THE SPAR GROUP LTD

UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL RESULTS

FOR THE SIX MONTHS ENDED 31 MARCH

2022

AND CASH DIVIDEND DECLARATION

Salient features

+5.2%
R67.6bn
Turnover[1]
2021: R64.2bn

+7.1%
R1.8bn
Operating profit
2021: R1.7bn

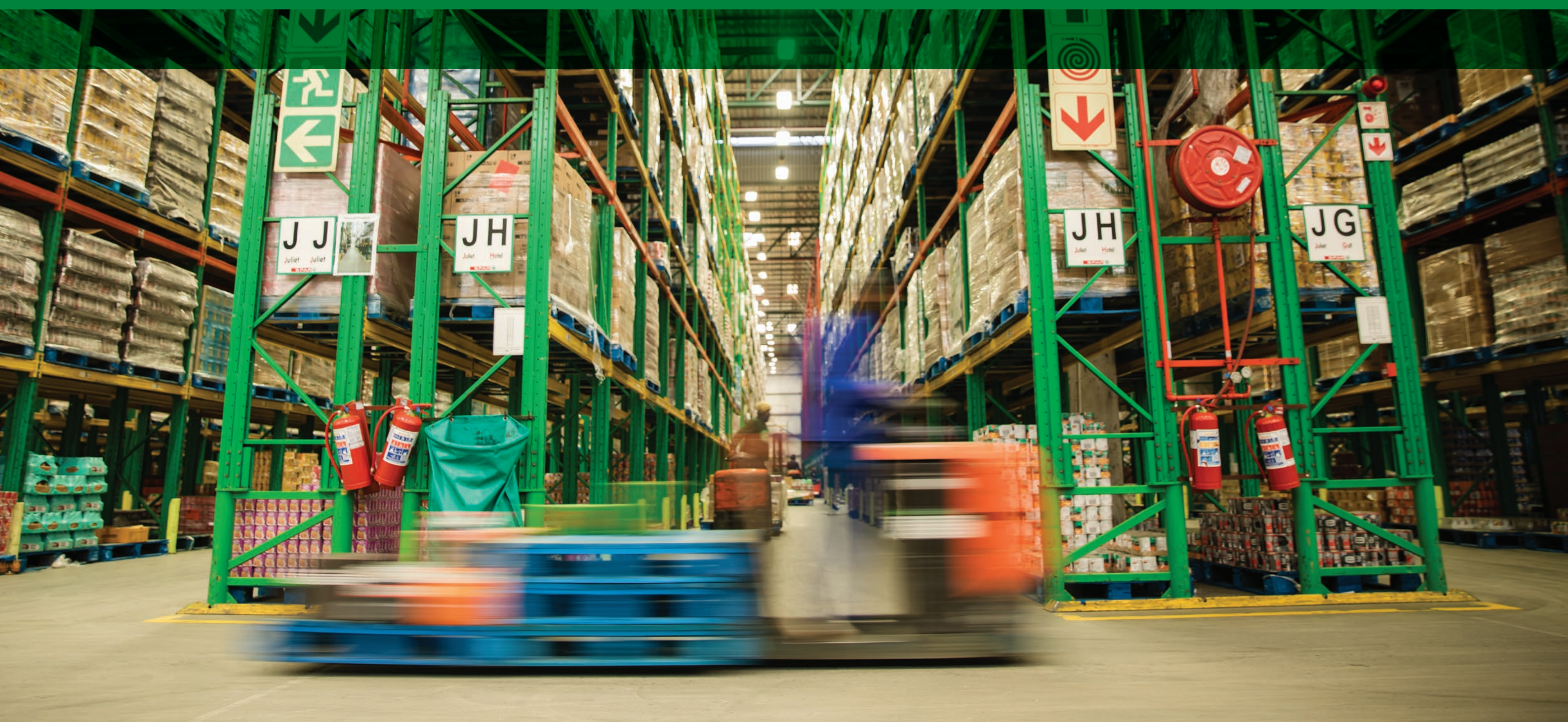
+3.7%
641.1 cents
Diluted headline earnings per share
2021: 618.5 cents

+10.4%
4 373.9 cents
Net asset value
2021: 3 961.1 cents

+55 stores
Net new stores

175.0 cents
Interim dividend per share[2]
2021: 280.0 cents

[1] *Turnover represents revenue from the sale of merchandise.*
[2] *On 16 February 2022, the board announced a change in the dividend policy for a period of two years to fund inter alia the strategic SAP implementation.*



Contents

COMMENTARY

SUMMARY OF KEY INFORMATION

GROUP

- Robust turnover growth of 5.2% and a resilient performance despite challenges

SPAR SOUTH AFRICA

- Total turnover growth of 7.7%
  - Combined core grocery and liquor wholesale turnover growth of 8.5%
  - Core grocery business: meaningful improvement with turnover increasing by 4.6%
  - TOPS liquor: excellent turnover growth of 41.6% (against pandemic-related liquor trading restrictions in 2021)
  - Build it: solid performance with turnover growth of 1.4%, despite industry-wide slow down

BWG GROUP (IRELAND AND SOUTH WEST ENGLAND)

- Strong turnover growth of 8.3% in local currency and continued impressive performance, despite considerable trade and cost headwinds

SPAR SWITZERLAND

- Turnover decreased by 1.6% in local currency, yet up a commendable 9.3% on a two-year basis
- Expected slowdown in core wholesale business, mostly offset by growth in new business and TopCC cash and carry rebounding

SPAR POLAND

- Turnover growth of 6.5% and reduction in operating losses by 19.8% in local currency

SALIENT FEATURES

Rmillion		**Unaudited six months ended March 2022**	Unaudited six months ended March 2021	Change %
Turnover[1]		**67 605.2**	64 240.5	5.2
Operating profit		**1 832.0**	1 710.2	7.1
Earnings per share	(cents)	**605.5**	616.4	(1.8)
Headline earnings per share	(cents)	**642.6**	620.7	3.5
Diluted headline earnings per share	(cents)	**641.1**	618.5	3.7
Dividend per share[2]	(cents)	**175.0**	280.0	(37.5)
Net asset value per share	(cents)	**4 373.9**	3 961.1	10.4

[1] Turnover represents revenue from the sale of merchandise.

[2] On 16 February 2022, the board announced a change in the dividend policy for a period of two years to fund inter alia the strategic SAP implementation.

The weighted average number of ordinary shares (net of treasury shares) 192 440 366 (2021: 192 529 100). In respect of diluted headline earnings per share the average number of ordinary shares (net of treasury shares) is 192 888 881 (2021: 193 194 990).

PERFORMANCE OVERVIEW

The group delivered robust turnover growth, increasing turnover by 5.2% to R67.6 billion. Group operating profit increased by 7.1% to R1.8 billion. SPAR Southern Africa delivered a strong performance. Profits in the foreign businesses have come under pressure due to increased labour and energy costs. Whilst loss making, the Polish business is showing improvement. Diluted headline earnings per share increased by 3.7% to 641.1 cents. The board has declared an interim dividend of 175.0 cents per share, in line with the temporarily adjusted dividend policy.

- **SPAR South Africa** reported solid growth, with wholesale turnover increasing by 7.7% to R43.8 billion. The core SPAR wholesale grocery business reported a meaningful recovery in sales growth of 4.6%, assisted by increased marketing initiatives at retail, and unrestricted liquor trading, which drove increased footfall to SPAR stores. Internally measured wholesale price inflation for the period was 5.0%. Core business trading continued to be impacted by the stores which were closed due to the civil unrest in July 2021. At the end of the period, 13 SPAR format stores and nine TOPS at SPAR stores remained closed. Following the lifting of the COVID-19 nationwide liquor trading bans in September 2021, TOPS at SPAR made a strong recovery, increasing turnover by 41.6% for the period. On a combined basis, wholesale grocery and liquor turnover increased by 8.5% for the period. While Build it experienced a slowdown against the backdrop of extraordinary levels of home improvement seen during the pandemic, this business continues to deliver growth with turnover increasing by 1.4%. Build it trading was hampered by heavy rainfall in various regions across the country, as well as the impact of seven stores which have remained closed following the civil unrest. The total Southern African store network increased to 2 493 stores, with 53 net new stores across all formats.

- **BWG Group** (Ireland and South West England) delivered excellent turnover growth of 8.3% in EUR-denominated terms. As consumers started to switch spend to out-of-home channels with the easing of COVID-19 restrictions, the retail brands have managed to deliver an overall robust performance. Sales in foodservices rebounded strongly with the reopening of the hospitality industry. Appleby Westward in South West England has continued to benefit from the growth of corporate stores. Despite many cost pressures the business has performed strongly and has again reported a solid profit result. During the period, there were a significant number of new store openings, increasing the store portfolio for the combined business to 1 432 stores (26 net new stores).
- **SPAR Switzerland** reported a decrease in turnover of 1.6% in CHF-denominated currency and has seen a decline in trading against the extraordinary levels of growth in the prior period. As expected, the elimination of pandemic-related restrictions in the current period significantly reduced the level of neighbourhood store support which the business benefitted from during the height of COVID-19 restrictions. Increased electricity and fuel costs impacted overall profitability for this business. The SSAG petro-convenience stores have contributed positively for the full six months against only one month in the prior period. The TopCC cash and carry business has returned to growth, supported by the reopening of restaurants and hospitality. On a net basis, SPAR Switzerland closed five stores, taking the total store network to 381 stores at the end of the period.
- **SPAR Poland** reported turnover growth of 6.5% in PLN-denominated terms. The further strategic closure of selected loss-making stores during the period impacted sales growth. Retailer loyalty for the independent retailers in the south of the country improved marginally to 31% at the end of March 2022 and further work to improve this level is in progress, which will drive growth for this business. The store closures resulted in a reduction in the store network of 19 stores to 208 stores at period end.

GROUP FINANCIAL REVIEW

SUMMARY SEGMENT ANALYSIS

Rmillion	Southern Africa	Ireland	Switzerland	Poland	The SPAR Group Ltd
Profit/(loss)					
Turnover[1]	44 621.4	14 853.3	6 864.7	1 265.8	67 605.2
Gross profit	4 420.6	2 096.8	1 279.0	230.4	8 026.8
Gross profit margin %	9.9	14.1	18.6	18.2	11.9
Operating profit/(loss)	1 420.0	390.0	187.9	(165.9)	1 832.0
Operating margin %	3.2	2.6	2.7	(13.1)	2.7
Profit/(loss) before taxation	1 355.8	314.7	158.4	(187.5)	1 641.4
Financial position					
Total assets	26 601.4	13 862.1	10 204.2	2 053.7	52 721.4
Total liabilities	21 603.2	11 433.5	8 374.7	2 892.8	44 304.2

[1] *Turnover represents revenue from the sale of merchandise*

Turnover for the group, representing revenue from the sale of merchandise, increased by 5.2% to R67.6 billion (2021: R64.2 billion), with 34.0% (2021: 35.5%) of total reported turnover generated in foreign currency by BWG Group with operations in Ireland and South West England (EUR-denominated), Switzerland (CHF-denominated) and Poland (PLN-denominated). The group continued to be impacted by changes in pandemic-related regulations and consumer behaviour.

Gross margin for the group marginally increased to 11.9%, up from 11.8% in the prior period, due to improvement in the foreign segments. SPAR Southern Africa's gross margin decreased from 10.1% to 9.9%, due to a change in mix arising on the higher proportion of liquor traded during the period relative to the prior period. BWG Group increased its overall gross margin from 13.3% to 14.1% driven by a change in sales mix and the increased activity in higher gross margin foodservices with COVID-19 restrictions easing. SPAR Switzerland's gross margin has increased from 17.9% to 18.6%, arising on the increase in higher gross margin retail sales, due to the SSAG acquisition, and the higher proportion of TopCC sales with the reopening of the gastronomy market in Switzerland. SPAR Poland has increased its gross margin from 15.1% to 18.2%, driven by improved supplier terms.

Operating expenses for the group increased by 7.2% to R7.6 billion. SPAR Southern Africa's expenses increased by 6.9%. SPAR South Africa (excluding S Buys Pharmaceutical business and SPAR Encore) reported an increase of 8.2%. While employee costs were well contained at less than 3.0%, fuel costs increased by almost 40.0% due to the increase in fuel prices, and the increased diesel consumption, due to load shedding. Computer costs increased by 33.4% predominantly driven by cloud-based licensing, and operational costs ahead of the SAP implementation. Advertising and promotional costs increased by 55.3% due to heightened promotional activity across all brands.

Against a decline in operating expenses in the prior period, BWG Group saw a significant increase in operating expenses of 16.9% in EUR-denominated currency (an increase of 11.1% in reporting currency). The increase has been predominantly caused by the ongoing labour shortages, which have led to significant increases in employment costs, and increases in warehouse and distribution costs, due to rising fuel and energy prices.

SPAR Switzerland's operating expenses increased by 10.0% in CHF-denominated currency and 8.6% in reporting currency. The increase in Swiss expenses is mainly due to the inclusion of costs to run the SSAG stores for six months in 2022 versus one month in the prior period, having been acquired in March 2021. This caused a significant increase in employment costs. Higher fuel and electricity prices also contributed towards the growth in operating expenses for the Swiss region.

SPAR Poland saw a decrease in operating costs of 3.3% in PLN-denominated currency and 9.9% in reporting currency, driven by the reduction in the number of corporate stores, thereby reducing costs associated with these stores.

Operating profit for the group is up 7.1% to R1.8 billion (2021: R1.7 billion). SPAR Southern Africa delivered operating profit of R1.4 billion, an increase of 8.1% against the prior period, which has helped compensate for the lower levels of profitability in the foreign regions. BWG Group delivered operating profit growth of 3.0% in EUR-denominated currency (a decrease of 2.1% in reporting currency). Profitability in both Ireland and South West England has been significantly impacted by the ongoing labour challenges in both markets. SPAR Switzerland reported a decline in operating profit of 13.7% in CHF-denominated currency (a decrease of 14.8% in reporting currency). SPAR Poland delivered a reduction of 19.8% (PLN-denominated terms) in operating losses during the period.

Profit before tax for the group increased by 6.4% to R1.6 billion (2021: R1.5 billion).

Profit after tax increased by 4.1% to R1 198.9 million (2021: R1 151.8 million) and was impacted by the higher proportion of profit generated by SPAR Southern Africa in the current period, attracting tax at a higher rate relative to the Irish and Swiss businesses, which had extraordinary profit gains in the prior period and are taxed at lower rates. Profit after tax was also impacted by a more prudent approach on raising deferred tax assets in Poland.

Headline earnings per share grew by 3.5% to 642.6 cents (2021: 620.7 cents) and diluted headline earnings grew by 3.7% to 641.1 cents (2021: 618.5 cents).

An **interim dividend** per share of 175.0 cents (2021: 280.0 cents) has been declared by the board. To fund *inter alia* the strategic SAP implementation, on 16 February 2022 the board announced a temporary change in the dividend policy from annual dividends covered 1.45 times by headline earnings to 2.90 times. This is effective for the next two financial years ending 30 September 2022 and 30 September 2023. Shareholders are advised that the interim dividend cover has historically been approximately 1.85 times and that the change in policy gives rise to interim dividend cover of approximately 3.60 times for the interim dividend declared.

Cash generated from operations totalled R1.9 billion (2021: R1.5 billion), including a net working capital outflow of R1.0 billion (2021: R1.3 billion). Cash outflow arising on inventories of R827.8 million (2021: R136.2 million) increased considerably against the prior period, due to the intentional buy-in of essential grocery items in the current period, ahead of anticipated price increases, in addition to the timing of the Easter holidays in the current year. Capital expenditure to expand and maintain operations totalled R751.7 million (2021: R646.7 million), consisting of investment to expand operations of R569.1 million (2021: R388.1 million) and to maintain operations of R182.6 million (2021: R258.6 million). Included within cash outflow for expansion is R214.3 million arising on SAP Implementation. Cash outflows from financing activities with the majority of this relating to lease payments, was R1.5 billion (2021: R1.5 billion). The group finished the period with a net overdraft of R2.5 billion (2021: R1.9 billion).

GEOGRAPHICAL OPERATIONAL REVIEW

SALE OF MERCHANDISE

Southern Africa

Rmillion	**Unaudited six months ended March 2022**	Unaudited six months ended March 2021	Change % (reporting currency)
SPAR – core grocery business	**33 363.9**	31 911.9	4.6
TOPS/Liquor sales	**5 446.0**	3 844.9	41.6
SPAR & TOPS	**38 809.9**	35 756.8	8.5
Build it	**4 958.0**	4 887.7	1.4
South Africa	**43 767.9**	40 644.5	7.7
S Buys – Pharmaceutical business*	**607.7**	569.2	6.8
SPAR Encore*	**245.8**	258.5	(4.9)
Total Southern Africa	**44 621.4**	41 472.2	7.6

* *Adjusted for intergroup sales*

By segment

Rmillion	**Unaudited six months ended March 2022**	Unaudited six months ended March 2021	Change % (reporting currency)	Change % (local currency)
Total Southern Africa	**44 621.4**	41 472.2	7.6	
Ireland	**14 853.3**	14 428.8	2.9	8.3
Switzerland	**6 864.7**	7 064.7	(2.8)	(1.6)
Poland	**1 265.8**	1 274.8	(0.7)	6.5
Total Group	**67 605.2**	64 240.5	5.2	

SPAR South Africa reported wholesale turnover growth of 7.7% to R43.8 billion (2021: R40.6 billion), supported by a return to normal trading hours for the liquor business, which helped increase footfall to SPAR grocery stores. The core SPAR grocery business reported turnover growth of 4.6%, demonstrating a meaningful improvement. As concerns around COVID-19 have eased, consumers have largely returned to normal daily activities and pre-COVID-19 convenience-based shopping habits. SPAR has also seen an uptick in trading in its coastal regions, predominantly driven by greater flexibility in terms of remote working behaviour post the pandemic.

Turnover during the period has been impacted by stores that were damaged and have remained closed due to the civil unrest. A total of 22 SPAR and TOPS at SPAR stores remained closed at period end. The group continues to work closely with the affected retailers to open these remaining stores as soon as possible. During the period the group recognised R32.6 million in insurance claims relating to the civil unrest. Additional claims will be submitted until the remaining stores reopen.

Case volumes handled through the six distribution centres reflect an increase in volumes of 4.0% from 117.5 million to 122.2 million cases. Internally measured wholesale inflation during the period was 5.0%.

Turnover growth for SPAR Encore was impacted by the civil unrest in July 2021, which caused extensive damage to the factories of certain private-label suppliers, including SPAR's largest supplier of SPAR-branded cold meats. This severely impacted private label growth for this category during the period. Growth of house brands continues to outperform the growth for the core business. Turnover from house brands increased by 5.3% to R8.1 billion, representing 24.3% (2021: 24.2%) of core SPAR turnover. House brands comprises all internally generated brands. It also includes the SPAR private label products, which are the products competing with the proprietary brands on shelf. SPAR private label turnover grew by 4.1% during the period, representing 16.5% of core turnover (2021: 16.6%).

TOPS at SPAR liquor sales saw considerable growth during the period. In the prior period, the liquor industry lost 72 trading days due to COVID-19 regulatory liquor bans. There were no liquor bans during the reporting period, with wholesale liquor turnover subsequently increasing by 41.6% for the period to R5.4 billion (2021: R3.8 billion).

Build it urban and rural stores have continued to see a slowdown in the demand for building materials after the levels of extraordinary demand seen during the height of the pandemic when consumers invested in home improvements. Despite the slowdown, this business delivered turnover growth of 1.4% to R5.0 billion (2021: R4.9 billion). Heavy rainfall during the period has further impacted construction in certain areas such as Limpopo, as well as the Lowveld and KwaZulu-Natal. Internally generated inflation in building materials during this period measured at 5.8%.

The S Buys pharmaceutical business continued to deliver a positive sales performance increasing turnover by 6.8% to R607.7 million (2021: R569.2 million), supported by growth in the scriptwise and academy businesses, as well as slowly improving retailer loyalty – a key area of focus for the Pharmacy at SPAR business.

COMPARISON OF WHOLESALE AND RETAIL TURNOVER GROWTH – SOUTH AFRICA

	SPAR CORE (groceries)			**TOPS AT SPAR (liquor)**			**BUILD IT (building materials)**		
Rbillion	**For the six months ended March 2022**	For the six months ended March 2021	%	**For the six months ended March 2022**	For the six months ended March 2021	%	**For the six months ended March 2022**	For the six months ended March 2021	%
Wholesale	**33.4**	31.9	4.6	**5.4**	3.8	41.6	**5.0**	4.9	1.4
Retail	**48.5**	46.9	3.4	**8.9**	6.1	45.2	**8.7**	8.4	3.3
Retail LFL			4.5			44.3			3.1

BWG GROUP (IRELAND AND SOUTH WEST ENGLAND)

The BWG Group delivered another solid performance with reported turnover growth of 2.9% to R14.9 billion (2021: R14.4 billion). In local currency turnover increased by 8.3%. Both regions have performed strongly despite the challenges, including the ongoing labour challenges as well as rising diesel and energy prices. BWG Foods in Ireland was also impacted by the heightening of restrictions to combat the Omicron variant in November and December 2021. However, there was a recovery in February and March 2022. Sales in foodservice have rebounded strongly with the reopening of the economy and elimination of COVID-19 restrictions. This business continues to win share in the hospitality sector where growth of this business is outperforming the overall growth in the sector. The convenience retail brands continued experiencing growth, although EUROSPAR supermarkets have seen a slowdown, as consumers shift spend from in-home consumption to other channels.

Appleby Westward in South West England benefitted from the growth in company owned stores, and increased loyalty from independent customers. Turnover has been further positively impacted by the acquisition of new stores during the period.

SPAR SWITZERLAND

In reporting currency this business delivered a decline in turnover of 2.8% to R6.9 billion (2021: R7.1 billion). Neighbourhood SPAR stores enjoyed high levels of support with consumers shopping nearer to home during the height of the pandemic lockdowns. The elimination of lockdown regulations in Switzerland and return to the shopping centres has led to a return of pre-pandemic consumer behaviour.

In the prior period, SPAR Switzerland acquired SSAG, the operator of 60 petro-convenience stores located on Avia fuel courts. The rebranding of these stores to SPAR Express stores continues, with approximately a third of the stores yet to be converted at period end. These stores are in the process of being transferred to independent retailers. With the reopening of restaurants, TopCC cash and carry business has seen increased levels of trading and reported an increase of 5.2% in turnover in local currency.

The turnover growth for TopCC cash and carry together with the SSAG stores, helped offset the decline in the underlying business to deliver a small decline in CHF-denominated cash and carry turnover of 1.6%. This is a robust overall trading performance against the extraordinary performance in the prior period which was impacted by COVID-19 dynamics and related changes in consumer behaviour at the time. Over the past two years the Swiss business has increased turnover by 9.3% in local currency terms.

SPAR POLAND

This business delivered turnover growth of 6.5% in PLN denominated currency. The priority lies with improving retailer loyalty for the retailers in the south of the country, which are the existing SPAR retailers that were in country before the group was awarded the SPAR licence to operate in Poland. In March 2021, retailer loyalty for the retailers in the south was at 25%. As at period end this level reached 31%, whereas for the retailers in the north of the country, that is the old Piotr i Pawel stores have reached retailer loyalty levels of 65%. While retailer loyalty levels have improved, they are not improving quickly enough to deliver the required levels of profitability for this business. During the period, notice was served to the retailers in the south of the country. Several retailers have already committed to the new terms, however, greater certainty is required over the coming weeks in respect of the new contracts to determine future prospects for this business.

Following on from the success of the petro-convenience collaboration with Avia in Switzerland (i.e. SSAG stores), the Polish business has also entered into a strategic partnership with Avia. At period end, five SPAR stores were opened on Avia fuel forecourts.

UPDATE ON GROUP SAP IMPLEMENTATION

The group embarked on a group-wide SAP implementation with a phased roll-out across the organisation, starting with South Africa. The ‘deploy phase’ is due to commence later this year, starting with one distribution centre (KwaZulu-Natal), thereby limiting risk for the rest of the regions. SAP training for divisional business teams commenced during the period. Capital expenditure of R1.8 billion has been allocated over the next two years and progress is tracking in line with budget and the implementation plan. Having the right team in place, mitigating the risks, and not compromising on the quality of the solution have remained the priorities and are fundamentally critical to the success of the SAP implementation across the group.

OUTLOOK

In South Africa, inflationary pressures will continue to persist, with the consumer expected to remain under pressure. SPAR has increased its promotional calendar for the period ahead to continue to attract cash-strapped consumers and is focused on providing a renewed SPAR-brand fresh offering, including fresh produce, butchery, bakery and home meal replacement. There is great enthusiasm from our independent retailers to implement SPAR’s new online shopping platform, SPAR2U. Our online platform is receiving positive reviews and a large number of stores are preparing to launch online within their communities in the coming months. Liquor sales should continue to rebound in the absence of further pandemic-related liquor trading restrictions. Post period end, KwaZulu-Natal experienced devastating floods. The damage to our SPAR stores was fortunately minimal and most of these retailers were trading again within 24 hours. Our Build it business has been negatively impacted by heavy rainfall, but remains well placed to assist with rebuilds, given the level of damage experienced within the region.

In the European regions, with the pandemic-related regulations set aside, management teams are optimistic ahead of the summer months, which are traditionally good for retail trading, and hospitality sector growth. BWG Group has several focus areas including the EUROSPAR supermarket strategy. Growth of the existing business remains the key area of focus for the Swiss team, along with converting the remaining SSAG stores to the SPAR Express brand and strategically transferring these stores to independent retailers. The next six months will be a crucial period for the Polish business and management are heavily focused on retailer loyalty growth and new business development. The partnership with Avia fuel courts continues to grow in line with the plan for the SPAR brand to gain traction in petro-convenience in Switzerland and Poland going forward.

The group continues to benefit from its diversity in terms of geographies and business segments and remains resilient in the face of ongoing challenges. Considering the inflationary pressures, greater collaboration, cost reduction and driving efficiencies across all our businesses are key areas of focus for the second half of the financial year. We remain well positioned to offer exceptional value to consumers through our SPAR house brand offerings. The return to more normal activity, as COVID-19 restrictions are lifted is widely welcomed. SPAR is a people business – freedom of movement and socialisation are essential for relationship building across our communities, and with new and existing stakeholders. The SPAR brand is embedded within the heart of its communities. We will continue to provide an excellent service to our independent retailers and to make a difference within the communities we serve.

Graham O’Connor
Chairman

Brett Botten
Chief Executive Officer

8 June 2022

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

Rmillion		Change %	Unaudited six months ended March 2022	Unaudited six months ended March 2021	Audited year ended September 2021
Revenue – sale of merchandise		5.2	**67 605.2**	64 240.5	127 940.5
Cost of sales			**(59 578.4)**	(56 674.4)	(112 581.5)
Gross profit		6.1	**8 026.8**	7 566.1	15 359.0
Revenue – other			**1 300.8**	1 159.7	2 454.5
Other income			**130.4**	95.7	226.3
Net operating expenses		7.2	**(7 626.0)**	(7 111.3)	(14 647.2)
Operating profit		7.1	**1 832.0**	1 710.2	3 392.6
Other non-operating items			**(3.3)**	(3.9)	(6.4)
Finance income			**291.4**	284.4	573.0
Finance costs			**(484.2)**	(447.2)	(935.4)
Share of equity-accounted profit/(loss)			**5.5**	(1.3)	(6.7)
Profit before taxation		6.4	**1 641.4**	1 542.2	3 017.1
Taxation			**(442.5)**	(390.4)	(808.6)
Profit after taxation		4.1	**1 198.9**	1 151.8	2 208.5
Attributable to:					
Equity holders of the company		(1.8)	**1 165.2**	1 186.8	2 265.5
Non-controlling interests			**33.7**	(35.0)	(57.0)
Other comprehensive income					
Items that will not be reclassified subsequently to profit or loss:					
Remeasurement of post-retirement medical aid					(9.2)
Deferred tax relating to remeasurement of post-retirement medical aid					2.5
Remeasurement of retirement funds			**105.8**	223.0	537.4
Deferred tax relating to remeasurement of retirement funds			**(14.7)**	(31.7)	(76.6)
Items that may be reclassified subsequently to profit or loss:					
Exchange differences from translation of foreign operations			**(170.1)**	(281.9)	(218.8)
Total comprehensive income		5.5	**1 119.9**	1 061.2	2 443.8
Attributable to:					
Equity holders of the company			**1 107.4**	1 065.3	2 493.8
Non-controlling interests			**12.5**	(4.1)	(50.0)
Earnings per share					
Basic	(cents)	(1.8)	**605.5**	616.4	1 176.3
Diluted	(cents)	(1.7)	**604.1**	614.3	1 173.8

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

Rmillion	**Unaudited six months ended March 2022**	Unaudited six months ended March 2021	Audited year ended September 2021
ASSETS			
Non-current assets	**28 594.5**	27 588.3	28 419.0
Property, plant and equipment	**7 982.0**	8 029.3	8 192.5
Right-of-use assets	**7 502.4**	6 949.8	7 135.5
Finance lease receivable	**5 112.8**	4 584.3	5 120.7
Goodwill and intangible assets	**6 734.9**	6 605.0	6 837.1
Investment in associates and joint ventures	**87.2**	77.8	94.6
Other investments	**14.5**	13.9	14.5
Operating lease receivables	**7.9**	7.7	7.6
Loans and other receivables	**769.9**	861.7	700.3
Block discounting loan receivable	**118.0**	187.9	87.9
Deferred taxation asset	**264.9**	270.9	228.3
Current assets	**24 100.4**	22 888.1	23 618.3
Inventories	**6 001.4**	5 309.2	5 303.4
Trade and other receivables	**15 672.3**	14 583.6	15 327.9
Prepayments	**268.1**	300.2	226.9
Loans and other receivables	**171.0**	127.8	199.5
Current portion of block discounting loan receivable	**40.0**	69.3	114.4
Income tax receivable	**13.6**	6.9	25.4
Finance lease receivable	**903.3**	734.9	776.2
Cash and cash equivalents – SPAR	**763.5**	1 469.1	1 370.7
Cash and cash equivalents – Guilds and trusts	**267.2**	287.1	273.9
Assets held for sale	**26.5**	34.2	29.5
Total assets	**52 721.4**	50 510.6	52 066.8
EQUITY AND LIABILITIES			
Capital and reserves	**8 417.2**	7 626.3	8 379.1
Stated capital	**2 231.5**	2 231.5	2 231.5
Treasury shares	**(28.6)**	(6.6)	(13.3)
Reserves	**399.2**	481.1	576.4
Non-controlling interests	**193.4**	(94.2)	177.6
Retained earnings	**5 621.7**	5 014.5	5 406.9
Non-current liabilities	**19 797.0**	20 149.2	20 571.2
Deferred taxation liability	**346.2**	278.0	312.1
Post-employment benefit obligations	**702.0**	1 068.7	810.9
Financial liabilities		50.0	50.1
Long-term borrowings	**6 327.4**	7 218.8	7 256.4
Block discounting loan payable	**118.9**	190.8	89.8
Finance lease payable	**12 302.5**	11 342.9	12 051.9
Current liabilities	**24 507.2**	22 735.1	23 116.5
Trade and other payables	**18 404.5**	16 896.4	18 266.4
Current portion of financial liabilities	**52.9**		
Current portion of long-term borrowings	**460.8**	323.8	393.4
Current portion of block discounting loan payable	**42.9**	72.8	117.4
Finance lease payable	**1 949.5**	1 720.0	1 824.5
Provisions	**27.2**	8.7	27.3
Income tax payable	**60.2**	100.9	72.0
Bank overdrafts	**3 509.2**	3 612.5	2 415.5
Total equity and liabilities	**52 721.4**	50 510.6	52 066.8

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Rmillion	Stated capital	Treasury shares	Currency translation reserve	Share-based payment reserve	Retained earnings	Equity reserve	Hedging reserve	Non-controlling interest	Total equity
Balance at 30 September 2020	2 231.5	(15.3)	557.9	298.3	5 153.5	(237.7)	(28.2)	(70.3)	7 889.7
Profit for the period					1 186.8			(35.0)	1 151.8
Remeasurement of retirement funds					191.3				191.3
Recognition of share-based payments				15.7					15.7
Take-up of share options		38.8		(17.0)					21.8
Transfer arising from take-up of share options				17.0	(17.0)				–
Settlement of share-based payments		56.2		(23.0)	(33.2)				–
Treasury shares acquired		(86.3)							(86.3)
Dividends paid					(1 280.3)			(17.4)	(1 297.7)
Additional interest acquired from non-controlling interest					(0.4)			(2.4)	(2.8)
Equity reserve transferred to retained earnings					(186.2)	186.2			–
Exchange rate translation			(312.8)			24.7		30.9	(257.2)
Balance at 31 March 2021	2 231.5	(6.6)	245.1	291.0	5 014.5	(26.8)	(28.2)	(94.2)	7 626.3
Profit for the period					1 078.7			(22.0)	1 056.7
Remeasurement of post-retirement medical aid					(6.7)				(6.7)
Remeasurement of retirement funds	326.5				269.5				596.0
Recognition of share-based payments	(326.5)			8.2					(318.3)
Take-up of share options		41.4		(19.1)					22.3
Transfer arising from take-up of share options				19.1	(19.1)				–
Settlement of share-based payments				0.1	(0.1)				–
Treasury shares acquired		(48.1)							(48.1)
Dividends paid					(539.2)			(0.5)	(539.7)
Additional interest acquired from non-controlling interest					(390.7)			318.2	(72.5)
Exchange rate translation			87.0					(23.9)	63.1
Balance at 30 September 2021	**2 231.5**	**(13.3)**	**332.1**	**299.3**	**5 406.9**	**(26.8)**	**(28.2)**	**177.6**	**8 379.1**
Profit for the period					**1 165.2**			**33.7**	**1 198.9**
Remeasurement of retirement funds					**91.1**				**91.1**
Recognition of share-based payments				**9.9**					**9.9**
Take-up of share options		**11.0**		**(5.3)**					**5.7**
Transfer arising from take-up of share options				**5.3**	**(5.3)**				**–**
Settlement of share-based payments		**21.7**		**(17.0)**	**(4.7)**				**–**
Treasury shares acquired		**(48.0)**							**(48.0)**
Dividends paid					**(1 031.5)**			**(17.9)**	**(1 049.4)**
Exchange rate translation			**(170.1)**						**(170.1)**
Balance at 31 March 2022	**2 231.5**	**(28.6)**	**162.0**	**292.2**	**5 621.7**	**(26.8)**	**(28.2)**	**193.4**	**8 417.2**

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

Rmillion	Notes	**Unaudited six months ended March 2022**	Unaudited six months ended March 2021	Audited year ended September 2021
CASH FLOWS FROM OPERATING ACTIVITIES		**273.2**	(424.7)	1 783.4
Operating profit before:		**1 832.0**	1 710.2	3 392.6
Non-cash items		**1 083.0**	1 035.3	2 119.3
Impairment of goodwill		**46.3**		3.4
Net loss on disposal of property, plant and equipment (PPE)		**10.9**	17.8	53.4
Net working capital changes		**(1 033.0)**	(1 254.3)	(693.2)
– Increase in inventories		**(827.8)**	(136.2)	(110.9)
– (Increase)/decrease in trade and other receivables		**(811.9)**	188.0	(688.9)
– Increase/(decrease) in trade payables and provisions		**606.7**	(1 306.1)	106.6
Cash generated from operations		**1 939.2**	1 509.0	4 875.5
Finance income received		**275.6**	276.1	542.4
Finance cost paid		**(441.8)**	(430.2)	(872.8)
Taxation paid		**(450.4)**	(481.9)	(924.3)
Dividends paid		**(1 049.4)**	(1 297.7)	(1 837.4)
CASH FLOWS FROM INVESTING ACTIVITIES		**(525.2)**	(594.9)	(658.2)
Investment to expand PPE and intangible assets		**(569.1)**	(388.1)	(978.4)
Investment to maintain operations		**(182.6)**	(258.6)	(394.7)
– Replacement of PPE and intangible assets		**(261.4)**	(284.5)	(463.9)
– Proceeds on disposal of PPE		**78.8**	25.9	69.2
Acquisition of businesses/subsidiaries	4.3	**(95.3)**	(142.9)	(208.7)
Proceeds from disposal of businesses	4.6	**1.6**	11.0	137.6
Proceeds on disposal of assets held for sale			4.2	5.1
Principal element of lease receipts		**396.8**	348.8	716.8
Cash inflows from loans and investments		**137.1**	205.9	557.1
Cash outflows from loans and investments		**(213.7)**	(375.2)	(493.0)
CASH FLOWS FROM FINANCING ACTIVITIES		**(1 474.1)**	(1 495.6)	(2 541.3)
Proceeds from exercise of share options		**5.7**	21.8	44.1
Treasury shares acquired		**(48.0)**	(86.3)	(134.4)
Non-controlling interest share repurchases			(2.8)	(75.3)
Principal element of lease payments		**(933.0)**	(850.6)	(1 739.3)
Proceeds from borrowings		**214.8**	1 793.0	2 284.7
Settlement of financial liability			(1 962.1)	(1 962.1)
Repayments of borrowings		**(713.6)**	(408.6)	(959.0)
Net decrease during the period		**(1 726.1)**	(2 515.2)	(1 416.1)
Net (overdrafts)/cash balances at beginning of period		**(770.9)**	723.1	723.1
Exchange rate translation		**18.5**	(64.2)	(77.9)
Net overdraft at end of period		**(2 478.5)**	(1 856.3)	(770.9)

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL RESULTS

1. STATEMENT OF COMPLIANCE AND BASIS OF PREPARATION

The condensed consolidated interim financial statements are prepared in accordance with the requirements of the JSE Limited Listings Requirements (Listings Requirements) for interim reports, and the requirements of the Companies Act, No. 71 of 2008 (as amended) (Companies Act) applicable to interim financial statements. The Listings Requirements require interim reports to be prepared in accordance with and containing the information required by International Accounting Standards (IAS) 34: Interim Financial Reporting, as well as the South African Institute of Chartered Accountants (SAICA) Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Pronouncements as issued by Financial Reporting Standards Council.

The accounting policies applied in the preparation of the condensed consolidated interim financial statements are in terms of International Financial Reporting Standards (IFRS) and are consistent with those applied in the previous annual financial statements. The condensed consolidated financial statements have been prepared on the going concern and historical cost basis, except where otherwise indicated.

The presentation currency is the South African rand, except where otherwise indicated.

The condensed consolidated interim financial statements have been prepared under the supervision of the Chief Financial Officer, MW Godfrey, CA(SA), on behalf of The SPAR Group Ltd. The information contained in this report has neither been audited nor reviewed by the group's external auditors.

2. SALIENT STATISTICS & HEADLINE EARNINGS RECONCILIATION

	Rmillion		Change %	**Unaudited six months ended March 2022**	Unaudited six months ended March 2021	Audited year ended September 2021
2.1	**SALIENT STATISTICS**					
	Headline earnings per share	(cents)	3.5	**642.6**	620.7	1 196.2
	Diluted headline earnings per share	(cents)	3.7	**641.1**	618.5	1 193.7
	Dividend per share	(cents)	(37.5)	**175.0**	280.0	816.0
	Net asset value per share	(cents)	10.4	**4 373.9**	3 961.1	4 350.5
	Operating profit margin	(%)		**2.7**	2.7	2.7
	Return on equity	(%)	(9.2)	**13.9**	15.3	27.9
2.2	**HEADLINE EARNINGS RECONCILIATION**					
	Profit for the period attributable to ordinary shareholders			**1 165.2**	1 186.8	2 265.5
	Adjusted for:					
	Loss on disposal of property, plant and equipment			**10.2**	15.0	49.4
	– Gross			**10.9**	15.6	53.4
	– Tax effect			**(0.7)**	(0.6)	(4.0)
	Impairment of goodwill			**46.3**		3.4
	Impairment of property, plant & equipment			**0.7**		1.6
	Loss from a sale and leaseback transaction			**2.3**		
	Loss/(profit) on disposal of business			**1.3**	(1.5)	(14.6)
	Loss on disposal of assets held for sale					0.1
	Profit on disposal of associate				(5.3)	(5.3)
	Impairment of right of use asset			**7.6**		
	Fair value adjustment to assets held for sale			**3.0**		3.8
	Headline earnings		3.5	**1 236.6**	1 195.0	2 303.9

3. SEGMENTAL REPORTING

Segment accounting policies are consistent with those adopted for the preparation of the condensed consolidated financial results.

The principal segments of the group have been identified on a primary basis by geographical segment which is representative of the internal reporting used for management purposes as well as the source and nature of business risks and returns. These geographical segments also represent operating segments as they meet the quantitative thresholds.

The Chief Executive Officer (the Chief Operating Decision-Maker (CODM)) assesses the performance of the operating segments based on profit before tax, and for joint ventures and associates based on earnings after tax, and is of the opinion that the operations of the individual distribution centres within Southern Africa are substantially similar to one another and that the risks and returns of these distribution centres are likewise similar. The risks and returns of the Ireland, Switzerland and Poland operations are not considered to be similar to those within Southern Africa or each other and are therefore disclosed as separate reportable segments.

As a result, the geographical segments of the group have been identified as Southern Africa, Ireland, Switzerland and Poland. All segment revenue and expenses are directly attributable to the segments. Segment assets and liabilities include all operating assets and liabilities used by a segment, with the exception of inter-segment assets and liabilities, and IFRS adjustments made by segments to their management report for the purposes of IFRS compliance. These assets and liabilities are all directly attributable to the segments.

The principal activity of the operating segments is the wholesale and distribution of goods and services to SPAR grocery stores and multiple other branded group retail outlets.

The group deals with a broad spread of customers, with no single customer exceeding 10% of the group's revenue.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL RESULTS (continued)

3. SEGMENTAL REPORTING (continued)

ANALYSIS PER REPORTABLE SEGMENT:

Rmillion	Southern Africa	Ireland	Switzerland	Poland	Consolidated total
Unaudited six months ended March 2022					
Statement of profit or loss					
Revenue from contracts with customers	**45 052.3**	**15 109.3**	**7 476.2**	**1 268.2**	**68 906.0**
Operating profit/(loss)	**1 420.0**	**390.0**	**187.9**	**(165.9)**	**1 832.0**
Profit/(loss) before tax	**1 355.8**	**314.7**	**158.4**	**(187.5)**	**1 641.4**
Finance income	**267.7**	**6.0**	**3.8**	**13.9**	**291.4**
Finance costs	**333.2**	**82.2**	**33.3**	**35.5**	**484.2**
Depreciation and amortisation	**228.1**	**316.6**	**412.1**	**41.7**	**998.5**
Taxation	**388.2**	**34.0**	**24.7**	**(4.4)**	**442.5**
Share of equity – accounted profits	**1.3**	**4.2**			**5.5**
Impairment of goodwill		**46.3**			**46.3**
Statement of financial position					
Total assets	**26 601.4**	**13 862.1**	**10 204.2**	**2 053.7**	**52 721.4**
Total liabilities	**21 603.2**	**11 433.5**	**8 374.7**	**2 892.8**	**44 304.2**
Unaudited six months ended March 2021					
Statement of profit or loss					
Revenue from contracts with customers	41 834.1	14 675.8	7 587.3	1 303.0	65 400.2
Operating profit/(loss)	1 313.0	398.5	220.6	(221.9)	1 710.2
Profit/(loss) before tax	1 257.1	299.4	219.1	(233.4)	1 542.2
Finance income	252.7	7.5	3.2	21.0	284.4
Finance costs	307.3	103.9	3.5	32.5	447.2
Depreciation and amortisation	223.0	314.6	375.4	63.1	976.1
Taxation	366.6	23.8	29.0	(29.0)	390.4
Share of equity accounted losses	1.3				1.3
Statement of financial position					
Total assets	24 537.0	14 270.3	9 296.8	2 406.5	50 510.6
Total liabilities	19 634.7	12 187.2	8 101.1	2 961.3	42 884.3
Audited year ended September 2021					
Statement of profit or loss					
Revenue from contracts with customers	82 103.8	30 838.9	15 083.9	2 368.4	130 395.0
Operating profit/(loss)	2 486.2	968.4	415.2	(477.2)	3 392.6
Profit/(loss) before tax	2 371.3	793.2	379.2	(526.6)	3 017.1
Finance income	515.6	13.3	4.6	39.5	573.0
Finance costs	623.8	183.8	38.9	88.9	935.4
Depreciation and amortisation	449.3	616.6	789.1	110.4	1 965.4
Taxation	678.3	80.4	57.9	(8.0)	808.6
Share of equity – accounted losses	6.7				6.7
Impairment of goodwill	3.4				3.4
Statement of financial position					
Total assets	25 006.5	14 917.5	9 965.0	2 177.8	52 066.8
Total liabilities	19 888.4	12 625.1	8 258.3	2 915.9	43 687.7

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL RESULTS (continued)

3. SEGMENTAL REPORTING (continued)

Rmillion	**Unaudited six months ended March 2022**	Unaudited six months ended March 2021	Audited year ended September 2021
Disaggregated revenue as reviewed by the CODM			
Southern Africa			
Revenue - sale of merchandise	**44 621.4**	41 472.2	81 261.4
SPAR	**33 363.9**	31 911.9	62 608.1
TOPS at SPAR	**5 446.0**	3 844.9	7 157.5
Build it	**4 958.0**	4 887.7	9 836.3
S Buys	**607.7**	569.2	1 175.0
Encore	**245.8**	258.5	484.5
Revenue – other	**430.9**	361.9	842.4
Revenue from contracts with customers	**45 052.3**	41 834.1	82 103.8
Ireland			
Revenue – sale of merchandise	**14 853.3**	14 428.8	30 332.1
BWG	**12 753.7**	12 495.3	26 065.5
Appleby Westward	**2 099.6**	1 933.5	4 266.6
Revenue – other	**256.0**	247.0	506.8
Revenue from contracts with customers	**15 109.3**	14 675.8	30 838.9
Switzerland			
Revenue - sale of merchandise	**6 864.7**	7 064.7	13 983.2
Wholesale	**3 050.3**	3 423.2	6 333.6
TopCC	**2 585.6**	2 487.4	5 035.8
Retail	**1 228.8**	1 154.1	2 613.8
Revenue – other	**611.5**	522.6	1 100.7
Revenue from contracts with customers	**7 476.2**	7 587.3	15 083.9
Poland			
Revenue – sale of merchandise	**1 265.8**	1 274.8	2 363.8
Wholesale	**1 064.5**	1 083.6	2 032.1
Retail	**201.3**	191.2	331.7
Revenue – other	**2.4**	28.2	4.6
Revenue from contracts with customers	**1 268.2**	1 303.0	2 368.4
Total revenue – sale of merchandise	**67 605.2**	64 240.5	127 940.5
Total revenue – other	**1 300.8**	1 159.7	2 454.5
Total revenue from contracts with customers	**68 906.0**	65 400.2	130 395.0
Disaggregated total revenue – other :	**1 300.8**	1 159.7	2 454.5
Marketing and service revenues	**864.1**	803.3	1 730.6
Franchise fees	**247.4**	202.8	437.3
Other services	**189.3**	153.6	286.6

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL RESULTS (continued)

4. BUSINESS COMBINATIONS

4.1 RETAIL STORES ACQUIRED

During the financial period SPAR acquired the assets of four retail stores in South Africa (March 2021: nil) and seven retail stores in the United Kingdom (UK) (March 2021: eight). The principal activity of these acquisitions is that of retail trade and all its aspects. These stores were purchased as part of the strategy for growth, and the goodwill arising on the business combinations is indicative of future turnover expected to be made by the group as a result of wholesale sales to these acquired stores as well as net profits to be made by the stores. These acquisitions were funded from available cash resources.

4.2 ASSETS ACQUIRED AND LIABILITIES ASSUMED AT DATE OF ACQUISITION

	Unaudited six months ended March 2022		
Rmillion	**SA retail stores**	**UK retail stores**	**Total**
Assets	**10.4**	**185.8**	**196.2**
Property, plant and equipment	**10.4**	**3.2**	**13.6**
Right-of-use assets		**178.4**	**178.4**
Inventories		**4.2**	**4.2**
Liabilities	**–**	**(178.4)**	**(178.4)**
Finance lease liability		**(178.4)**	**(178.4)**
Total identifiable net assets at fair value	**10.4**	**7.4**	**17.8**
Goodwill arising from acquisition	**11.6**	**47.3**	**58.9**
Purchase consideration transferred	**22.0**	**54.7**	**76.7**
Business acquisition costs		**3.3**	**3.3**
Net cash outflow on acquisition	**22.0**	**58.0**	**80.0**

4.3 CASH FLOW ON ACQUISITION OF BUSINESSES/SUBSIDIARIES

Rmillion	**Unaudited six months ended March 2022**	Unaudited six months ended March 2021
Net cash outflow (Note 4.2)	**80.0**	90.3
Contingent consideration cash outflow on previous business combination	**15.3**	52.6
Total net cash outflow relating to acquisitions	**95.3**	142.9

4.4 CONTRIBUTION TO RESULTS FOR THE PERIOD

Rmillion	**SA retail stores**	**UK retail stores**	**Total**
Revenue	**83.5**	**82.7**	**166.2**
Operating (loss)/profit	**(4.4)**	**2.2**	**(2.2)**

Had all acquisitions been consolidated from the beginning of the financial period, the contribution to the result would have been as follows:

Rmillion	**SA retail stores**	**UK retail stores**	**Total**
Revenue	**102.9**	**331.0**	**433.9**
Operating (loss)/profit	**(7.3)**	**15.3**	**8.0**

4.5 CONTINGENT CONSIDERATION

The contingent consideration for the Heaney Meats acquisition in 2020 was settled during the period at an amount of R15.3 million. The balance of the consideration is no longer payable following settlement of the contingent consideration and termination of the share purchase agreement with the seller, and has been released to the statement of profit or loss at an amount of R59.3 million.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL RESULTS (continued)

4. BUSINESS COMBINATIONS (continued)

4.6 ASSETS AND LIABILITIES AT DATE OF DISPOSAL

One retail store was sold in South Africa in the six months ended March 2022 (March 2021: one).

Rmillion	Unaudited six months ended March 2022
Non-current assets	**2.9**
Property, plant and equipment	**1.4**
Goodwill	**1.5**
Loss on disposal of business	**(1.3)**
Net cash inflow on disposal	**1.6**

5. FINANCIAL GUARANTEES

Financial guarantees may be provided by the group to subsidiaries and affiliates. These financial guarantees are accounted for in terms of IFRS 4 and are initially measured at cost and subsequently in terms of IAS 37 which requires the best estimate of the expenditure to settle the present obligation. Management have assessed that no obligation exists at the reporting date to settle these guarantees issued.

Management's assessment is based on the ability of subsidiaries and affiliates having sufficient cash resources, in country, to service the underlying debt instrument's obligations as and when these become due.

The risk relating to financial guarantees is managed per geographical region through review of cash flow forecasts, budgets and monitoring of covenants.

The table below represents the full exposure of the group in relation to these financial guarantees.

Rmillion	Unaudited six months ended March 2022	Unaudited six months ended March 2021	Audited year ended September 2021
Guarantees issued in respect of the finance obligations	**678.1**	552.7	705.2
Guarantee of Wesbank loan agreements[1]	**445.4**	312.2	461.4
Guarantee of Numlite (Pty) Ltd finance obligations[2]	**192.8**	187.5	202.1
Guarantee of retailer finance obligation[3]	**39.9**	53.0	41.7

[1] *SPAR assists retailers to obtain loans at the prime interest rate through an approved financial institution. These loans are backed by a guarantee from SPAR in favour of the institution, enabling our retailers access to finance at attractive rates. The financial institution fulfils all administrative activities relating to the repayment of these loans, and will only revert to SPAR in the unusual instance of default on the part of the retailer. Retailer loans are secured by notarial bonds over assets, deeds of suretyship, cession and pledge of shares and in some instances, lease options. The recoverability of amounts owed by retailers is regularly reviewed and assessed on an individual basis. The board of directors has limited the guarantee facility to R1.0 billion (2021: R1.3 billion).*

[2] *The board has limited the guarantee facility to R220.0 million (2021: R220.0 million) relating to Numlite (Pty) Limited.*

[3] *SPAR has guaranteed a loan extended by Investec to a retailer.*

6. EVENTS AFTER THE REPORTING DATE

The board is not aware of any matters or circumstances arising since the end of the financial period which have or may materially affect the financial position of the group or the results of its operations.

7. CHANGES TO THE BOARD AND BOARD COMMITTEES

HK Mehta retired as an independent non-executive director effective 15 February 2022.

ST Naran was appointed as an independent non-executive director and as a member of the risk and audit committees effective 15 February 2022.

L Koyana was appointed as a member of the audit committee, M Mashologo was appointed as a member of the nomination and remuneration committees and P Mnganga was appointed as the chairperson of the remuneration committee effective 15 February 2022.

KJ O'Brien was appointed as the Company Secretary effective 16 March 2022.

DECLARATION OF ORDINARY DIVIDEND

Notice is hereby given that an interim gross cash dividend of 175.0 cents (2021: 280.0 cents) per share has been declared by the board in respect of the six months ended 31 March 2022. The dividend has been declared out of income reserves.

The salient dates for the payment of the interim dividend are detailed below:

Last day for ordinary shares to trade *cum*-dividend:	Tuesday, 28 June 2022
Shares to commence trading ex-dividend:	Wednesday, 29 June 2022
Record date:	Friday, 1 July 2022
Payment of dividend:	Monday, 4 July 2022

Shareholders may not dematerialise or rematerialise their shares between Wednesday, 29 June 2022 and Friday, 1 July 2022, both days inclusive.

In terms of South African taxation legislation effective from 1 April 2012, the following additional information is disclosed:

- The South African local dividend tax rate is 20%;
- The net local dividend amount is 140.0 cents per share for shareholders liable to pay tax on dividends, and 175.0 cents per share for shareholders exempt from such dividend tax;
- The issued share capital of The SPAR Group Ltd is 192 602 355 ordinary shares; and
- The SPAR Group Ltd's tax reference number is 9285/168/20/0.

By order of the board

KJ O'Brien
Company Secretary

Pinetown
8 June 2022

CORPORATE INFORMATION

DIRECTORS: GO O'Connor** (Chairman), BW Botten (Chief Executive Officer), MW Godfrey, LM Koyana*, M Mashologu*, P Mnganga*, JA Canny*, ST Naran*, AG Waller* (Lead independent)
(Independent non-executive) (** Non-executive)*

Company Secretary: KJ O'Brien

THE SPAR GROUP LTD (SPAR) or (the company) or (the group)

Registration number: 1967/001572/06

ISIN: ZAE 000058517

JSE share code: SPP

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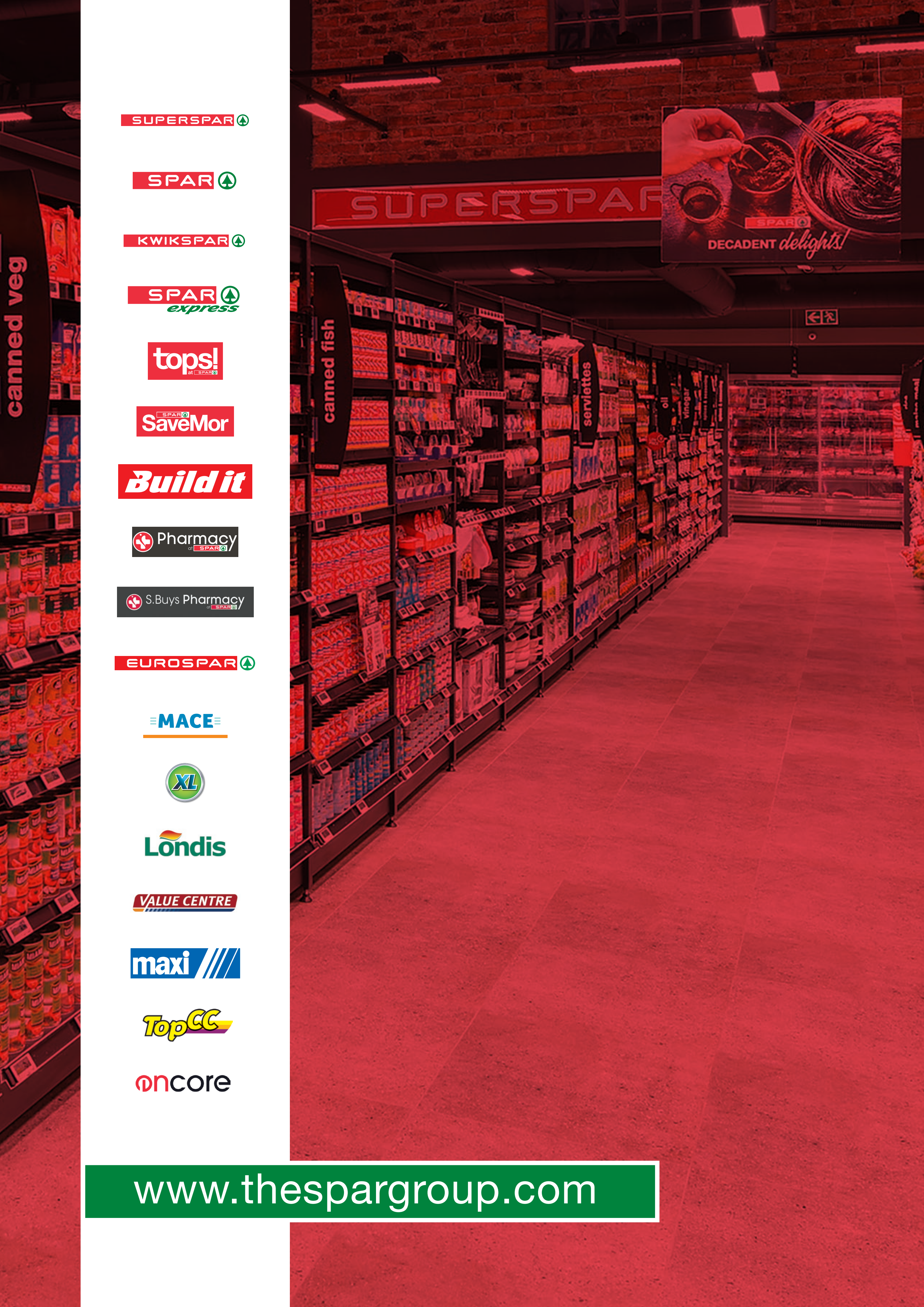

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