ZAR at the ruling official exchange rate, resulted in the group incurring R681 million (2015: R161 million) in foreign exchange losses with Nigeria contributing the majority of this loss. Management succeeded, in a challenging environment, in minimising the potential for further losses with R990 million (50%) of the group's R2.0 billion (2015: R700 million) cash holdings in Nigeria and Angola hedged by year-end.

Significant achievements were made in strengthening the balance sheet with R1.7 billion cash raised through the sale and leaseback of fifteen South African properties. The restructuring of debt and liabilities, the conservation of cash through a stringent cash management system and a net R561 million release from working capital compared to a net utilisation of R669 million in the prior year, improved Nampak's resilience in the face of challenging conditions. The group's net gearing ratio at 49% is significantly down compared to the 72% at the end of the previous year. However, in light of the current macroeconomic environment as well as giving consideration to external risks, Nampak has decided not to declare a final ordinary dividend, rather focusing its efforts on further enhancing its resilience in the face of continued macro-economic uncertainty.

In the short term, the environment in Sub-Saharan Africa is expected to be volatile with growth muted. Consumers will continue to be under pressure due to the adverse economic conditions associated with slow growth, high inflation, drought conditions as well as political uncertainty. However, improved and stable commodity prices, prudent action by governments in addressing economic vulnerabilities including developing new sources of growth and funding are expected to provide some relief in the short term. The current challenges do not fundamentally change the overall long-term investment rationale in key growth markets of Nigeria, Angola and Ethiopia. Demographic growth factors remain compelling, underpinning substantial growth in packaging consumption. Nampak is uniquely positioned to benefit from these positive dynamics in the medium to long term."

Group performance review

GROUP PERFORMANCE FROM CONTINUING OPERATIONS

R million	2016	2015	% change
Revenue	19 139	17 291	11
Trading profit	1 905	1 840	4
Abnormal items	258	(159)	
Operating profit	2 163	1 681	29
Earnings per share (EPS) (cents)	254.5	228.3	11
Headline earnings per share (HEPS) (cents)	107.6	208.2	(48)
Ordinary dividend per share (cents)	—	134.0	

2015 trading profit restated for the inclusion of foreign exchange gains and losses arising from normal trading activities previously recognised as abnormal items.

Group revenue increased by 11% and trading profit by 4%. The group benefited from a turnaround in Glass that reported a R105 million trading profit, a solid performance in Bevcac Nigeria, improved volumes and margins in the Plastics division, as well as a good recovery in the Nigerian paper and general metal packaging business. Trading margins at 10.0% were slightly down from the margin achieved in 2015 primarily due to unrealised foreign exchange losses and project costs carried at the corporate level. Total divisional trading margins before corporate costs increased from 9.8% (2015) to 10.5% (2016).

Net abnormal gains of R258 million were recorded compared to R159 million net abnormal losses in 2015. The net effect of the capital profit from the sale and leaseback transaction of R1.3 billion, the R681 million foreign exchange losses resulting from the devaluation of the naira and kwanza as well as net impairments of R360 million account for the majority of the abnormal gain.

The sale and leaseback transaction of 15 properties in the South African property portfolio and an outright sale of one property became effective on 1 September 2016. The lease agreements have been accounted for as operating leases and the lease payment escalations were provided for in the agreements, at inflation-related rates. Rentals payable are equivalent to the current rental paid by all divisions to the property division with the transaction being HEPS positive. The competitiveness of operating divisions was not affected by the transaction. The purchase price of R1.7 billion was received in full by the group before year-end. The book value of the net assets included in the transaction as at the date of disposal was R382 million with the capital profit on disposal of the properties recorded at R1.3 billion. Historic capital losses incurred on divestitures have provided a tax shield on the capital gain on the sale and leaseback. Through the conclusion of this transaction the balance sheet was deleveraged, the group's covenant positions strengthened and capacity for future growth created.

At 30 September 2016 restricted naira and kwanza cash balances amounting to R2.0 billion, increased from R1.5 billion at 31 March 2016 and R700 million at 30 September 2015. The increase in cash balances is due to cash generation in the period, exchange rate movements and an increase in loans from the Isle of Man (IOM) to fund the liquidity shortfall in Nigeria and Angola. Approximately R990 million or 50% of these cash balances held at year-end were hedged. Post the unpegging of the naira on 20 June 2016 the currency devalued by 58% against the USD, while the kwanza devalued by 23% during the reporting period. As a result, upon translation of the cash balances in both countries to the ZAR at the ruling official exchange rate, the group incurred R681 million (2015: R161 million) in foreign exchange losses with Nigeria contributing the majority of this loss.

In line with the requirements of IAS36 — Impairment of Assets, the group performed the required impairment testing on the carrying value of goodwill and concluded that no impairment of goodwill was required for the year ended 30 September 2016. Total asset impairment for the period amounted to R360 million with the impairment of the Bevcen Angola tinplate beverage can line being the main contributor at R278 million. The line was impaired in line with the group's plan to convert the line to aluminium.

Net finance costs for the period increased by 74% from R279 million in 2015 to R486 million in 2016, as a consequence of increased weighted average interest rates, higher than average borrowings resulting from the funding of the capital expenditure programme embarked upon in prior years and a significant reduction in capitalised interest compared to the prior year as projects near completion.

The effective tax rate increased from a negative 4.1% in 2015 to 11.9% primarily due to reduced government incentives, no tax shield on foreign exchange losses in Nigeria and Angola given the respective pioneer and tax holiday statuses and certain disallowed expenditure. The taxation rate has not been affected by capital gains tax on the profit from the sale and leaseback as this capital profit has been shielded by historic capital gains tax losses incurred in prior years. The group benefited from lower tax rates in tax jurisdictions outside South Africa. The Bevcen Nigeria pioneer status expires on 31 December 2017 and the Bevcen Angola tax holiday ends on 31 December 2018. The group tax rate is expected to return to the previous guidance range of 15% to 20% in 2017.

Group earnings from continuing operations for the period were impacted by the factors discussed above and as a result:

- › Earnings per share (EPS) which includes capital profits and foreign exchange losses increased by 11% to 254.5 cents (2015: 228.3 cents).
- › Headline earnings per share (HEPS) which includes foreign exchange losses but excludes the capital profit and impairments, was down 48% to 107.6 cents (2015: 208.2 cents). The foreign exchange losses adversely impacted HEPS by 86.1 cents.

Pleasing progress was made in working capital management during the year with an inflow from inventory and trade receivables of R607 million compared to an outflow of R1.2 billion in the prior year. R488 million was released through good inventory management compared to an outflow of R766 million in the prior year with the investment in trade receivables declining by R119 million versus a funding requirement of R425 million in 2015. The R46 million reduction in accounts payable versus an inflow of R522 million in the comparative period is due to the settlement of capital creditors at 30 September 2015 during the current year. Inventory is now at levels more appropriate for each division and this will be maintained, or improved upon where possible. Inventory management remains a key focus area and forms part of the management incentive structure.

Significant improvements were made in strengthening the group's balance sheet. The sale and leaseback transaction increased group equity and reduced interest-bearing debt and as a consequence the group's gearing ratio improved to 49% from 72% in 2015. The proceeds of this transaction were applied to reduce debt as well as address the growing post-retirement medical aid (PRMA) liability. Nampak has two defined loan covenants. The first is net interest-bearing debt to EBITDA ratio of not more than 3 times and the second is to maintain an EBITDA to net interest ratio of not less than 4 times. Nampak's 2016 net debt to EBITDA was 1.7 times (2015: 2.3 times) benefiting from the sale and lease back transaction. The EBITDA to net interest was 5.4 times (2015: 9.7 times) mainly due to higher interest costs resulting from higher levels of debt for a significant portion of 2016 and higher interest rates in South Africa.

Nigeria and Angola raw material procurement update

Nampak operations in both countries remain adequately funded with raw material supply secured through the IOM. During the period inventory levels were successfully managed down and to the extent possible, appropriate hedging instruments secured thereby mitigating the foreign exchange risks. This together with reduced capital expenditure in these countries resulted in a 43% decrease in overall supplies secured by the IOM on behalf of Nigeria and Angola.

At 30 September 2016 the equivalent of USD45 million USD indexed kwanza bonds were acquired as a hedge, up from the USD25 million at 31 March 2016. For the year ended 30 September 2016 repayments amounting to USD40 million were received in respect of goods and services procured on behalf of the Angolan operation representing liquidity of 95% (2015: 31%) of invoices presented for payment in the year, with the IOM funding the shortfall through financing facilities.

During the year the equivalent of USD27 million in USD deliverable forward contracts were secured as a hedge for the Nigerian operations, with the majority maturing during November 2016. In addition, repayments in an amount of USD23 million were made to the IOM in respect of goods and services procured on behalf of the Nigerian operations representing liquidity of 57% (2015: 91%) of invoices presented for payment in the year. This excludes the aforementioned USD27 million hedged through deliverable forward contracts. Again, the IOM funded the shortfall through financing facilities.

All foreign currency translations and foreign currency transactions are translated using the official exchange rate in line with the requirements of International Financial Reporting Standards and foreign exchange regulations in individual countries.

Nampak's operations are exposed to various exchange rates. Below is a table that shows average and closing exchange rate movements for the current year compared to the same period in the prior year:

EXCHANGE RATE MOVEMENTS

	Closing			Average		
	2016	% change	2015	2016	% change	2015
ZAR/USD	13.72	1.0	13.86	14.79	(23.0)	12.02
ZAR/GBP	17.80	15.1	20.97	21.07	(13.5)	18.56
Naira/USD	315.00	(58.3)	199.00	229.60	(20.1)	191.21
Kwanza/USD	171.72	(22.6)	140.06	161.57	(41.1)	114.52

Segmental performance review

SEGMENTAL REPORT (CONTINUING OPERATIONS)

R million	Revenue		Trading profit*		Trading margin (%)	
	2016	2015	2016	2015	2016	2015
Metals	10 510	9 933	1 285	1 203	12.2	12.1
Plastics	5 557	5 011	392	362	7.1	7.2
Paper	1 749	1 470	236	211	13.5	14.4
Glass	1 323	877	105	(81)	7.9	(9.2)
Total — Divisional performance	19 139	17 291	2 018	1 695	10.5	9.8
Corporate Services	—	—	(113)	145	—	—
Total (continuing operations)	19 139	17 291	1 905	1 840	10.0	10.6

* Operating profit before abnormal items. 2015 trading profit restated for the inclusion of foreign exchange gains and losses arising from normal trading activities previously recognised as abnormal items.

Metals

The cluster benefited from strong sales in Nigeria's beverage can and general metal packaging businesses, with revenue up 6%. Trading profit was up 7% and the margin at 12.2% was slightly above the previous year's performance. The overall performance of the cluster was impacted by lower sales in Bevcans South Africa, Bevcans Angola and Kenya. Contractual USD selling prices in Nigeria and Angola continue to protect revenue and margins against the full impacts of local currency volatility. Nampak was able to source foreign currency in Angola and Nigeria, however like other enterprises doing business in these countries the group experienced challenges timeously sourcing adequate foreign currency. A change in the depreciation estimate to better reflect utilisation of beverage can assets has resulted in a reduction of R122 million in the depreciation charge.

Beverage can demand is mainly driven by pack-share dynamics, demand for carbonated soft drinks and alcoholic beverages, as well as marketing and supply decisions by customers. The interaction between these drivers introduces volatility and determines the ultimate demand for beverage cans in the market.

Bevcans South Africa experienced good demand in the first few months of the financial year due to the higher-than-usual summer temperatures. This was followed by an unusually sharp contraction during the late summer and the winter months. During the year the business also ceased exporting beverage cans to Angola where a new second production line was installed at the end of 2015. As a result volumes were down 5.4% year-on-year. Half of the decline was due to volatile demand in South Africa and the other half was due to cans no longer exported to supplement production in Angola. The effect of the volume decline was offset by operational improvements as well as fixed cost reductions achieved during the year. Contractual price decreases passed on to customers also impacted results. In 2016, an agreement was reached with all stakeholders for the closure of the Durban facility. The closure of the line is expected to result in R30 million savings in 2017 and R40 million from 2018 going forward. Recently commissioned aluminium lines and the remaining steel lines are all operating at good operational efficiencies. Current long-term (three to six years) sales agreements with major customers, a well-established cost-competitive manufacturing footprint and strong market positions put the business in the best possible position to defend market share and leverage opportunities. Operational leverage of recently installed lines will contribute to improved performance and reduced costs in the short to medium term.

Bevcans Angola's sales volumes for the year were only down 3.3% year-on-year even though the overall Angolan beverage market was adversely impacted by liquidity constraints and high inflation on the back of lower crude oil prices. Supply to a newly acquired large local customer (previously reliant on imported beverage cans) offset the full impact of the lower market volumes. Management has also implemented measures to reduce costs and rationalise business activity in order to counter the current slowdown in economic activity. Translation losses on kwanza cash balances, due to a 23% devaluation in the kwanza/USD exchange rate, impacted operating profit. In the medium term, the local beverage can market is expected to benefit from investments already made by customers in additional can filling line capacity. Bevcans Angola has installed capacity of 1.7 billion beverage cans, enough to supply the whole market and both lines, one tinplate and one aluminium, are operating according to expectation. Plans are being put in place to convert the tinplate line to aluminium to satisfy customer demand and reduce raw material complexity. This project will be funded from existing kwanza cash balances, subject to the allocation of the required foreign exchange by the Angolan authorities.

The Nigerian economy slowed down during the period, in the midst of well-known macroeconomic challenges. The slowdown in discretionary consumer spend impacted overall beverage can demand but **Bevcans Nigeria** was protected somewhat from this as its market share expanded due to increased volume allocation by customers. The operation's utilisation was at an annualised output rate of 550 – 650 million cans per annum. Operating profit was severely impacted by significant translation losses on naira cash balances resulting from the devaluation of the naira against the USD post the decision by the Central Bank to ease foreign exchange regulation. Market growth is expected to remain sluggish in the short term due to high inflation and liquidity constraints.

In South Africa, **DivFood** has made significant progress in the implementation of its business improvement project which includes the recapitalisation of old and out-of-date machines as well as product rationalisation. The pleasing performance of the underlying business, in the midst of the implementation of several brownfield projects, combined with some efficiency and cost saving benefits from the project contributed to improved financial and operational performance. The **food packaging** business performed well due to volume growth. Fish volumes benefited from increased canning of imported frozen fish in South Africa, fruit volumes grew due to market share gains and meat volume growth was ahead of GDP. The vegetable category volumes were marginally ahead of prior year. The **diversified packaging business** performed according to expectations. Tinplate aerosol volumes were in line with prior year, while monobloc aerosols volumes in the local market grew resulting in reduced exports. The paint and general line categories were rationalised substantially and the Epping plant closed as Phase One of the recapitalisation programme was implemented. Continued efficiency improvements are expected to enhance competitiveness and deliver business benefit in 2017.

The **general metal packaging** businesses in the Rest of Africa delivered improved results overall driven by a good performance in Nigeria and reduced foreign exchange losses in Tanzania. Demand in Nigeria benefitted, particularly in the second half of the year, from import substitution of retail products as issues related to the currency crisis resulted in competitors not being able to supply the market. The devaluation of the naira against the USD significantly impacted operating profit. Kenya's metal business produced a disappointing result, down on prior year, impacted by poor rains and harvests (the agricultural sector is a key market for this business), as well as the move to in-house manufacture by its key customer.

Plastics

Plastics produced improved revenue and trading profit driven mainly by good results from South Africa and Zimbabwe on the back of volume growth, continued improvement in cost savings, product diversification and operational improvement. Revenue was up 11%, while trading profit was up 8%. Margins were negatively impacted by reduced trading profit in Plastics Europe.

Plastics **South Africa's** revenue, operating profit and margins were ahead of prior year as a result of greater efficiencies. **Liquid Packaging** performed well, driven by healthy demand in carbonated soft drinks (CSD), juice and water as well as new sales to the oil lubricant market. Milk volumes were flat and sorghum beer carton sales were lower due to changing market dynamics. **Closures** performed according to expectations. The growth in wine metal closures and plastic closures for bottled water and CSD contributed positively to profits. **Tubes** had a challenging year as sales to a major customer were reduced and replaced with filled product imports. The plant remains adequately loaded with capacity available to support growth of existing customers in the Rest of Africa. The **Drums** business was impacted by reduced bulk alcohol sales into the Rest of Africa as a result of unfavourable macroeconomic conditions. Volumes picked up towards the end of the financial year. **Crates** performed well benefiting from the recent business turnaround that improved efficiencies and waste reduction. In the short term, the South African plastics business will continue to focus on aligning organisational structures; embedding operational excellence and driving unit cost down to further improve margins.

Plastics Europe continued to benefit from new long-term contracts that replaced some of the previously lost volumes with revenue increasing by 13% to R2.2 billion. However, margins at 3.9% were much lower as a result of a margin sacrifice to regain market share. The average ZAR/GBP rate for the period was lower at R21.07 from R18.56 in 2015 which further impacted results. The business, under new leadership, is evaluating several projects aimed at improving operational performance and capturing opportunities outside the milk industry to grow volume.

The **Zimbabwe** plastics businesses performed well generating improved results year-on-year. **CMB's** continued growth in fruit juice and Mahewu bottle demand boosted results while **Megapak's** performance benefitted from improved sales of preforms on the back of capacity expansion and increased demand. Megapak Zimbabwe was fully consolidated from 1 December 2014. The business was previously equity-accounted as an associate. The increasing shortage of cash in circulation in the Zimbabwean economy remains a concern.

Paper

The paper segment consists of the paper and board operations in the Rest of Africa. Revenue and trading profit for 2016 were up 19% and 12%, respectively compared to 2015, benefiting from improved performances in Nigeria Cartons, Hunyani in Zimbabwe and Malawi. Trading margins at 13.5% are slightly down from the 14.4% achieved in prior year mainly due to the poor performance of the Zambian business that was impacted negatively by lower volumes in sorghum beer cartons and local currency devaluation.

Nigeria Cartons revenue and trading profit were ahead of the prior year due to a recovery in demand in the second half of the year. Similar to the metals operations, the performance was impacted by macroeconomic factors including the devaluation of the naira which had a material negative impact on the operation's profitability. Volumes are expected to remain buoyant in the short term as both import restrictions and the lack of foreign currency are anticipated to continue encouraging local sourcing of packaged retail goods. The liquidity issues and currency volatility remain a concern going forward.

In **Zimbabwe, Hunyani** volumes were under pressure largely due to a smaller tobacco crop and ongoing liquidity issues experienced by customers. Increased duties on imported packaging have, however, driven increased local demand for packaging and this together with the benefits from cost containment initiatives contributed to a good performance in the year.

In **Zambia**, sorghum beer carton sales volumes were significantly down due to lower demand and product substitution in the market. The volatility of the Zambian kwacha against hard currencies also impacted trading profit negatively.

Malawi's sales performance benefited from stronger sorghum beer carton demand as well as improved tobacco carton sales driven by a higher tobacco crop.

Kenya Bullpak's performance was marginally lower than the prior year on generally flat demand for self-opening bags in the milling industry and the entry of new market entrants.

Glass

The division delivered a trading profit of R105 million compared to a trading loss of R81 million in 2015. Adjusting for the revenue of R251 million generated in the prior year during the testing phase, revenue increased by 18% from R1.1 billion in 2015 to R1.3 billion in the current year. This significant turnaround resulted from better aligned structures, improved operational efficiencies, improved sales in the beer category and good demand for flavoured alcoholic beverages (FABS). The spirit, food and CSD markets were subdued. Good market share growth has been recorded in the wine industry. The overall beverage market in South Africa has been quite volatile as consumers came under pressure and customers adjusted their marketing activities. Production volumes were 16% up on the previous year. All furnaces showed improved performance and production is now stable and reliable. The initiatives to reduce complexity as well as the introduction of improved tools for enhancing forecasting and planning are now showing dividends. Technical and operational optimisation initiatives on all furnaces will continue. The division recorded a trading margin of 7.9%, which offers room for further improvement opportunities as internal efficiencies improve.

Corporate Services

Group Corporate Services include group research and development services, treasury services and other corporate activity costs. The trading profit declined due to the loss of corporate charges previously recovered from disposed operations, the loss of property rentals linked to divestitures, unrealised foreign exchange losses on open forward cover contracts held at the corporate level compared to an unrealised gain in the prior year as well as an increase in project-related consultant fees.

GEOGRAPHICAL UPDATE (CONTINUING OPERATIONS)

R million	Revenue		Trading profit*		Trading margin (%)	
	2016	2015	2016	2015	2016	2015
South Africa	10 959	10 599	942	695	8.6	6.6
Rest of Africa	5 950	4 724	990	883	16.6	18.7
Europe	2 230	1 968	86	117	3.9	5.9
Total — Divisional performance	19 139	17 291	2 018	1 695	10.5	9.8
Corporate Services	—	—	(113)	145	—	—
Total	19 139	17 291	1 905	1 840	10.0	10.6

* Operating profit before abnormal items. 2015 trading profit restated for the inclusion of foreign exchange gains and losses arising from normal trading activities previously recognised as abnormal items.

South Africa, like most emerging markets, experienced volatile exchange rates and an outflow of capital coupled with low commodity prices and political uncertainty during the year. Consumer demand was under pressure for some products and demand in the beverage market segment was volatile and difficult to predict. However, a solid recovery by Glass and a good performance by Plastics contributed positively to performance with revenue and trading profit up 3% and 36%, respectively. The region's contribution to trading profit increased to 49% (2015: 38%).

The **Rest of Africa** recorded sales of R5.9 billion up by 26% on prior year with an increase in trading profit of 12%. A good performance partly offset by foreign exchange translation losses. The impact of the sharp decline in commodity prices, including the oil price led to overall slow growth and high inflation. Liquidity constraints were experienced in Angola and Nigeria which affected the time it took to source adequate foreign currency. Bevcn Nigeria recorded a strong performance, gaining market share, while the rest of the businesses reported a generally good operating performance. The Rest of Africa now contributes 52% (2015: 48%) to trading profit. The current challenges do not change the overall investment rationale in key markets where consumption of, in particular, packaged beer and carbonated soft drinks is driven by sustainable demographic trends.

The **United Kingdom** economy continues to show slow GDP growth while the dairy market faces pricing and industry pressures. In ZAR terms the trading profit decreased by 26% compensated for by a weaker average ZAR/GBP rate which declined from R18.56 (2015) to R21.07 (2016). The division's contribution to group trading profit for the period declined to 5% (2015: 6%).

Update on key projects

Total capital expenditure (including replacement and expansion projects) for the period was R1.4 billion compared to R2.2 billion spent during the same period in 2015. R952 million was spent on expansion projects, while R476 million was spent on replacement projects. Future capital expenditure will be prudently evaluated and will be limited to key projects. Capital expenditure for 2017 is expected to be between R0.9 and R1.1 billion.

Rosslyn line 2 commissioned and running according to expectation

In South Africa, the Bevcn recapitalisation programme was completed. The second aluminium line at the Rosslyn site was commissioned on time and below budget in the second half of 2016. The line is running according to expectations.

Bevcn Springs' beverage can ends facility expansion

In August 2016 the project, expected to add four billion ends per annum to the existing beverage can ends manufacturing facility in Springs, was commissioned. The operational performance of the facility is in accordance with expectation. The new volumes are primarily destined for customers in South Africa, Angola and Nigeria.

DivFood recapitalisation and product rationalisation project

The R450 million project which includes site consolidation, complexity reduction and replacement of ageing equipment with energy efficient and technologically advanced machinery is progressing as planned. Completion is scheduled for 2017.

Rest of Africa glass projects

In view of current volatile and uncertain macroeconomic conditions in key growth markets in the Rest of Africa, Nampak is being circumspect regarding further capital investment in the region. Further capital investments in Angola were delayed. The value and benefit of the Nigeria and Ethiopia glass opportunities to Nampak's long-term growth strategy is still regarded as positive, and these projects are being evaluated and considered, but with the necessary prudence.

Special project: Reducing our post-retirement medical aid liability

In recent years, Nampak's post-retirement medical aid liability has grown sharply as longevity of pensioners increased and medical costs expanded faster than inflation. The liability amounted to R1.5 billion at 30 September 2015. By offering pensioners alternatives to the post-retirement medical aid subsidy, the liability was reduced by R393 million to R1.1 billion, continuing to fulfil the promise made to pensioners without Nampak carrying the risk on the group's balance sheet. The effect of the acceptance at year end of the annuity option offered and accepted by pensioners, will be a pay-out of R406 million and a curtailment benefit of R84 million.

Active portfolio management

An agreement for the sale of Nampak's 50% shareholding in, and loans to, Sancell SA (Pty) Ltd was entered into on 21 July 2015, with the transaction being effective 1 December 2015. The proceeds from the sale were applied to settle the outstanding loan balances.

Outlook

The 2016 financial year was characterised by a confluence of external macro-economic challenges in key markets. The macro-economic challenges are expected to prevail in the short term. Pressure on consumer spending is expected to limit growth in volumes. During this time, Nampak will continue to focus on ensuring the risks are adequately managed by utilising measures at its disposal, where possible, to minimise exposure, but it cannot rule out foreign exchange losses going forward. The group will also continue to work to reduce costs and focus on improving cash generation through stringent working capital management.

A key driver for Nampak's investment decisions has been to improve competitiveness and to ensure sustainable profitability thus enabling the divisions to defend markets and leverage opportunities. Following the substantial investments made over the past five years, the vast majority of facilities now operate the latest-generation machinery. In markets where Nampak operates, capital investments, strong customer relationships, recently signed long-term customer contracts, and a well-established footprint with in-depth knowledge of local market dynamics sustain its competitive advantage. Efficiency gains are expected to contribute to improved performance in challenging and uncertain times.

Policy and political uncertainty remains a key concern and developments will be monitored very closely to minimise impact on performance. Despite the continued volatility and uncertainty in key markets, Nampak remains optimistic about the long-term outlook. Should macro-economic factors stabilise, Nampak is in a good position to gain from substantial pent-up demand growth. The focus of all divisions in the short term is on achieving greater plant efficiencies and making bottles and cans profitably, while leveraging good partnerships. Nampak will continue adjusting to the changing trading environment, while building for the future. The organisation has undergone significant restructuring and is now optimised, with most plants operating efficiently and at world-class benchmark rates.

Nampak has a great team of committed, resilient and hardworking employees that contribute to the organisation's success. These are the same individuals that the company is relying on to take the organisation to greater heights in the years ahead.

Ordinary dividend

After many years of applying a constant dividend policy of 1.55 times cover with a pay-out ratio of 64.5% of HEPS, driven primarily by corporate action rather than cash generation, in 2016 the board made the difficult decision to suspend the payment of both the interim and full year dividend. The decision was part of the group's balance sheet restructuring programme given the high historic gearing levels that arose from aggressive capital expenditure and corporate finance activities over the preceding five years and liquidity issues in Nigeria and Angola. Future dividends, which will be resumed, if appropriate, from the 2017 financial year, will be linked to cash generated in non-cash restricted countries and will be based on a 40% pay-out ratio taking into account capital expenditure requirements.

On behalf of the board

TT Mboweni
Chairman

AM de Ruyter
Chief executive officer

GR Fullerton
Chief financial officer

21 November 2016

Summarised consolidated statement of comprehensive income

R million	Notes	2016	Restated 2015
<i>Continuing operations</i>			
Revenue		19 138.9	17 291.3
Operating profit	3	2 162.8	1 681.4
Finance costs		(527.5)	(316.6)
Finance income		42.0	37.6
Share of profit/(loss) of joint ventures and associates		0.1	(3.8)
Profit before tax		1 677.4	1 398.6
Tax (expense)/benefit		(199.1)	57.5
Profit for the year from continuing operations		1 478.3	1 456.1
<i>Discontinued operations</i>			
Loss for the year from discontinued operations	6	—	(394.8)
Profit for the year		1 478.3	1 061.3
Other comprehensive (expense)/income, net of tax			
<i>Items that will not be reclassified to profit or loss</i>			
Net actuarial loss from retirement benefit obligations		(491.0)	(9.6)
<i>Items that may be reclassified subsequently to profit or loss</i>			
Exchange differences on translation of foreign operations		(509.4)	774.6
(Loss)/gain on cash flow hedges		(34.3)	56.8
Other comprehensive (expense)/income for the year, net of tax		(1 034.7)	821.8
Total comprehensive income for the year		443.6	1 883.1
Profit/(loss) attributable to:			
Owners of Nampak Ltd		1 610.4	1 043.2
Non-controlling interest in subsidiaries		(132.1)	18.1
		1 478.3	1 061.3
Total comprehensive income/(expense) attributable to:			
Owners of Nampak Ltd		572.6	1 794.0
Non-controlling interest in subsidiaries		(129.0)	89.1
		443.6	1 883.1
<i>Continuing operations</i>			
Basic earnings per share (cents)		254.5	228.3
Diluted earnings per share (cents)		253.9	225.6
Headline earnings per share (cents)		107.6	208.2
Diluted headline earnings per share (cents)		107.3	205.7
<i>Continuing and discontinued operations</i>			
Basic earnings per share (cents)		254.5	165.6
Diluted earnings per share (cents)		253.9	163.7
Headline earnings per share (cents)		107.6	182.1
Diluted headline earnings per share (cents)		107.3	179.9
Dividend per share (cents)		—	134.0

Summarised consolidated statement of financial position

R million	Notes	30 September 2016	30 September 2015
ASSETS			
Non-current assets			
Property, plant and equipment and investment property		10 573.4	11 025.7
Goodwill and other intangible assets		4 043.4	4 118.6
Joint ventures, associates and other investments		27.7	44.1
Deferred tax assets		70.6	145.3
Other non-current assets		56.4	33.0
		14 771.5	15 366.7
Current assets			
Inventories		3 376.7	3 890.6
Trade receivables and other current assets		3 109.0	3 404.4
Tax assets		11.2	12.0
Bank balances, deposits and cash equivalents	8	2 835.4	1 587.4
		9 332.3	8 894.4
Assets classified as held for sale		—	146.4
Total assets		24 103.8	24 407.5
EQUITY AND LIABILITIES			
Capital and reserves			
Share capital		35.4	36.1
Capital reserves		(121.4)	(405.0)
Other reserves		51.0	1 061.7
Retained earnings		9 238.5	8 109.6
Shareholders' equity		9 203.5	8 802.4
Non-controlling interest		241.0	370.0
Total equity		9 444.5	9 172.4
Non-current liabilities			
Loans and borrowings		6 202.1	4 212.0
Retirement benefit obligation		1 855.7	2 008.4
Deferred tax liabilities		230.1	329.2
Other non-current liabilities		37.0	61.6
		8 324.9	6 611.2
Current liabilities			
Trade payables, provisions and other current liabilities		4 937.7	4 418.6
Bank overdrafts	8	993.4	3 672.3
Loans and borrowings		329.4	446.8
Tax liabilities		73.9	86.2
		6 334.4	8 623.9
Total equity and liabilities		24 103.8	24 407.5

Summarised consolidated statement of cash flows

R million	Notes	2016	2015
Cash generated from operations before working capital changes		2 264.0	2 395.1
Working capital changes		561.3	(668.6)
Cash generated from operations		2 825.3	1 726.5
Net interest paid		(521.4)	(376.4)
Income from investments		—	7.4
Retirement benefits, contributions and settlements		(161.0)	(364.9)
Tax paid		(201.3)	(151.6)
Replacement capital expenditure		(475.7)	(1 352.6)
Cash flows from operations		1 465.9	(511.6)
Dividends paid		(575.5)	(946.2)
Net cash generated from/(utilised in) operating activities		890.4	(1 457.8)
Expansion capital expenditure		(951.7)	(771.0)
Proceeds on disposal of businesses	6	—	1 982.7
Proceeds from sale and leaseback transaction		1 701.1	—
Other investing activities		142.0	124.7
Net cash generated/(utilised) before financing activities		1 781.8	(121.4)
Net cash raised from/(repaid in) financing activities		2 380.7	(1 413.8)
Net increase/(decrease) in cash and cash equivalents		4 162.5	(1 535.2)
Net overdraft at beginning of year	8	(2 084.9)	(681.0)
Cash acquired on consolidation of Zimbabwe associates		—	44.1
Translation of cash in foreign subsidiaries		(235.6)	87.2
Cash and cash equivalents/(net overdraft) at end of year	8	1 842.0	(2 084.9)

Summarised consolidated statement of changes in equity

R million	2016	2015
Opening balance	9 172.4	7 883.1
Net shares issued during the year	28.9	74.9
Share-based payment expense/(income)	13.9	(2.6)
Share grants exercised	(28.8)	(75.0)
Share of movement in associate's and joint venture's non-distributable reserve	0.9	0.6
Non-controlling interest realised on disposal of subsidiary	—	2.6
Shares repurchased and cancelled	(0.8)	—
Treasury shares disposed	384.2	—
Transfer from hedging reserve to related assets	—	(4.9)
Increase in non-controlling interest on consolidation of Zimbabwe associates	—	356.8
Total comprehensive income for the year	443.6	1 883.1
Dividends paid	(569.8)	(946.2)
Closing balance	9 444.5	9 172.4
Comprising:		
Share capital	35.4	36.1
Capital reserves	(121.4)	(405.0)
Share premium	250.7	221.9
Treasury shares	(557.9)	(827.6)
Share-based payments reserve	185.8	200.7
Other reserves	51.0	1 061.7
Foreign currency translation reserve	1 494.9	2 017.8
Financial instruments hedging reserve	18.8	53.1
Recognised actuarial losses	(1 466.6)	(975.6)
Share of non-distributable reserves in associates and joint ventures	3.7	4.5
Available-for-sale financial assets revaluation reserve	—	(38.3)
Other	0.2	0.2
Retained earnings	9 238.5	8 109.6
Shareholders' equity	9 203.5	8 802.4
Non-controlling interest	241.0	370.0
Total equity	9 444.5	9 172.4

Notes

1. Basis of preparation

The summarised consolidated financial statements are prepared in accordance with the requirements of the JSE Limited Listings Requirements for preliminary reports, and the requirements of the Companies Act of South Africa applicable to summarised financial statements. The Listings Requirements require preliminary reports to be prepared in accordance with the framework concepts and the measurement and recognition requirements of International Financial Reporting Standards (IFRS), the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and the Financial Pronouncements as issued by the Financial Reporting Standards Council, and to also, as a minimum, contain the information required by IAS 34, Interim Financial Reporting.

The summarised consolidated financial statements have been prepared under the supervision of the chief financial officer, G Fullerton CA(SA).

2. Accounting policies and restated comparatives

The accounting policies applied in the preparation of the consolidated financial statements for 2016, from which the summarised financial statements were derived, are in terms of IFRS and are consistent with the accounting policies adopted and methods of computation used in the preparation of the previous year's consolidated financial statements except for the depreciation method applied to plant in the Bevcen operations and the remeasurement of trading profit as defined (note 3).

Change in accounting estimate

As of 1 October 2015, the group changed its method of depreciating plant at its Bevcen operations from the straight-line method to the units of production method, as it was felt that the latter method reflects more appropriately the pattern of the consumption of the future economic benefits embodied in the assets concerned. In accordance with IAS 16 Property, Plant and Equipment, this change is an accounting estimate and is therefore applied prospectively in terms of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors. The impact of the change in depreciation method for the year ended 30 September 2016 is a decrease in the depreciation expense of R122.0 million.

Remeasurement of trading profit

During the year, the group reassessed its disclosure of gains and losses arising from the translation of financial instruments. Previously, all gains and losses arising from the translation of financial instruments were regarded as not being part of the normal trading activities of the group and therefore recognised as "abnormal" gains and losses ie outside of trading profit as defined below (note 3). Following this reassessment, only losses on the translation of financial instruments arising from the illiquidity in Angola and Nigeria were regarded as "abnormal" and have been disclosed as such, while other translation gains and losses were now regarded as being part of the group's normal trading activities and have therefore been recognised as being part of trading profit. Consequently, trading profit from continuing operations for the comparative period has been restated to R1 839.6 million from R1 820.5 million, with the trading profit for all segments for segmental reporting purposes being impacted.

3. Included in operating profit are:

R million	2016	2015
Depreciation	863.1	758.7
Amortisation	48.6	43.6
Reconciliation of operating profit and trading profit*		
Operating profit	2 162.8	1 681.4
Net abnormal (gain)/loss**	(257.7)	158.2
Profit on disposal of property subject to sale and leaseback	(1 318.9)	—
Profit on disposal of other property	(15.2)	(102.5)
Profit on disposal of investments	(3.5)	—
Devaluation loss arising from Angolan and Nigerian illiquidity	681.0	160.5
Net impairment losses on property, plant, equipment, intangible assets, investments and shareholder loans	360.4	121.4
Retrenchment and restructuring costs	34.1	77.3
Gain on revaluation and consolidation of Zimbabwe associates	—	(124.2)
Business acquisition-related costs	4.4	25.7
Trading profit	1 905.1	1 839.6

* Trading profit is the main measure of profitability used for segmental reporting purposes.

** Abnormal (gains)/losses are defined as (gains)/losses which do not arise from normal trading activities or are of such size, nature or incidence that their disclosure is relevant to explain the performance for the year.

4. Sale and leaseback transaction

The group entered into a sale and leaseback transaction for the sale and leaseback of fifteen of its industrial properties in South Africa effective 1 September 2016.

The selling prices of the properties were determined by an independent valuer and confirmed through a comprehensive market review. The future lease payments are similar to past rentals paid by the operations to the corporate services segment of the group. Overall the transaction is positive for headline earnings per share (HEPS).

Fourteen of the properties were leased for a period of fifteen years with an option to renew the lease agreements for one additional period of ten years, and an option to repurchase the properties at market related prices on termination of the lease agreements. One property was leased for a period of three years. Escalation of lease payments is provided for in the agreements at inflation-related rates.

In terms of the lease agreements, the group remains responsible for all maintenance, insurance, rates and taxes ("triple net" lease).

R million	2016	2015
Disposal of properties subject to the transaction		
Net proceeds on disposal of properties *	1 701.1	—
Net carrying value of properties disposed	(382.2)	—
Profit on disposal of properties	1 318.9	—
Future minimum lease payments		
2017	145.9	—
2018 – 2021	681.1	—
2022 onwards	2 709.5	—
Total	3 536.5	—

* Transaction proceeds were R1 744.0 million which included one property sold outright for R12.0 million; transaction costs incurred were R 30.9 million.

5. Business combinations

In the previous financial year, the group consolidated Hunyani Holdings Ltd ("Hunyani") and Megapak Zimbabwe (Pvt) Ltd ("Megapak") with effect from 1 December 2014. These entities, situated in Zimbabwe, were previously recognised as associates and equity accounted as such. The revaluation of the group's original interest in Hunyani and Megapak resulted in gains of R14.2 million and R9.3 million respectively.

As part of this process, the group restructured its subsidiary, CarnaudMetalbox Zimbabwe Ltd, and Megapak under Hunyani, and Hunyani was renamed Nampak Zimbabwe Ltd. The transaction also involved the group increasing its effective interest in the Nampak Zimbabwe Ltd group to 51.43%.

R million	2016	2015
Fair value of previously held interests	—	184.9
Plus: non-controlling interests recognised	—	356.8
Less: fair value of identifiable net assets acquired	—	(642.4)
Gain arising on consolidation	—	(100.7)

6. Disposal of operations

An agreement for the sale of Nampak's 50% shareholding in, and loans to, Sancell SA (Pty) Ltd was entered into on 21 July 2015, with the transaction being effective 1 December 2015. The proceeds from the sale were applied to settle the outstanding loan balances.

The loans had been impaired to the amount expected to be recovered in terms of the transaction as at 30 September 2015 and no further loss was recognised on the recovery of the net carrying values of these loans on the effective date of the transaction.

During the previous year, the group disposed of the following businesses:

- › Nampak Corrugated and Nampak Tissue businesses effective 1 April 2015;
- › Nampak Flexibles and Nampak Recycling businesses effective 1 July 2015;
- › Nampak Sacks business effective 29 September 2015.

The above disposals are consistent with the group's strategy of exiting its non-core and underperforming businesses.

The results of the discontinued operations included in the statement of comprehensive income are set out below:

R million	2016	2015
Results of the discontinued operations for the year		
Revenue	—	3 385.7
Expenses	—	(3 560.7)
Loss before tax	—	(175.0)
Attributable income tax benefit	—	8.1
	—	(166.9)
Loss on disposal of operations	—	(350.2)
Attributable income tax benefit	—	122.3
	—	(227.9)
Loss for the year from discontinued operations	—	(394.8)
Proceeds on disposal of the discontinued operations		
Fair value of net assets disposed	—	2 331.3
Non-controlling interest released	—	2.6
Goodwill disposed	—	34.0
Loss on disposal of operations	—	(350.2)
Total disposal consideration	—	2 017.7
Less: deferred sales proceeds	—	(35.0)
Net inflow on disposal	—	1 982.7

7. Determination of headline earnings

R million	2016	2015
Continuing operations		
Profit attributable to equity holders of the company for the year	1 610.4	1 438.0
Less: preference dividend	(0.1)	(0.1)
Basic earnings	1 610.3	1 437.9
Adjusted for:		
Net impairment losses on property, plant, equipment, intangible assets and investments	360.8	121.4
Net profit on disposal of investments	(3.5)	—
Gain on revaluation and consolidation of Zimbabwe associates	—	(124.2)
Profit on disposal of property subject to sale and leaseback	(1 318.9)	—
Net loss/(profit) on disposal of other property, plant, equipment and intangible assets	6.8	(102.8)
Tax effects and non-controlling interests	25.4	(21.2)
Headline earnings for the year	680.9	1 311.1
Continuing and discontinued operations		
Profit attributable to equity holders of the company for the year	1 610.4	1 043.2
Less: preference dividend	(0.1)	(0.1)
Basic earnings	1 610.3	1 043.1
Adjusted for:		
Net impairment losses on property, plant, equipment, intangible assets and investments	360.8	121.4
Net profit on disposal of investments and businesses	(3.5)	350.2
Gain on revaluation and consolidation of Zimbabwe associates	—	(124.2)
Profit on disposal of property subject to sale and leaseback	(1 318.9)	—
Net loss/(profit) on disposal of other property, plant, equipment and intangible assets	6.8	(99.2)
Tax effects and non-controlling interests	25.4	(144.4)
Headline earnings for the year	680.9	1 146.9

8. Cash and cash equivalents/(net overdraft) at end of year

R million	2016	2015
Bank balances, deposits and cash equivalents*	2 835.4	1 587.4
Bank overdrafts	(993.4)	(3 672.3)
	1 842.0	(2 084.9)

* Cash equivalents include US dollar-indexed Angolan kwanza bonds of R 617.4 million (2015: nil).

9. Carrying amounts of financial instruments

The carrying amounts of financial instruments as presented on the statement of financial position are measured as follows:

R million	2016	2015
At fair value — level 2		
Financial assets	—	178.2
— derivative financial assets	—	178.2
Financial liabilities	40.7	75.3
— derivative financial liabilities	40.7	75.3
At cost		
Financial assets	—	12.7
— investments	—	12.7
At amortised cost		
Financial assets	5 789.7	4 608.4
— non-current financial assets	56.4	33.0
— trade receivables and other current assets (excluding prepayments)	2 897.9	2 865.8
— bank balances, deposits and cash equivalents	2 835.4	1 587.4
— assets classified as held for sale*	—	122.2
Financial liabilities	12 152.9	12 433.4
— non-current loans and borrowings	6 202.1	4 212.0
— trade payables and other current liabilities (excluding provisions)	4 628.0	4 102.3
— bank overdrafts and current loans	1 322.8	4 119.1

* Current portion of loan to Sancella SA (Pty) Ltd.

10. Supplementary information

R million	2016	2015
Capital expenditure	1 443.6	2 195.2
— expansion	951.7	771.0
— replacement	475.7	1 352.6
— intangibles	16.2	71.6
Capital commitments	454.4	1 500.1
— contracted	276.3	727.2
— approved not contracted	178.1	772.9
Lease commitments (including sale and leaseback transaction)	3 759.5	175.6
— land and buildings	3 732.2	150.6
— other	27.3	25.0
Contingent liabilities	83.6	64.2
— customer claims and guarantees	6.7	14.8
— tax contingent liabilities	76.9	49.4

11. Share statistics

	2016	2015
Ordinary shares in issue (000)	688 668	702 497
Ordinary shares in issue — net of treasury shares (000)	639 884	630 057
Weighted average number of ordinary shares on which basic earnings and headline earnings per share are based (000)	632 667	629 726
Weighted average number of ordinary shares on which diluted earnings and diluted headline earnings per share are based (000)	634 335	637 369

12. Additional disclosures

	2016	2015
Net gearing (%)	49	72
Net debt: EBITDA (covenants) (times) *	1.7	2.3
EBITDA: Interest cover (covenants) (times) *	5.4	9.7
Return on equity — continuing operations (%)	18	19
Return on net assets — continuing operations (%)	11	11
Net worth per ordinary share (cents) **	1 476	1 456
Tangible net worth per ordinary share (cents) **	844	802

* Calculated in accordance with the provisions of the loan agreements to which they pertain.

** Calculated on ordinary shares in issue — net of treasury shares.

13. Translation reserve movement

Due to the strengthening of the rand towards the end of the financial year, a translation loss of R509.4 million (2015: R774.6 million gain) was recognised for the year. The key closing exchange rates at 30 September were \$1:R13.72 (2015: \$1:R13.86) and £1:R17.80 (2015: £1:R20.97).

14. Related party transactions

Group companies, in the ordinary course of business, entered into various purchase and sale transactions with associates, joint ventures and other related parties. The effect of these transactions is included in the financial performance and results of the group.

15. Independent auditor's opinion

The consolidated annual financial statements from which the summarised consolidated financial statements have been extracted have been audited by the company's auditors, Deloitte & Touche and are consistent in all material respects with the consolidated annual financial statements. The audit of the summarised consolidated financial statements was performed in accordance with ISA 810, 'Engagement to Report on Summary Financial Statements'. The auditor's report does not necessarily report on all the information contained in this announcement. Shareholders are therefore advised that, in order to obtain a full understanding of the nature of the auditors' engagement, they should obtain a copy of the auditor's report together with the accompanying financial information from the company's registered office. Their unmodified report on the consolidated annual financial statements and the summarised consolidated financial statements are available for inspection at the company's registered office, together with the financial statements identified in the respective auditor's reports. Any reference to future financial performance, included in this announcement, has not been reviewed or reported on by the company's auditors.

Independent auditor's report on summarised consolidated financial statements to the shareholders of Nampak Limited

The accompanying summarised consolidated financial statements, which comprise the summarised consolidated statement of financial position as at 30 September 2016, the summarised consolidated statements of comprehensive income, changes in equity and cash flows for the year then ended, and related notes, are derived from the audited annual consolidated financial statements of Nampak Limited for the year ended 30 September 2016. We expressed an unmodified audit opinion on those annual consolidated financial statements in our report dated 21 November 2016. Our auditor's report on the audited annual consolidated financial statements contained an Other Matter paragraph "Other reports required by the Companies Act" (included below).

The summarised consolidated financial statements do not contain all the disclosures required by the International Financial Reporting Standards and the requirements of the Companies Act of South Africa as applicable to annual financial statements. Reading the summarised consolidated financial statements, therefore, is not a substitute for reading the audited annual consolidated financial statements of Nampak Limited.

Directors' responsibility for the summarised consolidated financial statements

The directors are responsible for the preparation of the summarised consolidated financial statements in accordance with the requirements of the JSE Limited Listings Requirements for preliminary reports, set out in the summarised consolidated financial statements, and the requirements of the Companies Act of South Africa as applicable to summarised financial statements, and for such internal control as the directors determine is necessary to enable the preparation of the summarised consolidated financial statements that are free from material misstatement, whether due to fraud or error.

The Listings Requirements require reports to be prepared in accordance with the framework concepts and the measurement and recognition requirements of International Financial Reporting Standards (IFRS), the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Pronouncements as issued by the Financial Reporting Standards Council, and to also, as a minimum, contain the information required by IAS 34, Interim Financial Reporting.

Auditor's responsibility

Our responsibility is to express an opinion on the summarised consolidated financial statements based on our procedures, which were conducted in accordance with International Standard on Auditing 810, Engagements to Report on Summarised Financial Statements.

Opinion

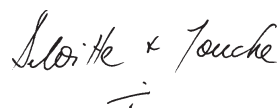
In our opinion, the summarised consolidated financial statements derived from the audited consolidated financial statements of Nampak Limited for the year ended 30 September 2016 are consistent, in all material respects, with those consolidated financial statements, in accordance with the requirements of the JSE Limited Listings Requirements for preliminary reports, set in the summarised consolidated financial statements, and the requirements of the Companies Act of South Africa as applicable to summarised financial statements.

Other reports required by the Companies Act

The "other reports required by the Companies Act" paragraph in our audit report dated 21 November 2016 states that as part of our audit of the annual consolidated financial statements for the year ended 30 September 2016, we have read the Directors' Report, the Audit Committee's Report and the Company Secretary's Certificate for the purpose of identifying whether there are material inconsistencies between these reports and the audited annual consolidated financial statements. These reports are the responsibility of the respective preparers. The paragraph also states that, based on reading these reports, we have not identified material inconsistencies between these reports and the audited annual consolidated financial statements. The paragraph furthermore states that we have not audited these reports and accordingly do not express an opinion on these reports. The paragraph does not have an effect on the summarised consolidated financial statements or our opinion thereon.

Other matter

We have not audited future financial performance and expectations by management included in the accompanying summarised consolidated financial statements and accordingly do not express any opinion thereon.



Deloitte & Touche

Per Trushar Kalan
Partner

21 November 2016

Buildings 1 and 2, Deloitte Place, The Woodlands Office Park, Woodlands Drive, Woodmead, Sandton
River Walk Office Park, 41 Matroosberg Road, Ashley Gardens, Pretoria

National executive: *LL Bam Chief Executive, *TMM Jordan Deputy Chief Executive Officer, *MJ Jarvis Chief Operating Officer, *GM Pinnock Audit, *N Sing Risk Advisory, *NB Kader Tax, TP Pillay Consulting, S Gwala BPaaS, *K Black Clients & Industries, *JK Mazzocco Talent & Transformation, *MJ Comber Reputation & Risk, *TJ Brown Chairman of the Board

* Partner and Registered Auditor.

A full list of partners and directors is available on request.

B-BBEE rating: Level 2 contributor in terms of the Chartered Accountancy Profession Sector Code
Member of Deloitte Touche Tohmatsu Ltd

Administration

Nampak Limited

(Registration number 1968/008070/06)
(Incorporated in the Republic of South Africa)
Share code: NPK ISIN: ZAE 000071676

Independent non-executive directors

TT Mboweni (Chairman), RC Andersen, E Ikazoboh, NV Lila, PM Madi, IN Mkhari, RJ Khoza, CWN Molope, DC Moephuli, PM Surgey.

Executive directors

AM de Ruyter (Chief executive officer), GR Fullerton (Chief financial officer), FV Tshiqi (Group human resources director).

Secretary

NP O'Brien

Registered office

Nampak House, Hampton Office Park, 20 Georgian Crescent East , Bryanston, Sandton, 2191, South Africa
(PO Box 69983, Sandton, 2021, South Africa)
Telephone +27 11 719 6300

Share registrar

Computershare Investor Services (Pty) Limited, 70 Marshall Street, Johannesburg 2001, South Africa
(PO Box 61051, Marshalltown, 2107, South Africa)
Telephone +27 11 370 5000

Sponsor

UBS South Africa (Pty) Limited

Website

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Disclaimer

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