

CURRO

Audited summary results for the year

ended 31 December 2022

HIGHLIGHTS FOR THE YEAR ENDED 31 DECEMBER 2022



RECURRING HEPS

From 40.9 cents to 55.4 cents



HEPS

From 40.9 cents to 61.4 cents



DIVIDEND

From 8.20 cents to 11.08 cents



AVERAGE LEARNER NUMBERS

From 66 447 to 70 724



REVENUE

From R3 543m to R4 156m



EBITDA

From R789m to R926m



COMMENTARY (31 DECEMBER 2022)

Overview

Curro's vision is to make independent school education accessible to more learners throughout Southern Africa.

The group delivered promising growth in learners, revenue and profitability, with recurring headline earnings increasing by 34.7% to R330 million (2021: R245 million).

We are pleased with these results given the prevailing economic conditions. Our 2022 matric class achieved excellent results and our school communities are flourishing with enthusiastic participation in our full range of extracurricular activities.

Results for the year

Curro's weighted average number of learners for the year under review increased by 6.4% to 70 724 learners (2021: 66 447) and revenue increased by 17.3% to R4 156 million (2021: R3 543 million).

Tuition fees increased by 14.1% due to the growth in learners, coupled with the annual fee increase. The level of extracurricular activities normalised gradually during the year under review. Revenue growth was supported by an increase in ancillary revenue, which was R96 million and 36.1% higher than the previous year.

Curro is focused on improving its operating margin and are managing costs stringently. As a result, discounts granted have decreased to 7.8% of tuition fees from 9.1% in the previous year.

Other expenses increased due to the growth in the number of learners and the normalisation of campus activity to pre-pandemic levels. The ratio of other expenses to revenue in the current year was 24.7% compared to the pre-pandemic 2019 ratio of 21.9%. The higher other expense ratio is due to increases in facility cost, debt collection cost and the cost of ancillary services.

Expected credit losses of R147 million were provided for during the year (2021: R131 million). Curro sold the non-performing portion of its debtors' book, which relates to learners who have left Curro ("inactive accounts"). The remaining debtors' book, net of the expected credit loss provision, consists of R137 million of actively enrolled accounts and R112 million of inactive accounts. The ageing of outstanding accounts for enrolled learners continued to improve due to more frequent terminations of non-paying accounts and improved collections.

Schools' EBITDA (earnings before interest, taxation, depreciation, amortisation and head office expenditure) increased by 18.0% to R1 195 million for the year, while EBITDA (after head office expenditure) increased by 17.4% to R926 million (2021: R789

Headline earnings and headline earnings per share ('HEPS') increased by 49.0% from R245 million to R365 million and by 50.1% from 40.9 cents to 61.4 cents, respectively.

Recurring headline earnings and recurring headline earnings per share ('RHEPS') increased by 34.7% to R330 million (2021: R245 million) and by 35.4% to 55.4 cents (2021: 40.9 cents), respectively.

Earnings per share ('EPS') of 40.1 cents for the year was 7.4% lower than the 43.3 cents in the previous year.

In evaluating these results, shareholders should take into account that certain items are included in the calculation of EPS but are added back for purposes of the calculation of HEPS and RHEPS.

To determine the group's headline earnings, impairment charges in the current year and a gain on bargain purchase in the previous year was added back:

- · Curro recognised impairments of R127 million (net of tax) relating to lower-yielding school assets. This was based on the annual impairment assessment reviews of the business plans for each school as required by International Financial Reporting Standards (IFRS) in terms of IAS 36 Impairment of Assets.
- The Company recognised a gain on a bargain purchase of R14 million (net of tax) in the previous year which was excluded from the calculation of HEPS and RHEPS in 2021.

Further to the adjustments to determine headline earnings, the following matters were treated as nonrecurring and was removed for the calculation of recurring headline earnings:

- · Curro's Meridian subsidiary received a once-off subsidy from provincial government of R25 million this year; and
- The South African corporate tax rate for years of assessment ending on or after 31 March 2023 will change to 27% from the current 28%. Curro had a deferred tax liability balance of R664 million at the end of the previous financial year. The impact of the rate change on deferred tax is a reduction of the deferred tax expense for the year of R23.4 million, which is included in EPS and HEPS but is non-recurring and removed for purposes of the calculation of RHEPS.

It is our opinion that recurring headline earnings provide shareholders with the most consistent perspective on Curro's profitability and performance over time.

Investment and expansion

Curro invested R1.1 billion in the business during the year under review. This includes the acquisitions of HeronBridge College and of buildings in Cape Town and in Randburg for the high growth DigiEd schools.

Other investing activities of R34 million in the statement of cash flows represent the net decrease in money market investments (2021: R240 million).

The Meridian Newcastle school closed at the end of 2022 and the property will be sold.

Curro's primary objective in the short to medium term remains to increase capacity utilisation of its existing facilities.

Balance sheet and funding

Curro generated R800 million of cash from its operating activities during the year, 4% higher than the previous year. The group has utilised its full assessed loss built up since its inception and paid corporate tax in the current year and will be liable to do so in the future.

During June 2022, GCR Ratings reaffirmed Curro's long-term and short-term national scale issuer credit ratings of BBB+(ZA) and A2(ZA), respectively, with a stable outlook.

Curro successfully completed the refinancing of its existing debt facilities for an aggregate amount of R3.3 billion.

The impact of load shedding

The unprecedented load shedding and failure of state energy infrastructure in 2022 disrupted South Africa meaningfully.

Curro is in a unique position: the business is not a high electricity consumer overall, but its electricity consumption is particularly concentrated during a portion of the day. We took the following additional actions in 2022 to mitigate power outages:

- · Installed electricity meters at all facilities to track consumption and manage behaviour;
- · acquired several large diesel-generators to provide back-up power where most required; and
- · evaluated battery and solar solutions which could enable our schools to generate and store enough electricity to be self-sufficient.

We will continue to invest in back-up power solutions in 2023 to mitigate our operational risk and to reduce energy dependency and cost over the long term.

Dividend

The board has resolved to pay a final dividend of 11.08 cents per share (2021: 8.20 cents) from income reserves for the year ended 31 December 2022. The dividend amount, net of South African dividend tax of 20%, is 8.864 cents per share.

It is the board's policy to pay 20% of recurring headline earnings as an annual dividend on the premise that growth in cash generation shall continue in the future.

The number of ordinary shares in issue at the declaration date is 597 961 595, and the income tax number of the Company is 915/907/00/29.

The salient dates for this dividend distribution are:

- Declaration date Thursday, 2 March 2023
- Last day to trade cum dividend Tuesday, 11 April 2023
- Trading ex-dividend commences Wednesday, 12 April 2023
- Record date Friday, 14 April 2023
- Payment date Monday, 17 April 2023

Share certificates may not be dematerialised or rematerialised between Wednesday, 12 April 2023 and Friday, 14 April 2023.

Prospects

Higher interest rates and the impact of inflation on the cost of food, fuel and electricity have been suppressing consumers' disposable income for some time and this will continue in 2023.

Despite this, Curro experienced strong enrolment interest in 2023 and had 73 047 registered learners on 20 February 2023, compared to 70 408 learners on 18 February 2022. The termination of long overdue accounts restrained the overall learner growth from the previous year, but we are confident that this prudent approach will sustain and improve the group's operating margin going forward.

Curro is in a healthy financial position, and it is on track to increase shareholder returns as the business matures. We plan to invest up to R800 million in capital projects to maintain, replace and expand facilities in the 2023-year.

Our business remains resilient and we are committed to continue to provide excellent education for all our learners.

On behalf of the board

SL Botha Chairperson

IP Loubser Chief Executive Officer

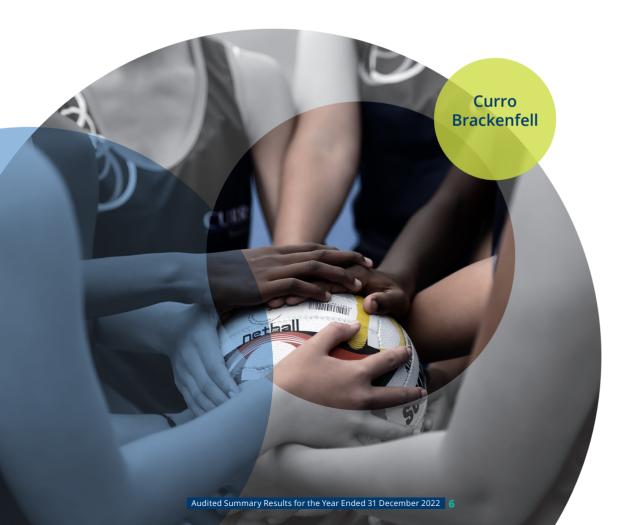
1 March 2023

STATISTICS

KEY RATIOS (Unaudited)

	31 Dec 2020	31 Dec 2021	31 Dec 2022	20 Feb 2023
Number of campuses	76	76	77	78
Number of schools	177	178	181	182
Weighted average number of learners	60 777	66 447	70 724	73 047
Average number of learners per campus	800	874	918	937
Number of employees ¹	5 963	6 150	6 557	
Number of teachers ¹	3 425	3 579	3 835	
Learner/teacher ratio ¹	17.7	18.6	18.4	
Building size (m²)	713 084	772 251	789 296	
Land size (ha)	536	549	581	
Capital invested (R million)	650	929	1 115	

¹ On a like-for-like basis, excluding the addition of HeronBridge College during the year, total staff increased by 3.6% and teachers increased by 4.6%, in line with learner growth. The like-for-like learner/teacher ratio is 18.7 for the year.



INDEPENDENT AUDITOR'S REPORT ON THE SUMMARY CONSOLIDATED FINANCIAL STATEMENTS



Independent auditor's report on the summary consolidated financial statements

To the shareholders of Curro Holdings Limited

Opinion

The summary consolidated financial statements of Curro Holdings Limited, contained in the accompanying provisional report, which comprise the summary consolidated statement of financial position as at 31 December 2022, the summary consolidated statements of comprehensive income, changes in equity and cash flows for the year then ended, and related notes, are derived from the audited consolidated financial statements of Curro Holdings Limited for the year ended 31 December 2022.

In our opinion, the accompanying summary consolidated financial statements are consistent, in all material respects, with the audited consolidated financial statements, in accordance with the requirements of the JSE Limited Listings Requirements for provisional reports, as set out in note 1 to the summary consolidated financial statements, and the requirements of the Companies Act of South Africa as applicable to summary financial statements.

Summary consolidated financial statements

The summary consolidated financial statements do not contain all the disclosures required by International Financial Reporting Standards and the requirements of the Companies Act of South Africa as applicable to annual financial statements. Reading the summary consolidated financial statements and the auditor's report thereon, therefore, is not a substitute for reading the audited consolidated financial statements and the auditor's report thereon.

The audited consolidated financial statements and our report thereon

We expressed an unmodified audit opinion on the audited consolidated financial statements in our report dated 1 March 2023. That report also includes communication of key audit matters. Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period.

Director's responsibility for the summary consolidated financial statements

The directors are responsible for the preparation of the summary consolidated financial statements in accordance with the requirements of the JSE Limited Listings Requirements for provisional reports, set out in note 1 to the summary consolidated financial statements, and the requirements of the Companies Act of South Africa as applicable to summary financial statements.

Auditor's responsibility

Our responsibility is to express an opinion on whether the summary consolidated financial statements are consistent, in all material respects, with the audited consolidated financial statements based on our procedures, which were conducted in accordance with International Standard on Auditing (ISA) 810 (Revised), *Engagements to Report on Summary Financial Statements*.

Pricewaterhouse Coopers Inc.
Pricewaterhouse Coopers Inc.

Director: Onalenna Halenyane *Registered Auditor*

Stellenbosch, South Africa 1 March 2023

	%	Audited 31 Dec 2022	Audited 31 Dec 2021
	Change	R million	R million
Revenue from contracts with customers (note 4)	17%	4 156	3 543
Employee costs	12%	(2 054)	(1 830)
Expected credit losses on financial assets	12%	(147)	(131)
Other expenses	30%	(1 029)	(793)
Earnings before interest, taxation, depreciation and amortisation (Adjusted EBITDA) ¹	17%	926	789
– Schools' EBITDA	18%	1 195	1 013
– Head office's EBITDA	20%	(269)	(224)
Amortisation	16%	(66)	(57)
Depreciation	(4%)	(215)	(224)
Earnings before interest and taxation (Adjusted EBIT) ¹	27%	645	508
Investment income	(31%)	50	72
Gain on bargain purchase	n/a	_	14
Once-off income	n/a	25	-
Profit on sale of property, plant and equipment	n/a	1	_
Impairment of property, plant and equipment	n/a	(163)	_
Impairment of intangible assets	n/a	(8)	_
Impairment of goodwill	n/a	(3)	_
Finance costs	7%	(258)	(242)
Profit before taxation	(18%)	289	352
Taxation	(47%)	(54)	(101)
Profit for the year	(6%)	235	251
Other comprehensive income / (loss):			
Net fair value gain on cash flow hedges	(29%)	37	52
Exchange differences on translating foreign operation	n/a	(1)	_
Total comprehensive income for the year	(11%)	271	303
Profit / (loss) attributable to:			
Owners of the parent	(8%)	239	259
Non-controlling interest	(50%)	(4)	(8)
	(6%)	235	251
Total comprehensive income / (loss) attributable to:			
Owners of the parent	(12%)	275	311
Non-controlling interest	(50%)	(4)	(8)
	(11%)	271	303
¹ Adjusted EBITDA takes a headline approach and represent EBITDA excluding impa	- irment, bargain	purchase gains, once-	off income and profi

¹Adjusted EBITDA takes a headline approach and represent EBITDA excluding impairment, bargain purchase gains, once-off income and profi or loss on sale of assets. Adjusted EBIT takes the same approach as for adjusted EBITDA.

Reconciliation of headline and recurring headline earnings: 2 31 Dec 2021 R million Reconciliation of headline and recurring headline earnings: 239 259 Earnings attributable to owners of the parent 239 259 Adjusted for: - (14) - (14) Clain on bargain purchase 127 (14) Loss on impairment, net of deferred tax 127 (14) Profit on sale of property, plant and equipment (10) (14) Headline earnings 49% 365 245 Change in tax rate (25) (25) - (25) Conce-off income 7 - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) - (25) -				
Change R million Reconciliation of headline and recurring headline earnings: Earnings attributable to owners of the parent 239 259 Adjusted for: — (14) — (14) Cain on bargain purchase — (14) — (14) Loss on impairment, net of deferred tax 127 — - Profit on sale of property, plant and equipment (1) — - Headline earnings 49% 365 245 Change in tax rate (23) — (23) — - Once-off income 7 — (25) — - Taxation pertaining to once off income 7 — (25) — - Non-controlling interest 6 — 7 — (25) — - Recurring headline earnings 35% 330 245 Earnings per share (cents) — Basic (7%) 40.1 43.3 — Diluted 49% 61.0 40.9 Recurring headline earnings per share (cents) 35% 55.4 40.9 Number of shares in issue (millions)		0/		
Reconciliation of headline and recurring headline earnings: Earnings attributable to owners of the parent 239 259 Adjusted for: — (14) Casin on bargain purchase — (14) Loss on impairment, net of deferred tax 127 — Profit on sale of property, plant and equipment (10) — Headline earnings 49% 365 245 Change in tax rate (23) — Once-off income 7 — Taxation pertaining to once off income 7 — Non-controlling interest 6 — Recurring headline earnings 35% 330 245 Earnings per share (cents) — 8 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 4 <th></th> <th>,</th> <th></th> <th></th>		,		
Adjusted for: — (14) Cain on bargain purchase — (14) Loss on impairment, net of deferred tax 127 — Profit on sale of property, plant and equipment (1) — Headline earnings 49% 365 — 245 Change in tax rate (23) — — Once-off income 7 — — Taxation pertaining to once off income 7 — — Non-controlling interest 6 — — Recurring headline earnings 35% 330 245 Earnings per share (cents) — 40.1 43.3 — Diluted (8%) 39.9 43.3 — Diluted (8%) 39.9 43.3 — Easic 50% 61.4 40.9 — Diluted 49% 61.0 40.9 Recurring headline earnings per share (cents) 35% 55.4 40.9 Number of shares in issue (millions) — 598.0 598.0 — Basic 588.0 598.0 598.0 Total issued 598.0 598.0 598.0 Treasury shares (10) — — — Diluted 588.0 598.0	Reconciliation of headline and recurring headline earnings:			
Gain on bargain purchase — (14) Loss on impairment, net of deferred tax 127 — Profit on sale of property, plant and equipment (1) — Headline earnings 49% 365 245 Change in tax rate (23) — Once-off income (25) — Taxation pertaining to once off income 7 — Non-controlling interest 6 — Recurring headline earnings 35% 330 245 Earnings per share (cents) — Basic (7%) 40.1 43.3 — Diluted 49% 61.0 40.9 Recurring headline earnings per share (cents) — Basic 50% 61.4 40.9 Recurring headline earnings per share (cents) 35% 55.4 40.9 Number of shares in issue (millions) — Basic 58.0 598.0 Total issued 588.0 598.0 Treasury shares 10 — — Diluted 588.0 598.0 Weighted average number of shares in	Earnings attributable to owners of the parent		239	259
Doss on impairment, net of deferred tax	Adjusted for:			
Profit on sale of property, plant and equipment (1) — Headline earnings 49% 365 245 Change in tax rate (23) — Once-off income (25) — Taxation pertaining to once off income 7 — Non-controlling interest 6 — Recurring headline earnings 35% 330 245 Earnings per share (cents) — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — —	Gain on bargain purchase		_	(14)
Headline earnings 49% 365 245 Change in tax rate (23) — Once-off income (25) — Taxation pertaining to once off income 7 — Non-controlling interest 6 — Recurring headline earnings 35% 330 245 Earnings per share (cents) — 8 39.9 43.3 — Diluted (8%) 39.9 43.3 Headline earnings per share (cents) 50% 61.4 40.9 — Diluted 49% 61.0 40.9 Recurring headline earnings per share (cents) 35% 55.4 40.9 Recurring headline earnings per share (cents) 35% 55.4 40.9 Number of shares in issue (millions) 588.0 598.0 Total issued 598.0 598.0 Treasury shares (10) — — Diluted 588.0 598.0 Weighted average number of shares in issue (millions) 598.0 598.0 — Basic 598.0	Loss on impairment, net of deferred tax		127	_
Change in tax rate (23) — Once-off income (25) — Taxation pertaining to once off income 7 — Non-controlling interest 6 — Recurring headline earnings 35% 330 245 Earnings per share (cents) — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — — —	Profit on sale of property, plant and equipment		(1)	_
Once-off income (25) − Taxation pertaining to once off income 7 − Non-controlling interest 6 − Recurring headline earnings 35% 330 245 Earnings per share (cents) - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - -	Headline earnings	49%	365	245
Once-off income (25) − Taxation pertaining to once off income 7 − Non-controlling interest 6 − Recurring headline earnings 35% 330 245 Earnings per share (cents) - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - - -	Change in tax rate		(23)	_
Non-controlling interest 6 — Recurring headline earnings 35% 330 245 Earnings per share (cents) — Basic (7%) 40.1 43.3 — Diluted (8%) 39.9 43.3 Headline earnings per share (cents) 50% 61.4 40.9 — Diluted 49% 61.0 40.9 Recurring headline earnings per share (cents) 35% 55.4 40.9 Number of shares in issue (millions) 588.0 598.0 — Basic 588.0 598.0 Total issued 598.0 598.0 Treasury shares (10) — — Diluted 588.0 598.0 Weighted average number of shares in issue (millions) 588.0 598.0 — Basic 594.0 598.0 — Diluted 598.0 598.0 Margins: 22.3% 22.3% — EBITDA margin¹ 22.3% 28.6%	~		(25)	_
Non-controlling interest 6 — Recurring headline earnings 35% 330 245 Earnings per share (cents) — Basic (7%) 40.1 43.3 — Diluted (8%) 39.9 43.3 Headline earnings per share (cents) 50% 61.4 40.9 — Diluted 49% 61.0 40.9 Recurring headline earnings per share (cents) 35% 55.4 40.9 Number of shares in issue (millions) 588.0 598.0 — Basic 588.0 598.0 Total issued 598.0 598.0 Treasury shares (10) — — Diluted 588.0 598.0 Weighted average number of shares in issue (millions) 588.0 598.0 — Basic 594.0 598.0 — Diluted 598.0 598.0 Margins: 22.3% 22.3% — EBITDA margin¹ 22.3% 28.6%	Taxation pertaining to once off income		7	_
Recurring headline earnings 35% 330 245 Earnings per share (cents) - Basic (7%) 40.1 43.3 - Diluted (8%) 39.9 43.3 Headline earnings per share (cents) 50% 61.4 40.9 - Basic 50% 61.4 40.9 - Diluted 49% 61.0 40.9 Number of shares in issue (millions) - Basic 588.0 598.0 Total issued 598.0 598.0 Treasury shares (10) - - Diluted 588.0 598.0 Weighted average number of shares in issue (millions) 588.0 598.0 - Basic 594.0 598.0 - Diluted 598.0 598.0 Margin: 598.0 598.0 Chools' EBITDA margin¹ 22.3% 22.3% - Schools' EBITDA margin¹ 28.8% 28.6%			6	_
- Basic (7%) 40.1 43.3 - Diluted (8%) 39.9 43.3 Headline earnings per share (cents) - Basic 50% 61.4 40.9 - Diluted 49% 61.0 40.9 Recurring headline earnings per share (cents) 35% 55.4 40.9 Number of shares in issue (millions) - Basic 598.0 598.0 Total issued 598.0 598.0 Treasury shares (10) − Diluted 588.0 598.0 Weighted average number of shares in issue (millions) - Basic 598.0 598.0 Weighted average number of shares in issue (millions) - Basic 598.0 598.0 Weighted average number of shares in issue (millions) - Basic 598.0 598.0 Weighted average number of shares in issue (millions) - Basic 598.0 598.0 Weighted average number of shares in issue (millions) - Sasic 594.0 598.0 Some 598.0 598.0 Some 598.0 598.0 Aurgins: - EBITDA margin¹ 22.3% 22.3% 23.8% 28.6%	_	35%	330	245
- Basic (7%) 40.1 43.3 - Diluted (8%) 39.9 43.3 Headline earnings per share (cents) - Basic 50% 61.4 40.9 - Diluted 49% 61.0 40.9 Recurring headline earnings per share (cents) 35% 55.4 40.9 Number of shares in issue (millions) - Basic 598.0 598.0 Total issued 598.0 598.0 Treasury shares (10) − Diluted 588.0 598.0 Weighted average number of shares in issue (millions) - Basic 598.0 598.0 Weighted average number of shares in issue (millions) - Basic 598.0 598.0 Weighted average number of shares in issue (millions) - Basic 598.0 598.0 Weighted average number of shares in issue (millions) - Basic 598.0 598.0 Weighted average number of shares in issue (millions) - Sasic 594.0 598.0 Some 598.0 598.0 Some 598.0 598.0 Aurgins: - EBITDA margin¹ 22.3% 22.3% 23.8% 28.6%				
- Basic (7%) 40.1 43.3 - Diluted (8%) 39.9 43.3 Headline earnings per share (cents) - Basic 50% 61.4 40.9 - Diluted 49% 61.0 40.9 Recurring headline earnings per share (cents) 35% 55.4 40.9 Number of shares in issue (millions) - Basic 598.0 598.0 Total issued 598.0 598.0 Treasury shares (10) − Diluted 588.0 598.0 Weighted average number of shares in issue (millions) - Basic 598.0 598.0 Weighted average number of shares in issue (millions) - Basic 598.0 598.0 Weighted average number of shares in issue (millions) - Basic 598.0 598.0 Weighted average number of shares in issue (millions) - Basic 598.0 598.0 Weighted average number of shares in issue (millions) - Sasic 594.0 598.0 Some 598.0 598.0 Some 598.0 598.0 Aurgins: - EBITDA margin¹ 22.3% 22.3% 23.8% 28.6%	Earnings per share (cents)			
— Diluted (8%) 39.9 43.3 Headline earnings per share (cents) 50% 61.4 40.9 — Basic 50% 61.0 40.9 Recurring headline earnings per share (cents) 35% 55.4 40.9 Number of shares in issue (millions) 588.0 598.0 — Basic 588.0 598.0 598.0 Treasury shares (10) − − — Diluted 588.0 598.0 598.0 Weighted average number of shares in issue (millions) 594.0 598.0 598.0 — Basic 594.0 598.0 598.0 — Diluted 598.0 598.0 598.0 Margins:	· .	(7%)	40.1	43.3
Headline earnings per share (cents)	– Diluted	` ' '	39.9	43.3
− Basic 50% 61.4 40.9 − Diluted 49% 61.0 40.9 Recurring headline earnings per share (cents) 35% 55.4 40.9 Number of shares in issue (millions) − Basic 588.0 598.0 Total issued 598.0 598.0 Treasury shares (10) − − Diluted 588.0 598.0 Weighted average number of shares in issue (millions) − Basic 594.0 598.0 − Diluted 598.0 598.0 Margins: − EBITDA margin¹ 22.3% 22.3% − Schools' EBITDA margin¹ 28.8% 28.6%		(, ,		
- Diluted 49% 61.0 40.9 Recurring headline earnings per share (cents) 35% 55.4 40.9 Number of shares in issue (millions) - Basic 588.0 598.0 Total issued 598.0 598.0 Treasury shares (10) Diluted 588.0 598.0 Weighted average number of shares in issue (millions) - Basic 598.0 598.0 Weighted average number of shares in issue (millions) - Basic 594.0 598.0 Diluted 598.0 598.0 Margins: - EBITDA margin¹ 22.3% 22.3% - Schools' EBITDA margin¹ 28.8% 28.6%	Headline earnings per share (cents)			
Recurring headline earnings per share (cents) 35% 55.4 40.9 Number of shares in issue (millions) 588.0 598.0 Basic 598.0 598.0 Treasury shares (10) - Diluted 588.0 598.0 Weighted average number of shares in issue (millions) 598.0 598.0 Basic 594.0 598.0 Diluted 598.0 598.0 Margins: - 22.3% 22.3% EBITDA margin¹ 22.3% 22.3% Schools' EBITDA margin¹ 28.8% 28.6%	– Basic	50%	61.4	40.9
Number of shares in issue (millions) - Basic 588.0 598.0 598.0 598.0 598.0 598.0 598.0 598.0 - Diluted 588.0 598.0 598.0 598.0 598.0 - Diluted 598.0 598.0 598.0 598.0 598.0 598.0 - Selection of the property of the p	– Diluted	49%	61.0	40.9
- Basic 588.0 598.0 Total issued 598.0 598.0 Treasury shares (10) − - Diluted 588.0 598.0 Weighted average number of shares in issue (millions) − - Basic 594.0 598.0 - Diluted 598.0 598.0 Margins: − - EBITDA margin¹ 22.3% 22.3% - Schools' EBITDA margin¹ 28.8% 28.6%	Recurring headline earnings per share (cents)	35%	55.4	40.9
- Basic 588.0 598.0 Total issued 598.0 598.0 Treasury shares (10) − - Diluted 588.0 598.0 Weighted average number of shares in issue (millions) − - Basic 594.0 598.0 - Diluted 598.0 598.0 Margins: − - EBITDA margin¹ 22.3% 22.3% - Schools' EBITDA margin¹ 28.8% 28.6%	Number of shares in issue (millions)			
Treasury shares (10) – – Diluted 588.0 598.0 Weighted average number of shares in issue (millions) – Basic 594.0 598.0 – Diluted 598.0 598.0 Margins: – EBITDA margin¹ 22.3% 22.3% – Schools' EBITDA margin¹ 28.8% 28.6%			588.0	598.0
− Diluted 588.0 598.0 Weighted average number of shares in issue (millions) - Basic 594.0 598.0 − Diluted 598.0 598.0 598.0 Margins: - EBITDA margin¹ 22.3% 22.3% − Schools' EBITDA margin¹ 28.8% 28.6%	Total issued		598.0	598.0
Weighted average number of shares in issue (millions) - Basic 594.0 598.0 - Diluted 598.0 598.0 Margins: - EBITDA margin¹ 22.3% 22.3% - Schools' EBITDA margin¹ 28.8% 28.6%	Treasury shares		(10)	_
- Basic 594.0 598.0 - Diluted 598.0 598.0 Margins: - EBITDA margin¹ 22.3% 22.3% - Schools' EBITDA margin¹ 28.8% 28.6%	– Diluted		588.0	598.0
- Basic 594.0 598.0 - Diluted 598.0 598.0 Margins: - EBITDA margin¹ 22.3% 22.3% - Schools' EBITDA margin¹ 28.8% 28.6%				
- Diluted 598.0 598.0 Margins: - EBITDA margin¹ 22.3% 22.3% - Schools' EBITDA margin¹ 28.8% 28.6%	Weighted average number of shares in issue (millions)			
Margins: - EBITDA margin¹ 22.3% 22.3% - Schools' EBITDA margin¹ 28.8% 28.6%	– Basic		594.0	598.0
- EBITDA margin¹ 22.3% - Schools' EBITDA margin¹ 28.8% 28.6%	– Diluted		598.0	598.0
- EBITDA margin¹ 22.3% - Schools' EBITDA margin¹ 28.8% 28.6%	Margins:			
- Schools' EBITDA margin¹ 28.8% 28.6%	-		22.3%	22.3%
~	~			
	– Operating margin		15.5%	14.3%

	Audited 31 Dec 2022 R million	Audited 31 Dec 2021 R million
ASSETS		
Non-current assets	11 689	10 963
Property, plant and equipment	10 487	9 800
Right-of-use assets	289	305
Goodwill	602	561
Other tangible assets	300	288
Other financial assets at amortised cost	3	4
Other financial assets at fair value (note 6)	8	5
Current assets	535	578
Inventories	14	17
Current tax receivable	3	1
Other financial assets at amortised cost	30	29
Other financial assets at fair value (note 6)	1	_
Trade receivables (note 5)	249	235
Other receivables	118	116
Investment in money market funds	57	90
Cash and cash equivalents	63	90
Non-current assets held for sale	40	11
Total assets	12 264	11 552
EQUITY	7 270	7 110
Equity attributable to owners of the parent	7 270	7 110
Share capital	6 108	6 205
Other reserves	47	(4)
Retained earnings	1 115	909
Non-controlling interest	7 256	(10) 7 100
Total equity LIABILITIES	7 230	7 100
Non-current liabilities	4 330	3 505
Other financial liabilities at amortised cost	3 211	2 446
Other financial liabilities at fair value (note 6)	3 211	41
Deferred tax liabilities	749	664
Lease liabilities	342	330
Contract liabilities	28	24
Current liabilities	678	947
Other financial liabilities at amortised cost	36	346
Other financial liabilities at fair value (note 6)	_	7
Current tax payable	3	2
Lease liabilities	38	35
Trade and other payables	261	253
Contract liabilities (mainly prepaid school fees)	327	263
Development and acquisitions payables	13	41
Total liabilities	5 008	4 452
Total equity and liabilities	12 264	11 552
Net asset value per share (cents)	1 224	1 189

	Audited 31 Dec 2022 R million	Audited 31 Dec 2021 R million
Balance at the beginning of the year	7 100	6 766
Total comprehensive income	275	311
Dividends paid	(49)	_
Non-controlling interest movements	(4)	(8)
Other movements	(66)	31
Balance at the end of the year	7 256	7 100

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	Audited	Audited
%	31 Dec 2022	31 Dec 2021
Change	R million	R million
Cash flows from operating activities		
Cash generated from operations 20%	984	821
Tax paid n/a	(34)	(2)
Net finance cost paid 20%	(152)	(127)
Decrease in net working captial (97%)	2	75
Net cash generated from operating activities 4%	800	767
Cash flows from investing activities		
Purchase of property, plant and equipment 5%	(901)	(859)
Business combinations (note 7) n/a	(127)	(1)
Development and acquisition investment n/a	(28)	1
Purchase of intangible assets (15%)	(63)	(74)
Sale of property, plant and equipment –	4	4
Other investing activities (86%)	34	240
Net cash utilised in investing activities 57%	(1 081)	(689)
Cash flows from financing activities		
Purchase of treasury shares n/a	(97)	_
Proceeds from other financial liabilities n/a	3 220	150
Repayment of other financial liabilities n/a	(2 810)	(229)
Dividends paid to company shareholders n/a	(49)	_
Principal elements of lease payments 25%	(10)	(8)
Net cash generated from financing activities n/a	254	(87)
Cash and cash equivalents movement for the year 200%	(27)	(9)
Cash and cash equivalents inovenient for the year (9%)	90	99
Cash and cash equivalents at the end of the year ^ (30%)	63	90

[^]Curro has additional liquid resources amounting to R57m (December 2021: R90m) available in the form of its money market investments.

CONDENSED CONSOLIDATED SEGMENTAL REPORT

	% Change	Audited 31 Dec 2022 R million	Audited 31 Dec 2021 R million
Average number of learners for the year	6%	70 724	66 447
- Curro	7%	60 943	56 700
- Meridian	_	9 781	9 747
Revenue	17%	4 156	3 543
- Curro	18%	3 791	3 202
- Meridian	7%	365	341
Schools' EBITDA	18%	1 195	1 013
- Curro	19%	1 120	945
- Meridian	10%	75	68
Net head office expenditure	20%	(269)	(224)
- Curro	19%	(258)	(216)
- Meridian	38%	(11)	(8)
EBITDA margin		22.3%	22.3%
- Curro		22.7%	22.8%
- Meridian		17.5%	17.7%
Recurring headline earnings	35%	330	245
- Curro	34%	349	260
- Meridian*	27%	(19)	(15)
Recurring headine earnings per share (cents)	35%	55.4	40.9
- Curro	35%	58.6	43.4
- Meridian*	28%	(3.2)	(2.5)
Earnings per share (cents)	(7%)	40.1	43.3
- Curro	(10%)	41.3	45.8
- Meridian	(52%)	(1.2)	(2.5)
Total assets	6%	12 264	11 552
- Curro	6%	11 504	10 820
- Meridian	4%	760	732
Total liabilities	12%	5 008	4 452
- Curro	14%	4 198	3 681
- Meridian	5%	810	771
Net asset value per share (cents)	3%	1 224	1 189

^{*} Included in the Meridian results is an interest charge of R63m (December 2021: R55m) to shareholders in proportion to their shareholding. If Curro's share of this interest charge is added back to Meridian, the Meridian recurring headline earnings would have increased from a loss of R19m (2021: R15m) to a profit of R22m (2021: R21m) and Curro's earnings would reduce commensurately on a segmental basis.

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS



1. STATEMENT OF COMPLIANCE

These summary consolidated financial statements are prepared in accordance with the requirements of the JSE Limited Listings Requirements for provisional reports, and the requirements of the Companies Act applicable to summary financial statements. The Listings Requirements requires provisional reports to be prepared in accordance with the framework concepts and the measurement and recognition requirements of International Financial Reporting Standards (IFRS) and the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Pronouncements as issued by the Financial Reporting Standards Council, and to also, as a minimum, contain the information required by IAS 34 Interim Financial Reporting. The accounting policies applied in the preparation of the consolidated financial statements from which these summary consolidated financial statements were derived are in terms of IFRS and are consistent, with those accounting policies applied in the preparation of the previous consolidated annual financial statements. The summary consolidated results have been prepared internally under the supervision of the Chief Financial Officer, BC September, CA(SA).

2. AUDIT OPINION

These summary consolidated financial statements for the year ended 31 December 2022 have been audited by PricewaterhouseCoopers Inc., who expressed an unmodified opinion thereon. The auditor also expressed an unmodified opinion on the annual financial statements from which these summary consolidated financial statements were derived.

The audited annual financial statements and the auditor's report thereon are available for inspection at the company's registered office and on the company's website at www.curro.co.za.

The auditor's report does not necessarily report on all of the information contained in this announcement or financial results.



3. ACCOUNTING POLICIES

The accounting policies applied in the preparation of the condensed consolidated financial statements are in terms of IFRS and are materially consistent with those of the annual financial statements for the year ended 31 December 2022. For a full list of standards and interpretations that have been applied, we refer you to our 31 December 2022 annual financial statements.

4. REVENUE FROM CONTRACTS WITH CUSTOMERS

	31 Dec 2022 R million	31 Dec 2021 R million
Included in revenue from contracts with customers:		
Registration and tuition fees	4 113	3 605
Other income	106	58
Boarding school fees	70	66
Aftercare fees	63	45
Bus income	48	36
Recovery income	57	49
Rental income	12	8
Subsidy income	6	4
Discounts granted	(319)	(328)
Personnel	(96)	(89)
Bursaries	(85)	(79)
Enrolments	_	(3)
Covid-19	_	(1)
Other*	(138)	(156)
	4 156	3 543

^{*} Other discounts mainly comprise of discretionary discounts, financial assistance and Ruta Sechaba bursaries

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS (CONTINUED)

5. TRADE RECEIVABLES

	31 Dec 2022 R million	31 Dec 2021 R million
Grosss trade receivables	491	481
Expected credit loss provision	(242)	(246)
Net trade receivables	249	235

6. OTHER FINANCIAL ASSETS / (LIABILITIES) AT FAIR VALUE

	31 Dec 2022 R million	31 Dec 2021 R million
Fixed-for-variable interest rate swap liabilities	4	(48)
Investment in SA SME Fund	5	5
	9	(43)

The interest rate swap agreements are measured using mark-to-market rates by the issuer of the instruments, representing a Level 2 fair value measurement for financial reporting purposes.

7. BUSINESS COMBINATIONS

Effective 1 April 2022, Curro acquired the entire business operations and properties of HeronBridge College in Fourways, Johannesburg for a total purchase consideration of R127 million combined.

	R million
The following assets and liabilities were recognised:	
Property, plant and equipment	168
Intangible assets	22
Inventories	3
Cash and cash equivalents	25
Other financial assets	3
Deferred tax liability	(48)
Contract liability	(44)
Trade and other payables	(21)
Total identifiable net assets	108
Goodwill	44
Cash consideration paid	152
Net cash outflow on acquisition	
Cash consideration paid	(152)
Cash acquired	25
	(127)

J-CURVE (UNAUDITED)

The table below illustrates the J-Curve effect by the age of schools. All figures and amounts are as at 31 December.

	Campuses	Schools	Average l numb		Grov	vth	School's E (R mill		Grov	vth	EBITDA r	margin	Built ca utilis		Eventual c utilis	. ,
	2022	2022	2021	2022	20/21	21/22	2021	2022	20/21	21/22	2021	2022	2021	2022	2021	2022
Developed	51	120	42 965	45 826	12%	7%	622	739	17%	19%	28.6%	29.1%	66.6%	68.8%	56.6%	60.3%
Dev 2009 & before ¹	4	9	4 230	4 305	3%	2%	86	91	2%	5%	32.2%	29.5%	85.5%	73.0%	70.8%	72.1%
Dev 2010	2	6	2 199	2 183	(1%)	(1%)	48	51	10%	7%	35.3%	34.3%	60.6%	60.2%	60.6%	60.2%
Dev 2011	5	15	4 247	4 329	1%	2%	72	82	(9%)	14%	29.0%	30.0%	61.5%	61.9%	57.3%	58.4%
Dev 2012	2	6	2 089	2 146	8%	3%	30	34	31%	11%	25.7%	25.4%	77.7%	79.8%	72.3%	74.3%
Dev 2013	4	12	6 295	6 266	1%	0%	137	141	5%	3%	39.7%	37.5%	67.7%	67.4%	65.5%	65.2%
Dev 2014	4	9	2 553	2 773	9%	9%	16	23	2%	43%	13.7%	16.0%	71.0%	72.7%	65.6%	71.2%
Dev 2015	7	17	6 992	7 172	5%	3%	64	78	29%	22%	22.2%	23.7%	65.6%	67.3%	59.6%	61.1%
Dev 2016	4	8	1 831	2 009	12%	10%	28	51	11%	84%	22.7%	33.9%	46.6%	51.2%	42.3%	46.4%
Dev 2017	3	8	3 917	4 089	9%	4%	68	79	5%	17%	35.9%	37.8%	74.8%	75.7%	64.5%	67.3%
Dev 2018	4	8	1 663	1 651	25%	(1%)	4	13	-	-	6.7%	16.6%	48.0%	47.6%	44.0%	43.7%
Dev 2019	7	13	4 629	5 660	38%	22%	61	85	87%	39%	31.7%	32.1%	79.8%	78.3%	43.5%	53.2%
Dev 2020	5	9	2 320	3 243	243%	40%	8	11	(154%)	33%	10.3%	8.9%	48.7%	97.2%	27.1%	43.2%
Acquired ²	26	61	23 482	24 898	5%	6%	400	466	8%	17%	29.6%	29.0%	78.1%	79.6%	70.4%	76.4%
Acq 2012 & before	7	17	8 017	8 165	7%	2%	171	186	25%	9%	36.6%	35.8%	81.7%	83.2%	77.0%	78.4%
Acq 2013	2	2	3 673	3 620	(1%)	(1%)	35	35	8%	0%	23.4%	23.3%	79.0%	77.8%	79.0%	77.8%
Acq 2014	2	6	2 404	2 348	(7%)	(2%)	53	60	(20%)	14%	28.2%	29.8%	69.2%	67.6%	69.2%	67.6%
Acq 2015 & 2016	5	14	5 091	5 142	(1%)	1%	76	87	(1%)	14%	25.1%	25.0%	77.3%	78.1%	71.3%	72.0%
Acq 2018	3	6	2 029	1 990	4%	(2%)	54	59	16%	9%	42.6%	43.3%	83.8%	82.2%	59.2%	58.1%
Acq 2019	4	8	1 356	1 601	15%	18%	16	27	29%	64%	21.7%	27.4%	70.2%	69.4%	51.8%	61.1%
Acq 2020	1	3	615	880	63%	43%	(1)	6	-	_	(5.7%)	14.5%	85.1%	97.9%	52.4%	75.0%
Acq 2021	1	2	297	289		(3%)	(4)	(5)	-	_	(21.6%)	(28.4%)	64.6%	62.8%	64.6%	62.8%
Acq 2022 ³	1	3		863			-	11				12.0%	0.0%	102.2%	0.0%	102.2%
Property rental, royalties and other							(9)	(10)								
Total Developed & Acquired	77	181	66 447	70 724	9%	6%	1 013	1 195	14%	18%	28.6%	28.8%	70.3%	72.3%	60.1%	64.6%

^{1. 2009} and before schools have a maximum of 20 learners per class, which has a direct impact on the EBITDA. Other schools have a maximum of 25 learners for Curro and Select or 35 for Meridian and Academy schools. Curro Durbanville's new High School increased capacity in 2022.

^{2.} Acquired schools indicates the year the school was incorporated into Curro.

^{3.} HeronBridge College was acquired effective 1 April 2022 and had 1 164 actual learners on 31 December 2022.

STATUTORY AND ADMINISTRATION (UNAUDITED)

Directors:

SL Botha** (Chairperson)

TP Baloyi**

M Lategan (Deputy CEO)

JP Loubser (CEO)

ZN Mankai**

PI Mouton*

SWF Muthwa**

DM Ramaphosa**

BC September (CFO)

CR van der Merwe*

* Non-executive

** Independent non-executive

Note: AJF Greyling resigned effective 1 January 2023. M Lategan and BC September were appointed effective 1 January 2023.

Registered office: 38 Oxford Street, Durbanville, Cape Town, 7550

Transfer secretaries: Computershare Investor Services Proprietary Limited Rosebank

Towers, 15 Biermann Avenue, Rosebank, Johannesburg, 2196

Corporate adviser and JSE Equity and Debt sponsor: PSG Capital

Group Company Secretary: M Lategan

Curro Holdings Limited

Incorporated in the Republic of South Africa

Registration number: 1998/025801/06

JSE Equity Alpha Code: COH JSE Debt Alpha Code: COHI LEI: 378900E237CB40F0BF96

ISIN: ZAE000156253

('Curro' or 'the company' or 'the group') Announcement date: 2 March 2023



