

Workforce Holdings Limited
 Incorporated in the Republic of South Africa
 (Registration number 2006/018145/06)
 Share code: WKF ISIN: ZAE000087847
 ("Workforce" or "the company")

CHANGE STATEMENT AND NOTICE OF ANNUAL GENERAL MEETING

Change Statement

Shareholders are advised that the integrated annual report for the year ended 31 December 2020, was distributed to shareholders on 28 April 2021 and is also available on the Company's website, <https://www.workforce.co.za/annual-reports/>. The annual financial statements ("AFS") forming part of the integrated annual report contains no modifications to the reviewed provisional results published on SENS on 31 March 2021 ("Reviewed Results"), other than those detailed below:

Group Statement of Financial Position

As at 31 December 2020

	Audited AFS (R'000)	Reviewed Results (R'000)
Assets		
Non-current assets	448 525	448 525
Right-of-use assets	57 126	57 126
Property, plant and equipment	20 651	20 651
Goodwill	215 780	215 780
Intangible assets	77 325	77 325
Deferred tax assets	71 012	71 012
Other financial assets	6 631	6 631
Current assets	851 308	851 308
Trade and other receivables and advances	765 459	765 459
Inventories	3 907	3 907
Taxation	2 675	2 675
Cash and cash equivalents	79 267	79 267
Total assets	1 299 833	1 299 833
Equity and liabilities		
Equity	734 242	734 242
Equity attributable to owners of the parent	730 564	730 564
Stated capital	234 051	234 051
Treasury shares	(13 075)	(13 075)
Foreign exchange differences on translation of foreign operations	(2 444)	(2 444)
Equity-settled employee benefits reserve	5 555	5 555
Retained earnings	506 477	506 477
Non-controlling interests	3 678	3 678
Non-current liabilities	70 730	37 870
Financial liabilities	21 026	21 026
Lease liabilities	47 313	14 453
Deferred tax liabilities	2 391	2 391
Current liabilities	494 861	527 721
Trade and other payables	226 616	226 616
Financial liabilities	253 807	253 807
Lease liabilities	14 438	47 298
Total equity and liabilities	1 299 833	1 299 833

The differences were owing to a liability of R 32.86 million that was incorrectly stated in current liabilities that should have in fact been included in non-current liabilities.

Group Statement of Cashflows
For the year ended 31 December 2020

	Audited AFS (R'000)	Reviewed Results (R'000)
Cash generated from operations before net working capital changes	43 696	35 166
Cash generated from operations	61 346	52 816
Finance income	745	745
Finance costs	(14 602)	(14 602)
Taxation paid	(3 793)	(3 793)
Increase/(decrease) in net working capital	129 087	129 087
Cashflow from operating activities	172 783	164 253
Cashflow from investing activities	(27 924)	(13 971)
Property, plant and equipment acquired	(8 830)	(8 830)
Proceeds on disposal of property, plant and equipment	293	293
Dividend income	644	644
Intangible assets acquired – maintaining operations	(6 196)	(6 196)
Payment of contingent consideration for business combinations	(13 953)	(13 953)
Acquisition of business	118	118
Cashflow from financing activities	(114 600)	(120 023)
Repayment of borrowings	(90 778)	(96 201)
Proceeds from borrowings	10 000	10 000
Payment of lease liabilities	(25 741)	(25 741)
Payment for buy-back of shares	–	–
Payment of contingent consideration for business combinations	(7 415)	(7 415)
Dividends paid	(666)	(666)
Net change in cash and cash equivalents	30 259	30 259
Cash and cash equivalents at the beginning of the year	49 008	49 008
Cash and cash equivalents at the end of the year	79 267	79 267

The net differences from the above changes to the Statement of Cashflows is zero.

There were no changes to the earnings per share, headline earnings per share, Statement of Comprehensive Income and Statement of Changes in Equity from the Reviewed Results to the Audited AFS.

Notice of Annual General Meeting

Notice is hereby given that the annual general meeting of shareholders of Workforce will be held at 10:00 on Thursday, 27 May 2021 at 11 Wellington Road, Parktown or via Microsoft Teams to transact the business stated in the notice of the annual general meeting, which is contained in the integrated annual report.

The board of directors of the company determined that, in terms of section 62(3)(a), as read with section 59 of the Companies Act, 71 of 2008, as amended, the record date for the purposes of determining which shareholders of the company are entitled to participate in and vote at the annual general meeting is Friday, 21 May 2021. Accordingly, the last day to trade Workforce shares in order to be recorded in the register to be entitled to vote will be Tuesday, 18 May 2021.

Johannesburg
28 April 2021

Designated Adviser
Merchantec Capital