THE MCLEAN TRUST (Registration number IT9711) ANNUAL FINANCIAL STATEMENTS for the year ended 28 February 2011

Harris Dowden & Fontaine Chartered Accountants (S.A.) Registered Auditors Issued 15 June 2015

THE MCLEAN TRUST FINANCIAL STATEMENTS for the year ended 28 February 2011

The reports and statements set out below comprise the annual financial statements presented to trustees:

| Contents | Page |
|------------------------------------|--------|
| Report of the independent auditors | 2 |
| Balance sheet | 3 |
| Income statement | 4 |
| Notes to the financial statements | 5 - 11 |

Approval

The trustees are responsible for the maintenance of adequate accounting records and the preparation and integrity of the financial statements and related information. The auditors are responsible to report on the fair presentation of the financial statements. The financial statements have been prepared in accordance with generally accepted accounting practice and in the manner required by the Companies Act, 1973.

The trustees are also responsible for the trust's system of internal financial control. These are designed to provide reasonable, but not absolute, assurance as to the reliability of the financial statements, and to adequately safeguard, verify and maintain accountability of assets, and to prevent and detect misstatement and loss. Nothing has come to the attention of the trustees to indicate that any material breakdown in the functioning of these controls, procedures and systems has occurred during the year under review.

The financial statements have been prepared on the going concern basis, since the trustees have every reason to believe that the trust has adequate resources in place to continue in operation for the foreseeable future.

The financial statements which appear on pages 3 to 11 were approved by the trustees on 15 June 2015 and signed on Heir behalf by:

Trustee

Maus.

Trustee

HARRIS DOWDEN & FONTAINE CHARTERED ACCOUNTANTS (SA)

IRBA Registration No. 943703

7 Pam Road, Morningside, 2196 P O Box 651129, Benmore 2010 Telephone: (011) 884-7373 Fax: (011) 784-6992

E-Mail hdf@icon.co.za

R.T. Harris B.J. Dowden C.L.I. Fontaine

REPORT OF THE INDEPENDENT AUDITORS TO THE TRUSTEES OF THE MCLEAN TRUST

We have audited the annual financial statements of THE McLEAN TRUST, which comprise the balance sheet as at 28 February 2011, and the income statement, for the year then ended, and a summary of significant accounting policies and other explanatory notes.

Trustees Responsibility for the annual financial statements

The trustees are responsible for the preparation and fair presentation of these financial statements in accordance with generally accepted accounting practice. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of the financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with statements of International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the annual financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the annual financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the annual financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Emphasis of Matter

It is not feasible for the trust to institute accounting controls over collections from donations prior to the initial entry of these collections in the accounting records. Accordingly, it was impractical for us to extend our examination beyond the receipt actually recorded.

In our opinion, except for the matter set out in the preceding paragraph, the annual financial statements present fairly, in all material respects, the financial position of THE McLEAN TRUST as at 28 February 2011, and its financial performance for the year then ended in accordance with generally accepted accounting practice.

Harris Dowden & Fontaine Chartered Accountants (S.A.)

Registered Auditors

Sandton `15 June 2015

THE MCLEAN TRUST BALANCE SHEET as at 28 February 2011

| | | 2011 | 2010 |
|------------------------------|-------|-----------|-----------|
| | Notes | R | R |
| | | | |
| Assets | | | |
| Non-current assets | | | |
| Fixed assets | 2 | 6 | 6 |
| Investments | 3 | 132 219 | 235 988 |
| | | 132 225 | 235 994 |
| Current assets | | | |
| Bank balances | | 30 404 | 132 390 |
| Total assets | | 162 629 | 368 384 |
| Reserves and liabilities | | | |
| Reserves | | | |
| Reserve | 4 | 100 000 | 250 000 |
| Capital account | 5 | 162 565 | 123 262 |
| Revenue account | 6 | (267 792) | (240 987) |
| | | (5 227) | 132 275 |
| Current liabilities | | | - |
| Accounts payable | | 8 000 | 14 486 |
| Donations in advance | | 159 856 | 221 623 |
| | | 167 856 | 236 109 |
| Total equity and liabilities | | 162 629 | 368 384 |

THE MCLEAN TRUST INCOME STATEMENT for the year ended 28 February 2011

| | Note | 2011 R | 2010 R |
|--|------|-----------|----------------|
| Income | | | |
| Dividends received | | 7 392 | 10 792 |
| Interest received - cash on call | | - | 23 460 |
| Interest received - current account | | 374 | - |
| | | 7 766 | 34 252 |
| Total income | | 7 766 | 34 252 |
| Expenditure | | | |
| Auditors' remuneration | | 11 762 | 17 556 |
| Bank charges | | 7 183 | 6 478 |
| Interest | | - | 10 |
| Legal expenses | | 2 742 | - |
| Telephone and postage | | - | 113 |
| Total expenditure | | 21 687 | 24 157 |
| | | (13 921) | 10 095 |
| Net Contribution towards Phedisang Project | 9 | (8 628) | <u>451 303</u> |
| Net surplus/(deficit) | | (22 549) | 461 398 |

1 Basis of preparation

The principal accounting policies of the Trust, which are set out below are consistent with those applied in the previous year.

1.1 Investments

Marketable securities are carried at cost less amounts written off.

Adjustments are made to cost only where, in the opinion of the trustees, the investment is impaired. Where an investment has been impaired, it is recognised as an expense in the period in which the impairment is identified.

1.2 Fixed assets

All fixed assets are initially recorded at cost and any impairment in value.

Assets are depreciated to a nominal value in the year of acquisition.

1.3 Going concern

These financial statements have been prepared on the basis of a going concern as the Trustees are of the opinion that the increase in the value of investments together with the Reserve for the Phedisang Project will result in an excess of assets over liabilities.

2011

2010

| | | | | | 2011 R | | 2010 R |
|----|------------------|------------------|--------------|----------------|------------------|--------------|----------------|
| 2. | Fixed assets | | | | | | |
| | | | 2011 | | | 2010 | |
| | | | Accumulated | | | Accumulated | |
| | | Cost / valuation | depreciation | Carrying value | Cost / valuation | depreciation | Carrying value |
| | Owned assets | | | | | | |
| | Office equipment | 9 904 | 9 898 | 6 | 9 904 | 9 898 | 6 |
| | | | | | | | |

The carrying amounts of fixed assets can be reconciled as follows:

| 2011 Owned assets Office equipment | Carrying value at beginning of year | Carrying value at end of year |
|------------------------------------|--|-------------------------------|
| | 6 | 6 |

| | | 2011 R | 2010 R |
|----|--|---|--|
| 3. | Investments | | |
| | Listed shares at cost Market value of listed shares | 132 219 186 088 | 235 988 318 470 |
| | The trust held investments in the following companies: | Number of ora | linary shares 2010 |
| | Listed Anglo American PLC Sasol BHP Billiton PLC Dimension Data Holdings PLC Massmart MTN Group PPC African Banks Investments In terms of the latest accounting practice (IAS 39) investments in listed companies should be shown at their market value at the balance sheet date. The Trustees are of the opinion that this would not add value to the financial statements. The required information is fully disclosed in the notes to the financial statements. | - 224 - - 533 - 1 710 | 123 186 - 400 620 533 1 047 1 958 |
| 4. | Reserve required in order to continue operating the Phedisang Project if there are no further incoming funds Opening balance Transfer to Phedisang expenditure - note 9 Closing balance | 250 000 (150 000) 100 000 | 250 000 |
| 5. | Capital account | | |
| | Balance at beginning of year Movement during year: Profit arising from disposal of investments Balance at end of year | 123 262 39 303 162 565 | 123 262 - 123 262 |

6. Taxation

No provision has been made for 2011 taxation as the trust is exempt in terms of Section 10 of the Income Tax Act.

| | | 2011 R | 2010 R |
|----|---|---|--|
| 7. | Revenue Account | | |
| | Balance at beginning of year Excess of income over expenditure for the year Grants in Aid (Note 8) Balance at end of year | (240 987) (22 549) (4 256) (267 792) | (27 856) (190 551) (22 580) (240 987) |
| 8. | Grants in Aid | | |
| | Sizanani Projects | 4 256 | 22 580 |

| 9. Contribution - Phedisang Project Income - source Deferred income brought forward South African Individuals Debti orders Deferred of 105 700 South African Individuals Debti orders Deferred of 105 700 South African Individuals Debti orders Deferred forward (see below) Single donations Single donations South African Corporates South African Corporates Donations for special expenditure on projects South African charities & NGO's International Donations for special expenditure on projects South African charities & NGO's International South African Corporates South African Corporates South African Charities & NGO's International South African Corporates South African Charities & NGO's International South African Corporates South African Charities & NGO's International South African Individuals Single donations South African Individuals South African Individuals South Af | | | 2011 R | 2010 R |
|--|----|---|---------------------------------------|---|
| Income - source Deferred income brought forward 221 623 64 900 South African Individuals 24 694 (67 573) Debit orders 106 700 110 400 Monthly 11 900 11 400 Single donations 65 950 32 225 South African Corporates 105 000 121 000 Donations for special expenditure on projects 54 850 72 572 South African charities & NGO's - 5000 International 386 876 225 231 Net proceeds own fundraising activities 2 776 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 2 | | | K | K |
| Deferred income brought forward 221 623 | 9. | Contribution - Phedisang Project | | |
| South African Individuals | | Income - source | | |
| Debit orders | | Deferred income brought forward | 221 623 | 64 900 |
| Monthly 11 900 11 400 Single donations 65 950 32 250 Less: Deferred tocarried forward (see below) (159 856) 32 250 South African Corporates 105 000 121 000 Donations for special expenditure on projects 54 850 72 572 South African charities & NGO's - 5000 International 386 876 225 231 Net proceeds own fundraising activities 2 776 2 Government funds - 476 290 Food donations in kind 116 261 60 406 Expenditure 912 080 957 828 Expenditure 912 080 957 828 Expenditure 0 116 261 60 406 Expenditure 0 912 080 957 828 Expenditure 0 12 080 957 828 Expenditure 0 11 080 - Operational costs - Limpopo (to beneficiaries: food, prep) - - Food, fuel and preparation thereof 551 500 - Cess: | | | <u>24 694</u> | (67 573) |
| Single donations | | | 106 700 | 110 400 |
| Less: Deferred tocarried forward (see below) | | · · · · · · · · · · · · · · · · · · · | 11 900 | 11 400 |
| South African Corporates | | | | 32 250 |
| Donations for special expenditure on projects | | | · · · · · · · · · · · · · · · · · · · | |
| South African charities & NGO's International 336 876 225 231 International 793 043 421 130 Net proceeds own fundraising activities 2 776 2 Government funds - 476 290 Food donations in kind 116 261 60 406 Department of the beneficiaries: food, prep) Food, fuel and preparation thereof 701 500 - Less: Transfer from reserve - see note 4 (150 000) - Food, fuel and preparation thereof 551 500 - Computers in Limpopo 32 877 - Salaries 158 876 218 410 Special projects - costs covered by special donations - 99 669 Costs for volunteers incl. food, accomodation & travel 42 692 20 822 Travel to Limpopo - visits & monitoring 45 647 35 986 Fundraising costs incl. newsletter 2 800 3 094 Health care - 1 040 Repairs and maintenance 2 244 27 461 Admin and committee expenses 9 858 21 384 Office stand in Limpopo - 1 150 Board & Jiho office admin & travel 48 677 62 827 Bank charges 15 861 14 682 Student support 9 676 - Bank charges 15 861 14 682 Student support 9 20 708 506 525 Net surplus/(deficit) - Deferred Income South African Individuals Single donations 57 856 - International 102 000 221 623 | | | | |
| International 386 876 225 231 793 043 421 130 793 043 421 130 421 130 793 043 421 130 793 043 421 130 793 043 421 130 793 043 421 130 793 043 421 130 793 043 421 130 793 043 421 130 793 043 421 130 793 043 421 130 793 043 421 130 793 043 421 130 793 043 421 130 793 043 421 130 793 043 421 130 793 043 421 130 793 043 421 130 793 043 | | | 54 850 | |
| Net proceeds own fundraising activities 793 043 421 130 | | | | |
| Net proceeds own fundraising activities | | International | | *************************************** |
| Government funds | | Not proceed a grap from dunising activities | | _ |
| Food donations in kind | | | 2776 | |
| Page | | | 116.261 | |
| Caperational costs - Limpopo (to beneficiaries: food, prep) Food, fuel and preparation thereof | | rood donations in kind | | |
| Operational costs - Limpopo (to beneficiaries: food, prep) 701 500 - Food, fuel and preparation thereof 701 500 - Less: Transfer from reserve - see note 4 (150 000) - Food, fuel and preparation thereof 551 500 - Computers in Limpopo 32 877 - Salaries 158 876 218 410 Special projects - costs covered by special donations - 99 669 Costs for volunteers incl. food,accomodation & travel 42 692 20 822 Travel to Limpopo - visits & monitoring 45 647 35 986 Fundraising costs incl. newsletter 2 800 3 094 Health care - 1 040 Repairs and maintenance 2 244 27 461 Admin and committee expenses 9 858 21 384 Office stand in Limpopo - 1 150 Board & Jhb office admin & travel 48 677 62 827 Bank charges 15 861 14 682 Student support 9 676 - Net surplus/(deficit) (8 628) 451 303 The project took delivery of foodstuffs during the year kindly donated by Tiger Brands. | | Evnanditura | 912 000 | 931 828 |
| (to beneficiaries: food, prep) 701 500 - Food, fuel and preparation thereof (150 000) - Less: Transfer from reserve - see note 4 (150 000) - Food, fuel and preparation thereof 551 500 - Computers in Limpopo 32 877 - Salaries 158 876 218 410 Special projects - costs covered by special donations - 99 669 Costs for volunteers incl. food, accomodation & travel 42 692 20 822 Travel to Limpopo - visits & monitoring 45 647 35 986 Fundraising costs incl. newsletter 2 800 3 094 Health care - 1 040 Repairs and maintenance 2 244 27 461 Admin and committee expenses 9 858 21 384 Office stand in Limpopo - 1 150 Board & Jhb office admin & travel 48 677 62 827 Bank charges 15 861 14 682 Student support 9 676 - Net surplus/(deficit) (8 628) 451 303 The project took delivery of foodstuffs during the year kindly donated by Tiger Brands. - - | | ♣ | | |
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| Computers in Limpopo 32 877 - Salaries 158 876 218 410 Special projects - costs covered by special donations - 99 669 Costs for volunteers incl. food,accomodation & travel 42 692 20 822 Travel to Limpopo -visits & monitoring 45 647 35 986 Fundraising costs incl. newsletter 2 800 3 094 Health care - 1 040 Repairs and maintenance 2 244 27 461 Admin and committee expenses 9 858 21 384 Office stand in Limpopo - 1 150 Board & Jhb office admin & travel 48 677 62 827 Bank charges 15 861 14 682 Student support 9 676 - 920 708 506 525 Net surplus/(deficit) (8 628) 451 303 The project took delivery of foodstuffs during the year kindly donated by Tiger Brands. Deferred Income South African Individuals Single donations 57 856 - International 102 000 221 623 | | | | - |
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| Costs for volunteers incl. food,accomodation & travel 42 692 20 822 Travel to Limpopo -visits & monitoring 45 647 35 986 Fundraising costs incl. newsletter 2 800 3 094 Health care - 1 040 Repairs and maintenance 2 244 27 461 Admin and committee expenses 9 858 21 384 Office stand in Limpopo - 1 150 Board & Jhb office admin & travel 48 677 62 827 Bank charges 15 861 14 682 Student support 9 676 - Student support 9 676 - Pop 708 506 525 Net surplus/(deficit) (8 628) 451 303 The project took delivery of foodstuffs during the year kindly donated by Tiger Brands. (8 628) 451 303 Deferred Income South African Individuals 57 856 - Single donations 57 856 - International 102 000 221 623 | | | 130 670 | |
| Travel to Limpopo -visits & monitoring 45 647 35 986 Fundraising costs incl. newsletter 2 800 3 094 Health care - 1 040 Repairs and maintenance 2 244 27 461 Admin and committee expenses 9 858 21 384 Office stand in Limpopo - 1 150 Board & Jhb office admin & travel 48 677 62 827 Bank charges 15 861 14 682 Student support 9 676 - 920 708 506 525 Net surplus/(deficit) (8 628) 451 303 The project took delivery of foodstuffs during the year kindly donated by Tiger Brands. 8 628 451 303 Deferred Income 57 856 - South African Individuals 57 856 - International 102 000 221 623 | | | 42 692 | |
| Fundraising costs incl. newsletter 2 800 3 094 Health care - 1 040 Repairs and maintenance 2 244 27 461 Admin and committee expenses 9 858 21 384 Office stand in Limpopo - 1 150 Board & Jhb office admin & travel 48 677 62 827 Bank charges 15 861 14 682 Student support 9 676 - 920 708 506 525 Net surplus/(deficit) (8 628) 451 303 The project took delivery of foodstuffs during the year kindly donated by Tiger Brands. 57 856 - Deferred Income 57 856 - South African Individuals 57 856 - International 102 000 221 623 | | | | |
| Health care | | | | |
| Repairs and maintenance 2 244 27 461 Admin and committee expenses 9 858 21 384 Office stand in Limpopo - 1 150 Board & Jhb office admin & travel 48 677 62 827 Bank charges 15 861 14 682 Student support 9 676 - 920 708 506 525 Net surplus/(deficit) (8 628) 451 303 The project took delivery of foodstuffs during the year kindly donated by Tiger Brands. 57 856 - Deferred Income 57 856 - - International 102 000 221 623 | | • | - | |
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| Bank charges Student support Student su | | Office stand in Limpopo | 10 | |
| Student support 9676 920 708 506 525 Net surplus/(deficit) (8 628) 451 303 The project took delivery of foodstuffs during the year kindly donated by Tiger Brands. Deferred Income South African Individuals Single donations 57 856 - International 102 000 221 623 | | Board & Jhb office admin & travel | 48 677 | |
| Net surplus/(deficit) The project took delivery of foodstuffs during the year kindly donated by Tiger Brands. Deferred Income South African Individuals Single donations International | | | 15 861 | 14 682 |
| Net surplus/(deficit) (8 628) 451 303 The project took delivery of foodstuffs during the year kindly donated by Tiger Brands. Deferred Income South African Individuals Single donations 57 856 International 102 000 221 623 | | Student support | <u>9 676</u> | - |
| The project took delivery of foodstuffs during the year kindly donated by Tiger Brands. Deferred Income South African Individuals Single donations 57 856 International 102 000 221 623 | | | <u>920 708</u> | <u>506 525</u> |
| donated by Tiger Brands. Deferred Income South African Individuals Single donations International 57 856 - 102 000 221 623 | | Net surplus/(deficit) | (8 628) | 451 303 |
| South African Individuals Single donations International 57 856 - 102 000 221 623 | | | | |
| South African Individuals Single donations 57 856 International 102 000 221 623 | | Deferred Income | | |
| Single donations 57 856 - International 102 000 221 623 | | | | |
| International 102 000 221 623 | | | 57 856 | <u></u> |
| | | • | | 221 623 |
| | | | | |

10. Phedisang - Corporate Donors

Imperial Logistics Ltd
L.C.T.Solutions
Michelle Clifford & Associates
DRA Projects SA (Pty) Ltd
Dennis Williams Designs
L E Corder Consultants
Green House Development cc

South African Donors

Bill & Jill Alexander
Christopher Bennett
Noel Bunn
Hugh Corder
Mark & Clare Cresswell
Roland & Caron Elferink
Susan Ferguson
Alec Freund
Helen Harding
Bronwen Jones
Mpho Letlape
Laura & Douglas MacGregor

Samantha Manning
Harry Melck
Meryl O'Mahoney

Andrew & Sarah Reckling Margaret Richards Mike & Birgit Sankey Greg Sheppard Giulietta Talevi Clare MacKenzie Fiona Wynne-Jones

Robert & Hollie Hutchinson Keip

Greg Shields Sasha-Lee Vanhee Janet Brodrick

Michael & Kathie O'Malley

Bellew family
Russell Boltman
Teresa Bunn
Michael Crossley
Jean Davies
David Ferguson
Alastair Franklin
Kathryn Gawith
Vanessa Hendricks
Richard Lascaris
Susan MacKenzie
Michele Magwood
Diana Melck

Brian & Caron Mosehla

David Oxenham
Beth Reynolds
Victoria Ross
Richard & Liz Steyn
Paul Theron
Debbie Vintcent
Darryl Wright
Lila Heilbrunn

Dean Cunningham Phillippa Stratten

International Donors

Linda Berlot

Jacqueline Monique Ferreira

Ian Harrison

Hans & Brigitte Tornberg

Oak Foundation

Gill Garb

Grieselda Hunt

Montei Foundation

In - Kind Donations and Volunteers

In - Kind Donations

Tiger Brands Ltd - basic food-stuffs, delivered

Aurum Institute

- Johannesburg office accomodation

Rhodean School

- shoes

Elsa Marais

- clothes

Webber Wentzel

- all legal services

Hoedspruit Farmers - surplus produce

Blyde Citrus Group Frank Boetl Moria Foods Olifants River Estate Richmond Estate Unifrutti Blyderivier

Volunteers

Christy Hotard

US Peace Corps 15/10/2006 to 15/09/2008

Nick Redding

US Peace Corps 3/04/2008 to 29/03/2010

Wendy Kingston US Peace Corps 25/03/2010 to March 2012

Current Volunteers

Heather Bellew

general assistance

Giles Davis

accounting

Roland Elferink

website maintenance

Roedean School Visit 19 - 24 August 2010

Jade Arenstein, Ayanda Collins, Emma Cooper, Rebecca Cunningham, Nicola Doyle, Georgia Gordon, Laurie Harrison, Mary Kennedy, Emma Kunz, Megan Lang, Allie Milton, Mampu Mogafe, Nelisa Ngcoba

Trustees

The following were the trustees of the trust during the year under review:

L S McLean

PLA Davis

P J Ramsey

Board of the Phedisang Project

The following were board members during the year under review:

Dr Paul Davis

Maria Kgabo

Edwin Letty

Ledile Mphahlele

Pru Ramsey

Phedisang is run as an integral part of The McLean Trust. The separate Board manages Phedisang, giving long-term direction and supervising operations.