TWO DECADES OF FINAL PROPERTY OF THE PROPERTY



TWO DECADES OF FREEDOM— A 20-YEAR REVIEW OF SOUTH AFRICA

"The people of South Africa have spoken ... They want change! And change is what they will get. Our plan is to create jobs, promote peace and reconciliation, and to guarantee freedom for all South Africans" – President Nelson Mandela, inaugural speech, May 1994

As the 20th anniversary of the birth of democracy in South Africa, on April 27 2014, approaches, it seems a perfect opportunity to take a step back and get a long-range perspective on the important question: "So, what has Nelson Mandela's South Africa done with its freedom?"

Goldman Sachs has produced this report in the hope of contributing towards a more balanced narrative on South Africa; one, which in the wake of 2012's tragic events at Marikana, had become somewhat hysterical, short-term and often negative.

The report provides a data-rich, empirical analysis of how South Africa has changed in the past 20 years, and its position in the world, and identifies:

- The 10 areas in which South Africa has made structural advances in this time
- The 10 large challenges that remain to be tackled
- The 10 key issues now to be addressed

We have presented to, discussed and iterated this report in private audiences with the South African government, some of South Africa's top political leaders, the South African Reserve Bank, business leaders, boards of leading companies, business organisations and leading academic institutions.

The report aims and hopes to present a balanced picture, at a time after close on 20 years of democracy, when it is possible to reflect, take stock and get a clear picture of the challenges ahead for South Africa.

We also hope that by providing this balanced perspective on South Africa's achievements in the past 20 years, and identifying in factual relief the challenges which remain, all South Africans will be in a better position to chart the way forward to realising Nelson Mandela's vision.

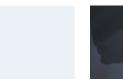
Colin Coleman

Partner Managing Director, Head of South African Office and Investment Banking Division, Sub-Saharan Africa, Goldman Sachs International

Johannesburg, 4 November 2013













1 How South Africa has changed in the almost two decades since 1994, and how it is now positioned in the world...



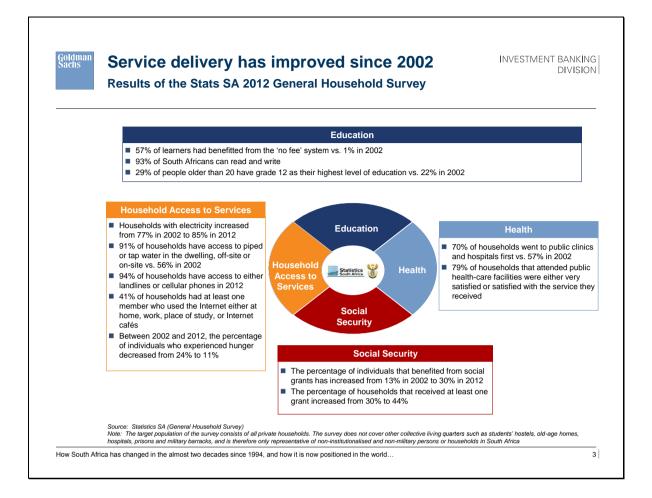
an	South Africans now a democracy Based on National Census 1		of	INVESTM	ENT BAN DIVI
		1996		2011	
/?	Population (m) – Total	40.6	+11.2m (27.6%)	51.8	
	- African	31.4	+9.6m (30.6%)	41.0	79%
	- Other	9.2	+1.6m (17.4%)	10.8	
/	GDP (\$bn)	143.7		402.2	2.5x
×	Unemployment (millions)	4.7		5.6	
/?	Employment (millions)	9.0		13.2	(now 14.0
	Functional illiteracy ¹ (%)	33.6%		19.1%	
	Access to services (%)				
/	Electricity ² State non-	58.2%		84.7%	
	Water ³ transfers	60.8%		73.4%	
/	Sanitation ⁴	50.3%		62.6%	
/?	Social Welfare (millions) State cash transfers	2.4		14.6	(now 15.2
	Source: National Census, Stats SA 1 Defined as the number of persons aged 15 years and older 2 Based on % of population that use electricity for lighting in 3 Based on % of population that have access to piped water 4% of households that have flush or chemical toilets	the home	education are less than Grade 7		

The South African population is even more African dominated today

- Based on information provided by the 1996 and 2011 census, the African population is the fasting growing population group and now accounts for c.79% of the South African population. This fact dominates the political and commercial landscape and makes the African community the key determinant of the political and economic life of the country
- Economic growth shows strong improvement but unemployment is sticky
- GDP, on a dollarised basis, has grown 2.5x over the period to around \$400bn today
- Whilst unemployment has remained high with a net 900,000 added to the unemployed in 20 years, those with employment have in fact grown by 4.1 million in the period.
 Employment has therefore grown, albeit at an insufficient rate to bring the aggregate % unemployed down

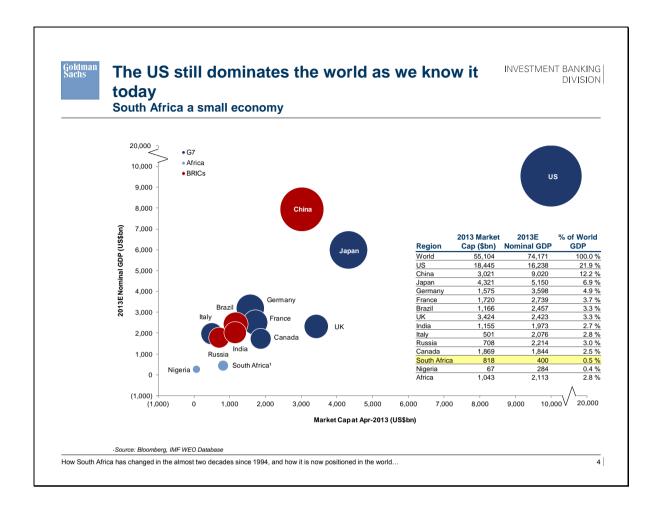
The poor have benefited from cash and non-cash state transfers

- Non-cash transfers by the State in the form of providing public sector goods and services to the poor is evident in areas such as education (functional illiteracy improving from 34% to 19%), access to electricity (improving from 58% to 85%) and access to water and sanitation facilities (both reaching an additional 13% of the population)
- Social welfare monthly cash grants are now afforded to over 16m people in need, which corresponds to the number of people living below the \$2/day poverty line in South Africa, at an annual current cost to the fiscus of over \$10bn
- The combination of these cash and non-cash transfers of value represents a vital safety net and cushion for the poor and supports their ability to acquire their basic needs



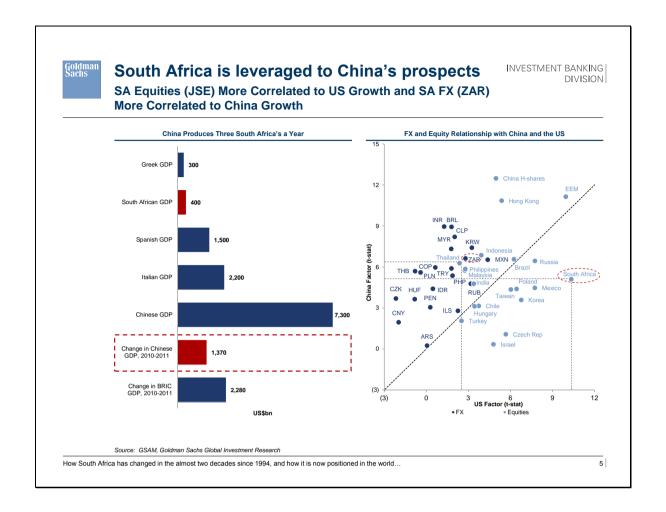
The Stats SA General Household Survey, provides a picture of broad improvements for poorer communities

- One example to highlight is health, where 70% of households made use of public clinics (vs. 57% in 2002) and around 80% recorded being satisfied or very satisfied with the service received
- This stands counter to prevailing public perception of the state of public health facilities and, whilst not evenly performing, on aggregate the data reflects that public health services is deemed by its client users to have improved



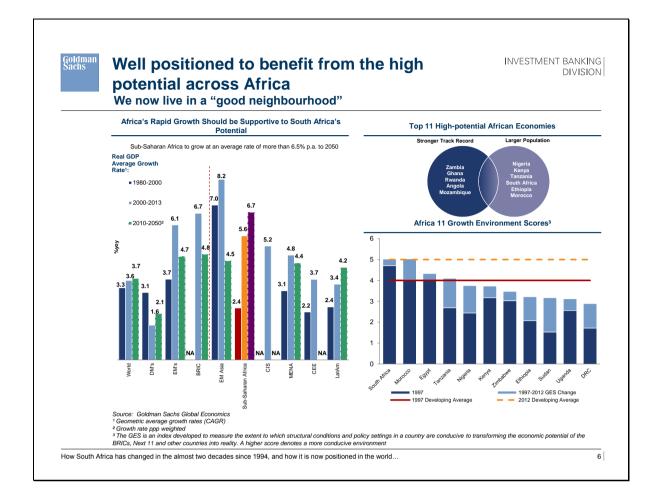
South Africa is a small economy when seen in a global context with only 0.5% of world GDP

- The US (\$16trn GDP) and China (\$9trn GDP) are the dominant, leading economies. The performance of these economies is central to South Africa's economic prospects
- South Africa's total equity market capitalisation is a standout 2x GDP, the highest market cap / GDP ratio of all countries shown on the table, and one key measure on which it compares favourably against other BRIC countries



The importance of both China and the US for South Africa is further evidenced by their sheer size and influence over global FX and equity markets

- Even at a "slower" growth rate of c.7.5%, China is currently adding around \$1.4tn per annum to world GDP. This equates to adding an economy the size of Greece every 10 weeks or the size of South Africa every 3.5 months
- As a major commodity consumer and importer from South Africa and Africa, and given China's increasing overall importance as a trade partner for South Africa, its' economy is hugely influential in determining the overall health of South Africa's
- On the right hand side, we see that the ZAR's performance is more correlated to China (given the commodity factor) and the JSE is highly correlated to the performance of US equities. If the US economy enters a phase of sustained growth going forward this should be good news for the JSE



- In 1994 South Africa suffered from a "bad neighbourhood" syndrome, particularly highlighted by the political and economic state of Zimbabwe. The Sub-Saharan Africa region grew at only 2.4% real GDP average growth rate from 1980-2000
- However, in the last 13 years the region actually recorded a 5.6% average growth rate.
 We forecast this to rise to 6.7% into 2050 which will produce a region the size of \$14trn, ranking as one of the fasting growing regions in the world. South Africa and its companies are now ideally positioned to benefit from the growth potential of the continent
- Using the Growth Environment Scores as a measure of progress, we see countries universally improving their performance since 1997, albeit off a low base, in providing an environment that is conducive to economic growth



ii ...South Africa has made significant structural advances since 1994...



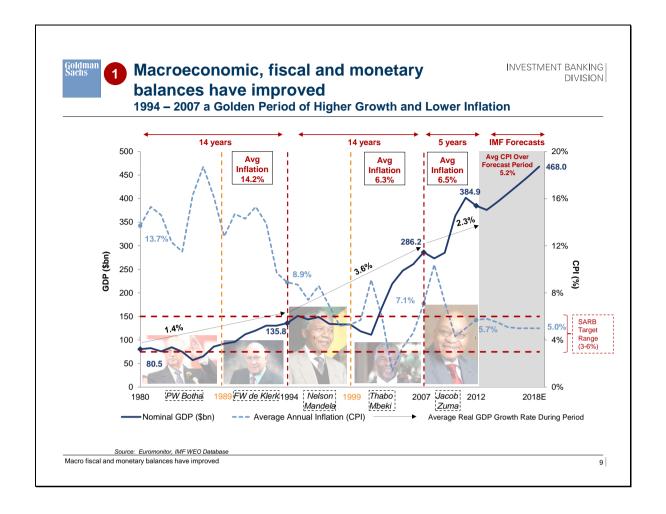
South Africa has in the two decades since 1994 made decisive structural advances in 10 key areas

INVESTMENT BANKING | DIVISION |

- Macro fiscal and monetary balances have improved
- Government debt costs have trended lower and foreign reserves have risen
- 3 Overall cost of capital has declined
- 4 Corporate valuations have improved relative to global peers
- 5 Real asset ZAR returns have compared favourably
- 6 China and African trade rise has largely offset European trade decline
- Disposable income of South Africans has risen
- The rise of the black middle class has led to a structural boost in spending
- 9 Wage inflation and government grants have supported this trend
- 10 Per unit labour productivity has improved

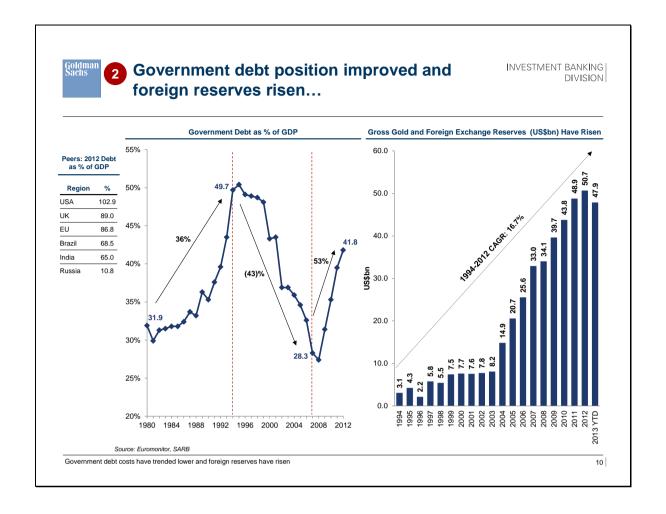
South Africa has made significant structural advances since 1994

8

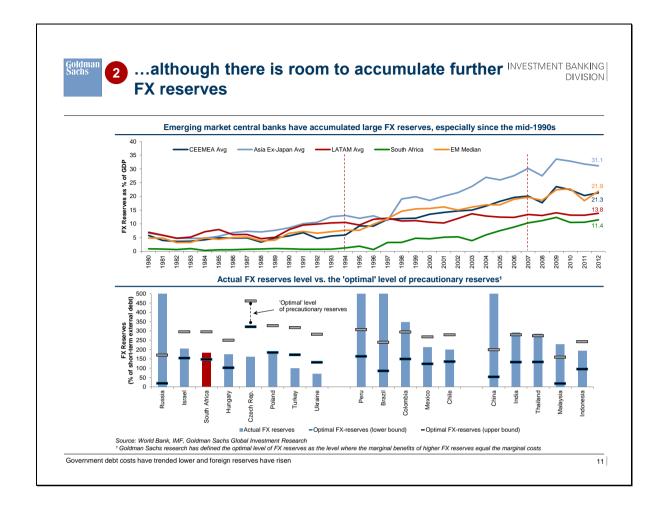


This graph tells a remarkable story about economic growth in South Africa before and after 1994

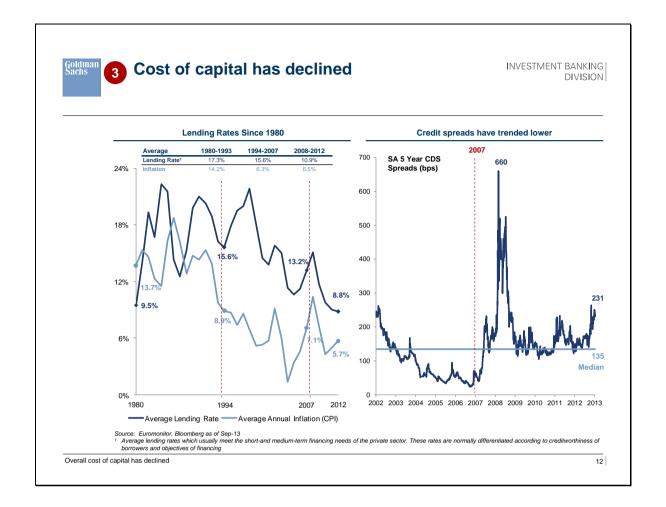
- Between 1980 and 1994, when South Africa was at the height of the anti-apartheid conflict (with associated sanctions, repression, labour and political unrest), it achieved a 1.4% average GDP growth rate, accompanied by average inflation in the period of 14.2%
- Notwithstanding inheriting this dire economic legacy, junk status sovereign credit rating (Standard & Poors BB) and a practically empty bank account (Net Open forward position of -\$25bn), South Africa recorded an average GDP growth rate of 3.6% between 1994-2007 and brought inflation down (with the introduction of inflation targeting) to an average in the period of only 6.3%. This was a "golden period" of economic performance and a peace dividend for South Africa
- Post 2007, the changes brought about by the ANC's Polokwane conference and the onset of the global financial crisis had the effect of moderating this growth, which resulted in a more subdued but still positive average GDP growth rate of 2.3%, and average inflation of 6.5% in the period 2007 to 2012
- Importantly, this impressive performance has, through the period, transformed South Africa from an \$80bn economy to a \$400bn economy today, accompanied by prudent monetary and fiscal policy



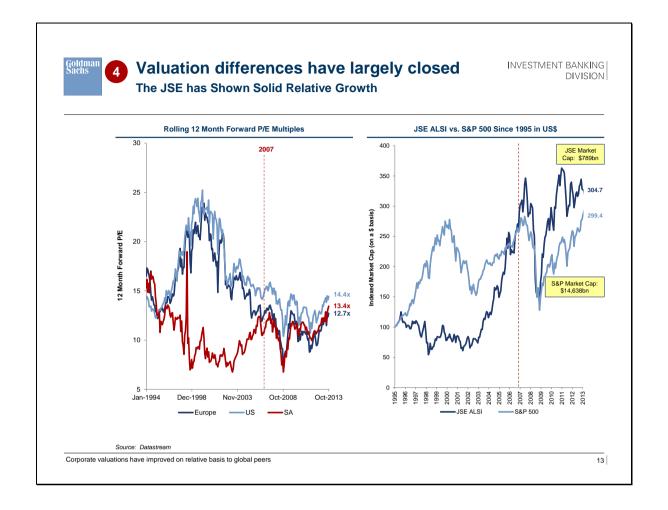
- Government debt as a % of GDP shot up through the pre-1994 period to 50%, declined through policies of fiscal prudence in the "golden period" to 28% in 2007 and, since the onset of the global financial crisis, has risen again to 42%
- The IMF recently warned South Africa that a 1% decline in growth could see a rapid rise in Debt/GDP to around 60%
- The National Treasury's recent forecasts aims to keep South Africa well clear of the high indebtedness recorded in certain developed markets, and certainly below 50% in the next 4 years
- Gross gold and foreign exchange reserves in 1994 were only \$3bn (before the negative Net Open Forward Position). As the \$(25bn) position closed around 2003, the reserves rose rapidly to around \$50bn



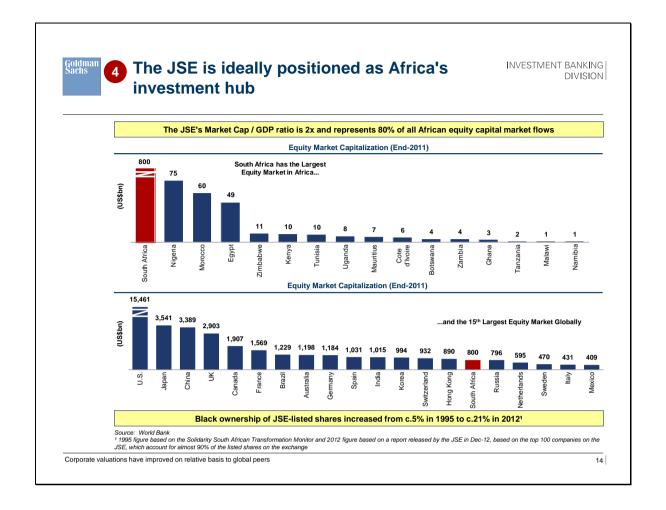
- However, South Africa still has room on an absolute and relative (to other growth markets) basis to accumulate further reserves to get to the "optimal" level of precautionary reserves. Such a higher level of reserves theoretically affords the central bank with a cushion and flexibility to deal with any currency shocks
- The chart at the bottom shows South Africa's position in the red bar and highlights that at this point there is room to accumulate further reserves between the current levels and the optimal level as defined by Goldman Sachs Global Investment Research



- On the LHS, we see that the cost of capital has, in line with falling inflation, declined over the period from an average lending rate from 1980 to 1994 of around 17% to around 11% in the last 5 years. This benefits all members of society from corporates to consumers
- The sovereign spreads have largely also improved with the exception of the spike in 2008 off very tight pre global financial crisis levels
- The recent slightly elevated levels reflect growing risk across growth markets as the US Fed prepares to taper it's quantitative easing program

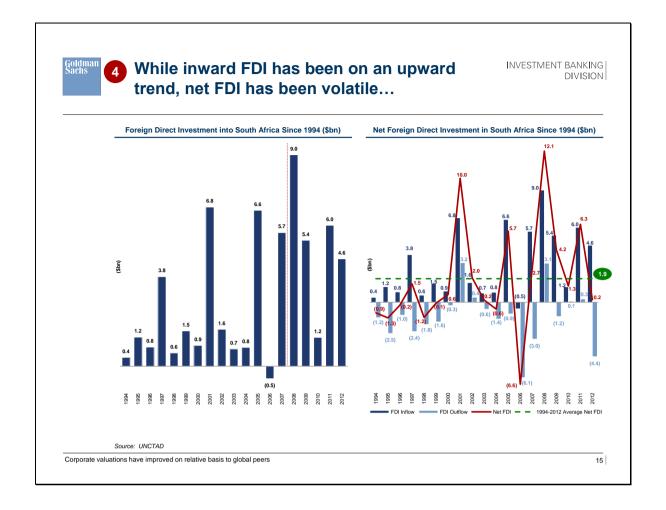


- On the LHS, it is clearly visible that around the period of 2000, there was a large differential (equal to about 15x) in the value attributed to US and European companies vs. South African companies, based on one year forward P/E multiples
- This made it difficult for South African companies to use their stock as currency for acquisitions globally as they were relatively undervalued and at an impossible competitive disadvantage
- At least partly as a result, companies like Old Mutual, Anglo American, SAB Miller and Dimension Data moved their primary listings to the London Stock Exchange, interalia, in the hope of an upward multiple rerating towards LSE valuations to compete on the global stage
- Over time, however, this valuation differential reduced as South Africa's Golden Period of economic prosperity assisted in re-rating JSE listed companies upwards, and US and European multiples fell into and beyond the Global Financial Crisis, thereby compressing the valuations close together
- South Africa's current 1 year forward P/E multiple of 13.4x now surpasses the 12.7x of Europe, but lags the 14.4x of the US only by 1.0 x. It will be interesting to see if the historic multiple differential re-emerges in future. In the meantime, South African companies are at better comparative valuations on aggregate than they have been since 1994
- The chart on the RHS reinforces the point that on a relative basis to the S&P500 Index, the JSE in US\$ terms has outperformed since 1995

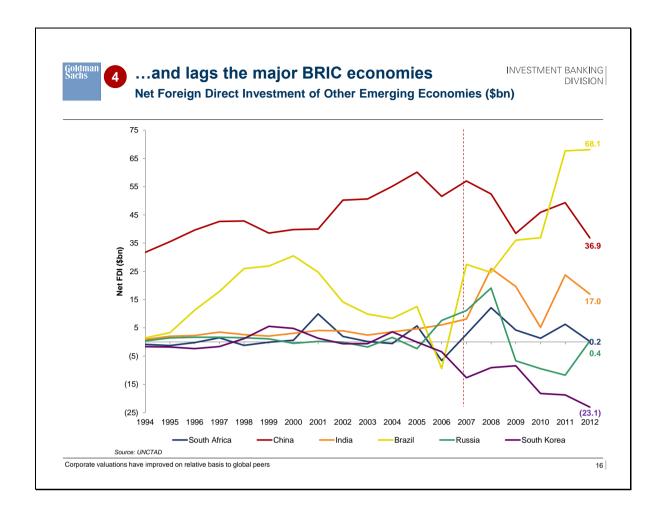


The JSE is the only viable, liquid entry point into Africa's equity capital markets

- South Africa's corporate equity market cap, at c.\$800bn, is more than 10x larger than any other African stock exchange, with Nigeria's \$75bn market cap exchange the next largest. The JSE represents 80% of all Africa's equity capital markets. On a liquidity basis, South Africa trades c.\$2bn average daily trading value (ADTV) vs. Nigeria's \$20m. Therefore, international investors, sovereign wealth funds and multinationals such as Walmart, Vodafone & ICBC consistently choose South African companies as the platform for their Africa strategy
- The high standards of corporate governance, excellence of management teams and the liquid capital markets make South African companies attractive targets and partners for African expansion
- On a global scale, the JSE as the 15th largest stock exchange compares favourably to fellow BRIC nations such as Russia

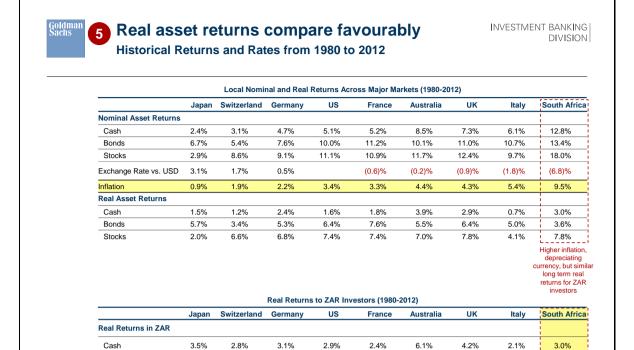


- The chart on the left shows that there has been improvements in inward FDI to South Africa, however on a net basis, after accounting for outflows such as dividends to international investors, particularly post 2000, as a result of offshore listings, dividends or outward bound FDI, we see that net FDI has been volatile
- Through the period 1994 -2012, net annual FDI has been on average only \$1.9bn with only 2 years (2001 and 2008) in which net FDI has exceeded \$10bn



In comparison with India, China and Brazil, South Africa's net FDI has lagged (in line with Russia)

 As we show later, in respect of funding the current account deficit, South Africa should aim to lift the average annual net FDI closer to the \$5-10bn range. This requires decisive steps to improve the climate for foreign investment across the economy, and to aggressively compete globally for that investment



This analysis, summarised in the box on the bottom of the RHS as highlighted in yellow, demonstrates the comparative returns for a ZAR investor if they were free to invest, after removing all currency effects, freely in cash, bonds and stocks across these markets over the period 1980 to 2012

7.8%

8.8%

8.3%

8.1%

7.7%

9.2%

7.8%

9.2%

6.5%

5.6%

3.6%

7.8%

17

- The results reveal that the performance of South African cash and stocks are largely in line on a global basis, although bonds have underperformed

Bonds

Stocks

Real asset ZAR returns have compared favourably

7.7%

4.0%

5.0%

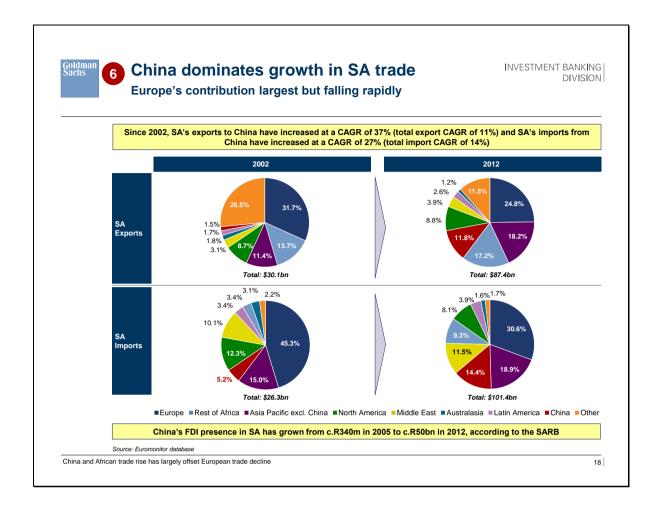
8.2%

Source: Dimson, Marsh & Staunton, Global Investment Returns Sourcebook 2013, Credit Suisse

6.0%

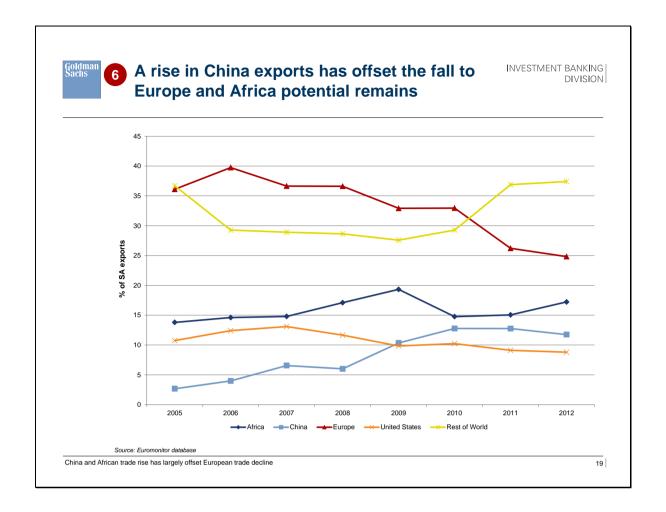
7.5%

 This picture reflects favourably on returns for SA investors notwithstanding exchange controls, inflation and currency effects

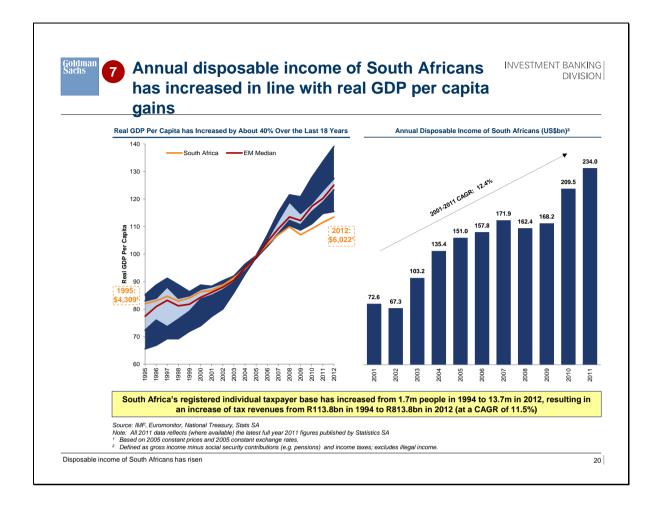


The increasing volume of imports from and exports to China has somewhat compensated for the decline in trade with Europe

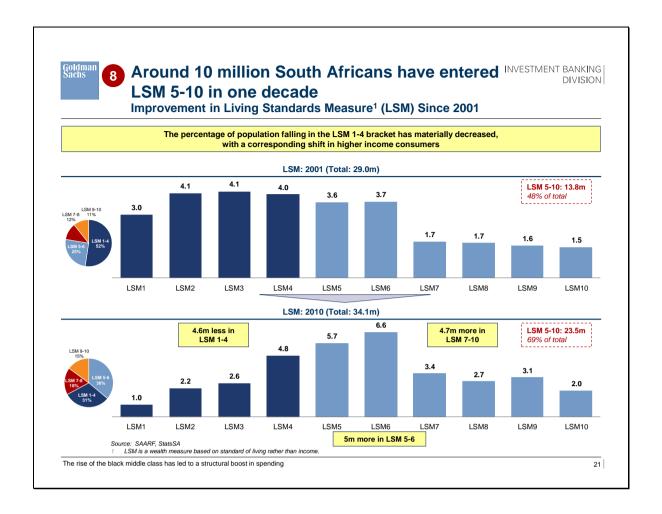
- Whilst exports to Europe decreased from 32% to 25% since 2002, exports to China increased from 1.5% to 12%
- Similarly, while imports from Europe have decreased from 45% to 31%, imports from China have increased from 5% to 14%
- This reflects the growing importance of China. Africa's contribution to trade is also an improving trend though more should be done to accelerate intra Africa trade



- This graph shows how China's rise in trade, supported by a moderate increase from Africa, is offsetting Europe's declining trade contribution (off a high base)
- Corporate expansion into Africa is helpful and should be further encouraged and facilitated to increase trade linkages across sectors
- Goldman Sachs forecasts 2014 GDP growth for Europe of 0.9% from (0.4%) this year, a
 positive swing of 1.3% in 2014. This hopefully will also see Europe's declining pattern of
 trade with SA stabilise



- The graph on the LHS shows the rise, according to a recent IMF report, in real GDP per capita from just over \$4,300 in 1995 to \$6,000 in 2012, a 40% increase
- The evolution of the poor and the rise of the African middle class are particularly important demographic shifts
- The effect of this is depicted on the RHS, as the graph shows cumulative annualised growth in the annual disposable incomes of South Africans of 12.4% in the period to \$234bn
- Remarkably, and thanks to the improving efficiency of the widely lauded SARS administration of tax collection, SA's registered tax payers increased from 1.7m in 1994 to 13.7m in 2012 with tax collections dramatically increasing from R114bn R814bn in 2012



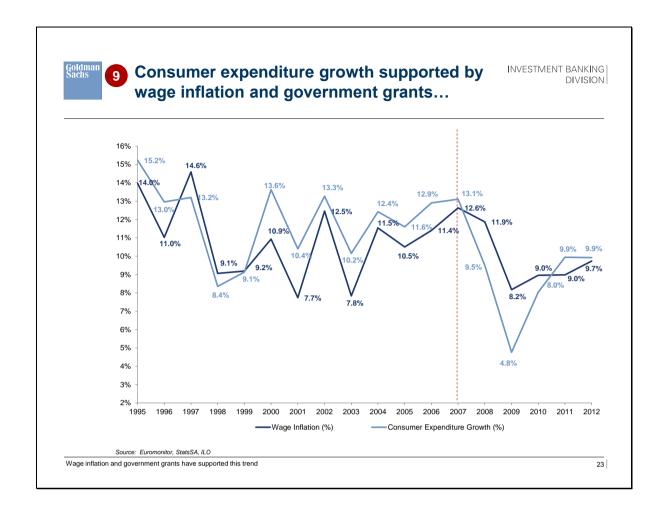
The rise in disposable incomes of South Africans has resulted in a remarkable progression in the LSM (Living Standard Measure) profile of the country

- This is a standard method used to measure the population in 10 income categories
- Between 2001 and 2010, the number of people in the LSM 1-4 categories (which is the lower income group) decreased significantly from 52% to 31%, resulting in 4.6m less people in the lower income group. And the number of people in the LSM 5-10 increased from 48% to 69%, resulting in almost 10 million more people graduating into the middle to upper band. This was an average of 1 million people per year over a 10 year period, a truly remarkable development
- The largest numbers of people are now in LSM 5-6 (middle income) with 12.3m from 7.3m a decade earlier

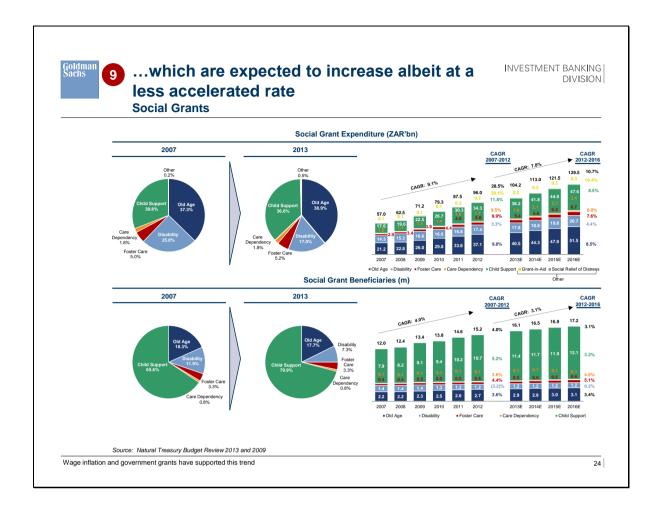
The I	oiggest	shifts over the period ar			ss and a rise in white e	entrants int
		upper class segment Race and Class Size (in Thousands of Individuals)				
		Lower Class	Lower Class	Middle Class	Upper Class	Tota
		Below Poverty Line < R515¹	Above Poverty Line R515 - R1,399 ¹	R1,400 - R10,000¹	> R10,000¹	
	1993	21,399 (70%)	6,755 (22%)	2,235 7%	19 (0%)	30,40
African	2000	23,053 (66%)	7,769 (22%)	4,006 (12%)	112 (0%)	34,94
	2008	23,438 61%	9,361 24%	5,377 14%	257 (1%)	38,43
	1993	183 (4%)	375 (7%)	4,158 (81%)	400 (8%)	5,110
White	2000	87 (2%)	298 (7%)	3,055 (75%)	650 (16%)	4,09
	2008	125 (3%)	473 (11%)	2,958 67%	888 20%	4,44
		D (050) (44)		37% of whites remain m	:	

These shifts in income or wealth can be further analysed by race

- The middle class has doubled from 7% of the African population in 1993 to 14% in 2008, a rise of 3.1m more Africans in the period to 5.4m
- Over the same period, the white middle class decreased from 4.2m people to 3.0m. Of that decrease, 0.5m whites graduated to the upper class income and the other 0.7m people emigrated (as evidenced by the overall decline in the white population from 5.1m to 4.4m over the period)
- Therefore, in absolute terms, Africans now dominate the middle class consumer segment, while white people who stayed have on aggregate become wealthier
- The stark reality is that 85% of Africans still remain poor (shown by the red circles), while 87% of white South Africans are in the middle to upper class categories (shown by the green circles)

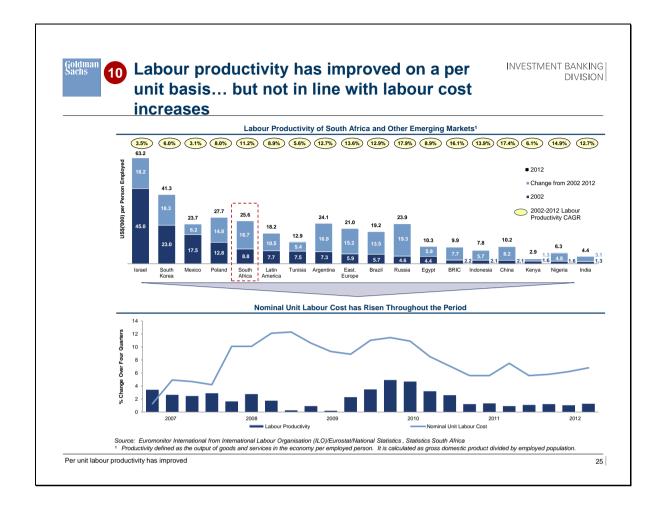


 Real wage inflation of around 3% per annum and social grants have boosted consumer expenditure



Government grants are now distributed to 16.1m people

- The value of the grants has been similar between children and the old age, who are the major beneficiaries
- Children are the dominant beneficiaries by number of people (around 70% of total grants)
- These trends are expected to continue through to 2016, with a CAGR of around 8% in total expenditure, a slightly lower pace of growth than the previous 4-year period
- Treasury remains committed to sustaining this programme



South Africa's per unit labour productivity has improved over the last decade by 11% CAGR

- Productivity output has increased from \$8,800 per worker in 2002 to \$25,600 in 2012, positioning SA in the top third of growth markets on this measure
- However, nominal unit labour costs, measured from 2007 to 2012, have risen at a higher rate than labour productivity
- In essence, fewer workers are producing more; however the value of productivity gains are not keeping pace with the rising cost of the workforce
- Should SA find a formula for employing more people at a cost lower than the value of associated production, the good news is that individual employee productivity is healthy by global growth market standards and such job creation should lead to expansion of GDP



iii ...but large challenges to further transform the economy and defend structural advances remain...

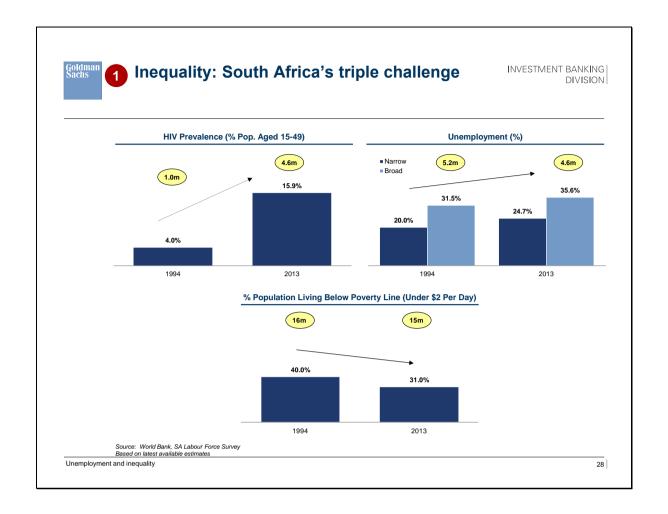


Decisive improvement is required in the following 10 key areas

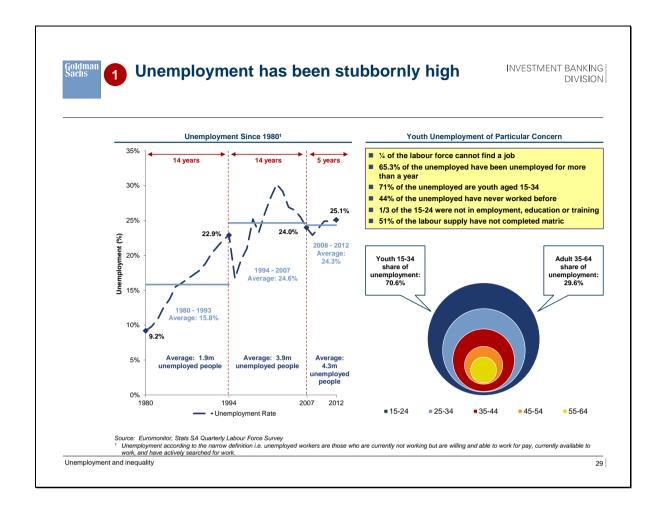
INVESTMENT BANKING DIVISION

1	Unemployment and inequality
2	Current account deficit
3	Recent fiscal trends and vvolatility of currency
4	Savings rate and consumer indebtedness
5	Manufacturing / mining sectors
6	Labour instability and wage inflation
7	Education / health outcomes and public sector productivity
8	Infrastructure
9	Computer & internet access / research & development / patents
10	Sovereign credit ratings under pressure

...but large challenges to further transform the economy and defend structural advances remain...

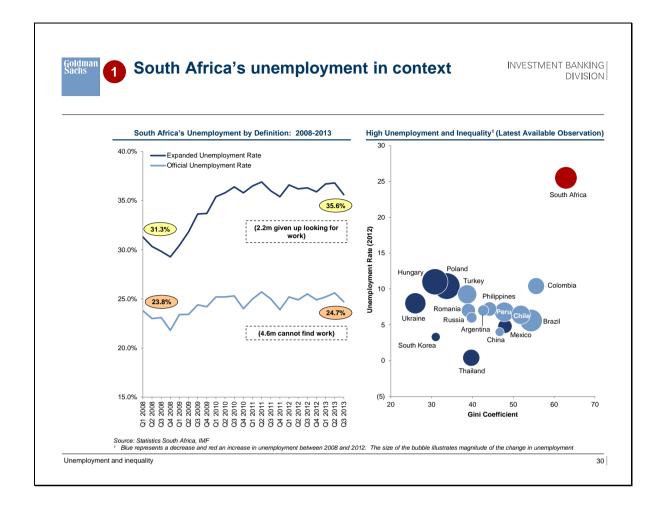


- 4.6 million people in SA live with HIV. The expansion of the current ARV programmes and the lowering rate of infection are positive signs of the effects of a rising attack by South Africans on the disease
- 4.6m people are looking for and cannot find jobs, and another 2.2m have given up looking for work. Together this represents a broad unemployment rate of 36%
- 15m people today live below the absolute poverty line of \$2/day
- This is SA's triple challenge of HIV, unemployment and poverty still affecting the lives of around one third of the population

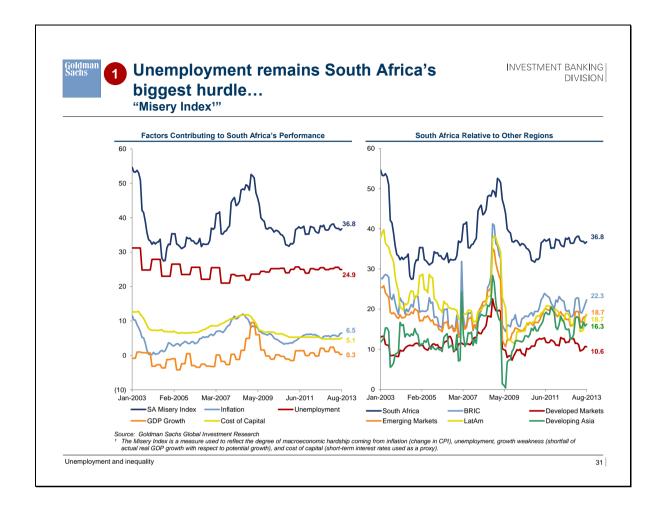


An understanding of the nature of SA's unemployment challenge is of paramount importance to effectively address the situation

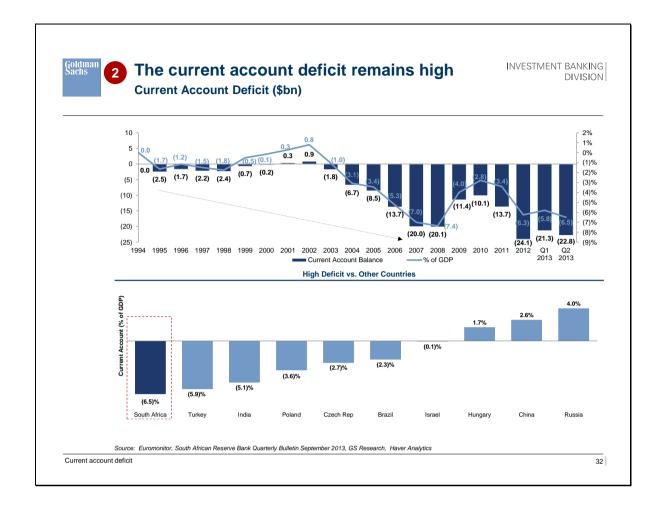
- In the period leading up to 1994, the unemployment rate rose quite significantly as we experienced an era of sanctions, unrest and de-industrialisation. Whilst the chart reflects a steep rise in unemployment from a base of around 9% in 1980, this is probably understated as the former "Bantustan" areas (which were home to high unemployment levels) were likely not reflected in the statistics
- Democratic South Africa inherited an unemployment rate of 23%
- Unfortunately, this rate has remained static around the mean of c.24% (excluding the broader unemployment definition)
- Of the four and a half million unemployed people, 71% are youth aged between 15 and 34, making it a largely youth unemployment problem
- 51% of the labour supply have not completed the matric school leaving qualification



- 4.6m people cannot find work and a further (and over the last 5 years rising) 2.2m have given up looking for work, so in total around 7m SA's are unemployed (or 36% of the labour force) whilst 14m have jobs
- South Africa has the highest gini coefficient (measure of the income inequality of the population) amongst peers, although now down from its peak of 67 in 2006 to 63 in 2009 (latest available data)
- Brazil by comparison has through economic growth and social distribution improved from a high of 61 to now 55 over a decade period

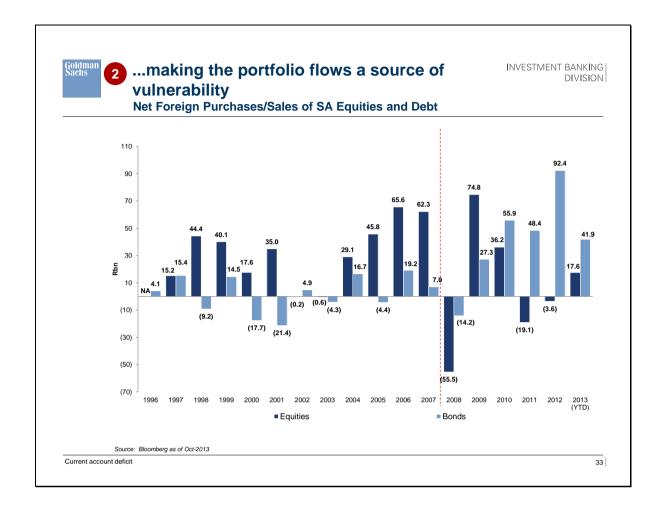


- The "Misery Index" is a global economic tool used to measure the macroeconomic hardship of countries based on inflation, unemployment, GDP growth relative to potential GDP and cost of capital
- Not surprisingly, we see that the largest contributor to South Africa's "misery" score is the high unemployment rate, accounting for 24.9 of the 36.8 index rating as shown by the red line on the LHS graph
- GDP, cost of capital and inflation factors are stable and trending lower
- The RHS graph shows that in the last decade, South Africa has underperformed on a relative basis relative to other markets. Unemployment remains the Achilles heel

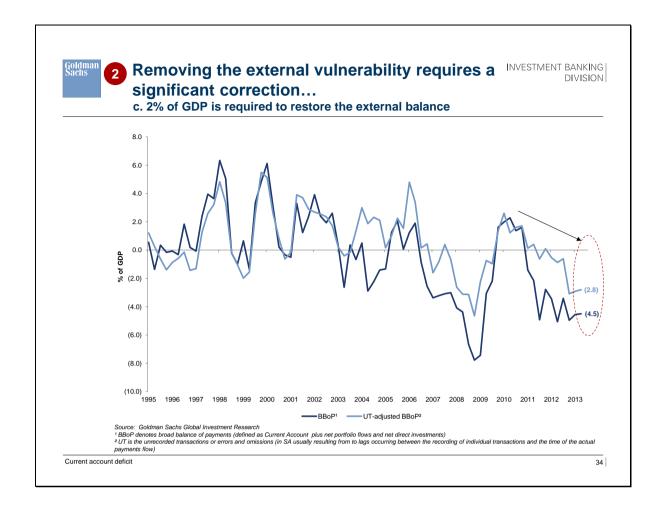


At the top of the page, we see a gradual worsening of the current account deficit, now at 6.5% of GDP or around \$25bn

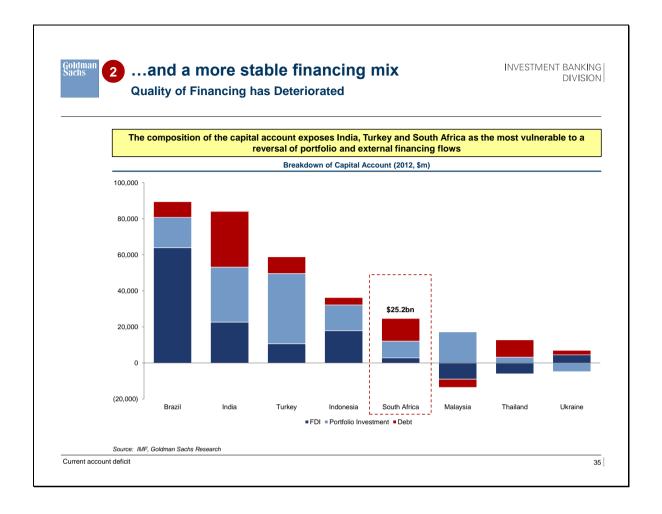
- From 1994 2003, the current account deficit was always less than 2%. From 2004 it rose to the lows seen in 2008 of 7.4%, returning to around 3-4% until 2012 when it returned to an elevated around 6%
- This currently places South Africa at the highest end of the spectrum in terms of our peers, as can be seen at the bottom of the page, with Turkey and India other high current account deficit countries
- National Treasury expects this deficit to remain stagnant at around the 6% level, decreasing only to 6.1% by 2016



- The chart shows the portfolio flows into South Africa over the period, which is particularly important in the context of financing the current account
- The volatility of equity and bond flows can be observed over the period, demonstrating the vulnerability of South Africa should we rely on these flows as a major source of finance
- The increase in bond purchases (light blue bars) post the 2008 financial crisis as developed market yields fell is clearly noticeable. But as yields inevitably rise in developed markets in response to the tapering of quantitative easing the relative attraction of all growth markets, including SA on a risk adjusted basis, is likely to see a proportional decline in bond purchases

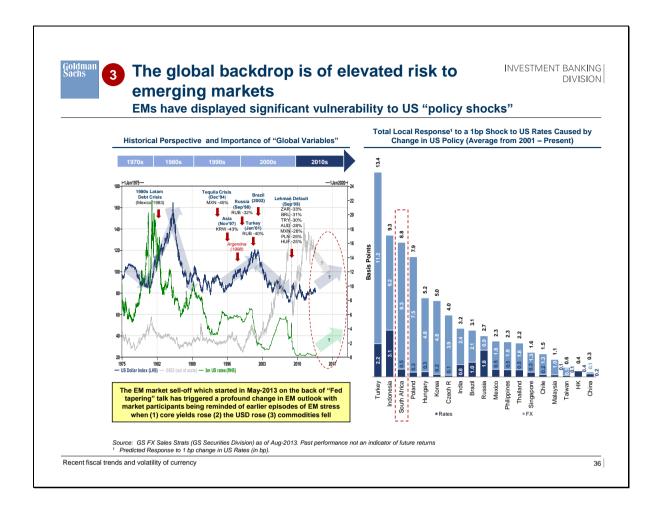


 Goldman Sachs estimates that a correction equivalent to around 2% of GDP is required to remove the vulnerability and to restore the external balance



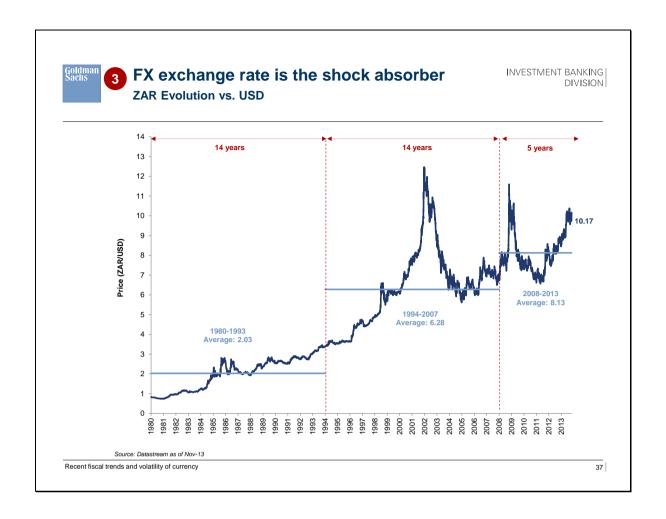
South Africa, together with India and Turkey, is vulnerable to a reversal of portfolio and external financing flows

- The majority of the capital account of \$25bn is funded by debt and portfolio inflows. The former gets more expensive to the extent the local currency depreciates and the latter is volatile and uncertain
- Therefore, while South Africa needs to revitalise its export sector (in particular mining and manufacturing) and bring down the current account deficit, South Africa also needs to take aggressive steps to attract FDI to fund it. A range of \$5-10bn net FDI per annum would significantly assist and improve the quality of financing available
- South Africa needs to work hard on improving the framework and picture for FDI by welcoming investors, improving the labour environment, and by decreasing the overall costs and complexity of doing business. South Africa needs to find a better balance of attractive returns for investors whilst requiring investor compliance with empowerment, licensing, taxation and other domestic requirements



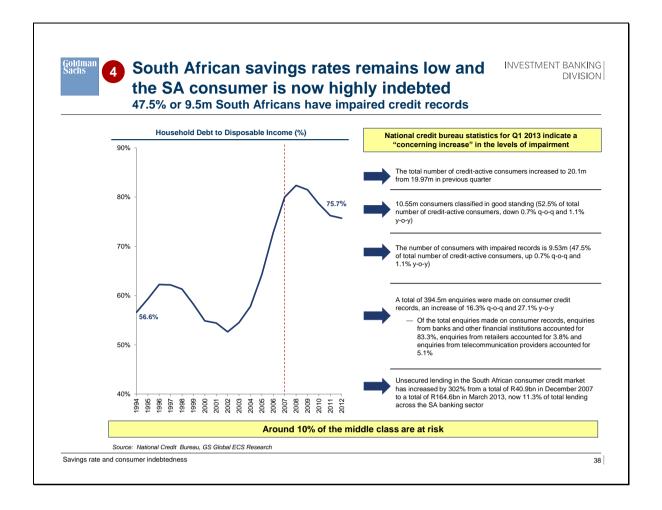
The global backdrop is one of elevated risk for growth markets as the "Fed tapering" is set to get underway

- The chart highlights historical crises related to growth markets
- South Africa's currency is highly sensitive to US interest rate changes

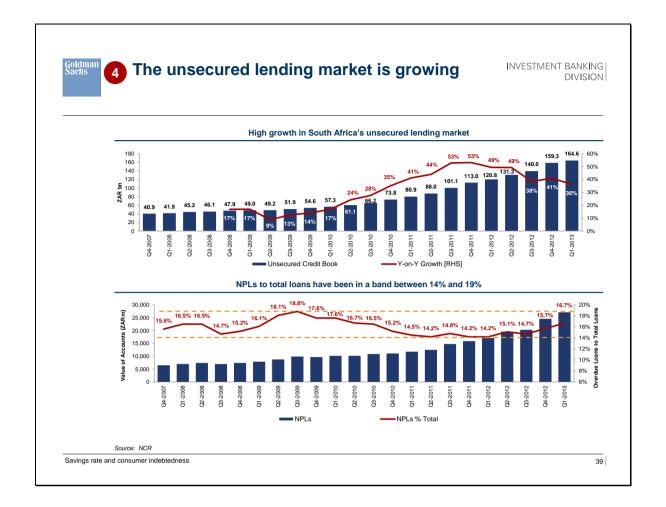


The ZAR, one of the most liquid and tradable currencies globally, serves as the shock absorber for these market forces

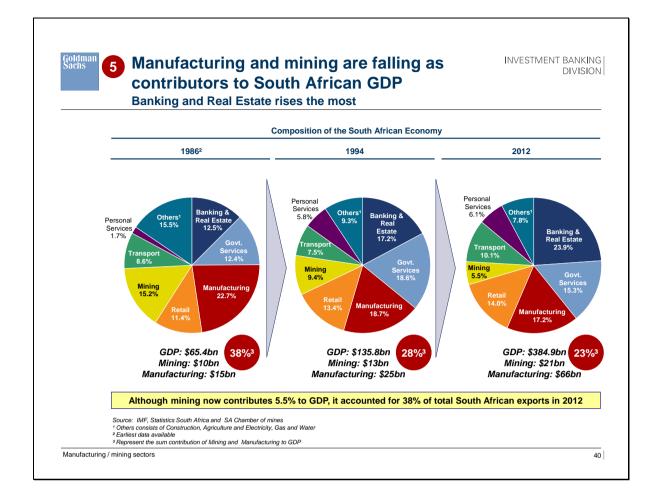
- Historically, the ZAR has been highly volatile. In the 14 years up to 1994 the ZAR/\$ traded at an average of R2, in the 14 years post 1994 the average was R6.30 and in the last 5 years it has been at an average of just over R8



- As household debt to disposable income has built up to 76% now from 57% in 1994, it is natural to expect some "indigestion" from over indebtedness accompanying the rise of the middle class
- The growth in unsecured lending is a contributor to the trend (growing by 302% since 2007)
- However, unsecured lending makes up just over 11% of total lending in South Africa and so is not a systemic issue for the banking system
- The National Credit Regulator measures around 20m credit-active consumers, 9.5m of which have some impairment on their credit records
- Examining the non-performing loan ratios and debt recovery rates suggests that around 10% of those struggling with credit could default, slipping back into the lower income bracket, most likely from the LSM 5-6 category



- The peak of the year-on-year growth in unsecured lending (which shot up from 2010) was in 2H 2011 at around 53%. It has since tapered off to around 36% but now off a higher base of a total unsecured book of R165bn
- The NPLs to total loans has trended within a consistent band of 14-19%, currently around 17%

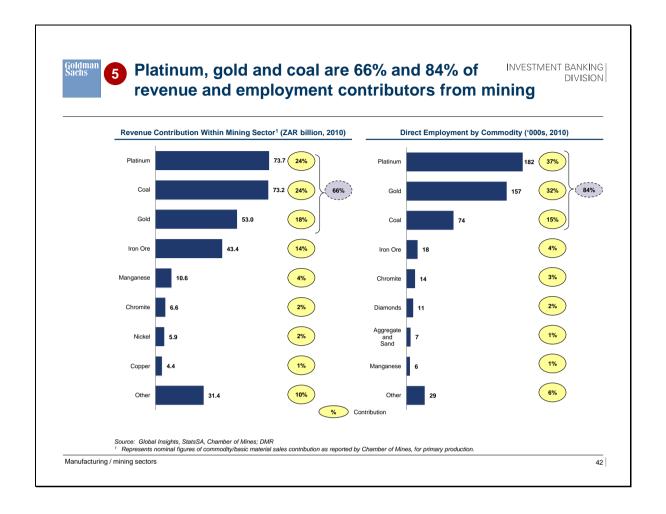


We have analysed the nature of the mix of GDP in the SA economy

- Mining and manufacturing's combined contribution to GDP has declined from 38% in 1986 to 23% in 2012. Given their contribution to both exports and jobs, this is a concerning trend
- Banking and real estate's contribution doubled from 12.5% to 24%
- Government services increased its contribution from 12% in 1986 to 18.6% in 1994 and, despite an increase in the number of public sector employees, has since declined to 15% in 2012
- Mining and manufacturing's multiplier effect on jobs and its outsized contribution to exports brings into focus the need to revitalise these sectors as critical to the overall health of the SA economy

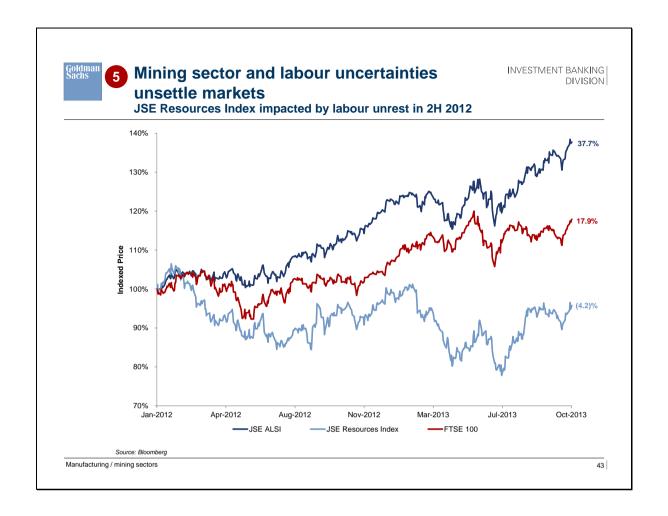
			Real GDP						
			oy Secono	dary Indu	stries	2	012		20
yoy %	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	G
Agriculture & allied	(0.1)	(0.2)	(0.1)	(0.1)	0.1	0.2	0.2	0.2	(0.
Mining	(0.3)	(0.1)	(0.9)	(0.1)	(0.7)	1.6	(0.6)	(0.5)	0
Manufacturing	2.0	(0.7)	(0.1)	0.7	1.0	(0.1)	0.2	0.8	(1.
Utilities	0.0	0.0	(0.1)	0.0	0.0	(0.1)	0.0	0.0	(0.
Construction	0.1	0.0	0.0	0.0	0.2	0.1	0.0	0.0	0
Wholesale / Retail trade	0.3	0.6	0.7	0.6	0.4	0.3	0.2	0.2	0
Transport / Communication	0.3	0.4	0.2	0.2	0.2	0.2	0.1	0.2	0
Finance / Real Estate	1.2	0.7	1.2	0.6	0.9	0.5	0.4	0.6	0
Government services	0.5	0.7	0.6	0.6	0.2	0.3	0.4	0.4	0
Personal services	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0.1	0
Total value added	4.0	1.5	1.5	2.7	2.2	2.8	0.9	1.9	0.
Taxes less subsidies on products	0.8	0.4	0.4	0.6	0.3	0.6	0.3	0.2	0
GDP at market prices	4.8	1.9	1.9	3.3	2.5	3.4	1.2	2.1	0

 The last 2 years have continued to see this trend as further evidenced by the consistent decline (in red) in the contribution of mining and manufacturing to real GDP growth and the simultaneous increase (in green) in the contribution of the finance, real estate and government services sectors

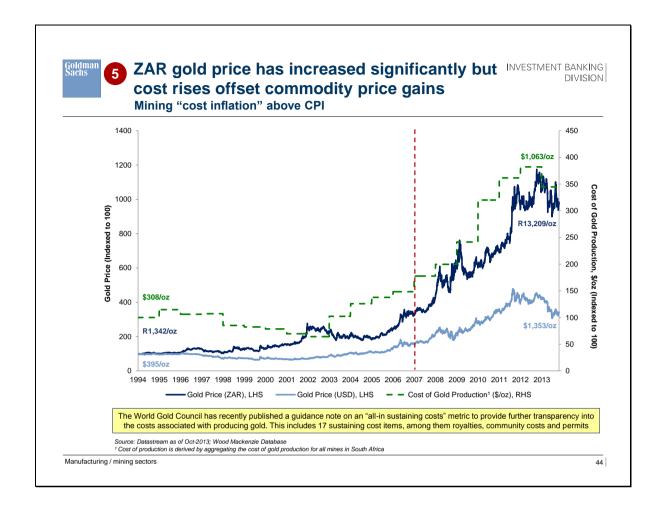


Despite its relative decline in contribution to GDP, mining remains a crucial aspect of the growth of South Africa, given our rich commodity base

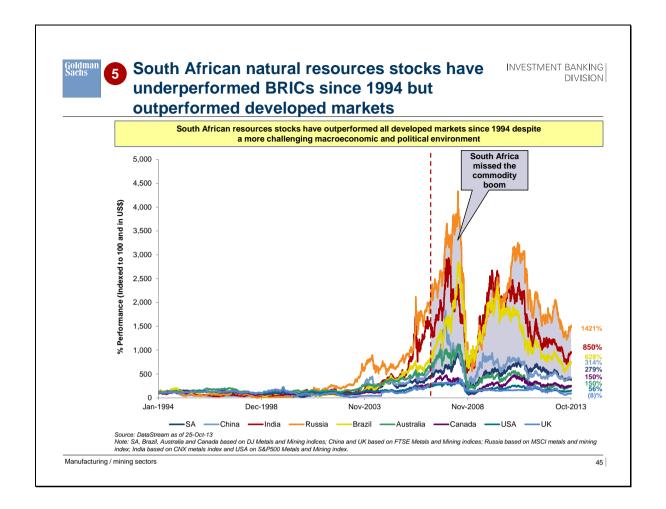
- Within the mining sector, platinum, coal and gold account for 66% of the revenue and 84% of direct employment
- The future of the coal industry is linked for domestic uses to Eskom. Recent increases in BEE procurement requirements has raised additional hurdles for mining majors
- The platinum and gold sectors are experiencing challenging profit margins due to rising costs and labour unrest



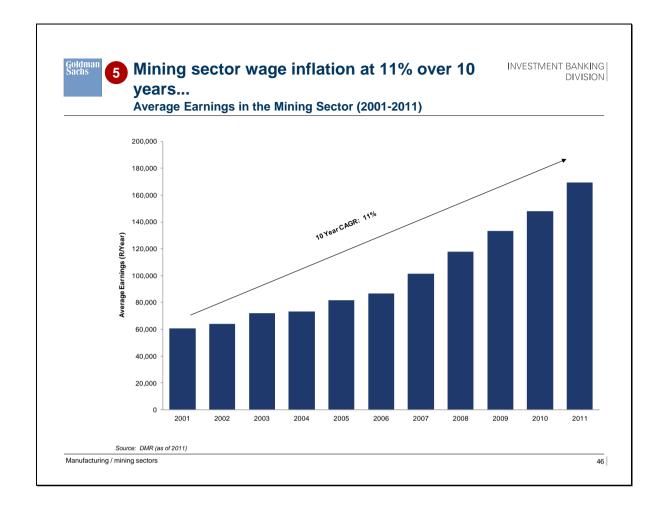
 The troubled post Marikana environment in the mining sector has seen a 40% underperformance of the JSE Resources Index (in light blue) relative to the overall JSE (in dark blue) since the beginning of 2012



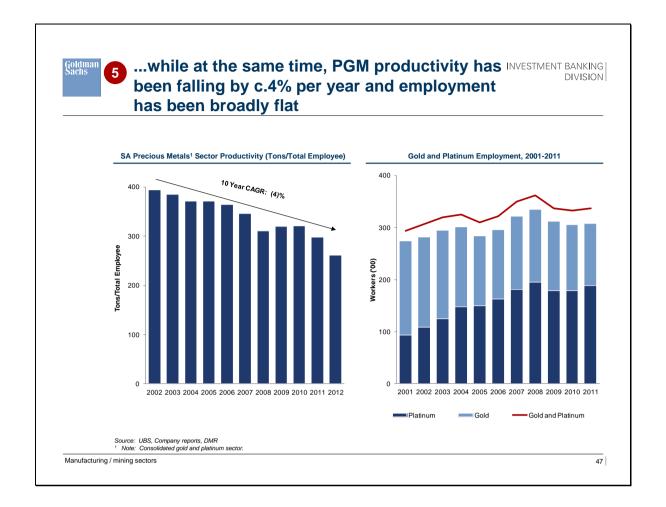
- Notwithstanding a rise of the Rand gold price over the period of around 10x in ZAR terms since 1994 to just above R13,000/oz, profit margins in the gold industry have not improved
- The dotted green line shows a simultaneous rise in cost of gold production, largely related to increases in the cost of power and wages



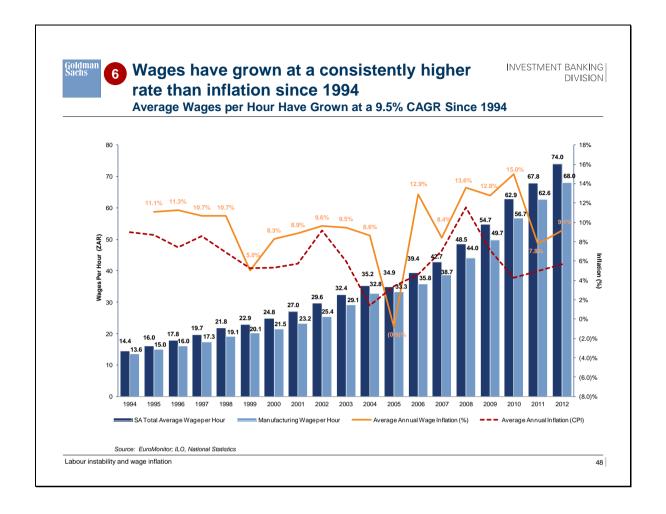
- Using the performance of the resource indices of various countries as a measure of the gains from the commodity boom, we see in the grey highlighted area that despite a global commodity price boom, South Africa failed to take advantage or benefit from this boom
- The overall regulatory approach to licensing, BEE, taxation, health and safety, environmental issues, labour and other areas has acted as a handbrake on investment in the mining sector in SA



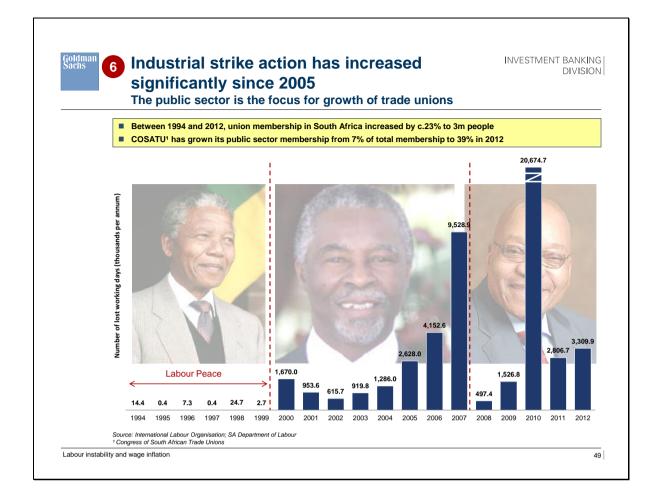
- One of the key contributing factors to this lower profitability of the sector has been the rising wage inflation of 11% per annum recorded over a 10 year period
- The recent wage settlements of around 8% is below this long-term trend and a step in the right direction for a sustainable mining sector



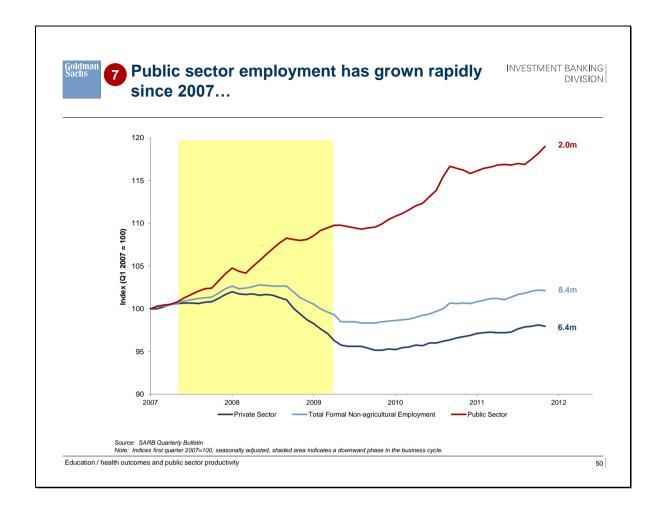
- Whilst wage inflation has risen by 11%, productivity in the gold and platinum sectors (measured by tons per employee) has declined around 4% per annum over a 10-year period off a labour force that has remained relatively stable, albeit in a different labour mix between platinum and gold
- This trend of rising real wages and falling productivity is clearly unsustainable



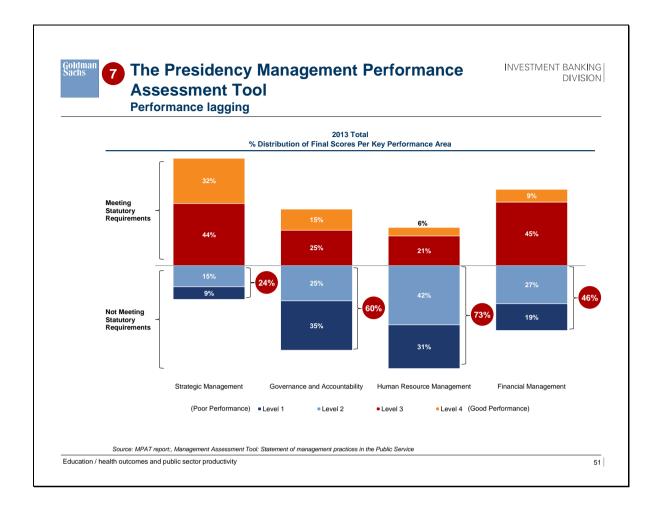
Since 1994, real wages across SA's economy have grown on average by around 3% per annum. The change in average annual CPI inflation (red line) is consistently lower than the average annual wage inflation (orange line) demonstrating the rebalancing of wages that has taken place since 1994. The employed have thus benefited significantly from these gains, however at a cost to broader growth, investment and job creation



- Under President Nelson Mandela, SA witnessed a period of complete labour peace. Although some evidence of industrial action emerged under President Thabo Mbeki, industrial action was muted until 2005 when, in the run-up to the ANC's Polokwane elective conference, labour unrest significantly ramped up. In the midst of and the aftermath following the global financial crisis and post Polokwane with the election of President Jacob Zuma, SA experienced 2 years of relative labour peace. But since 2010, SA has experienced a significant upsurge in violence and strikes, including unprecedented inter-union rivalry and conflict
- Overall union membership increased by c.23% over the 20 years to around 3m people
- COSATU, with over 2m members, interestingly, has grown its public sector membership from only 7% of its own members at the start of the period to 39% in 2012
- Therefore, the SA Government has, in the ruling ANC parties' alliance structure, not only a political relationship with the unions but an intimate and complex employer relationship with its public sector union partners

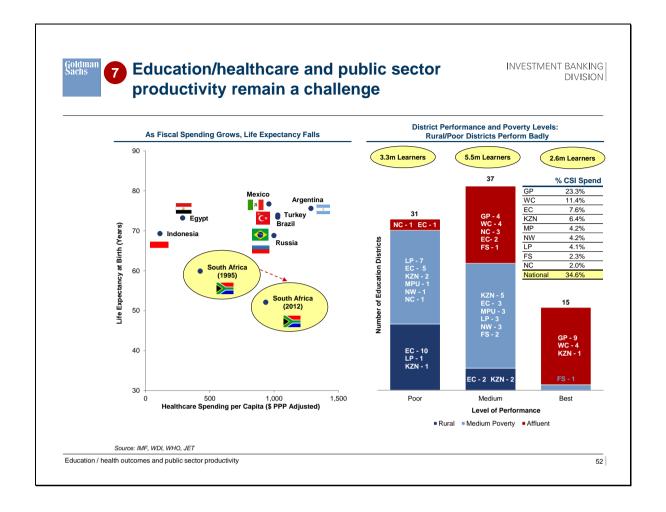


- This chart illustrates the growth of the public sector to 2m people, now accounting for about a quarter of the 8.4m in total formal non-agricultural employment
- The public sector labour force comprised about 1.7m in 1994. The composition of the public sector (and its de-racialisation) has transformed since 1994

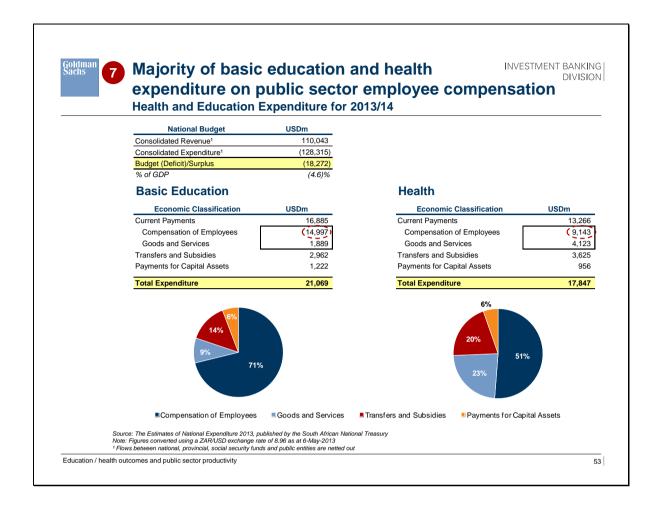


The government, to its credit, recently published a self-assessment scorecard compiled by the Department of Performance Monitoring and Evaluation, under Minister in the Presidency, Collins Chabane

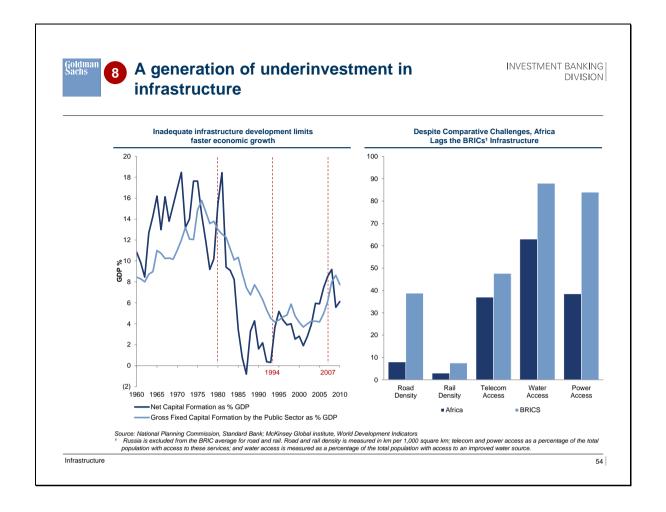
- The scope of the performance spans across all government departments across the entire public service administration
- The horizontal line/axis differentiates between where the government believes it is meeting its own statutory requirements (red and orange) and not meeting their requirements (dark and light blue)
- The area of strategic management is the one broad category on which the report ranks its performance a success
- But the areas of governance and accountability and human resource management (in particular) are cause for concern as they achieve a 60% and 73% failure rate respectively
- Financial management is an area with significant scope for improvement across Government
- It is clear that there is significant scope, based on this report, for a dramatic improvement in the public service administration



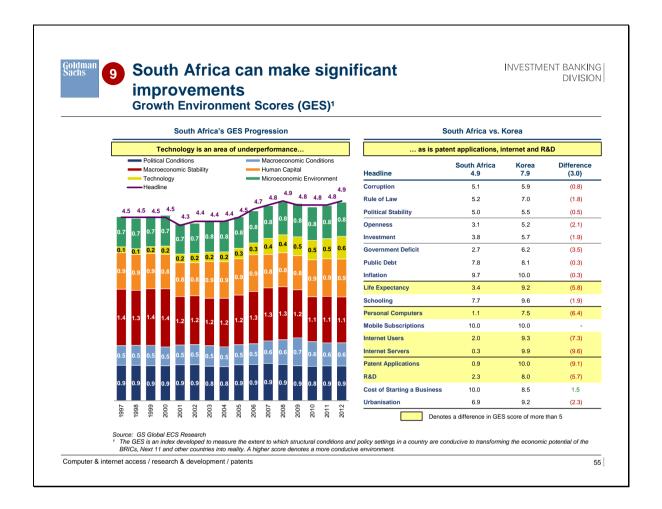
- Whilst spending on healthcare per capita doubled from 1995 to 2012, life expectancy fell from 60 to 50 years. Allowing for the effects of HIV on decreased life expectancy, spending increases have seemingly failed to have the desired impact
- According to a JET study, in measuring the government school sector across 11.4 learners, schools in rural and medium-poverty areas will likely deliver a poor to medium quality of education to learners, whilst government schools serving more affluent communities will likely deliver medium to best quality education to learners. In aggregate, 8.8m of the 11.4 learners, i.e. 77%, will receive poor-medium quality of education, thereby potentially reproducing another generation of poorly educated children



- When examining government expenditure on health and education, of the \$21bn allocated to basic education, 71% is spent on government education employee (salaries of teachers, administrators, principals, inspectors etc.) compensation, while in the health sector, 51% of the \$18bn was spent on compensating employees (salaries for nurses, administrators etc.)
- A significant component of this workforce is unionised and part of the ruling party's governing alliance with the unions to which these employees belong
- Improving the performance and outputs of the education and health sectors requires a more productive and efficient relationship between the Government, as employer, and its unionised employees



- Capital formation as a % of GDP declined significantly into 1994, recovered in the 2000-2007 period, but since declined
- South Africa, and Africa more broadly, has a significant current infrastructure deficit, particularly in power, transport and roads
- Financing and executing this infrastructure investment is a key challenge for expanding the overall economic capacity (including facilitating production and exports) and overall size of the SA economy
- South Africa, with its' advanced financial and engineering capacity, is well placed, as seen
 in the building of the 2010 Soccer World Cup infrastructure to implement an ambitious
 and necessary infrastructure programme domestically and in the region.

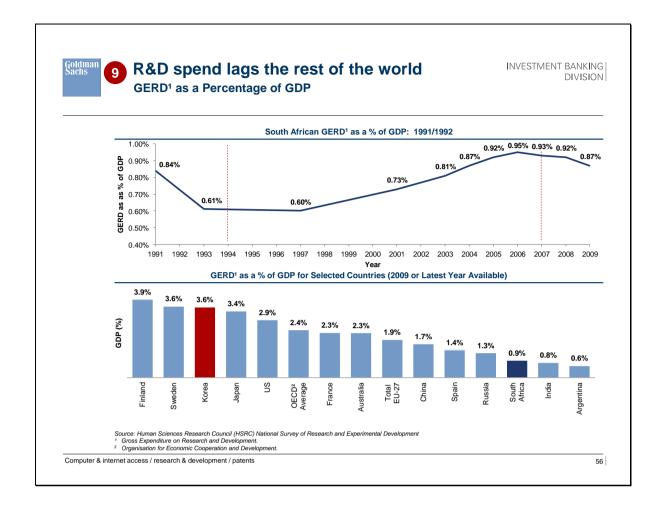


Goldman Sachs produces Growth Environment Scores (GES) which benchmarks the performance of countries against various parameters

- SA's overall score has marginally improved from 1997-today from 4.5 to 4.9
- The biggest area of underperformance is technology

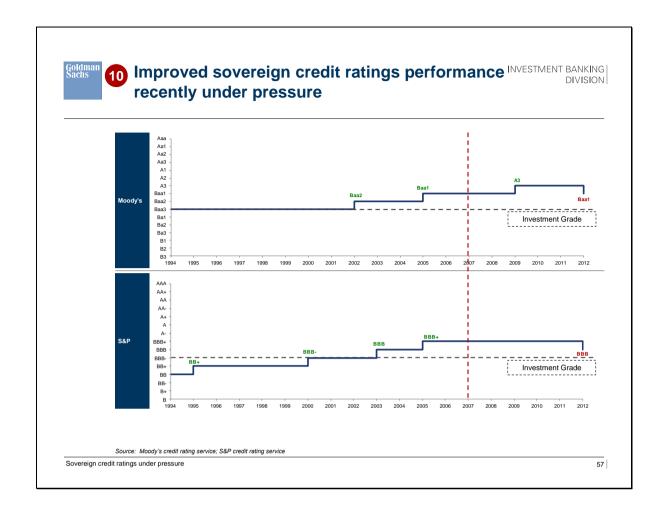
When we benchmark South Africa against the best-in-class growth market peer, South Korea, we identified those areas in which SA lagged by more than 5

- South Africa significantly underperforms South Korea in the areas of patent applications, internet access, personal computers, and R&D
- By making improvements in these areas with large potential impacts, South Africa could show significant progress. Finding a way to fund and roll out computers and internet access to communities at large would be one way in which South Africa could address this issue



The expenditure on R&D, shown on the top chart, does not exceed 1% of GDP at any point since 1994

- This ranks SA at the bottom end of the global spectrum compared to countries like Korea (at 3.6%), Japan (3.4%), China (1.7%) and the US (2.9%) and requires a step-up in investment

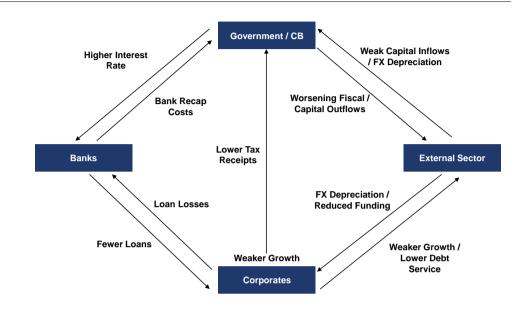


- South Africa excelled in improving its' sovereign credit rating from non-investment grade BB in 1994 ("junk status") up to investment grade BBB+ (in the case of the S&P rating), notwithstanding the recent downgrade to (still investment grade) BBB
- However, it is imperative to focus on maintaining and improving these ratings as any further downgrade (to below investment grade) would have significant knock-on effects on corporates and sovereign borrowing costs



Some risks of a negative feedback loop

INVESTMENT BANKING | DIVISION |



Source: Goldman Sachs Global Investment Research

...but large challenges to further transform the economy and defend structural advances remain...

58







Conclusion

Conclusion

INVESTMENT BANKING | DIVISION |

Summary Key Advances and Challenges Remaining

		Advanc	es			Challenges
		1994 BB (Sub			Now	
S&P Credit Rating		Investment Grade)	√		(Investment Grade)	14m people working and 7m not
GDP	•	\$136bn	\checkmark	٠	\$400bn	70% of the unemployed are under 34
Inflation	•	1980-1994 Average: 14%	\checkmark		1994-2012 Average: 6%	\$5% of Africans poor, 87% of whites middle or upper income
Tax Receipts	-	R114bn / 1.7m people	√	•	R814bn / 13.7m people	Mining and manufacturing % of GDP now 23%
Gross Gold and FX Reserves	-	\$3bn	√	•	\$50bn	Mining wage inflation 11% over 10 years whilst productivity fell 4%
JSE Market Cap		\$101bn	√	•	\$800bn	Current account deficit equals 6.5% or \$25bn
Labour Productivity per Worker	•	\$8,800 (2002)	√	•	\$25,600 (2012)	X Net FDI averages only \$1.9bn since 1994
LSM 5-10	-	13.8m people (2001)	√	•	23.5m people (2010)	₩ Household debt to disposable income of 76%
Social Grants	-	2.4m people	√		16.1m people	Lost labour working days in last decade 10x more than previous
Household Electricity		58% (1996)	\checkmark	•	85% (2011)	₩ Health, education and R&D



The ruling party's platform since 1994

INVESTMENT BANKING | DIVISION

- Social welfare support for SA's poorest 16m people
- 2 Social service delivery improvements
- A significant rise in the African middle class
- Integration into BRICs and Africa
- 5 Transformation of the public service
- 6 Stability, respect for institutions of democracy and the constitution

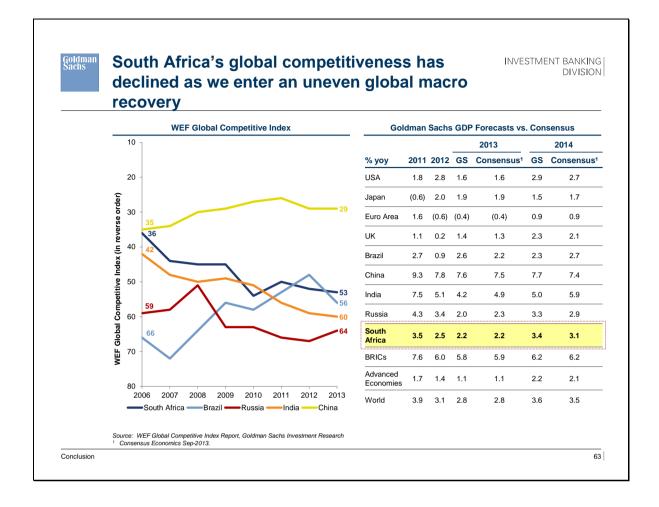
But the (youth) unemployment problem remains its biggest vulnerability. Threat to sustainability of fiscal expenditures and defence of the rising middle class remain key risks

Conclusion 61

Goldman Sachs						nal infra t in its p		uie	INVESTMEN	IT BANKIN DIVISIC
	Wo	rld Economic	Forum Globa	al Competitive	eness Index: S	outh Africa's Pe	rformance (2	006-2013, Ran	k in Parenthe	sis)
		Te	op 5 Categorie	es		Bo	ttom 5 Catego	ries		
	2009	2010	2011	2012	2013	2009	2010	2011	2012	2013
	Regulation of securities exchanges (2)	Regulation of securities exchanges (1)	HIV prevalence, % (131)	HIV prevalence % (136)	Cooperation in labor-employer relations (138)	HIV prevalence, % (141)	Business impact of HIV/AIDS (14			
	Strength of auditing and reporting standards (2)	Strength of auditing and reporting standards (1)	Business costs of crime and violence (133)	Business costs of crime and violence (137)	Flexibility of wage determination (138)	Quality of math and science education (143)	o/ (144)			
	Efficacy of corporate boards (3)	Trustworthines s and confidence (2)	Trustworthines s and confidence (2)	Trustworthines s and confidence (1)	Protection of minority shareholders (1)	and science	Quality of math and science education (137)	firing practices	Hiring and firing practices (143)	Quality of educationa system (146
	Financing through local equity market (4)	Efficacy of corporate boards (2)	Efficacy of corporate boards (2)	Efficacy of corporate boards (1)	Efficacy of corporate boards (1)	Business impact of HIV/AIDS (133)	Business impact of HIV/AIDS (138)	HIV prevalence, % (139)	TB cases/100,000 pop. (143)	TB cases/100,00 pop. (147)
	Legal rights index ¹ (5)	Soundness of banks (6)	Soundness of banks (2)	Legal rights index¹ (1)	Legal rights index1 (1)	TB cases/100,000 pop. (133)	TB cases/100,000 pop. (138)	TB cases/100,000 pop. (141)	Cooperation in labor-employer relations (144)	and science
		Most I	mproved Sinc	e 2006		Worst Performing Since 2006				
	Legal rights in	ndex (from 45 to	1)			Primary education (from 48 to 125)				
	■ Trustworthine		nce (from 37 to 1)	Government procurement of advanced tech products (from 29 to 105)					
	Total tax rateMobile teleph	,	ne (from 56 to 36	5)	 Burden of government regulation (from 59 to 123) Government budget balance (from 42 to 105) 					
	Financial ma		,	5)	Favouritism in decisions of government officials (from 56 to 110)					
	Note: WEF Globs			ruptcv laws protec	t borrowers' and len	ders' rights and thus facilitate lending.				

This summarises an analysis of the World Economic Forum's Global Competitiveness Index identifying the top and bottom 5 categories, as well as most improved and worst performing areas since 2006

- Best ranked is SA's securities exchange, corporate law and financial market development
- Worst are human development indicators in particular quality of education, labour employer relations and health
- Notable improvements include tax and mobile phone subs, and notable declines include the burden of government regulation and favouritism in decisions of government officials

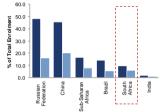


- Whilst South Africa's overall ranking has worsened from 36 to 53, it is still ahead of Brazil, Russia and India, although well behind China
- Goldman Sachs' forecast for 2014 GDP growth for SA is 3.4%, which is higher than the 3.1% Consensus forecast for 2014. This is a return to the higher average cyclical growth than has been experienced in 2013 of 2.2%







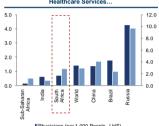


●Technical/Vocational Enrolment in Upper Secondary

■Technical/Vocational Enrolment in Secondary (Upper & Lower)

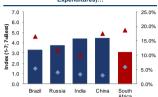
.Improve Education Outcomes South Africa

There is also Room to Cooperate to Improve Healthcare Services...



■Physicians (per 1,000 People, LHS)
■Hospital Beds (per 1,000 People, RHS)

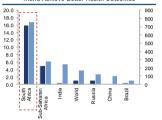
...and Education 'Efficiency' (Outcomes Relative to Expenditures)...



■Quality of Education (Index, LHS)

Public Expenditure on Education (% of GDP, RHS)¹

▲Public Expenditure on Education (% of Total Government Expenditure, RHS)¹



■Prevalence of HIV, Total (% of Population Ages 15-49, LHS)
■Tuberculosis Prevalence Rate (per 100,000 Population, RHS)

Source: GS Global ECS Research (Summarizes data from the World Bank on: Use of Mobile phones. Computers. Internet Subscriptions and the number of Secure Servers); WEF Global Competitiveness Index; World Bank; Haver Analytics

1 Using latest available data.

Conclusion

64



Two Decades of Freedom

INVESTMENT BANKING DIVISION

What achievable performance targets do we aspire to in the next 20 years?

	South Africa	Target Metric ¹
Real GDP Growth	■ 3.3%	■ 5%
GDP (\$bn)	■ \$400bn	■ c.\$1 trillion
GDP per capita	\$7,525	■ c.\$13,500
Current Account Deficit	6.5%	■ 3.5%
Net FDI p.a	■ \$1.9bn²	■ \$7.5bn
Gross Gold and FX Reserves	■ \$50bn (200% of short term debt)	■ \$60bn (250% of short term debt)
Gini coefficient	■ 60	■ 55
Unemployment	■ 25%	■ 12%
Debt / GDP	42 %	■ 20%

¹ Based on historical performance of South Africa's economy since 1994 and comparison with a benchmark of countries including: Brazil, China, India, Indonesia, Korea, Poland, Mexico, Nigeria, Russia, Turkey

² Average since 1994

Conclusion

65



10 key issues to address

INVESTMENT BANKING |



- Productivity: "bang for buck" especially in the areas of health and education
 Exercise good management practices to meet own performance requirements

- Special focus on unemployed/unemployable youth
- Labour pact for
 - Sustainable growth and employmentBalanced wage/productivity growth
- Defending the rise of the African middle class
- Creating fiscal space to sustain spending on the poor by optimising state assets
- Driving economic growth through
 Promoting industry and driving new frontiers for growth
 Building economic linkages with Africa

 - Creating visible economic wins from "BRICs"
- Driving FDI through building investor confidence
- Driving innovation via increased investment in research and development and technology
- A common effort to protect the sovereign rating and cost of capital
- Leadership driving a culture of accountability and teamwork

Conclusion



A final thought

- Much progress recorded in two decades of democracy
- Significant challenges remain
- Achievements need to be defended
- We live in a "good neighborhood" but a mixed, challenging world
- Business, government, labour and civil society "in it together"
- We need a "Team South Africa" response
- The currency and our sovereign credit rating is the country's 'share price' and 'report card'
- We know what needs to be done, we need effective 'team work' and 'execution excellence'
- We have the people and the capital, we have the 'talent' and the 'tools' to execute well
- Leaders across Government, business, labour, academia, institutions and civil society need to take individual and collective decisive actions to improve South Africa's competitiveness and overall performance

Conclusion 67



This document is confidential. Accordingly, it should not be copied, distributed, published or reproduced, in whole or in part, or disclosed by any recipient to any other person. The information contained in this document was obtained from publicly available sources and independent research reports and has not been independently verified by Goldman Sachs International ("GSI") and does not constitute a recommendation from GSI to the recipient. GSI has relied upon the accuracy and completeness of all of the financial, accounting and other information discussed with or reviewed by it and has assumed such accuracy and completeness for purposes of this document. Neither GSI nor any of its affiliates makes any representation or warranty, express or implied, as to the accuracy or completeness of the information contained in this document and any liability thereof (including in respect of direct, indirect or consequential loss or damage) is expressly disclaimed. This document does not purport to contain all of the information that may be required to evaluate any potential transaction and should not be relied on in connection with any such potential transaction. GSI does not undertake or expect to update or otherwise revise this document. GSI does not provide legal, accounting or tax advice and you are strongly advised to consult your own independent advisors on any legal, tax or accounting issues relating to these materials. The receipt of this document by any recipient is not to be taken as constituting the giving of investment advice by GSI to that recipient, nor to constitute such person a client of GSI.

No person shall be treated as a client of GSI, or be entitled to the protections afforded to clients of GSI, solely by virtue of having received this document.

© Goldman Sachs International. All rights reserved.