

## COMMENTARY

The Emira board of directors is pleased to announce that a dividend of 70,34 cents per share has been declared for the six months to 31 December 2015. This is an increase of 8,8% on the previous comparable period and in line with expectations.

#### Vacancies and tenant renewals

 $Vacancies \ have \ decreased \ from 5,1\% \ (December 2013) \ to \ 4,9\% \ (December 2014) \ to \ 4,7\% \ (December 2014) \ to$ 2015) over the past two years. The steady level of low vacancies is the result of focussed leasing in the office sector, retaining tenants within the portfolio as well as the strategic sale of properties such as Braamfontein Centre in Braamfontein and 122 Pybus Road in Sandton. The industrial  $sector \, vacancy \, of \, 1,7\% \, remains \, substantially lower \, than \, the \, latest \, SAPOA \, national \, levels \, of \, 4,0\% \, remains \, substantially lower \, than \, the \, latest \, SAPOA \, national \, levels \, of \, 4,0\% \, remains \, substantially \, lower \, than \, the \, latest \, SAPOA \, national \, levels \, of \, 4,0\% \, remains \, substantially \, lower \, than \, the \, latest \, SAPOA \, national \, levels \, of \, 4,0\% \, remains \, substantially \, lower \, than \, the \, latest \, SAPOA \, national \, levels \, of \, 4,0\% \, remains \, substantially \, lower \, than \, the \, latest \, SAPOA \, national \, levels \, of \, 4,0\% \, remains \, substantially \, lower \, than \, the \, latest \, SAPOA \, national \, levels \, of \, 4,0\% \, remains \, substantially \, lower \, than \, the \, latest \, SAPOA \, national \, levels \, of \, 4,0\% \, remains \, substantially \, lower \, than \, the \, 1,0\% \, remains \, substantially \, lower \, than \, the \, 1,0\% \, remains \, substantially \, lower \, than \, 1,0\% \, remains \, substantially \, lower \, tha$ with a 0% vacancy recorded across the Cape Town and Durban regions. Similarly, the office sector vacancy of 9,3% and retail sector vacancy of 3,0% remain below SAPOA national levels of 10,5% and 5,3% respectively.

A total of 82% by GLA (or 82% by revenue) of expiring tenants were renewed during the six months to December 2015.

The largest new leases concluded were at Technolub in Midrand (2.753m<sup>2</sup>). Universal Industrial Park in Durban (1242m²) and Industrial Village Kya Sands (1062m²). The largest renewals were Defy at the Defy Appliances building in Denver (10 100m²), Salga at Menlyn Corporate Park in Menlyn (5  $939m^2)$  and Spoor and Fisher at Highgrove Office Park in Centurion (5  $814m^2)$  .

## Acquisitions

 $Acquisitions \, during \, the \, period \, comprised \, (i) \, a \, 50\% \, undivided \, share \, in \, Mitchells \, Plain \, Shopping \, during \, the \, period \, comprised \, (i) \, a \, 50\% \, undivided \, share \, in \, Mitchells \, Plain \, Shopping \, during \, the \, period \, comprised \, (i) \, a \, 50\% \, undivided \, share \, in \, Mitchells \, Plain \, Shopping \, during \, the \, period \, comprised \, (i) \, a \, 50\% \, undivided \, share \, in \, Mitchells \, Plain \, Shopping \, during \, the \, period \, comprised \, (i) \, a \, 50\% \, undivided \, share \, in \, Mitchells \, Plain \, Shopping \, during \, the \, period \, comprised \, (i) \, a \, 50\% \, undivided \, share \, in \, Mitchells \, Plain \, Shopping \, during \, the \, period \, comprised \, (i) \, a \, 50\% \, undivided \, share \, in \, Mitchells \, Plain \, Shopping \, during \, duri$ Centre in the Western Cape for a purchase price of R75,3m at an initial yield of 9,3% and (ii) a 50% undivided share in five buildings comprising Summit Place, the P-grade commercial  $development in Menlyn, Pretoria, for an amount of R403,0 mat an average yield of 8,14\%. \ Summittee the summation of R403,0 mat an average of R403,0 mat average of R403,0 mat an average of R403,0 mat average of R40$ Place 1 and Summit Place 2, being the two completed office buildings in the Summit Place development, transferred in December 2015 at a cost of R86,4m. The balance of Summit Place, which comprises both office and retail space, will be developed by Emira and its partners with a final completion date of January 2017. By 31 December 2015, R110,0m had been paid for the land and development costs to date for Summit Place 3 and Summit Place 4.

## Disposals

The transfer of Brandwag Shopping Centre and Kosmos Woonstelle was concluded in September 2015. The property was sold at a sizeable premium to book value at a forward yield of 6,5%

 $Four non-core\ buildings\ with\ a\ total\ disposal\ value\ of\ R171,5m,\ representing\ a\ forward\ yield$ of 10,8% and a discount to book value of 5,2%, were sold at 31 December 2015 but have yet to be transferred.

The successful execution of the Fund's disposal strategy is nearing completion with very few non-core properties remaining on its disposals list.

## Refurbishments and extensions

Projects to modernise, extend and redevelop 13 buildings totalling approximately R515,1m, are  $currently\,underway, the\,most\,significant\,of\,which\,are\,the\,redevelopment\,of\,Knightsbridge\,Manor\,and\,Manor\,and\,Manor\,Andreway$  $of fice\ park\ in\ Bryanston\ and\ the\ upgrade\ and\ refurbishment\ of\ Kramerville\ Corner\ in\ Marlboro.$ 

The first phase of the redevelopment of the prime located Knightsbridge Manor office park in Bryanston commenced in November 2015 and on final completion the development will offer  $29\,352 m^2 of prime \, P-grade \, of fice \, space. \, The \, R795 m \, project \, is \, being \, undertaken \, in \, three \, phases, \, and \,$ with the first of seven new buildings set to be complete in May 2017 at a cost of R368m with 50%pre-let. The new office park will boast a minimum 4-Star Green Star SA rating from the Green

 $The \,R69, 4m\,upgrade\, and\, refurbishment\, of\, Kramerville\, Corner\, is\, expected\, to\, be\, completed\, by\, continuous and conti$ 

 $The number of projects \, underway \, reflects \, the \, Fund's \, strategy \, to \, continually \, upgrade \, the \, portfolio \, and \, the \, portfolio \, the \, port$ and extract value from existing bulk.

#### Gearing

 $Despite\ liquidity\ in\ the\ debt\ capital\ markets\ remaining\ tight, Emira\ continued\ to\ successfully$ access funding at competitive rates.

Funding activities during the six month period included:

Date		Amount (Rm)	All-in-rate (%)
9 Aug 15	Repayment of 4-year domestic medium term notes	500	7,53
9 Aug 15	Issue of 3-year domestic medium term notes	430	8,09
9 Aug 15	Issue of 5-year domestic medium term notes	70	8,28
24 Aug 15	Repayment of 6-month commercial paper	175	7,15
24 Aug 15	Issue of 6-month commercial paper	42	7,38
24 Aug 15	Issue of 12-month commercial paper	158	7,78
1 Sep 15	Extension of RMB 7th term loan to 3 years	500	8,23
1 Sep 15	Extension of RMB 8th term loan to 4 years	385	8,33
1 Sep 15	Drawdown of 2-year ABSA facility	165	7,90
5 Nov 15	Repayment of 12-month commercial paper	250	7,25
5 Nov 15	Issue of 3-month commercial paper	10	7,03
5 Nov 15	Issue of 6-month commercial paper	70	7,48
5 Nov 15	Issue of 12-month commercial paper	170	7,76

Total debt as at 31 December 2015 was R4,8bn with the weighted average duration to expiry increasing to 2,2 years following the extension of the RMB7th and 8th term loans and the succerefinancing of the 4-year DMTN note into 3- and 5-year notes.

Fixed interest rate hedges in place for a total R4,04bn at 31 December 2015, equated to 84,9% of the Fund's total debt balance. The hedging percentage is expected to be maintained at or around this level. Further interest rate hedges are expected to be acquired as new debt is drawn down on  $the \,Knights bridge \,and \,Summit \,Place \,development \,projects. \,As \,at \,31 \,December \,2015 \,the \,interest \,2015 \,the \,2015 \,t$ rate swap expiries ranged from 0,5 to 9,0 years with a weighted average duration of 3,1 years.

During the period the Fund entered into two, two-year cross currency swaps for a total of AUD 25,5 mer.at a fixed AUD interest rate of 2,09% in respect of the Growthpoint Australia investment to align the currency of the debt funding with that of the underlying assets.

A new ABSA R250m two-year secured facility was concluded in September 2015. Post 31 December 2015 Emira concluded a R155m two-year secured facility with the Bank of China. A further R200m unsecured two-year backup facility is being finalised with Nedbank and this, together with the new Bank of China facility, will provide the Fund with additional liquidity to take advantage of opportunities as they arise

## Growthpoint Australia Limited (GOZ)

As at 31 December 2015, GOZ's unit price was AUD3,08 resulting in Emira's investment of 27 225 813 units, comprising 4,9% of the total units in issue, being valued at R942,7m compared with the initial cost price of R372,0m.

The recent acquisitions and the contractual escalations on the bulk of the portfolio, together with the good leasing progress made and stringent cost control, has resulted in the Fund achieving an increase in distributable income during the period.

Excluding the straight-lining adjustments in respect of future rental escalations, revenue rose by 5,4% over the comparable period. This was positively impacted by the leasing of vacant space,  $acquisitions \, and \, organic \, growth \, from \, the \, existing \, portfolio \, and \, increased \, recoveries \, of \, municipal \, acquisitions \, and \, organic \, growth \, from \, the \, existing \, portfolio \, and \, increased \, recoveries \, of \, municipal \, acquisitions \, and \, organic \, growth \, from \, the \, existing \, portfolio \, and \, increased \, recoveries \, of \, municipal \, acquisitions \, and \, organic \, growth \, from \, the \, existing \, portfolio \, and \, increased \, recoveries \, of \, municipal \, acquisitions \, and \, organic \, growth \, from \, the \, existing \, portfolio \, and \, increased \, recoveries \, organic \, growth \, from \, the \, existing \, portfolio \, and \, increased \, recoveries \, organic \, growth \, from \, the \, existing \, portfolio \, and \, increased \, recoveries \, organic \, growth \, from \, the \, existing \, portfolio \, and \, increased \, recoveries \, organic \, growth \, from \, growth \, from \, growth \, growth$ expenses, offset by disposals.

Rental income includes an accrual of R9,3m for Worley Parsons who is in dispute with the Fund  $in \, regard \, to \, them \, prematurely \, vacating \, their \, leased \, premises \, at \, Emira's \, Corobay \, Corner \, building \, declared by a continuous con$ in Menlyn, Pretoria. This accrual represents the contractual rental due for the six months to 31 December 2015, less rentals achieved on subletting portions of the area previously occupied by Worley Parsons.

Property expenses were well contained with the gross cost-to-income ratio marginally higher at 35,7% (December 2014: 34,7%).

Management and administration expenses have remained stable at R43,0m (December 2014:

As previously disclosed, lease commission costs are no longer expensed in full in the year in which  $they \, are \, incurred \, for \, distribution \, calculation \, purposes, \, but \, are \, rather \, spread \, over \, the \, life \, of \, the \, constant \, constant$ lease. This resulted in the distribution being R8,6m higher (1,68 cents per share) than it would have been had this change not taken place.

Income from the Fund's listed investment in Growthpoint Australia increased by 21,8% due to an increase in the distribution per unit received from GOZ and the depreciation of the rand against

the Australian dollar ("AUD"). Net finance costs decreased by 1,6% from the comparable period. The decrease was due to a  $combination \, of lower \, rates \, achieved \, on \, the \, new \, interest \, rates \, swaps \, that \, replaced \, those \, that \, were \, replaced \, those \, that \, were \, replaced \, those \, that \, replaced \, those \, those \, that \, replaced \, those \, that \, replaced \, those \, that \, rep$ early settled in the period to 31 December 2014 and the favourable AUD interest rates achieved on the cross currency swaps.

Net asset value increased by 2,9%, from 1 751 cents per share at 30 June 2015, to 1 801 cents per share at 31 December 2015, following the revaluation of investment properties and the investment in GOZ as well as the acquisition and development of further properties.

DISTRIBUTION STATEMENT			
	Half-year	Half-year	
R'000	ended 31 Dec 2015	ended 31 Dec 2014	% change
Operating lease rental income and tenant recoveries			
excluding straight-lining of leases	882 934	837 473	5,4
Net property expenses	(315 121)	(290 600)	8,4
Property expenses excluding amortised upfront lease costs	(323 703)	(290 600)	11,4
Amortised lease commissions	8 582	-	100,0
Net property income	567 813	546 873	3,8
Income from listed property investment	28 715	23 570	21,8
Management expenses			
Asset management costs	(16 989)	(16 252)	4,5
Administration expenses	(25 962)	(26 678)	(2,7)
Depreciation	(134)	_	(100,0)
Net finance costs	(194 322)	(197 443)	(1,6)
Finance income	5 075	5 651	(10,2)
Finance costs	(199 397)	(203 094)	(1,8)
Interest paid and amortised borrowing costs	(199 986)	(208 204)	(4,0)
Interest capitalised to the cost of developments	589	5 110	(89,3)
Dividend payable to shareholders	359 121	330 070	8,8
No. of shares in issue	510 550 084	510 550 084	_
Dividend per share (cents)	70,34	64,65	8,8

In accordance with the strategy of the Fund, certain properties that are underperforming or pose excessive risk are earmarked for disposal

#### PROPERTIES TRANSFERRED OUT OF EMIRA DURING THE SIX MONTHS TO 31 DEC 2015

Property	Sector	Location	GLA (m²)	Valuation Jun 2014 (Rm)	Sale price (Rm)	Exit yield (%)	Effective date
Brandwag Shopping Centre and Kosmos Woonstelle	Retail	Bloemfontein CBD	12 328	159,0	250,0	6,5	Sep 2015
			12 328	159,0	250,0	6,5	

#### PROPERTIES SOLD BUT NOT YET TRANSFERRED OUT OF EMIRA AT 31 DEC 2015

			23 553	180,9	171,5	
1289 Heuwel Avenue	Retail	Centurion, Pretoria	2 049	10,0	11,5	Feb 2016
Southern Life Plaza	Office	Bloemfontein CBD	10 697	100,0	79,6	Apr 2016
Iustitia Building	Office	Bloemfontein CBD	5 360	41,2	39,9	Apr 2016
Omni Centre	Office	Bloemfontein CBD	5 447	29,7	40,5	Apr 2016
Property	Sector	Location	GLA (m²)	Valuation Jun 2015 (Rm)	Sale price (Rm)	Anticipated effective date

#### Vacancies

	Number of buildings	GLA Jun 2015	Vacancy Jun 2015		Number of buildings	GLA Dec 2015	Vacancy Dec 2015	
	Jun 2015	(m <sup>2</sup> )	(m <sup>2</sup> )	%	Dec 2015	(m <sup>2</sup> )	(m <sup>2</sup> )	%
Office	62	395 492	30 968	7,8	62	396 064	36 735	9,3
Retail	37	408275	11237	2,8	39	412479	12383	3,0
Industrial	46	373 292	5284	1,4	45	366 505	6087	1,7
Total	145	1 177 059	47 489	4,0	146	1 175 048	55 205	4,7

## Valuations

## TOTAL PORTFOLIO MOVEMENT

Sector	Jun 2015 (R'000)	$R/m^2$	Dec 2015 (R'000)	$R/m^2$	Difference (%)	Difference (R'000)
Office	5 660 604	14 313	5 915 304	14 935	4,5	254 700
Retail	5 139 666	12589	5 167 564	12 528	0,5	27 898
Industrial	1 940 823	5 199	1 914 330	5 223	(1,4)	(26493)
	12 741 093		12 997 198		2,0	256 105

## Debt

Emira has a moderate level of gearing with interest bearing debt to total property assets of  $33,\!7\%$  as at 31 December 2015. The Fund has fixed  $84,\!9\%$  of its debt for periods of between  $0,\!5$ and 9,0 years, with a weighted average duration of 3,1 years.

	Weighted average rate %	Weighted average term	Amount (Rm)	% of debt
Debt — Swap	8,8	3,1 years	4 043,7	84,9
Debt — Floating	8,1		719,8	15,1
Total	8,6		4 763,5	100,0
Less: Costs capitalised not yet amortised			(4,6)	
Per statement of financial position			4758,9	

## Changed distribution policy - lease commission costs

In line with IFRS, Emira amortises lease commission costs over the life of a lease rather than expensing them upfront. Historically, for distribution calculation purposes, lease commission costs were expensed in full in the month in which they were incurred. As previously disclosed to investors, in the distributable income calculation, lease commission costs incurred from 1 July 2015 are amortised over the life of the lease rather than being expensed upfront, bringing Emira in line with the rest of the listed property sector.

## **Worley Parsons update**

As previously advised, Emira is currently in dispute with Worley Parsons, a major tenant a Corobay Corner in Menlyn, Pretoria, regarding its lease obligations contracted for until February  $2022. Worley Parsons \, vacated \, the \, premises \, on \, 31 \, May \, 2015. \, Settlement \, discussions \, have \, been \, and \, an extension \, better \, consistency of the premises of the premise of the premises of the premise of the premises of the premise of$ rejected by both parties and the case has moved to arbitration. The matter is expected to be heard during May 2016 and Emira remains confident of its legal position. The contractual income due from Worley Parsons, less sublease rental income received, has been accounted for in the six months to  $\overline{31}$  December 2015 and will continue to be accrued for until the end of June 2016. All portfolio statistics mentioned in this commentary are based on the assumption that Worley Parsons have remained in occupation at Corobay Corner in accordance with the terms and conditions of their existing lease.

## Directorate

As was announced on 2 October 2015, Greg Booyens was appointed as executive director and Chief Financial Officer of the Fund with effect from 1 January 2016.

## Conversion to a corporate REIT

Emira Property Fund Scheme was successfully converted to a corporate REIT — Emira Property Fund Limited — with effect from 1 July 2015. The management company, Strategic Real Estate Managers (Pty) Limited ("STREM") has become a wholly owned subsidiary and the necessary  $transfers\,from\,the\,old\,Emira\,Property\,Fund\,Scheme\,to\,the\,new\,Emira\,Property\,Fund\,Limited$ are nearing completion.

## **Prospects**

While market conditions are expected to be more trying in the next six months, Emira is appropriately positioned to continue its past performance and deliver a similar distribution  $% \left( x\right) =\left( x\right) +\left( x\right$ growth per share for the full 12 month period to 30 June 2016.

This forecast has not been reviewed and reported on by the Company's external auditors.

## Dividend distribution declaration

The Board has approved and notice is hereby given that an interim dividend of 70,34 cents per a constant of the second period of 20,34 cents and 20,000 cents are constant of 20,000 cents and 20,000 cents are constant of 20,000 cents and 20,000 cents are constant of 20,000 ceshare has been declared (2014: 64,65 cents), payable to the registered shareholders of Emira Property Fund Limited on 14 March 2016. The issued share capital at the declaration date is  $510\ 550\ 084$  listed ordinary shares. The source of the dividend comprises net income from  $property \, rentals, income \, earned \, from \, the \, Fund's \, listed \, property \, investment \, and \, interest \, earned \, from \, the \, Fund's \, listed \, property \, investment \, and \, interest \, earned \, from \, the \, Fund's \, listed \, property \, investment \, and \, interest \, earned \, from \, the \, Fund's \, listed \, property \, investment \, and \, interest \, earned \, from \, the \, Fund's \, listed \, property \, investment \, and \, interest \, earned \, from \, the \, Fund's \, listed \, property \, investment \, and \, interest \, earned \, from \, the \, Fund's \, listed \, property \, investment \, and \, interest \, earned \, from \, the \, Fund's \, listed \, property \, investment \, and \, interest \, earned \, from \, the \, Fund's \, listed \, property \, investment \, and \, interest \, earned \, from \, the \, Fund's \, listed \, property \, earned \, from \, the \, Fund's \, listed \, property \, earned \, from \, the \, Fund's \, listed \, property \, earned \, earned \, from \, the \, Fund's \, listed \, property \, earned \, ea$  $on \, cash \, on \, deposit. \, Please \, refer \, to \, the \, Statement \, of \, Comprehensive \, Income \, for \, further \, details.$ 

#### Tax implications

In accordance with Emira's status as a REIT, shareholders are advised that the dividend meets the requirements of a "qualifying distribution" for the purposes of section 25BB of the Income Tax Act, No. 58 of 1962 ("Income Tax Act"). Accordingly, qualifying distributions received by local tax residents must be included in the gross income of such shareholders (as a non-exempt dividend in terms of section 10(1) (k) (aa) of the Income Tax Act), with the  $effect that the \ qualifying \ distribution \ is \ taxable \ as \ income \ in \ the \ hands \ of \ the \ shareholder. \ These \ distribution \ is \ taxable \ as \ income \ in \ the \ hands \ of \ the \ shareholder.$  $qualifying\ distributions\ are, however, exempt\ from\ dividend\ withholding\ tax\ in\ the\ hands\ of\ South\ African\ tax\ resident\ shareholders,\ provided\ that\ the\ South\ African\ resident\ shareholders$ have provided the following forms to their Central Securities Depository Participant ("CSDP") in respect of certificated shares:

- a) a declaration that the dividend is exempt from dividends tax; and
- b) a written undertaking to inform the CSDP, broker or the Transfer Secretaries, as the case may be, should the circumstances affecting the exemption change or the beneficial owner cease to be the beneficial owner, both in the form prescribed by the Commissioner for the South African Revenue Service. Shareholders are advised to contact their CSDP, broker or the Transfer Secretaries, as the case may be, to arrange for the abovementioned documents to be submitted prior to payment of the dividend, if such documents have not already been submitted.

Qualifying dividends received by non-resident shareholders will not be taxable as income and instead will be treated as ordinary dividends but which are exempt in terms of the usual dividend exemptions per section 10(1) (k) of the Income Tax Act. It should be noted that until  $31\,December\,2013\,qualifying\,distributions\,received\,by\,non-residents\,were\,not\,subject to\,dividend dividend div$ withholding tax. From 1 January 2014, any qualifying distribution received by a non-resident from a REIT will be subject to dividend withholding tax at 15%, unless the rate is reduced in terms of any applicable agreement for the avoidance of double taxation ("DTA") between South  $A frica\ and\ the\ country\ of\ residence\ of\ the\ shareholder.\ Assuming\ dividend\ withholding\ tax\ will$ be withheld at a rate of 15%, the net amount due to non-resident shareholders will be 59,7890  $cents\,per\,share.\,A\,reduced\,dividend\,with holding\,tax\,rate\,in\,terms\,of\,the\,applicable\,DTA,\,may\,applicable$ only be relied on if the non-resident shareholder has provided the following forms to their CSDP or broker, as the case may be, in respect of the uncertificated shares, or the Transfer Secretaries, in respect of certificated shares:

- a) a declaration that the dividend is subject to a reduced rate as a result of the application of
- $b)\ a\,written\,undertaking\,to\,inform\,their\,CSDP, broker\,or\,the\,Transfer\,Secretaries,\,as\,the\,case$ may be, should the circumstances affecting the reduced rate change or the beneficial owner cease to be the beneficial owner, both in the form prescribed by the Commissioner for the South African Revenue Service. Non-resident shareholders are advised to contact their CSDP, broker or the Transfer Secretaries, as the case may be, to arrange for the abovementioned documents to be submitted prior to payment of the dividend if such documents have not already been submitted, if applicable

Local tax resident shareholders as well as non-resident shareholders are encouraged to consult their professional advisors should they be in any doubt as to the appropriate action to take

-	-	
Last day to trade cum dividend		Friday, 4 March 2016
Shares trade ex dividend		Monday, 7 March 2016
Record date		Friday, 11 March 2016
Payment date		Monday, 14 March 2016

Share certificates may not be dematerialised or rematerialised between Monday, 7 March 2016 and Friday, 11 March 2016, both days inclusive

By order of the Emira Property Fund Limited Board

Martin Harris	Ben van der Ross	Geoff Jennett
Company Secretary	Chairman	Chief Executive Officer

Bryanston, 17 February 2016

#### Basis of preparation and accounting policies

These unaudited condensed consolidated interim financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") including IAS 34:  $In terim \, Financial \, Reporting, the \, SAICA \, Financial \, Reporting \, Guides \, as \, is sued \, by \, the \, Accounting \, Financial \, Reporting \, Guides \, as \, is \, Financial \, Reporting \, Guides \, as \, Financial \, Reporting \, Guides \, as \, Financial \, Financial \, Reporting \, Guides \, as \, Financial \, Fin$ Practices Committee, Financial Pronouncements as issued by the Financial Reporting Standards Council, the JSE Listings Requirements and the requirements of the South African Companies Act, No. 71 of 2008 (as amended). The accounting policies used in the preparation of these interim  $financial\, statements\, are\, consistent\, with\, those\, used\, in\, the\, audited\, annual\, financial\, statements\, and\, consistent\, with\, those\, used\, in\, the\, audited\, annual\, financial\, statements\, are\, consistent\, with\, those\, used\, in\, the\, audited\, annual\, financial\, statements\, are\, consistent\, with\, those\, used\, in\, the\, audited\, annual\, financial\, statements\, are\, consistent\, with\, those\, used\, in\, the\, audited\, annual\, financial\, statements\, are\, consistent\, with\, those\, used\, in\, the\, audited\, annual\, financial\, statements\, are\, consistent\, with\, those\, used\, in\, the\, audited\, annual\, financial\, statements\, are\, consistent\, with\, those\, used\, in\, the\, audited\, annual\, financial\, statements\, are\, consistent\, with\, those\, used\, in\, the\, audited\, annual\, financial\, statements\, are\, consistent are\, con$ for the year ended 30 June 2015.

 $This \, report \, was \, compiled \, under \, the \, supervision \, of \, Greg \, Booyens \, CA \, (SA), \, the \, Chief \, Financial \, CA \, (SA) \, and \, CA \, (SA) \, an$ 

These condensed consolidated interim financial statements have not been reviewed or audited by Emira's independent auditor, PricewaterhouseCoopers Inc.

## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL DOSITION

	Unaudited	Unaudited	Audited
	31 Dec 2015	31 Dec 2014	30 Jun 2015
R'000	R'000	R'000	R'000
Assets			
Non-current assets	13 876 168	12 656 493	13 274 255
Investment properties	12 516 954	11 707 105	12 090 944
Allowance for future rental escalations	282 516	186 188	286 762
Unamortised upfront lease costs	27 728	40 553	44 387
Fair value of investment properties	12 827 198	11 933 846	12 422 093
Listed property investment	942712	707 306	796 930
Accounts receivable	40 775	_	39 177
Derivative financial instruments	65 483	15 341	16 055
Current assets	328 661	307 349	247 809
Accounts receivable	222 419	219 629	181 726
Derivative financial instruments	32 998	11 632	12 872
Cash and cash equivalents	73 244	76 088	53 211
Investment properties held for sale	170 000	541 900	319 000
Total assets	14 374 829	13 505 742	13 841 064
Equity and liabilities			
Share capital and reserves	9195474	8 424 367	8 940 015
Non-current liabilities	3 845 191	3 302 627	3 463 985
Interest-bearing debt	3 801 905	3 260 617	3 448 396
Derivative financial instruments	43 286	42 010	15 589
Current liabilities	1 334 164	1 778 748	1 437 064
Short-term portion of interest-bearing debt	957 000	1 399 738	1 061 965
Accounts payable	372 427	364 200	362 070
Derivative financial instruments	2960	14 810	11 252
Taxation	1 777	_	1 777
Tunution	4		

# CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN FOUITY

	1	Revaluation		Non-	
R'000	Shares	and other reserves	Retained earnings	controlling interest	Total
Balance at 30 June 2014	3 435 434	3 573 200	(3 549)	(1 300)	7 003 785
Shares issued	374 268	_	(14 193)	_	360 075
Total comprehensive income for the period	_	_	1 062 734	(2 227)	1 060 507
Transfer to fair value reserve	_	737 934	(737 934)	_	_
Balance at 31 December 2014	3 809 702	4 311 134	307 058	(3 527)	8 424 367
Balance at 1 July 2015	3 795 509	4 808 755	341 013	(5 262)	8 940 015
REIT restructure costs	(3 970)	_	_	_	(3 970
Acquisition of non-controlling interest in STREM	_	(5 262)	_	5 262	_
Total comprehensive income for the period	_	_	614 874	_	614 874
Transfer to fair value reserve	_	261 381	(261 381)	_	_
Dividends paid	_	_	(355 445)	_	(355 445
Balance at 31 December 2015	3 791 539	5 064 874	339 061	_	9 195 474

#### CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

R'000	Unaudited Six months ended 31 Dec 2015	Unaudited Six months ended 31 Dec 2014	Audited Year ended 30 Jun 2015
Revenue	878 818	864 403	1 811 968
Operating lease rental income and tenant recoveries	882 934	837 473	1 686 670
Allowance for future rental escalations	(4 116)	26 930	125 298
Income from listed property investment	28 715	23 570	47 388
Property expenses	(331 530)	(294 882)	(581 752)
Fee paid on cancellation of interest-rate swap agreements	_	(31 839)	(36 641)
Administration expenses	(39 863)	(45 157)	(86 341)
Depreciation	(8 850)	(5 271)	(9 324)
Operating profit	527 290	510 824	1 145 298
Net fair value adjustments	225 771	745 377	1 113 841
Net fair value adjustments  Net fair value gain on investment properties	84 530	699 133	983 226
Change in fair value as a result of straight-lining lease rentals	4116	(26 930)	(125 298)
Change in fair value as a result of amortising upfront lease costs	16 409	4 282	996
Change in fair value as a result of property appreciation in value	64 005	721 781	1 107 528
Revaluation of derivative financial instrument relating to share appreciation rights scheme	(4 541)	4 930	6 3 5 0
Impairment charge	_	_	(6 673)
Unrealised gain on fair valuation of listed			
property investment	145 782	41 314	130 938
Profit before finance costs	753 061	1256201	2 259 139
Net finance costs	(138 187)	(195 694)	(351 137)
Finance income	5 075	5 651	10 833
Interest received	5 075	5 651	10 833
Finance costs	(143 262)	(201 345)	(361 970)
Interest paid and amortised borrowing costs	(199 986)	(208 204)	(401 133)
Interest capitalised to the cost of developments Unrealised surplus on revaluation of	589	5 110	5 110
interest-rate swaps	56 135	1 749	34 053
Profit before income tax charge	614 874	1 060 507	1 908 002
Income tax charge	_	_	(1 777)
SA normal taxation	_		(1 777)
Profit for the period	614 874	1 060 507	1 906 225
Attributable to Emira shareholders	614 874	1 062 734	1 910 187
Attributable to non-controlling interests	_	(2 227)	(3 962)
-	614 874	1 060 507	1 906 225
Total comprehensive income			
Attributable to Emira shareholders	614 874	1 062 734	1 910 187

#### RECONCILIATION BETWEEN EARNINGS AND HEADLINE EARNINGS AND DISTRIBUTABLE EARNINGS

614 874

1 060 507

1906225

NECONCILIATION DET WEEN LANNINGS AND HEADEINE	LAININIOS AN	ואו טעוווויטוע ע	DEL LANININO
	Unaudited	Unaudited	Audited
	Six months	Six months	Year
	ended	ended	ended
R'000	31 Dec 2015	31 Dec 2014	30 Jun 2015
Profit for the period attributable to shareholders	614 874	1 060 507	1 906 225
Adjusted for:			
Net fair value gain on revaluation of investment properties	(84 530)	(699 133)	(983 226
Headline earnings	530 344	361 374	922 999
Adjusted for:			
Allowance for future rental escalations	4 116	(26 930)	(125 298
Amortised upfront lease costs	16 409	4 282	996
Unrealised surplus on revaluation of interest-rate swaps	(56 135)	(1 749)	(34 053
Revaluation of share appreciation rights scheme derivative			
financialinstrument	4 541	(4 930)	(6 350
Unrealised gain on listed property investment	(145 782)	(41 314)	(130 938
(Credit)/charge in respect of leave pay provision and			
share appreciation rights scheme	(3 088)	2 227	3 962
Depreciation	8 716	5 271	9 107
Impairment charge	_	_	6 673
Fee paid on cancellation of interest-rate			
swap agreements	_	31 839	36 641
SA normal taxation			1 777
Distributable earnings	359 121	330 070	685 516
Dividend per share			
Interim (cents)	70,34	64,65	64,65
Final (cents)	_	_	69,62
	70,34	64,65	134,27
Number of shares in issue at the end of the period	510550084	510 550 084	510 550 084
Weighted average number of shares in issue	510550084	505 886 788	508 199 272
Earnings per share (cents)	120,44	209,63	375,09
The calculation of earnings per share is based on net profit for the period of R614,9m (2014: R1 060,5m), divided by the weighted average number of shares in issue during the per of 510 550 084 (2014: 505 886 788).	,		
Headline earnings per share (cents)	103,87	71,43	181,62
The calculation of headline earnings per share is based or profit for the period, adjusted for non-trading items, of R (2014: R361,4m), divided by the weighted average numbshares in issue during the period of 510 550 084 (2014: 505 8	on net 530,3m er of		102,02
Diluted headline earnings per share (cents)	103,87	71,43	181,62

 $Cash\ and\ cash\ equivalents\ at\ the\ end\ of\ the\ period$ 

CONDENSED CONSOLIDATED STATEMENT OF CASH	FLOWS		
R'000	Unaudited Six months ended 31 Dec 2015	Unaudited Six months ended 31 Dec 2014	Audited Year ended 30 Jun 2015
Cash generated from operations	526 025	509 331	1 037 433
Finance income	5 0 7 5	5 651	10 833
Interest paid	(199 986)	(208 204)	(401 133)
Fee paid on cancellation of interest-rate swap agreements	_	(31 839)	(36 641)
Derivative acquired in respect of share appreciation rights scheme	_	(3 716)	(3 636)
Dividends paid	(355 445)	(323 248)	(639 126)
Net cash utilised in operating activities	(24 331)	(52 025)	(32 270)
Acquisition of, and additions to, investment properties and fixtures and fittings	(450 210)	(257 258)	(368 607)
Proceeds on disposal of investment properties and fixtures and fittings	250 000	93 828	326 732
Acquisition of subsidiaries		(448 279)	(448 279)
Net cash utilised in investing activities	(200 210)	(611 709)	(490 154)
Sharesissued	_	374 268	360 075
REIT restructure costs	(3 970)		_
Interest-bearing debt raised	2543906	1 586 731	2 512 808
Interest-bearing debt repaid	(2295362)	(1 266 480)	(2 342 551)
Net cash generated from financing activities	244 574	694 519	530 332
Net increase in cash and cash equivalents	20 033	30 785	7 908
Cash and cash equivalents at the beginning of the period	53 211	45 303	45 303

73244

76088

 $53\,211$ 

## **SEGMENTAL INFORMATION**

OLOFICITIAL INI OKPIATION					
R'000	Office	Retail	Industrial	Administrative and corporate	Total
Sectoral segments					
Revenue	352 324	391 673	134 821	_	878 818
Revenue	380 312	369 635	132 987	_	882 934
Allowance for future					
rental escalations	(27 988)	22 038	1834	_	(4 116)
Segmental result					
Operating profit	193 831	235 368	88 050	10 041	527 290
Investment properties	5915304	5167564	1 914 330	_	12 997 198
Geographical segments					
Revenue					
— Gauteng	251 472	260 723	89 079	_	601 274
— Western and Eastern Cape	54733	39 016	25 911	_	119 660
— KwaZulu-Natal	28 899	66 616	19831	_	115 346
— Free State	17 220	25 318	_	_	42 538
	352 324	391 673	134 821	_	878 818
Investment properties					
— Gauteng	4516720	3 710 155	1 300 930	_	9 527 805
— Western and Eastern Cape	858 958	567 036	373 550	_	1799544
— KwaZulu-Natal	379 626	674 373	239 850	_	1 293 849
— Free State	160 000	216 000	_	_	376 000
	5 915 304	5 167 564	1 914 330	_	12 997 198

#### **MEASUREMENTS OF FAIR VALUE**

#### 1. Financial instruments

 $The financial \, assets \, and \, liabilities \, measured \, at \, fair \, value \, in \, the \, statement \, of \, financial \, position \, and \, constant \, and \, constan$ are grouped into the fair value hierarchy as follows

R'000	Level 1 Dec 2015	Level 2 Dec 2015	Level 3 Dec 2015	Total Dec 2015	Level 1 Dec 2014	Level 2 Dec 2014	Level 3 Dec 2014	Total Dec 2014
GROUP								
Assets								
Investments	942712	_	_	942712	707 306	_	_	707 306
Derivative								
financial								
instruments	_	89941	8 540	98 481	_	12076	14897	26973
Total	942712	89 941	8 540	1 041 193	707 306	12 076	14897	734279
Liabilities								
Derivative								
financial								
instruments	_	46 246	_	46 246	_	56 820	_	56 820
Total	_	46 246	_	46 246	_	56 820	_	56 820
Net fair value	942 712	43 695	8 5 4 0	994 947	707 306	(44744)	14897	677 459

The methods and valuation techniques used for the purpose of measuring fair value are unchanged compared to the previous reporting period.

This comprises shares held in a listed property company at fair value which is determined by reference to quoted closing prices at the reporting date.

#### Derivative financial instruments

The fair values of the interest rate swap contracts are determined using discounted cash flow  $projections\ based\ on\ estimates\ of\ future\ cash\ flows, supported\ by\ the\ terms\ of\ the\ relevant\ swap$ agreements and external evidence such as the ZAR 0-coupon perfect-fit swap curve.

The call option contracts to the value of R8,5m are valued using a Black Scholes option

The expected volatility of the unit price used in the model ranged between 20% and 29%, and the risk free discount rate used between 7% and 9%. A 10% change in the underlying unit price would impact the valuation by R3,0m.

## 2. Non-financial assets

Investment properties held for sale

The following table reflects the levels within the hierarchy of non-financial assets measured at

	2015	2014	
R'000	Level 3	Level 3	
Assets			
Investment properties	12 827 198	12 422 093	

## Fair value measurement of investment properties

The fair value of commercial buildings are estimated using an income approach which discounts the estimated rental income stream, net of projected operating costs, as well as an exit value, using a discount rate derived from market yields. The estimated rental stream takes into account current occupancy levels, estimates of future vacancy levels, the terms of in-place leases and expectations of rentals from future leases over the remaining economic life of the buildings

The most significant inputs, all of which are unobservable, are the estimated rental value, assumptions regarding vacancy levels, the discount rate and the reversionary capitalisation  $rate. \ The \ estimated \ fair \ value \ increases \ if \ the \ estimated \ rentals \ increase, \ vacancy \ levels \ decline$ or if discount rates (market yields) and reversionary capitalisation rates decline. The overall  $valuations \, are \, sensitive \, to \, all \, four \, assumptions. \, Management \, considers \, the \, range \, of \, reasonable \, and \, reasonable \, range \, of \, reasonable \, range \, range \, of \, reasonable \, range \, of \, reasonable \, range \,$  $possible\ alternative\ assumptions\ to\ be\ greatest\ for\ reversionary\ capitalisation\ rates,\ rental\ values$ and vacancy levels and that there is also an interrelationship between these inputs. The inputs used in the valuations at 31 December 2015 were:

- and 16,0% with the weighted average being 10,2% (2014: 9,2%). The discount rates applied range between 13,0% and 16,5% with the weighted average being
- $Changes in \, discount \, rates \, and \, reversionary \, capitalisation \, rates \, attributable \, to \, changes \, in \, market \, rate \, rate$
- $conditions \, can \, have \, a \, significant \, impact \, on \, property \, valuations. \, A \, 25 \, basis \, points \, increase \, in \, property \, valuations \, and \, basis \, points \, increase \, in \, property \, valuations \, and \, basis \, points \, increase \, in \, property \, valuations \, and \, basis \, points \, increase \, in \, property \, valuations \, and \, basis \, points \, increase \, in \, property \, valuations \, and \, basis \, points \, increase \, in \, property \, valuations \, and \, basis \, points \, increase \, in \, property \, valuations \, and \, basis \, property \, and \, basis \, and$ the discount rate will decrease the value of investment property by R180,1m (1,39%) and a 25 basis points decrease will increase the value of investment property by R186,5m (1,44%). A 25  $\,$  $basis\,points\,decrease\,in\,the\,capitalisation\,rate\,will\,increase\,the\,value\,of\,investment\,property\,by$ R190,6m (1,47%) and a 25 basis points increase will decrease the value of investment property by R180,3m (1,39%).

 $Fair \, values \, are \, estimated \, twice \, a \, year, \, whereafter \, they \, are \, reviewed \, by \, the \, executive \, directors \, and \, reviewed \, by \, the \, executive \, directors \, and \, reviewed \, by \, the \, executive \, directors \, and \, reviewed \, by \, the \, executive \, directors \, and \, reviewed \, by \, the \, executive \, directors \, and \, reviewed \, by \, the \, executive \, directors \, and \, reviewed \, by \, the \, executive \, directors \, and \, reviewed \, by \, the \, executive \, directors \, and \, reviewed \, by \, the \, executive \, directors \, and \, reviewed \, by \, the \, executive \, directors \, and \, reviewed \, by \, the \, executive \, directors \, and \, reviewed \, by \, the \, executive \, directors \, and \, reviewed \, directors \, directors$ and approved by the board of directors.

 $Fair\,value\,measurement\,of\,investment\,properties\,held\,for\,sale$ The fair value of investment properties held for sale is based on the expected sale price.

 $\textbf{Directors:} \ BJ \ van \ der \ Ross \ (Chairman)^*, GM \ Jennett \ (CEO), MS \ Aitken^{**}, GS \ Booyens \ (CFO),$ BH Kent\*\*, V Mahlangu\*\*, NE Makiwane\*, W McCurrie\*\*, MSB Neser\*\*, V Nkonyeni\*\*, U van Biljon (COO), G van Zyl\*\* \*Non-executive Director \*\*Independent Non-executive Director Registered address: Optimum House, Epsom Downs Office Park, 13 Sloane Street, Bryanston, 2191 Sponsor: Rand Merchant Bank (a division of FirstRand Bank Limited) Transfer Secretaries: Computershare Investor Services (Pty) Ltd, 70 Marshall Street, Johannesburg, 2001

EMIRA PROPERTY FUND LIMITED (Incorporated in the Republic of South Africa) Registration number: 2014/130842/06 Share code: EMI ISIN: ZAE000203063 ("Emira" or "the Fund" or "the Company") Tax number: 9995/739/15/9 (Approved as a REIT by the JSE)

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