

TRENCOR

TRENCOR LIMITED
REG NO 1955/002869/06

MOBILE

MOBILE INDUSTRIES LIMITED
REG NO 1968/014997/06

INTERIM REPORTS

FOR THE SIX MONTHS ENDED 31 DECEMBER 2000

The unaudited results for the six months ended 31 December 2000, and comparative figures, are as follows:

| TRENCOR | | | | | | | | | | MOBILE | | |
|--|----------------------------|---------|---------------|---------|-----------------------|---------|-------------------------|---------------|-------------------------------|----------------------------|---------|----------------------------|
| ABRIDGED INCOME STATEMENTS | | | | | | | | | | | | |
| R Million | 6 months ended 31 December | | | | | | Year ended 30 June 2000 | | | | | |
| | Continuing | | Discontinuing | | Enterprise as a whole | | Continuing | Discontinuing | Audited Enterprise as a whole | 6 months ended 31 December | | Audited Year ended 30 June |
| | 2000 | 1999 | 2000 | 1999 | 2000 | 1999 | | | | 2000 | 1999 | 2000 |
| TURNOVER (INCLUDING EXCHANGE GAINS) | 1 046,3 | 685,9 | 78,2 | 86,7 | 1 124,5 | 772,6 | 1 676,3 | 103,6 | 1 779,9 | 19,3 | 19,9 | 39,7 |
| INCOME/(LOSS) BEFORE ITEMS LISTED BELOW: | 166,1 | 168,2 | (6,2) | (76,8) | 159,9 | 91,4 | 348,8 | (78,4) | 270,4 | 12,0 | 12,8 | 23,1 |
| EXCHANGE GAINS INCLUDED IN TURNOVER | 357,9 | 43,0 | — | — | 357,9 | 43,0 | 346,0 | — | 346,0 | — | — | — |
| LONG-TERM RECEIVABLE REVALUATION ADJUSTMENT | (96,0) | — | — | (260,0) | (96,0) | (260,0) | (50,8) | (299,2) | (350,0) | — | — | — |
| EMPLOYEE RETRENCHMENT COSTS | — | — | (0,2) | (33,6) | (0,2) | (33,6) | — | (30,3) | (30,3) | — | — | — |
| IMPAIRMENT OF FIXED ASSETS | — | — | (2,4) | (42,0) | (2,4) | (42,0) | — | (51,1) | (51,1) | — | — | — |
| RECOVERY ON DISPOSAL/ (WRITE DOWN) OF INVENTORY | — | — | 12,6 | (31,6) | 12,6 | (31,6) | — | (24,4) | (24,4) | — | — | — |
| LEASES AND OTHER COMMITMENTS | — | — | (1,1) | (43,4) | (1,1) | (43,4) | — | (37,7) | (37,7) | — | — | — |
| INCOME/(LOSS) FROM OPERATIONS | 428,0 | 211,2 | 2,7 | (487,4) | 430,7 | (276,2) | 644,0 | (521,1) | 122,9 | 12,0 | 12,8 | 23,1 |
| NET INTEREST EXPENSE | (153,1) | (118,9) | — | — | (153,1) | (118,9) | (240,7) | — | (240,7) | (9,9) | (10,0) | (20,1) |
| | 274,9 | 92,3 | 2,7 | (487,4) | 277,6 | (395,1) | 403,3 | (521,1) | (117,8) | 2,1 | 2,8 | 3,0 |
| ATTRIBUTABLE (LOSS)/INCOME OF ASSOCIATE COMPANIES: | | | | | | | | | | | | |
| FROM CONTINUING OPERATIONS | (12,8) | 0,2 | — | — | (12,8) | 0,2 | 0,3 | — | 0,3 | 84,9 | 36,5 | 145,6 |
| FROM DISCONTINUING OPERATIONS | — | — | — | — | — | — | — | — | — | 0,9 | (163,0) | (174,2) |
| INCOME/(LOSS) BEFORE TAXATION AND ABNORMAL ITEMS | 262,1 | 92,5 | 2,7 | (487,4) | 264,8 | (394,9) | 403,6 | (521,1) | (117,5) | 87,9 | (123,7) | (25,6) |
| ABNORMAL ITEMS | 88,6 | — | — | — | 88,6 | — | — | — | — | 42,0 | — | — |
| PROFIT ON SALE OF INVESTMENT | 94,1 | — | — | — | 94,1 | — | — | — | — | 44,6 | — | — |
| GOODWILL WRITTEN OFF | (5,5) | — | — | — | (5,5) | — | — | — | — | (2,6) | — | — |
| INCOME/(LOSS) BEFORE TAXATION | 350,7 | 92,5 | 2,7 | (487,4) | 353,4 | (394,9) | 403,6 | (521,1) | (117,5) | 129,9 | (123,7) | (25,6) |
| TAXATION | 58,6 | 1,6 | 0,8 | (143,2) | 59,4 | (141,6) | 63,4 | (153,3) | (89,9) | 0,7 | 0,8 | 0,9 |
| INCOME/(LOSS) AFTER TAXATION | 292,1 | 90,9 | 1,9 | (344,2) | 294,0 | (253,3) | 340,2 | (367,8) | (27,6) | 129,2 | (124,5) | (26,5) |
| OUTSIDE SHAREHOLDERS' INTEREST | 24,2 | 13,9 | — | — | 24,2 | 13,9 | 33,2 | — | 33,2 | 0,4 | 0,5 | 0,6 |
| NET INCOME/(LOSS) ATTRIBUTABLE TO SHAREHOLDERS | 267,9 | 77,0 | 1,9 | (344,2) | 269,8 | (267,2) | 307,0 | (367,8) | (60,8) | 128,8 | (125,0) | (27,1) |
| NUMBER OF SHARES IN ISSUE (MILLION) | | | | | 152,8 | 152,8 | | | 152,8 | 897,8 | 897,8 | 897,8 |
| UNDILUTED EARNINGS/(LOSS) PER SHARE (CENTS) | | | | | 176,6 | (174,9) | | | (39,8) | 14,3 | (13,9) | (3,0) |
| DILUTED EARNINGS/(LOSS) PER SHARE (CENTS) (NOTE 2) | | | | | 154,7 | (174,9) | | | (39,8) | 12,6 | (13,9) | (3,0) |
| UNDILUTED HEADLINE EARNINGS PER SHARE (CENTS) (NOTE 2) | | | | | 116,3 | 15,2 | | | 165,0 | 9,5 | 1,4 | 13,5 |
| DILUTED HEADLINE EARNINGS PER SHARE (CENTS) (NOTE 2) | | | | | 103,9 | 15,2 | | | 145,0 | 8,5 | 1,4 | 11,8 |
| PERIOD-END RATE OF EXCHANGE: SA RAND TO US DOLLAR | | | | | 7,56 | 6,12 | | | 6,78 | | | |

ABRIDGED BALANCE SHEETS

| TRENCOR | | | MOBILE | | | |
|--|---------------------|---------------------|----------------------------|---------------------|---------------------|----------------------------|
| | 31 December 2000 | 31 December 1999 | 30 June 2000 Audited | 31 December 2000 | 31 December 1999 | 30 June 2000 Audited |
| ASSETS | | | | | | |
| NON-CURRENT ASSETS | | | | | | |
| FIXED ASSETS | 3 127,5 | 2 280,1 | 2 730,1 | — | — | — |
| INVESTMENTS | 49,4 | 112,5 | 113,2 | 908,1 | 676,9 | 760,7 |
| LONG-TERM LOANS | 40,0 | 10,6 | 58,2 | — | — | — |
| LONG-TERM RECEIVABLES | 2 309,3 | 2 148,7 | 2 196,0 | 116,0 | 120,7 | 110,4 |
| | 5 526,2 | 4 551,9 | 5 097,5 | 1 024,1 | 797,6 | 871,1 |
| CURRENT ASSETS | 880,5 | 828,0 | 851,2 | 78,9 | 81,9 | 98,8 |
| € TOTAL ASSETS | 6 406,7 | 5 379,9 | 5 948,7 | 1 103,0 | 879,5 | 969,9 |
| EQUITY AND LIABILITIES | | | | | | |
| CAPITAL AND RESERVES | | | | | | |
| SHARE CAPITAL AND PREMIUM | 164,5 | 164,5 | 164,5 | 66,5 | 66,5 | 66,5 |
| RESERVES | 1 505,6 | 1 017,7 | 1 194,3 | 727,0 | 494,7 | 578,5 |
| SHAREHOLDERS' EQUITY | 1 670,1 | 1 182,2 | 1 358,8 | 793,5 | 561,2 | 645,0 |
| INTEREST OF OUTSIDE SHAREHOLDERS IN SUBSIDIARIES | 235,3 | 160,3 | 186,6 | 3,3 | 2,8 | 2,9 |
| TOTAL SHAREHOLDERS' FUNDS | 1 905,4 | 1 342,5 | 1 545,4 | 796,8 | 564,0 | 647,9 |
| CONVERTIBLE DEBENTURES | 260,5 | 260,5 | 260,5 | 127,6 | 127,6 | 127,6 |
| OTHER NON-CURRENT LIABILITIES | | | | | | |
| INTEREST-BEARING BORROWINGS | 2 777,7 | 2 253,4 | 2 549,9 | 91,0 | 95,7 | 101,0 |
| AMOUNTS ATTRIBUTABLE TO THIRD PARTIES | — | — | — | — | — | — |
| IN RESPECT OF LONG-TERM RECEIVABLES | 481,7 | 594,8 | 510,8 | — | — | — |
| DEFERRED TAXATION | 285,7 | 114,1 | 209,5 | (0,8) | (0,8) | (0,8) |
| | 5 711,0 | 4 565,3 | 5 076,1 | 1 014,6 | 786,5 | 875,7 |
| CURRENT LIABILITIES | 695,7 | 814,6 | 872,6 | 88,4 | 93,0 | 94,2 |
| TOTAL EQUITY AND LIABILITIES | 6 406,7 | 5 379,9 | 5 948,7 | 1 103,0 | 879,5 | 969,9 |
| CAPITAL EXPENDITURE | 253,5 | 28,0 | 428,2 | — | — | — |
| CAPITAL EXPENDITURE COMMITTED AND AUTHORISED | 0,4 | 4,2 | 57,1 | — | — | — |
| MARKET VALUE OF LISTED INVESTMENTS | — | 91,9 | 104,3 | 337,2 | 393,4 | 284,5 |
| DIRECTORS' VALUATION OF UNLISTED INVESTMENTS | 49,4 | 38,0 | 38,7 | — | — | — |
| RATIO OF AGGREGATE OF TOTAL SHAREHOLDERS' FUNDS AND CONVERTIBLE DEBENTURES TO: | | | | | | |
| TOTAL LIABILITIES EXCLUDING CONVERTIBLE DEBENTURES (%) | 195,8 | 235,6 | 229,4 | 19,4 | 27,0 | 25,0 |
| INTEREST-BEARING DEBT EXCLUDING CONVERTIBLE DEBENTURES (%) | 141,4 | 167,6 | 164,9 | 18,6 | 26,0 | 24,9 |

ABRIDGED CASH FLOW STATEMENTS

| | TRENCOR | | | MOBILE | | |
|---|----------------------------|---------|--------------|----------------------------|--------|--------------|
| | 6 months ended 31 December | | Year ended | 6 months ended 31 December | | Year ended |
| | 2000 | 1999 | 30 June 2000 | 2000 | 1999 | 30 June 2000 |
| | | | Audited | | | Audited |
| CASH GENERATED FROM/(UTILISED BY) OPERATIONS | 161,3 | 162,1 | 36,0 | 30,8 | (26,6) | (24,3) |
| INTEREST RECEIVED | 13,9 | 11,5 | 23,7 | 5,3 | 9,3 | 10,0 |
| INTEREST PAID | (167,0) | (130,4) | (264,5) | (15,1) | (15,6) | (30,1) |
| DIVIDENDS RECEIVED | 0,1 | 4,5 | 4,9 | — | 10,1 | 10,1 |
| DIVIDENDS PAID | — | (21,4) | (21,4) | 0,3 | (10,5) | (10,5) |
| DIVIDENDS PAID TO OUTSIDE SHAREHOLDERS | — | — | (10,0) | — | — | — |
| TAXATION PAID | (0,8) | — | (13,5) | (0,9) | (1,0) | (1,1) |
| NET CASH INFLOW/(OUTFLOW) FROM OPERATING ACTIVITIES | 7,5 | 26,3 | (244,8) | 20,4 | (34,3) | (45,9) |
| CASH FLOWS FROM INVESTING ACTIVITIES | (66,3) | (38,0) | (447,2) | (5,8) | — | — |
| CASH FLOWS FROM FINANCING ACTIVITIES | 237,9 | (107,9) | 589,7 | (10,1) | 35,1 | 45,1 |
| NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS BEFORE EXCHANGE RATE CHANGES | 179,1 | (119,6) | (102,3) | 4,5 | 0,8 | (0,8) |
| NET CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD | 66,9 | 153,3 | 153,3 | (1,8) | (1,0) | (1,0) |
| EFFECTS OF EXCHANGE RATE CHANGES ON CASH AND CASH EQUIVALENTS | 24,4 | 1,6 | 15,9 | — | — | — |
| NET CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD | 270,4 | 35,3 | 66,9 | 2,7 | (0,2) | (1,8) |

ABRIDGED STATEMENTS OF CHANGES IN SHAREHOLDERS' FUNDS

| | 1 358,8 | 1 418,3 | 1 418,3 | 645,0 | 671,5 | 671,5 |
|----------------------------------|---------|---------|---------|-------|---------|--------|
| | 269,8 | (267,1) | (64,4) | 128,8 | 1,4 | (28,8) |
| | 269,8 | (267,2) | (60,8) | 128,8 | (125,0) | (27,1) |
| | — | 0,1 | — | — | 126,4 | — |
| | — | — | (3,6) | — | — | (1,7) |
| | 41,5 | 31,0 | 4,9 | 19,7 | (111,7) | 2,3 |
| | 41,5 | 31,1 | 33,9 | — | — | — |
| | — | (0,1) | (29,0) | — | — | — |
| | — | — | — | 19,7 | (111,7) | 2,3 |
| BALANCE AT THE END OF THE PERIOD | 1 670,1 | 1 182,2 | 1 358,8 | 793,5 | 561,2 | 645,0 |

NOTES TO THE ABRIDGED FINANCIAL STATEMENTS

- These consolidated abridged interim financial statements are prepared in accordance with Generally Accepted Accounting Practice. The accounting policies used in the preparation of the interim financial statements are consistent with those used in the annual financial statements for the year ended 30 June 2000.

| | TRENCOR | | | MOBILE | | |
|--|----------------------------|---------|--------------|----------------------------|---------|--------------|
| | 6 months ended 31 December | | Year ended | 6 months ended 31 December | | Year ended |
| | 2000 | 1999 | 30 June 2000 | 2000 | 1999 | 30 June 2000 |
| | | | Audited | | | Audited |
| 2. Headline earnings | | | | | | |
| Earnings/(Loss) | 269,8 | (267,2) | (60,8) | 128,8 | (125,0) | (27,1) |
| Discontinuing operations | (1,9) | 344,2 | 367,8 | (0,9) | 163,0 | 174,1 |
| Losses incurred up to date of discontinuance | (1,6) | (53,8) | (54,9) | (0,5) | (25,6) | (26,0) |
| Abnormal items | (88,6) | — | — | (42,0) | — | — |
| Headline earnings | 177,7 | 23,2 | 252,1 | 85,4 | 12,4 | 121,0 |
| Number of shares in issue (million) | 152,8 | 152,8 | 152,8 | 897,8 | 897,8 | 897,8 |
| Headline earnings per share (cents) | 116,3 | 15,2 | 165,0 | 9,5 | 1,4 | 13,5 |

The dilution arises as a result of any future conversion of the convertible debentures. The directors are of the opinion that the debentures will not be converted in the foreseeable future and therefore no dilution is anticipated for the foreseeable future.

- Segmental reporting

| | Turnover: | | |
|---|-----------|---------|---------|
| Trailers | 134,8 | 125,4 | 259,2 |
| Container sales and financing continuing | 454,0 | 241,0 | 690,6 |
| Container sales and financing discontinuing | 78,2 | 86,7 | 103,6 |
| Container leasing | 442,3 | 315,3 | 683,9 |
| Other | 15,2 | 4,2 | 42,6 |
| | 1 124,5 | 772,6 | 1 779,9 |
| Income/(Loss) from operations: | | | |
| Trailers | (13,1) | (5,8) | (6,9) |
| Container sales and financing continuing | 293,0 | 96,6 | 423,1 |
| Container sales and financing discontinuing | 2,7 | (487,4) | (521,1) |
| Container leasing | 177,8 | 111,0 | 250,0 |
| Other | (29,7) | 9,4 | (22,2) |
| | 430,7 | (276,2) | 122,9 |

COMMENTS ON RESULTS

TRENCOR

Income before tax and abnormal items for the six months ended 31 December 2000 was R265 million (1999: loss R395 million) and undiluted headline earnings per share were 116,3 cents (1999: 15,2 cents). The period under review was characterised by a sharp decline in the value of the rand against the US dollar and an excellent performance by Textainer. The weaker rand resulted in a net increase in income before tax of R262 million: a foreign exchange revaluation gain of R358 million, less an adjustment of R96 million arising from the translation of the existing dollar-based provision against the net long-term receivables.

Textainer contributed R65 million to headline earnings.

The financial statements are based on an exchange rate of US\$1=R7,56 at 31 December 2000; the rate at 30 June 2000 was R6,78.

TRADING

Textainer's fleet utilisation peaked at 85% towards the end of September 2000 but has been declining since November, partly due to the economic slowdown in the USA. It ended the year at 82%, the same as 1999, and is currently just below 80%. By the end of 2000, Textainer had become the world's largest lessor of standard dry freight containers, with a fleet of 925 000 TEUs (twenty foot equivalent units) under management.

The stacked container factory at Montague Gardens was closed at the end of December. All costs associated with the closure, amounting to just under R7 million, have been included in "Discontinuing" operations in the attached financial report. Production of stainless steel tank containers at the Parow plant continues, albeit on a reduced scale, and remains under constant review.

Our other operations experienced very difficult trading conditions during the period under review.

There are no significant seasonal trading patterns in our businesses.

FINANCE

Textainer has entered into a joint venture with an overseas financial institution with the formation of a new financing entity, Textainer Marine Containers Limited ("TMCL"), in which Textainer and the institution each hold a 49,99% interest. TMCL is a vehicle for purchasing new containers that will be managed by Textainer. The debt in TMCL, which is provided by overseas financial institutions, is without recourse to Textainer. The results of TMCL have been accounted for by Tencor on the proportionate consolidation method, on a line-by-line basis.

Virtually all of the capital expenditure in this period was incurred in TMCL by Textainer.

The ratio of Tencor's consolidated interest-bearing debt to the sum of total shareholders' funds and convertible debentures decreased from 165% at 30 June 2000 to 141% by the end of December. With Textainer notionally equity accounted (its debt is without recourse to Tencor), this ratio at 31 December 2000 was 43% compared to 62% at 30 June 2000.

R224 million of rand-denominated debt was repaid during the period under review. Borrowings denominated in dollars, principally in

Textainer, were also reduced, but were higher when translated into rand because of the weaker exchange rate. In the same period, Tencor shareholders' equity increased by R311 million to R1,67 billion.

During the period under review, the group's interests in Waco International Limited were sold for a net cash receipt of R170 million, realising a net capital gain of R94,1 million. The premium of R5,5 million over net asset value paid on the acquisition of shares in Dynanet, whose business complements that of Tencor Solutions, was written off. These transactions resulted in a net non-trade gain of R88,6 million.

TAX QUERIES

The enquiry by the South African Revenue Service ("SARS") into the tax treatment of the Group's export partners' participation in the export of cargo containers (in respect of transactions concluded in prior years) continues. It is not possible to anticipate when it will be concluded. We remain confident that the supportive legal advice we have received will prevail should SARS seek to challenge the tax treatment.

DIVIDENDS

Tencor will not declare dividends until the advances under its South African banking facilities have been repaid.

MOBILE

Mobile Acceptances has had a satisfactory six months' trading. As Mobile Industries derives most of its income from dividends it receives from Tencor, Mobile will not declare dividends unless and until Tencor does.

GENERAL

Holders of securities in Tencor and Mobile are reminded that the current financial period is for the eighteen months ending 31 December 2001. An interim report on the twelve months to 30 June 2001 will be published towards the end of August 2001.

ON BEHALF OF THE BOARDS

N I JOWELL CHAIRMAN TRENCOR LTD

C JOWELL CHAIRMAN MOBILE INDUSTRIES LTD

21 FEBRUARY 2001

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