COMMENTARY

NATURE OF BUSINESS
Calgro M3 is a mixed-use housing development company, established in 1995. The business model focuses on the acquisition of land, town planning and project management of civil infrastructure, services installation, marketing and construction of homes.

The market niche for the group housing products comprises two specific market segments viz.: Integrated housing and Mid to high income developments.

Integrated housing comprises three components:
1. RDP homes – costed at government subsidy scales currently R54,650 and R22,418 for municipal engineering services.
2. "GAP" homes – valued between R180,000 and R400,000, (falling within the requirements of the financial services sector charter 2005); and
3. Affordable homes - valued between R400,000 and R600,000.

The company's strategy supports government's proactive drive as expressed in the 'Breaking New Ground' initiative aimed at ensuring the creation of sustainable human settlements. This is achieved through the integration of various income groups of buyers/beneficiaries as well as the provision of socio-amenities such as schools and hospitals, within a fully integrated community development.

Mid to High income developments
These are homes valued between R600,000 and R1.6m.

FINANCIAL OVERVIEW
Group revenue for the half year ended August 2008 increased by 28% compared to August 2007, although it decreased by 39% compared with the previous six months to February 2008. Headline earnings increased from August 2007 compared to the previous six months as a result of a Put and Call option gain released by the group in the six months under review. The material increase in liabilities compared with August 2007 is due to the fact that the entity was unlisted at that time and now has a much greater asset and revenue base.

We have experienced unavoidable delays in construction, mainly due to specification changes, necessitating contractual adjustments on the Pennyville project. A considerable number of units on this project are "GAP" houses, of which 40% of the costs are borne in the first 60% of the construction phase. Within the last 40% of the allocated construction period, 60% (i.e. fixtures, fittings and finishes) of costs will be borne. As construction of most of the "GAP" units commenced in the six months under review and have all reached 60% completion, with only 40% cost accumulated, the work in progress calculation is skewed. The picture for the following six months will therefore be different, presenting an improvement in profit.

During this reporting period, the mid to high income developments segment was still under pressure as a result of the shortage of electricity supply and the slowdown in the high end of residential market. Subsequent to our half year-end, there has been an improvement on both fronts as electricity supply has been secured on three projects and two have been registered. Sales have picked up during the last month and we expect to see a definite improvement over the next six months as we continue this trend.

The infrastructure of building capacity contributed to the material increase in overheads respect of the Fleurhof and Midrand projects which will start breaking ground within the next six months. This will have a major effect on profits going forward as all the infrastructure and feasibility studies were completed in the six months under review, with no corresponding income.

Contingent liability
The company received a summons for R5.5m. After obtaining legal advice, management is of the opinion the claim will not succeed.

"Green" initiative
Calgro M3 has commissioned on-going studies in the area of energy conservation and the reduction of carbon emissions. Our policy is to support these initiatives by promoting the use of natural resources with the installation of electricity-saving devices.
These will have an enhanced appeal to the community in reducing electricity expenses and we expect the benefits of these initiatives to be felt far into the future.

Partnership agreement
A partnership agreement (Memorandum of Understanding) has been signed with the City of Jo'burg in respect of the Fleurhof Project, whereby the council will take up houses and provide infrastructure grants.

Achievements in the interim period under review
The company has achieved significant milestones in the six months under review:
1. Yield X listing. The company was the first to list a debt programme of R300 million on the JSE Yield X on 25 August 2008 which was attended by the Minister of Housing, Lindiwe Sisulu. This had not yet been drawn down by 31 August 2008;
2. The Fleurhof project which will accommodate 6,500 homes. Major milestones have been reached on the Town Planning for the project and Calgro M3 is on track to begin the installation of civil infrastructure by November 2008, the actual construction of homes beginning in March 2009. The estimated turnover from this project is R1.6bn.
3. The Midrand project which comprises 14,700 homes. Town planning for the project is proceeding well and Calgro M3 is on track to obtain transfer once subdivision is completed. The project is expected to commence in the first quarter of the 2009 financial year. The expected turnover from the project is R2.6bn.
4. The Pennyville Project. The first units in the project were officially handed over to beneficiaries by the Mayor and MEC for Housing after a ribbon-cutting ceremony on 2 October 2008.

PROSPECTS
Industry overview
With the shortage of housing in SA estimated to be at 2,1 million homes, coupled with government's commitment to discharging the constitutional obligation contained in Section 26 of the constitution, i.e. to provide homes for all South Africans, the prospects for the company are excellent. By leveraging off our solid performance, Calgro M3 is well positioned to unlock the opportunity and has in this regard formed a well-tested working relationship in a private-public partnership with the state to support this end result.

Government has set aside R42bn for housing projects over the next four years and aims to deliver 250,000 houses a year. This, together with government's concept of "breaking new ground" which focuses on integrated housing, supports Calgro M3`s business model.

As part of the Financial Sector Charter, 2005, the major banks committed to the provision of R65bn by 2011 for the GAP market, which further supports government's drive for the development of integrated housing. Integrated housing is the model for the future and Calgro M3 has the proven ability to support this outcome.

In the cluster market, Calgro M3 expects the macroeconomic environment to continue to play a significant role. The impact will continue to be one of a slowdown for the next year in sales and prices will soften.

In the affordable market, the continued housing shortage supports strong demand, even in the prevailing macroeconomic environment. This market shows price elasticity as individuals continue to purchase houses as they become available. As interest rates rise, individuals purchase smaller houses relative to their income and affordability in light of interest-rate movements.

Calgro M3 delivery
With the delivery on the Pennyville project and the construction of the Fleurhof and Midrand projects to commence within the next 12 months, a solid pipeline in integrated housing for the next seven to ten years has been established. This, coupled with the remedial actions in the cluster division to a strategic fit of 20% cluster and 80% integrated business model, will underpin the group's ability to deliver profits and sustainability of earnings growth.
R100 million realised in cash for work in progress after our half year-end will also contribute to the restructuring of the balance sheet.

Management is confident that it has the capability and capacity to handle all its chosen projects particularly through the now proven roll out of the successful Pennyville model. Going forward management remains focused on growing shareholder earnings through delivering of the group strategy highlighted above.

Calgro M3 Holdings Limited
Incorporated in the Republic of South Africa
Registration number: 2005/027663/06
Share code: CGR • ISIN: ZAE000109203
"Calgro M3" or "Calgro" or "the company"

Directors: PF Radebe (Chairperson)*
PM Waweru (Chief executive officer),
WJ Lategan, BP Malherbe, H Ntene*,
FJ Steyn, (*Non-executive)

Registered office: 112 – 11th Street, Parkmore, Sandton 2196
• Private Bag X33, Craighall, 2024
Transfer secretaries: Computershare Investor Services (Pty) Ltd
70 Marshall Street, Johannesburg 2001
• PO Box 61051, Marshalltown 2107
Designated advisor: PSG Capital (Pty) Ltd
Auditors: PricewaterhouseCoopers Inc.www.calgrom3.com

Interim results for the six months ended 31 August 2008

CALGRO M3
HOLDINGS

CONDENSED CONSOLIDATED INCOME STATEMENT

R'000	Unaudited Six months ended 31 Aug 2008	Unaudited Six months ended 31 Aug 2007	Audited Year ended 29 Feb 2008	Audited Year ended 28 Feb 2007
Revenue	**116,889**	91,417	**316,677**	124,169
Cost of sales	**(83,998)**	(78,970)	**(239,719)**	(104,578)
Gross profit	**32,891**	12,447	**76,958**	19,591
Net administrative expenses	**(26,297)**	(11,928)	**(29,433)**	(12,848)
Gain on cancellation of put option	**17,035**	-	**-**	-
Impairment of Goodwill	**(8,828)**	-	**-**	-
Operating profit	**14,801**	519	**47,525**	6,743
Net finance cost	**(1,362)**	(190)	**(2,393)**	(176)
Profit before taxation	**13,439**	329	**45,132**	6,567
Taxation	**(1,914)**	(95)	**(13,723)**	(2,193)
Profit after taxation	**11,525**	234	**31,409**	4,374
Attributable to:				
Equity holders of the company	**11,525**	234	**31,409**	4,167
Minority interest	**-**	-	**-**	207
Earnings per share - cents	**9.07**	0.25	**30.33**	4.48
Headline earnings per share - cents	**16.01**	0.25	**30.40**	4.47
Fully diluted earnings per share - cents	**9.48**	0.25	**28.32**	4.48

CONDENSED SEGMENT REPORT FOR THE GROUP

R'000	Clusters	Integrated housing	Total
Aug 2008			
Revenue	**31,116**	**85,773**	**116,889**
Operating (loss)/profit	**(330)**	**13,017**	**12,687**
Total assets	**315,662**	**225,375**	**541,037**
Total liabilities	**220,900**	**174,188**	**395,088**
Feb 2008			
Revenue	72,629	244,048	316,677
Operating (loss)/profit	(7,655)	55,180	47,525
Total assets	234,292	245,339	479,631
Total liabilities	140,615	205,845	346,460

EARNINGS RECONCILIATION

R'000	Unaudited Six months ended 31 Aug 2008	Unaudited Six months ended 31 Aug 2007	Audited Year ended 29 Feb 2008	Audited Year Ended 28 Feb 2007
Determination of headline earnings				
Attributable profit	**11,525**	234	**31,409**	4,167
Impairment of goodwill	**8,828**	-	**-**	-
Loss/(profit) on disposal of property, plant and equipment	**-**	-	**72**	(7)
Headline earnings	**20,353**	234	**31,481**	4,160
Determination of diluted earnings				
Attributable profit	**11,525**	234	**31,409**	4,167
Share option expense	**1,253**	-	**963**	
Diluted earnings	**12,778**	234	**32,372**	4,167
Number of ordinary shares	**127,100**	93,000	**127,100**	93,000
Weighted average shares	**127,100**	93,000	**103,562**	93,000
Fully diluted weighted average shares	**134,836**	93,000	**114,299**	93,000

CONDENSED CONSOLIDATED CASH FLOW STATEMENT

R'000	Unaudited Six months ended 31 Aug 2008	Unaudited Six months ended 31 Aug 2007	Audited Year ended 29 Feb 2008	Audited Year ended 28 Feb 2007
Net cash from operating activities	**(71,530)**	(2,595)	**(289,327)**	(20,664)
Net cash from investing activities	**8,917**	(4,776)	**(12,728)**	(8,552)
Net cash from financing activities	**47,081**	8,382	**300,372**	30,599
Net (decrease)/increase in cash and cash equivalents and bank overdraft	**(15,532)**	1,011	**(1,683)**	1,383
Cash and cash equivalents and bank overdraft at the beginning of the year	**(2,197)**	(514)	**(514)**	(1,897)
Cash and cash equivalents and bank overdraft at the end of the year	**(17,729)**	497	**(2,197)**	(514)

CONDENSED CONSOLIDATED BALANCE SHEET

R'000	Unaudited Six months ended 31 Aug 2008	Unaudited Six months ended 31 Aug 2007	Audited Year ended 29 Feb 2008	Audited Year ended 28 Feb 2007
ASSETS				
Non-current assets				
Property, plant and equipment	**8,417**	2,276	**7,782**	1,505
Other non-current assets	**32,117**	6,920	**28,610**	5,896
	40,534	9,196	**36,392**	7,401
Current assets				
Inventories	**276,971**	45,157	**251,417**	34,433
Construction contracts and receivables	**144,363**	10,493	**91 ,000**	6,855
Trade and other receivables	**19,063**	3,786	**54,684**	12,093
Other current assets	**59,930**	9,620	**43,027**	6,700
Cash and cash equivalents	**176**	2,220	**3,111**	1,066
	500,503	71,276	**443,239**	61,147
Total assets	**541,037**	80,472	**479,631**	68,548
EQUITY AND LIABILITIES				
Equity				
Capital and reserves	**145,948**	5,121	**133,171**	4,778
	145,948	5,121	**133,171**	4,778
Minority interest in equity	**-**	-	**-**	207
Total equity	**145,948**	5,121	**133,171**	4,985
Non-current liabilities				
Non-current borrowings	**190,141**	458	**165,269**	519
Other non-current liabilities	**27,749**	187	**13,766**	134
	217,890	645	**179,035**	653
Current liabilities				
Current borrowings	**112,563**	41,204	**91,205**	32,760
Other current liabilities	**46,731**	31,779	**70,912**	28,570
Bank overdraft	**17,905**	1,723	**5,308**	1,580
Total liabilities	**177,199**	74,706	**167,425**	62,910
Total equity and liabilities	**541,037**	80,472	**479,631**	68,548
Net asset value per share-cents	**114.8**	5.5	**104.8**	5.4

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

(Rands)	Share capital	Share premium	Reserves for own shares/share repurchase reserve	Retained income	Minority interest	Total equity
Balance at 01 March 2007	930			4,776,791	206,926	4,984,647
Profit for the year				31,409,443		31,409,443
Issue of shares	341	96,020,450				96,020,791
Share appreciation scheme			963,141			963,141
Acquisition of minority interest					(206,926)	(206,926)
Balance at 29 February 2008	1,271	96,020,450	963,141	36,186,234	-	133,171,096
Profit for the period				11,525,000		11,524,000
Share appreciation scheme			1,253,448			1,253,448
Balance at 31 August 2008	1,271	96,020,450	2,216,589	47,710,234	-	145,948,544

NOTES

1. Basis of preparation
These consolidated condensed financial statements are prepared in accordance with the Listings Requirements of the JSE Ltd., the International Financial Reporting Standards (IFRS) on Interim Financial Reporting (IAS34) and Schedule 4 of the South African Companies Act. The accounting policies are consistent with those used in the annual financial statements for the year ended 29 February 2008.

2. Independent audit
These consolidated condensed financial statements have not been audited.

3. Dividends
No dividends have been declared for this interim period.