

The board of directors of Datacentrix Holdings Limited has pleasure in presenting its report on the activities of the company and the group.

The directors accept responsibility for the integrity, objectivity and reliability of the financial statements of the company and group. Complete accounting records have been kept to support this. The directors support the principle of transparent reporting and delegated the responsibility for the preparation and presentation of the financial statements to management.

The responsibility of the external auditors is to express an independent opinion on the fairness of the financial statements after an audit of the records of Datacentrix Holdings Limited, its associate company and all its subsidiary companies.

The audit committee confirmed the retention of adequate internal controls and that there was no material interruption of controls during the year. The going concern basis was adopted in preparing the financial statements of the company and the group. The directors have every reason to believe that there are adequate resources in place to continue operations for the foreseeable future.

The directors are satisfied that the financial statements fairly present the financial situation and results of operations and cash flows of the company and the group for the year ended 29 February 2004. The preparation of the financial statements was in accordance with the appropriate accounting policies based on South African Statements of Generally Accepted Accounting Practice, and in the manner required by the Companies Act of South Africa (Act 61 of 1973).

The directors of the group, whose names are given on page 20 and 21 of this Annual Report, collectively and individually, accept full responsibility for the accuracy of the information given and certify that to the best of their knowledge and belief there are no facts that have been omitted, which would make any statement false or misleading, and that all reasonable enquiries to ascertain such facts have been made and that this Annual Report contains all the information required by the JSE Listings Requirements.

#### Litigation Statement

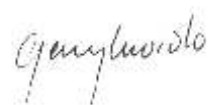
The directors of the company are not aware of any legal or arbitration proceedings, pending or threatened against the group, which may have or have had, in the 12 months preceding the date of this notice, a material effect on the group's financial position.

#### Material Change

Other than the facts and developments reported on in this Annual Report, there have been no material changes in the affairs, financial or trading position of the group since the signature date of this Annual Report and the posting date hereof.

All items required to be disclosed in a separate directors' report as required by Schedule 4 of the Companies Act of South Africa (Act 61 of 1973) have been included in the Notes to the Annual Financial Statements and other parts of this annual report, resultantly no separate directors' report is prepared.

The Annual Financial Statements set out on pages 24 to 49 were approved by the board of directors in Pretoria on 29 April 2004, and are signed on its behalf by:



**Gary Morolo**  
Executive Chairman



**Gerhard Uys**  
Chief Executive Officer

To the members of Datacentrix Holdings Limited:

#### Introduction

We have audited the Annual Financial Statements and group Annual Financial Statements of Datacentrix Holdings Limited set out on pages 24 to 49 for the year ended 29 February 2004. These financial statements are the responsibility of the company's directors. Our responsibility is to express an opinion on these financial statements based on our audit.

#### Scope

We conducted our audit in accordance with statements of South African Auditing Standards. Those standards require that we plan and perform the audit to obtain reasonable assurance that the financial statements are free of material misstatement. An audit includes:

- examining, on a test basis, evidence supporting the amounts and disclosures included in the financial statements;
- assessing the accounting principles used and significant estimates made by management; and
- evaluating the overall financial statement presentation.

We believe that our audit provides a reasonable basis for our opinion.

#### Audit Opinion

In our opinion, these financial statements fairly present, in all material respects, the financial position of the company and group at 29 February 2004 and the results of their operations and cash flows for the year then ended in accordance with South African Statements of Generally Accepted Accounting Practice, and in the manner required by the Companies Act of South Africa (Act 61 of 1973).



#### Deloitte & Touche Chartered Accountants (SA)

Registered Accountants and Auditors

Pretoria  
29 April 2004

## Certificate of the Company Secretary

I certify, in my capacity as company secretary and in accordance with Section 268(G)(d) of the Companies Act of South Africa (Act 61 of 1973) as amended, that the company has, for the year ended 29 February 2004, submitted to the Registrar of Companies such returns as are required from a public company and that these returns are, to the best of my knowledge, true, accurate and up to date.



**Johan Landsberg**  
Company Secretary

Pretoria  
29 April 2004