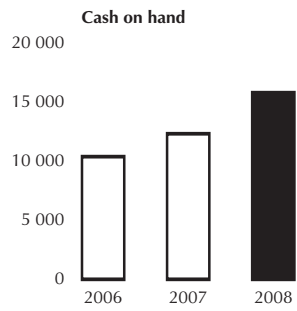
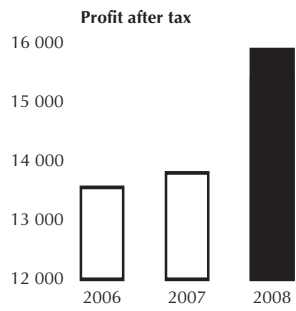
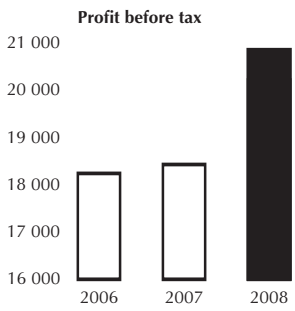
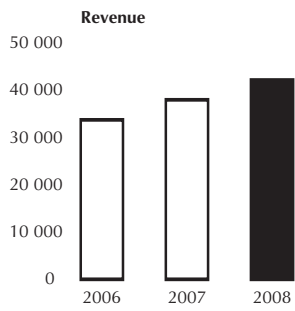




AMALGAMATED ELECTRONIC CORPORATION LIMITED
 ("AMECOR")
 (Incorporated in the Republic of South Africa)
 (Registration number 1997/010036/06)
 Share code: AER ISIN: ZAE000070587
 ("The Group")

CONDENSED CONSOLIDATED REVIEWED RESULTS FOR THE YEAR ENDED 31 MARCH 2008; ANNOUNCEMENT OF THE ACQUISITION OF 50,1% OF THE PDS GROUP; AND WITHDRAWAL OF THE CAUTIONARY ANNOUNCEMENT



CONDENSED GROUP INCOME STATEMENT

	Twelve months ended 31 March 2008 (Reviewed) R000's	Twelve months ended 31 March 2007 (Audited) R000's
Revenue	42 188	38 000
Earnings before interest, taxes, depreciation and amortisation ("EBITDA")	20 376	18 518
Net interest received	1 392	572
Depreciation and amortisation	(1 015)	(720)
Profit before taxation	20 753	18 370
Taxation	(4 983)	(4 582)
Profit attributable to shareholders	15 770	13 788
Headline earnings per share (cents)	23,0	20,1
Earnings per share (cents)	23,0	20,1
Shares in issue (000's)	74 046	74 046
Adjustment for treasury shares held	(5 520)	(5 516)
Shares in issue – weighted average (000's)	68 526	68 530
Headline earnings reconciliation		
Earnings attributable to shareholders	15 770	13 788
Headline earnings	15 770	13 788

CONDENSED GROUP BALANCE SHEET

	31 March 2008 (Reviewed) R000's	31 March 2007 (Audited) R000's
Non-current assets	52 356	48 803
Property, plant and equipment	2 623	2 191
Intangible assets	49 733	46 612
Current assets	28 348	20 454
Cash and cash equivalents	15 343	11 991
Other current assets	13 005	8 463
Total assets	80 704	69 257
Capital and reserves		
Shareholders' equity	75 981	64 658
Non-current liabilities		
Deferred taxation	643	483
Current liabilities		
Accounts payable	4 080	4 116
Total equity and liabilities	80 704	69 257
Tangible net asset value per share (cents)	38,3	26,3
Net asset value per share (cents)	110,9	94,4

CONDENSED GROUP CASH FLOW STATEMENT

	Twelve months ended 31 March 2008 (Reviewed) R000's	Twelve months ended 31 March 2007 (Audited) R000's
Cash retained from operating activities	7 924	5 991
Net income before tax, adjusted for depreciation and amortisation	21 768	20 216
Movement in working capital	(3 784)	(4 873)
Tax paid	(5 617)	(5 225)
Dividends paid	(4 443)	(4 127)
Cash utilised by investing activities	(4 572)	(4 094)
Cash utilised by financing activities	–	(4)
Net movements in cash balances	3 352	1 893
Cash and cash equivalents at beginning of period	11 991	10 098
Cash and cash equivalents at end of period	15 343	11 991

GROUP STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY

	Issued capital R000's	Share premium R000's	Shares to be issued R000's	Distributable reserve R000's	Total R000's
Balance at 1 April 2006	673	68 973	11 655	(14 200)	67 101
Dividends paid	–	–	–	(4 127)	(4 127)
Issue of share capital	67	5 197	(11 655)	–	(6 391)
Treasury shares	(55)	(5 658)	–	–	(5 713)
Profit attributable to shareholders	–	–	–	13 788	13 788
Balance at 1 April 2007	685	68 512	–	(4 539)	64 658
Dividends paid to shareholders	–	–	–	(4 443)	(4 443)
Treasury shares	–	(4)	–	–	(4)
Profit attributable to shareholders	–	–	–	15 770	15 770
Balance 31 March 2008	685	68 508	–	6 788	75 981

MANAGEMENT COMMENTARY

Amecor and its subsidiaries' principal businesses consist of the manufacture and supply of the following products and related services:

- short and long range digital synthesised radio transmitters;
- computerised radio and GSM repeater networks;
- high speed radio and GSM modems;
- guard monitoring equipment;
- a range of unique GSM based equipment integrated with high speed radio networks facilitating signal transmission worldwide;
- a new range of intrusion equipment specifically designed for low income households; and
- the ownership and operation of licensed data radio networks throughout South Africa.

Financial review

Revenue for the period under review increased by R4,2 million or 11,0% compared to F2007. Earnings per share increased year on year by 14,4% to 23,0 cents per share. An increase in cash on hand by R3,4 million to R15,3 million (F2007 – R12,0 million) was achieved in F2008.

Operational review

The Group has released a number of new products that have contributed to the increase in turnover.

Electricity supply

The Group has been fortunate in that load shedding has not resulted in significant down time in production. An uninterrupted power supply unit is being commissioned to ensure that any future electricity supply cuts will not impact negatively on production.

Contingently issuable shares

A dispute resolution arbitration, as reported on in earlier announcements, has been set down and is due to be heard in October 2008, which should determine the quantum (if any) of additional shares to be awarded.

Product development

In addition to the new products launched in the 2008 financial year, FSK will expand the new range of radio equipment and broaden the product offering in F2009. The Group will continue to invest in research and development and bring high quality products to the local and international markets.

Capital commitment

The Group's ongoing research and development into new products will ensure their position as a market leader in electronic manufacturing and technology. Accordingly, Amecor has committed a further R2,5 million to product development costs in the next financial year.

NOTES TO THE CONDENSED CONSOLIDATED REVIEWED FINANCIAL STATEMENTS

1. Significant accounting policies

Amecor is a company domiciled in South Africa. The condensed consolidated reviewed financial statements of Amecor for the 12 months ended 31 March 2008 comprise the Company and its subsidiaries (together referred to as the "Group"). The condensed consolidated reviewed financial statements were authorised for issue by the directors on 23 June 2008.

1.1 Statement of compliance

The condensed consolidated reviewed financial statements have been prepared in accordance with the recognition and measurement requirements of International Financial Reporting Standards ("IFRS") and the presentation and disclosure requirements of IAS 34 and the South African Companies Act. The condensed consolidated financial statements do not include all of the information required for full financial statements and should be read in conjunction with the consolidated annual financial statements for the year ended 31 March 2008, as set out in the 2008 Annual Report.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The accounting policies of the Group are consistent with the prior year's audited annual financial statements.

1.2 Basis of preparation

Amecor applies IFRS in preparation of its accounts. The condensed financial statements have been prepared in accordance with the Listing Requirements of the JSE Limited.

2. Review of results

Mazars Moores Rowland has signed an unqualified review opinion on the condensed consolidated financial statements, as required by the JSE. These financial statements have been approved by the board and condensed for the purposes of this report. The auditors have reviewed the condensed consolidated financial statements. Both the auditors' opinion and the condensed consolidated financial statements are available for inspection at the Company's registered office.

3. Net asset value ("NAV") per share

Net asset value (ordinary share capital and reserves) (R000's)		75 981
Intangible assets (capitalised development costs and goodwill)		(49 733)
Tangible net asset value ("TNAV") (R000's)		26 248
Total number of shares in issue (000's) (net of treasury shares – 5 520 000)		68 526
NAV per share (cents)		110,9
TNAV per share (cents)		38,3

4. Segmental analysis

The Group's business segments and segmental information presented in the condensed consolidated reviewed results represents the primary basis of segment reporting. The business segment reporting format reflects the Group's management and internal reporting structure. Inter segment transactions are concluded at arm's length terms and conditions.

	Corporate office R000's	Production and sales R000's	Network and annuity income R000's	Eliminations R000's	Con- solidated R000's
Revenue	8 947	30 087	11 160	(8 006)	42 188
Profit before taxation	2 754	13 217	8 552	(3 770)	20 753
Profit attributable to shareholders	3 128	9 852	5 760	(2 970)	15 770
Assets	64 821	33 472	10 373	(27 962)	80 704
Liabilities	(17 997)	(13 658)	(479)	27 411	(4 723)

5. Related party transactions

- 5.1 Tisc Management Services (Proprietary) Limited ("TMS") sub-leases premises located at Resource House, 7 Spring Street Rivonia, from Whirlprops 35 (Proprietary) Limited, a company whose director is also a director and shareholder of Amecor.
- 5.2 The FSK Electronics, Sabre Radio Networks, Greater Gauteng Alarm Networks FSK Alarmnet and Sabre Networks (FSK Group) lease its premises from Switch Security (Proprietary) Limited, a company whose director is also a director of FSK and a shareholder of Amecor.
- 5.3 Other than as disclosed in notes 5.1 and 5.2 above, there were no significant transactions with related parties.

6. Post balance sheet events

Subsequent to the year end the Company entered into an agreement with the shareholders of the PDS Group, consisting of Power Development Services (Proprietary) Limited ("Power"), Durapower Manufacturing (Proprietary) Limited ("DM") and Gillespie Diesel Services Close Corporation ("GDS") to acquire an approximate 50,1% shareholding in the PDS Group. The details of the transaction are included hereunder.

	Power Development Services (Proprietary) Limited R000's	Durapower Manufacturing (Proprietary) Limited R000's	Gillespie Diesel Services Close Corporation R000's	Total R000's
Assets and liabilities acquired				
Assets	16 343	4 078	14 211	34 632
Property, plant and equipment	1 038	22	409	1 469
Cash acquired	1 406	512	4 091	6 009
Inventories	1 914	2 083	4 300	8 297
Accounts receivable	10 533	1 461	5 411	17 405
Loans receivable	1 452	–	–	1 452
Liabilities	8 243	1 435	9 417	19 095
Trade and other payables	6 196	1 414	7 329	14 939
Long-term borrowings	655	–	49	704
Shareholder loans	1 392	21	2 039	3 452
Net asset value	8 100	2 643	4 794	15 537
% shareholding acquired	50,2	50,3	50,1	50,1
Shareholding value	4 066	1 329	2 402	7 797
Goodwill ¹	4 116	1 345	2 432	7 893
Total consideration payable¹	8 182	2 674	4 834	15 690

Note

1. The purchase consideration of R15 689 603 will be discharged as follows:
 - R12 551 682 (twelve million five hundred and fifty one thousand six hundred and eighty two rand) payable in cash; and
 - R3 137 921 (three million one hundred and thirty seven thousand nine hundred and twenty one rand) shall be discharged by the issue of such number of Amecor ordinary shares at an issue price equal to the 30-day weighted average JSE trading price, after all the conditions precedent have been fulfilled.
2. The purchase price allocation valuation has not yet been completed. The entire intangible asset value has therefore been provisionally allocated to goodwill.

7. Dividend

In prior years the Group's policy was to pay a single dividend annually and to retain a three times dividend cover, at the discretion of the directors. The directors have elected not to distribute a dividend for the year ended 31 March 2008 and to utilise the cash reserves for the acquisition of the 50,1% shareholding in the PDS Group.

8. Directors

There were no changes to the board of directors in the period under review.

9. Outlook

In the medium term the PDS Group acquisition will position Amecor to achieve above average growth in earnings per share. Moreover, with additional capitalisation the acquisition will enable Amecor to offer full maintenance rental solutions to its customer base and thus build additional recurring income and financial assets.

THE ACQUISITION OF A 50,1% INTEREST IN THE PDS GROUP ("PDS") AND WITHDRAWAL OF CAUTIONARY ANNOUNCEMENT

1. Introduction

The board of Amecor is pleased to announce that it has reached an agreement with RA Harverson, AL King, S Mackie, PP Malan, JM Bezdek, WG Gillespie, C Maxwell and R Krusch ("the vendors") for the acquisition ("the acquisition") of at least 50,1% of the shares in the PDS Group (or "the business"), made up as follows within the separate companies ("the transaction"):

Company	Registration number	% shareholding acquired
Power Development Services (Proprietary) Limited	1999/007641/07	50,2
Durapower Manufacturing (Proprietary) Limited	1996/015696/07	50,3
Gillespie Diesel Services Close Corporation	2004/044668/23	50,1

2. Call options

Amecor has acquired the option to purchase the remaining shares in and claims on loan account against GDS and DM, and a further 24,7% of PDS at a purchase price based on profits in F2009 and F2010. This option is exercisable within 90 days after finalisation of the PDS Group F2010 audit. Should Amecor not exercise its rights in terms of this option, the vendors will then have a subsequent option to repurchase all of Amecor's shares in and claims on loan account against the PDS Group from Amecor at a purchase price paid by Amecor for the shares together with interest thereon.

3. Purchase consideration of the transaction

The purchase consideration for the acquisition is R15 689 603 (fifteen million six hundred and eighty nine thousand six hundred and three rand) ("the consideration"). The effective date of the acquisition is 1 March 2008, notwithstanding the fact that the agreements were signed on 24 June 2008. As such, the acquisition is a post balance sheet event in terms of IFRS.

- Upon fulfilment of all the conditions precedent, the purchase consideration will be paid as follows:
- R12 551 682 (twelve million five hundred and fifty one thousand six hundred and eighty two rand) payable in cash; and
 - R3 137 921 (three million one hundred and thirty seven thousand nine hundred and twenty one rand) shall be discharged by the issue of such number of Amecor ordinary shares at an issue price equal to the 30-day weighted average JSE trading price, after all the conditions precedent have been fulfilled.
 - In addition Amecor will advance a loan of R7 337 418 (seven million three hundred and thirty seven thousand four hundred and eighteen rand) to the PDS Group on loan account. R2 337 418 (two million three hundred and thirty seven thousand four hundred and eighteen rand) will be used to pay vendors' shareholder claims on loan account.

4. Description of the business and rationale for the transaction

The acquisition is in line with Amecor's strategy as stated in the F2007 reporting period and also brings a number of synergies between operating entities within the Amecor Group as well as opportunities to cross sell niche electronic solutions and broader services across a wider client base.

The vendors' core businesses are:

Power Development Services (Proprietary) Limited

Supply, installation, maintenance and servicing of uninterrupted powers supply ("UPS") systems, generators and associated standby power equipment.

Durapower Manufacturing (Proprietary) Limited

Import components, assemble, distribute and sale of UPS systems and associated standby power equipment.

Gillespie Diesel Services Close Corporation

Assemble, distribute and sale of diesel generators.

The vendors' businesses are profitable and ideally positioned for expansion and represent an earnings enhancement for Amecor if adequately capitalised. Moreover with additional capitalisation the acquisition will enable Amecor to offer full maintenance rental solutions to its customer base and thus build additional recurring income and financial assets in the medium term.

5. Pro forma financial information

The unaudited pro forma financial effects of the transaction on Amecor's earnings per share ("EPS"), net asset value ("NAV") and tangible net asset value ("TNAV") are set out below. The financial effects have been prepared for illustrative purposes only. Because of its nature, the pro forma financial information may not fairly represent the Group's financial position and results of operations after the acquisition. The unaudited pro forma information is the responsibility of Amecor's directors.

	Before the acquisition (cents)	After the acquisition (cents) ²	% change
Earnings per share	23,0	25,8	12,0
Headline earnings per share ("HEPS")	23,0	25,7	11,5
Net asset value per share	110,9	117,4	5,9
Tangible net asset value per share	38,3	47,7	24,5
Number of shares in issue (shares)	74 045 562	74 045 562	–
Treasury shares (shares)	5 519 897	2 667 242	(51,7)
Shares in issue – weighted average (net of treasury shares)	68 525 665	71 378 320	4,2

Note

1. The figures in the "Before" column are extracted from Amecor's reviewed financial results for the 12 months ended 31 March 2008.
2. EPS and HEPS figures in the "After" column are based on the assumption that the acquisition took place on 1 April 2007, after taking into account the following adjustments:
 - a. 2 852 655 shares at 110 cents per ordinary share were issued as part of the purchase consideration;
 - b. Audited financial results of the companies being acquired for the year ended 29 February 2008 were adjusted for additional costs;
 - c. A company tax rate of 29%; and
 - d. The pro forma NAV and TNAV figures in the "After" column are based on the assumption that the acquisition took place on 1 April 2007 and that an assumed share price of 110 cents per ordinary share was used to calculate the portion of the purchase consideration settled by the issue of 2 852 655 Amecor shares.

This acquisition is subject to the fulfilment of certain suspensive conditions; these being:

- Conclusion on service contracts between the companies and the vendors;
- Conclusion and approval of the due diligence audit;
- Conclusion of the BEE agreement;
- The obtaining of relevant regulatory approvals including approval of the Issuer Services Division of the JSE; and
- Amecor procuring the funding to implement the acquisition.

6. Categorisation of the transaction

This is a Category 2 transaction as defined in Section 9.5(a) of the Listings Requirements of the JSE Limited ("Listings Requirements"). The companies being acquired will amend their articles to conform to Schedule 10 of the Listings Requirements.

7. Withdrawal of cautionary announcement

Shareholders are referred to the cautionary announcement and further renewal published on SENS on 25 April 2008 and 11 June 2008 respectively. By virtue of the conclusion of the acquisition on the terms referred to in this announcement, caution is no longer required to be exercised by shareholders when dealing in their securities.

On behalf of the board

HS Courtney

Chairman*

Johannesburg

24 June 2008

DH Alexander

Chief Executive

Directors

HS Courtney (Chairman)*, DH Alexander, KA Colley, M Noge**, P van Niekerk* [* non-executive, ** independent non-executive]

Transfer Secretaries