

supergroup 

**REVIEWED FINAL RESULTS
AND CASH DIVIDEND
DECLARATION**

FOR THE YEAR ENDED 30 JUNE 2023



2023

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Super Group Limited
(Incorporated in the Republic of South Africa)
(Registration number: 1943/016107/06)
Share code: SPG
ISIN: ZAE000161832
LEI: 378900A8FDADE26AD654
Debt Company Code: BISGL
("Super Group" or "the Group" or "the Company")

PERFORMANCE HIGHLIGHTS

For the year ended 30 June 2023

Revenue increased by 30.6% to

R61.88 BILLION

(JUNE 2022: R47.37 BILLION)*

EBITDA increased by 20.8% to

R8.49 BILLION

(JUNE 2022: R7.03 BILLION)

Operating profit increased by 20.7% to

R3.95 BILLION

(JUNE 2022: R3.27 BILLION)

Profit before taxation increased by 18.7% to

R2.97 BILLION

(JUNE 2022: R2.50 BILLION)

Earnings per share increased by 24.9% to

472.9 CENTS

(JUNE 2022: 378.5 CENTS)

Headline earnings per share increased by 23.3% to

469.4 CENTS

(JUNE 2022: 380.7 CENTS)

Operating cash flow increased by 18.9% to

R8.72 BILLION

(JUNE 2022: R7.33 BILLION)

Net asset value per share increased by 20.5% to

R46.27

(30 JUNE 2022: R38.40)

* Restated from R46.24 billion.

OPERATING CONTEXT

In a volatile socio-economic climate, Super Group continues to demonstrate the adaptability and resilience required to leverage market challenges as opportunities for growth. With diversified operations across the globe experiencing the adverse impact of events such as surging inflation, ongoing product shortages and the war in Ukraine, the Group proactively adjusted its business models, client solutions and operational processes to stay relevant and competitive. This agility allowed Super Group to seize growth opportunities and successfully reposition itself in response to shifting consumer demands and market dynamics. Despite significant global economic headwinds, the Group delivered record results.

The prioritisation of innovation and operational excellence has been vital to these efforts, with technology-based solutions remaining key to new business wins and client retention. The investment in fit-for-purpose assets has also unlocked efficiencies and created capacity for growth, with integration across operating companies minimising costs and creating shared value-creation opportunities.

Super Group's diversification strategy has further buoyed performance in a turbulent trading environment. The Group's operations span multiple geographies, industries, markets and currencies and it remains well positioned to manage fluctuating demand and supply chain disruptions.

FINANCIAL PERFORMANCE

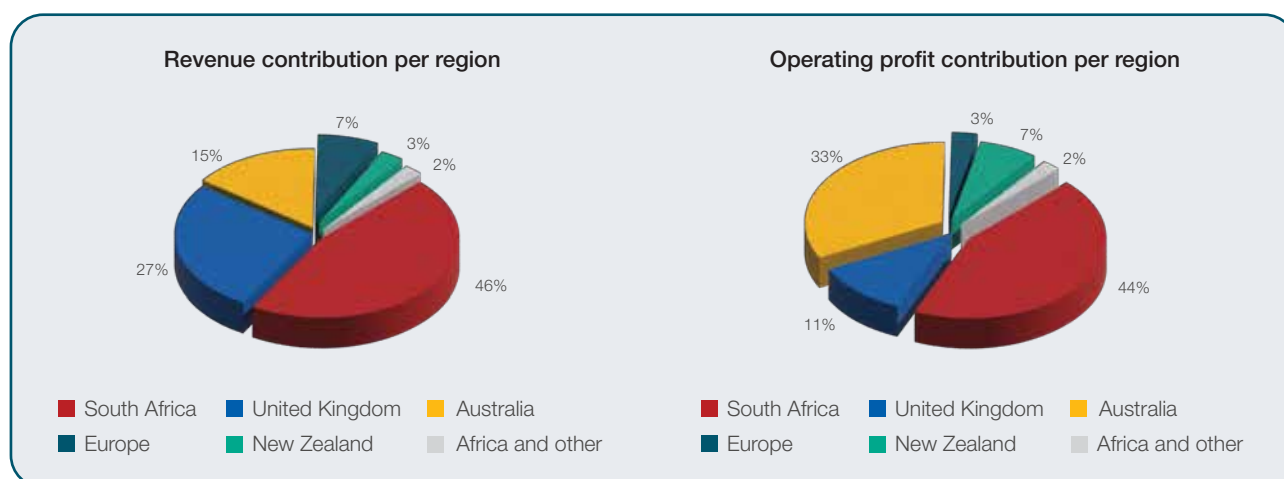
The Group continued to optimise the opportunities inherent in challenging and changing markets. Super Group's competitiveness was evidenced in significant new client wins, contract renewals and market share gains. Rigorous cost management mitigated escalating inflation, diesel price increases and Rand volatility.

The Group's revenue increased by 30.6% to R61.88 billion (June 2022: R47.37 billion) and EBITDA increased by 20.8% to R8.49 billion (June 2022: R7.03 billion), driven by strong sales performances in Supply Chain Africa, Dealerships SA and Dealerships UK. The revenue of SG Fleet included a full year's performance from LeasePlan compared to 10 months in the prior year.

Operating profit increased by 20.7% to R3.95 billion (June 2022: R3.27 billion), benefiting from the higher consumer, convenience and commodity volumes in Supply Chain Africa. Operating margins improved in Supply Chain Africa, Supply Chain Europe and Dealerships SA. The overall Group margin remained at 6.4% when excluding Services. Excluding the Services Segment, operating profit increased by 30.5% from R3.05 billion to R3.98 billion.

Super Group's revenue and operating profit contributions from its non-South African businesses were 54% (June 2022: 52%) and 56% (June 2022: 60%), respectively.

The geographical diversity of the Group is illustrated below:



FINANCIAL PERFORMANCE continued

Net finance costs increased by 31.5% to R1.0 billion (June 2022: R763.3 million), mainly due to interest rate increases, higher levels of inventories in the Dealerships operations and the inclusion of LeasePlan for the full year.

Profit before taxation increased by 18.7% to R2.97 billion (June 2022: R2.50 billion). Excluding the Services Segment, profit before taxation increased by 31.2% from R2.30 billion to R3.02 billion.

Earnings per share increased by 24.9% to 472.9 cents (June 2022: 378.5 cents) and headline earnings per share increased by 23.3% to 469.4 cents (June 2022: 380.7 cents). The weighted average number of shares decreased by 6.1% to 337.8 million (June 2022: 359.6 million) as a result of the Group repurchasing 25 197 982 shares over the past 18 months.

Total assets increased by 25.9% to R73.03 billion (30 June 2022: R58.03 billion) largely as a result of the impact of the weakening Rand on translating foreign operations, increased vehicle fleets in the Supply Chain businesses, increased lease portfolio assets in SG Fleet and higher inventory levels as a result of improved availability of stock in the dealerships.

The Group's return on net operating assets (RNOA), after tax, was 10.2% for the year ended 30 June 2023, with the Group's weighted average cost of capital (WACC) being 7.0%.

Super Group raised a net R1.81 billion of listed senior unsecured notes during the year. Of the amount raised, R810 million was earmarked for the acquisition of 78.82% of CBW Group Holdings Limited (trading as Amco) concluded post year-end. Headquartered in the United Kingdom, Amco is a transport and logistics business and a leading provider of specialist land, air and sea logistics.

The net debt position, excluding Right Of Use (ROU) lease liabilities and securitised lease portfolio warehouse borrowings, was R4.38 billion (30 June 2022: R3.74 billion). The net debt to equity (gearing) ratio, excluding ROU lease liabilities and securitised lease portfolio warehouse borrowings, was 22.5% at 30 June 2023 (30 June 2022: 22.1%). The Group continued to meet its debt covenants and has sufficient cash and debt facilities to meet its current obligations.

The net asset value per share increased by 20.5% to R46.27 (30 June 2022: R38.40).

Operating cash flow increased by 18.9% to R8.72 billion (June 2022: R7.33 billion). Working capital outflow of R4.27 billion was recorded compared to an outflow of R2.57 billion in the prior year. This largely reflects a R4.79 billion net increase in lease portfolio assets within the Fleet Division. Total dividends paid to Super Group shareholders was R211.3 million (June 2022: R174.5 million).

Acquisitions of businesses, net of cash acquired, was R502.8 million (June 2022: R5.0 billion), which included 100% of the Delgarth dealerships, the Gillingham Ford dealership and a Suzuki dealership in the United Kingdom, 75% of Transporte Inmediato and Delver in the north of Spain, and 51% of RSC and Clean Tech in Supply Chain Africa.

Cash outflow applied in the acquisition of Super Group shares was R527.8 million (June 2022: R291.1 million). Super Group Limited bought and cancelled a total of 17 535 265 shares during the year as part of a Board approved share repurchase programme.



DIVISIONAL REVIEW

SUPPLY CHAIN

Supply Chain Africa

R'million	Change %	Year ended 30 June 2023 Reviewed	Year ended 30 June 2022 Audited
Revenue	38.3	17 804.7	12 870.6
Operating profit	48.7	1 261.3	848.0
<i>Operating profit margin</i>		7.1%	6.6%
Capital items	(2.1)	51.2	52.2
Net finance costs	51.8	(203.6)	(134.1)
Profit before tax	44.7	1 108.9	766.1

Supply Chain Africa delivered an excellent performance, with revenue increasing by 38.3% to R17.80 billion (June 2022: R12.87 billion) and operating profit increasing by 48.7% to R1.26 billion (June 2022: R848.0 million). Operating margin increased from 6.6% to 7.1% and profit before tax increased by 44.7% to R1.11 billion (June 2022: R766.1 million).

Technology-based solutions in the consumer businesses delivered greater efficiencies and cost savings to clients, contributing to significant new business wins and contract renewals. A diversified product basket and improving volumes in industries such as hospitality, entertainment and quick service restaurants also contributed to this strong performance.

Strong volume increases were experienced in the South African and African Logistics consumer and commodity transport businesses. The industrial businesses also performed well, with good sales and profit performances from SG Mobility, SG Freight and Super Rent.

Supply Chain Europe

R'million	Change %	Year ended 30 June 2023 Reviewed	Year ended 30 June 2022 Audited
Revenue	30.0	4 482.5	3 448.9
Operating profit	84.1	120.6	65.5
<i>Operating profit margin</i>		2.7%	1.9%
Capital items	24.1	(1.1)	(0.9)
Net finance costs	37.5	(98.9)	(71.9)
Profit/(loss) before tax	nm	20.6	(7.3)

Supply Chain Europe's overall performance improved considerably, reflecting the ongoing evolution of the business model to ensure both relevant services and optimised cost structures. Operational enhancements such as the consolidation of shipments onto larger vehicles, higher average kilometres per load and the recovery of increased diesel and other operating costs have been key to growth.

Ader acquired 75% of the shares in both T.I. and Delver in the north of Spain on 1 July 2022. These businesses provide last-mile distribution transport services, primarily within the temperature-controlled environment. Revenue from these acquisitions amounted to R366.0 million for the year.

inTime's average turnover per transport increased by 22.8%, including an 8.8% increase in kilometres per transport as a result of consolidating shipments. Overall, European revenue increased by 30.0%, with inTime's revenue increasing by 21.4%, Ader's by 38.5% (including acquisitions) and TLT's by 38.8%. Operating margin for the division increased from 1.9% to 2.7%, driving an operating profit growth of 84.1%.

Although off a small base, LiBCycle's revenue increased fourteenfold, delivering its first profits since inception in October 2021. The innovative business provides a comprehensive solution to the automotive sector in Europe for the transportation and storage of lithium-ion batteries.

The weakening of the Rand against the Euro had a minimal impact.

DIVISIONAL REVIEW continued

FLEET SOLUTIONS

SG Fleet

R'million	Change %	Year ended 30 June 2023 Reviewed	Year ended 30 June 2022 *Restated
Revenue	23.6	12 143.5	9 824.4
Operating profit	23.0	1 629.8	1 324.9
<i>Operating profit margin</i>		13.4%	13.5%
Capital items	nm	(2.7)	(0.6)
Net finance costs	15.5	(459.6)	(398.1)
Profit before tax	26.1	1 167.5	926.2

SG Fleet's performance benefited from continued strong order growth, better supply levels and a more supportive labour environment. Customer wins and orders resulted in steady growth, with the order book again outpacing deliveries and further extending order pipelines. The novated channel, in particular, saw a surge in interest for its products. This trend was accelerated by the electric vehicle (EV) initiatives announced by the Federal Government, which dramatically increased interest in EVs among novated drivers.

The improved vehicle supply was largely limited to new market entrants and EV manufacturers, and mainstream vehicle models remained scarce. Used vehicle values remained stable and the business should benefit from improving delivery numbers in the next year.

The LeasePlan integration progressed well, with a focus on further benefit extraction by standardising SG Fleet's offering across the two brands and leveraging its greater scale. Improved supply arrangements were obtained for tyres, accident management and roadside assistance, in addition to earlier fuel renegotiations. These initiatives translated into successful customer retention and increasing product penetration.

The weakening of the Rand against the AUD positively impacted the results by R88.2 million for the year under review.

For the full set of results refer to www.sgfleet.com.

* Refer to note 10 in salient features.

Fleet Africa

R'million	Change %	Year ended 30 June 2023 Reviewed	Year ended 30 June 2022 Audited
Revenue	1.2	1 089.4	1 076.2
Operating profit	8.2	243.1	224.8
<i>Operating profit margin</i>		22.3%	20.9%
Net finance costs	(46.3)	(14.8)	(27.6)
Profit before tax	15.8	228.3	197.2

Fleet Africa produced solid results, with good growth in ad hoc rental volumes on existing contracts. Underpinned by innovative technology, efforts to secure new business outside of the parastatal sector progressed well. Fleet Africa's joint venture with the Co-Op Bank in Kenya continued to gain momentum and the region remains a key component of the business' growth strategy. The Kenyan operations reported revenue growth of 50% and operating profit growth of 39%.

DIVISIONAL REVIEW continued

DEALERSHIPS

Dealerships SA

R'million	Change %	Year ended 30 June 2023 Reviewed	Year ended 30 June 2022 Audited
Revenue	14.5	10 596.9	9 254.4
Operating profit	20.7	408.3	338.4
<i>Operating profit margin</i>		3.9%	3.7%
Capital items	4.3	(15.9)	(15.2)
Net finance costs	56.2	(131.1)	(83.9)
Profit before tax	9.2	261.4	239.3

The focused delivery of a multi-faceted strategy saw **Dealerships SA** deliver strong profit growth. New vehicle sales volume increased by 19.1%, strongly outperforming the National Association of Automobile Manufacturers of South Africa (NAAMSA) growth of 10.1%. In spite of the used vehicle market coming under pressure, the division maintained the sales volumes achieved in the prior period.

Operating profit increased by 20.7% and operating margin increased from 3.7% to 3.9%, mainly due to a stronger contribution from new vehicle sales and the associated finance business, ongoing cost containment and a good aftermarket parts and service performance. The profit contribution from used vehicle sales declined marginally as a result of weaker used vehicle margins.

The business continued to grow its representation of volume/value brands and establish multi-brand facilities, enabling it to meet resilient consumer demand despite ongoing shortages of certain brands and models. Technology remained the foundation of service excellence and was key to superior customer experience and sales pipeline development.

Dealerships UK

R'million	Change %	Year ended 30 June 2023 Reviewed	Year ended 30 June 2022 *Restated
Revenue	44.6	15 752.7	10 890.9
Operating profit	28.1	317.5	247.9
<i>Operating profit margin</i>		2.0%	2.3%
Capital items	nm	2.0	(13.9)
Net finance costs	62.7	(84.8)	(52.1)
Profit before tax	29.1	234.8	181.9

The **Dealerships UK** footprint continued to grow as a result of strategic acquisitions in selected brands and key locations. Seven dealerships - including one Ford, two Suzuki, two Kia and two Hyundai - were added during the year.

The division performed well in the year under review, reporting a 29.1% increase in profit before tax, despite the pressures of continued inflation and higher interest rates negatively impacting general consumer confidence across the United Kingdom. New vehicle sales volumes increased by 39.9% as availability of stock improved over the second half, which compared favourably with the UK passenger and light commercial vehicle (LCV) market performance of 11.9% over the same period. Used vehicle sales volumes increased by 29.0% as used vehicle stock availability improved.

The weakening of the Rand against the GBP positively impacted the results by R13.7 million for the year.

* Refer to note 10 in salient features.

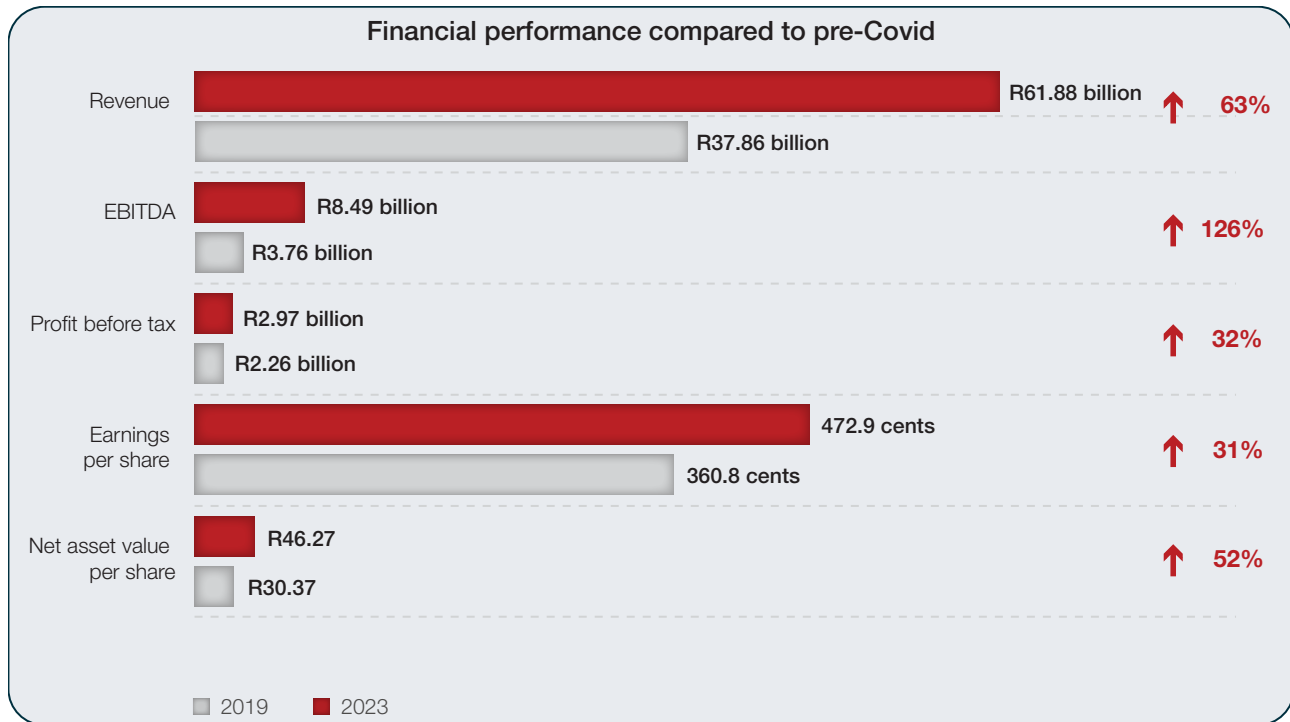
SERVICES

The services segment reported an under-recovery of R48.8 million for the year. This deficit was mainly the result of increased interest rates over the period and the payment of a final closing dividend to the beneficiaries of the SG Tsogo Employee Empowerment scheme in the first half.

One-off non-operating items were reallocated to the Services Segment in the previous year to better represent operating results within the business segments. These items included the proceeds of business interruption insurance claims emanating from the Covid-19 pandemic.

COMPARISON WITH PRE-COVID PERFORMANCE

As illustrated below, the Group's financial performance for the year now well exceeds that of pre-Covid levels.



ACQUISITION SUBSEQUENT TO YEAR END

On 19 July 2023, Super Group announced its acquisition of 78.82% of the equity of CBW Group Holdings Limited (trading as Amco) for a purchase consideration of GBP 30.3 million. Super Group raised a five-year corporate bond on 29 June 2023 amounting to R810 million in order to fund the acquisition.

Founded in 1983, the transport and logistics business has 11 UK operating locations and hubs strategically located across Europe. Amco delivers its logistics services to over 250 active UK and European customers that operate in a diverse range of manufacturing sectors - including automotive, telecommunications, retail, construction, mining and FMCG.

DIVIDEND DECLARATION

DECLARATION OF DIVIDEND NO. 14

Notice is hereby given that a final gross dividend of 80 cents (2022: 63 cents) per share has been declared out of income reserves in respect of the ordinary shares of no par value for the year ended 30 June 2023.

A dividend withholding tax of 20% or 16 cents per share will be applicable, resulting in a net dividend of 64 cents per share, unless the shareholder concerned is exempt from paying dividend withholding tax or is entitled to a reduced rate in terms of an applicable double-tax agreement. The issued share capital at the declaration date is 346 309 812 ordinary shares. The income tax number of the Company is 9050050716.

Dates of importance

Last day to trade in order to participate in the dividend	Tuesday, 17 October 2023
Shares trade ex-dividend	Wednesday, 18 October 2023
Record date	Friday, 20 October 2023
Payment date	Monday, 23 October 2023

Share certificates may not be dematerialised or rematerialised between Wednesday, 18 October 2023 and Friday, 20 October 2023, both days inclusive.

In terms of the Company's Memorandum of Incorporation, dividends will only be transferred electronically to the bank accounts of shareholders. In the instance where shareholders do not provide the Transfer Secretaries with their banking details, the dividend will not be forfeited, but will be marked as "unclaimed" in the share register until the shareholder provides the Transfer Secretaries with the relevant banking details for pay-out.

PROSPECTS

With the global landscape set to remain volatile, the Group will continue to face macroeconomic challenges in the year ahead. The difficult operating environment does however present significant opportunities to innovate and grow. Super Group has proven itself to be both resilient and adaptable and the year ahead will be no different, with the Group remaining well positioned to manage the risks and leverage the opportunities inherent in a complex trading environment.

Together with technology-based solutions and fit-for-purpose assets, the Group's worldclass infrastructure and expansive geographic footprint will remain key to new business wins, client retention and market share gains.

Manufacturing and supply chain disruptions will continue to negatively impact product availability and prices. The **Supply Chain Africa** business remains agile and resilient and a focus on strategic delivery is expected to result in a strong performance in the forthcoming financial year. Significant new business wins and contract renewals should continue to boost revenue growth in the consumer businesses. Improving volumes in industries such as hospitality, entertainment and quick service restaurants are also expected to bolster performance levels. Improved prices and volume increases across all commodities should continue to benefit the division, with low inventories and growing export volumes expected to maintain activity levels into the forthcoming financial year.

A gradual improvement in the availability of new vehicles and automotive parts distribution volumes should bolster the performance of the **European Supply Chain** business. The division will maintain its focus on industry diversification, with further expansion expected in the agricultural and industrial parts sectors. Rigorous cost management remains essential.

SG Fleet is expected to perform well, with the steady improvement in the availability of new vehicles helping meet pent-up demand. This improvement in availability will moderate the pricing of used vehicles. New business wins, strong retention rates and the realisation of the LeasePlan synergies will support sustainable growth.

Fleet Africa remains well positioned to withstand a volatile trading environment and leverage the opportunities it presents. Despite a sluggish new business pipeline, increased activity on existing contracts and good growth in ad hoc rental volumes should continue to produce solid results. The business will maintain focus on growing its private sector customer base and management service offering - encompassing funding, maintenance and insurance solutions. Further expansion of the business' fleet lease presence in East Africa also remains a priority.

With the consumer expected to remain under pressure, the year ahead will be a challenging one for the South African dealership market. Given the impact of inflation and interest rate hikes, consumers will continue to delay their purchase decisions or will look to buy more affordable models. Nevertheless, the business remains well positioned to mitigate this volatile trading environment. The management structure will remain compact and agile, maintaining a lean cost base and excellent management of working capital. **Dealerships SA** will also continue to strategically grow its representation of volume and value brands, with a focus on geographic domination and multi-brand facilities. Technology will remain key to superior customer experience, service quality and a robust sales pipeline. Supported by strong contributions from services and ancillary products, Dealerships SA is well placed to deliver another good performance.

In **Dealerships UK**, improved availability of new vehicle stock will support a good performance although the consumer remains under financial pressure from interest rates. The demand for used vehicles should remain robust and will be supported by increased trade-in activity levels.

Mobility and logistics solutions play a critical role in today's interconnected world. Sharply focused on these critical and resilient industries, Super Group's solutions and services are the backbone of the effective movement of goods and people across multiple geographies, sectors and markets - all of which provide ample room for expansion and sustained growth. Focused on delivering exceptional service to its clients and maintaining a sound return to shareholders, the Group is well positioned to deliver another good financial performance in the year to June 2024.

APPRECIATION

We extend our appreciation to our dedicated employees, loyal clients and shareholders for their valuable contributions and ongoing support of Super Group.

On behalf of the Board

V Chitalu
Chairperson

P Mountford
Chief Executive Officer

28 August 2023
Sandton

The reviewed financial results for the year ended 30 June 2023 will be available on the Group's website on 29 August 2023 once the SENS announcement has been released. Copies of the full announcement are available on request from the Company Secretary, John Mackay, at john.mackay@supergroup.com. The Group's website is www.supergroup.co.za.

Any forward-looking information is the responsibility of the directors and has not been reviewed or reported on by the Company's External Auditor.

INDEPENDENT AUDITOR'S REVIEW REPORT ON THE REVIEWED CONDENSED CONSOLIDATED RESULTS

To the Shareholders of Super Group Limited

We have reviewed the condensed consolidated results of Super Group Limited, in the accompanying report on pages 10 to 27, which comprise the condensed consolidated statement of financial position as of 30 June 2023 and the related condensed consolidated statement of comprehensive income, changes in equity and cash flows for the year then ended and selected explanatory notes.

DIRECTORS' RESPONSIBILITY FOR THE REVIEWED CONDENSED CONSOLIDATED RESULTS

The directors are responsible for the preparation and presentation of these reviewed condensed consolidated results in accordance with the International Financial Reporting Standard, IAS 34 Interim Financial Reporting as issued by the International Accounting Standards Board (IASB), the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Pronouncements as issued by the Financial Reporting Standards Council and the requirements of the Companies Act of South Africa, and for such internal control as the directors determine is necessary to enable the preparation of condensed consolidated results that are free from material misstatement, whether due to fraud or error.

AUDITORS' RESPONSIBILITY

Our responsibility is to express a conclusion on these condensed consolidated results. We conducted our review in accordance with International Standard on Review Engagements (ISRE) 2410, Review of Interim Financial Information Performed by the Independent Auditor of the Entity. ISRE 2410 requires us to conclude whether anything has come to our attention that causes us to believe that the condensed consolidated results are not prepared in all material respects in accordance with the applicable financial reporting framework. This standard also requires us to comply with relevant ethical requirements.

A review of condensed consolidated results in accordance with ISRE 2410 is a limited assurance engagement. We perform procedures, primarily consisting of making inquiries of management and others within the entity, as appropriate, and applying analytical procedures, and evaluate the evidence obtained.

The procedures in a review are substantially less than and differ in nature from those performed in an audit conducted in accordance with International Standards on Auditing. Accordingly, we do not express an audit opinion on these condensed consolidated results.

CONCLUSION

Based on our review, nothing has come to our attention that causes us to believe that the accompanying condensed consolidated results of Super Group Limited for the year-ended 30 June 2023 are not prepared, in all material respects, in accordance with the International Financial Reporting Standard, IAS 34 Interim Financial Reporting, the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Pronouncements as issued by the Financial Reporting Standards Council and the requirements of the Companies Act of South Africa.

Ernst & Young Inc.

Director - Ahmed Bulbulia
Registered Auditor
Chartered Accountant (SA)

28 August 2023

102 Rivonia Road
Sandton
Johannesburg

BASIS OF PREPARATION AND ACCOUNTING POLICIES

The Condensed Consolidated Results for the year ended 30 June 2023 are prepared in accordance with the requirements of the JSE Limited (“JSE”) Listings Requirements and Debt Listings Requirements (“JSE Listings Requirements”) and the requirements of the Companies Act of South Africa. The JSE Listings Requirements require condensed 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 International Accounting Standards (IAS) 34 Interim Financial Reporting. The accounting policies applied in the preparation of the Condensed Consolidated Results are in terms of IFRS and are consistent with those applied in the previous Consolidated Financial Statements for the year ended 30 June 2022.

The definitions of capital items, PPA, EBITDA, EBITA and related adjustments are included in the accounting policies in the June 2022 Annual Financial Statements. These Condensed Consolidated Results for the year ended 30 June 2023 have been reviewed by Ernst & Young Inc. (the Auditor), who expressed an unmodified review conclusion.

Standards effective for reporting periods starting on or after 1 July 2023:

- IFRS 17 – Insurance Contracts
- Definition of Accounting Estimates (Amendments to IAS 8)
- Disclosure initiative: accounting policies (IAS 1 and IFRS Practice Statement 2 amendment)
- Deferred Tax Related to Assets and Liabilities arising from a Single Transaction (Amendment to IAS 12)

Standards effective for reporting periods starting on or after 1 July 2024:

- Classification of liabilities as current or non-current and non-current liabilities with covenants (Amendments to IAS 1)
- Lease Liability in a Sale and Leaseback – Amendments to IFRS 16
- Disclosures: Supplier Finance Agreements - Amendments to IAS 7 and IFRS 7
- International Tax Reform - Pillar Two Model Rules (Amendments to IAS 12)

Standards effective at the option of the entity (effective date has been deferred indefinitely):

- Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to IFRS 10 and IAS 28)

The Board’s initial view on these standards not yet effective is that the impact is not expected to be material. Standards and interpretations effective for the year commencing 1 July 2022 were adopted by the Group, the impact was not material.

The Condensed Consolidated Results are presented in Rand, which is the Company’s functional currency and the Group’s presentation currency, rounded to the nearest thousand.

These results have been compiled under the supervision of the Chief Financial Officer, Colin Brown, CA(SA), BCompt (Hons), MBL and were approved by the Board of Directors on 28 August 2023.

CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	Year ended 30 June 2023 Reviewed R'000	Year ended 30 June 2022 *Restated R'000
Revenue (Refer to note 9 in salient features)	61 876 808	47 372 378
Operating expenditure - excluding capital items and impairment of receivables	(53 325 590)	(40 242 860)
Operating expenditure - net impairment of receivables	(59 423)	(102 471)
EBITDA	8 491 795	7 027 047
Depreciation on right-of-use (ROU) assets	(575 989)	(493 873)
Other depreciation and amortisation (excluding amortisation of PPA intangibles)	(3 744 254)	(3 041 780)
EBITA	4 171 552	3 491 394
Amortisation of PPA intangibles	(225 250)	(222 773)
Operating profit before capital items	3 946 302	3 268 621
Net capital items	30 461	(518)
Operating profit after capital items	3 976 763	3 268 103
Finance costs - excluding ROU lease liabilities	(1 605 316)	(993 469)
Finance costs - ROU lease liabilities	(169 276)	(165 139)
Interest received and profit/(loss) from equity-accounted investees	770 587	395 294
Profit before income tax	2 972 758	2 504 789
Income tax expense	(824 337)	(768 535)
Profit for the year	2 148 421	1 736 254
Profit for the year attributable to:		
Non-controlling interests (NCI)	551 058	374 956
Equity holders of Super Group	1 597 363	1 361 298
	2 148 421	1 736 254
Other comprehensive income (OCI)		
Items which will be reclassified to profit or loss:	1 650 563	608 026
Translation adjustment	1 675 109	253 088
Effective portion of hedge	(37 112)	499 197
Tax effect of effective portion of hedge	12 566	(144 259)
Items which will not be reclassified to profit or loss:	(20 065)	120 398
Revaluation of land and buildings	9 902	117 707
Tax effect and adjustment (prior year) of revaluation of land and buildings	(29 967)	2 691
Other comprehensive income for the year (net of tax)	1 630 498	728 424
Total comprehensive income for the year	3 778 919	2 464 678
Total comprehensive income for the year attributable to:		
Non-controlling interests	947 667	634 784
Equity holders of Super Group	2 831 252	1 829 894
	3 778 919	2 464 678
ADDITIONAL COMPREHENSIVE INCOME INFORMATION		
RECONCILIATION OF HEADLINE EARNINGS		
Profit attributable to equity holders of Super Group	1 597 363	1 361 298
Capital items after tax and NCI (Refer to note 8 in salient features)	(11 554)	7 946
Headline earnings for the year	1 585 809	1 369 244
Earnings per share (cents)		
Basic	472.9	378.5
Diluted	467.5	373.9
Headline earnings per share (cents)		
Basic	469.4	380.7
Diluted	464.1	376.1

* Refer to note 10 in salient features.

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	30 June 2023 Reviewed R'000	30 June 2022 *Restated R'000
ASSETS		
Non-current assets	41 991 719	33 854 903
Property, plant and equipment	9 825 982	7 929 451
ROU assets	2 330 300	2 175 913
Investment property	162 200	162 200
Lease portfolio assets	15 578 229	11 214 771
Intangible assets	1 985 897	1 896 141
Goodwill	11 159 866	9 606 343
Investments and other non-current assets	763 658	683 317
Deferred tax assets	185 587	186 767
Current assets	31 039 556	24 174 347
Lease portfolio assets	6 009 051	6 283 000
Inventories	6 210 050	4 029 806
Trade receivables	7 292 267	5 505 741
Sundry receivables	2 445 354	2 134 171
Income tax receivable	18 187	–
Cash and cash equivalents	9 064 647	6 221 629
Total assets	73 031 275	58 029 250
EQUITY AND LIABILITIES		
Capital and reserves		
Capital and reserves attributable to equity holders of Super Group	15 483 837	13 486 951
Non-controlling interests	4 032 282	3 440 646
Total equity	19 516 119	16 927 597
Non-current liabilities	24 852 379	21 747 451
Fund reserves	1 372 622	1 434 415
Non-controlling interest put option and other liabilities	121 288	277 676
Lease portfolio borrowings	10 668 911	9 582 779
ROU lease liabilities	2 270 977	2 142 032
Interest-bearing borrowings	8 164 228	6 904 506
Provisions	309 195	244 272
Deferred tax liabilities	1 945 158	1 161 771
Current liabilities	28 662 777	19 354 202
Non-controlling interest put option	381 765	–
Lease portfolio borrowings	6 631 764	5 263 094
ROU lease liabilities	600 589	480 133
Interest-bearing borrowings	3 315 435	948 680
Trade and other payables	17 047 631	12 029 637
Income tax payable	–	31 078
Provisions	685 593	601 580
Total equity and liabilities	73 031 275	58 029 250

* Refer to note 10 in salient features.

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

	Year ended 30 June 2023 Reviewed R'000	Year ended 30 June 2022 Audited R'000
Cash flows from operating activities		
Operating cash flow	8 716 979	7 331 604
Working capital inflow/(outflow) - other	517 494	(825 825)
Net outflow on lease portfolio assets	(4 786 103)	(1 748 883)
Lease portfolio vehicles net additions	(3 159 830)	(2 239 576)
Lease portfolio current receivables (outflow)/inflow	(321 022)	109 693
Lease portfolio non-current receivables (outflow)/inflow	(1 305 251)	381 000
Cash generated from operations	4 448 370	4 756 896
Finance costs paid	(1 761 205)	(1 157 130)
Interest received	718 574	396 690
Income tax paid	(252 780)	(911 399)
Dividends paid	(211 324)	(174 453)
Dividends paid to non-controlling interests	(382 538)	(281 668)
Net cash generated from operating activities	2 559 097	2 628 936
Cash flows from investing activities		
Additions to property, plant and equipment	(2 727 273)	(1 882 569)
Additions to intangible assets	(117 313)	(54 290)
Proceeds on disposal of property, plant and equipment	597 472	573 639
Acquisition of businesses (net of cash acquired)	(502 815)	(4 995 945)
Other investing activities	18 785	34 239
Net cash outflow from investing activities	(2 731 144)	(6 324 926)
Cash flows from financing activities		
Cash outflow on net shares repurchased ¹	(527 836)	(291 097)
Additional investments in existing subsidiaries	(2 881)	(96 897)
Interest-bearing borrowings raised	4 732 169	4 380 666
Lease portfolio borrowings raised	1 739 720	11 110 700
Interest-bearing borrowings repaid	(1 633 828)	(3 321 953)
ROU lease liabilities repaid	(589 959)	(535 265)
Lease portfolio borrowings repaid	(1 046 276)	(7 369 230)
Net cash inflow from financing activities	2 671 109	3 876 924
Net increase in cash and cash equivalents	2 499 062	180 934
Cash and cash equivalents at beginning of the year	6 221 629	6 131 281
Effect of foreign exchange on cash and cash equivalents	343 956	(90 586)
Cash and cash equivalents at end of the year	9 064 647	6 221 629

¹ Refer to note 6 in salient features.

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Stated Capital R'000	Other reserves R'000	Retained earnings R'000	Share buyback reserve R'000	Total R'000	Non-controlling Interest R'000	Total equity R'000
Balance at 30 June 2021 - Audited	3 753 641	1 342 080	6 763 769	(202 342)	11 657 148	2 099 658	13 756 806
Other comprehensive income	–	468 596	–	–	468 596	259 828	728 424
Translation adjustment	–	159 968	–	–	159 968	93 120	253 088
Effective portion of hedge	–	264 733	–	–	264 733	234 464	499 197
Tax effect of effective portion of hedge	–	(76 503)	–	–	(76 503)	(67 756)	(144 259)
Revaluation of land and buildings	–	117 707	–	–	117 707	–	117 707
Tax effect and adjustment of revaluation of land and buildings	–	2 691	–	–	2 691	–	2 691
Profit for the year	–	–	1 361 298	–	1 361 298	374 956	1 736 254
Total comprehensive income for the year	–	468 596	1 361 298	–	1 829 894	634 784	2 464 678
Transactions with shareholders recognised directly in equity							
Movement in treasury shares	–	–	–	(33 274)	(33 274)	–	(33 274)
Realisation of revaluation reserve through depreciation	–	(159)	159	–	–	–	–
Shares repurchased	(220 943)	–	–	–	(220 943)	–	(220 943)
Share repurchase expenses	(810)	–	–	–	(810)	–	(810)
Share-based payment reserve movement	–	–	94 720	–	94 720	16 835	111 555
Share options exercised – South Africa	–	–	(36 070)	–	(36 070)	–	(36 070)
NCl put option movement	–	–	11 980	–	11 980	–	11 980
Dividends paid	–	–	(174 453)	–	(174 453)	(281 668)	(456 121)
Current tax recorded directly through equity	–	–	7 774	–	7 774	–	7 774
Deferred tax recorded directly in equity on movement in options	–	–	(25 433)	–	(25 433)	–	(25 433)
Transactions with equity partners - SG Fleet	–	–	368 847	–	368 847	908 401	1 277 248
Transactions with equity partners - SG Coal	–	–	7 571	–	7 571	36 179	43 750
Acquisition - LiBCycle and Supply Change	–	–	–	–	–	3 814	3 814
Acquisition - Igmi's	–	–	–	–	–	1 904	1 904
Acquisition - MzansiGo	–	–	–	–	–	(1 509)	(1 509)
Acquisition - RWS	–	–	–	–	–	22 248	22 248

CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY continued

	Stated Capital R'000	Other reserves R'000	Retained earnings R'000	Share buyback reserve R'000	Total R'000	Non-controlling Interest R'000	Total equity R'000
Balance at 30 June 2022 - Audited	3 531 888	1 810 517	8 380 162	(235 616)	13 486 951	3 440 646	16 927 597
Other comprehensive income	-	1 233 889	-	-	1 233 889	396 609	1 630 498
Translation adjustment	-	1 267 020	-	-	1 267 020	408 089	1 675 109
Effective portion of hedge	-	(19 755)	-	-	(19 755)	(17 357)	(37 112)
Tax effect of effective portion of hedge	-	6 689	-	-	6 689	5 877	12 566
Revaluation of land and buildings	-	9 902	-	-	9 902	-	9 902
Tax effect and adjustment (prior year) of revaluation of land and buildings	-	(29 967)	-	-	(29 967)	-	(29 967)
Profit for the year	-	-	1 597 363	-	1 597 363	551 058	2 148 421
Total comprehensive income for the year	-	1 233 889	1 597 363	-	2 831 252	947 667	3 778 919
Transactions with shareholders recognised directly in equity							
Movement in treasury shares	-	-	-	25 020	25 020	-	25 020
Realisation of revaluation reserve through depreciation	-	(289)	289	-	-	-	-
Shares repurchased ¹	(525 882)	-	-	-	(525 882)	-	(525 882)
Share repurchase expenses ¹	(1 954)	-	-	-	(1 954)	-	(1 954)
Share-based payment reserve movement	-	-	105 655	-	105 655	25 212	130 867
Share options exercised - South Africa and SG Fleet	-	-	(69 641)	-	(69 641)	(8 924)	(78 565)
NCI put options movement	-	-	(191 130)	-	(191 130)	-	(191 130)
Dividends paid	-	-	(211 324)	-	(211 324)	(382 538)	(593 862)
Deferred tax recorded directly in equity on movement in options	-	-	(13 688)	-	(13 688)	-	(13 688)
Transactions with equity partners - inTime ²	-	-	54 649	-	54 649	(54 649)	-
Transactions with equity partners - Fleet East Africa ²	-	-	(6 071)	-	(6 071)	(45)	(6 116)
Transactions with equity partners - GLS Middle East ²	-	-	-	-	-	3 235	3 235
Acquisition - Delver and T.I. ²	-	-	-	-	-	25 011	25 011
Acquisition - Clean Tech and RSC ²	-	-	-	-	-	36 667	36 667
Balance at 30 June 2023 - Reviewed	3 004 052	3 044 117	9 646 264	(210 596)	15 483 837	4 032 282	19 516 119

¹ Refer to note 6 in salient features.

² Refer to business combinations note.

OPERATING SEGMENTS

	Super Group		Supply Chain Africa		Supply Chain Europe	
	Year ended 30 June 2023 Reviewed R'000	Year ended 30 June 2022 *Restated R'000	Year ended 30 June 2023 Reviewed R'000	Year ended 30 June 2022 Audited R'000	Year ended 30 June 2023 Reviewed R'000	Year ended 30 June 2022 Audited R'000
Revenue	61 876 808	47 372 378	17 804 699	12 870 571	4 482 458	3 448 942
South Africa	28 341 686	22 757 063	16 713 624	12 475 650	-	-
United Kingdom	16 915 762	11 916 526	-	-	-	-
Australia	9 291 381	7 429 594	-	-	-	-
New Zealand [#]	1 689 139	1 369 135	-	-	-	-
Europe	4 482 458	3 448 942	-	-	4 482 458	3 448 942
Africa and other	1 156 382	451 118	1 091 075	394 921	-	-
Depreciation - ROU assets	(575 989)	(493 873)	(187 715)	(177 422)	(157 295)	(111 005)
Other depreciation and amortisation (excluding amortisation of PPA intangibles)	(3 744 254)	(3 041 780)	(685 587)	(586 816)	(57 042)	(33 883)
Net operating expenditure - excluding capital items	(53 385 013)	(40 345 331)	(15 634 913)	(11 223 645)	(4 131 042)	(3 196 276)
EBITA	4 171 552	3 491 394	1 296 484	882 688	137 079	107 778
Amortisation of PPA intangibles	(225 250)	(222 773)	(35 151)	(34 694)	(16 529)	(42 309)
Operating profit before capital items	3 946 302	3 268 621	1 261 333	847 994	120 550	65 469
Operating expenditure - capital items	30 461	(518)	51 160	52 235	(1 062)	(856)
Operating profit after capital items	3 976 763	3 268 103	1 312 493	900 229	119 488	64 613
Finance costs - ROU lease liabilities	(169 276)	(165 139)	(49 780)	(50 929)	(54 161)	(46 376)
Other net finance (cost)/income	(834 729)	(598 175)	(153 818)	(83 181)	(44 694)	(25 541)
Profit/(loss) before tax	2 972 758	2 504 789	1 108 895	766 119	20 633	(7 304)
Net capex	2 247 114	1 363 220	1 612 582	897 789	149 967	84 708
South Africa	1 829 623	1 095 724				
United Kingdom	35 621	40 342				
Australia	134 262	66 381				
New Zealand [#]	1 886	3 696				
Europe	149 967	84 708				
Africa and other	95 755	72 369				

* Refer to note 10 in salient features.

[#] New Zealand shown separately from Africa and other.

Fleet Africa		SG Fleet		Dealerships SA		Dealerships UK		Services & intercompany eliminations	
Year ended 30 June 2023	Year ended 30 June 2022	Year ended 30 June 2023	Year ended 30 June 2022	Year ended 30 June 2023	Year ended 30 June 2022	Year ended 30 June 2023	Year ended 30 June 2022	Year ended 30 June 2023	Year ended 30 June 2022
Reviewed R'000	Audited R'000	Reviewed R'000	*Restated R'000	Reviewed R'000	Audited R'000	Reviewed R'000	*Restated R'000	Reviewed R'000	Audited R'000
1 089 424	1 076 230	12 143 545	9 824 388	10 596 912	9 254 419	15 752 737	10 890 867	7 033	6 961
1 030 852	1 026 778	-	-	10 596 912	9 254 419	-	-	298	216
-	-	1 163 025	1 025 659	-	-	15 752 737	10 890 867	-	-
-	-	9 291 381	7 429 594	-	-	-	-	-	-
-	-	1 689 139	1 369 135	-	-	-	-	-	-
-	-	-	-	-	-	-	-	-	-
58 572	49 452	-	-	-	-	-	-	6 735	6 745
-	-	(91 642)	(84 863)	(55 693)	(55 488)	(78 317)	(59 574)	(5 327)	(5 521)
(276 303)	(323 213)	(2 629 482)	(2 009 905)	(26 182)	(22 107)	(39 722)	(36 004)	(29 936)	(29 852)
(569 998)	(528 264)	(7 626 570)	(6 264 992)	(10 106 714)	(8 838 428)	(15 309 600)	(10 541 324)	(6 176)	247 598
243 123	224 753	1 795 851	1 464 628	408 323	338 396	325 098	253 965	(34 406)	219 186
-	-	(166 008)	(139 697)	-	-	(7 562)	(6 073)	-	-
243 123	224 753	1 629 843	1 324 931	408 323	338 396	317 536	247 892	(34 406)	219 186
-	-	(2 698)	(639)	(15 868)	(15 207)	2 002	(13 887)	(3 073)	(22 164)
243 123	224 753	1 627 145	1 324 292	392 455	323 189	319 538	234 005	(37 479)	197 022
-	-	(11 765)	(8 806)	(36 920)	(43 430)	(15 560)	(13 310)	(1 090)	(2 288)
(14 784)	(27 550)	(447 870)	(389 293)	(94 183)	(40 478)	(69 195)	(38 772)	(10 185)	6 640
228 339	197 203	1 167 510	926 193	261 352	239 281	234 783	181 923	(48 754)	201 374
431	1 169	146 461	84 127	183 163	260 507	25 308	26 293	129 202	8 627

OPERATING SEGMENTS continued

	Super Group		Supply Chain Africa		Supply Chain Europe	
	Year ended 30 June 2023 Reviewed R'000	Year ended 30 June 2022 *Restated R'000	Year ended 30 June 2023 Reviewed R'000	Year ended 30 June 2022 Audited R'000	Year ended 30 June 2023 Reviewed R'000	Year ended 30 June 2022 Audited R'000
ASSETS						
Non-current assets						
Property, plant and equipment	9 825 982	7 929 451	5 522 742	4 431 560	319 674	161 073
ROU assets	2 330 300	2 175 913	439 209	557 918	801 943	579 771
Investment property	162 200	162 200	–	–	–	–
Lease portfolio assets	15 578 229	11 214 771	–	–	–	–
Intangible assets	1 985 897	1 896 141	293 863	286 716	373 308	317 980
Goodwill	11 159 866	9 606 343	1 082 018	975 306	1 944 797	1 596 268
Investments and other non-current assets	763 658	683 317	29 378	23 650	162 594	107 035
Current assets						
Lease portfolio assets	6 009 051	6 283 000	–	–	–	–
Inventories	6 210 050	4 029 806	563 034	457 078	912	1 550
Trade receivables	7 292 267	5 505 741	2 850 621	2 308 787	912 247	684 499
Sundry receivables	2 445 354	2 134 171	1 670 988	1 383 197	93 118	54 151
Intercompany trade receivables	–	–	8 408	12 169	–	–
SEGMENT ASSETS¹	63 762 854	51 620 854	12 460 261	10 436 381	4 608 593	3 502 327
South Africa	18 133 759	15 986 649				
United Kingdom	9 151 096	5 731 124				
Australia	23 907 713	22 060 343				
New Zealand [#]	4 084 423	3 221 562				
Europe	4 607 872	3 502 327				
Africa and other	3 877 991	1 118 849				
LIABILITIES						
Non-current liabilities						
Fund reserves	1 372 622	1 434 415	–	–	–	–
Non-controlling interest put option and other liabilities	121 288	277 676	108 603	273 451	–	–
Lease portfolio borrowings	10 668 911	9 582 779	–	–	–	–
ROU lease liabilities	2 270 977	2 142 032	578 903	460 078	647 958	673 576
Interest-bearing borrowings	8 164 228	6 904 506	1 325 436	651 387	24 082	–
Provisions	309 195	244 272	–	–	–	5 181
Current liabilities						
Lease portfolio borrowings	6 631 764	5 263 094	–	–	–	–
ROU lease liabilities	600 589	480 133	198 909	172 082	185 472	106 318
Interest-bearing borrowings	3 315 435	948 680	391 259	617 380	462 483	14 314
Non-controlling interest put option	381 765	–	381 765	–	–	–
Trade and other payables and provisions	17 733 224	12 631 217	3 516 413	2 772 000	921 278	734 238
Intercompany trade payables	–	–	75 625	56 967	–	–
SEGMENT LIABILITIES²	51 569 998	39 908 804	6 576 913	5 003 345	2 241 273	1 533 627
South Africa	15 938 342	12 220 670				
United Kingdom	8 356 738	5 180 040				
Australia	18 678 037	15 411 291				
New Zealand [#]	5 650 263	5 309 400				
Europe	2 505 400	1 533 627				
Africa and other	441 218	253 776				
Net operating assets	26 189 907	22 043 541	8 289 941	6 988 521	2 722 778	2 076 102

¹ Segment assets exclude deferred tax assets, income tax receivable and cash and cash equivalents.

² Segment liabilities exclude deferred tax liabilities and income tax payable.

* Refer to note 10 in salient features.

New Zealand shown separately from Africa and other.

Fleet Africa		SG Fleet		Dealerships SA		Dealerships UK		Services & intercompany eliminations	
Year ended 30 June 2023	Year ended 30 June 2022	Year ended 30 June 2023	Year ended 30 June 2022	Year ended 30 June 2023	Year ended 30 June 2022	Year ended 30 June 2023	Year ended 30 June 2022	Year ended 30 June 2023	Year ended 30 June 2022
Reviewed R'000	Audited R'000	Reviewed R'000	*Restated R'000	Reviewed R'000	Audited R'000	Reviewed R'000	Audited R'000	Reviewed R'000	Audited R'000
2 058	3 148	142 603	94 917	1 341 635	1 197 296	1 579 641	1 196 737	917 629	844 720
-	-	323 036	312 859	234 446	312 096	530 073	405 861	1 593	7 408
-	-	-	-	-	-	-	-	162 200	162 200
1 501 612	1 522 720	14 076 617	9 692 051	-	-	-	-	-	-
-	-	1 245 609	1 251 893	-	-	29 306	30 258	43 811	9 294
87 822	87 822	6 432 811	5 703 547	365 964	368 964	1 246 454	874 436	-	-
-	-	409 040	384 510	-	-	-	-	162 646	168 122
3 795	10 073	6 005 256	6 272 927	-	-	-	-	-	-
7 855	17 085	371 640	544 906	1 809 466	1 383 740	3 457 143	1 625 447	-	-
206 879	173 235	2 647 537	1 848 101	130 482	187 439	502 766	248 155	41 735	55 525
12 978	16 322	519 228	557 511	11 633	30 030	101 942	57 234	35 467	35 726
1 749	2 864	-	-	1 628	1 736	-	-	(11 785)	(16 769)
1 824 748	1 833 269	32 173 377	26 663 222	3 895 254	3 481 301	7 447 325	4 438 128	1 353 296	1 266 226
42 591	23 992	1 330 031	1 410 423	-	-	-	-	-	-
-	-	12 685	4 225	-	-	-	-	-	-
843 356	1 090 972	9 825 555	8 491 807	-	-	-	-	-	-
-	-	247 914	226 660	304 370	391 166	491 832	385 673	-	4 879
-	-	3 789 714	3 367 673	-	-	145 064	174 821	2 879 932	2 710 625
-	-	204 856	152 559	-	-	104 339	86 532	-	-
170 837	280 003	6 460 927	4 983 091	-	-	-	-	-	-
-	-	77 989	80 141	51 298	48 572	82 163	57 010	4 758	16 010
-	-	189	166	-	-	65 726	54 511	2 395 778	262 309
-	-	-	-	-	-	-	-	-	-
293 833	236 053	5 217 036	4 061 126	2 671 690	2 262 581	4 616 233	2 296 660	496 741	268 559
907	872	-	-	1 167	447	-	-	(77 699)	(58 286)
1 351 524	1 631 892	27 166 896	22 777 871	3 028 525	2 702 766	5 505 357	3 055 207	5 699 510	3 204 096
1 491 212	1 562 397	9 731 324	7 979 540	987 952	906 178	2 196 681	1 649 076	770 019	881 727

BUSINESS COMBINATIONS

Subsidiaries and businesses acquired	Nature of business	Operating segment	Date acquired	Interest acquired (%)	Net effective interest in (%)	Purchase price R'000
Delgarth Limited (Delgarth Motor Group)	Dealerships	Dealerships UK	23 August 2022	100	100	272 928
Gillingham Ford	Dealerships	Dealerships UK	14 July 2022	100	100	127 475
Romford Suzuki	Dealerships	Dealerships UK	03 March 2023	100	100	47 682
Delver Logistics S.L.U. (Delver)	Logistics	Supply Chain Europe	01 July 2022	75	56	3 495
Pamplona T.I. Transporte Inmediato S.L.U. (T.I.)	Logistics	Supply Chain Europe	01 July 2022	75	56	44 985
Clean Tech 360 (Pty) Ltd (Clean Tech)	Logistics	Supply Chain Africa	01 February 2023	51	51	13 329
RSC Consulting Services (Pty) Ltd (RSC)	Logistics	Supply Chain Africa	01 February 2023	51	51	119 979
Purchase price						629 873

Net cost on acquisition of businesses	Delgarth Motor Group R'000	Gillingham Ford R'000	Romford Suzuki R'000	Delver and T.I. R'000	Clean Tech and RSC R'000	Total R'000
Fair value of assets acquired and liabilities assumed at date of acquisition						
Assets						
Property, plant and equipment	89 304	6 958	33 201	13 550	1 200	144 213
ROU assets	–	–	–	–	2 905	2 905
Non-current receivables	–	–	–	341	–	341
Intangible assets	–	–	–	13 362	44 288	57 650
Goodwill	84 100	63 618	13 245	16 654	95 146	272 763
Inventories	140 895	56 839	2 583	–	1 938	202 255
Trade receivables	14 692	–	–	60 905	89 975	165 572
Sundry receivables	18 410	60	–	4 078	9 141	31 689
Cash and cash equivalents	62 783	–	–	8 430	30 058	101 271
	410 184	127 475	49 029	117 320	274 651	978 659
Liabilities						
Deferred tax liabilities	–	–	–	(3 180)	(6 003)	(9 183)
ROU lease liabilities	–	–	–	–	(3 645)	(3 645)
Trade and other payables	(130 636)	–	(1 347)	(37 782)	(92 758)	(262 523)
Income tax payable	(6 620)	–	–	(2 867)	(2 266)	(11 753)
Provisions	–	–	–	–	(4)	(4)
	(137 256)	–	(1 347)	(43 829)	(104 676)	(287 108)
Fair value of net assets acquired	272 928	127 475	47 682	73 491	169 975	691 551
Less: Non-controlling interest	–	–	–	(25 011)	(36 667)	(61 678)
Purchase price	272 928	127 475	47 682	48 480	133 308	629 873
Cash acquired	(62 783)	–	–	(8 430)	(30 058)	(101 271)
Deferred contingent purchase consideration liability	–	–	–	–	(25 787)	(25 787)
Cash outflow	210 145	127 475	47 682	40 050	77 463	502 815

The Group purchased Delgarth Motor Group, Gillingham Ford and Romford Suzuki for R272.9 million, R127.5 million and R47.7 million, respectively, in order to bolster the Dealerships UK division by adding seven dealerships. The Group has performed the PPA exercises whereby intangible assets acquired are separately valued, no intangibles have been identified to date.

The Group purchased Delver and T.I. for a total of R48.5 million in order to bolster the Supply Chain Europe division. The Group performed a PPA exercise whereby intangible assets acquired were separately valued. The valuation, using the projected financial information, led to recognition of a trade name of R2.6 million and customer relations of R10.4 million.

BUSINESS COMBINATIONS continued

Clean Tech and RSC were purchased by the Group for a total of R133.3 million. The Group performed a PPA exercise whereby intangible assets acquired were separately valued. The valuation, using projected financial information, led to the recognition of customer relations of R43.6 million.

The non-controlling interests have been calculated using the present ownership instruments' proportionate share in the recognised amounts of the acquiree's identifiable net assets.

Goodwill has been recognised on the acquisition of Delgarth Motor Group, Gillingham Ford, Romford Suzuki, Delver and T.I., and Clean Tech and RSC amounting to R84.1 million, R63.6 million, R13.2 million, R16.7 million and R95.1 million, respectively.

The goodwill is attributable mainly to the skills and technical talent of the workforce and synergies expected to be achieved from integrating the acquired businesses into the Group's various operations. None of the goodwill is expected to be deductible for tax purposes.

The acquisition related costs of R29.5 million (R17.1 million in respect of these acquisitions) are included in profit or loss in the consolidated statement of comprehensive income.

The values identified in relation to the acquisitions are provisional as at 30 June 2023, and subject to change for a period of 12 months from the effective acquisition date. At the date of this report, there were no required adjustments identified.

Impact of the acquisitions on the results of the Group	Delgarth Motor Group R'000	Gillingham Ford R'000	Romford Suzuki R'000	Delver and T.I. R'000	Clean Tech and RSC R'000	Total R'000
From the dates of acquisition, the acquired business contributed:						
Revenue	1 458 105	739 190	18 272	366 025	296 383	2 877 975
Profit after tax and amortisation of PPA intangibles ¹	13 479	10 654	1 003	28 951	10 644	64 731
Attributable profit to equity holders of Super Group ¹	13 479	10 654	1 003	16 213	5 428	46 777

¹ Excluding acquisition-related costs.

Impact of the acquisitions on the results of the Group – had they occurred on 1 July 2022	Delgarth Motor Group R'000	Gillingham Ford R'000	Romford Suzuki R'000	Delver and T.I. R'000	Clean Tech and RSC R'000	Total R'000
From 1 July 2022 the businesses would have contributed:						
Revenue	1 666 406	771 329	54 817	366 025	711 318	3 569 895
Profit after tax and amortisation of PPA intangibles ¹	15 405	11 117	3 009	28 951	25 546	84 028
Attributable profit to equity holders of Super Group ¹	15 405	11 117	3 009	16 213	13 028	58 772

¹ Excluding acquisition-related costs.

Net costs on increase in existing shareholding in subsidiaries	Fleet East Africa R'000	inTime R'000	Total R'000
Decrease in non-controlling interest	(45)	(54 649)	(54 694)
Effect of transactions between equity partners on equity	(6 071)	54 649	48 578
Cash outflow	(6 116)	–	(6 116)

During the year the Group purchased the remaining 25% in Fleet East Africa for R6.1 million.

In December 2022, the Group purchased an additional 13.89% in inTime for 1 Euro. In addition, the Group recapitalised inTime in June 2023, resulting in a closing shareholding of 96.39%.

Inflow on recapitalisation of GLS Middle East	GLS Middle East R'000	Total R'000
Increase in non-controlling interest	3 235	3 235
Cash inflow	3 235	3 235

During the year, GLS Middle East was recapitalised in equal proportions by the Group and the non-controlling interest. This resulted in no impact on the effective shareholding of GLS Middle East.

SALIENT FEATURES

	30 June 2023 Reviewed R'000	30 June 2022 Audited R'000
1 DEBT		
Interest-bearing borrowings	11 479 663	7 853 186
Australia	3 454 971	3 090 060
South Africa	6 928 626	4 240 602
United Kingdom	545 722	507 111
Mauritius	515 120	–
Spain	33 893	14 314
East Africa and Middle East	1 331	1 099
ROU lease liabilities	2 871 566	2 622 165
Lease portfolio borrowings ¹	17 300 675	14 845 873
	31 651 904	25 321 224

¹ Lease portfolio borrowings includes securitised warehouse debt of R15 334 million (June 2022: R12 742 million). The securitised warehouse debt typically has a two-year term. At the expiration date, the Group is exposed to the risk that financiers may not have the appetite to extend the facility. If this occurs, the facility will enter an orderly amortisation phase, but no new business could be originated under the relevant facility.

2 SHARE STATISTICS		
Total issued less treasury shares ('000)	334 675	351 232
Weighted number of shares ('000)	337 808	359 647
Diluted weighted number of shares ('000)	341 683	364 051
Net asset value per share (cents) ¹	4 626.5	3 839.9
Net tangible asset value per share (cents) ²	698.6	565.0

¹ Net asset value per share is calculated as the capital and reserves attributable to equity shareholders of Super Group divided by the total issued less treasury shares.

² Net tangible asset value per share is calculated as the capital and reserves attributable to equity shareholders of Super Group excluding goodwill and intangible assets divided by the total issued less treasury shares.

3 CAPITAL COMMITMENTS		
Authorised capital commitments, excluding lease portfolio assets	2 428 213	1 679 956

Capital commitments will be funded from normal operating cash flows and the utilisation of existing borrowing facilities.

4 RELATED PARTY TRANSACTIONS

The Group encourages its employees and key management to purchase goods and services from Group companies. These transactions are generally conducted on terms no more favourable than those entered into with third parties, although in some cases nominal discounts are granted. Transactions with key management personnel are conducted on similar terms. No abnormal or non-commercial credit terms are allowed and no impairments were recognised in relation to any transactions with key management personnel during the year nor have they resulted in any non-performing debts at year-end. Similar policies are applied to key management personnel at subsidiary level who are not defined as key management personnel at Group level.

5 SUBSEQUENT EVENTS

Acquisition by the Group

On 19 July 2023, the Group acquired 78.82% of UK-based logistics firm CBW Group Holdings Limited (trading as Amco) for GBP 30.3 million. The acquisition will significantly complement the Group's supply chain offering. The provisional fair values of identifiable assets and liabilities as at the date of acquisition have not been disclosed as reliable information is not yet available.

Declaration of dividend No.14

A gross dividend of 80 cents (2022: 63 cents) per share has been declared out of income reserves in respect of the ordinary shares of no par value for the year ended 30 June 2023.

Other than the matters disclosed, the directors are not aware of other matters or circumstances arising subsequent to the reporting date up to the date of this report, which will require disclosure in these results.

SALIENT FEATURES continued

6 SIGNIFICANT EVENTS

Acquisitions by Dealerships UK

During the year Dealerships UK purchased Delgarth Motor Group, Gillingham Ford and Romford Suzuki for R272.9 million, R127.5 million and R47.7 million, respectively. These acquisitions had the following material impacts on the balance sheet as at 30 June 2023:

- Increase in Property, plant and equipment of R563.6 million.
- Increase in Inventories of R1 011.8 million.
- Increase in Trade and other payables of R1 674.6 million.

Raising of unsecured debt notes

The JSE listed Super Group's senior unsecured notes, in terms of its DMTN Programme dated 29 April 2020 (as amended), as follows:

- SPG011 was listed on 12 July 2022. The value of the SPG011 issue was R300 million with interest of three month Johannesburg Interbank Agreed Rate (JIBAR) plus 133 basis points, coupon rate payable quarterly on 12 October, 12 January, 12 April and 12 July of each year. The maturity date of the issue is 12 July 2025.
- SPGC03 was listed on 12 July 2022. The value of the SPGC03 issue was R200 million with interest of three month JIBAR plus 110 basis points, coupon rate payable quarterly on 12 October 2022, 12 January 2023, 12 April 2023 and 12 July 2023. The maturity date of the issue was 12 July 2023.
- SPG008 was settled on 15 October 2022 for R250 million.
- SPG012 was listed on 29 March 2023. The value of the SPG012 issue was R550 million with interest of three month JIBAR plus 147 basis points, coupon rate payable quarterly on 29 June, 29 September, 29 December and 29 March of each year. The maturity date of the issue is 29 March 2028.
- SPGC04 was listed on 29 March 2023. The value of the SPGC04 issue was R200 million with interest of three month JIBAR plus 90 basis points, coupon rate payable quarterly on 29 June 2023, 29 September 2023, 29 December 2023 and 29 March 2024. The maturity date of the issue is 29 March 2024.
- SPG013 was listed on 29 June 2023. The value of the SPG013 issue was R810 million with interest of three month JIBAR plus 147 basis points, coupon rate payable quarterly on 3 October, 3 January, 3 April and 3 July of each year. The maturity date of the issue is 3 July 2028.

Repurchase programme and odd-lot offer

Super Group bought and cancelled a total of 17 535 265 shares during the year for R527.8 million.

Exchange rate movements

The Group operates in foreign countries which use currencies other than presentation currency. The main currencies used in the Group's foreign operations are Australian Dollar, US Dollar, Euro, Pound Sterling and the New Zealand Dollar. The fluctuation of the Rand against these currencies has had an effect on the Group's financial statements and has resulted in a foreign currency translation adjustment of R1.68 billion increasing total equity.

The table below reflects the movement in the exchange rates from the prior year:

	30 June 2023	30 June 2022	%
			Change
Average currency rate to the South African Rand:			
Australian Dollar	11.93	11.03	8.2%
US Dollar	17.76	15.22	16.7%
Euro	18.62	17.15	8.6%
Pound Sterling	21.41	20.24	5.8%
New Zealand Dollar	10.95	10.35	5.8%
Closing currency rate to the South African Rand:			
Australian Dollar	12.56	11.24	11.7%
US Dollar	18.83	16.29	15.6%
Euro	20.58	17.06	20.6%
Pound Sterling	23.92	19.84	20.6%
New Zealand Dollar	11.57	10.16	13.9%

The non-South African operations account for 70% (June 2022: 69%) and 69% (June 2022: 69%) of the Group's total assets and liabilities respectively.

The non-South African operations generated 54% (June 2022: 52%) and 56% (June 2022: 60%) of the Group's revenue and operating profit before capital items respectively.

SALIENT FEATURES continued

Movement in Goodwill

The table below reflects the movement in goodwill from the prior year:

	Year ended 30 June 2023 Reviewed R'000
Opening balance	9 606 343
Acquisition of businesses	272 763
Impairment	(3 000)
Translation adjustment	1 283 760
Closing balance	11 159 866

7 FAIR VALUE

	Hierarchy		Valuation technique
	Level 2 R'000	Level 3 R'000	
Property, plant and equipment – Land, buildings and leasehold improvements		3 950 543	External valuations were performed on certain of the Group's properties. The valuation model considers the present value of net cash flows to be generated from these properties, taking into account expected rental growth rate, void period, occupancy rate, lease incentive costs such as rent-free periods and other costs not paid by tenants and the rate per square metre allocated between showroom, workshop, display parking and parking. The expected net cash flows are discounted using risk-adjusted discount rates. Among other factors, the discount rate estimation considers the quality of a building and its location (prime vs secondary), tenant credit quality and lease terms.
Investment property		162 200	
FEC liabilities	–		The fair values are based on broker quotes. Similar contracts are traded in an active market and reflect the actual transactions in similar instruments.
FEC assets	88		
Interest rate swap receivable	511 178		The fair values are based on observable market rates. Similar contracts are traded in an active market and reflect the actual transactions in similar instruments. The valuation technique maximises the use of observable market data where it is available and relies as little as possible on entity specific estimates.
Interest rate swap payables	226 379		
Lieben Logistics and GLS put option		381 765	This put option is calculated as the fair value determined by using the average audited profit after tax for the two years preceding the put option exercise date at a price earnings multiple of 8.1. The present value has been determined using a pre-tax discount rate of 9.5%. The put option can be exercised from 30 September 2023.
RSC and Clean Tech put option		82 816	This put option is calculated as the fair value determined by using the average audited profit after tax for the two years preceding the put option exercise date at a price earnings multiple of 6.4. The present value has been determined using a pre-tax discount rate of 9.5%. The put option can be exercised from 30 June 2028.
Deferred contingent purchase consideration liability		25 787	The deferred contingent purchase consideration is payable to the sellers of RSC and Clean Tech on achieving the set profit target on 30 June 2025. The fair value is determined by using the excess audited profit after tax for the two year warranty period at a price earnings multiple of 3.2.

The carrying value of all other financial instruments approximates the fair value of the financial instruments as at 30 June 2023.

SALIENT FEATURES continued

Movement in level 3 instruments measured at fair value

The following table shows a reconciliation from the opening to closing balances of level 3 instruments carried at fair value:

	Year ended 30 June 2023 Reviewed R'000	Year ended 30 June 2022 Audited R'000
Property, plant and equipment - Land, buildings and leasehold improvements		
Opening balance	3 253 172	2 931 756
Net additions	303 355	222 494
Acquisition of businesses	118 901	44 379
Revaluation	9 902	122 976
Impairment	(16 958)	(38 235)
Other	282 171	(30 198)
Closing balance	3 950 543	3 253 172
Investment property		
Opening balance	162 200	164 200
Fair value adjustment recognised in profit and loss	-	(2 000)
Closing balance	162 200	162 200
Put option liabilities		
Opening balance	273 451	285 431
Movement of NCI liability in statement of changes in equity	191 130	(11 980)
Acquisition of businesses - RSC and Clean Tech	82 816	-
Fair value adjustment	108 314	(11 980)
Closing balance	464 581	273 451
Deferred contingent purchase consideration liability		
Opening balance	-	-
Acquisition of businesses - RSC and Clean Tech	25 787	-
Closing balance	25 787	-

Sensitivity analysis:

Land and buildings

The estimated fair value would increase/(decrease) if:

Occupancy rate was higher/(lower), the rent-free periods were (increased), the yield was lower/(higher) and rental growth was higher/(lower).

Put options and Deferred contingent purchase consideration

The significant assumption included in the fair value measurement of the liabilities relates to the projected earnings that is not observable in the market. The following table shows how the fair value of the liabilities would change if the earnings assumption was increased by 100bps:

	Fair value R'000	Increase in liability R'000
Lieben Logistics and GLS put option	383 902	2 137
RSC and Clean Tech put option	83 644	828
Deferred contingent purchase consideration liability	27 072	1 285

SALIENT FEATURES continued

	30 June 2023 Reviewed R'000	30 June 2022 Audited R'000
8 CAPITAL ITEMS		
Capital items before tax and non-controlling interest	(30 461)	518
Impairment of property, plant and equipment	16 958	36 262
Impairment of intangible assets	–	8 547
Impairment of lease portfolio assets	2 698	639
Impairment of goodwill	3 000	–
Profit on disposal of property, plant and equipment	(54 617)	(50 074)
Fair value adjustment to investment property	–	2 000
Adjustments related to equity-accounted investees	1 500	3 144
Tax effect of capital items	9 198	1 970
Impairment of property, plant and equipment	(4 748)	(9 030)
Impairment of intangible assets	–	(2 393)
Impairment of lease portfolio assets	(809)	(192)
Profit on disposal of property, plant and equipment	14 755	14 147
Fair value adjustment to investment property	–	(562)
Non-controlling interest effect of capital items	9 709	5 458
Impairment of lease portfolio assets	(883)	(209)
Adjustments related to equity-accounted investees	(324)	–
Profit on disposal of property, plant and equipment	10 916	5 667
Capital items after tax and NCI	(11 554)	7 946

SALIENT FEATURES continued

	30 June 2023 Reviewed R'000	30 June 2022 *Restated R'000
9 REVENUE		
Supply Chain Africa	17 804 699	12 870 571
Short haul transportation - Principal	8 338 574	5 915 065
Short haul transportation - Agent	1 536 152	1 242 618
Leasing of specialised software and commercial vehicles	262 412	251 766
Long haul transportation	2 449 272	2 018 956
Sale of goods	4 615 589	3 128 844
Other	602 700	313 322
Supply Chain Europe	4 482 458	3 448 942
Time critical delivery and courier services	4 415 829	3 415 180
Other	66 629	33 762
Dealerships¹	26 349 649	20 145 286
Sale of vehicles and parts - Principal	24 839 905	18 855 418
Sale of vehicles - Agent	218 038	217 778
Servicing of vehicles	1 291 706	1 072 090
Fleet Solutions²	13 232 969	10 900 618
Vehicle risk income	5 245 121	4 270 804
Mobility services income	2 232 661	1 996 199
Additional products and services	1 249 094	1 016 576
Finance commission	399 603	354 706
Rental and other income	4 106 490	3 262 333
Services	7 033	6 961
Other	7 033	6 961
	61 876 808	47 372 378

¹ Comprises of Dealerships SA and Dealerships UK.

² Comprises of Fleet Africa and SG Fleet.

* Refer to note 10.

10 RESTATEMENT

Income statement restatement

As part of the Group's continued IFRS 15 Revenue compliance assessment the following was noted:

- Variable consideration payments to customers have been reclassified from vehicle risk cost of sales to rental and other income in SG Fleet (R281 million decrease).
- Mobility services income and expenses have been stated on a gross basis to reflect the nature of the contracts where SG Fleet acts as a principal and not the agent (R517 million increase).

As a result, comparable period revenue increased by R236 million with a corresponding increase in the comparative period cost of sales, no impact on EBITDA was noted.

Auction and trade-in revenue has been stated on a gross basis in Dealerships UK to reflect the auction and trade-in income as principal and not agent. As a result, comparable period revenue increased by R898 million with a corresponding increase in the comparative period cost of sales, no impact on EBITDA was noted.

Balance sheet restatement

A portion of SG Fleet's interest rate swap contracts relating to cash flow hedges have been reclassified from current assets to non-current assets as the amounts are expected to be recovered after more than 12 months. As a result, Sundry receivables have decreased by R311 million with a corresponding increase in Investments and other non-current assets.

CORPORATE INFORMATION

Directors

Executive: P Mountford (CEO) and C Brown (CFO and Group Debt Officer)

Non-executive: V Chitalu*# (Chairperson), D Cathrall*, S Mehlomakulu*, P Mnisi*, J Phalane*

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Auditors

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Equity Sponsor

Investec Bank Limited

(Registration number 1969/004763/06)

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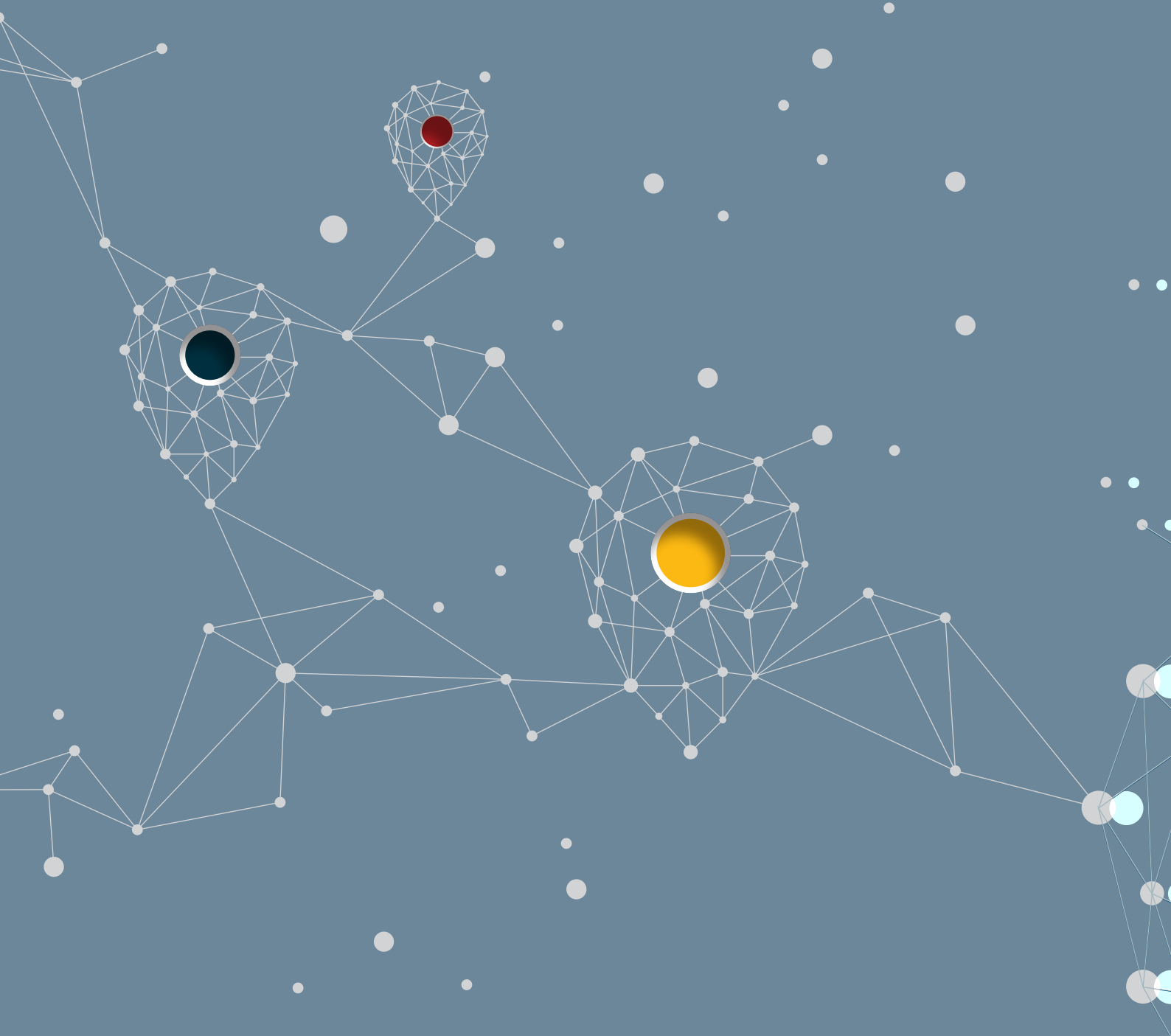
Debt Sponsor

FirstRand Bank Limited, acting through its Rand Merchant Bank division

(Registration number 1929/001225/06)

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