



**IBEX**

**INVESTMENT  
HOLDINGS LIMITED**

(formerly Steinhoff Investment Holdings Limited)

**CONSOLIDATED AND  
SEPARATE FINANCIAL  
STATEMENTS** FOR THE YEAR ENDED  
30 SEPTEMBER 2023

# CONSOLIDATED AND SEPARATE ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

Directors' Responsibility and Approval Statement	3
Secretary Certification	5
Directors' Report	6
Audit and Risk Committee Report	13
Independent Auditor's Report	16
Consolidated Statement of Financial Position	29
Consolidated Statement of Profit or Loss	30
Consolidated Statement of Comprehensive Income	31
Consolidated Statement of Changes in Equity	32
Consolidated Statement of Cash Flows	33
Basis of Preparation	34
Notes to the Consolidated Annual Financial Statements	38
Separate Financial Statements	129
Corporate Information	150
Glossary of terms	151

## **Preparation of Consolidated and Separate Annual Financial Statements**

The Consolidated and Separate Annual Financial Statements of Ibex Investment Holdings Limited have been audited in compliance with section 30 of the Companies Act.

*Preparation supervised by: TLR de Klerk (director); BCom (Hons), CTA, Hdip (Tax), CFM*

# DIRECTORS' RESPONSIBILITY AND APPROVAL STATEMENT

FOR THE YEAR ENDED 30 SEPTEMBER 2023

The directors are required in terms of the Companies Act to maintain adequate accounting records and are responsible for the content and integrity of the financial statements and related financial information included in this report. It is their responsibility to ensure that the Consolidated and Separate Annual Financial Statements fairly present the state of affairs of Ibex Investments and its subsidiaries as at the end of the financial year and the results of its operations and cash flows for the year then ended, in conformity with IFRS and interpretations of IFRS standards, as issued by the IASB and Financial Reporting Pronouncements as issued by the Financial Reporting Standards Council and the Companies Act and are based upon appropriate accounting policies consistently applied and supported by reasonable and prudent judgements and estimates. The Consolidated and Separate Annual Financial Statements have been audited by Mazars in compliance with the Companies Act.

The directors acknowledge that they are ultimately responsible for the system of internal financial control established by the Group and place considerable importance on maintaining a strong control environment. To enable the directors to meet these responsibilities, the board sets standards for internal control aimed at reducing the risk of error or loss in a cost-effective manner. The standards include the proper delegation of responsibilities within a clearly defined framework, effective accounting procedures and adequate segregation of duties to ensure an acceptable level of risk. These controls are monitored throughout the Group and all employees are required to maintain the highest ethical standards in ensuring the Company's business is conducted in a manner that, in all reasonable circumstances, is above reproach. The focus of risk management in the Group is on identifying, assessing, managing and monitoring all known forms of risk across the Group. While operating risk cannot be fully eliminated, the Group endeavours to minimize it by ensuring that appropriate infrastructure, controls, systems and ethical behaviour are applied and managed within predetermined procedures and constraints.

The directors are of the opinion, based on the information and explanations given by management, that the system of internal control provides reasonable assurance that the financial records may be relied on for the preparation of the financial statements. However, any system of internal financial control can provide only reasonable, and not absolute, assurance against material misstatement or loss.

## Going Concern

In determining the appropriate basis of preparation of the 2023 Consolidated and Separate Annual Financial Statements, the board of directors is required to consider whether the Group and the Company can continue in operational existence for the foreseeable future.

The board of directors draws attention to the critical assumptions listed and disclosures made in the 2023 Consolidated and Separate Annual Financial Statements. The sole significant matter considered by the board of directors for the Group's going concern assessment is:

## S155 Settlement Note

The SIHPL S155 Scheme was a statutory compromise with creditors in terms of section 155 of the Companies Act, where the Facility A1 Lenders (as defined in the Lux Finco 1 21/22 Facilities Agreement) agreed to compromise any and all claims and actions against SIHPL arising under, out of, or in connection with the CPU of SIHPL, the Convertible Bonds, the Guarantees and/or any other related matter on the terms set out in the SIHPL S155 Scheme.

In consideration for the compromise described above, SIHPL executed the S155 Settlement Note to the amount of €1.581 billion on Settlement Effective Date. The S155 Settlement Note has a third ranking security over SIHPL's assets and has limited recourse. The limited recourse is in terms of the ICA entered into on Settlement Effective Date by SIHPL, various former SIHNV group creditors (including the former SIHPL CPU Creditors) and certain fellow subsidiaries. The ICA was amended on the WHOA Restructuring Plan effective date of 30 June 2023 by replacing SIHNV with RSA Holdco, being the direct holding company of Ibex Investments and holder of the CPUs (refer to the Directors' Report for more information). The ICA governs various aspects of the rights and obligations of SIHPL and its creditor. In terms of the ICA, the SIHPL CPU Creditors have agreed that SIHPL's obligation in terms of the S155 Settlement Note will be limited to the proceeds from the realisation of SIHPL's available assets for third ranking liabilities ("**Limited recourse**").

The S155 Settlement Note carries no interest, has a maturity date of the earlier of 15 August 2027 or an event of default. An event of default could occur if RSA Holdco, the direct holding company, defaults on its 21/22 CPU, or if Lux Finco 1, a fellow subsidiary, defaults on its Lux Finco 1 21/22 Facilities (collectively referred to as "**Cross Default**"). The 21/22 CPU and the 21/22 Facilities forms part of Ibex Group Services' Debt with a current maturity date of 30 June 2026, following the implementation of the WHOA Restructuring Plan on 30 June 2023.

# DIRECTORS' RESPONSIBILITY AND APPROVAL STATEMENT

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## Going Concern (continued)

### S155 Settlement Note (continued)

In the unlikely scenario that there is a Cross Default and SIHPL is required to perform on the S155 Settlement Note, the obligation remains limited to the proceeds from the realisation of SIHPL's available assets for third ranking liabilities, and the S155 Settlement Note liability has been recognised accordingly to that extent. The creditors have waived their rights to claim any shortfalls from SIHPL and/or Ibx Investments Group. Refer to note 17.5 for further detail.

### Conclusion

The board of directors draws attention to the following facts:

- at 30 September 2023, the Group's current assets exceed its current liabilities;
- at 30 September 2023, the Group and Company's assets exceeds its liabilities;
- In terms of the ICA, SIHPL's obligations to the SIHPL CPU Creditors are limited to the proceeds from the realisation of SIHPL's available assets and therefore SIHPL and/or the Company will have no liability to pay any shortfall. The SIHPL CPU Creditors waived their rights to claim such shortfalls from SIHPL. The effect thereof is that the third ranking liabilities, from 15 February 2022, are recognised to the extent that SIHPL has sufficient net assets to repay it;
- the Group will be able to meet its liabilities, as they become due, as at the Reporting Date;
- the Company is the issuer of variable rate, cumulative, non-redeemable, non-participating preference shares ("**Preference Shares**") and there is, as at the Reporting Date, no approved plan to settle these Preference Shares; and
- management does not intend to liquidate the Group or the Company in the next 12 months and plans to recover its assets and settle its liabilities as they fall due.

Given due cognisance of the Group's current financial position, we are of the opinion that the Group will be able to meet its liabilities as they become due and therefore is a going concern for the 12-month period following the date of issue of these 2023 Consolidated and Separate Annual Financial Statements.

The Consolidated and Separate Annual Financial Statements are prepared on a going concern basis. After considering the item listed above, nothing has come to the attention of the directors to indicate that the Group will not remain a going concern.

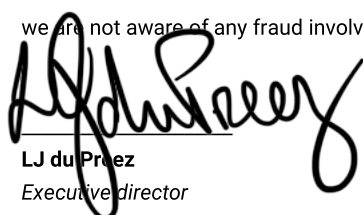
The external auditors are responsible for independently auditing and reporting on the Consolidated and Separate Annual Financial Statements. The Consolidated and Separate Annual Financial Statements have been examined by the Company's external auditors and their reports are presented on pages 16 to 28.

The Consolidated and Separate Annual Financial Statements set out on pages 1 to 15 and 29 to 154, respectively, were approved by the board on 14 December 2023 and were signed on their behalf by:


### STATEMENT OF THE GROUP CHIEF EXECUTIVE OFFICER AND THE GROUP FINANCIAL DIRECTOR'S RESPONSIBILITY

Each of the directors, whose names are stated below, hereby confirm that:

- the Consolidated and Separate Annual Financial Statements set out on pages 29 to 154, fairly present in all material respects the financial position, financial performance and cash flows of the issuer in terms of IFRS;
- to the best of our knowledge and belief, no facts have been omitted or untrue statements made that would make the annual financial statements false or misleading;
- internal financial controls have been put in place to ensure that material information relating to the issuer and its consolidated subsidiaries have been provided to effectively prepare the financial statements of the issuer;
- the internal financial controls are adequate and effective and can be relied upon in compiling the annual financial statements, having fulfilled our role and function as executive directors with primary responsibility for implementation and execution of controls;
- where we are not satisfied, we have disclosed to the Audit and Risk Committee and the auditors any deficiencies in design and operational effectiveness of the internal financial controls, and have taken steps to remedy the deficiencies; and
- we are not aware of any fraud involving directors.



LJ du Preez  
Executive director

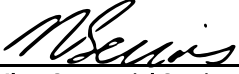


TLR de Klerk  
Executive director

# SECRETARY CERTIFICATION

FOR THE YEAR ENDED 30 SEPTEMBER 2023

We certify, in accordance with section 88(2)(e) of the Companies Act that to the best of our knowledge, the Company lodged with the Companies and Intellectual Properties Commission all such returns as are required for a public company in terms of the Companies Act and that all such returns are true, correct and up to date for the Company's 2023 financial year.



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**Ibex Secretarial Services Proprietary Limited**

*Company secretary*

14 December 2023

On behalf of Ibex Investment Holdings Limited

# DIRECTORS' REPORT

FOR THE YEAR ENDED 30 SEPTEMBER 2023

The directors submit their report on the Consolidated and Separate Annual Financial Statements of Ibex Investments for the twelve months ended 30 September 2023.

## NATURE OF BUSINESS

The Company is an indirect wholly-owned subsidiary of Topco and, holds investments primarily in businesses dealing in the retailing of general merchandise, and intercompany loans with fellow subsidiaries in the greater Ibex Group in South Africa and Europe. The Company is incorporated in South Africa.

The Company is the issuer of variable rate, cumulative, non-redeemable, non-participating preference shares with a capital value of R1.5 billion. The Preference Shares are listed on the JSE. All Preference Shares are held by public shareholders.

## COMPLIANCE WITH LAWS AND REGULATIONS

Ibex Investments' directors have confirmed that, to the best of their knowledge, Ibex Investments:

- i) complied with its laws of incorporation; and
- ii) operated in accordance with its memorandum of incorporation, during the year under review.

## HOLDING COMPANY

The Company's direct holding company is RSA Holdco, incorporated in the United Kingdom, which holds 100% of the issued ordinary shares. The Company's ultimate parent is Topco.

Topco holds a number of indirect investments in retail businesses that operate in Africa, Australasia, Europe and the United States of America.

## FINANCIAL REVIEW

The results for the 2023 Reporting Period are fully set out in the attached Consolidated and Separate Annual Financial Statements.

The Board of Directors wish to emphasise the following key elements included in the Consolidated and Separate Annual Financial Statements of Ibex Investments for the year ended 30 September 2023:

### Corporate activity

#### Ibex Investments Group

- **Bud dividend declaration**

The board of directors of Bud declared a dividend to its ordinary shareholders of R1.33 per share. A total dividend of R33.75 million was paid to Mons Bella, a wholly-owned subsidiary of Ibex Investments.

- **Maturity Extension**

On 15 December 2022, SIHNV announced that it had entered into a Support Agreement with a substantial majority of its financial creditors. The financial creditors together, at the Reporting Date, hold the Group Services' Debt.

In the Support Agreement, SIHNV agreed to take steps to implement the extension of the maturity of the Group Services' Debt from the current maturity date of 30 June 2023 (the "**Maturity Date**") to at least 30 June 2026 (the "**Maturity Extension**") subject to the terms as agreed.

As set out in the announcement of 15 December 2022, the Maturity Extension was subject to the implementation of an equity reorganisation by SIHNV (the "**Equity Reorganisation**") and together with the Maturity Extension, the "**Transaction**").

The Transaction was subject to a Dutch law restructure plan (*akkoord*) as explained in the WHOA Restructuring Plan. SIHNV and its subsidiaries implemented the WHOA Restructuring Plan with the effective date being, 30 June 2023.

- **Placement of Pepkor Holdings shares**

On 9 February 2023, SIHNV announced the placement of 265 million Pepkor Holdings shares, raising total gross proceeds of R4.9 billion. Following the sale, the Ibex Investments Group's interest in Pepkor Holdings reduced from 51.1% to 43.9% resulting in a loss of control in Pepkor Holdings.

Therefore, from 9 February 2023 Pepkor Holdings was recognised as an investment in an associate. The value of the associate recognised on the day the Group lost control was based on the quoted share price. Pepkor Holdings was included as a discontinued operation until 8 February 2023, and thereafter included as an equity accounted investment in continuing operations. Comparative information has been restated accordingly.

# DIRECTORS' REPORT

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## FINANCIAL REVIEW (continued)

### Corporate activity (continued)

#### Ibex Investments Group (continued)

- **Sale of SIHNV shares by SAHPL**

SAHPL disposed of 40 186 472 SIHNV shares in the open market for a total consideration of R15 million.

- **Request to release pledged shares**

On 26 May 2023, SIHPL, a wholly-owned subsidiary, released 2 082 282 ordinary shares in Shoprite Holdings Limited to Thibault Square Financial Services Proprietary Limited, from the pledge over such shares pursuant to the pledge and cession as described in note 11.1. The release of pledged shares was made in accordance with the terms of the Titan Receivable.

- **Blocked funds**

The FinSurv has issued a blanket transfer ban during the Reporting Period, which prohibits any Ibex Investments Group entity from transferring any assets out of South Africa without FinSurv's express written consent.

On 18 and 30 May 2023, the FinSurv of the SARB issued separate orders under ECR 22C, prohibiting the withdrawal of funds from the selected bank accounts of SIHPL, Ibex Investments and SAHPL.

On 15 June 2023, FinSurv sent a letter to the Group with the subject "Exchange control investigation by the Financial Surveillance Department of the South African Reserve Bank - Findings regarding contraventions of the Exchange Control Regulations by Ibex Group entities", which purports to explain the reasons for the ECR 22C orders.

The accounts of the above South African Group Services entities which are subject to the ECR 22C orders amount to R6.697 billion as at the Reporting Date. Refer to note 16. These funds are subject to SARB approval prior to making any withdrawals.

In October 2023, SIHPL received approval from FinSurv to withdraw R854.6 million (€42 million) of the blocked funds in order to repay the RSA Holdco loan note in accordance with lender consent obtained. Refer to note 32.3.

On 1 December 2023, the Company together with its direct holding company and other entities within the Group, initiated review proceedings against the SARB in the High Court of South Africa, for an order to set aside certain decisions of the SARB relating to the blocking of funds, the release of funds and declaring that certain prior approvals granted by the SARB are valid and binding.

After close of business on 13 December 2023, the Company received a letter from the SARB under the heading "*Alleged contraventions of the provisions of the Exchange Control Regulations, as promulgated by Government Notice No. R.1111 of 1961-12-01: potential forfeiture of 'blocked' funds in terms of Exchange Control Regulation 22B*". The SARB therein requested the Company to make representations for consideration by the Governor or a Deputy Governor as to why some or all of the blocked funds should not be declared forfeit as provided for in Regulation 22B. The Company intends to respond to the letter dated 13 December 2023, and notwithstanding this letter, the Ibex Group shall continue with the legal proceedings instituted on 1 December 2023.

Any further conditions required by SARB relating to the approval of withdrawals of the blocked funds and the time frame thereto are currently unknown to the Group.

No provisions have been made for these ECR 22C orders as it is not yet possible to determine the timing and outflow, if any, relating to these orders.

- **Changes to directors**

Paul Copley was appointed as a non-executive director on 29 June 2023. He also serves as a non-executive board member of SIHPL and SAHPL. He receives a director's fee from all three companies. Paul Copley also serves as a member of the Company's Audit and Risk Committee.

Hugo Nelson has resigned as a non-executive director of the Company with effect from 29 June 2023.

David Pauker and Paul Copley entered into an incentive arrangement with SAHPL, effective 29 June 2023. As a result, David Pauker (an existing non-executive director) is no longer classified as independent.

- **WHOA Restructuring Plan**

On 31 May 2023, SIHNV, the previous ultimate holding company, filed a request with the District Court of Amsterdam to confirm the Restructuring Plan and the hearing took place on 15 June 2023. On 21 June 2023 the District Court of Amsterdam, the Netherlands, confirmed (*gehomologeerd*) the WHOA Restructuring Plan. SIHNV and its subsidiaries implemented the WHOA Restructuring Plan effective 30 June 2023.

# DIRECTORS' REPORT

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## FINANCIAL REVIEW (continued)

### Corporate activity (continued)

#### Ibex Investments Group (continued)

- **WHOA Restructuring Plan (continued)**

The WHOA Restructure Plan included the following:

(a) Maturity Extension

An amendment to the Credit Facilities and the CPUs of the Group, including a postponement of the due date of the Group Services' Debt from 30 June 2023 to at least 30 June 2026, with the possibility of further postponement to 30 June 2028 (in other words, a new external debt maturity of three to five years); and

(b) Equity Reorganisation

A reorganisation of the group involving:

(i) SIHNV transferring its assets to Topco, an unlisted newly incorporated company and the new ultimate holding company from 30 June 2023, which holds the Former SIHNV Group through two intermediate holding companies, RSA Holdco and Ibex UK Holdco Limited (together with Topco, the **"New Holdings Structure"**). The entirety of the New Holdings Structure's ownership was transferred to five independent foundations, and

(ii) The issuance by Topco of new contractual instruments (CVRs) that give holders a contractual entitlement to a distribution of any (future) residual value in the Ibex Group after repayment of all external debts. Up to 20% of the total CVRs are issuable to SIHNV shareholders holding shares on 31 August 2023 and up to 80% of the total CVRs are issuable to affected CPU Creditors in proportion to their commitments as at 30 June 2023.

## SHARE CAPITAL

The Company's authorised share capital comprises R505 000, divided into 101 000 000 ordinary shares of 0.5 rand cents each and the authorised preference share capital comprises R495 000, divided into 495 000 000 non-redeemable, cumulative, non-participating preference shares of 0.1 rand cent each.

No ordinary shares or preference shares were issued during the 2023 Reporting Period.

## SHAREHOLDING

As mentioned above, Topco is the ultimate holding company (formerly: SIHNV).

As at the Reporting Date the preference shares were held as follows:

	Shareholders	Shares held	
		Number	%
Public shareholders	1 804	15 000 000	100.00%
Non-public shareholders	-	-	0.00%
	1 804	15 000 000	100.00%

The investors holding more than 5% of the preference shares as at the Reporting Date were:

SBSA ITF PGR CAP HIGH GROWTH H4 QHF	18.7%
SBSA ITF PGR CAP PURE HEDGE H4 RHF	9.6%
PERESEC PRIME BROKERS (PTY) LTD	9.3%
SBSA ITF PGR CAP HIGH GROWTH H4 RHF	9.0%
LAURIUM L/S PRESCIENT RI HEDGE FUND	7.4%
NED ITF LAURIUM FLEX PRESCIENT FUND	6.6%

None of the directors held any ordinary or preference shares in the Company in either the 2022 or 2023 Reporting Periods. This has not changed since the Reporting Date.

## DISTRIBUTION TO ORDINARY SHAREHOLDERS

On 9 December 2022, SAHPL declared a distribution to the Company, which the Company in return declared as a distribution to SIHNV in order for SIHNV to pay its operational expenses. The Company was unable to pay the distribution to SIHNV due to restrictions imposed on the Group by the SARB and the need for endorsement of the Company's share certificates as non-resident. Following implementation of the WHOA Restructuring Plan, SIHNV is no longer the Company's shareholder, and the indemnification provided by RSA Holdco served to instead fund SIHNV's operational requirements. The board accordingly revoked the distribution.



# DIRECTORS' REPORT

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## DIVIDENDS TO PREFERENCE SHAREHOLDERS

The following preference dividends were declared and paid by Ibex Investments during the 2023 Reporting Period to preference shareholders of the 15 000 000 cumulative, non-redeemable, non-participating, variable rate preference shares issued by Ibex Investments:

Period applicable	Date paid	Gross dividend per share R cents
1 July 2022 to 31 December 2022	Monday, 24 April 2023	393.96575
1 January 2023 to 30 June 2023	Monday, 23 October 2023	452.78938

## CONTRACTS

No contracts, other than those disclosed in note 31, in which directors and officers of the Company had an interest and that significantly affected the affairs or business of the Company, or which could have resulted in a conflict of interest, were entered into during the period.

## COMPANY NAME CHANGE TO IBEX INVESTMENT HOLDINGS LIMITED

On 28 November, the Company announced that it had received confirmation from the Companies and Intellectual Property Commission that the special resolution for the change of name had been registered, and that the Company's name has now legally changed to Ibex Investment Holdings Limited. Termination date for trading under the Name of "Steinhoff Investment Holdings Limited" and commencement of trading under the new name of "Ibex Investment Holdings Limited", with an abbreviated name of "Ibex", under the JSE share code "IBX" and ISIN ZAE000068367 was 6 December 2023.

## EVENTS AFTER THE REPORTING DATE

Management carefully considered each subsequent event to assess if any of these events classify as adjusting events. The material events after the 2023 Reporting Period are listed below.

### Non-adjusting subsequent events

- **Dividend to Preference Shareholders**

The board of directors of the Company declared a gross dividend on 2 October 2023 of 452.78938 cents per share in respect of the period 1 January 2023 to 30 June 2023, payable to the shareholders of the 15 000 000 cumulative, non-redeemable, non-participating, variable rate preference shares issued by the Company. The dividend was paid on 23 October 2023.

- **Pepkor Holdings - Dividend declaration**

The board of directors of Pepkor Holdings, declared a dividend of 48.07572 rand cents per ordinary share, which is payable to shareholders on 22 January 2024 in respect of the twelve months ended 30 September 2023. The dividend will be payable to the holders of ordinary shares in the share capital of the company recorded in the securities register of the company on 19 January 2024. The last date to trade in order to be eligible to receive the dividend will be 16 January 2024, and the ex-dividend date will be 17 January 2024.

- **Letter from SARB**

After close of business on 13 December 2023, the Company received a letter from the SARB under the heading "*Alleged contraventions of the provisions of the Exchange Control Regulations, as promulgated by Government Notice No. R.1111 of 1961-12-01: potential forfeiture of 'blocked' funds in terms of Exchange Control Regulation 22B*". The SARB therein requested the Company to make representations for consideration by the Governor or a Deputy Governor as to why some or all of the blocked funds should not be declared forfeit as provided for in Regulation 22B. The Company intends to respond to the letter dated 13 December 2023, and notwithstanding this letter, the Ibex Group shall continue with the legal proceedings instituted on 1 December 2023.

## GOING CONCERN

In determining the appropriate basis of preparation of the 2023 Consolidated and Separate Annual Financial Statements, the board of directors is required to consider whether the Group and the Company can continue in operational existence for the foreseeable future.

The board of directors draws attention to the critical assumptions listed and disclosures made in the 2023 Consolidated and Separate Annual Financial Statements. The sole significant matter considered by the board of directors for the Group's going concern assessment is:

# DIRECTORS' REPORT

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## GOING CONCERN (continued)

### S155 Settlement Note

The SIHPL S155 Scheme was a statutory compromise with creditors in terms of section 155 of the Companies Act, where the Facility A1 Lenders (as defined in the Lux Finco 1 21/22 Facilities Agreement) agreed to compromise any and all claims and actions against SIHPL arising under, out of, or in connection with the SIHPL CPU, the Convertible Bonds, the Guarantees and/or any other related matter on the terms set out in the SIHPL S155 Scheme.

In consideration for the compromise described above, SIHPL issued the S155 Settlement Note to the amount of €1.581 billion on Settlement Effective Date. The S155 Settlement Note has a third ranking security over SIHPL's assets and has limited recourse. The limited recourse is in terms of the ICA entered into on Settlement Effective Date by SIHPL, various former SIHNV group creditors (including the former SIHPL CPU Creditors) and certain fellow subsidiaries. The ICA was amended on the WHOA Restructuring Plan effective date of 30 June 2023 by replacing SIHNV with RSA Holdco, being the direct holding company of Ibex Investments and holder of the CPUs. The ICA governs various aspects of the rights and obligations of SIHPL and its creditors. In terms of the ICA, the SIHPL CPU Creditors have agreed that SIHPL's obligation in terms of the S155 Settlement Note will be limited to the proceeds from the realisation of SIHPL's available assets for third ranking liabilities ("**Limited recourse**").

The S155 Settlement Note carries no interest, has a maturity date of the earlier of 15 August 2027 or an event of default. An event of default could occur if RSA Holdco defaults on its 21/22 CPU, or if Lux Finco 1, defaults on its 21/22 Facilities (collectively referred to as "**Cross Default**"). The 21/22 CPU and the 21/22 Facilities forms part of Ibex Group Services' Debt with a current maturity date of 30 June 2026, following the implementation of the WHOA Restructuring Plan on 30 June 2023.

In the unlikely scenario that there is a Cross Default and SIHPL is required to perform on the S155 Settlement Note, the obligation remains limited to the proceeds from the realisation of SIHPL's available assets for third ranking liabilities, and the S155 Settlement Note liability has been recognised accordingly to that extent. The creditors have waived their rights to claim any shortfalls from SIHPL and/or Ibex Investments Group. Refer to note 17.5 for further detail.

## Conclusion

The board of directors draws attention to the following facts:

- at 30 September 2023, the Group's current assets exceed its current liabilities;
- at 30 September 2023, the Group and Company's assets exceeds its liabilities;
- In terms of the ICA, SIHPL's obligations to the SIHPL CPU Creditors are limited to the proceeds from the realisation of SIHPL's available assets and therefore SIHPL and/or the Company will have no liability to pay any shortfall. The SIHPL CPU Creditors waived their rights to claim such shortfalls from SIHPL. The effect thereof is that the third ranking liabilities, from 15 February 2022, are recognised to the extent that SIHPL has sufficient net assets to repay it;
- the Group will be able to meet its liabilities, as they become due, as at the Reporting Date;
- the Company is the issuer of variable rate, cumulative, non-redeemable, non-participating preference shares ("**Preference Shares**") and there is, as at the Reporting Date, no approved plan to settle these Preference Shares; and
- management does not intend to liquidate the Group or the Company in the next 12 months and plans to recover its assets and settle its liabilities as they fall due.

Given due cognisance of the Group's current financial position, we are of the opinion that the Group will be able to meet its liabilities as they become due and therefore is a going concern for the 12-month period following the date of issue of these 2023 Consolidated and Separate Annual Financial Statements.

The Consolidated and Separate Annual Financial Statements are prepared on a going concern basis. After considering the item listed above, nothing has come to the attention of the directors to indicate that the Group will not remain a going concern.

## CORPORATE GOVERNANCE

### JSE Listings Requirements

The JSE has granted the Company the following dispensations from the JSE Listings Requirements ("**LRs**"):

- The requirement to appoint a chief executive officer in terms of LR 3.84(b);
- The requirement to appoint a Financial Director in terms of LR 3.84(f);
- The requirement to appoint a remuneration committee, and the obligations pertaining to the preparation of a remuneration policy and implementation report in terms of LR 3.84(c) and (j); and
- The requirement to publish a notice of AGM in terms of LR 3.19(a).

# DIRECTORS' REPORT

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## CORPORATE GOVERNANCE (continued)

### Balance of Power and Authority of the Board of Directors

The Ibex Investments board is comprised of non-executive directors and executive directors. A delegation of authority framework has been adopted by the board, enabling the efficient administration of the day-to-day affairs of the Company. All other matters beyond the administrative scope of the delegation of authority framework are considered and determined by the full board, acting collectively. The board has appointed an independent non-executive chairman who does not hold the position of chief executive officer.

### Board Committees

An Audit and Risk Committee and a Social and Ethics Committee have been appointed in accordance with the requirements of the Companies Act and King IV™.

The Social and Ethics Committee operates under terms of reference that are aligned with the requirements of the Companies Act and King IV™. The Social and Ethics Committee is responsible for various statutory duties, with regard to relevant legislation, other legal requirements and prevailing codes of best practice. The committee monitors the Company's activities with regards to ethics, social and economic development, good corporate citizenship, customer relations, environment, health and public safety, broad-based black economic empowerment, labour and employee engagement and compliance with applicable laws and regulations. As per the recommendations of King IV™, the committee meets the composition requirement of executive and non-executive directors, with a majority being non-executive members.

### Policies on Broader Diversity at Board Level

On 17 June 2021, the board approved a policy on broader diversity at board level in accordance with changes to the JSE Listings Requirements. In terms of the policy, appointments to the board are based on levels of skill, acumen and experience with due regard to gender, race, culture, age, field of knowledge. No voluntary targets have been set by the Company and no changes to the policy have been proposed.

### Corporate Governance Codes

Ibex Investments applies the King IV™ code on an apply and explain basis. Ibex Investments' King IV™ Compliance Checklist is available on the Company's website at <https://www.ibexholdings.co.za/documents.php>.

## MATERIAL RISKS

A description of all immediately identifiable material risks which are specific to Ibex Investments, its industry and/or its issued preference shares are available on <https://www.ibexholdings.co.za/documents.php>.

## AUDITOR

Mazars were appointed as external auditors for the financial period ended 30 September 2023 and will remain in office in accordance with Section 90(6) of the Companies Act.

## EXTERNAL AUDIT

The 2023 Consolidated and Separate Annual Financial Statements have been audited by the external auditor, Mazars, and their audit opinion is set out on page 16 to 28. The Consolidated and Separate Annual Financial Statements present fairly, in all material respects, the Consolidated and Separate financial position of Ibex Investments as at 30 September 2023, and consolidated and separate financial performance and Consolidated and Separate cash flows for the year then ended in accordance with the IFRS and the requirements of the Companies Act.

## DIRECTORATE

	Type	Date of appointment
<b>Directorate in office at date of signature of Consolidated and Separate Annual Financial Statements:</b>		
Theodore de Klerk	Executive	30 August 2019
Louis du Preez	Executive	2 February 2018
Moira Moses	Independent non-executive	29 October 2018
David Pauker	Non-executive	23 February 2022
Alex Watson	Independent non-executive	29 October 2018
Paul Copley	Non-executive	29 June 2023

### Directorate in office during the Reporting Period that resigned prior to the date of this report:

Hugo Nelson	Independent non-executive	30 August 2019
-------------	---------------------------	----------------

None of the independent directors have long-term services contracts with the Company or any of its controlled entities. Executive directors have employment contracts with the Company and/or its subsidiaries. The directors' employment contracts solely pertain to their duties as directors.

# DIRECTORS' REPORT

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## DIRECTORATE (continued)

Composition of board committees as at 30 September 2023

	Audit and Risk Committee	Social and Ethics Committee
<b>Non-executive directors</b>		
Moira Moses	-	-
David Pauker	✓	-
Paul Copley	✓	-
Alex Watson	<b>Chairperson</b>	<b>Chairperson</b>
<b>Executive directors</b>		
Louis du Preez	-	✓
Theodore de Klerk	-	-

## Attendance of meetings

Board meetings	Theodore de Klerk	Louis du Preez	Moira Moses	Hugo Nelson	Paul Copley	David Pauker	Alex Watson
14 December 2022	✓	✓	✓	✓	N/A	✓	✓
13 June 2023	✓	✓	✓	✓	N/A	✓	✓
28 September 2023	✓	✓	✓	N/A	✓	✓	✓

Audit and Risk Committee meetings	Hugo Nelson	Paul Copley	David Pauker	Alex Watson
14 December 2022	✓	N/A	✓	✓
13 June 2023	✓	N/A	✓	✓

Social and Ethics Committee meetings	Hugo Nelson	Louis du Preez	Alex Watson
9 May 2023	✓	✓	✓

In terms of the amended Umbrella Agreement entered into as part of the implementation of the WHOA Restructuring Plan, Paul Copley was appointed as a non-executive director on 29 June 2023. Paul Copley also serves as a member of the Audit and Risk Committee.

## SECRETARY

Ibex Secretarial Services Proprietary Limited acts as secretary to the Company. The board of directors considered and satisfied itself of the competence, qualifications and experience of the Company secretary pursuant to paragraph 3.84(h) of the JSE LR's.

## CLOSING

The Ibex Investments board and management wish to thank their stakeholders for their continued support.

## BUSINESS ADDRESS

Building B2  
Corner of Adam Tas and Devon Valley Road  
Stellenbosch  
Western Cape  
7600

## POSTAL ADDRESS

PO Box 122  
Stellenbosch  
Western Cape  
7599

# AUDIT AND RISK COMMITTEE REPORT

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## BACKGROUND

The Audit Committee of Ibex Investments is pleased to present its report for the year ended 30 September 2023 as recommended by the King IV™ Report on Corporate Governance and in line with the Companies Act.

The Audit Committee's operation is guided by a formal detailed charter that is in line with the Companies Act and is approved by the board. The Audit Committee has discharged all its responsibilities as contained in the charter. This process is supported by the audit subcommittees that are in place for all significant operating subsidiaries. These subcommittees meet in terms of formal mandates and deal with all issues arising at the operational division or subsidiary level. These subcommittees elevate any unresolved issues of concern to the Audit Committee.

## MEMBERSHIP

Audit Committee members	Type	Date of appointment
Alex Watson	Chairman	29 October 2018
Hugo Nelson (until 29 June 2023)	Member	30 August 2019
David Pauker	Member	23 February 2022
Paul Copley	Member	29 June 2023

The board of directors is satisfied that the Audit Committee members have the required knowledge and experience as set out in section 94(5) of the Companies Act and regulation 42 of the Companies Regulations, 2011. The appointment of Audit Committee members will be a matter for consideration by shareholders at the forthcoming AGM.

The executive directors, internal and external auditors and specialist members of the Group finance function attended the Audit Committee meetings by invitation. The Company secretary of the Company acted as the secretary to this Audit Committee.

## OBJECTIVE AND SCOPE

The overall objectives of the Audit Committee are as follows:

- To review the principles, policies and practices adopted in the preparation of the accounts of companies in the Group and to ensure that the Consolidated and Separate Annual Financial Statements of the Group and any other formal announcements relating to the financial performance comply with all statutory, regulatory and Ibex Investments' requirements as may be required.
- To ensure that the Consolidated and Separate Annual Financial Statements of the Group, comply with all statutory, regulatory and Ibex Investments' requirements.
- To annually assess the appointment of the auditors and confirm their independence, recommend their appointment to the annual general meeting and approve their fees.
- To ensure that all financial information contained in any consolidated submissions to Ibex Investments is suitable for inclusion in its Consolidated and Separate Annual Financial Statements of the Group in respect of any Reporting Period.
- To review the work of the Group's external and internal auditors to ensure the adequacy and effectiveness of the Group's financial, operating, compliance and risk management controls.
- To review the management of risk and the monitoring of compliance effectiveness within the Group.
- To perform duties that are attributed to it by the Companies Act, the JSE and the King IV™ Report.

# AUDIT AND RISK COMMITTEE REPORT

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## OBJECTIVE AND SCOPE (continued)

### Activities of the Audit Committee in respect of the 2023 Reporting Period

- Received and reviewed reports from both internal and external auditors concerning the effectiveness of the internal control environment, systems and processes.
- Reviewed the reports of both internal and external auditors detailing their concerns arising out of their audits and requested appropriate responses from management resulting in their concerns being addressed.
- Made appropriate recommendations to the board of directors regarding the corrective actions to be taken as a consequence of audit findings.
- Considered the independence and objectivity of the external auditors and ensured that the scope of their additional services provided was not such that they could be seen to have impaired their independence.
- Reviewed and recommended for adoption, by the board of directors, the Consolidated and Separate Annual Financial Statements of the Group for the year ended 30 September 2023.
- Considered the effectiveness of internal audit, approved the one-year operational strategic internal audit plan and monitored adherence of internal audit to its annual plan.
- Held meetings with the internal and external auditors, where management was not present, and no matters of concern were raised pursuant to paragraph 3.84(g)(ii) of the JSE LR's.
- Considered the appropriateness of the experience and expertise of the holding company CFO and concluded that these were appropriate.
- Considered the expertise, resources and experience of the finance function and concluded that these were appropriate.
- Considered the appropriateness and adequate functioning of the Company's financial reporting procedures as contemplated in paragraph 3.84(g)(ii) and concluded that they are working.
- Reviewed the accounting policies and financial statements for the year ended 30 September 2023 and, based on the information provided to the Audit Committee, considers that the Company and Group comply, in all material respects, with the JSE Listings Requirements; IFRS; the interpretations adopted by the IASB; IFRIC; the SAICA Financial Reporting Guides, as issued by the Accounting Practices Committee; the Financial Reporting Pronouncements, as issued by the Financial Reporting Standards Council; and the manner required by the Companies Act.
- Executed its responsibilities pursuant to paragraph 22.15(h) of the JSE LR's.
- Considered the JSE's proactive monitoring of financial statements report.

The Audit Committee is of the opinion that the objectives of the Audit Committee were met during the Reporting Period under review and up to the approval date of these annual financial statements.

## EXTERNAL AUDIT

The Audit Committee has satisfied itself through enquiry that the auditors of Ibex Investments are independent as defined by the Companies Act.

The Audit Committee, in consultation with executive management, agreed to the audit fee for the 2023 financial year. Audit fees are disclosed in note 3.3.2 to the Consolidated Annual Financial Statements.

There is a formal procedure that governs the process whereby the external auditor is considered for the provision of non-audit services, and each request for additional services is considered in accordance with our set policy and procedure.

Meetings were held with the auditor, where management was not present, and no matters of concern were raised.

The Audit Committee has reviewed the performance of the external auditors, nominated for approval and ensured that the appointment of Mazars as the external auditor for the 2023 financial year, and Yolandie Ferreira as the designated auditor was presented and included as a resolution at the annual general meeting pursuant to section 61(8) of the Companies Act. This was her fifth year as auditor of the Company.

The audit engagement partner in charge of the 2023 year-end audit is rotating off the audit after her five year tenure.

The Audit Committee was satisfied that Mazars and the audit partner in charge of the 2023 year-end audit had fulfilled all pre-requisites for independence and rotation. The Audit Committee recommended that Mazars, as the independent external audit firm of Ibex Investments, be reappointed for the 2024 financial year, subject to shareholder approval at the upcoming AGM.

The Audit Committee notes the Key Audit Matters set out in the independent auditor's report. The Audit Committee has considered and evaluated these matters and is satisfied that it is represented correctly.

# AUDIT AND RISK COMMITTEE REPORT

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## MATTERS AND RISK AREAS PERTAINING TO THE 2023 ANNUAL CONSOLIDATED FINANCIAL STATEMENTS

With reference to the Group's results for the current financial year, the Audit Committee paid specific attention to the matters highlighted below:

- Considered transactions for related-party entity disclosure.
- The methodology employed and its practical application concerning impairment assessments related to equity-accounted investments.
- Management's assessment of Ibex Investments' going concern.
- The expected credit losses raised on financial assets. The model methodology and application of the methodology are in line with the requirements of IFRS 9: Financial Instruments. The degree of judgement and estimation applied by management in determining the ECL.
- Provision for taxation, including deferred taxation, the factors impacting the effective rate of taxation, and remedial measures possible within the scope of taxation regulations of the countries within which the Group is doing business, which may improve the effective rate.
- The recognition, derecognition, measurement and subsequent measurement of financial liabilities (including the S155 Settlement Note) and financial assets.

The Audit Committee, in forming a view of the specific matters highlighted, considered the opinion of the external auditor and management on all these matters, refer to Mazars' audit opinion set out on page 16 to 28. The Audit Committee considers the Group's accounting policies, accounting practices and financial disclosures, as amended, to be appropriate.

## EVALUATION OF CHIEF FINANCIAL OFFICER

As required by JSE Listing Requirement 3.84(g)(i), as well as the recommended practices as per King IV, the Audit Committee has assessed the competence and performance of the current Group chief financial officer and believes that he possesses the appropriate expertise and experience to meet his responsibilities in that position. The Audit Committee is satisfied with the expertise and adequacy of resources within the finance function and the experience of financial staff in this function.

## ANNUAL FINANCIAL STATEMENTS

The Audit Committee has evaluated the Consolidated and Separate Annual Financial Statements for the year ended 30 September 2023, and considers that they comply, in all material aspects, with the requirements of the Companies Act and IFRS. The Audit Committee has therefore recommended the Consolidated and Separate Annual Financial Statements, for approval to the board. The board has subsequently approved the Consolidated and Separate Annual Financial Statements.



A Watson

*Audit Committee chairperson*

14 December 2023

## Independent Auditor's Report

30 September 2023

To the Shareholder of Ibex Investment Holdings Limited and its subsidiaries ("the Group")

# Report on the Audit of the Consolidated Annual Financial Statements

## Opinion

We have audited the consolidated annual financial statements of Ibex Investment Holdings Limited and its subsidiaries ("the Group") set out on pages 29 to 127, which comprise the consolidated statement of financial position as at 30 September 2023, and the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated annual financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated annual financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 30 September 2023, and its consolidated financial performance and consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards and the requirements of the Companies Act of South Africa.

## Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the consolidated annual financial statements* section of our report. We are independent of the group in accordance with the Independent Regulatory Board for Auditors' *Code of Professional Conduct for Registered Auditors* (IRBA Code) and other independence requirements applicable to performing audits of financial statements in South Africa. We have fulfilled our other ethical responsibilities in accordance with the IRBA Code and in accordance with other ethical requirements applicable to performing audits in South Africa. The IRBA Code is consistent with the corresponding sections of the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)*. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Registered Auditor – A firm of Chartered Accountants (SA) • IRBA Registration Number 900222

Partners: MV Ninan (Country Managing Partner), C Abrahamse, SJ Adlam, F Albertus, JPMP Atwood, JM Barnard, AK Batt, T Beukes, WI Blake, HL Burger, MJ Cassan, JC Combrink, JR Comley, GJ De Beer, TVDL De Vries, G Deva, Y Dockrat, DS Dollman, S Doolabh, A Driscoll, M Edelberg, JJ Eloff, T Erasmus, Y Ferreira, MH Fisher, T Gangen, M Groenewald, K Hoosain, MY Ismail, B Jansen, J Kasan, D Keeve, J Marais, N Mayat, B Mbunge, G Molyneux, A Moruck, R Murugan, S Naidoo, GJ Oberholster, MG Odendaal, W Olivier, MV Patel, M Pieterse, E Pretorius, W Rabe, N Ravele, D Resnick, L Roeloffze, M Saayman, MA Salee, E Sibanda, MR Snow, SM Solomon, W Sterley, EM Steyn, HH Swanepoel, AL Swartz, DM Tekie, MJA Teuchert, N Thelander, S Truter, PC van der Merwe, R van Molendorff, JC Van Tubbergh, N Volschenk, S Vorster, J Watkins-Baker  
Our offices: Bloemfontein, Cape Town, Durban, Gqeberha, Johannesburg, Paarl, Pretoria



**Key Audit Matters**

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated annual financial statements of the current period. These matters were addressed in the context of our audit of the consolidated annual financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter	How our audit addressed the key audit matter
<p><b>Going Concern (Basis of preparation – Going concern)</b></p> <p>Management has prepared the consolidated annual financial statements on the basis that the Group is a going concern.</p> <p>The SIHPL S155 Scheme is a statutory compromise with creditors in terms of section 155 of the Companies Act, where the Facility A1 Lenders (the “SIHPL CPU Creditors”) have agreed to compromise any and all claims and actions against SIHPL Proprietary Limited (“SIHPL”).</p> <p>In consideration of the compromise, SIHPL executed the S155 Settlement Note with a third ranking security over SIHPL’s assets and which has limited recourse. The recourse was in terms of an Intercreditor Agreement (“ICA”) entered into by SIHPL, various former Steinhoff International Holdings N.V. (“SINH”) group creditors and certain group subsidiaries. The ICA was amended on the “WHOA Restructuring Plan” effective date of 30 June 2023 by replacing SINHV with RSA Holdco Limited, being the direct holding company of Ibex Investments Holdings Limited and holder of the Contingent Payment Undertakings (“CPU’s”).</p> <p>The WHOA Restructuring Plan included a postponement of the due date of new external debt under the CPU’s entered into by RSA Holdco (formerly SINHV).</p> <p>The S155 Settlement Note carries no interest, has a maturity date of the earlier of 15 August 2027 or an event of default.</p> <p>Refer to the Corporate Activity - Ibex Investment group section of the Directors’ Report for further details regarding the maturity extension, the</p>	<p>As part of the audit work performed, we considered the impact of developments on the valuation of the S155 Settlement Note:</p> <ul style="list-style-type: none"> <li>• we performed an assessment of the contractual arrangements entered into with the previous CPU creditors and inspected the details of the S155 contractual arrangement;</li> <li>• we performed an assessment of the WHOA Restructuring Plan, inspected the contractual arrangement and evaluated the impact on the S155 Settlement Note;</li> <li>• we assessed the conditions relating to the maturity of the S155 Settlement Note and the events that could cause an event of default;</li> <li>• we assessed whether the measurement of the S155 Settlement Note is in terms of contractual arrangements entered into and are in accordance with International Financial Reporting Standards (“IFRS”);</li> <li>• we reviewed management’s assessment of the carrying values of the SIHPL assets to the respective recoverable amounts;</li> <li>• we assessed the accuracy and completeness of disclosures made by the directors relating to the assessment of events and conditions; and</li> <li>• we considered the scenario of default or cross-default and the impact of the waiver of the</li> </ul>

<p>terms of the ICA and the events that can cause default.</p> <p>The rights and obligations relating to WHOA Restructuring plan and potential impact of default events on the going concern assumption on Ibex Investment Holdings Limited Group and the appropriateness of the presentation and disclosure of the relevant information relating to the issue of the S155 Settlement note impacting the Going concern are both considered significant matters to our current year audit.</p>	<p>right of creditors to claim shortfalls on the realisation of SIHPL’s available assets.</p> <p>As part of the audit work performed to assess the appropriateness of the Going Concern assumption, we have evaluated the impact of the SIHPL debt. Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>• we obtained a copy of and re-performed the calculations included in management’s going concern assessment;</li> <li>• we reviewed the reasonability of the period covered by and the assumptions underlying management’s assessment;</li> <li>• we examined the results of cash flow forecasts and evaluated whether management’s conclusion regarding the impact on going concern is appropriate;</li> <li>• we evaluated the adequacy and appropriateness of management’s assessment and disclosure in respect of the critical assumptions and the possible impact on the going concern assumptions for the Group; and</li> <li>• we assessed and evaluated the adequacy and appropriateness of management’s presentation and disclosure of the above matters in the consolidated annual financial statements, as set out in the basis of preparation (Going Concern).</li> </ul>
<p><b>Blocked Funds (Note 16)</b></p> <p>On 18 May 2023 and 30 May 2023, the Financial Surveillance Department (“FinSurv”) of the South African Reserve Bank (“SARB”) issued separate orders under Exchange Control Regulations 22C (“ECR 22C orders”), prohibiting the withdrawal of funds from selected bank accounts of SIHPL, Ibex Investments Holdings and SAHPL Proprietary Limited.</p> <p>The selected bank accounts of the above South African Group Services entities which are</p>	<p>Our audit procedures included an assessment of the contingent liability classification and related disclosure made by management in the current year in accordance with IAS 37 (Provisions, Contingent Liabilities and Contingent Assets).</p> <p>The detailed procedures are as follows:</p> <ul style="list-style-type: none"> <li>• we inspected and reviewed the separate orders, correspondence from FinSurv and other relevant documentation (including a</li> </ul>

<p>subject to the ECR 22C orders amount to R6.697 billion (Note 16 – Blocked Funds). These funds are subject to approval by the SARB prior to making any withdrawals. Any conditions required by the SARB relating to their approvals of withdrawals and the time frame relating thereto are currently unknown to the Group.</p> <p>We considered this area to be a matter of most significance to our current year audit due to the:</p> <ul style="list-style-type: none"> <li>• the legal status and uncertainty of the matter and</li> <li>• the appropriateness of the presentation and disclosure of the relevant information in the Ibx Investment Holdings Limited Group Consolidated Annual Financial Statements.</li> </ul>	<p>position paper prepared by management) to gain an understanding of the matter;</p> <ul style="list-style-type: none"> <li>• we obtained legal confirmations from the Group’s external legal counsel verifying the status of the legal process and the details available regarding the investigation;</li> <li>• we obtained bank confirmations verifying the bank accounts that are blocked and agreed these to the FinSurv order;</li> <li>• we obtained and evaluated the information regarding the review proceedings initiated by the company subsequent to year end against the SARB in the High Court;</li> <li>• we interviewed management and management experts to assess the reasonability and appropriateness of management’s assessment of the status and details of the matter in order to assess the classification of the matter as a contingent liability; and</li> <li>• we assessed and evaluated the adequacy and appropriateness of management’s presentation and disclosure of the above matter in the Ibx Investment Holdings Limited Group Consolidated Annual Financial Statements.</li> </ul>
<p><b>Pepkor Holdings Limited – Loss of control (Note 1, Note 10 and Note 30)</b></p> <p>On 9 February 2023, the Group announced the placement of 265 million Pepkor Holdings Limited (Pepkor) shares, raising a total gross proceeds of R4.9 billion. Following the sale, the Group’s interest in Pepkor reduced from 51.1% to 43.9%, resulting in a loss of control in Pepkor.</p> <p>We considered this area to be a matter of most significance to our current year audit due to the following:</p> <ul style="list-style-type: none"> <li>• The magnitude of the impact of the loss of control on the financial results of the Group and</li> </ul>	<p>Our audit procedures included the following procedures in order to assess the appropriateness of the sale of the Pepkor shares and the related impact:</p> <ul style="list-style-type: none"> <li>• we inspected external confirmation from the share transfer agency, external confirmation from the broker and agreed the proceeds to the bank statement supporting the placement and the sale of the Pepkor shares as at loss of control date;</li> <li>• we obtained management’s assessment of the accounting principles and the relevant calculations regarding the sale of shares,</li> </ul>

<ul style="list-style-type: none"> <li>the complexities of the application of accounting principles and disclosure requirements for the loss of control in terms of IFRS 10 (Consolidated Financial Statements), IFRS 3 (Business Combinations), IFRS 12 (Disclosure of Interests in Other Entities), and IAS 28 (Investments in Associates and Joint Ventures).</li> </ul>	<p>deconsolidation and accounting of the associate in terms of the relevant IFRS requirements;</p> <ul style="list-style-type: none"> <li>we performed specified audit procedures of balances and transactions for the period until loss of control which supported the valuation at that date;</li> <li>we performed audit procedures of balances and transactions at year-end to support the valuation of the investment in associate as at year-end;</li> <li>we recalculated the value of the investment of associate as at loss of control date and recalculated the subsequent measurement at year-end in terms of the relevant IFRS requirements; and</li> <li>we assessed and evaluated the presentation and disclosure of the above regarding the sale, deconsolidation and accounting of the Pepkor investment in associate in the Ibex Investment Holdings Limited Group Consolidated Annual Financial Statements.</li> </ul>
<p><b>Recoverability of financial and other assets (Note 32 – Transactions and Balances with the Greater Ibex Group)</b></p> <p>As at 30 September 2023 gross loans and receivables from the Greater Ibex Group amounted to R 60.7 billion against which a loss allowance of R 9 billion and a credit impairment of R 40.6 billion was raised.</p> <p>As described, there is significant estimates and judgements in determining the recoverable amounts of the intergroup loans.</p> <p>The valuation techniques used are subject to estimation uncertainty and depends on the fair value of the underlying investments, and potential discounts/taxes payable as a result of future disposals.</p>	<p>Our audit procedures included an assessment of the recoverability of the loans receivables in current year in accordance with IFRS 9 (Financial Instruments):</p> <ul style="list-style-type: none"> <li>we compared the carrying values of the loans receivables to the respective recoverable amounts of the entities in which the loans are held and assessed for any indicators of impairment or any reversals of impairment;</li> <li>we assessed and performed procedures over the liquidity of the underlying shares held;</li> <li>we utilised our internal valuations expertise to test the basis of management’s calculation for each model, this included challenging key inputs in the calculations;</li> </ul>

<p>We considered this area to be a matter of most significance to our current year audit due to the following:</p> <ul style="list-style-type: none"> <li>• the estimates and assumptions applied by management in determining the recoverability of the loans receivable;</li> <li>• the magnitude of the loans and the impairments related to the Loans and receivables from the greater Ibex Group;</li> <li>• the complexities of the loan recoverability calculations and complex loan agreements; and</li> <li>• the appropriateness of the presentation and disclosure of the loans from the greater Ibex Group.</li> </ul>	<ul style="list-style-type: none"> <li>• we assessed management's forecasts by evaluating sales and margin forecasts and comparing it to past performance;</li> <li>• we performed independent sensitivity calculations on the impairment and impairment reversal assessments, to assess the degree by which the key assumptions needed to change in order to trigger an impairment or impairment reversal; and</li> <li>• we assessed and evaluated the presentation and disclosure of the above matter in the Ibex Investment Holdings Limited Group Consolidated Annual Financial Statements.</li> </ul>
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### Other Information

The directors are responsible for the other information. The other information comprises the information included in the document titled "Ibex Investment Holdings Limited Consolidated Annual Financial Statements for the year ended 30 September 2023", which includes the Directors' Responsibility and Approval Statement, Directors' Report, the Audit and Risk Committee Report and the Secretary Certification as required by the Companies Act of South Africa. The other information does not include the consolidated annual financial statements and our auditor's reports thereon.

Our opinion on the consolidated annual financial statements does not cover the other information and we do not express an audit opinion or any form of assurance conclusion thereon.

In connection with our audit of the consolidated annual financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated annual financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, on the other information obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Responsibilities of the Directors for the Consolidated Annual Financial Statements

The directors are responsible for the preparation and fair presentation of the consolidated annual financial statements in accordance with International Financial Reporting Standards 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 consolidated annual financial statements that are free from material misstatement, whether due to fraud or error.

## mazars

In preparing the consolidated annual financial statements, the directors are responsible for assessing the group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the group or to cease operations, or have no realistic alternative but to do so.

### Auditor's Responsibilities for the Audit of the Consolidated Annual Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated annual financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated annual financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated annual financial statements, including the disclosures, and whether the consolidated annual financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated annual financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

## mazars

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the consolidated annual financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Report on Other Legal and Regulatory Requirements

In terms of the IRBA Rule published in Government Gazette Number 39475 dated 4 December 2015, we report that Mazars has been the auditor of Ibx Investment Holdings Limited for 5 years.



**Mazars**  
**Partner: Yolandie Ferreira**  
**Registered Auditor**  
**14 December 2023**  
**Cape Town**

## Independent Auditor's Report

To the Shareholder of Ibex Investment Holdings Limited

Report on the Audit of the Separate Annual Financial Statements

### Opinion

We have audited the separate annual financial statements of Ibex Investment Holdings Limited (the company) set out on pages 129 to 149, which comprise the separate statement of financial position as at 30 September 2023, and the separate statement of profit or loss and other comprehensive income, the separate statement of changes in equity and the separate statement of cash flows for the year then ended, and notes to the separate financial statements, including a summary of significant accounting policies.

In our opinion, the separate annual financial statements present fairly, in all material respects, the separate financial position of Ibex Investment Holdings Limited as at 30 September 2023, and its separate financial performance and separate cash flows for the year then ended in accordance with International Financial Reporting Standards and the requirements of the Companies Act of South Africa.

### Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Separate Annual Financial Statements section of our report. We are independent of the company in accordance with the Independent Regulatory Board for Auditors' Code of Professional Conduct for Registered Auditors (IRBA Code) and other independence requirements applicable to performing audits of financial statements in South Africa. We have fulfilled our other ethical responsibilities in accordance with the IRBA Code and in accordance with other ethical requirements applicable to performing audits in South Africa. The IRBA Code is consistent with the corresponding sections of the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards). We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the separate annual financial statements of the current period. These matters were addressed in the context of our audit of the separate annual financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Registered Auditor – A firm of Chartered Accountants (SA) - IRBA Registration Number 900222

Partners: MV Ninan (Country Managing Partner), C Abrahamse, SJ Adlam, F Albertus, JPMP Atwood, JM Barnard, AK Batt, T Beukes, WI Blake, HL Burger, MJ Cassan, JC Combrink, JR Comley, GJ De Beer, TVDL De Vries, G Deva, Y Dockrat, DS Dollman, S Doolabh, A Driscoll, M Edelberg, JJ Eloff, T Erasmus, Y Ferreira, MH Fisher, T Gangen, M Groenewald, K Hoosain, MY Ismail, B Jansen, J Kasan, D Keeve, J Marais, N Mayat, B Mbunge, G Molyneux, A Moruck, R Murugan, S Naidoo, GJ Oberholster, MG Odendaal, W Olivier, MV Patel, M Pieterse, E Pretorius, W Rabe, N Ravele, D Resnick, L Roeloffze, M Saayman, MA Salee, E Sibanda, MR Snow, SM Solomon, W Sterley, EM Steyn, HH Swanepoel, AL Swartz, DM Tekie, MJA Teuchert, N Thelander, S Truter, PC van der Merwe, R van Molendorff, JC Van Tubbergh, N Volschenk, S Vorster, J Watkins-Baker  
Our offices: Bloemfontein, Cape Town, Durban, Gqeberha, Johannesburg, Paarl, Pretoria



Key audit matter	How our audit addressed the key audit matter
<p><b>Blocked Funds (Note 9)</b></p> <p>On 18 May 2023 and 30 May 2023, the Financial Surveillance Department (“FinSurv”) of the South African Reserve Bank (“SARB”) issued separate orders under Exchange Control Regulations 22C (“ECR 22C orders”), prohibiting the withdrawal of funds from selected bank accounts of the Company.</p> <p>The selected bank accounts which are subject to the ECR 22C orders amount to R 156 million (Note 9 – Blocked Funds). These funds are subject to approval by the SARB prior to making any withdrawals. Any conditions required by the SARB relating to their approvals of withdrawals and the time frame relating thereto are currently unknown to the Company.</p> <p>We considered this area to be a matter of most significance to our current year audit due to the:</p> <ul style="list-style-type: none"> <li>• the legal status and uncertainty of the matter and</li> <li>• the appropriateness of the presentation and disclosure of the relevant information in the Ibex Investment Holdings Limited Separate Annual Financial Statements.</li> </ul>	<p>Our audit procedures included an assessment of the contingent liability classification and related disclosure made by management in the current year in accordance with IAS 37 (Provisions, Contingent Liabilities and Contingent Assets).</p> <p>The detailed procedures are as follows:</p> <ul style="list-style-type: none"> <li>• we inspected and reviewed the separate orders, correspondence from FinSurv and other relevant documentation (including a position paper prepared by management) to gain an understanding of the matter;</li> <li>• we obtained legal confirmations from the Company’s external legal counsel verifying the status of the legal process and the details available regarding the investigation;</li> <li>• we obtained bank confirmations verifying the bank accounts that are blocked and agreed these to the FinSurv order;</li> <li>• we obtained and evaluated the information regarding the review proceedings initiated by the company subsequent to year end against the SARB in the High Court;</li> <li>• we interviewed management and management experts to assess the reasonability and appropriateness of management’s assessment of the status and details of the matter in order to assess the classification of the matter as a contingent liability; and</li> <li>• we assessed and evaluated the adequacy and appropriateness of management’s presentation and disclosure of the above matter in the Ibex Investment Holdings Limited separate annual financial statements.</li> </ul>
<p><b>Recoverability of financial and other assets (Basis of Preparation - Recoverability of financial and other assets)</b></p>	

<p>As described within the Basis of preparation – Significant judgements and sources of estimation uncertainty (Recoverability of financial and other assets, including investment in subsidiaries), it is noted that the determination of the amount and timing of the impairment losses necessitate a number of judgements and estimates. This includes the determination of the recoverable amount which is based, as far as possible, on the fair value of the underlying net assets less costs to sell.</p> <p>In addition, the Basis of preparation (Going concern assessment) includes management's view that the Company will be able to meet its liabilities as they become due.</p> <p>Refer to Note 6 (Investments in Subsidiaries), Note 7 (Loans to related parties), Note 12 (Loans from related parties), and Note 3 (Other Operating Losses) of the separate annual financial statements.</p> <p>The recoverability of financial and other assets and the impairment losses are material matters, is subjective and involves estimation uncertainty.</p> <p>We considered this area to be a matter of most significance to our current year audit due to the following:</p> <ul style="list-style-type: none"> <li>• the estimates applied by management in determining the recoverability of the loans receivable from and investments in unconsolidated fellow subsidiaries; and</li> <li>• management's view is that the Company will be able to meet its liabilities as they become due, in the 12-month period due to the liquidity of the underlying shares.</li> </ul>	<p>As part of the audit work performed:</p> <ul style="list-style-type: none"> <li>• we compared the carrying values of the investments and loans receivables in the subsidiary companies to the respective recoverable amounts of the underlying subsidiaries and assessed for any indicators of impairment;</li> <li>• we performed independent probability default/loss given default considerations on the impairment assessments where no impairments were recognised to assess the degree by which the key assumptions needed to change in order to trigger an impairment;</li> <li>• we assessed and performed procedures over the liquidity of the underlying shares held; and</li> <li>• we have assessed and evaluated the presentation and disclosure of the above matter in terms of IFRS 9 (Financial Instruments) in the Ibox Investment Holdings Limited separate annual financial statements.</li> </ul>
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## Other Information

The directors are responsible for the other information. The other information comprises the information included in the document titled "Ibox Investment Holdings Limited Separate Annual Financial Statements for the year ended 30 September 2023", which includes the Directors' Responsibility and Approval Statement, Directors' Report, the Audit and Risk Committee's Report and the Secretary

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Certification as required by the Companies Act of South Africa. The other information does not include the separate annual financial statements and our auditor's reports thereon.

Our opinion on the separate annual financial statements does not cover the other information and we do not express an audit opinion or any form of assurance conclusion thereon.

In connection with our audit of the separate annual financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the separate annual financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Responsibilities of the Directors for the Separate Annual Financial Statements

The directors are responsible for the preparation and fair presentation of the separate annual financial statements in accordance with International Financial Reporting Standards 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 separate annual financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the separate annual financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

### Auditor's Responsibilities for the Audit of the Separate Annual Financial Statements

Our objectives are to obtain reasonable assurance about whether the separate annual financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these separate annual financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the separate annual financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

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- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the separate annual financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the separate annual financial statements, including the disclosures, and whether the separate annual financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the separate annual financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Report on Other Legal and Regulatory Requirements

In terms of the IRBA Rule published in Government Gazette Number 39475 dated 4 December 2015, we report that Mazars has been the auditor of the company for 5 years.



**Mazars**  
**Partner: Yolandie Ferreira**  
**Registered Auditor**  
**Date: 14 December 2023**  
**Cape Town**

# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

AS AT 30 SEPTEMBER 2023

	Notes	30 September 2023 Rm	Restated <sup>1</sup> 30 September 2022 Rm
<b>ASSETS</b>			
<b>Non-current assets</b>			
Goodwill	7	-	39 204
Intangible assets	7	-	19 004
Property, plant and equipment	8	1	8 343
Right-of-use assets	9	5	11 109
Investments in equity accounted companies	10	27 803	65
Other financial assets	11	2 461	1 299
Deferred tax assets	5.3	-	3 022
Trade and other receivables	12	-	5
Intragroup loans and receivables	32	7 912	11 663
		<b>38 182</b>	<b>93 714</b>
<b>Current assets</b>			
Inventories	14	-	17 066
Trade and other receivables	12	30	10 610
Taxation receivable		656	843
Intragroup loans and receivables	32	3 176	3 117
Other financial assets	11	1 115	110
Cash and cash equivalents	15	1 278	5 851
Blocked funds	16	6 697	671
		<b>12 952</b>	<b>38 268</b>
Assets classified as held-for-sale	35	-	2 174
		<b>12 952</b>	<b>40 442</b>
<b>Total assets</b>		<b>51 134</b>	<b>134 156</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Capital and reserves</b>			
Ordinary share capital and premium	28	119 020	119 020
Other reserves	27	107	2 922
Accumulated losses	27	(90 389)	(92 444)
<b>Total ordinary equity attributable to owners of Ibex Investments</b>		<b>28 738</b>	<b>29 498</b>
Preference share capital and premium		1 550	1 382
Accumulated profit attributable to preference shareholders		38	29
<b>Total equity attributable to preference shareholders of Ibex Investments</b>	29	<b>1 588</b>	<b>1 411</b>
Non-controlling interests	30	-	30 917
<b>Total equity</b>		<b>30 326</b>	<b>61 826</b>
<b>Non-current liabilities</b>			
Borrowings	17	9 130	20 505
Lease liabilities	19	5	11 867
Employee benefits	23	-	233
Deferred tax liabilities	5.3	-	4 913
Provisions	24	-	315
Provision - Global Litigation Settlement	24.2	288	761
Call option liability	3.2.11	75	-
Put option liability	18	-	682
Intragroup loans and payables	32	7 541	5 099
		<b>17 039</b>	<b>44 375</b>
<b>Current liabilities</b>			
Trade and other payables	20	119	14 848
Taxation payable		-	2 302
Intragroup loans and payables	32	3 159	4 669
Employee benefits	23	6	1 362
Provisions	24	150	224
Provision - Global Litigation Settlement	24.2	333	-
Lease liabilities	19	2	2 838
Borrowings	17	-	1 707
		<b>3 769</b>	<b>27 950</b>
Liabilities directly associated with assets classified as held-for-sale	35	-	5
		<b>3 769</b>	<b>27 955</b>
<b>Total equity and liabilities</b>		<b>51 134</b>	<b>134 156</b>

<sup>1</sup> Refer to note 36 for the restatement of the blocked funds.

The accompanying notes form an integral part of the Consolidated Financial Statements.

# CONSOLIDATED STATEMENT OF PROFIT OR LOSS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

	Notes	2023 Rm	Restated <sup>1</sup> 2022 Rm
<b>Continuing operations</b>			
Operating income	3.1	109	46
Administration expenses	3.3	(475)	(295)
Movement in credit loss allowances on financial assets	3.2.1	(5 653)	(3 478)
Net gain on recognition and derecognition of financial assets and liabilities	3.2.7, 3.2.8, 3.2.11 & 3.2.13	302	12 494
Net other income	3.2	1 499	774
<b>Operating (loss)/profit before finance cost and investment income</b>		<b>(4 218)</b>	<b>9 541</b>
Finance costs	4	(1)	(195)
Income from investments	4	1 873	1 983
Share of profit of equity accounted companies	10.2	1 239	149
Impairment of equity accounted companies	10.2	(4 631)	(556)
<b>(Loss)/profit before taxation</b>		<b>(5 738)</b>	<b>10 922</b>
Taxation	5	669	(3)
<b>(Loss)/profit from continuing operations</b>		<b>(5 069)</b>	<b>10 919</b>
<b>Discontinued operations</b>			
Profit from discontinued operations	1	6 400	6 140
<b>Profit for the period</b>		<b>1 331</b>	<b>17 059</b>
<b>Profit attributable to:</b>			
Ordinary shareholders of Ibex Investments		13	14 225
Preference shareholders of Ibex Investments		136	97
Non-controlling interests	30	1 182	2 737
<b>Profit for the period</b>		<b>1 331</b>	<b>17 059</b>
<b>Basic and diluted (loss)/profit per share (cents)</b>			
From continuing operations	6	(9 463.7)	19 676.3
From discontinued operations	6	9 487.3	6 187.3
		<b>23.6</b>	<b>25 863.6</b>

<sup>1</sup> Refer to note 1 for details regarding the restatement of comparative numbers for the effect of the reclassification of Pepkor Holdings to discontinued operations.

The accompanying notes form an integral part of the Consolidated Financial Statements.

# CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 SEPTEMBER 2023

	Note	2023 Rm	Restated <sup>1</sup> 2022 Rm
<b>Profit for the period</b>		<b>1 331</b>	17 059
<b>Total other comprehensive income/(loss) for the period</b>			
<b>Items that will not be reclassified subsequently to profit or loss:</b>			
Net fair value loss on assets measured at fair value through other comprehensive income		(66)	(36)
		<b>(66)</b>	<b>(36)</b>
<b>Items that may be reclassified subsequently to profit or loss:</b>			
Net exchange (loss)/gain on translation of foreign operations and translation of net investment in foreign operations - discontinued operations		(152)	614
Foreign currency translation reserve and cash flow hedge reclassified to profit or loss on disposal of investment - discontinued operations		35	(50)
Net fair value gain on cash flow hedges (net of tax) - discontinued operations		28	1 290
Other comprehensive income of equity accounted companies	10.2	456	2
		<b>367</b>	<b>1 856</b>
<b>Total other comprehensive income for the period</b>		<b>301</b>	<b>1 820</b>
<b>Total comprehensive income for the period</b>		<b>1 632</b>	<b>18 879</b>
<b>Total comprehensive income attributable to:</b>			
Ordinary shareholders of Ibex Investments		369	15 145
Preference shareholders of Ibex Investments		136	97
Non-controlling interests		1 127	3 637
<b>Total comprehensive income for the period</b>		<b>1 632</b>	<b>18 879</b>

<sup>1</sup> Refer to note 1 for details regarding the restatement of comparative numbers for the effect of the reclassification of Pepkor Holdings to discontinued operations.

The accompanying notes form an integral part of the Consolidated Financial Statements.

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 SEPTEMBER 2023

	Notes	Ordinary share capital and premium Rm	Accumulated losses Rm	Foreign currency translation reserve Rm	Excess of consideration (paid to)/received from non-controlling interest Rm	Sundry reserves Rm	Total ordinary equity attributable to owners of Ibx Investments Rm	Preference share capital and premium Rm	Accumulated profit/loss due to preference shareholders Rm	Preference equity attributable to preference shareholders Rm	Non-controlling interests Rm	Total Rm
<b>Total equity at 30 September 2021</b>		119 020	(96 991)	(264)	(469)	304	21 600	1 382	23	1 405	23 665	46 670
Profit for the period		-	14 225	-	-	-	14 225	-	97	97	2 737	17 059
Other comprehensive income for the period		-	-	284	-	636	920	-	-	-	900	1 820
<b>Total comprehensive income for the period</b>		-	14 225	284	-	636	15 145	-	97	97	3 637	18 879
<b>Transactions with the owners in their capacity as owners</b>												
Preference dividends accrued		-	-	-	-	-	-	-	(91)	(91)	-	(91)
Ordinary dividends paid		-	(8 732)	-	-	-	(8 732)	-	-	-	(671)	(9 403)
Transactions with non-controlling interests without change in control	30	-	-	-	1 946	-	1 946	-	-	-	4 262	6 208
Global Litigation Settlement - settled with Pepkor Holdings shares		-	-	-	1 996	-	1 996	-	-	-	4 863	6 859
Pepkor Holdings share buy-back & treasury shares acquired by subsidiary		-	-	-	(51)	-	(51)	-	-	-	(600)	(651)
Shares issued for properties transaction		-	-	-	1	-	1	-	-	-	(1)	-
Acquisition of subsidiaries with non-controlling interests		-	-	-	-	-	-	-	-	-	172	172
Eliminated on disposal of subsidiaries		-	(933)	-	700	-	(233)	-	-	-	233	-
Attributable share of other reserves relating to equity accounted investments	10.2	-	-	-	-	2	2	-	-	-	-	2
Recognition of put option reserve		-	-	-	-	(357)	(357)	-	-	-	(249)	(606)
Recognition of call option reserve		-	-	-	-	500	500	-	-	-	-	500
Share-based payments		-	20	-	-	37	57	-	-	-	223	280
Pepkor Holdings share-based payment expense		-	-	-	-	134	134	-	-	-	126	260
Pepkor Holdings shares issued under share scheme		-	20	-	-	(97)	(77)	-	-	-	97	20
Net fair value loss on cash flow hedges transferred to inventory		-	-	-	-	(430)	(430)	-	-	-	(355)	(785)
Transfers from other reserves		-	(33)	-	33	-	-	-	-	-	-	-
<b>Total equity at 30 September 2022</b>		119 020	(92 444)	20	2 210	692	29 498	1 382	29	1 411	30 917	61 826
Profit for the period		-	13	-	-	-	13	-	136	136	1 182	1 331
Other comprehensive (loss)/income for the period		-	-	(20)	-	376	356	-	-	-	(55)	301
<b>Total comprehensive income/(loss) for the period</b>		-	13	(20)	-	376	369	-	136	136	1 127	1 632
<b>Transactions with the owners in their capacity as owners</b>												
Preference dividends accrued		-	-	-	-	-	-	-	(127)	(127)	-	(127)
Ordinary dividends paid <sup>1</sup>		-	-	-	-	-	-	-	-	-	(990)	(990)
Transactions with non-controlling interests without change in control	30.2	-	-	-	-	(16)	(16)	-	-	-	(194)	(210)
Pepkor Holdings share buy-back		-	-	-	-	(16)	(16)	-	-	-	(194)	(210)
Disposal of subsidiary	1.3	-	2 641	-	(2 641)	-	-	-	-	-	(30 776)	(30 776)
Attributable share of other reserves relating to equity accounted investments	10.2	-	-	-	-	(356)	(356)	-	-	-	-	(356)
Call option classified as liability <sup>2</sup>	24.2	-	-	-	-	(500)	(500)	-	-	-	-	(500)
Share-based payments		-	-	-	-	50	50	-	-	-	50	100
Pepkor Holdings share-based payment expense		-	-	-	-	50	50	-	-	-	50	100
Net fair value loss on cash flow hedges transferred to inventory		-	-	-	-	(139)	(139)	-	-	-	(134)	(273)
Transfers from other reserves <sup>3</sup>		-	(599)	-	431	-	(168)	168	-	168	-	-
<b>Total equity at 30 September 2023</b>		119 020	(90 389)	-	-	107	28 738	1 550	38	1 588	-	30 326

<sup>1</sup> The dividends to non-controlling interest relates to the Pepkor Holdings' dividend of 55.16667 cents per ordinary share declared on 23 January 2023.

<sup>2</sup> As part of the Global Litigation Settlement, Trevo and others were granted call options by Ainsley Holdings over 125 million Pepkor Holdings shares which can be exercised 3 years from inception of the options on Settlement Effective Date. Since the Company lost control of Pepkor Holdings in February 2023, the fixed number of shares is not classified as the group's own shares anymore, resulting in the call option being recognised as a liability.

<sup>3</sup> The transfer relates mainly to other reserves released on the classification of the investment in Bud from held-for-sale to other financial assets.

Refer to note 27 for description of nature and purpose of each reserve.

The accompanying notes form an integral part of the Consolidated Financial Statements.



# CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

	Notes	2023 <sup>1</sup> Rm	Restated <sup>2</sup> 2022 Rm
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Cash generated from operations	26.1	2 456	9 769
Dividends received	4.2 & 10.2	34	45
Ordinary dividends paid		(991)	(9 173)
Preference dividends paid		(106)	(44)
Interest received	4.2	321	635
Interest paid	4.2	(924)	(2 325)
Taxation paid		(1 226)	(2 084)
Global Litigation Settlement - cash settled	24.2	(233)	(8 968)
<b>Net cash outflow from operating activities</b>		<b>(669)</b>	<b>(12 145)</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Additions to property, plant and equipment	8	(786)	(2 281)
Additions to intangible assets	7	(60)	(269)
Proceeds on disposal of property, plant and equipment and intangible assets	8	23	257
Acquisition of subsidiaries and businesses, net of cash on hand at acquisition		-	(1 843)
Disposal of businesses net of cash	1.3	1 976	-
Increase in loans to equity accounted companies	10.2	-	(5)
Decrease/(increase) in related party loans receivable	32	298	(3 078)
Advances received from other financial assets	11	530	389
Payments made to other financial assets	11	-	(25)
<b>Net cash inflow/(outflow) from investing activities</b>		<b>1 981</b>	<b>(6 855)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Amount paid on share buy-back by Pepkor Holdings	30.2	(209)	(652)
Payment of lease liabilities	19.1	(995)	(2 785)
Repayment of intergroup loans	32	-	(126)
Repayment of borrowings	17.2	(127)	(5 338)
Proceeds from borrowings	17.2	1 167	5 147
Transfer to blocked funds (note 16)		(5 727)	(673)
<b>Net cash outflow from financing activities</b>		<b>(5 891)</b>	<b>(4 427)</b>
<b>NET DECREASE IN CASH AND CASH EQUIVALENTS</b>		<b>(4 579)</b>	<b>(23 427)</b>
Effects of exchange rate translations on cash and cash equivalents		2	411
Cash and cash equivalents at beginning of the period	15 & 35	5 855	28 871
<b>CASH AND CASH EQUIVALENTS AT END OF PERIOD</b>		<b>1 278</b>	<b>5 855</b>
<b>Reconciliation of Cash and Cash Equivalents at end of period</b>			
Cash and cash equivalents	15	1 278	5 851
Cash and cash equivalents included in assets held-for-sale	35	-	4
<b>CASH AND CASH EQUIVALENTS AT END OF PERIOD</b>		<b>1 278</b>	<b>5 855</b>

<sup>1</sup> The cash flow movement for the 2023 Reporting includes Pepkor Holdings cash flow up to date of disposal.

<sup>2</sup> Refer to note 36 for the restatement of the blocked funds.

# BASIS OF PREPARATION

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## REPORTING ENTITY

Ibex Investments is a South African registered company, with tax residency in South Africa. The Consolidated Annual Financial Statements of Ibex Investments for the year ended 30 September 2023 comprise Ibex Investments and its subsidiaries and the Group's interest in associate companies and joint-venture companies. Ibex Investments holds investments primarily in businesses dealing in the retailing of general merchandise, and intercompany loans with fellow subsidiaries in the greater Ibex Group in South Africa and Europe.

### Company name change to Ibex Investment Holdings Limited

On 28 November, the Company announced that it had received confirmation from the Companies and Intellectual Property Commission that the special resolution for the change of name had been registered, and that the Company's name has now legally changed to Ibex Investment Holdings Limited. Termination date for trading under the Name of "Steinhoff Investment Holdings Limited" and commencement of trading under the new name of "Ibex Investment Holdings Limited", with an abbreviated name of "Ibex", under the JSE share code "IBX" and ISIN ZAE000068367 was 6 December 2023.

Refer to the Glossary of Terms applicable to this report.

## BASIS OF PREPARATION

### Statement of compliance

The Consolidated and Separate Annual Financial Statements have been prepared in accordance with IFRS, the interpretations adopted by the IASB, IFRIC, the Financial Reporting Pronouncements as issued by the Financial Reporting Standards Council, the JSE Listing Requirements, the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee, the requirements of the Companies Act and have been audited in compliance with all the requirements of section 29(1) of the Companies Act, as required.

Accounting policies set out here have been applied consistently to all periods presented and are consistent with policies applied in previous accounting periods. All new accounting standards that became effective in the 2023 Reporting Period have been adopted, none of which were material.

All amounts disclosed in the Consolidated and Separate Annual Financial Statements and notes have been rounded off to the nearest million currency units unless otherwise stated.

Due to the loss of control of Pepkor Holdings, which is now accounted for as an associate, irrelevant subsidiary accounting policies have been removed to better enhance the understanding of the Consolidated Annual Financial Statements.

### Historical cost convention

The financial statements are prepared under the historical cost convention adjusted for the effects of inflation where entities operate in hyperinflationary economies and for the revaluation of certain financial instruments to fair value.

### Going concern

In determining the appropriate basis of preparation of the 2023 Consolidated and Separate Annual Financial Statements, the board of directors is required to consider whether the Group and the Company can continue in operational existence for the foreseeable future.

The board of directors draws attention to the critical assumptions listed and disclosures made in the 2023 Consolidated and Separate Annual Financial Statements. The sole significant matter considered by the board of directors for the Group's going concern assessment is:

### **S155 Settlement Note**

The SIHPL S155 Scheme was a statutory compromise with creditors in terms of section 155 of the Companies Act, where the Facility A1 Lenders (as defined in the Lux Finco 1 21/22 Facilities Agreement) agreed to compromise any and all claims and actions against SIHPL arising under, out of, or in connection with the SIHPL CPU, the Convertible Bonds, the Guarantees and/or any other related matter on the terms set out in the SIHPL S155 Scheme.

In consideration for the compromise described above, SIHPL issued the S155 Settlement Note to the amount of €1.581 billion on Settlement Effective Date. The S155 Settlement Note has a third ranking security over SIHPL's assets and has limited recourse. The limited recourse is in terms of the ICA entered into on Settlement Effective Date by SIHPL, various former SIHNV group creditors (including the former SIHPL CPU Creditors) and certain fellow subsidiaries. The ICA was amended on the WHOA Restructuring Plan effective date of 30 June 2023 by replacing SIHNV with RSA Holdco, being the direct holding company of Ibex Investments and holder of the CPUs. The ICA governs various aspects of the rights and obligations of SIHPL and its creditors. In terms of the ICA, the SIHPL CPU Creditors have agreed that SIHPL's obligation in terms of the S155 Settlement Note will be limited to the proceeds from the realisation of SIHPL's available assets for third ranking liabilities ("**Limited recourse**").

# BASIS OF PREPARATION

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## BASIS OF PREPARATION (continued)

### Going concern (continued)

#### **S155 Settlement Note (continued)**

The S155 Settlement Note carries no interest, has a maturity date of the earlier of 15 August 2027 or an event of default. An event of default could occur if RSA Holdco defaults on its 21/22 CPU, or if Lux Finco 1, defaults on its 21/22 Facilities (collectively referred to as "**Cross Default**"). The 21/22 CPU and the 21/22 Facilities forms part of Ibex Group Services Debt with a current maturity date of 30 June 2026, following the implementation of the WHOA Restructuring Plan on 30 June 2023.

In the unlikely scenario that there is a Cross Default and SIHPL is required to perform on the S155 Settlement Note, the obligation remains limited to the proceeds from the realisation of SIHPL's available assets for third ranking liabilities, and the S155 Settlement Note liability has been recognised accordingly to that extent. The creditors have waived their rights to claim any shortfalls from SIHPL and/or Ibex Investments Group. Refer to note 17.5 for further detail.

### **Conclusion**

The board of directors draw attention to the following facts:

- at 30 September 2023, the Group's current assets exceed its current liabilities;
- at 30 September 2023, the Group and Company's assets exceeds its liabilities;
- In terms of the ICA, SIHPL's obligations to the SIHPL CPU Creditors are limited to the proceeds from the realisation of SIHPL's available assets and therefore SIHPL and/or the Company will have no liability to pay any shortfall. The SIHPL CPU Creditors waived their rights to claim such shortfalls from SIHPL. The effect thereof is that the third ranking liabilities, from 15 February 2022, are recognised to the extent that SIHPL has sufficient net assets to repay it;
- the Group will be able to meet its liabilities, as they become due, as at the Reporting Date;
- the Company is the issuer of variable rate, cumulative, non-redeemable, non-participating preference shares ("**Preference Shares**") and there is, as at the Reporting Date, no approved plan to settle these Preference Shares; and
- management does not intend to liquidate the Group or the Company in the next 12 months and plans to recover its assets and settle its liabilities as they fall due.

Given due cognisance of the Group's current financial position, we are of the opinion that the Group will be able to meet its liabilities as they become due and therefore is a going concern for the 12-month period following the date of issue of these 2023 Consolidated and Separate Annual Financial Statements.

The Consolidated and Separate Annual Financial Statements are prepared on a going concern basis. After considering the item listed above, nothing has come to the attention of the directors to indicate that the Group will not remain a going concern.

### **Presentation and functional currency**

The Consolidated and Separate Annual Financial Statements are prepared on the accrual basis in millions of Rand (Rm) unless otherwise indicated. The Rand is the Group's presentation currency and the Company's functional currency.

## **AREAS OF CRITICAL JUDGEMENTS AND ESTIMATES**

The preparation of the Consolidated Annual Financial Statements requires management to make judgements and estimates that affect the application of accounting policies and the reported values of assets, liabilities, income and expenses. Actual results may differ from estimates. Judgements have been made after taking into account all currently available information, but these could change if additional relevant information comes to light.

Critical accounting estimates are those that involve complex or subjective judgements or assessments.

# BASIS OF PREPARATION

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## AREAS OF CRITICAL JUDGEMENTS AND ESTIMATES (continued)

Judgements:		Note reference
Going concern assumption		Basis of preparation
Consolidation decisions		
Entity	Treated as controlled?	Note reference
Pepkor Holdings Limited	No	Basis of preparation

On 9 February 2023, the Group announced the placement of 265 million Pepkor Holdings shares, raising total gross proceeds of R4.9 billion. Following the sale, the Group's interest in Pepkor Holdings reduced from 51.1% to 43.9%, resulting in the Group no longer holding a majority of shares in Pepkor Holdings.

The Group assessed whether it continued to control Pepkor Holdings. The potential voting rights attached to the call option of Trevo and others were not considered for the control consideration as they will only become substantive from 15 December 2024, the date on which they become exercisable.

As at 30 September 2023, the Group holds 43.9% of the economic benefit of Pepkor Holdings. Based on the control assessment done, it was concluded that Ibx Investments Group does not hold de facto control over Pepkor Holdings as at 30 September 2023. This judgement was based on voting patterns at previous shareholder meetings and no evidence of the practical ability to direct the relevant activities. The effective date of loss of control of Pepkor Holdings is 9 February 2023.

As a result, Pepkor Holdings was recognised as an investment in associate from 9 February 2023.

Entity	Treated as controlled?	Note reference
SRF	No (unconsolidated structured entity)	Basis of preparation

In order to give effect to the Composition Plan and the S155 Scheme upon the Settlement Effective Date, the SRF was incorporated on 24 August 2021. The objective of the SRF is to fulfil its duties as per the S155 Scheme, Composition Plan and various Steinhoff global settlement agreements (together the "Agreements"), which is mainly to distribute the settlement funds it received to the relevant MPCs and Contractual Claimants.

The SRF does not have any shareholders. It is governed by a board of three directors, of which two directors are independent from the Group. The chairperson is independent and has a casting vote in the event of a deadlock in decision making. The SRF is required to fulfil its duties as set out in the Agreements. The SRF board of directors is bound by the Composition Plan as approved through the Dutch SoP and the objectives as set out in the deed of incorporation.

The Group does not have the current ability to direct the relevant activities and has no exposure to variable returns, the Group does not control the SRF and therefore its results are not consolidated. The Group also does not have significant influence over the SRF.

The SRF has received the total settlement amount to be paid to SIHNV and SIHPL MPCs, the SIHNV Contractual Claimants (together the "SOP settlement fund") and to the SIHPL MPCs (the "S155 Settlement Fund").

The SRF has made a first distribution of the SOP Settlement Fund, S155 Settlement Fund and the additional contributions by the Deloitte Firms and the D&O insurers as announced to the SIHNV MPCs, the SIHPL MPCs and certain SIHNV Contractual Claimants. The SRF distribution was pursuant to the SRF and claims administration conditions in the Composition Plan. The SRF became bound to the Composition Plan as of the Settlement Effective Date by countersigning the Composition Plan, which has occurred close to Settlement Effective Date.

In order to fund its operations, the SRF received a cost contribution of c. R283 million (€16.5 million) from SAHPL (which has been paid to or on behalf of the SRF, refer to note 3.2.12 and 24.1), c. R19.5 million from Deloitte and c. R19.5 million from the D&O insurers.

In terms of the Steinhoff Settlement Implementation Support Agreement, the SRF shall, from the Settlement Effective Date until the final distribution or repayment by the SRF of the Settlement Funds (as defined in the SRF and Claims Administration Conditions), be entitled to instruct Ainsley Holdings by written notice to deliver the required number of Pepkor Holdings shares (as determined at the sole and absolute discretion of the SRF) to the SIHPL Pepkor Holdings Election MPCs on payment by the SRF to Ainsley of only the SRF Option Price, being R19.82. Due to the share price trading at less than the option price, the SRF opted to acquire the shares in the open market. There will be a second tranche of transfers, and this right remains in place and could be exercised for that tranche.

# BASIS OF PREPARATION

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## AREAS OF CRITICAL JUDGEMENTS AND ESTIMATES (continued)

Judgements (continued):	Note reference
Classification of assets and disposal groups as held-for-sale	Note 1 and 35
Recognition and measurement of income tax provision	Note 5
Recoverability of deferred taxation assets	Note 5
Recoverability of other financial assets and intragroup loans and receivables	Note 11 and 32.2
The recoverability of loans and assets with counterparties have been assessed for expected credit losses as required under IFRS 9: Financial Instruments.	
Classification of cash and cash equivalents	Note 15 and 16
Classification between current and non-current for financial assets	Note 16
Recognition and derecognition of liabilities	Note 17
Recognition and measurement of provisions	Note 24
Correct classification and completeness of contingent liabilities	Note 25
Correct classification and completeness of liabilities and events occurring after the Reporting Period	Note 25 and 37

Estimates	Note reference
Estimation of future taxable profits in support of recognition of deferred taxation assets	Note 5
Estimation in determining the lease terms applicable to lease agreements	Note 19
Estimation in determining expected credit loss for financial assets	Note 11
Estimation in determining recoverable amount of intragroup loans	Note 32.2
Estimation of subsequent measurement of the S155 Settlement Note	Note 17.5
Estimation of inputs into the fair value of financial assets and financial liabilities	Note 11 and 17.5
Estimation in determining impairment of equity accounted investments	Note 10

## ACCOUNTING POLICY ELECTIONS

The following significant accounting policy and disclosure elections have been made by the Group:

Area	Details
<b>Statement of Profit or Loss</b>	
Income from investments	The Group has elected to present income from investments separately on the face of the Statement of Profit or Loss. Income from investments comprise finance income and dividend income.
Discontinued operations	The Group has elected to present the detail of the profit or loss of discontinued operations in a separate note instead of on the face of the Statement of Profit or Loss. Refer to note 1.
<b>Statement of Cash Flows</b>	
Interest paid and received	The Group views interest paid and received as operating activities as these are largely incurred in the funding of operations.
Dividends paid and received	The Group discloses dividends paid and received as operating activities as this demonstrates the Group's ability to pay dividends out of operating cash flows.
Discontinued operations	The Group has elected not to disaggregate cash flows from discontinued operations in the Statement of Cash Flows. The detail of the main components of cash flow from discontinued operations are disclosed in the Notes to the Consolidated Financial Statements. Refer to note 1.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 1. DISCONTINUED OPERATIONS

The businesses included in the following former reportable segments were disposed of or classified as held-for-sale during the 2023 Reporting Period and 2022 Reporting Period.

### Pepkor Holdings

On 9 February 2023, the Group announced the placement of 265 million Pepkor Holdings shares, raising total gross proceeds of R4.9 billion. Following the sale, the Group's interest in Pepkor Holdings reduced from 51.1% to 43.9%, resulting in a loss of control in Pepkor Holdings. As the Group has lost control over Pepkor Holdings, it has been accounted for as a deemed disposal of its investment in Pepkor Holdings at fair value, resulting in the recognition of a gain in the Statement of Profit or Loss. Refer to note 1.3.

The Group has retained significant influence over Pepkor Holdings after losing control, and as such Pepkor Holdings was recognised as an investment in associate from 9 February 2023. The value of the associate recognised on the day the Group lost control was based on the quoted share price. Pepkor Holdings was included as a discontinued operation until 8 February 2023, and thereafter included as an equity accounted investment in continuing operations. Comparative information has been restated accordingly.

### Africa Properties

The Group commenced a process post March 2019 to dispose of the remaining African property portfolio. As at the Reporting Date, all properties within the portfolio have been disposed of and a process is underway to deregister these companies.

Africa Properties and Pepkor Holdings are presented as a discontinued operation in the Consolidated Income Statement, Consolidated Statement of Comprehensive Income and Consolidated Statement of Cash Flows for the period ended 30 September 2022 and 2023, as required by IFRS.

The detail of assets classified as held-for-sale is presented in note 35.

## ACCOUNTING POLICY

### Intercompany transactions between continuing and discontinued operations

Intercompany transactions and balances between continuing and discontinued operations are eliminated within both continuing and discontinued operations. The intercompany eliminations are added back as reconciling items for segmental reporting to present the reportable segments prior to the intercompany eliminations as this more closely reflects the trading conditions within each reportable segment.

The Group has elected to disclose the financial results and cash flows of discontinued operations in a separate note as opposed to on the face of the Statement of Profit or Loss and Statement of Cash Flows.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 1. DISCONTINUED OPERATIONS (continued)

### 1.1. Adjustment of the prior period statement of profit or loss

	2022		
	Previously reported Rm	Adjustment for continuing operations reclassified to discontinued operations Rm	Continuing operations presented Rm
Revenue	81 396	(81 396)	-
Cost of sales	(50 947)	50 947	-
<b>Gross profit</b>	30 449	(30 449)	-
Other income	1 495	(1 449)	46
Distribution expenses	(1 635)	1 635	-
Administration expenses	(19 559)	19 264	(295)
Debtors' cost	(995)	995	-
Movement in credit loss allowances on financial assets	(3 478)	-	(3 478)
Net other income/(expenses)	13 744	(476)	13 268
<b>Operating profit</b>	20 021	(10 480)	9 541
Finance costs	(2 664)	2 469	(195)
Income from investments	2 245	(262)	1 983
Share of profit of equity accounted companies	153	(4)	149
Impairment of equity accounted companies	(556)	-	(556)
<b>Profit before taxation</b>	19 199	(8 277)	10 922
Taxation	(2 171)	2 168	(3)
<b>Profit for the period</b>	17 028	(6 109)	10 919

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 1. DISCONTINUED OPERATIONS (continued)

### 1.2 Statement of profit or loss for discontinued operations

	Notes	2023 Rm	Restated <sup>1</sup> 2022 Rm
Revenue		31 041	81 404
Cost of sales		(19 413)	(50 947)
<b>Gross profit</b>		<b>11 628</b>	<b>30 457</b>
Other income		292	1 453
Distribution expenses		(636)	(1 635)
Administration expenses		(7 325)	(20 251)
Net other income	1.5	3 992	466
Impairments	1.2.1	-	(151)
Loss on disposal of property, plant and equipment and intangible assets		(1)	(59)
Gain on deemed disposal of discontinued operations/disposal group	1.3	4 028	-
Movement in Global Litigation Settlement provision		-	329
Business interruption insurance income		-	297
FCTR and cash flow hedge reserve reclassified to profit or loss on disposal of investment		(35)	50
<b>Operating profit</b>		<b>7 951</b>	<b>10 490</b>
Finance costs		(1 007)	(2 469)
Income from investments		92	262
Share of profit of equity accounted companies		2	4
<b>Profit before taxation</b>		<b>7 038</b>	<b>8 287</b>
Taxation		(638)	(2 147)
<b>Profit for the period</b>		<b>6 400</b>	<b>6 140</b>
<b>Profit attributable to:</b>			
Owners of Ibex Investments		5 218	3 403
Non-controlling interests		1 182	2 737
<b>Profit for the period</b>		<b>6 400</b>	<b>6 140</b>

#### 1.2.1 Impairments

	2023 Rm	Restated <sup>1</sup> 2022 Rm
Intangible assets	-	5
Property, plant and equipment	-	19
Right-of-use assets	-	118
Assets held-for-sale	-	9
	-	151

<sup>1</sup> Comparative numbers have been restated for the effect of the reclassification of Pepkor Holdings to discontinued operations.



# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 1. DISCONTINUED OPERATIONS (continued)

### 1.3 Details of the disposal of subsidiaries within segments classified as discontinued operations

	Pepkor Holdings Rm	Total Rm
<b>8 February 2023</b>		
<b>Assets</b>		
Goodwill	39 189	39 189
Intangible assets	18 999	18 999
Property, plant and equipment	8 644	8 644
Right-of-use asset	11 089	11 089
Other financial assets	148	148
Investments in equity accounted companies	67	67
Deferred tax assets	2 936	2 936
Inventories	17 049	17 049
Trade and other receivables	10 611	10 611
Taxation receivable	400	400
Cash and cash equivalents	2 878	2 878
<b>Liabilities</b>		-
Borrowings	(13 116)	(13 116)
Lease liabilities	(14 185)	(14 185)
Provisions	(404)	(404)
Employee benefits	(1 110)	(1 110)
Deferred tax liabilities	(4 229)	(4 229)
Put option liability	(706)	(706)
Taxation payable	(1 763)	(1 763)
Trade and other payables	(13 676)	(13 676)
<b>Carrying amount of net assets sold</b>	<b>62 821</b>	<b>62 821</b>
Non-controlling interest	(30 776)	(30 776)
Gain on disposal of discontinued operations/disposal group	4 028	4 028
<b>Total consideration</b>	<b>36 073</b>	<b>36 073</b>
<b>Net cash inflow arising on disposals</b>		
Total consideration	36 073	36 073
Less: Investment in associate at fair value (non-cash)	(31 219)	(31 219)
<b>Net proceeds on placement<sup>1</sup></b>	<b>4 854</b>	<b>4 854</b>
Less: cash on hand at date of disposal	(2 878)	(2 878)
<b>Net cash inflow</b>	<b>1 976</b>	<b>1 976</b>
Gain on sale before reclassification of FCTR and cash flow hedge	4 028	4 028
FCTR and cash flow hedge reserve reclassified to profit or loss on disposal of investment	(35)	(35)
<b>Gain on sale after FCTR and cash flow hedge reclassification</b>	<b>3 993</b>	<b>3 993</b>

<sup>1</sup> Net proceeds on placement consists of gross proceeds of R4.903 billion (265 million shares at R18.50 per share) less commission of R49 million.

There were no significant disposals of discontinued operations during the 2022 Reporting Period.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 1. DISCONTINUED OPERATIONS (continued)

### 1.4 Presentation of discontinued operations in the Consolidated Statement of Cash Flows

	2023 Rm	Restated <sup>1</sup> 2022 Rm
<b>Cash flows from discontinued operations</b>		
Net cash (outflow)/inflow from operating activities	(1 097)	5 578
Net cash outflow from investing activities	(3 689)	(3 252)
Net cash outflow from financing activities	(163)	(4 101)
<b>Net cash outflow</b>	<b>(4 949)</b>	<b>(1 775)</b>

<sup>1</sup> Comparative numbers have been restated for the effect of the reclassification of Pepkor Holdings to discontinued operations.

### 1.5 Segmental information relating to discontinued operations

#### Segmental revenue from discontinued operations

	2023 Rm	Restated <sup>1</sup> 2022 Rm
Africa Properties	12	8
Pepkor Holdings	31 029	81 396
<b>Net external revenue from discontinued operations*</b>	<b>31 041</b>	<b>81 404</b>

\* Revenue between discontinued operations have been eliminated.

#### Operating profit before depreciation and amortisation adjusted for material other expenses

##### EBITDA reconciles to the operating loss per statement of profit or loss from discontinued operations as follows:

	2023 Rm	Restated <sup>1</sup> 2022 Rm
Operating profit from discontinued operations	7 951	10 490
Depreciation and amortisation	1 535	4 292
Net other income	(3 992)	(466)
Intercompany elimination with continuing operations	-	-
<b>EBITDA per segment reporting from discontinued operations</b>	<b>5 494</b>	<b>14 316</b>
Africa Properties	-	20
Pepkor Holdings	5 494	14 296
<b>EBITDA from discontinued operations as presented</b>	<b>5 494</b>	<b>14 316</b>

#### Operating profit adjusted for material other expenses

##### EBIT reconciles to the operating loss per statement of profit or loss from discontinued operations as follows:

	2023 Rm	Restated <sup>1</sup> 2022 Rm
Operating profit from discontinued operations	7 951	10 490
Net other income	(3 992)	(466)
Intercompany eliminations with continuing operations	-	-
<b>EBIT per segment reporting from discontinued operations</b>	<b>3 959</b>	<b>10 024</b>
Africa Properties	-	20
Pepkor Holdings	3 959	10 004
<b>EBIT from discontinued operations as presented</b>	<b>3 959</b>	<b>10 024</b>

<sup>1</sup> Comparative numbers have been restated for the effect of the reclassification of Pepkor Holdings to discontinued operations.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 1. DISCONTINUED OPERATIONS (continued)

### 1.5 Segmental information relating to discontinued operations (continued)

#### Material other income and expenses

Material other income and expenses added back in the calculation of EBIT and EBITDA above are allocated to the reportable segments as follows:

	Notes	2023 Rm	Restated <sup>1</sup> 2022 Rm
<b>Impairments</b>	1.2.1	-	151
Africa Properties		-	9
Pepkor Holdings		-	142
<b>Loss on disposal of property, plant and equipment and intangible assets</b>	1.2	1	59
Africa Properties		1	1
Pepkor Holdings		-	58
<b>Gain on disposal of discontinued operations/disposal group</b>	1.3	(4 028)	-
Pepkor Holdings		(4 028)	-
<b>Foreign currency reserve reclassified to profit or loss</b>		35	(50)
Pepkor Holdings		35	(50)
<b>Business interruption insurance income</b>		-	(297)
Pepkor Holdings		-	(297)
<b>Movement in Global Litigation Settlement Provision</b>		-	(329)
Pepkor Holdings		-	(329)
<b>Net other income</b>		<b>(3 992)</b>	<b>(466)</b>

<sup>1</sup> Comparative numbers have been restated for the effect of the reclassification of Pepkor Holdings to discontinued operations.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 2. SEGMENT INFORMATION

The Group determined the board of directors to be the CODM for all periods under review.

The Group has disclosed the following reportable segment in respect of the 2023 Reporting Period and has restated the segment disclosures of the 2022 Reporting Period accordingly:

- **Group Services**

The Group's corporate offices provide strategic direction and services to the decentralised operations both globally and in Africa. Activities include management of regulator and stakeholder engagement processes, negotiating funding and identifying and implementing corporate activities.

### Measures reported to the CODM

#### 2.1 Operating performance measures - continuing operations

The Group's share of equity accounted earnings, finance costs, investment income and income tax expenses are not monitored on a segmental level by the CODM and are therefore not allocated to the segments.

#### Operating profit or loss before depreciation and amortisation adjusted for material items

Segment performance is measured on continuing operation's operating profit before depreciation, amortisation and material other items and represents segment revenue less segment expenses, excluding depreciation, amortisation and other material items as included in note 3.2.

Refer to note 1 for the accounting policy on the elimination of intercompany transactions between continuing and discontinued operations.

#### EBITDA reconciles to the operating (loss)/profit per statement of profit or loss as follows:

	Notes	2023 Rm	Restated <sup>1</sup> 2022		
			Previously reported Rm	Adjustment for reclassification to discontinued operations Rm	Continuing operations presented Rm
Operating (loss)/profit per statement of profit or loss		<b>(4 218)</b>	20 021	(10 480)	9 541
Depreciation and amortisation	3.3.1	<b>2</b>	4 296	(4 292)	4
Total net other expenses/(income)	3.2	<b>3 852</b>	(10 266)	476	(9 790)
<b>EBITDA per segment reporting</b>		<b>(364)</b>	14 051	(14 296)	(245)
<b>EBITDA per segment:</b>					
Pepkor Holdings		-	14 296	(14 296)	-
Group Services		<b>(364)</b>	(245)	-	(245)
		<b>(364)</b>	14 051	(14 296)	(245)

<sup>1</sup> Comparative numbers have been restated for the effect of the reclassification of Pepkor Holdings to discontinued operations.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 2. SEGMENT INFORMATION (continued)

### 2.1 Operating performance measures - continuing operations (continued)

#### Operating profit or loss adjusted for material items

Segment performance is measured on continuing operations' operating profit before material items and represents segment revenue less segment expenses, excluding depreciation, amortisation and material items included in note 3.2.

Depreciation and amortisation have been allocated to the segments to which they relate.

Refer to note 1 for the accounting policy on the elimination of intercompany transactions between continuing and discontinued operations.

#### EBIT reconciles to the operating (loss)/profit per statement of profit or loss as follows:

	Note	2023 Rm	Restated <sup>1</sup> 2022		
			Previously reported Rm	Adjustment for reclassification to discontinued operations Rm	Continuing operations presented Rm
Operating (loss)/profit per statement of profit or loss		<b>(4 218)</b>	20 021	(10 480)	9 541
Total net other expenses/(income)	3.2	<b>3 852</b>	(10 266)	476	(9 790)
<b>EBIT per segment reporting</b>		<b>(366)</b>	9 755	(10 004)	(249)
<b>EBIT per segment:</b>					
Pepkor Holdings		-	10 004	(10 004)	-
Group Services		<b>(366)</b>	(249)	-	(249)
		<b>(366)</b>	9 755	(10 004)	(249)

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 2. SEGMENT INFORMATION (continued)

### 2.2 Segmental assets

Assets that are not considered to be segment assets such as cash and cash equivalents, blocked funds, investments in equity accounted companies, other financial assets are excluded from the allocation of assets to segments.

Investment in equity accounted companies and other financial assets are monitored by the CODM on a Group level as these assets are not related to the underlying operations or impact their performance. Such assets are not allocated to segments.

The segmental assets below are presented on a consolidated basis and all intercompany balances and investments in subsidiary companies have been disregarded for purposes of presenting segmental assets.

#### Reconciliation between total assets per statement of financial position and segmental assets

	Notes	30 September 2023 Rm	Restated <sup>1</sup> 30 September 2022 Rm
Total assets per statement of financial position		51 134	134 156
Less: Cash and cash equivalents	15	(1 278)	(5 851)
Less: Blocked funds	16	(6 697)	(671)
Less: Investments in equity accounted companies	10	(27 803)	(65)
Less: Non-current other financial assets	11	(2 461)	(1 299)
Less: Current other financial assets	11	(1 115)	(110)
Less: Intragroup loans and receivables	32.2	(11 088)	(14 780)
Less: Assets classified as held-for-sale	35	-	(2 174)
<b>Segmental assets</b>		<b>692</b>	<b>109 206</b>
<b>Segmental assets</b>			
Pepkor Holdings		-	108 394
Group Services		692	812
		<b>692</b>	<b>109 206</b>

<sup>1</sup> Refer to note 36 for the restatement of the blocked funds.

### 2.3 Segmental non-current assets

The total of non-current assets other than financial instruments and deferred taxation assets is presented per segment below.

#### Reconciliation between non-current assets per statement of financial position and segmental assets

	Notes	30 September 2023 Rm	30 September 2022 Rm
Total non-current assets per statement of financial position		38 182	93 714
Less: Deferred taxation assets	5	-	(3 022)
Less: Non-current other financial assets	11	(2 461)	(1 299)
<b>Segmental non-current assets</b>		<b>35 721</b>	<b>89 393</b>
<b>Segmental non-current assets</b>			
Africa		35 721	86 177
Brazil		-	3 216
		<b>35 721</b>	<b>89 393</b>

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 2. SEGMENT INFORMATION (continued)

### 2.4 Segmental net debt

The purpose of the debt or the Company in which the debt is raised determines the debt cluster to which the debt, cash and cash equivalents and related finance costs and investment income is allocated. These debt clusters are then reviewed by the CODM.

	Gross Cash Rm	Blocked funds Rm	Gross Debt Rm	Net Debt Rm
<b>30 September 2023</b>				
Group Services	1 278	6 697	(9 130)	(1 155)
	<b>1 278</b>	<b>6 697</b>	<b>(9 130)</b>	<b>(1 155)</b>
<b>30 September 2022 - Restated<sup>1</sup></b>				
Pepkor Holdings	4 947	-	(12 058)	(7 111)
Group Services	904	671	(10 154)	(8 579)
	<b>5 851</b>	<b>671</b>	<b>(22 212)</b>	<b>(15 690)</b>
	<i>Note 15</i>	<i>Note 16</i>	<i>Note 17</i>	

<sup>1</sup> Refer to note 36 for the restatement of the blocked funds.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 3. MATERIAL ITEMS INCLUDED IN PROFIT OR LOSS AND BREAKDOWN OF EXPENSES BY NATURE

### 3.1 Other income

	Notes	2023 Rm	Restated <sup>1</sup> 2022 Rm
Risk fee	3.1.1	53	31
Lux Finco 2 early bird fee	3.1.2	29	-
Intragroup recoveries	32.1	26	15
Board fees	31.4	1	-
		<b>109</b>	<b>46</b>

#### 3.1.1 Risk fee

A risk fee was issued to the holder of the S155 Settlement Note as consideration for the risk that SIHPL took in entering the S155 Settlement Agreement in favour of the financial creditors.

#### 3.1.2 Lux Finco 2 early bird fee

In terms of the Support Agreement, in order to incentivise financial creditors to support the Transaction, Lux Finco 2 agreed to pay early bird fees to those financial creditors under facilities A2 and B2 of the Lux Finco 2 Second Lien Facility which have acceded to the Support Agreement before 5:00 p.m. London Time on 31 December 2022. The amount was received, following the effective date of the WHOA Restructuring Plan.

### 3.2 Net other expenses/(income)

	Notes	2023 Rm	Restated <sup>1</sup> 2022 Rm
The Group has identified a number of material items which are material due to the significance of their nature and/or amount. These are listed separately here to provide a better understanding of the financial performance of the Group.			
<b>3.2.1 Movement in credit loss allowances</b>			
Ibex (Europe) loan receivable	32.2	1 769	-
Lux Finco 2 loan receivable	32.2	1 358	1 625
SIHNV loan receivable	32.2	-	1
Newco 2A loan receivable	32.2	2 526	1 852
		<b>5 653</b>	<b>3 478</b>
<b>3.2.2 Loss on disposal of property, plant and equipment and intangible assets</b>			
		-	1
<b>3.2.3 Fees relating to legal advisory and regulatory support</b>			
The principal advisor relationships included legal advisors and corporate advisory functions that support the Group on discussions and engagement with its litigants, creditors, forensic investigation services, and regulatory and taxation advisory services. Fees in the current Reporting Period increased largely due to the WHOA Restructuring plan.			
		<b>181</b>	<b>105</b>
<b>3.2.4 Movement in Global Litigation Settlement Provision</b>			
	24.2	<b>93</b>	<b>635</b>
Settlement Effective Date for the purpose of the Global Litigation Settlement occurred on 15 February 2022. The movements during the 2023 Reporting Period relate to foreign exchange movements.			
For further details refer to note 24.			

<sup>1</sup> Refer to note 1 for details regarding the restatement of comparative numbers for the effect of the reclassification of Pepkor Holdings to discontinued operations.



# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 3. MATERIAL ITEMS INCLUDED IN PROFIT OR LOSS AND BREAKDOWN OF EXPENSES BY NATURE (continued)

### 3.2 Net other expenses/(income) (continued)

	Notes	2023 Rm	Restated <sup>1</sup> 2022 Rm
<b>3.2.5 Fair value adjustments</b>			
<b>Gain on remeasurement of investment in Bud</b>	11.2	(621)	-
The interest in Bud has changed from an investment in equity instrument to a contractual right to cash for future buy-back of shares held in Bud on 30 November 2022 and accordingly the Group has accounted for Bud as a financial asset from this date.			
<b>3.2.6 Foreign currency (gains)/losses</b>			
<b>Foreign exchange gain on SIHPL CPU</b>		-	(665)
The SIHPL CPU was euro-denominated. The rand/euro exchange rate strengthened from 17.5629 at 30 September 2021 to 17.1539 at 15 February 2022 when the CPU was derecognised (refer to note 3.2.7), resulting in a foreign exchange gain being recognised.			
<b>Foreign currency (gain)/loss on Ibex (Europe) loans receivable</b>	32.2	(481)	2
The rand/euro exchange rate weakened from 17.5353 at 30 September 2022 to 19.9813 at 30 September 2023, resulting in a foreign exchange gain being recognised.			
<b>Foreign currency loss SIHNV Loan Note</b>	32.3	505	63
The rand/euro exchange rate weakened from 17.5353 at 30 September 2022 to 20.4828 at 28 June 2023 (derecognition date), resulting in a foreign exchange loss being recognised.			
<b>Foreign currency gain RSA Holdco Loan Note</b>	32.3	(104)	-
The rand/euro exchange rate strengthened from 20.4828 at 28 June 2023 (initial recognition date) to 19.9813 at 30 September 2023, resulting in a foreign exchange gain being recognised.			
<b>Foreign currency loss on Newco 2A Loan Note</b>	32.3	520	78
The rand/euro exchange rate weakened from 17.5353 at 30 September 2022 to 19.9813 at 30 September 2023, resulting in a foreign exchange loss being recognised.			
<b>Foreign currency (gain)/loss on Newco 2A loan receivable</b>	32.2	(597)	170
The closing rand/euro exchange rate weakened from 17.5353 at 30 September 2022 to 19.9813 at 30 September 2023, resulting in a foreign exchange gain being recognised.			
<b>Realised foreign currency loss on funds held for Global Litigation Settlement</b>		-	96
Foreign currency losses were recognised on funds held in the bank accounts of SAHPL in anticipation of the Global Litigation Settlement until final settlement, when most of the foreign currency exchange hedges were exercised (from 15 February 2022 until the end of March 2022).			
		(157)	(256)

<sup>1</sup> Refer to note 1 for details regarding the restatement of comparative numbers for the effect of the reclassification of Pepkor Holdings to discontinued operations.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 3. MATERIAL ITEMS INCLUDED IN PROFIT OR LOSS AND BREAKDOWN OF EXPENSES BY NATURE (continued)

### 3.2 Net other expenses/(income) (continued)

	Note	2023 Rm	Restated <sup>1</sup> 2022 Rm
<b>3.2.7 Derecognition of SIHPL CPU and recognition and subsequent measurement of S155 Settlement Note</b>			
In connection with the SIHPL S155 Scheme, and with the occurrence of the Settlement Effective Date, the financial creditors had agreed to a compromise of any and all claims and actions against SIHPL arising under, out of, or in connection with the SIHPL CPU, the Convertible Bonds, the Guarantees and/or any other related matter on the terms set out in the SIHPL S155 Scheme.			
In consideration of the compromise described above, SIHPL had agreed to issue to the creditors a loan note to the amount of €1.581 billion (with limited recourse), the S155 Settlement Note. The S155 Settlement Note has a third ranking security over SIHPL's available assets. The limited recourse is in terms of the ICA entered into between SIHPL and its financial creditors on Settlement Effective Date. The ICA governs various aspects of the rights and obligations of SIHPL and its creditors. In terms of the ICA, the creditors have agreed that SIHPL's obligation in terms of the S155 Settlement Note will be limited to the proceeds from the realisation of SIHPL's available assets. The S155 Settlement Note carries no interest and has a maturity date of the earlier of 15 August 2027 or an event of default. The obligation under the S155 Settlement Note is limited to the proceeds from the realisation of SIHPL's available assets due to the Limited Recourse. The creditors waived their rights to claim such shortfalls from SIHPL and therefore the S155 Settlement Note liability is only recognised up to value of the net asset value in SIHPL based on its third ranking.			
<b>Gain on substantial debt modification</b>		-	(15 571)
Gain on derecognition of SIHPL CPU		-	(27 125)
Loss on initial recognition of S155 Settlement Note		-	11 554
<b>Subsequent measurement of S155 Settlement Note</b>	17.5	<b>(1 024)</b>	(1 401)
Foreign currency loss		<b>1 446</b>	54
Limited recourse adjustment - S155 Settlement Note*		<b>(2 470)</b>	(1 455)
<i>* Includes the unwinding of the liability, effect of change in foreign currency exchange rates and other limited recourse adjustments to limit the total liability recognised to the available net assets of SIHPL.</i>			
		<b>(1 024)</b>	(16 972)

<sup>1</sup> Refer to note 1 for details regarding the restatement of comparative numbers for the effect of the reclassification of Pepkor Holdings to discontinued operations.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 3. MATERIAL ITEMS INCLUDED IN PROFIT OR LOSS AND BREAKDOWN OF EXPENSES BY NATURE (continued)

### 3.2 Net other expenses/(income) (continued)

	Notes	2023 Rm	Restated <sup>1</sup> 2022 Rm
<b>3.2.8 Loss on recognition of financial assets and liabilities and subsequent limited recourse adjustment</b>			
<b>Loss on recognition of SIHNV Loan Note</b>	32.3	-	2 813
All or certain of the MPCs against SIHPL have been settled (in full or in part) by SIHNV on behalf of SIHPL from funds which was made available by SIHNV for payment via the SRF. In consideration for SIHNV undertaking the MPC Settlement on behalf of SIHPL, SIHPL was liable to SIHNV for the amounts paid by SIHNV pursuant to the MPC Settlement. The SIHNV Loan Note to the amount of €164 million was therefore payable to SIHNV. In terms of the WHOA Restructuring Plan, this loan was transferred to RSA Holdco.			
<b>Loss on initial recognition of Titan Receivable</b>	11.1	-	484
The Titan Receivable is a rand-denominated receivable to the value of R3.4 billion, accruing no interest and repayable on 16 February 2032. A loss to the amount of R484 million was recognised on initial recognition by SIHPL through the Statement of Profit or Loss on acquisition of the receivable in the 2022 Reporting Period.			
<b>Limited recourse adjustment on SIHNV loan</b>	32.3	(2)	(40)
In terms of the SIHPL ICA entered into on 15 February 2022, the loan had a third ranking over SIHPL's assets with limited recourse. Based on SIHPL's available assets, only a portion of this loan was payable. An adjustment was therefore recognised to reduce the loan amount to the balance that will be payable based on the available assets of SIHPL. In terms of the WHOA Restructuring Plan, this loan was transferred to RSA Holdco.			
<b>Limited recourse adjustment on RSA Holdco loan</b>	32.3	(3)	-
In terms of the WHOA Restructuring Plan, the SIHNV loan was transferred to RSA Holdco. In terms of the SIHPL ICA entered into on 15 February 2022, the loan has a third ranking over SIHPL's assets with limited recourse. Based on SIHPL's available assets, only a portion of this loan will be payable. An adjustment was therefore recognised to reduce the loan amount to the balance that will be payable based on the available assets of SIHPL.			
		(5)	3 257
<b>3.2.9 Loss on deemed disposal of associate</b>	10.2.3	48	-
Since 9 February 2023, Pepkor Holdings issued 17.1 million shares in terms of its long-term share incentive scheme.			
<b>3.2.10 Loss on deemed addition of associate</b>	10.2.4	76	-
Since 9 February 2023, Pepkor Holdings repurchased and cancelled 21.1 million ordinary shares from the open market on the JSE to neutralise any dilution from the issue of 17.1 million shares in terms of its long-term share incentive scheme.			

<sup>1</sup> Refer to note 1 for details regarding the restatement of comparative numbers for the effect of the reclassification of Pepkor Holdings to discontinued operations.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 3. MATERIAL ITEMS INCLUDED IN PROFIT OR LOSS AND BREAKDOWN OF EXPENSES BY NATURE (continued)

### 3.2 Net other expenses/(income) (continued)

	Notes	2023 Rm	Restated <sup>1</sup> 2022 Rm
<b>3.2.11 Recognition of Trevo liability and fair value adjustment</b>			
<b>Profit on recognition of Trevo liability</b>		(302)	-
As part of the Global Litigation Settlement, Trevo and others were granted call options by Ainsley Holdings over 125 million Pepkor Holdings shares which can be exercised 3 years from inception of the options on Settlement Effective Date at a strike price of R24.9215 per share. In the 2022 Reporting Period, in terms of IAS 32: Financial Instruments Presentation, the options were classified as equity instruments, as a fixed number of shares can be exchanged for a fixed amount of cash on the exercise date. Since the Company lost control of Pepkor Holdings in February 2023, the fixed number of shares is not classified as the group's own shares anymore, resulting in the call option being recognised as a liability. The liability was recognised at its fair value of R198 million and a profit was recognised on initial recognition.			
<b>Fair value gain on remeasurement of Trevo liability</b>		(123)	-
An independent valuation is performed on the Trevo call option. Due to the decrease in the Pepkor Holdings share price from R19.37 per share as at 9 February 2023 (date of recognition of Trevo liability) to R17.25 per share as at 30 September 2023, the fair value of the liability decreased from R198 million to R75 million and a fair value gain was recognised.			
		<b>(425)</b>	<b>-</b>
<b>3.2.12 Costs associated with the Global Litigation Settlement provision</b>			
<b>Fair value adjustment - Synthetic Forward</b>		-	285
SAHPL paid a portion of the Global Litigation Settlement provision on behalf of SIHNV. As a result, SAHPL has, since December 2020, entered into forward exchange agreements with multiple banks in order to hedge against the foreign currency risk. All hedges have been exercised during the 2022 Reporting Period and foreign exchange losses realised.			
<b>Provision - ACG lawyer fees</b>	24.1	19	(13)
In order to improve recoveries to MPCs, the Ibex Group made available an amount of up to R520 million (€30 million), to pay in respect of certain fees, costs and work undertaken by the ACGs on the terms specified in the settlement documents. The movements during the 2022 and 2023 Reporting Periods mostly relate to foreign exchange movements.			
<b>Provision - SRF cost contribution</b>	24.1	-	(68)
A provision of up to €20 million was provided for during the 2021 Reporting Period as the former SIHNV Group's contribution to cover the costs of the SRF. On finalisation of the agreements between the former SIHNV Group and the SRF a total contribution of €16.5 million was agreed on, resulting in a reduction of R62 million in the provision in the 2022 Reporting Period. The remaining movements during the 2022 Reporting Period mostly relate to foreign exchange movements.			
		<b>19</b>	<b>204</b>

<sup>1</sup> Refer to note 1 for details regarding the restatement of comparative numbers for the effect of the reclassification of Pepkor Holdings to discontinued operations.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 3. MATERIAL ITEMS INCLUDED IN PROFIT OR LOSS AND BREAKDOWN OF EXPENSES BY NATURE (continued)

### 3.2 Net other expenses/(income) (continued)

	2023 Rm	Restated <sup>1</sup> 2022 Rm
<b>3.2.13 Recognition of SAHPL rights to Tekkie Town proceeds from SRF and subsequent remeasurement</b>		
<b>Recognition of SAHPL rights to Tekkie Town proceeds from SRF</b>	-	(220)
As part of the Global Litigation Settlement with the former Tekkie Town owners (of which the terms were agreed on 15 December 2021), it was agreed that the former Tekkie Town owners will transfer control of all their Steinhoff related claims to SAHPL on Settlement Effective Date in exchange for the settlement as set out in the 2021 Consolidated Annual Financial Statements.		
On 15 February 2022, SAHPL's claim against the SRF became virtually certain and was therefore recognised through the Statement of Profit or Loss. The value of the claim is dependent on the final pay-out ratio based on the total number and value of claims received by the SRF.		
<b>Subsequent remeasurement of rights to Tekkie Town proceeds from SRF</b>	14	-
The final settlement amount was determined in May 2023 and an amount of R205 million was paid to SAHPL on 4 May 2023. The amount is however blocked by the SARB due to pending investigations. Refer to note 16.		
	<b>14</b>	<b>(220)</b>
<b>3.2.14 Proceeds from Mayfair settlement</b>	-	(22)
Mayfair issued a summons on 26 November 2020 against SIHNV, SIHPL and Markus Jooste claiming up to R4 billion (€247 million) on a joint and several basis. The claim is founded on damages suffered as a result of a share swap transaction in respect of shares in PSG Group Limited swapped by Mayfair for shares in SIHPL. The parties have settled the proceedings in terms of which Mayfair has agreed that its claim (as listed in SIHPL's S155 Scheme) will be fully compromised and limited to an amount of R1.00 (one rand). In exchange, certain other Ibex Group companies have agreed to limit their claims against Mayfair in Mayfair's own S155 proceedings to an amount of R200 million of which R22.1 million was recovered by the Group (a total of R44.3 million was recovered by the greater Ibex Group).		
<b>3.2.15 Derecognition of Lancaster 102 preference share investments</b>		
During the 2022 Reporting Period, a settlement agreement was reached whereby all previous preference share agreements were cancelled resulting in the derecognition of both the preference share investment and the Lancaster 102 financial liability.		
<b>Loss on derecognition of the Lancaster 102 preference share investment</b>	-	5 479
<b>Gain on derecognition of the Lancaster 102 liability</b>	-	(5 479)
	-	-
<b>TOTAL NET OTHER EXPENSES/(INCOME) FROM CONTINUING OPERATIONS</b>	<b>3 852</b>	<b>(9 790)</b>
<b>Reconciliation of total net other expenses/(income) from continuing operations</b>		
Movement in credit loss allowances on financial assets	5 653	3 478
Net gain on recognition and derecognition of financial assets and financial liabilities	(302)	(12 494)
Net other income	(1 499)	(774)
<b>TOTAL NET OTHER EXPENSES/(INCOME) FROM CONTINUING OPERATIONS</b>	<b>3 852</b>	<b>(9 790)</b>

<sup>1</sup> Refer to note 1 for details regarding the restatement of comparative numbers for the effect of the reclassification of Pepkor Holdings to discontinued operations.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 3. MATERIAL ITEMS INCLUDED IN PROFIT OR LOSS AND BREAKDOWN OF EXPENSES BY NATURE (continued)

### 3.3 Administration expenses by nature

	Notes	2023 Rm	Restated <sup>1</sup> 2022 Rm
Administrative expenses include general administration expenses such as electricity, cleaning, stationery, repairs and other general operating costs.			
The material items included in administration expenses are set out below:			
<b>3.3.1 Depreciation</b>			
Depreciation - Property, plant and equipment	8	-	2
Depreciation - Right-of-use assets	9	2	2
		<b>2</b>	<b>4</b>
<b>3.3.2 Auditor's remuneration</b>			
Audit fees expensed		12	11
<b>3.3.3 Employee benefit expenses</b>			
Salaries and wages		357	210
Share-based payments (cash-settled)	34.1	-	5
		<b>357</b>	<b>215</b>
<b>3.3.4 Net foreign exchange losses/(gains)</b>			
Net (gain)/loss on conversion of monetary assets - realised		(7)	100
Net loss/(gain) on conversion of monetary assets - unrealised		3	(98)
		<b>(4)</b>	<b>2</b>
<b>3.3.5 Directors and officers insurance</b>			
		<b>63</b>	<b>33</b>
<b>3.3.6 Other administration expenses</b>			
		<b>45</b>	<b>30</b>
<b>TOTAL ADMINISTRATION EXPENSES FROM CONTINUING OPERATIONS</b>		<b>475</b>	<b>295</b>

<sup>1</sup> Refer to note 1 for details regarding the restatement of comparative numbers for the effect of the reclassification of Pepkor Holdings to discontinued operations.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 4. FINANCE COSTS AND INCOME FROM INVESTMENTS

### 4.1 Reconciliation of finance costs and income from investments

	Notes	Finance Costs Rm	Income from investments Rm	Net income/ (cost) Rm
<b>2023</b>				
Dividends received	11.2	-	34	34
Finance costs and finance income				
Cash and cash equivalents		-	206	206
Blocked funds		-	205	205
Lease liabilities		(1)	-	(1)
Intragroup loans		-	1 259	1 259
Titan Receivable	11.1	-	141	141
Other		-	28	28
		(1)	1 873	1 872
<b>2022 - Restated<sup>1</sup></b>				
Dividends received		-	192	192
Finance costs and finance income				
Cash and cash equivalents		-	396	396
Lease liabilities		(1)	-	(1)
Loans and liabilities		(192)	-	(192)
Intragroup loans		-	1 303	1 303
Titan Receivable		-	81	81
Other		(2)	11	9
		(195)	1 983	1 788

<sup>1</sup> Refer to note 1 for details regarding the restatement of comparative numbers for the effect of the reclassification of Pepkor Holdings to discontinued operations.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 4. FINANCE COSTS AND INCOME FROM INVESTMENTS (continued)

### 4.2 Reconciliation to statement of cash flows

	Finance Costs Rm	Income from investments Rm	Net income/ (cost) Rm
<b>2023</b>			
Finance costs and income from investments recognised in profit or loss - continuing	(1)	1 873	1 872
Finance costs and income from investments recognised in profit or loss - discontinued	(1 007)	92	(915)
Interest accrued but not paid*	22	(1 385)	(1 363)
Discounting of trade payables/(receivables)	58	(20)	38
Put option liability recognised at amortised cost	29	-	29
Interest on blocked funds	-	(205)	(205)
Interest capitalised to property, plant and equipment	(25)	-	(25)
Cash (outflow)/inflow per the Consolidated Statement of Cash Flows	<b>(924)</b>	<b>355</b>	<b>(569)</b>
<b>2022 - Restated<sup>1</sup></b>			
Finance costs and income from investments recognised in profit or loss - continuing	(195)	1 983	1 788
Finance costs and income from investments recognised in profit or loss - discontinued	(2 469)	262	(2 207)
Interest accrued but not paid*	192	(1 505)	(1 313)
Amortisation of debt raising fees	15	-	15
Discounting of trade payables/(receivables)	124	(105)	19
Put option liability recognised at amortised cost	52	-	52
Interest capitalised to property, plant and equipment	(44)	-	(44)
Cash (outflow)/inflow per the Consolidated Statement of Cash Flows	<b>(2 325)</b>	<b>635</b>	<b>(1 690)</b>

\* Interest accrued but not paid relates mostly to interest on intergroup loans receivable and the Lancaster 102 asset and liability.

<sup>1</sup> Refer to note 1 for details regarding the restatement of comparative numbers for the effect of the reclassification of Pepkor Holdings to discontinued operations.

#### ACCOUNTING POLICY

##### Interest income, finance costs and other finance income and costs

Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in profit or loss using the effective interest method.

Dividend income is recognised in the statement of profit or loss on the date that the Group's right to receive payment is established.

Other net finance income and expenses comprise unwinding of the discount on provisions recognised on investments.



# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 5. TAXATION

Ibex Investments is a South African tax resident.

For the period ending 30 September 2023 the corporate taxation rate in South Africa is 27% (2022: 28%). Capital gains are taxed at 21.60% (2022: 22.40%).

### ACCOUNTING POLICY

#### Current taxation

Included within the tax charge are charges relating to:

- Normal corporate taxation;
- Capital gains taxation;
- Dividends withholding taxation

Current tax is the expected tax payable on the taxable income for the period, using tax rates enacted or substantively enacted at the Reporting Date, and any adjustment to tax payable in respect of previous periods.

Each entity in the Group has to consider whether it is probable that the relevant authority will accept each tax treatment, or group of tax treatments, that it used or plans to use in its income tax filing. If the entity concludes that it is probable that a particular tax treatment is accepted, the entity has to determine taxable profit (tax loss), tax bases, unused tax losses, unused tax credits or tax rates consistently with the tax treatment included in its income tax filings. If the entity concludes that it is not probable that a particular tax treatment is accepted, the entity has to use the most likely amount or the expected value of the tax treatment when determining taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates. The decision should be based on which method provides better predictions of the resolution of the uncertainty.

#### Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities using tax rates enacted or substantively enacted at the Reporting Date.

Deferred tax assets are recognised for tax losses carried forward only to the extent that realisation of the related tax benefit is probable, on the basis of all available evidence it is considered more likely than not, that there will be suitable taxable profits against which the reversal of the deferred tax asset can be deducted.

### 5.1 Income tax expense recognised in profit or loss

#### Significant accounting estimate and judgments

##### Recoverability of deferred taxation assets

Deferred taxation assets have been recognised for the carry forward amount of unused tax losses relating to the Group's operations where there is compelling evidence that it is probable that sufficient taxable profits will be available in the future to utilise the tax losses carried forward, either by the specific company to which it relates or the wider Group. Management has carefully assessed the entities' ability to generate future taxable profits against which the recognised tax losses can be utilised. Such assessments are based on the approved budgets and the forecasts of the entities including its ability to raise funding to maintain and support its operations.

##### Income taxation provision

The Group is subject to income taxation in more than one jurisdiction. Significant judgement is required in determining the provision for income taxes. There are many transactions and calculations for which the ultimate taxation determination is uncertain during the ordinary course of business. Taxation positions are provided for based on either the most probable outcome method (the single most likely amount in a range of possible outcomes: the most likely amount may better predict the resolution of the uncertainty if the possible outcomes are binary or are concentrated on one value) or the expected value of the taxation position (the sum of the probability weighted amounts in a range of possible outcomes: the expected value may better predict the resolution of the uncertainty if there is a range of possible outcomes that are neither binary nor concentrated on one value), for each type of taxation provision.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 5. TAXATION (continued)

### 5.1 Income tax expense recognised in profit or loss (continued)

Major components of the tax expense from continuing and discontinued operations:

	2023 Rm	Restated <sup>1</sup> 2022 Rm
<b>Components of the tax expense from continuing operations:</b>		
<b>Current tax</b>		
Income tax		
Current period	63	63
Prior period adjustments	(55)	(108)
	<b>8</b>	<b>(45)</b>
<b>Deferred taxation</b>		
Originating and reversing temporary differences - current period	(677)	48
	<b>(669)</b>	<b>3</b>
<b>Components of the tax expense from discontinued operations:</b>		
Current tax	495	2 316
Deferred taxation	143	(169)
	<b>638</b>	<b>2 147</b>
<b>Total taxation (income)/expense recognised in profit or loss</b>	<b>(31)</b>	<b>2 150</b>

Reconciliation of rate of taxation

	2023 Rm	Restated <sup>1</sup> 2022 Rm
(Loss)/profit before income tax from continuing operations	(5 738)	10 922
Profit before income tax from discontinued operations	7 038	8 287
	<b>1 300</b>	<b>19 209</b>
South African standard rate of taxation at 27% (2022: 28%)	(351)	(5 379)
Effect of different statutory taxation rates of subsidiaries in other jurisdictions	(13)	18
Effect of non-deductible expenses and tax-exempt income <sup>2</sup>	(26)	2 929
Unrecognised tax losses	(140)	(160)
Change in South African corporate tax rate	3	68
Effect of profit of equity accounted companies	341	43
Prior period adjustments	115	51
Withholding taxes	(16)	(50)
Utilisation of previously unrecognised tax losses and temporary differences	99	284
Previously unrecognised tax losses raised	4	7
FCTR released through profit and loss	8	8
Other reconciling items	7	31
<b>Total taxation income/(expense) recognised in profit or loss</b>	<b>31</b>	<b>(2 150)</b>

<sup>1</sup> Refer to note 1 for details regarding the restatement of comparative numbers for the effect of the reclassification of Pepkor Holdings to discontinued operations.

<sup>2</sup> Non-deductible expenses/tax-exempt income are largely attributable to impairments of intergroup loans, income/expenses of a capital nature and expenses not incurred in the production of income

### 5.2 Tax provisions

Tax provisions are included in the taxation payable balance. The taxation receivable and payable balances are disclosed on the face of the Statement of Financial Position.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 5. TAXATION (continued)

### 5.3 Deferred tax assets and liabilities

	30 September 2023 Rm	30 September 2022 Rm
Total deferred tax assets	-	3 022
Total deferred tax liabilities	-	(4 913)
<b>Balance of net deferred tax assets and deferred tax liabilities at end of the period</b>	<b>-</b>	<b>(1 891)</b>

Recognised deferred tax balances comprises:

	30 September 2023 Rm	30 September 2022 Rm
Intangible assets and goodwill	-	(4 042)
Property, plant and equipment	-	(134)
Right-of-use assets	-	(3 275)
Lease liability	-	4 170
Provisions	-	1 212
Share-based payments	-	163
Taxation losses	-	314
Other	-	(299)
<b>Balance of net deferred tax assets and deferred tax liabilities at end of the period</b>	<b>-</b>	<b>(1 891)</b>

	Notes	30 September 2023 Rm	Restated <sup>1</sup> 30 September 2022 Rm
Balance at beginning of period		(1 891)	(2 018)
Deferred tax of businesses acquired		-	56
Deferred tax of subsidiaries disposed of		1 292	-
Amounts charged directly to other comprehensive income:			
Cash flow hedging reserve and fair value reserves		64	(60)
Amounts charged directly to equity:			
Share-based payment reserves		-	15
Current period charge:			
From continuing operations	5.1	677	(48)
From discontinued operations	5.1	(143)	148
Other		2	1
Exchange differences on translation of foreign operations		(1)	15
<b>Balance at end of the period</b>		<b>-</b>	<b>(1 891)</b>

<sup>1</sup> Refer to note 1 for details regarding the restatement of comparative numbers for the effect of the reclassification of Pepkor Holdings to discontinued operations.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 5. TAXATION (continued)

### 5.3 Deferred tax assets and liabilities (continued)

	30 September 2023 Rm	30 September 2022 Rm
<b>Unrecognised deferred tax assets</b>		
Deferred tax assets have not been recognised in respect of the following items:		
Unrecognised taxation losses	2 699	3 582
Deferred tax assets have not been recognised in respect of these items because it is not yet certain that future taxable profits will be available against which the Group can realise the benefits therefrom.		
<b>Taxation losses</b>		
Estimated recognised taxation losses available for offset against future taxable income	-	950

### 5.4 Expiry profile of taxation losses

The majority of the tax losses do not have expiry dates for utilisation.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 6. EARNINGS PER SHARE

	2023 R Cents	Restated <sup>1</sup> 2022 R Cents
<p>The calculation of per share numbers uses the exact unrounded numbers. This may result in differences when compared to calculating the numbers using the rounded number of shares and loss as disclosed below.</p>		
<b>Basic and diluted (loss)/earnings per share</b>		
From continuing operations	(9 463.7)	19 676.3
From discontinued operations	9 487.3	6 187.3
<b>Basic and diluted earnings per share</b>	<b>23.6</b>	<b>25 863.6</b>
<b>Headline earnings/(loss) per share</b>		
<p>Headline earnings/(loss) is an additional earnings/(loss) number that is permitted by IAS 33. The starting point is profit/(loss) as determined in IAS 33, excluding separately identifiable remeasurements, net of related taxation (both current and deferred) and related non-controlling interests other than remeasurements specifically included in headline earnings/(loss). This number is required to be reported by the JSE, where the Group is listed, and is defined by Circular 1/2023 Headline Earnings.</p>		
<p>Separately identifiable remeasurements are those where the applicable IFRS explicitly requires separate disclosure of the operating and/or the platform remeasurement in the Consolidated Financial Statements. No adjustments would be permitted on the basis of voluntary disclosure of gains or losses (or components of these).</p>		
From continuing operations	(1 043.6)	20 689.1
From discontinued operations	2 229.1	6 107.3
<b>Headline earnings per share</b>	<b>1 185.5</b>	<b>26 796.4</b>

All potential ordinary shares were anti-dilutive and therefore diluted per share numbers are the same as basic or headline per share numbers.

<sup>1</sup> Refer to note 1 for details regarding the restatement of comparative numbers for the effect of the reclassification of Pepkor Holdings to discontinued operations.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 6. EARNINGS PER SHARE (continued)

### RECONCILIATIONS OF DENOMINATOR AND NUMERATOR

#### 6.1 Weighted average number of ordinary shares

	Note	2023 Million	2022 Million
Issued ordinary shares at beginning of the period	28.2	55	55
Weighted average number of ordinary shares at end of the period for the purpose of basic earnings/(loss) per share and headline earnings/(loss) per share		55	55

#### 6.2 Reconciliation of basic earnings/(loss) and headline earnings/(loss) attributable to the ordinary shareholders of Ibex Investments

	Notes	Continuing operations Rm	Discontinued operations Rm	Total Rm
<b>2023</b>				
Basic (loss)/earnings for the period attributable to Owners of Ibex Investments		(5 205)	5 218	13
Adjusted for remeasurement items	6.3	4 631	(3 992)	639
<b>Headline (loss)/earnings attributable to Owners of Ibex Investments</b>		<b>(574)</b>	<b>1 226</b>	<b>652</b>
<b>2022<sup>1</sup></b>				
Basic earnings for the period attributable to Owners of Ibex Investments		10 822	3 403	14 225
Adjusted for remeasurement items	6.3	557	(44)	513
<b>Headline earnings attributable to Owners of Ibex Investments</b>		<b>11 379</b>	<b>3 359</b>	<b>14 738</b>

<sup>1</sup> Refer to note 1 for details regarding the restatement of comparative numbers for the effect of the reclassification of Pepkor Holdings to discontinued operations.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 6. EARNINGS PER SHARE (continued)

### 6.3 Remeasurement items as defined by the HEPS circular

	Notes	2023		Restated <sup>1</sup> 2022	
		Gross of taxation and non-controlling interests Rm	Net of taxation and non- controlling interests Rm	Gross of taxation and non- controlling interests Rm	Net of taxation and non- controlling interests Rm
Remeasurement items reflect and affect the resources committed in producing operating/ trading performance and are not the performance itself. These items deal with the platform/capital base of the entity.					
Refer to note 3 for further details regarding the nature of the remeasurement items.					
<b>Continuing operations</b>					
<b>Impairment</b>		<b>4 631</b>	<b>4 631</b>	556	556
Investments in equity accounted companies		<b>4 631</b>	<b>4 631</b>	556	556
<b>Loss on disposal of property, plant and equipment and intangible assets</b>					
	3.2.2	-	-	1	1
<b>Remeasurement items - Continuing operations</b>		<b>4 631</b>	<b>4 631</b>	557	557
<b>Discontinued operations</b>					
<b>Impairments</b>					
	1.2.1	-	-	151	64
Intangible assets		-	-	5	2
Property, plant and equipment		-	-	19	10
Right-of-use asset		-	-	118	43
Assets held-for-sale		-	-	9	9
<b>Loss on disposal of property, plant and equipment and intangible assets</b>					
	1.2	1	1	59	29
<b>Gain on disposal of discontinued operations/disposal group</b>					
	1.2	(4 028)	(4 028)	-	-
<b>Business interruption insurance income</b>					
	1.2	-	-	(297)	(111)
<b>FCTR and cash flow hedge reserve reclassified to profit or loss on disposal of investment</b>					
	1.2	35	35	(50)	(26)
<b>Remeasurement items - Discontinued operations</b>		<b>(3 992)</b>	<b>(3 992)</b>	(137)	(44)

<sup>1</sup> Refer to note 1 for details regarding the restatement of comparative numbers for the effect of the reclassification of Pepkor Holdings to discontinued operations.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 7. INTANGIBLE ASSETS

	Notes	Goodwill Rm	Trade and brand names Rm	Software and ERP systems Rm	Other intangibles Rm	Total Rm
<b>Balance at 1 October 2021</b>		37 280	17 572	301	217	55 370
Additions		-	-	219	50	269
Amortisation <sup>1</sup>		-	(1)	(196)	(21)	(218)
From continuing operations		-	-	-	-	-
From discontinued operations		-	(1)	(196)	(21)	(218)
Disposals		-	-	(7)	-	(7)
Acquired on acquisition of businesses		1 694	655	35	55	2 439
Impairment <sup>1</sup>		-	(3)	(2)	-	(5)
From continuing operations		-	-	-	-	-
From discontinued operations	1.2.1	-	(3)	(2)	-	(5)
Reclassification between categories		-	-	107	(107)	-
Transfer from property, plant and equipment		-	-	14	-	14
Exchange differences on consolidation of foreign subsidiaries		230	89	19	8	346
<b>Balance at 30 September 2022</b>		<b>39 204</b>	<b>18 312</b>	<b>490</b>	<b>202</b>	<b>58 208</b>
Additions		-	-	45	16	61
Amortisation		-	-	(73)	(2)	(75)
From continuing operations		-	-	-	-	-
From discontinued operations		-	-	(73)	(2)	(75)
Disposal of subsidiary	1.3	(39 189)	(18 288)	(530)	(181)	(58 188)
Reclassification between categories		-	(18)	52	(34)	-
Transfer from property, plant and equipment	8	-	-	9	-	9
Exchange differences on consolidation of foreign subsidiaries		(15)	(6)	7	(1)	(15)
<b>Balance at 30 September 2023</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Cost		-	-	-	-	-
Amortisation and impairment		-	-	-	-	-
<b>Net book value at 30 September 2023</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Cost		44 588	18 972	1 862	250	65 672
Amortisation and impairment		(5 384)	(660)	(1 372)	(48)	(7 464)
<b>Net book value at 30 September 2022</b>		<b>39 204</b>	<b>18 312</b>	<b>490</b>	<b>202</b>	<b>58 208</b>

<sup>1</sup> Refer to note 1 for details regarding the restatement of comparative numbers for the effect of the reclassification of Pepkor Holdings to discontinued operations.

	Goodwill Rm	Trade and brand names Rm	Software and ERP systems Rm	Other intangibles Rm	Total Rm
<b>Classification of intangible assets</b>					
<b>2022</b>					
Indefinite useful life assets	39 204	18 297	-	-	57 501
Definite life assets	-	15	490	202	707
	<b>39 204</b>	<b>18 312</b>	<b>490</b>	<b>202</b>	<b>58 208</b>



# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 8. PROPERTY, PLANT AND EQUIPMENT

	Notes	Land and buildings Rm	Plant and machinery Rm	Leasehold improvements Rm	Furniture and fittings Rm	Other assets Rm	Total Rm
<b>Balance at 1 October 2021</b>		2 581	2 465	602	236	993	6 877
Additions		576	940	242	117	450	2 325
Depreciation <sup>1</sup>		(59)	(642)	(219)	(88)	(251)	(1 259)
From continuing operations	3.3.1	(1)	-	-	(1)	-	(2)
From discontinued operations		(58)	(642)	(219)	(87)	(251)	(1 257)
Disposals		(1)	(74)	-	(2)	(14)	(91)
Impairment <sup>1</sup>		(3)	(13)	(3)	-	-	(19)
From continuing operations		-	-	-	-	-	-
From discontinued operations	1.2.1	(3)	(13)	(3)	-	-	(19)
Acquisition of businesses		-	17	346	6	29	398
Reclassifications		-	79	55	48	(182)	-
Transfer to intangible assets		-	-	-	-	(14)	(14)
Reclassified from assets held-for-sale	35	19	-	-	-	-	19
Exchange differences on consolidation of foreign operations		23	48	29	1	6	107
<b>Balance at 30 September 2022</b>		<b>3 136</b>	<b>2 820</b>	<b>1 052</b>	<b>318</b>	<b>1 017</b>	<b>8 343</b>
Additions		178	319	117	25	187	826
Depreciation		(19)	(227)	(74)	(24)	(84)	(428)
From continuing operations	3.3.1	-	-	-	-	-	-
From discontinued operations		(19)	(227)	(74)	(24)	(84)	(428)
Disposals		(26)	(5)	(1)	(1)	(6)	(39)
Disposal of subsidiary	1.3	(3 256)	(2 934)	(1 103)	(307)	(1 044)	(8 644)
Reclassifications		-	41	27	(8)	(60)	-
Transfer to intangible assets	7	-	-	-	(2)	(7)	(9)
Transfer to right-of-use assets		(3)	-	-	-	-	(3)
Exchange differences on consolidation of foreign operations		(10)	(14)	(18)	-	(3)	(45)
<b>Balance at 30 September 2023</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>1</b>	<b>-</b>	<b>1</b>
Cost		4	-	-	2	2	8
impairment		(4)	-	-	(1)	(2)	(7)
<b>Net book value at 30 September 2023</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>1</b>	<b>-</b>	<b>1</b>
Cost		3 382	6 181	2 546	734	2 733	15 576
impairment		(246)	(3 361)	(1 494)	(416)	(1 716)	(7 233)
<b>Net book value at 30 September 2022</b>		<b>3 136</b>	<b>2 820</b>	<b>1 052</b>	<b>318</b>	<b>1 017</b>	<b>8 343</b>

Carrying values of the main components of the other assets per category are; Capital-work-in-progress (2023: R0; 2022: R260 million), vehicles (2023: R0; 2022: R269 million) and computer equipment (2023: R0; 2022: R478 million).

The 2022 Reporting Date plant and machinery includes retail shop fittings included under Pepkor Holdings disclosure of furniture and fittings.

Leasehold improvements, land and buildings and plant and machinery are reclassified from capital-work-in-progress when the asset is finished and available for use.

<sup>1</sup> Refer to note 1 for details regarding the restatement of comparative numbers for the effect of the reclassification of Pepkor Holdings to discontinued operations.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 9. RIGHT-OF-USE ASSETS

### Significant accounting estimates

#### Leases

Lease terms applicable to lease agreements, relating to the Group's lease liabilities, are negotiated on an individual basis and contain a wide range of different terms and conditions. The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised. Judgement is exercised in determining the likelihood of exercising termination or extension options in determining the lease term including considerations of the initial term/age of the lease, economic uncertainty of countries the Group trades in and uncertainty over the feasibility of certain business units.

Subsequent to the commencement date of lease agreements, lease terms are reassessed when there is a significant event or change in circumstances that is within the Group's control and affects its ability to exercise or not to exercise the option to renew or to terminate. Significant events could include a change in the Group's assessment of whether it is reasonably certain to exercise a renewal or termination option, which includes if a store is flagged for relocation or closure or if it is more favourable not to exercise the option.

Incremental borrowing rates applied in the measurement of certain lease liabilities are specific to the country, term, currency and start date of the applicable lease agreement. Incremental borrowing rates are based on a series of inputs including the prime lending rate, the JIBAR rate, a credit risk adjustment and a country specific adjustment.

### ACCOUNTING POLICY

#### Leases

The Group's main leasing activities relates to that of retail stores, office space and distribution centres. On entering a contract the Group assesses whether a contract is, or contains, a lease based on the definition of a lease as per IFRS 16: Leases. The criteria to assess a contract includes whether a contract involves the use of an identified asset, the Group has the right to obtain substantially all of the economic benefits from the use of the asset throughout the period of use and the Group has the right to direct the use of the asset. The Group then allocates the consideration in the contract to each lease component on the basis of their stand-alone prices. The Group has applied the practical expedient to not reassess any contract entered into before the initial recognition date.

If a contract is assessed to be, or contain, a lease the Group recognises a right-of-use asset and corresponding lease liability at the lease commencement date over the lease term. The Group determines the lease term as the non-cancellable period of a lease, including any beneficial occupation periods, together with assessing if the lessee is reasonably certain to exercise an option available on a lease to extend or terminate the lease.

In assessing whether a lessee is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, management exercises judgement to assess the likelihood thereof. The lease term will not include any renewal options where there is no reasonable certainty that the lease will be renewed until the option is exercised.

#### Right-of-use asset

##### Initial and subsequent measurement

Right-of-use assets are initially measured at cost, which is made up of the initial measurement of the lease liabilities, any initial direct costs incurred by the Group, and any lease payments made in advance of the lease commencement date, less any lease incentives received. Right-of-use assets are subsequently measured at cost, less accumulated depreciation and impairment losses, and adjusted for any remeasurement of the relating lease liabilities as well as modifications of the lease. The recognised right-of-use assets are depreciated on a straight-line basis over the shorter of the useful life or lease term as noted above. Right-of-use assets are tested for impairment as part of the CGU it relates to (i.e. retail store) when indicators of impairment are identified and periodically reduced by the impairment losses, if required.

Payments associated with short-term leases of equipment and vehicles and all leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise IT equipment and small items of office furniture.

Refer to note 19 for initial and subsequent measurement of lease liabilities.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 9. RIGHT-OF-USE ASSETS (continued)

	Notes	Land and buildings Rm	Other assets Rm	Total Rm
<b>Balance at 1 October 2021</b>		10 238	1	10 239
Additions		5 587	-	5 587
Remeasurement due to lease modifications and remeasurements		(2 269)	-	(2 269)
Depreciation <sup>1</sup>		(2 818)	(1)	(2 819)
Continuing operations	3.3.1	(2)	-	(2)
Discontinued operations		(2 816)	(1)	(2 817)
Impairment <sup>1</sup>		(118)	-	(118)
Continuing operations	3.2.1	-	-	-
Discontinued operations	1.2.1	(118)	-	(118)
Acquisition of businesses		360	-	360
Exchange differences on consolidation of foreign subsidiaries		129	-	129
<b>Balance at 30 September 2022</b>		<b>11 109</b>	<b>-</b>	<b>11 109</b>
Additions		1 515	-	1 515
Remeasurement due to lease modifications and remeasurements		(469)	-	(469)
Depreciation		(1 034)	-	(1 034)
Continuing operations	3.3.1	(2)	-	(2)
Discontinued operations		(1 032)	-	(1 032)
Disposal of subsidiary	1.3	(11 089)	-	(11 089)
Transfer from property, plant and equipment	8	3	-	3
Exchange differences on consolidation of foreign subsidiaries		(30)	-	(30)
<b>Balance at 30 September 2023</b>		<b>5</b>	<b>-</b>	<b>5</b>
Cost		14	-	14
Accumulated depreciation and impairment		(9)	-	(9)
<b>Net book value at 30 September 2023</b>		<b>5</b>	<b>-</b>	<b>5</b>
Cost		15 283	1	15 284
Accumulated depreciation and impairment		(4 174)	(1)	(4 175)
<b>Net book value at 30 September 2022</b>		<b>11 109</b>	<b>-</b>	<b>11 109</b>

### Remeasurement due to lease modifications

The remeasurement of the right-of-use assets and relating lease liability remeasurement (note 19) mainly relates to the following:

- Favourable lease renewals
- Retail footprint consolidation in specific retail brands

### Lease term

Right-of-use assets are written off over the shorter of the useful life or the lease term of the specific right-of-use asset. The lease term of the Group is generally between 3 to 5 years and if a lease contains an option to renew which is included in the lease term and if it is reasonably certain that the option will be exercised, the option period also ranges between 3 - 5 years.

<sup>1</sup> Refer to note 1 for details regarding the restatement of comparative numbers for the effect of the reclassification of Pepkor Holdings to discontinued operations.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 10. INVESTMENTS IN EQUITY ACCOUNTED COMPANIES

### ACCOUNTING POLICY

#### Principles of equity accounting

##### Associates

Associates are entities over which the Group has significant influence but not control or joint control. This is generally the case where the Group holds between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting, after initially being recognised at cost.

##### Equity method

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses of the investee in profit or loss, and the Group's share of movements in other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates and joint ventures are recognised as a reduction in the carrying amount of the investment.

Unrealised gains on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Dilution gains and losses arising on the deemed disposal of investments in equity accounted companies are recognised in profit or loss.

When there is a dilution in the Group's shareholding in an investment in an equity accounted company, the dilution ratio is applied to the Group's share of other reserves of the equity accounted company and are released through other comprehensive income or profit or loss depending on the allowable treatment per the IFRS applicable to the transactions that built up that reserve.

Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group.

Where the financial year-end of the equity accounted entity differs by no more than three months from the Group year-end, the Group will adjust the equity accounted carrying value by any known material transactions that took place between the Group year-end and that of the financial year-end of the equity accounted company.

##### Impairment of investments in equity accounted companies

Investments in equity accounted companies are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value-in-use.

Losses in an equity accounted investment are only recognised to the extent of the carrying amount. Excess losses are tracked and any subsequent share in profit of the equity accounted investment will first reduce the excess loss.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 10. INVESTMENTS IN EQUITY ACCOUNTED COMPANIES (continued)

Set out below are the associates and joint ventures of the Group. The country of incorporation or registration is also their principal place of business, and the proportion of ownership interest is the same as the proportion of voting rights held, except where indicated otherwise.

### 10.1 Detail of the equity accounted investments of the Group

Name of business	Place of business / country of incorporation	Nature of business	% holding		Carrying value Rm	
			30 September 2023	30 September 2022	30 September 2023	30 September 2022
<b>Listed</b>						
Pepkor Holdings	South Africa	Retail	43.9	-	27 803	-
<b>Unlisted*</b>						
S'Ya Phanda Proprietary Limited	South Africa	BEE consulting services	-	46.0	-	65
					<b>27 803</b>	<b>65</b>

\* Associates are owned by private equity - no quoted prices are available.

### 10.2 Reconciliation of the aggregate carrying values of equity accounted companies

	Notes	30 September 2023 Rm	30 September 2022 Rm
<b>Balance at the beginning of the period</b>		<b>65</b>	2 659
Addition	10.2.1	<b>31 219</b>	-
Impairments:			
From continuing operations	10.2.2	<b>(4 631)</b>	(556)
Deemed disposal	10.2.3	<b>(48)</b>	-
Deemed addition	10.2.4	<b>(76)</b>	-
Disposal of subsidiary - S'Ya Phanda Proprietary Limited		<b>(67)</b>	-
Loans provided to equity accounted investments		-	5
Transferred to assets held-for-sale		-	(2 155)
Share of profit or loss:			
From continuing operations		<b>1 239</b>	149
From discontinued operations		<b>2</b>	4
Share of other comprehensive income		<b>456</b>	2
Share of other reserves		<b>(356)</b>	2
Dividends received:			
Bud		-	(45)
<b>Carrying values of equity accounted companies at the end of the period</b>		<b>27 803</b>	<b>65</b>

#### 10.2.1 Pepkor Holdings addition

On 9 February 2023, the Group announced the placement of 265 million Pepkor Holdings shares, raising total gross proceeds of R4.9 billion. Following the disposal, the Group's interest in Pepkor Holdings reduced from 51.1% to 43.9% resulting in a loss of control in Pepkor Holdings. This resulted in a deemed disposal of a subsidiary, as the Group no longer holds the majority of the voting rights at Reporting Date and does not have *de facto* power over Pepkor Holdings.

After the deemed disposal on 9 February 2023, Pepkor Holdings was recognised as an investment in associate at the fair value (market value) of the remaining shareholding percentage and will be equity accounted going forward.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 10. INVESTMENTS IN EQUITY ACCOUNTED COMPANIES (continued)

### 10.2 Reconciliation of the aggregate carrying values of equity accounted companies (continued)

#### 10.2.2 Impairments

##### Significant accounting judgements relating to impairment of equity accounted investments

The Group considers whether any impairment indicators are present with regards to its investments in equity accounted companies by reference to the underlying investments' profitability, access to operational funding and any other factors that could impact the investment's ability to deliver returns to the Group.

#### 2023 - Pepkor Holdings

The value of Pepkor Holdings has been impaired to the expected realisation value (fair value less cost to sell) as at 30 September 2023, resulting in an impairment of R4.631 billion being recognised. The impairment is driven by the decrease in the Pepkor Holdings share price from R19.37 per share as at 9 February 2023 (date of recognition of the investment in associate) to R17.25 per share as at 30 September 2023.

#### 2022 - Bud

The value of Bud has been written down to the expected realisation value (fair value less cost to sell) of the disposal assets, resulting in an impairment of R556 million being recognised.

#### 10.2.3 Pepkor Holdings - deemed disposal

Since 9 February 2023, Pepkor Holdings issued of 17.1 million shares in terms of its long-term share incentive scheme.

#### 10.2.4 Pepkor Holdings - deemed addition

Since 9 February 2023, Pepkor Holdings repurchased and cancelled 21.1 million ordinary shares from the open market on the JSE to neutralise any dilution from the issue of 17.1 million shares in terms of its long-term share incentive scheme.

### 10.3 Commitments

The Group's obligation in respect of losses and contingent liabilities from equity accounted companies is limited to the extent of the carrying values of the investments.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 10. INVESTMENTS IN EQUITY ACCOUNTED COMPANIES (continued)

### 10.4 Summarised information in respect of material equity accounted companies

The table below provides summarised financial information for those equity accounted investments that are material to the Group, excluding equity accounted investments that are classified as held-for-sale as at the Reporting Date. The information disclosed reflects the amounts presented in the financial statements of the relevant equity accounted companies and not the Group's share of those amounts.

Adjustments are made for material transactions occurring between equity accounted company's reporting date and Ibx Investments' Reporting Date (where necessary).

The Group has compared the accounting policies of these companies to those of the Group and have found no material differences that require adjustment.

#### Summarised Statement of Comprehensive Income

	Pepkor Holdings		
	12 Months ended 30 September 2023		
	Reported by Pepkor Holdings Rm	Fair value adjustments made at the time of acquisition Rm	Adjusted for fair value adjustments at time of acquisition Rm
Revenue	87 408	-	87 408
<b>(Loss)/profit for the period from continuing operations</b>	<b>(1 280)</b>	<b>6 516</b>	<b>5 236</b>
Loss for the period from discontinued operations	(10)	-	(10)
<b>(Loss)/profit for the period</b>	<b>(1 290)</b>	<b>6 516</b>	<b>5 226</b>
Other comprehensive income for the period	910	-	910
<b>Total comprehensive (loss)/income for the period</b>	<b>(380)</b>	<b>6 516</b>	<b>6 136</b>

#### Summarised Statement of Financial Position

	Pepkor Holdings		
	2023		
	As at 30 September 2023 Rm	Fair value adjustments made at the time of acquisition Rm	As at 30 September 2023 Rm
Current assets	33 256	-	33 256
Non-current assets	75 484	(32 672)	42 812
Current liabilities	(23 443)	-	(23 443)
Non-current liabilities	(26 244)	-	(26 244)
Non-controlling interests	(212)	-	(212)
<b>Net assets</b>	<b>58 841</b>	<b>(32 672)</b>	<b>26 169</b>
% ownership by Group			43.95%
Group's share of net assets			11 500
Goodwill			16 303
<b>Carrying amount of the Group's interest</b>			<b>27 803</b>

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 11. OTHER FINANCIAL ASSETS

### ACCOUNTING POLICY

#### Investments and other financial assets

##### Classification

The group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through OCI or through profit or loss), and
- those to be measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or OCI. For investments in equity instruments that are not held for trading, this will depend on whether the group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income ("FVOCI").

The group reclassifies debt investments when and only when its business model for managing those assets changes.

##### Recognition and derecognition

Regular way purchases and sales of financial assets are recognised on trade date, being the date on which the group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the group has transferred substantially all the risks and rewards of ownership.

##### Measurement

At initial recognition, the group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss ("FVPL"), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

##### Debt instruments

Subsequent measurement of debt instruments depends on the group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the group classifies its debt instruments:

- **Amortised cost:** Assets that are held for collection of contractual cash flows, where those cash flows represent solely payments of principal and interest, are measured at amortised cost. Interest income from these financial assets is included in finance income using the effective interest rate method. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains/(losses) together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the statement of profit or loss.
- **FVOCI:** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses, which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/(losses). Interest income from these financial assets is included in finance income using the effective interest rate method. Foreign exchange gains and losses are presented in other gains/(losses), and impairment expenses are presented as separate line item in the statement of profit or loss.
- **FVPL:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. A gain or loss on a debt investment that is subsequently measured at FVPL is recognised in profit or loss and presented net within other gains/(losses) in the period in which it arises.

##### Equity instruments

The group subsequently measures all equity investments at fair value. Where the group's management has elected to present fair value gains and losses on equity investments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss as other income when the group's right to receive payments is established.

Changes in the fair value of financial assets at FVPL are recognised in other gains/(losses) in the statement of profit or loss as applicable. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

##### Impairment

The group assesses on a forward-looking basis the expected credit losses associated with its debt instruments carried at amortised cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk.



# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 11. OTHER FINANCIAL ASSETS (continued)

	Notes	30 September 2023 Rm	30 September 2022 Rm
<b>Non-current other financial assets</b>			
At amortised cost	11.1	1 303	1 204
At fair value through profit or loss	11.2	1 158	-
At fair value through other comprehensive income	11.3	-	95
		<b>2 461</b>	<b>1 299</b>
<b>Current other financial assets</b>			
At amortised cost	11.1	-	110
At fair value through profit or loss	11.2	1 115	-
		<b>1 115</b>	<b>110</b>
Total other financial assets		<b>3 576</b>	<b>1 409</b>

### 11.1 At amortised cost

The financial assets are presented as non-current assets unless they mature, or management intends to dispose of them within 12 months after the Reporting Date.

	30 September 2023 Rm	30 September 2022 Rm
<b>Financial assets at amortised cost including the following debt instruments:</b>		
Unlisted investments	-	5
Investments with banking institutions serving as security over term loans	-	107
Interest-bearing loans	-	23
Titan Receivable	1 303	1 162
Non-interest bearing loans	-	17
	<b>1 303</b>	<b>1 314</b>

### Titan Receivable

The Titan Receivable has the following terms:

- R3.4 billion principal outstanding;
- Zero coupon;
- Repayment date of 16 February 2032 and voluntarily repayable without penalty at any time; and
- Security in favour of SIHPL over up to 12 731 641 ordinary shares in Shoprite Holdings Limited.

On 26 May 2023, SIHPL released 2 082 282 ordinary shares in Shoprite Holdings Limited to Thibault Square Financial Services Proprietary Limited, from the pledge over such shares pursuant to the pledge and cession. The release of pledged shares was made in accordance with the terms of the Titan Receivable in execution of a contractually agreed right exercisable by the debtor only once, provided that minimum requirements regarding the Shoprite Holdings Limited share price and the debtor's net asset value were met.

On initial recognition the Titan Receivable was recognised at its fair value, resulting in a loss of R484 million being recognised during the 2022 Reporting Period (refer to note 3.2.8).

### Interest recognised on the effective interest method

The Titan Receivable's gross carrying amount was calculated using the effective interest method as required by IFRS. The gross carrying amount is calculated by discounting the estimated future cash flows of the financial asset through the expected life of it using the effective interest rate.

The effective interest rate (12.07%) was calculated considering the contractual terms of the instrument and is inclusive of counterparty credit risk. The difference between the effective interest rate and the coupon rate (0%) is the amortisation during the period recognised as interest income in the Statement of Profit or Loss (refer to note 4).

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 11. OTHER FINANCIAL ASSETS (continued)

### 11.1 At amortised cost (continued)

#### Titan Receivable (continued)

#### Impairment and risk exposure

The Titan Receivable is a purchased credit-impaired financial asset, as a result the ECL is calculated on lifetime losses.

As noted, Titan has provided security in the form of 12 731 641 Shoprite Holdings Limited ordinary shares. These shares are held in a custody account by Rand Merchant Bank Limited (the custodian). Given default, the security is expected to significantly reduce the loss. Management concluded that, based on the current and estimated future value of the shares, which was calculated by using a long-term inflation rate, the security provided will be sufficient to cover the receivable should a default occur. As a result, any ECL is immaterial.

Information about the Titan Receivable's exposure to interest rate risk can be found in note 22.1.2.

### 11.2 At fair value through profit or loss

#### Bud

The Company has a 19.89% holding in Bud as at 30 September 2023 (30 September 2022: 25.99%). Bud has a majority shareholding in Bud Group. The Bud Group consists of various sub-groups (subsidiaries) and associate investments with businesses in the chemicals, minerals and industrial services sectors.

The Bud shareholders approved a restructure to facilitate an exit by certain Bud shareholders, including the Ibex Group through Mons Bella, by way of a share buyback. The restructure entailed the transfer of certain assets to a newco, which facilitate the orderly disposal of those assets ("**Disposal Assets**"). As the newco disposes of the assets, the consideration received for the disposal are advanced to exiting shareholders on an interest-free loan account ("**Exit Loan**") until such time that the share buyback is complete. The repurchase of the shares by Bud from exiting shareholders will then be settled by offsetting it against the Exit Loan. In substance the Group entered into an earnout arrangement for the disposal of shares held in Bud. The interest in Bud changed from an investment in equity instrument to a contractual right to cash for future buy-back of shares held in Bud on 30 November 2022, which is the date all conditions precedent to the Transaction Implementation Agreement were fulfilled and accordingly the restructure is unconditional. The Group has accounted for Bud as a financial asset from this date.

The board of directors of Bud declared a dividend to its ordinary shareholders of R1.33 per share in November 2022. A total dividend of R33.75 million was received by Mons Bella in December 2022.

	Notes	2023 Rm
Recognition of financial asset		2 155
Additions <sup>1</sup>		9
Advancement on Exit Loan		(512)
Fair value adjustment	3.2.5 & 21.1	621
<b>Balance as at 30 September 2023</b>		<b>2 273</b>
Current		1 115
Non-current		1 158
		<b>2 273</b>

<sup>1</sup> During the Reporting Period, the Group marginally increased its shareholding in BUD by purchasing additional shares from DJEA (RF) Proprietary Limited.

### 11.3 At fair value through other comprehensive income

#### Investment in SIHNV

Majority of the other financials held at fair value through other comprehensive income related to the investment in SIHNV shares. The investment in SIHNV comprised 40 186 472 ordinary shares held by various entities in the Group. During the Reporting Period, SAHPL disposed of all the shares in the open market for a total consideration of R15 million.

#### Amounts recognised in other comprehensive income and profit or loss

	2023 Rm	2022 Rm
Loss recognised in other comprehensive income	(70)	(35)

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 12. TRADE AND OTHER RECEIVABLES

	Note	30 September 2023 Rm	30 September 2022 Rm
<b>Financial assets</b>			
<b>Non-current trade and other receivables</b>			
Loans to customers		-	5
<b>Current trade and other receivables</b>			
Trade receivables		-	1 823
Instalment sale receivables		-	1 751
Credit sales through store cards		-	4 089
Loans to customers		-	2 220
<b>Gross trade, instalment sale and loan receivables</b>		-	9 883
Less: Provision for expected credit losses - Trade receivables		-	(196)
Less: Provision for expected credit losses - Instalment sale receivables		-	(544)
Less: Provision for expected credit losses - Credit sales through store cards		-	(860)
Less: Provision for expected credit losses - Loans to customers		-	(378)
<b>Net trade, instalment sale and loan receivables</b>		-	7 905
Other amounts due		30	1 394
Less: Provision for impairments - Other amounts due		-	(67)
Rights to Tekkie Town proceeds from SRF	3.2.13	-	220
Derivative financial assets		-	608
		<b>30</b>	<b>10 060</b>
<b>Non-financial assets</b>			
<b>Current trade and other receivables</b>			
Prepayments		-	299
Value Added Tax receivable		-	251
		-	550
Non-current trade and other receivables		-	5
Current trade and other receivables		30	10 610
<b>Total trade and other receivables</b>		<b>30</b>	<b>10 615</b>

### Classification of trade and other receivables

For normal trade receivables the credit period on the sale of goods is between 30 and 90 days and are therefore classified as current. The Group has adopted the IFRS 15 expedient where no interest is recognised on trade receivables repayable within 12 months.

### Other amounts due

Included in the 2023 Reporting Date's other amounts due are deposits with service providers.

### Fair values of trade and other receivables

Receivables are recognised initially at the transaction price determined under IFRS 15, and subsequently measured at amortised cost using the effective interest method, less provision for expected credit losses.

Due to the short-term nature of the current receivables, their carrying amount is considered to be the same as their fair value.

### Impairment and risk exposure

While trade and other receivables are also subject to the impairment requirements of IFRS 9, the identified expected credit loss was immaterial. No disclosure for credit risk relating to the 2022 Reporting Date is disclosed, due to trade and other receivables relating largely to Pepkor Holdings, which has since been disposed. Refer to note 1. Information about the Group's exposure to foreign currency risk and interest rate risk can be found in note 22.

### Trade and other receivables part of disposal group

The Company lost control of Pepkor Holdings during the 2023 Reporting Period. Trade and other receivables relating to Pepkor Holdings included in the 30 September 2022 balance amounted to R10.4 billion. Refer to note 1 for further information.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 13. FINANCIAL ASSETS AND FINANCIAL LIABILITIES

The Group holds the following financial assets and financial liabilities:

	Notes	At fair value through profit or loss Rm	At fair value through other comprehensive income Rm	At amortised cost Rm	Total carrying values Rm
<b>30 September 2023</b>					
Other financial assets	11	1 158	-	1 303	2 461
Intragroup loans and receivables	32	-	-	7 912	7 912
<b>Non-current financial assets</b>		<b>1 158</b>	<b>-</b>	<b>9 215</b>	<b>10 373</b>
Trade and other receivables	12	-	-	30	30
Other financial assets	11	1 115	-	-	1 115
Cash and cash equivalents	15	-	-	1 278	1 278
Blocked funds	16	-	-	6 697	6 697
Intragroup loans and receivables	32	-	-	3 176	3 176
<b>Current financial assets</b>		<b>1 115</b>	<b>-</b>	<b>11 181</b>	<b>12 296</b>
Borrowings	17	-	-	(9 130)	(9 130)
Lease liabilities <sup>1</sup>	19	-	-	(5)	(5)
Intragroup loans and payables	32	-	-	(7 541)	(7 541)
<b>Non-current financial liabilities</b>		<b>-</b>	<b>-</b>	<b>(16 676)</b>	<b>(16 676)</b>
Borrowings	17	-	-	-	-
Lease liabilities <sup>1</sup>	19	-	-	(2)	(2)
Trade and other payables	20	-	-	(117)	(117)
Intragroup loans and payables	32	-	-	(3 159)	(3 159)
<b>Current financial liabilities</b>		<b>-</b>	<b>-</b>	<b>(3 278)</b>	<b>(3 278)</b>
		<b>2 273</b>	<b>-</b>	<b>442</b>	<b>2 715</b>

<sup>1</sup> Measured in terms of IFRS 16.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 13. FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)

	Notes	At fair value through profit or loss <sup>1</sup> Rm	At fair value through other comprehensive income <sup>1</sup> Rm	At amortised cost Rm	Total carrying values Rm
<b>30 September 2022- Restated<sup>4</sup></b>					
Other financial assets <sup>3</sup>	11	-	95	1 204	1 299
Trade and other receivables	12	-	-	5	5
Intragroup loans and receivables	32	-	-	11 663	11 663
<b>Non-current financial assets</b>		-	95	12 872	12 967
Trade and other receivables	12	-	-	9 452	9 452
Derivative financial assets	12	10	598	-	608
Other financial assets	11	-	-	110	110
Cash and cash equivalents	15	-	-	5 851	5 851
Blocked funds	16	-	-	671	671
Intragroup loans and receivables	32	-	-	3 117	3 117
<b>Current financial assets</b>		10	598	19 201	19 809
Borrowings	17	-	-	(20 505)	(20 505)
Put option liability	18	-	-	(682)	(682)
Lease liabilities <sup>2</sup>	19	-	-	(11 867)	(11 867)
Intragroup loans and payables	32	-	-	(5 099)	(5 099)
<b>Non-current financial liabilities</b>		-	-	(38 153)	(38 153)
Borrowings	17	-	-	(1 707)	(1 707)
Lease liabilities <sup>2</sup>	19	-	-	(2 838)	(2 838)
Trade and other payables	20	(32)	(4)	(14 056)	(14 092)
Intragroup loans and payables	32	-	-	(4 669)	(4 669)
<b>Current financial liabilities</b>		(32)	(4)	(23 270)	(23 306)
		(22)	689	(29 350)	(28 683)

<sup>1</sup> Includes derivative financial instruments.

<sup>2</sup> Measured in terms of IFRS 16.

<sup>3</sup> Other financial assets measured at fair value through other comprehensive income consists of equity instruments which are initially measured at fair value through other comprehensive income.

<sup>4</sup> Refer to note 36 for the restatement of the blocked funds.

The Group's exposure to various risks associated with the financial instruments is discussed in note 22. The maximum exposure to credit risk at the end of each Reporting Period is the carrying amount of each class of financial assets mentioned above.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 14. INVENTORIES

### 14.1 Reconciliation of inventory

	30 September 2023 Rm	30 September 2022 Rm
Merchandise and finished goods	-	15 886
Goods in transit	-	1 864
Raw materials and other inventories	-	133
Inventory before provision	-	17 883
Less: provision for inventory write downs*	-	(817)
<b>Net Inventories</b>	<b>-</b>	<b>17 066</b>

\* Comprises mainly provision against merchandise and finished goods

### 14.2 Movement in the provision for inventory shrinkage, obsolescence and markdowns

	30 September 2023 Rm	30 September 2022 Rm
Balance at the beginning of the year	(817)	(725)
Acquired on acquisition of businesses	-	(13)
Disposal of subsidiary	865	-
Charge for the year	(140)	(334)
Amounts used during the year	57	235
Unused amounts reversed	8	33
Amounts written off	21	-
Foreign currency translation	6	(13)
<b>Balance at the end of the year</b>	<b>-</b>	<b>(817)</b>

	2023 Rm	2022 Rm
<b>14.3 Amount of write-down of inventories to net realisable value recognised in cost of sales as an expense during the period - discontinued operations</b>	<b>(236)</b>	<b>(851)</b>

#### Inventory part of disposal group

The Company lost control of Pepkor Holdings during the 2023 Reporting Period. Inventory relating to Pepkor Holdings included in the 30 September 2022 balance amounted to R17.1 billion. Refer to note 1 for further information.

## 15. CASH AND CASH EQUIVALENTS

	30 September 2023 Rm	Restated <sup>1</sup> 30 September 2022 Rm
<b>Current assets</b>		
Cash at bank and on hand	17	4 953
Funds and deposits on call	1 261	898
	<b>1 278</b>	<b>5 851</b>

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Term deposits are presented as cash equivalents if they have maturity of three months or less from the date of acquisition and are repayable within 48-hour notice with no loss of interest.

<sup>1</sup> Refer to note 36 for the restatement of the blocked funds.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 15. CASH AND CASH EQUIVALENTS (continued)

### Impairment and risk exposure

The Group deposits short-term cash surpluses with major banks of quality credit standing. At 30 September 2023, the Group did not consider there to be any significant concentration of credit risk that had not been adequately provided for. While cash and cash equivalents are also subject to the impairment requirements of IFRS 9, the identified expected credit loss was immaterial.

Information about the Group's exposure to foreign currency risk and interest rate risk can be found in note 22.

## 16. BLOCKED FUNDS

On 18 and 30 May 2023, the FinSurv of the SARB issued separate orders under ECR 22C, prohibiting the withdrawal of funds from the selected bank accounts of SIHPL, Ibex Investments and SAHPL.

On 15 June 2023, FinSurv sent a letter to the Group with the subject "Exchange control investigation by the Financial Surveillance Department of the South African Reserve Bank - Findings regarding contraventions of the Exchange Control Regulations by Ibex Group entities", which purports to explain the reasons for the ECR 22C orders.

These funds are subject to SARB approval prior to making any withdrawals.

Refer to note 36 for the restatement of the blocked funds included in cash and cash equivalents during the 2022 Reporting Period.

	30 September 2023 Rm	30 September 2022 Rm
<b>Current assets</b>		
Funds and deposits	6 697	671

In October 2023, SIHPL received approval from FinSurv to withdraw R854.6 million (€42 million) of the blocked funds, which was utilised to repay the RSA Holdco loan note in accordance with lender consent obtained. Refer to note 32.3.

On 1 December 2023, the Company together with its direct holding company and other entities within the Group, initiated review proceedings against the SARB in the High Court of South Africa, for an order to set aside certain decisions of the SARB relating to the blocking of funds, the release of funds and declaring that certain prior approvals granted by the SARB are valid and binding.

After close of business on 13 December 2023, the Company received a letter from the SARB under the heading "Alleged contraventions of the provisions of the Exchange Control Regulations, as promulgated by Government Notice No. R.1111 of 1961-12-01: potential forfeiture of 'blocked' funds in terms of Exchange Control Regulation 22B". The SARB therein requested the Company to make representations for consideration by the Governor or a Deputy Governor as to why some or all of the blocked funds should not be declared forfeit as provided for in Regulation 22B. The Company intends to respond to the letter dated 13 December 2023, and notwithstanding this letter, the Ibex Group shall continue with the legal proceedings instituted on 1 December 2023.

Any further conditions required by SARB relating to the approval of withdrawals of the blocked funds and the time frame thereto are currently unknown to the Group.

The directors reviewed the circumstances regarding the classification of the blocked funds disclosed and based on the information available, including the release of funds subsequent to year-end, have classified the amount as current.

### Impairment and risk exposure

The Group's blocked funds are with major banks of quality credit standing. While the blocked funds are also subject to the impairment requirements of IFRS 9, the identified expected credit loss was immaterial. Refer to note 25 for further information regarding the blocked funds.

Information about the Group's exposure to foreign currency risk and interest rate risk can be found in note 22.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 17. BORROWINGS

### ACCOUNTING POLICY

#### Recognition and measurement

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

#### Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when the Company's obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

#### Modification of debt

An exchange between an existing borrower and lender of debt instruments with substantially different terms should be accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability.

Terms are deemed to be substantially different when the discounted present value of the cash flows under the new terms is at least 10% different from the discounted present value of the remaining cash flows of the original financial liability.

### 17.1 Analysis of closing balance

	Note	30 September 2023			30 September 2022		
		Current Rm	Non-current Rm	Total Rm	Current Rm	Non-current Rm	Total Rm
<b>Secured financing</b>							
<b>Pepkor Holdings</b>		-	-	-	1 707	10 351	12 058
Term loans and facilities		-	-	-	329	7 930	8 259
Floating rate notes		-	-	-	800	2 406	3 206
Bank overdraft		-	-	-	578	-	578
Other		-	-	-	-	15	15
<b>Group Services</b>							
S155 Settlement Note	17.5	-	9 130	9 130	-	10 154	10 154
<b>Total borrowings</b>		-	9 130	9 130	1 707	20 505	22 212



# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 17. BORROWINGS (continued)

### 17.2 Reconciliation of borrowings balances

	Notes	Group Services Rm	Pepkor Holdings Rm	Total Rm
<b>Opening balance - 1 October 2021</b>		33 077	11 151	44 228
Repayable within one year		5 286	431	5 717
Repayable after one year		27 791	10 720	38 511
Repayment of term loans and facilities		-	(5 338)	(5 338)
Repayment of interest		-	(925)	(925)
Derecognition of Lancaster 102 liability	3.2.15	(5 479)	-	(5 479)
Derecognition of SIHPL CPU	3.2.7	(27 125)	-	(27 125)
Recognition of S155 Settlement Note	3.2.7	11 554	-	11 554
Limited recourse adjustment - S155 Settlement Note	3.2.7	(1 455)	-	(1 455)
Additional financing		-	5 147	5 147
Interest accrued <sup>1</sup>		192	925	1 117
Continuing	4	192	-	192
Discontinued		-	925	925
Acquired at acquisition of subsidiaries		-	976	976
Foreign exchange movement		(610)	122	(488)
<b>Closing balance - 30 September 2022</b>		<b>10 154</b>	<b>12 058</b>	<b>22 212</b>
Repayable within one year		-	1 707	1 707
Repayable after one year		10 154	10 351	20 505
Repayment of term loans and facilities		-	(127)	(127)
Repayment of interest		-	(422)	(422)
Limited recourse adjustment - S155 Settlement Note	3.2.7	(2 470)	-	(2 470)
Additional financing		-	1 167	1 167
Interest accrued		-	444	444
Continuing		-	-	-
Discontinued		-	444	444
Disposal of subsidiary	1.3	-	(13 116)	(13 116)
Foreign exchange movement	3.2.7	1 446	(4)	1 442
<b>Closing balance - 30 September 2023</b>		<b>9 130</b>	<b>-</b>	<b>9 130</b>
Repayable within one year		-	-	-
Repayable after one year		9 130	-	9 130

<sup>1</sup> Refer to note 1 for details regarding the restatement of comparative numbers for the effect of the reclassification of Pepkor Holdings to discontinued operations.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 17. BORROWINGS (continued)

### 17.3 Contractual maturities of borrowings

The following are the remaining contractual maturities of borrowings at the Reporting Date. The amounts are gross and undiscounted, and include contractual interest payments.

	Contractual cash flows					Total Rm	Carrying amount Rm
	1 - 12 months Rm	Between 1 and 2 years Rm	Between 2 and 5 years Rm	Over 5 years Rm			
<b>At 30 September 2023</b>							
<b>Group Services</b>							
S155 Settlement Note	-	-	9 130	-	9 130	9 130	
<b>Total borrowings</b>	<b>-</b>	<b>-</b>	<b>9 130</b>	<b>-</b>	<b>9 130</b>	<b>9 130</b>	
<b>At 30 September 2022</b>							
<b>Pepkor Holdings</b>							
All external borrowings	2 336	3 089	9 150	1	14 576	12 058	
<b>Group Services</b>							
S155 Settlement Note	-	-	10 154	-	10 154	10 154	
<b>Total borrowings</b>	<b>2 336</b>	<b>3 089</b>	<b>19 304</b>	<b>1</b>	<b>24 730</b>	<b>22 212</b>	

### 17.4 Compliance with debt covenants

Ibex Investments as well as the greater Ibex Group does not have any financial covenant requirements. There are information undertakings at various levels within the Ibex Group, that have all been complied with up to the date of signature of these Consolidated and Separate Annual Financial Statements.

### 17.5 S155 Settlement Note

In connection with the SIHPL S155 Scheme, and with the occurrence of the Settlement Effective Date, the financial creditors had agreed to a compromise of any and all claims and actions against SIHPL arising under, out of, or in connection with the SIHPL CPU, the Convertible Bonds, the Guarantees and/or any other related matter on the terms set out in the SIHPL S155 Scheme.

Under IFRS, when a debt instrument is restructured or refinanced and the terms have been substantially modified, the transaction is accounted for as an extinguishment of the old debt instrument, with a gain or loss. The new debt instrument is recognised at fair value.

The terms between the SIHPL CPU liability and the S155 Settlement Note were substantially different based on the maximum recoveries, the change in terms whereby the S155 Settlement Note now has a third ranking, the maturity date that was extended to 15 August 2027 and the limited recourse on the S155 Settlement Note. The SIHPL CPU was accordingly derecognised and the S155 Settlement Note recognised at fair value in the 2022 Reporting Period.

In consideration of the compromise described in above, SIHPL had agreed to issue to the creditors a loan note to the amount of €1.581 billion, the S155 Settlement Note. The S155 Settlement Note has a third ranking security over SIHPL's available assets and has limited recourse. The limited recourse is in terms of the ICA entered into between SIHPL and its financial creditors on Settlement Effective Date. The ICA governs various aspects of the rights and obligations of SIHPL and its creditors. In terms of the ICA, the creditors have agreed that SIHPL's obligation in terms of the S155 Settlement Note will be limited to the proceeds from the realisation of SIHPL's available assets. The S155 Settlement Note carries no interest and has a maturity date of the earlier of 15 August 2027 or an event of default. The obligation under the S155 Settlement Note is limited to the proceeds from the realisation of SIHPL's available assets due to the Limited Recourse. The creditors waived their rights to claim such shortfalls from SIHPL, the S155 Settlement Note liability is only recognised up to value of the net asset value in SIHPL based on its third ranking.

On initial recognition, the S155 Settlement Note was recognised at its fair value and subsequently measured at amortised cost, taking into account expected future cashflows from realisation of SIHPL's available assets and is therefore highly subjective to estimation uncertainty. As at the Reporting Date, SIHPL's available assets decreased resulting in a limited recourse adjustment of R2 470 million (which includes the unwinding of the liability, effect of change in foreign currency exchange rates and other limited recourse adjustments to limit the total liability recognised to the available net assets of SIHPL) being recognised, together with a foreign exchange loss of R1.446 billion.

### 17.6 Risk exposures

Details of the Group's exposure to risks arising from borrowings are set out in note 22.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 18. PUT OPTION LIABILITY

### ACCOUNTING POLICY

Where a minority shareholder has the right to put equity instruments of a subsidiary to another group entity, the group records a financial liability for its obligation to pay the put option exercise price. This recognition occurs when the put option contract is signed. Where the put option is entered into as part of a business combination, the put option is accounted for as a financial liability at the present value of the redemption amount with a corresponding charge directly to equity.

Given that the value varies with non-financial variables that are specifically to the parties in the contract, management has classified the put option as a financial liability at amortised cost. As such the put option liability is subsequently accreted through finance cost in profit or loss for the period, using the effective interest rate method, up to the redemption amount that is payable at the date at which the options becomes exercisable or vests.

	Note	30 September 2023 Rm	30 September 2022 Rm
<b>Reconciliation of put option liability</b>			
Opening balance		682	-
Recognition of put option liability		-	606
Disposal of subsidiary	1.3	(706)	-
Interest cost - discontinued		29	52
Exchange differences on consolidation of foreign subsidiaries		(5)	24
<b>Closing Balance</b>		<b>-</b>	<b>682</b>

Effective 3 February 2022, the Pepkor Holdings Group acquired 81.7% of the issued share capital of Avenida and further increased its shareholding to 87.1% through a capital injection. As part of the transaction the Pepkor Holdings Group entered into a written symmetrical put and call agreement, with three natural persons with equal number of share options, over the remaining 12.9% interest in Avenida which can be exercised in three tranches.

Given that the value varies with non-financial variables that are specific to the parties in the contract, management classified this put option as a financial liability at amortised cost.

The Company lost control of Pepkor Holdings in February 2023 and the put option was accordingly derecognised as part of the deemed disposal of subsidiary. Refer to note 1 for further information.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 19. LEASE LIABILITIES

### ACCOUNTING POLICY

#### Lease liabilities

#### Initial and subsequent measurement

Lease liabilities are initially measured at the present value of future lease payments discounted using the discount rate implicit in the lease or, where this has not been stipulated, the Group's incremental borrowing rate. The lease payments include fixed payments less any lease incentives receivable, variable lease payments that are based on an index or rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating a lease, if the Group exercises the option to terminate. Variable lease payments, which do not depend on an index or a rate, are recognised as an expense in the period in which the event or condition that triggers the payment occurs.

The incremental borrowing rate is the rate of interest that a lessee would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment.

Lease liabilities are subsequently measured at amortised cost using the effective interest method and reduced by future lease payments net of interest charged. It is remeasured, with a corresponding adjustment to right-of-use assets, when there is a change in future lease payments resulting from a rent review, change in relevant index or rate, such as inflation, or change in the Group's assessment of whether it is reasonably certain to exercise a renewal or termination option and thus a change in lease term. The lease liability is remeasured by discounting the revised lease payments using a revised discount rate when there is a change in the lease terms. The remeasurement results in a corresponding adjustment to the carrying amount of right-of-use assets, with the difference recorded in profit or loss if the carrying amount of right-of-use assets has been reduced to zero.

### 19.1 Reconciliation of lease liability

	Notes	30 September 2023 Rm	Restated <sup>1</sup> 30 September 2022 Rm
<b>Balance at the beginning of the period</b>		<b>14 705</b>	14 340
Recognition of lease liability		<b>1 515</b>	5 620
Interest cost <sup>1</sup>		<b>489</b>	1 384
Continuing operations	4.1	<b>1</b>	1
Discontinued operations		<b>488</b>	1 383
Lease liability repayments		<b>(1 484)</b>	(4 169)
Foreign exchange losses		-	(3)
Remeasurement on modification of leases		<b>(1 013)</b>	(3 040)
Acquisition of businesses		-	392
Disposal of subsidiary	1.3	<b>(14 185)</b>	-
Exchange differences on consolidation of foreign subsidiaries		<b>(20)</b>	181
<b>Closing balance</b>		<b>7</b>	14 705
Less: repayable in the next 12 months included in short-term liabilities		<b>(2)</b>	(2 838)
<b>Non-current lease liabilities</b>		<b>5</b>	11 867

<sup>1</sup> Refer to note 1 for details regarding the restatement of comparative numbers for the effect of the reclassification of Pepkor Holdings to discontinued operations.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 19. LEASE LIABILITIES (continued)

### 19.2 Analysis of repayments

The following details the remaining contractual maturities of the Group's lease liabilities at the Reporting Date. It represents the undiscounted cash flows based on the earliest date on which the Group can be required to pay.

	30 September 2023 Rm	30 September 2022 Rm
Next year	3	4 023
Within two years	3	4 373
Within three to five years	2	7 178
Thereafter	-	5 707
	<b>8</b>	<b>21 281</b>

### 19.3 The Group is exposed to the following potential future undiscounted cash outflows which are not included in the measurement of lease liabilities:

	30 September 2023 Rm	30 September 2022 Rm
Extension and termination options not reasonably certain to be exercised	-	269

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 20. TRADE AND OTHER PAYABLES

	30 September 2023 Rm	30 September 2022 Rm
<b>Financial liabilities</b>		
<b>Current trade and other payables</b>		
Trade payables	5	9 847
Accruals	4	1 651
Shareholders for preference dividends	68	47
Other payables and amounts due	40	1 521
Deferred revenue	-	990
Contract liabilities (Lay-byes)	-	574
Deposits received from customers	-	355
Refund liability	-	21
Other deferred revenue	-	40
Derivative financial liabilities	-	36
	<b>117</b>	<b>14 092</b>
<b>Non-financial liabilities</b>		
<b>Current trade and other payables</b>		
Income received in advance	-	514
Value Added Tax payable	2	242
	<b>2</b>	<b>756</b>
<b>Total</b>		
Non-current trade and other payables	-	-
Current trade and other payables	<b>119</b>	<b>14 848</b>
	<b>119</b>	<b>14 848</b>

Trade payables are unsecured and are usually paid within 30 to 90 days of recognition.

The carrying amounts of trade and other payables are considered to be the same as their fair values due to their short-term nature.

### Trade and other payables part of disposal group

The Company lost control of Pepkor Holdings during the 2023 Reporting Period. Trade and other payables relating to Pepkor Holdings included in the 30 September 2022 balance amounted to R14.8 billion. Refer to note 1 for further information.

### Impairment and risk exposure

Information about the Group's exposure to foreign currency risk and interest rate risk can be found in note 22.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 21. RECOGNISED FAIR VALUE MEASUREMENTS

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are recognised and measured at fair value in the Consolidated Annual Financial Statements. To provide an indication about the reliability of the inputs used in determining fair value, the Group has classified its financial instruments into the three levels prescribed under the accounting standards.

Level 1:	The fair value of financial instruments traded in active markets (such as publicly traded derivatives, and listed equities and available-for-sale securities) is based on quoted market prices at the end of the Reporting Period. The quoted market price used for financial assets held by the Group is a 30-day volume weighted average price. These instruments are included in level 1.
Level 2:	The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined using valuation techniques which maximise the use of observable market data and rely as little as possible on entity-specific estimates. If all significant inputs required to fair value an instrument are observable, the instrument is included in level 2.
Level 3:	If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity securities.

### 21.1 Fair value hierarchy

	Notes	Level 1 Rm	Level 2 Rm	Level 3 Rm	Total Rm
<b>30 September 2023</b>					
<b>Financial assets</b>					
Other financial assets					
Investment in Bud	11.2	-	-	2 273	2 273
<b>Total financial assets</b>		-	-	2 273	2 273
<b>30 September 2022</b>					
<b>Financial assets</b>					
Other financial assets					
Investment in SIHNV shares	11.3	95	-	-	95
Trade and other receivables					
Derivative - foreign currency forward contracts	12	-	608	-	608
<b>Total financial assets</b>		95	608	-	703
<b>Financial liabilities</b>					
Trade and other payables					
Derivative - foreign currency forward contracts	20	-	(36)	-	(36)
<b>Total financial liabilities</b>		-	(36)	-	(36)

#### Valuation techniques and key inputs for level 2 financial instruments

The fair values of forward exchange contracts for inventory purchases are based on their listed market price, if available. If a listed market price is not available, then the fair value is estimated by discounting the difference between the contractual forward price and current forward price for the residual maturity of the contract using a risk-free interest rate (based on government bonds).

The fair values of forward exchange contracts for purchase of foreign exchange are determined using quoted forward exchange rates at the Reporting Date and present value calculations based on high credit quality yield curves of the euro.

#### Valuation techniques and key inputs for level 3 financial instruments

The fair value determination of the investment in Bud, as of the Reporting Date, was based on the expected recovery from Disposal Assets (refer to note 11).

The anticipated recovery of Disposal Assets was derived through two key valuation methodologies:

**Discounted Embedded Value:** The embedded value represents an estimated value of a disposal asset, comprising shareholders' funds which is the aggregate of free surplus funds and required capital to support the in-force business; plus the present value of in-force business; less the cost of required capital; and

**Market Multiples:** The determination of expected recovery from other Disposal Assets were derived from relevant market multiples. This approach used comparable market data, enabling an evaluation of the investment's fair value.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 22. FINANCIAL RISK MANAGEMENT

During both periods under review, the Group had various committees and departments that were tasked with the financial risk management of the Group. In most instances this was successfully managed at the various operating company levels.

This note explains the Group's exposure to financial risks and how these risks could affect the Group's future financial performance where this remains relevant as at the end of each Reporting Period. The processes outlined in this note are the risk management strategies that were in place during the period regardless of their effectiveness in addressing the risks faced by the Group. Current period profit and loss information has been included where relevant to add further context.

Risk	Exposure arising from	Measurement	Management
Market risk – foreign exchange	Future commercial transactions  Recognised financial assets and liabilities not denominated in the Group's functional currency	Cash flow forecasting  Sensitivity analysis	Consideration of forward foreign exchange and foreign currency option contracts.  Timing payment of euro-denominated liabilities with the receipt of euro-denominated intragroup loan repayments.
Market risk – interest rate	Borrowings at variable rates	Sensitivity analysis	Maintaining combination of fixed and variable rate loans.
Market risk – security prices	Investments in equity securities	Sensitivity analysis	Portfolio diversification.
Credit risk	Cash and cash equivalents, trade receivables, loans receivable at amortised cost	Aging analysis Credit rating Assessment of recoverability of intragroup loans with reference to value of underlying assets.	Diversification of bank deposits. Implementation of intercreditor agreements in order to rank certain intragroup loan receivables <i>pari passu</i> with external debt.
Liquidity risk	Borrowings and other financial liabilities	Rolling cash flow forecasts.	Implementation of intercreditor agreements which allows cash holdbacks in order to fund operational expenses. Inclusion of limited recourse provisions in intragroup loans and external borrowings.

The board of directors was responsible, during the Reporting Period, for implementing the risk management strategy to ensure that an appropriate risk management framework was operating effectively across the Group. The Board and the Audit and Risk Committee were provided with a consolidated view of the risk profile of the Group, and any major exposures and relevant mitigating actions identified.



# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 22. FINANCIAL RISK MANAGEMENT (continued)

### 22.1 Market Risk

#### 22.1.1 Foreign currency risk

The Group undertakes certain transactions denominated in foreign currencies. Hence, exposures to exchange rate fluctuations arise. Exchange rate exposures are managed within approved policy parameters utilising forward exchange contracts

It is Group policy to hedge exposure to cash and future contracted transactions in foreign currencies for a range of forward periods, but not to hedge exposure for the translation of reported profits or reported assets and liabilities.

#### ACCOUNTING POLICY

##### Exposure to currency risk

Currency risk (or foreign exchange risk), as defined by IFRS 7, arises on financial instruments that are denominated in a foreign currency, i.e. in a currency other than the functional currency in which they are measured. For the purpose of IFRS 7, currency risk does not arise from financial instruments that are non-monetary items or from financial instruments denominated in the functional currency.

The carrying amounts of the Group's material foreign currency denominated monetary assets and liabilities that will have an impact on profit or loss when exchange rates change, at Reporting Date, are as follows:

	Euro Rm	Pound Sterling Rm	Chinese yuan Rm	US dollars Rm
<b>30 September 2023</b>				
Cash and cash equivalents	17	-	-	-
Blocked funds	785	-	-	-
Intragroup loans and receivables	5 815	-	-	-
Trade and other payables	-	(1)	-	-
Intragroup loans and payables	(7 523)	-	-	-
Non-current borrowings	(9 130)	-	-	-
Pre-derivative position	(10 036)	(1)	-	-
Derivative effect	-	-	-	-
Open position	(10 036)	(1)	-	-
<b>30 September 2022 - Restated<sup>1</sup></b>				
Trade and other receivables (financial assets excluding financial derivatives)	-	11	-	-
Cash and cash equivalents	57	35	10	303
Blocked funds	671	-	-	-
Intragroup loans and receivables	8 466	-	-	-
Current borrowings	(4)	(2)	81	(393)
Trade and other payables (financial liabilities excluding financial derivatives)	-	(33)	(998)	(314)
Intragroup loans and payables	(6 602)	-	-	-
Non-current borrowings	(10 154)	-	-	-
Pre-derivative position	(7 566)	11	(907)	(404)
Derivative effect	-	-	207	365
Open position	(7 566)	11	(700)	(39)

<sup>1</sup> Refer to note 36 for the restatement of the blocked funds.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 22. FINANCIAL RISK MANAGEMENT (continued)

### 22.1 Market Risk (continued)

#### 22.1.1 Foreign currency risk (continued)

The following significant exchange rates applied during the period and were used in calculating sensitivities:

	Forecast rate <sup>1</sup>		Reporting date spot rate	
	30 September 2023	30 September 2022	30 September 2023	30 September 2022
<i>South African rand</i>				
Euro	<b>20.41</b>	19.44	<b>19.98</b>	17.54
Chinese yuan	<b>2.59</b>	2.62	<b>2.58</b>	2.53
Pound Sterling	<b>23.73</b>	21.84	<b>23.11</b>	19.86
US dollar	<b>18.55</b>	17.05	<b>18.86</b>	17.99

<sup>1</sup> The forecast rates represent a weighting of foreign currency rates forecasted by the major banks that the Group transacts with regularly. These rates are not necessarily management's expectations of currency movements.

#### Sensitivity analysis

The table below indicates the Group's sensitivity at year-end to the movements in the major currencies that the Group is exposed to on its financial instruments. The percentages given below represent a weighting of foreign currency rates forecasted by the major banks that the Group transacts with regularly. This analysis assumes that all other variables, in particular interest rates, remain constant. The analysis was performed on the same basis for the previous Reporting Period.

The impact on the reported numbers, using the forecast rates as opposed to the Reporting date spot rates, is set out below:

	30 September 2023 Rm	30 September 2022 Rm
<b>Through profit/(loss)</b>		
Euro strengthening by 2.1% (2022: strengthening by 10.9%) to the rand	<b>(211)</b>	(825)
Chinese yuan strengthening by 0.1% (2022: strengthening by 3.8%) to the rand	-	(27)
Pound Sterling strengthening by 2.7% (2022: strengthening by 10%) to the rand	-	1
US Dollar weakening by 1.6% (2022: weakening by 5.2%) to the rand	-	2

If the foreign currencies were to weaken/strengthen against the rand, by the same percentages as set out in the table above, it would have an equal, but opposite, effect on profit or loss.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 22. FINANCIAL RISK MANAGEMENT (continued)

### 22.1 Market Risk (continued)

#### 22.1.2 Cash flow and fair value interest rate risk

Given the Group's global footprint, the Group follows a policy of maintaining a balance between fixed and variable rate loans to reflect, as accurately as possible, different interest rate environments, the stability of the relevant currencies and the effect which the relevant interest rates have on Group operations. These variables are taken into account in structuring the Group's borrowings to achieve a reasonable, competitive, market-related cost of funding.

As part of the process of managing the Group's borrowings mix, the interest rate characteristics of new borrowings and the refinancing of existing borrowings are positioned according to expected movements in interest rates. Interest rate exposure is managed within limits agreed by the relevant boards.

The Group's borrowings and receivables are carried at amortised cost.

The Group continued to manage its interest rate exposure by maintaining a mix of fixed and floating interest rates. This was done by direct fixed or floating interest rate debt issues at the time of refinance or when obtaining new borrowings, based on the mix of floating and fixed interest rate of existing borrowings and managements expectations of future interest rate movements. All treasury transactions were undertaken to manage the risks arising from underlying activities and no speculative trading was undertaken.

The interest and related terms of the Group's borrowings are disclosed in note 17.

At the Reporting Date the interest rate profile of the Group's financial instruments was:

	Subject to interest rate movement				Total Rm
	Variable SA		Non-interest-bearing	Total	
	prime Rm	Fixed rate Rm			
<b>30 September 2023</b>					
Non-current financial assets	-	7 912	1 303		9 215
Current financial assets	7 975	27	3 179		11 181
Non-current financial liabilities	-	-	(16 671)		(16 671)
Current financial liabilities	-	-	(3 276)		(3 276)
	<b>7 975</b>	<b>7 939</b>	<b>(15 465)</b>		<b>449</b>

	Subject to interest rate movement				Total Rm	
	Variable JIBAR and SA prime		Fixed rate	Non-interest-bearing		Total
	Rm	Variable other Rm				
<b>30 September 2022</b>						
Non-current financial assets	1	16	11 667	1 283	12 967	
Current financial assets	7 696	1 293	3 696	6 516	19 201	
Non-current financial liabilities	(9 921)	(230)	(883)	(15 252)	(26 286)	
Current financial liabilities	(3 980)	(2 329)	(3)	(14 120)	(20 432)	
	<b>(6 204)</b>	<b>(1 250)</b>	<b>14 477</b>	<b>(21 573)</b>	<b>(14 550)</b>	

Refer to note 13 for assets and liabilities that make up the balances included in the table above.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 22. FINANCIAL RISK MANAGEMENT (continued)

### 22.1 Market Risk (continued)

#### 22.1.2 Cash flow and fair value interest rate risk (continued)

	From continuing operations	
	Interest income Rm	Interest expense Rm
<b>30 September 2023</b>		
Financial assets at amortised cost	1 839	-
Financial liabilities at amortised cost	-	1
	<b>1 839</b>	<b>1</b>
<b>30 September 2022</b>		
Financial assets at amortised cost	1 791	-
Financial liabilities at amortised cost	-	195
	<b>1 791</b>	<b>195</b>

#### **Sensitivity analysis**

The Group is sensitive to movements in the JIBAR and SA prime rates, which are the primary interest rates to which the Group is exposed.

The sensitivities calculated below are based on an increase of 100 basis points for each interest category.

	30 September 2023 Rm	30 September 2022 Rm
<b>Through profit/(loss)</b>		
JIBAR and SA prime - 100 basis point increase	<b>80</b>	<b>(62)</b>

A 100 basis point decrease in the above rates would have had an equal, but opposite, effect on profit or loss.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 22. FINANCIAL RISK MANAGEMENT (continued)

### 22.2 Liquidity risk

Liquidity risk is the risk that an entity will encounter difficulty in meeting its obligations associated with financial liabilities. Liquidity risk arises because of the possibility that the entity could be required to pay its liabilities earlier than expected.

The Group, in the period under review, managed liquidity risk by monitoring forecast cash flows and by ensuring that adequate cash reserves were available. These central treasury offices invested net cash reserves on the financial markets, mainly in short-term instruments linked to variable interest rates.

#### Cash sweep mechanism

In terms of the SIHPL ICA entered into on 15 February 2022, the aggregate of Holdco Excess Cash and the SIHPL Excess Cash at each quarter-end will be utilised in repayment of the below obligations based on the sequence of payment priority of:

1. Newco 2A Loan Note
2. RSA Holdco Loan Note
3. Third Ranking Liabilities on a pro rata basis being:
  - a. S155 Settlement Note
  - b. SAWPL loan
  - c. RSA Holdco loan

The SIHPL ICA permits voluntary prepayments.

The Holdco Excess Cash is defined as the cash and cash equivalents as held by SAHPL and Ibex Investments as at each quarter date less the rand equivalent of €50 million and the amount estimated by the Ibex Investments board to be required to be paid in respect of the next four preference share dividend payments.

The SIHPL Excess Cash is defined as an amount equal to the cash and cash equivalents as held by SIHPL at each quarter date less the rand equivalent of €5 million.

The cash holdbacks will ensure that the Group has sufficient cash resources to fulfil its operational needs.

The following table details the Group's remaining contractual maturity for its financial liabilities (excluding borrowings presented in note 17, put option liability in note 18 and lease liabilities presented in note 19). The table has been drawn up on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay.

	Notes	1 - 12 months Rm	Between 1 and 2 years Rm	Between 2 and 5 years Rm	Total Rm
<b>30 September 2023</b>					
Trade and other payables (financial liabilities)	20	(117)	-	-	(117)
Intragroup loans and payables	32.3	(3 159)	-	(7 541)	(10 700)
		<b>(3 276)</b>	<b>-</b>	<b>(7 541)</b>	<b>(10 817)</b>
<b>30 September 2022</b>					
Trade and other payables (financial liabilities)	20	(14 092)	-	-	(14 092)
Intragroup loans and payables	32.3	(4 669)	-	(5 099)	(9 768)
		<b>(18 761)</b>	<b>-</b>	<b>(5 099)</b>	<b>(23 860)</b>

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 22. FINANCIAL RISK MANAGEMENT (continued)

### 22.3 Capital risk management

The Group manages its capital to ensure that entities within the Group will be able to continue as going concerns while maximising the return to stakeholders through the optimisation of the debt and equity balance.

The capital structure of the Group consists of debt, which includes the borrowings disclosed in note 17, cash and cash equivalents, and equity attributable to equity holders of the parent, comprising issued ordinary share capital, issued preference share capital, reserves and retained earnings as disclosed in the consolidated statement of changes in equity.

The carrying amount of the borrowings as well as the terms are disclosed in note 17.

### 22.4 Distribution to shareholders

#### Distribution to ordinary shareholder of Ibx Investments

During the previous Reporting Period, the Company declared a gross dividend of R8.7 billion to SIHNV. R8.5 billion of this dividend relates to payments made by the Group on behalf of SIHNV as part of the implementation of the Global Litigation Settlement.

#### Distribution to preference shareholders of Ibx Investments

	30 September 2023 Cents	30 September 2022 Cents
A preference dividend of 393.97 South African rand cents per share (2022: 293.55 South African rand cents per share) in respect of the period 1 July 2022 to 31 December 2022 (2022: 1 July 2021 to 31 December 2021) was paid on 24 April 2023 (2022: 25 April 2022) to those preference shareholders recorded in the books of the Company at the close of business on 21 April 2023 (2022: 22 April 2022).	394.0	293.6
A preference dividend of 452.79 South African rand cents per share (2022: 315.59 South African rand cents per share) in respect of the period 1 January 2023 to 30 June 2023 (2022: 1 January 2022 to 30 June 2022) was paid on 23 October 2023 (2022: 24 October 2022) to those preference shareholders recorded in the books of the Company at the close of business on 20 October 2022 (2022: 21 October 2022).	452.8	315.6

A solvency and liquidity test was performed by the board of directors prior to the declaration of all distributions based on information known and available at that time.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 23. EMPLOYEE BENEFITS

	Notes	30 September 2023			30 September 2022		
		Current Rm	Non-current Rm	Total Rm	Current Rm	Non-current Rm	Total Rm
Leave obligations	23.1	6	-	6	358	-	358
Post-retirement medical benefits		-	-	-	34	47	81
Performance-based bonus accrual	23.2	-	-	-	705	186	891
Other		-	-	-	265	-	265
<b>Total liability</b>		<b>6</b>	<b>-</b>	<b>6</b>	<b>1 362</b>	<b>233</b>	<b>1 595</b>

### 23.1 Leave obligations

The leave obligations cover the Group's liability for annual leave.

The leave obligations relate to vesting leave pay to which employees may become entitled on leaving the employment of the Group. The accrual arises as employees render a service that increases their entitlement to future compensated leave and is calculated based on an employee's total cost of employment. The accrual is utilised when employees become entitled to and are paid for the accumulated leave or utilise compensated leave due to them. The majority of the provision is presented as current, since the Group does not have an unconditional right to defer settlement for any of these obligations. However, based on past experience, the Group does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months.

### 23.2 Performance-based bonus accrual

The performance bonus payable is calculated by applying a specific formula based on the employee's achievement of performance targets. The Group has a constructive obligation to pay the performance bonus once the performance bonuses have been approved by management. As the approval by management takes place after period-end, an amount is accrued based on a probability of the employee having achieved their performance targets and the amount is estimated based on the relative bonus structures in place. The payment of such performance bonus is conditional upon the continuing employment of the employee. Any amounts not approved by management or upon termination of employment are reversed in the subsequent periods.

	30 September 2023 Rm	30 September 2022 Rm
<b>Balance at the beginning of the period</b>	<b>891</b>	853
Eliminated on disposal of a subsidiary	(533)	-
Accrual raised	202	534
Amounts unused reversed	(36)	(24)
Amounts utilised	(524)	(472)
Exchange differences on consolidation of foreign operations	-	2
Reclassification from accruals	-	(2)
<b>Balance at the end of the period</b>	<b>-</b>	<b>891</b>

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 24. PROVISIONS

### ACCOUNTING POLICY

#### Provisions

Provisions (except for contingent liabilities recognised in terms of IFRS 3) are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the Reporting Period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

### Movement in provisions

	Dilapidation provision Rm	Contingent liabilities raised on business combinations Rm	Provision for SIHPL loan commitment Rm	Provision for ACG lawyer fees Rm	Provision - Global Litigation Settlement Rm	Other Rm	Total Rm
<b>Balance at 1 October 2021</b>	107	-	2 209	845	16 552	58	19 771
Provision raised	66	-	-	-	468	(6)	528
Amounts unused reversed	(13)	-	-	(74)	(162)	(20)	(269)
Amounts utilised	-	-	(2 209)	(635)	(16 097)	(2)	(18 943)
Acquired on acquisition of subsidiary	-	174	-	-	-	17	191
Foreign currency translation movement	-	24	-	(5)	-	3	22
<b>Balance at 30 September 2022</b>	<b>160</b>	<b>198</b>	<b>-</b>	<b>131</b>	<b>761</b>	<b>50</b>	<b>1 300</b>
Provision raised	1	-	-	-	-	15	16
Amounts unused reversed	2	-	-	-	-	3	5
Amounts utilised	(1)	-	-	-	(233)	(2)	(236)
Disposal of subsidiary (refer to note 1.3)	(162)	(196)	-	-	-	(46)	(404)
Foreign currency translation movement	-	(2)	-	19	93	(20)	90
<b>Balance at 30 September 2023</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>150</b>	<b>621</b>	<b>-</b>	<b>771</b>

Note 24.1

Note 24.2

	30 September 2023 Rm	30 September 2022 Rm
Long-term provision		
Other	-	315
Global Litigation Settlement	288	761
Short-term provision		
Other	-	93
ACG lawyer fees	150	131
Global Litigation Settlement	333	-
	<b>771</b>	<b>1 300</b>



# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 24. PROVISIONS (continued)

### 24.1 Provision for ACG lawyer fees

In order to improve recoveries to MPCs, the Ibex Group made available an amount of up to R520 million (€30 million), to pay in respect of certain fees, costs and work undertaken by the ACGs on the terms to be specified in the settlement documents. €22.5 million was paid on Settlement Effective Date with the remaining €7.5 million to be paid after final distribution of the settlement proceeds is made by the SRF.

### 24.2 Provision - Global Litigation Settlement

	Note	30 September 2023 Rm	30 September 2022 Rm
<b>Opening balance</b>		<b>761</b>	16 552
SIHPL MPCs		-	3 222
SIHPL Contractual Claimants		761	12 318
Other (including non-qualifying claimants i.e. Trevo and Tekkie Town)		-	1 012
		<b>93</b>	306
Adjusted for:			
Reversal of Mayfair provision		-	(162)
Additional provisions raised		-	301
Changes in provision as a result of exchange rate and Pepkor Holdings share price adjustments		93	267
D&O Insurers and Deloitte Firms contribution to Tekkie Town settlement		-	(100)
		<b>(233)</b>	(16 097)
Settlements:			
Cash settlement		(233)	(8 968)
Call options granted (Trevo and others) - SIHPL portion <sup>1</sup>		-	(270)
Share settlement		-	(6 859)
		<b>621</b>	761
<b>Closing balance</b>		<b>621</b>	761
SIHPL Contractual Claimants	24.2.1	621	761

<sup>1</sup> As part of the Global Litigation Settlement, Trevo and others were granted call options by Ainsley Holdings over 125 million Pepkor Holdings shares which can be exercised 3 years from inception of the options on Settlement Effective Date. The options were classified as equity instruments as a fixed number of Pepkor Holdings shares can be exchanged for a fixed amount of cash on the exercise date. The call options were valued by an independent valuator using the Black-Scholes model, the three key variables were volatility, dividend yield and interest rates. Since the Company lost control of Pepkor Holdings in February 2023, the fixed number of shares is not classified as the group's own shares anymore, resulting in the call option being recognised as a liability.

### Global Litigation Settlement

Settlement Effective Date for the purpose of the Global Litigation Settlement occurred on 15 February 2022. As a result of the occurrence of Settlement Effective Date, the pending legal proceedings against the former SIHNV Group that have been compromised under the Global Litigation Settlement, were withdrawn and discontinued.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 24. PROVISIONS (continued)

### 24.2 Provision - Global Litigation Settlement (continued)

Global Litigation Settlement (continued)

#### 24.2.1 SIHPL contractual claimants

The remaining settlement liabilities as at 30 September 2023 relate to the following:

##### **Conservatorium & Margin Lenders**

On 14 February 2021, the former SIHNV Group entered into a settlement agreement ("**Margin Lender Settlement Agreement**") with Conservatorium and certain entities linked to Christo Wiese ("**Margin Lenders**"). In terms of the agreement, SAHPL will pay €61 million to Conservatorium and the Margin Lenders in two tranches of €30.5 million on behalf of SIHPL.

On 6 October 2021, in light of the failure of one of its conditions (the requirement that Settlement Effective Date occur by 30 September 2021), an amendment to the Margin Lender Settlement Agreement was agreed. In terms of the amendment agreement and SENS announcement published by SIHNV on 14 October 2021, the amount of the second tranche increased to €43.4 million and is only payable on the receipt of proceeds, received subsequent from Settlement Effective Date, from the repayment of the Ibox (Europe) loan, which is depending on proceeds from the disposal of or dividends received from Pepco.

The first tranche of €30.5 million was paid within the prescribed 30 days since Settlement Effective Date. The subsequent tranches are payable on the receipt of proceeds from the disposal of or the receipt of dividends from Pepco.

On 18 January 2023, the Company announced that the Ibox Group had sold an aggregate of 38 million ordinary shares in the capital of Pepco at a price of PLN38.95 per share through an accelerated placement, raising aggregate gross sale proceeds of approximately PLN1 480.1 million (€315.2 million). As a result of the disposal, an amount of R233 million (€12.3 million) became payable to Conservatorium and Margin Lenders and was paid in February 2023.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 25. COMMITMENTS AND CONTINGENCIES

	30 September 2023 Rm	30 September 2022 Rm
<b>25.1 Capital expenditure</b>		
Significant capital expenditure contracted for at the Reporting Date but not recognised as liabilities is as follows:		
Contracts for capital expenditure authorised	-	182
Capital expenditure authorised but not contracted for	-	290

### 25.2 Contingent liabilities

- **Competition Commission vs SIHPL and Other**

This matter involves two referrals issued by the Competition Commission during the 2019 Reporting Period:

Under the first referral, the Commission has charged a previous subsidiary of SIHPL, namely KAP of having colluded during the period 2009 to 2014 with its sole local competitor, namely Sonae Arauco South Africa Proprietary Limited in that they allegedly fixed prices of certain timber products which they both manufactured and sold to merchants.

In the second (related) referral, the Commission has charged SIHPL itself with having committed the same offence during that period. The Commission contends that the actual perpetration of the transgressions occurred between representatives of the sale staff of a subsidiary of KAP and their colleagues employed by Sonae Arauco South Africa Proprietary Limited. It is not alleged that any SIHPL employee participated in the alleged price fixing or that SIHPL knew or ought to have known that the transgressions were being perpetrated.

The Commission seeks a conviction against SIHPL exclusively on a contention that by virtue of its shareholding in the KAP Group it controlled the business and affairs of KAP and its subsidiaries.

SIHPL has initiated a review application with the aim of setting aside the Commission's decision to refer the complaint against SIHPL to the Tribunal. The matter was heard on an opposed basis on 10 August 2021 and judgment was delivered on 25 January 2022, wherein the Commission's decision to refer the complaint against SIHPL to the Tribunal was set aside.

The Commission was recently granted leave to appeal to the Supreme Court of Appeal. This matter is listed as a non-qualifying claim in SIHPL's court-sanctioned S155 Scheme with its creditors. SIHPL has not reserved for the claim, on the basis of the Commission's limited prospects of success.

- **Geros v SAWPL**

On 2 November 2021, Geros served a simple summons against SAWPL claiming an aggregate of c. R64 million (plus interest). Geros alleges that it loaned the money to SAWPL and that the amount is now overdue for repayment. SAWPL has issued a notice of intention to defend the matter. No further procedural steps have been taken.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 25. COMMITMENTS AND CONTINGENCIES (continued)

### 25.2 Contingent liabilities (continued)

- **SARB**

On 18 and 30 May 2023, the FinSurv of the SARB issued separate orders under ECR 22C, prohibiting the withdrawal of funds from the selected bank accounts of SIHPL, Ibex Investments and SAHPL.

On 15 June 2023, FinSurv sent a letter to the Group with the subject "Exchange control investigation by the Financial Surveillance Department of the South African Reserve Bank - Findings regarding contraventions of the Exchange Control Regulations by Ibex Group entities", which purports to explain the reasons for the ECR 22C orders.

The accounts of the above South African Group Services entities which are subject to the ECR 22C orders amount to R6.697 billion as at the Reporting Date. Refer to note 16. These funds are subject to SARB approval prior to making any withdrawals.

In October 2023, SIHPL received approval from FinSurv to withdraw R854.6 million (€42 million) of the blocked funds in order to repay the RSA Holdco loan note in accordance with lender consent obtained. Refer to note 32.3.

On 1 December 2023, the Company together with its direct holding company and other entities within the Group, initiated review proceedings against the SARB in the High Court of South Africa, for an order to set aside certain decisions of the SARB relating to the blocking of funds, the release of funds and declaring that certain prior approvals granted by the SARB are valid and binding.

After close of business on 13 December 2023, the Company received a letter from the SARB under the heading "*Alleged contraventions of the provisions of the Exchange Control Regulations, as promulgated by Government Notice No. R.1111 of 1961-12-01: potential forfeiture of 'blocked' funds in terms of Exchange Control Regulation 22B*". The SARB therein requested the Company to make representations for consideration by the Governor or a Deputy Governor as to why some or all of the blocked funds should not be declared forfeit as provided for in Regulation 22B. The Company intends to respond to the letter dated 13 December 2023, and notwithstanding this letter, the Ibex Group shall continue with the legal proceedings instituted on 1 December 2023.

Any further conditions required by SARB relating to the approval of withdrawals of the blocked funds and the time frame thereto are currently unknown to the Group.

No provisions have been made for these ECR 22C orders as it is not yet possible to determine the timing and outflow, if any, relating to these orders.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 26. CASH FLOW INFORMATION

### 26.1 Cash generated from operations

	Notes	2023 Rm	Restated <sup>1</sup> 2022 Rm
<b>Operating (loss)/profit from:</b>			
Continuing operations		(4 218)	9 541
Discontinued operations		7 951	10 490
<b>Adjusted for non-cash adjustments included in continuing and discontinued operations:</b>			
Debtors' write-offs and movement in provision		715	1 168
Depreciation and amortisation			
Property, plant and equipment, Intangible assets	7 & 8	503	1 477
Right-of-use asset	9	1 034	2 819
Movement in credit loss allowances of intragroup loans and receivables	3.2.1	5 653	3 478
Provision – Global Litigation Settlement	3.2.4	93	306
Unrealised foreign exchange losses/(gains)		1 307	(155)
Gain on remeasurement of investment in Bud	3.2.5	(621)	-
Profit on recognition of Trevo liability	3.2.11	(302)	-
Fair value gain on remeasurement of Trevo liability	3.2.11	(123)	-
Fair value adjustment - Synthetic Forward	3.2.12	-	285
Gain on substantial debt modification	3.2.7	-	(15 571)
Limited recourse adjustment - S155 Settlement Note	3.2.7	(2 470)	(1 455)
Loss on recognition of SIHNV Loan Note	3.2.8	-	2 813
Limited recourse adjustment on SIHNV loan	3.2.8	(2)	(40)
Limited recourse adjustment on RSA Holdco loan	3.2.8	(3)	-
Loss on initial recognition of Titan Receivable	3.2.8	-	484
Recognition of SAHPL rights to Tekkie Town proceeds from SRF	3.2.13	14	(220)
Impairments - discontinued operations	1.2.1	-	151
Inventories written down to net realisable value and movement in provision for inventories		236	851
Net profit on disposal and scrapping of property, plant and equipment and intangible assets	1.2 & 3.2.2	1	60
Loss on disposal or part disposal of investments	1.2	(4 028)	-
FCTR release on the sale/liquidation of subsidiaries	1.2	35	(50)
Loss on deemed disposal of associate	3.2.9	48	-
Loss on deemed addition of associate	3.2.10	76	-
Derecognition on end of lease term on right-of-use asset		23	-
Profit on lease modification		(536)	(765)
Share-based payment expense		103	260
Other non-cash adjustments		-	(56)
<b>Cash generated before working capital changes</b>		<b>5 489</b>	<b>15 871</b>
<b>Working capital changes</b>			
Increase in inventories		(476)	(5 115)
Increase in trade and other receivables		(772)	(1 886)
Movement in net derivative financial liabilities/assets		-	(105)
Decrease in non-current and current provisions		(3)	(688)
(Decrease)/increase in non-current and current employee benefits		(478)	146
(Decrease)/increase in trade and other payables		(1 304)	1 546
<b>Net changes in working capital</b>		<b>(3 033)</b>	<b>(6 102)</b>
<b>Cash generated from operations</b>		<b>2 456</b>	<b>9 769</b>

<sup>1</sup> Refer to note 1 for details regarding the restatement of comparative numbers for the effect of the reclassification of Pepkor Holdings to discontinued operations.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 26. CASH FLOW INFORMATION (continued)

### 26.2 Liabilities included in financing activities reconciliation

	Notes	30 September 2023 Rm	30 September 2022 Rm
This section sets out an analysis of the movements in borrowings.			
<b>Gross debt</b>			
Borrowings – repayable within one year (including bank overdraft)	17	-	(1 707)
Borrowings – repayable after one year	17	(9 130)	(20 505)
<b>Total Gross debt</b>		<b>(9 130)</b>	<b>(22 212)</b>

### Reconciliation of gross debt

	30 September 2023 Rm	30 September 2022 Rm
<b>Balance at the beginning of the period</b>	<b>(22 212)</b>	<b>(44 228)</b>
Repayment of debt	127	5 338
Repayment of interest	422	925
Disposal of subsidiary	13 116	-
Derecognition of financial liabilities	-	32 604
Recognition of financial liability	-	(11 554)
Limited recourse adjustment	2 470	1 455
Additional financing	(1 167)	(5 147)
Interest accrued	(444)	(1 117)
Acquired at acquisition of subsidiaries	-	(976)
Foreign exchange adjustments	(1 442)	488
<b>Balance at the end of the period</b>	<b>(9 130)</b>	<b>(22 212)</b>

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 27. NATURE AND PURPOSE OF RESERVES

### Ordinary share capital and share premium

The share capital and share premium reserve records the movements in the issued share capital of the Company.

### Accumulated losses

Retained earnings/accumulated losses comprise distributable reserves accumulated through the consolidation of the profit or loss of consolidated companies and the share of profit or loss of equity accounted companies. Reclassifications and transfers to and from other reserves are also accumulated in this reserve. Ordinary dividends declared reduce this reserve. Preference dividends are recognised in accumulated profit/loss due to preference shareholders.

### Accumulated profit/loss due to preference shareholders

Accumulated profit/loss due to preference shareholders comprise distributable reserves accumulated in terms of the preference share agreement. Preference dividends accrued but not yet declared or paid increase this reserve and dividends paid reduce this reserve.

### Foreign currency translation reserve

Foreign exchange differences arising on translation are recognised in other comprehensive income and aggregated in the foreign currency translation reserve. However, if the operation is not a wholly owned subsidiary, the relevant proportionate share of the translation difference is allocated to the non-controlling interests. When a foreign operation is disposed of such that control, significant influence or joint control is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal. When the Group disposes of only part of its interest in a subsidiary that includes a foreign operation, while retaining control, the relevant proportion of the cumulative amount is reattributed to non-controlling interests. When the Group disposes of only part of its investment in an associate or joint venture that includes a foreign operation while retaining significant influence or joint control, the relevant proportion of the cumulative amount is reclassified to profit or loss.

Foreign exchange gains and losses arising from a monetary item receivable from or payable to a foreign operation, the settlement of which is neither planned nor likely in the foreseeable future, are considered to form part of a net investment in a foreign operation and are recognised in other comprehensive income, and are presented within equity in the foreign currency translation reserve. They are released to profit or loss upon disposal of that foreign operation.

### Excess of consideration (paid to)/received from non-controlling interest

Any increases or decreases in ownership interest in subsidiaries without a change in control are recognised as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any differences between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received are recognised directly in equity and attributed to owners of the Company.

### Sundry reserves

Sundry reserves comprise fair valuations of financial assets at fair value through other comprehensive income and cash flow hedge reserves. These reserves are not considered material by the Group.

Included in sundry reserves are the following reserves:

- Share-based payment reserves relating to equity-settled share-based payment scheme. The fair value of the deferred delivery shares and the share rights granted to employees is recognised as an employee expense with a corresponding increase in equity. Refer to note 34. Once a share scheme vests or becomes highly unlikely to vest, the relevant portion of the share-based payment reserve is transferred to accumulated losses.
- Hedge reserve relating to when forward contracts are used to hedge forecast transactions, the Group generally designates only the change in fair value of the forward contract related to the spot component as the hedging instrument. Gains or losses relating to the effective portion of the change in the spot component of the forward contracts are recognised in the cash flow hedge reserve within equity. The change in the forward element of the contract that relates to the hedged item (forward points) is recognised within operation expenses.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 27. NATURE AND PURPOSE OF RESERVES (continued)

### Sundry reserves (continued)

- Put option reserve; the Group has elected and consistently applied an accounting policy of which in accounting for put options in relation to NCI shareholding, the Group has elected that IFRS 10 Consolidated Financial Statements takes precedence over IAS 32 Financial Instruments: Presentation when considering forwards over NCI. In assessing whether the NCI should be recognised the group takes into consideration whether the put and call option was entered into simultaneously, the exercise price for both the put and call option is based on the same formula and the NCI shareholders retains the ability to legally exercise its voting rights and right to any distributions declared in relation to the shares retained.

The non-controlling interest portion is recognised in equity at its proportionate share of the fair value of identifiable net assets of the subsidiary at acquisition date if the party to the non-controlling interest is deemed to have control over the contractual put and call option. Whereas the put option derivative is recognised directly in equity at its fair value on the date acquisition.

## 28. ORDINARY SHARE CAPITAL

	30 September 2023	30 September 2022
	Number of shares	Number of shares
<b>28.1 Authorised</b>		
Ordinary shares of R0.005 each	101 000 000	101 000 000
<b>28.2 Issued</b>		
Balance at beginning of the period	55 000 106	55 000 106
Balance at the end of the period	55 000 106	55 000 106

	30 September 2023	30 September 2022	30 September 2023	30 September 2022
	Share capital Rm	Share capital Rm	Share premium Rm	Share premium Rm
<b>28.3 Issued</b>				
Balance at beginning and end of the period	*	*	119 020	119 020
<b>Total issued ordinary share capital and share premium</b>	*	*	119 020	119 020

\* Less than R500 000

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at the meetings of the Company.

	30 September 2023	30 September 2022
	Number of shares	Number of shares
<b>28.4 Unissued shares</b>		
Total unissued shares	45 999 894	45 999 894



# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 29. PREFERENCE SHARE CAPITAL

### 29.1 Authorised

	Classification of preference shares			30 September 2023	30 September 2022	30 September 2023	30 September 2022
	Redemption	Payment of dividends	Classification of instrument	Number of shares	Number of shares	Rm	Rm
<b>Ibex Investments</b>							
Variable rate, cumulative, non-participating preference shares of R0.001 each	Non-redeemable	Discretionary	Equity	495 000 000	495 000 000	*	*
<b>SIHPL</b>							
Cumulative, non-participating preference shares of no par value	Non-redeemable	Discretionary	Equity	1 000 000 000	1 000 000 000	*	*
<b>SAHPL</b>							
Class A perpetual preference shares (par value R0.01)	Non-redeemable	Discretionary	Equity	2 000	2 000	*	*
Class B perpetual preference shares of no par value	Non-redeemable	Discretionary	Equity	2 000	2 000	*	*
Cumulative redeemable preference shares (par value R0.01)	Redeemable	Determined upon issue	Financial liability/ compound instrument	2 000	2 000	*	*
<b>Pepkor Holdings</b>							
Non-redeemable, non-cumulative, non-participating preference shares of no par value	Non-redeemable	Discretionary	Equity	-	5 000 000	*	*
Non-redeemable, cumulative, non-participating preference shares of no par value	Non-redeemable	Discretionary	Equity	-	2 500 000	*	*
Redeemable, non-cumulative, non-participating preference shares of no par value	Redeemable	Determined upon issue	Financial liability/ compound instrument	-	2 500 000	*	*
Class A1 redeemable, cumulative, non-participating preference shares of no par value	Redeemable	Determined upon issue	Financial liability/ compound instrument	-	10 000 000	*	*
Class A2 redeemable, cumulative, non-participating preference shares of no par value	Redeemable	Determined upon issue	Financial liability/ compound instrument	-	10 000 000	*	*
Class A3 redeemable, cumulative, non-participating preference shares of no par value	Redeemable	Determined upon issue	Financial liability/ compound instrument	-	10 000 000	*	*
Class A4 redeemable, cumulative, non-participating preference shares of no par value	Redeemable	Determined upon issue	Financial liability/ compound instrument	-	10 000 000	*	*
Class A5 redeemable, cumulative, non-participating preference shares of no par value	Redeemable	Determined upon issue	Financial liability/ compound instrument	-	10 000 000	*	*

\*Amount less than R500 000.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 29. PREFERENCE SHARE CAPITAL (continued)

### 29.2 Issued

	30 September 2023	30 September 2022	30 September 2023	30 September 2022
	Number of shares	Number of shares	Rm	Rm
<b>Classified as equity</b>				
<b>lbex Investments<sup>1</sup></b>				
In issue at the beginning and end of the year	15 000 000	15 000 000	1 588	1 411
<b>Total issued preference stated share capital classified as equity</b>	<b>15 000 000</b>	<b>15 000 000</b>	<b>1 588</b>	<b>1 411</b>

	30 September 2023	30 September 2022
	Rm	Rm
<b>Summary of preference shares in issue</b>		
Owned by preference shareholders of lbex Investments	1 588	1 411
	<b>1 588</b>	<b>1 411</b>

#### <sup>1</sup> Terms of issued lbex Investments preference shares

The preference shares earn dividends on the issue price at the rate of 82.5% of the SA prime lending rate quoted by Absa Bank Limited or its successor in title in South Africa. Although the rights to receive dividends are cumulative, declaration of such dividends is at the discretion of the Board of directors of lbex Investments.

Accrued dividends relating to preference shares classified as owned by preference shareholders of lbex Investments are presented as part of the profit or loss attributable to preference shareholders in the period to which the accrual relates, regardless if these dividends have been declared. Any preference dividends actually paid have been presented as a reduction of accumulated profits attributable to preference shareholders.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 30. NON-CONTROLLING INTERESTS

### ACCOUNTING POLICY

#### Non controlling interest

Acquisitions of non-controlling interests are accounted for as transactions with owners in their capacity as owners and therefore no goodwill is recognised as a result.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of profit or loss, statement of comprehensive income, statement of changes in equity and statement of financial position respectively.

Subsequently, any losses applicable to the non-controlling interests are allocated to the non-controlling interests even if this results in the non-controlling interests having deficit balances.

#### Initial measurement of non-controlling interests

The Group recognises any non-controlling interest in the acquired entity on an acquisition-by-acquisition basis at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets.

When the Group ceases to consolidate an investment because of a loss of control, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in profit or loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

If the Group retains no interest, the carrying value of the non-controlling interest is disposed and forms part of the net asset value of the investment upon disposal. The difference between the proceeds received and the net asset value disposed is recognised in profit or loss.

#### Changes in ownership interests

The Group treats transactions with non-controlling interests that do not result in a loss of control as transactions with equity owners of the Group. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary. Any difference between the amount of the adjustment to non-controlling interests and any consideration paid or received is recognised in a separate reserve within equity attributable to owners of the Group.

### 30.1 Details of material non-controlling interests:

	Proportion of ownership interests and voting rights held by non-controlling interests		Profit/(loss) allocated to non-controlling interests		Accumulated non-controlling interests	
	30 September 2023	30 September 2022	30 September 2023	30 September 2022	30 September 2023	30 September 2022
	%	%	Rm	Rm	Rm	Rm
Pepkor Holdings	-	48.97	1 182	2 737	-	30 917
<b>Total non-controlling interests</b>			<b>1 182</b>	<b>2 737</b>	<b>-</b>	<b>30 917</b>

Any non-controlling interests recognised by the subsidiaries are included in the balances above.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 30. NON-CONTROLLING INTERESTS (continued)

### 30.2 Material transactions with non-controlling interests

#### Pepkor Holdings

##### 2022 Reporting Period

On 15 February 2022, the Group settled a portion of the Global Litigation Settlement with 273 785 820 Pepkor Holdings shares. This diluted the Group's shareholding to 51.50%.

The Pepkor Holdings Group issued 11.8 million ordinary shares on 1 March 2022 for share rights that vested under the Pepkor Holdings Executive Share Rights Scheme. This diluted the Group's shareholding to 51.36%.

On 16 March 2022, the Group settled the litigation with the Tekkie Town Claimants with 29 500 000 Pepkor Holdings shares. This diluted the Group shareholding to 50.56%.

During March 2022, Pepkor Holdings repurchased 1.8 million shares from the open market on the JSE. This increased the Group's shareholding to 50.59%.

During June 2022, Pepkor Holdings repurchased 10 million shares from the open market on the JSE. This increased the Group's shareholding to 50.73%.

As announced on 14 April 2021 the transaction for Pepkor Holdings to acquire twelve properties included in the Africa Properties portfolio currently leased from the Group, received the necessary approvals and all conditions precedent were fulfilled. The transfer of one of the properties was delayed. In September 2022, 1 279 253 shares were issued at R15 per share with the transfer of the property. This increased the Group's shareholding to 50.74%.

During July to September 2022, Pepkor Holdings repurchased 20.38 million shares from the open market on the JSE. This increased the Group's shareholding to 51.03%.

##### 2023 Reporting Period

On 8 February 2023, Pepkor Holdings cancelled and delisted 6.7 million shares that it acquired from the open market on the JSE. This increased the Group's shareholding to 51.12%.

On 9 February 2023, the Group announced the placement of 265 million Pepkor Holdings shares, raising total gross proceeds of R4.9 billion. Following the sale, the Group's interest in Pepkor Holdings reduced from 51.12% to 43.90%, resulting in a loss of control in Pepkor Holdings. As the Group has lost control over Pepkor Holdings, it has been accounted for as a deemed disposal of its investment in Pepkor Holdings at fair value, resulting in the recognition of a gain in the Statement of Profit or Loss. Refer to note 1.3.

The Group has retained significant influence over Pepkor Holdings after losing control, and as such Pepkor Holdings was recognised as an investment in associate from 9 February 2023. The value of the associate recognised on the day the Group lost control was based on the quoted share price. Pepkor Holdings was included as a discontinued operation until 8 February 2023, and thereafter included as an equity accounted investment in continuing operations. Comparative information has been restated accordingly.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 30. NON-CONTROLLING INTERESTS (continued)

### 30.3 Summarised financial information in respect of the Group's subsidiaries that have material non-controlling interests:

The summarised financial information below represents amounts before intragroup eliminations and consolidation entries.

	30 September 2022 Rm
	Pepkor Holdings
Non-current assets	80 790
Current assets	32 777
Non-current liabilities	(27 676)
Current liabilities	(22 946)
Revenue	81 396
<b>Profit for the period</b>	<b>6 109</b>
Profit attributable to owners of the parent	6 114
Loss attributable to the non-controlling interests	(5)
<b>Profit for the period</b>	<b>6 109</b>
Total comprehensive income attributable to owners of the parent	7 952
Total comprehensive loss attributable to the non-controlling interests	(5)
<b>Total comprehensive income for the period</b>	<b>7 947</b>
Net inflow from operating activities	5 465
Net outflow from investing activities	(3 470)
Net outflow from financing activities	(3 773)
<b>Net cash outflow</b>	<b>(1 778)</b>
Dividends paid to the non-controlling interests	-

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 31. RELATED-PARTY TRANSACTIONS

### Critical judgements

#### Key Management Personnel: Entities related and affiliated

The Group considered the various entities related and affiliated with certain key management personnel during the periods presented, to determine whether any material transactions were concluded between the Group and these entities.

The Group's considerations are explained in this note.

Related-party relationships also exist between shareholders, subsidiaries, joint-venture companies and associate companies within the Group and its Company directors and Group key management personnel. Refer to the Directors' Report for more detail on the change in group structure during the 2023 Reporting Period following the implementation of the WHOA Restructuring Plan.

Except where specifically stated otherwise, the transactions are concluded in the normal course of business and include transactions as a result of the group-wide treasury management of foreign currency movements. All material intergroup transactions are eliminated on consolidation.

### 31.1 Directorate

The below reflects the Board of Directors as at the date this report was approved.

#### Active directors at the date of this report

Theodore de Klerk	Appointed: 30 August 2019
Louis du Preez	Appointed: 2 February 2018
Moirá Moses	Appointed: 29 October 2018
David Pauker	Appointed: 23 February 2022
Alex Watson	Appointed: 29 October 2018
Paul Copley	Appointed: 29 June 2023

The current directors of the Company held no direct or indirect interest in the Company's issued ordinary or preference shares in either Reporting Periods.

#### Compensation of key management personnel

	2023	2022
	Rm	Rm
Short-term employee benefits	75	62
<b>Total compensation for the period</b>	<b>75</b>	<b>62</b>

Details relating to directors' emoluments are disclosed in note 33.

### 31.2 Interest of key management personnel in contracts

As part of the Global Litigation Settlement, Trevo and others were granted call options by Ainsley Holdings over 125 million Pepkor Holdings shares. Trevo (which was granted call options over 120 million Pepkor Holdings shares) is associated with PJ Erasmus (non-executive director of Pepkor Holdings from 12 January 2022 and Chief executive officer from 1 October 2022). The options are exercisable in the 2025 financial year at an exercise price R24.9215 per share subject to adjustments applicable for certain limited circumstances.

No other contracts related to key management personnel of the Group were concluded during either of the Reporting Periods.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

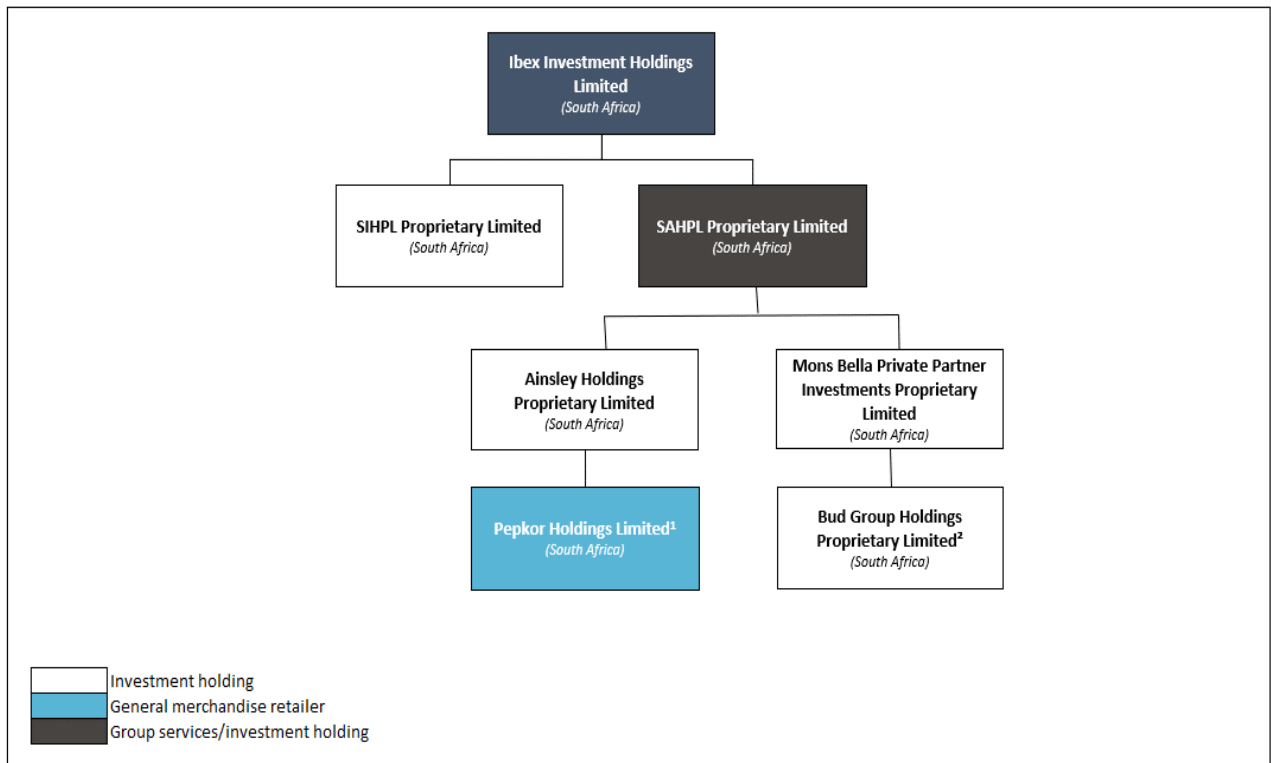
## 31. RELATED-PARTY TRANSACTIONS (continued)

### 31.3 Material subsidiaries and affiliated companies

The Group's principal subsidiaries and affiliated companies at 30 September 2023 are set out below in a simplified group structure. Unless otherwise stated, they have share capital consisting solely of ordinary shares that are held directly by the Ibx Investments Group, as at 30 September 2023, and the proportion of ownership interests held equals the voting rights held by the Ibx Investments Group. The country of incorporation or registration is also their principal place of business. The structure does not indicate direct interest in subsidiaries and affiliated companies and unless otherwise indicated, are wholly owned.

Principal subsidiaries and affiliated companies are those identified by management as contributing materially to the consolidated results or financial position of the Ibx Investments Group.

The statutory list of all subsidiaries and affiliated companies, prepared in accordance with the relevant legal requirements is available at the Company's registered address.



<sup>1</sup> Associate investment with shareholding of 43.9% (2022: Non-controlling interest of 48.97%).

<sup>2</sup> Financial Asset with shareholding of 20% (2022: 26%).

### 31.4 Trading transactions

The following is a summary of material transactions and balances outstanding at year-end in relation to transactions with related parties:

	Board fees received by Group Rm	Dividends received by Group Rm	Loan and receivables due to Group Rm
<b>2023</b>			
<b>Equity Accounted Companies</b>			
Pepkor Holdings	1	-	1
<b>2022</b>			
<b>Equity Accounted Companies</b>			
S'Ya Phanda Proprietary Limited	-	-	56
Bud	-	45	-
	-	45	56

Other transactions have occurred which are individually and globally immaterial.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 32. TRANSACTIONS AND BALANCES WITH THE GREATER IBEX GROUP

### ACCOUNTING POLICY

#### Impairment of related party loan receivable

For loans receivable with no fixed terms of repayment, ECLs are based on the assumption that repayment of the loan is demanded at the reporting date. If the borrower has sufficient accessible highly liquid assets in order to repay the loan if demanded at the reporting date, the probability of default is usually small and the expected credit loss is immaterial as a result.

If the borrower could not repay the loan if demanded at the reporting date, the Group considers the expected manner of recovery to measure ECLs. This includes a 'repay over time' strategy. If the recovery strategies indicate that the lender would fully recover the outstanding balance of the loan, the ECL is limited to the effect of discounting the amount due on the loan (at the loan's effective interest rate, which is regarded as 0% if the loan is interest free) over the period until cash is realised. If the effective interest rate is 0%, and all strategies indicate that the lender would fully recover the outstanding balance of the loan, no impairment loss is recognised.

The Group considers that an event of default has occurred if the borrower does not repay the loan when demanded. The Group writes off a loan when there is information indicating that the borrower is in severe financial difficulty and there is no realistic prospect of recovery, e.g. when the borrower has been placed under liquidation or has entered into bankruptcy proceedings.

At initial recognition, an impairment allowance is required for ECL resulting from default events that are possible within the next 12 months. In the event of a significant increase in credit risk, an allowance is required for ECL resulting from all possible default events over the expected life of the financial instrument.

Financial assets where a 12-month ECL is recognised are considered to be 'stage 1'; financial assets that are considered to have experienced a significant increase in credit risk are in 'stage 2'; and financial assets for which there is objective evidence of impairment are considered to be in default or otherwise credit impaired are in 'stage 3'. The assessment of credit risk and the estimation of ECL is unbiased and probability-weighted, and incorporates all available information that is relevant to the assessment, including information about past events, current conditions and reasonable and supportable forecasts of economic conditions at the reporting date. In addition, the estimation of ECL takes into account the time value of money.



# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 32. TRANSACTIONS AND BALANCES WITH THE GREATER IBEX GROUP (continued)

Internal credit grade	Description	Basis for recognising expected credit losses
<b>Performing</b>	Low risk of default due to the borrower's net assets being higher than the loan balance, and no amounts are past due.	12-month ECL
<b>Underperforming</b>	When the loan is past due or there has been a significant increase in credit risk since initial recognition and the borrower's net assets are higher than the loan balance, but the assets have a low level of liquidity or if there is a high level of liquidity of the underlying assets due to it being listed and the net assets are substantially recoverable, the loan is deemed underperforming. A significant increase in credit risk is indicated by a significant decrease in the value of the borrower's investments or changes in the scope of the business or organisational structure that result in a significant change in the borrower's ability to meet its debt obligations.	Lifetime ECL (not credit impaired)
<b>Non-performing</b>	When the loan is past due or there is evidence that the asset is credit impaired, and the borrower's net assets are lower than the loan balance, the loan is deemed non-performing. A loan will also be deemed non-performing when the financial position of the company has deteriorated severely since initial recognition or the loan is close to being in default.	Lifetime ECL (credit impaired)
<b>Write-off</b>	There is evidence indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery.	Amount is written off
<b>Curing</b>	Curing occurs when contractual payments are up to date with contractual obligations or the estimated underlying net asset value of the counterparty has improved to such an extent that recoverability of the loan is likely.	Amount is cured

### Significant estimates and judgements

The estimated disposal values of the underlying assets in the Ibex Europe Group are significant estimates in determining the recoverable amounts of the intragroup loans. Apart from the fact that the valuation techniques used are inherently subject to estimation uncertainty, the following items may affect the recoverable amount of the loans:

- the fair value of the underlying investments;
- potential discounts on the sale of the underlying assets in the Ibex Europe Group that may be required in order to dispose of these assets with the required time frame;
- taxes that may be payable upon disposal of the underlying assets.

Relationships	
Ultimate holding company	Topco
Direct holding company	RSA Holdco (from 29 June 2023) SIHNV (until 28 June 2023)
Fellow subsidiaries	Ibex Retail Investments Steenbok Newco 10 S.á.r.l. Lux Finco 2 Newco 2A Ibex (Europe) Pepco Steinhoff UK Holdings Limited

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 32. TRANSACTIONS AND BALANCES WITH THE GREATER IBEX GROUP (continued)

### 32.1 Trading transactions

#### Other income received

			30 September 2023	30 September 2022
	Nature	Notes	Rm	Rm
SIHNV	Risk fee	3.1.1	39	31
RSA Holdco	Risk fee	3.1.1	14	-
Ibex Retail Investments	Intragroup recoveries	3.1	14	15
Steenbok Newco 10 S.á.r.l.	Intragroup recoveries	3.1	12	-
Lux Finco 2	Early bird fee	3.1.2	29	-
			<b>108</b>	<b>46</b>

### 32.2 Loans and receivables from the greater Ibex Group

			30 September 2023	30 September 2022
		Notes	Rm	Rm
<b>Loans Receivable</b>				
SIHNV (receivable by Ibex Investments) <sup>1</sup>		a.	-	3 077
RSA Holdco (receivable by Ibex Investments) <sup>1</sup>		a.	3 077	-
SIHNV (receivable by SAHPL) <sup>1</sup>		b.	-	-
Gross carrying amount			-	4 321
Credit loss allowance			-	(4 321)
RSA Holdco (receivable by SAHPL) <sup>1</sup>		b.	-	-
Gross carrying amount			4 321	-
Credit loss allowance			(4 321)	-
Ibex (Europe)		c.	1 452	2 824
Gross carrying amount			3 221	2 824
Credit loss allowance			(1 769)	-
Lux Finco 2 (receivable by SAHPL)		d.	2 097	3 198
Gross carrying amount			5 080	4 823
Credit loss allowance			(2 983)	(1 625)
Newco 2A (receivable by SIHPL) <sup>2</sup>		e.	4 363	5 641
Gross carrying amount			28 162	23 854
Credit loss allowance			(23 799)	(18 213)
Newco 2A (receivable by Ibex Investments) <sup>2</sup>		f.	-	-
Gross carrying amount			16 324	14 326
Credit loss allowance			(16 324)	(14 326)
Ibex Retail Investments (receivable by SAHPL) <sup>2</sup>		g.	-	-
Gross carrying amount			493	480
Credit loss allowance			(493)	(480)
			<b>10 989</b>	<b>14 740</b>
<b>Receivables</b>				
Pepco			-	3
SIHNV			-	36
RSA Holdco		32.1 & 3.1.1	96	-
Ibex Retail Investments			3	1
			<b>99</b>	<b>40</b>
<b>Total loans and receivables</b>			<b>11 088</b>	<b>14 780</b>
<b>Current loans and receivables</b>			<b>3 176</b>	<b>3 117</b>
<b>Non-current loans and receivables</b>			<b>7 912</b>	<b>11 663</b>
			<b>11 088</b>	<b>14 780</b>

<sup>1</sup> All related party loans receivable by SIHNV were contributed to Topco which ultimately transferred it to RSA Holdco as part of the Business Transfer Agreement in terms of the WHOA Restructuring Plan.

<sup>2</sup> For clarity purposes the gross amounts were disclosed instead of the net amount as required by IFRS 9 for original credit impaired loans.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 32. TRANSACTIONS AND BALANCES WITH THE GREATER IBEX GROUP (continued)

### 32.2 Loans and receivables from the greater Ibex Group (continued)

- a. This loan was recognised as part of the Global Litigation Settlement relating to payments made by the Group on behalf of SIHNV. In terms of the WHOA Restructuring Plan, the SIHNV loan was ultimately transferred to RSA Holdco. The loan is non-interest bearing and repayable on demand. SARB approval is still required to clear the loan account against the loan payable from RSA Holdco for R3.077 billion. Refer to note 32.3(a).
- b. The loan to RSA Holdco, previously SIHNV, is rand-denominated, secured over shares in Ibex Investments, interest-free and is repayable on 30 June 2026.
- c. SAHPL and Newshelf have loans receivable from Ibex (Europe) of €62.5 million and €98.7 million respectively. The loans are euro-denominated, carry interest at 8% per annum and are repayable on 30 June 2026. During February 2023, Ibex (Europe) repaid €4.8 million (R90.4 million) of the loan owed to SAHPL and €7.5 million (R142.7 million) of the loan owing to Newshelf.

Ibex (Europe)'s underlying investment, Pepco, is listed on the Warsaw Stock Exchange and holds 72.15% of its holdings as at 30 September 2023. 4% of the proceeds from any placements of the investment in Pepco by Ibex (Europe) will be utilised to repay the loans from SAHPL and Newshelf. The recoverability of the loans are therefore based on the share price of Pepco, which decreased from PLN29.90 as at 30 September 2022 to PLN20.24 as at 30 September 2023. As a result of this decrease, 4% of the Pepco investment was less than the outstanding loan amount as at 30 September 2023. This is seen as a significant increase in credit risk, resulting in an expected credit loss of R1.769 billion being recognised. On 14 November 2023, in the interest of progressing with the group simplification and the ultimate de-registration of Newshelf, the Ibex (Europe) loan owing to Newshelf was assigned to SAHPL.

- d. SAHPL's loan with Lux Finco 2 is rand-denominated, bears interest at 10% and is repayable on 30 June 2026. The interest rate decreased from 10.75% to 10% on 30 June 2023, following the implementation of the WHOA Restructuring Plan. The loan forms part of the Lux Finco 2 Second Lien Facilities, which ranks behind the Lux Finco 2 First Lien Facility. Lux Finco 2's ability to repay these loans are based on the fair value of the underlying assets in the Ibex Europe Group. The main driver of the fair value of the Ibex Europe Group is its investments in Pepco and Mattress Firm. The Pepco share price decreased from PLN29.90 per share as at 30 September 2022 to PLN20.24 per share as at 30 September 2023. At the Reporting Date, an assessment was performed on the recoverability of SAHPL's loan receivable from Lux Finco 2 and as a result of the decrease in the fair value of the Ibex Europe Group's underlying investments, a further expected credit loss of R1.358 billion was recognised by SAHPL.
- e. SIHPL's loan with Newco 2A is euro-denominated, unsecured, bears interest at 10% and is repayable on 30 June 2026. The loan is classified as non-performing. SIHPL's loan with Newco 2A is a first lien intercompany loan and ranks *pari passu* with the A1 tranche of the Lux Finco 1 21/22 Facility and A2 tranche of the Lux Finco 1 23 Facility. Newco 2A has an intragroup loan receivable from Lux Finco 2, which on repayment (refer to point d above), will be utilised to repay a portion of the SIHPL and Lux Finco 1 Facilities in accordance with their rankings. The deterioration of the fair value of the underlying assets in the Ibex Europe Group (as described above) resulted in the decrease in Newco 2A's expected recovery of the Lux Finco 2 loan receivable. A further expected credit loss of R2.526 billion was recognised by SIHPL in the Reporting Period (2022: expected credit loss of R1.9 billion).
- f. Ibex Investment's loan to Newco 2A is euro-denominated, carries interest at 10% and is repayable on 30 June 2026. The loan is classified as non-performing. This is a second lien intercompany loan and no recovery is expected.
- g. SAHPL's loan to Ibex Retail Investments is euro-denominated, unsecured, interest-free and is repayable on demand. The loan is classified as non-performing and no recovery is expected.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 32. TRANSACTIONS AND BALANCES WITH THE GREATER IBEX GROUP (continued)

### 32.2 Loans and receivables from the greater Ibx Group (continued)

#### Credit loss allowances

The following tables set out the carrying amount, loss allowance and measurement basis of expected credit losses for Group loans receivable by credit rating grade:

	Internal credit rating	Basis of loss allowance	Gross Carrying			
			amount Rm	Credit impaired Rm	Loss allowance Rm	Amortised cost Rm
<b>2023</b>						
RSA Holdco	Performing	12-month ECL	3 077	-	-	3 077
RSA Holdco	Underperforming	Lifetime ECL	4 321	-	(4 321)	-
Ibex (Europe)	Underperforming	Lifetime ECL	3 221	-	(1 769)	1 452
Lux Finco 2	Underperforming	Lifetime ECL	5 080	-	(2 983)	2 097
Newco 2A	Non-performing	Lifetime ECL	28 162	(23 799)	-	4 363
Newco 2A*	Non-performing	Lifetime ECL	16 324	(16 324)	-	-
Ibex Retail Investments	Non-performing	Lifetime ECL	493	(493)	-	-
			<b>60 678</b>	<b>(40 616)</b>	<b>(9 073)</b>	<b>10 989</b>

	Internal credit rating	Basis of loss allowance	Gross Carrying			
			amount Rm	Credit impaired Rm	Loss allowance Rm	Amortised cost Rm
<b>2022</b>						
SIHNV	Performing	12-month ECL	3 077	-	-	3 077
SIHNV	Underperforming	Lifetime ECL	4 321	-	(4 321)	-
Ibex (Europe)	Performing	12-month ECL	2 824	-	-	2 824
Lux Finco 2	Underperforming	Lifetime ECL	4 823	-	(1 625)	3 198
Newco 2A	Non-performing	Lifetime ECL	23 854	(18 213)	-	5 641
Newco 2A*	Non-performing	Lifetime ECL	14 326	(14 326)	-	-
Ibex Retail Investments	Non-performing	Lifetime ECL	480	(480)	-	-
			<b>53 705</b>	<b>(33 019)</b>	<b>(5 946)</b>	<b>14 740</b>

\* Ibex Investments' loan with Newco 2A is a second lien intercompany loan and therefore ranks below SIHPL's loan with Newco 2A and the Lux Finco 1 21/22 and 23 Facilities.

#### Reconciliation of credit loss allowance

	Notes	Under-		Total Rm
		performing Rm	Non-performing Rm	
<b>Balance at 1 October 2021</b>		(20 507)	(14 831)	(35 338)
Foreign exchange movement		-	(149)	(149)
Reclassification between Underperforming and Non-performing		16 187	(16 187)	-
Additional ECL raised	3.2.1	(1 626)	(1 852)	(3 478)
<b>Balance at 30 September 2022</b>		<b>(5 946)</b>	<b>(33 019)</b>	<b>(38 965)</b>
Foreign exchange movement		-	(5 071)	(5 071)
Additional ECL raised	3.2.1	(3 127)	(2 526)	(5 653)
<b>Balance at 30 September 2023</b>		<b>(9 073)</b>	<b>(40 616)</b>	<b>(49 689)</b>

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 32. TRANSACTIONS AND BALANCES WITH THE GREATER IBEX GROUP (continued)

### 32.2 Loans and receivables from the greater Ibex Group (continued)

#### Sensitivity analysis

The recoverability of SIHPL's loan to Newco 2A is dependent on the estimated fair values of the underlying assets in the Ibex Europe Group. These assets' fair values were based on quoted and unquoted market prices. A 1% change in the fair values of the two major contributing assets, being Mattress Firm and Pepco, would have the following effect on the recoverable amount and statement of profit or loss:

	Recoverable amount Rm	Effect on profit or loss Rm
<b>30 September 2023</b>		
1% increase	4 393	30
1% decrease	4 327	(36)

The recoverability of SAHPL's loan to Lux Finco 2 is dependent on the estimated fair values of the underlying assets in the Ibex Europe Group. These assets' fair values were based on quoted and unquoted market prices. A 1% change in the fair values of the two major contributing assets, being Mattress Firm and Pepco, would have the following effect on the recoverable amount and statement of profit or loss:

	Recoverable amount Rm	Effect on profit or loss Rm
<b>30 September 2023</b>		
1% increase	2 119	22
1% decrease	2 074	(23)

The recoverability of Ibex (Europe)'s loan to SAHPL and Newshelf is dependent on the estimated fair value the Ibex Europe Group's investment in Pepco. This asset's fair value is based on quoted market prices. A 1% change in the fair value of Pepco, would have the following effect on the recoverable amount and statement of profit or loss:

	Recoverable amount Rm	Effect on profit or loss Rm
<b>30 September 2023</b>		
1% increase	1 467	15
1% decrease	1 438	(14)

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 32. TRANSACTIONS AND BALANCES WITH THE GREATER IBEX GROUP (continued)

### 32.3 Loans and payables owed to the greater Ibex Group

	Notes	30 September 2023 Rm	30 September 2022 Rm
<b>Loans Payable</b>			
SIHNV (payable by Ibex Investments)	a.	-	(3 077)
RSA Holdco (payable by Ibex Investments)	a.	(3 077)	-
SIHNV (payable by SIHPL)*	b.	-	(23)
Gross carrying amount		-	(63)
Limited recourse adjustment		-	40
RSA Holdco (payable by SIHPL)*	b.	(18)	-
Gross carrying amount		(63)	-
Limited recourse adjustment		45	-
SIHNV Loan Note*	c.	-	(2 876)
RSA Holdco Loan Note*	c.	(3 277)	-
Newco 2A Loan Note	d.	(4 246)	(3 726)
Steinhoff UK Holdings Limited		(42)	(42)
		<b>(10 660)</b>	<b>(9 744)</b>
<b>Payables</b>			
Ibex Retail Investments		(16)	(6)
Ibex (Europe)		-	(17)
Steenbok Newco 10 S.á.r.l.		(19)	-
RSA Holdco		(5)	-
Pepco		-	(1)
		<b>(40)</b>	<b>(24)</b>
<b>Total loans and payables</b>		<b>(10 700)</b>	<b>(9 768)</b>
<b>Current loans and payables</b>		<b>(3 159)</b>	<b>(4 669)</b>
<b>Non-current loans and payables</b>		<b>(7 541)</b>	<b>(5 099)</b>
		<b>(10 700)</b>	<b>(9 768)</b>

\*The related party loans payable were ultimately assumed by RSA Holdco as part of the Business Transfer Agreement in terms of the WHOA Restructuring Plan.

- a. The loan payable to RSA Holdco, previously SIHNV, is non-interest-bearing and repayable on demand. Ibex Investments intended to repay this loan as part of the Global Litigation Settlement, however SARB approval is still required to clear the repayment currently included as a loan receivable of R3.077 billion (note 32.2a) against the loan payable.
- b. The loan payable to RSA Holdco, previously SIHNV and is interest-free with its repayment terms are governed in terms of the SIHPL ICA.

In terms of the SIHPL ICA entered into on 15 February 2022, the loan has a third ranking security over SIHPL's assets and have become a limited recourse loan. Based on SIHPL's available assets as at 30 September 2023, only a portion of this loan is expected to be repaid. An adjustment was therefore recognised to reduce the loan amount to the balance that will be payable based on the available assets of SIHPL. Based on the loan's third ranking and the expected timing of repayment of the first and second ranking loans disclosed below, it is classified as non-current.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 32. TRANSACTIONS AND BALANCES WITH THE GREATER IBEX GROUP (continued)

### 32.3 Loans and payables owed to the greater Ibex Group (continued)

- c. All or certain of the MPCs against SIHPL have been settled (in full or in part) by SIHNV on behalf of SIHPL from funds which was made available by SIHNV and paid via the SRF. In consideration for SIHNV undertaking the MPC Settlement on behalf of SIHPL, SIHPL was liable to SIHNV for the amounts paid by SIHNV pursuant to the MPC Settlement. A loan to the amount of €164 million is therefore payable to RSA Holdco, as all SIHNV loans were ultimately assumed by RSA Holdco as part of the Business Transfer Agreement in terms of the WHOA Restructuring Plan. The loan is euro-denominated, interest-free, repayable on 15 August 2027 and has a second ranking security over SIHPL's assets. The loan is a limited recourse loan however, based on SIHPL's available assets as at 30 September 2023 and the loan's ranking, the full loan amount is expected to be repaid. In September 2023, SIHPL obtained lender consent to repay €42 million of the RSA Holdco loan before the Newco 2A Loan Note in order to fund RSA Holdco. Subsequent to the Reporting Date, the FinSurv authorised the withdrawal of this €42 million (R854 million) to RSA Holdco 2023.
- d. SIHPL acquired the Titan Receivable from Newco 2A for €220 million on Settlement Effective Date. The Newco 2A loan Note is euro-denominated, interest-free, repayable on 15 August 2027 and has a first ranking security over SIHPL's assets. The loan is a limited recourse loan however, based on SIHPL's available assets as at 30 September 2023 and the loan's ranking, the full loan amount is expected to be repaid. A repayment of R126 million (€7.5 million) was made on 11 August 2022 in terms of the SIHPL ICA.

### Reconciliation of loans payable

	Opening balance Rm	Foreign currency gains/(losses) Rm	Limited recourse adjustment Rm	Transfer in terms of WHOA Restructuring Plan Rm	Closing balance Rm
SIHNV (payable by Ibex Investments)	(3 077)	-	-	3 077	-
RSA Holdco (payable by Ibex Investments)	-	-	-	(3 077)	(3 077)
SIHNV (payable by SIHPL)	(23)	-	2	21	-
RSA Holdco (payable by SIHPL)	-	-	3	(21)	(18)
SIHNV Loan Note	(2 876)	(505)	-	3 381	-
RSA Holdco Loan Note	-	104	-	(3 381)	(3 277)
Newco 2A Loan Note	(3 726)	(520)	-	-	(4 246)
Steinhoff UK Holdings Limited	(42)	-	-	-	(42)
	<b>(9 744)</b>	<b>(921)</b>	<b>5</b>	<b>-</b>	<b>(10 660)</b>

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 33. REMUNERATION REPORT

### 33.1 Remuneration of the board of directors

	Annual bonus						Total remuneration and fees R'000
	Basic remuneration <sup>2</sup>	Pension and other contributions <sup>1</sup>	Annual leave paid out	Short-term incentive <sup>3</sup>	Long-term incentive <sup>7</sup>	IFRS 2 share-based payment expense	
	R'000	R'000	R'000	R'000	R'000	R'000	
<b>2023</b>							
<b>Executive directors<sup>2</sup></b>							
Theodore de Klerk	24 099	1 404	360	35 298	52 649	108	113 918
Louis du Preez	28 263	1 144	393	40 703	60 711	125	131 339
<b>Total remuneration of executive directors</b>	<b>52 362</b>	<b>2 548</b>	<b>754</b>	<b>76 000</b>	<b>113 359</b>	<b>233</b>	<b>245 257</b>
<b>Non-executive directors</b>							
Moira Moses <sup>4</sup>	5 068	-	-	-	-	-	5 068
- Paid by SIHNV	4 660	-	-	-	-	-	4 660
- Paid by Ibex Investments	408	-	-	-	-	-	408
Hugo Nelson <sup>4,6</sup>	3 090	-	-	-	-	-	3 090
- Paid by SIHNV	2 767	-	-	-	-	-	2 767
- Paid by Ibex Investments	323	-	-	-	-	-	323
David Pauker <sup>4</sup>	4 854	-	-	-	-	-	4 854
- Paid by SIHNV	1 430	-	-	-	-	-	1 430
- Paid by Ibex Investments	410	-	-	-	-	-	410
- Paid by other Group entities	3 015	-	-	-	-	-	3 015
Alex Watson <sup>4</sup>	3 220	-	-	-	-	-	3 220
- Paid by SIHNV	2 767	-	-	-	-	-	2 767
- Paid by Ibex Investments	453	-	-	-	-	-	453
Paul Copley <sup>4,5</sup>	3 365	-	-	-	-	-	3 365
- Paid by SIHNV	2 748	-	-	-	-	-	2 748
- Paid by Ibex Investments	105	-	-	-	-	-	105
- Paid by other Group entities	512	-	-	-	-	-	512
<b>Total remuneration of non-executive directors</b>	<b>19 597</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>19 597</b>
<b>Total remuneration</b>	<b>71 959</b>	<b>2 548</b>	<b>754</b>	<b>76 000</b>	<b>113 359</b>	<b>233</b>	<b>264 854</b>

<sup>1</sup> Other contributions mainly include company contributions to the medical aid, expense allowances and social taxes.

<sup>2</sup> The Executive Directors have employment contracts with SAHPL, all remuneration is therefore paid by SAHPL up to the Reporting Date. Directors' fees were paid with basic remuneration in terms of the individuals' employment contract. The directors' employment contracts solely pertain to their duties as directors.

<sup>3</sup> Annual bonus comprises a short- and long-term incentive which are based on KPIs on which fulfilment and subsequent approval by SIHNV's remuneration committee resulted in performance bonuses. Annual performance bonuses are only recognised once it is probable that the KPI's will be achieved - the year-end accrual is included in the Performance-based bonus accrual in note 23.2.

<sup>4</sup> These board members served on the Supervisory Board of SIHNV as well as the Ibex Investments Board and therefore receive both their Supervisory Board fees as well as director's fees for Ibex Investments.

<sup>5</sup> Appointed on 29 June 2023. Paul Copley also serves as a non-executive board member of SIHPL and SAHPL for which he receives a director's fee.

<sup>6</sup> Resigned on 29 June 2023.

<sup>7</sup> On 31 May 2023, SIHNV, the previous ultimate holding company, filed a request with the District Court of Amsterdam to confirm the Restructuring Plan and the hearing took place on 15 June 2023. On 21 June 2023 the District Court of Amsterdam confirmed the WHOA Restructuring Plan. Pursuant to the confirmation of the WHOA Restructure Plan, SIHNV called an EGM of SIHNV's shareholders proposing the dissolution of SIHNV by resolution. The EGM took place in Amsterdam on 26 July 2023, where the shareholders voted in favour of the dissolution of SIHNV. The Dissolution Resolution constitutes an event that accelerates awards under the LTI Scheme. The LTI Scheme has thus now come to an end.



# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 33. REMUNERATION REPORT (continued)

### 33.1 Remuneration of the board of directors (continued)

	Annual bonus <sup>3</sup>						Total remuneration and fees R'000
	Basic remuneration <sup>2</sup>	Pension and other contributions <sup>1</sup>	Annual leave paid out	Short-term incentive	Long-term incentive <sup>3</sup>	IFRS 2 share-based payment expense	
	R'000	R'000	R'000	R'000	R'000	R'000	
<b>2022</b>							
<b>Executive directors</b>							
Theodore de Klerk	19 342	1 203	278	15 521	14 028	2 233	52 605
Louis du Preez	22 570	1 121	321	17 897	16 176	2 575	60 660
<b>Total remuneration of executive directors</b>	<b>41 912</b>	<b>2 324</b>	<b>599</b>	<b>33 418</b>	<b>30 204</b>	<b>4 808</b>	<b>113 265</b>
<b>Non-executive directors</b>							
Moira Moses <sup>4</sup>	5 915	-	-	-	-	-	5 915
- Paid by SIHNV	5 479	-	-	-	-	-	5 479
- Paid by Ibex Investments	436	-	-	-	-	-	436
Hugo Nelson <sup>4</sup>	3 687	-	-	-	-	-	3 687
- Paid by SIHNV	3 253	-	-	-	-	-	3 253
- Paid by Ibex Investments	434	-	-	-	-	-	434
David Pauker <sup>4,5</sup>	4 274	-	-	-	-	-	4 274
- Paid by SIHNV	2 862	-	-	-	-	-	2 862
- Paid by Ibex Investments	246	-	-	-	-	-	246
- Paid by other Group entities	1 166	-	-	-	-	-	1 166
Alex Watson <sup>4</sup>	3 706	-	-	-	-	-	3 706
- Paid by SIHNV	3 253	-	-	-	-	-	3 253
- Paid by Ibex Investments	453	-	-	-	-	-	453
<b>Total remuneration of non-executive directors</b>	<b>17 582</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>17 582</b>
<b>Total remuneration</b>	<b>59 494</b>	<b>2 324</b>	<b>599</b>	<b>33 418</b>	<b>30 204</b>	<b>4 808</b>	<b>130 847</b>

<sup>1</sup> Other contributions mainly include company contributions to the medical aid, expense allowances and social taxes.

<sup>2</sup> The Executive Directors have employment contracts with SAHPL, all remuneration is therefore paid by SAHPL. Directors' fees were paid with basic remuneration in terms of the individuals' employment contract. The directors' employment contracts solely pertain to their duties as directors.

<sup>3</sup> Annual bonus comprises a short- and long-term incentive which are based on KPIs on which fulfilment and subsequent approval by SIHNV's remuneration committee will result in performance bonuses. An LTI allocation is awarded annually and paid out in three equal tranches over three years on the anniversary of the award, subject to fulfilment of the KPI's and subsequent approval by SIHNV's remuneration committee. Annual performance bonuses are only recognised once it is probable that the KPI's will be achieved - the year-end accrual is included in the Performance-based bonus accrual in note 23.2.

<sup>4</sup> These board members serve on the Supervisory Board of SIHNV as well as the Ibex Investments Board and therefore receive both their Supervisory Board fees as well as director's fees for Ibex Investments.

<sup>5</sup> Appointed on 23 February 2022. David Pauker also serves as a non-executive board member of SIHPL and SAHPL for which he receives a director's fee.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 34. SHARE-BASED PAYMENTS

### 34.1 Cash-settled share scheme

At the SIHNV AGM held on 25 March 2022, the amended share plan was not approved by the requisite simple majority shareholders. As a result, in accordance with their terms, the conditional share awards that were granted to SIHNV's managing directors automatically converted into phantom shares, which falls within the scope of IFRS 2. The value of these phantom shares were equal to the SIHNV share price and was settled in cash upon vesting.

The phantom shares vested in equal tranches (25% each) on a 6-monthly basis commencing 31 March 2023. The grant date for the 2022 share scheme was deemed to be 25 March 2022 as it was the date the amended share plan was not accepted at the SIHNV general meeting and thus by default accepting the alternative of a phantom share award. The managing directors were required to remain in employment during the vesting period. The first tranche vested on 31 March 2023. There were no market conditions relating to the scheme.

The 2022 cash-settled share-based payment was remeasured to its actual settlement amount; therefore, the cumulative cost that would ultimately be recognised would be equal to the cash payment to the counterparty. At 30 September 2022, the 2022 share-based payment was remeasured to R4.8 million (calculated by taking into account the number of phantom shares, total remaining period before vesting of each tranche and the SIHNV share price) which was included in employee benefits disclosed in note 23. The remeasurement of R4.8 million was recognised in the Statement of Profit or Loss as part of employee cost.

On 1 October 2022, the 2023 share scheme was granted. In terms of the scheme rules an accelerated vesting would take place on the occurrence of any of the following events (with regards to SIHNV):

- the passing of any resolution for the liquidation in terms of Dutch Law;
- granting of any order for the liquidation or bankruptcy of the company made by a Dutch court; or
- passing any resolution or the granting of any order to commence business rescue proceedings.

On 26 July 2023, an EGM was held for SIHNV whereby it was resolved that the company would be dissolved, and liquidation proceedings would commence. This triggered the acceleration of the phantom shares in terms of the above and brought to a close the entire Management Board long term incentive scheme. The remaining 2022 share scheme grants were deemed to be forfeited at a value of zero since they are not subject to the accelerated vesting.

	2023 Number of phantom shares	2022 Number of phantom shares
The number of phantom shares outstanding is:		
Outstanding at the beginning of the period	13 661 600	-
Granted during the year	15 363 852	13 661 600
Vested during the period	(18 779 252)	-
Forfeited during the period	(10 246 200)	-
Outstanding at the end of the period	-	13 661 600

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 35. ASSETS AND LIABILITIES CLASSIFIED AS HELD-FOR-SALE

### ACCOUNTING POLICY

#### Non-current assets held-for-sale and discontinued operations

Non-current assets and disposal groups are classified as held-for-sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset (or disposal group) is available for immediate sale in its present condition. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification. These assets may be a component of an entity, a disposal group or an individual non-current asset. On initial classification as held-for-sale, non-current assets and disposal groups are recognised at the lower of its carrying amount and fair value less costs to sell.

A discontinued operation is a component of the Group's business that represents a separate major line of business or geographical area of operation, or a subsidiary acquired exclusively with a view to resell. Classification as a discontinued operation occurs on disposal or when the operation meets the criteria to be classified as held-for-sale.

If the above conditions are no longer met to classify non-current assets and disposal groups as held-for-sale, the Group cease to classify and present the non-current assets and disposal groups as such. The Group shall measure the non-current assets and disposal group on the date it ceases to be held-for-sale at the lower of the carrying amount before the asset was classified as held-for-sale, adjusted for any depreciation, amortisation or revaluations that would have been recognised had the non-current assets or disposal group not been classified as held-for-sale, and its recoverable amount. The financial statements are amended accordingly from the period of initial classification as held-for-sale. Any adjustment arising from the change is also included in profit or loss from continuing operations, in the same line item where any other gain or loss from remeasurement is included.

#### Africa Properties

As at the Reporting Date, all properties within the portfolio have been disposed of and a process is underway to deregister these companies. No assets or liabilities are therefore held-for-sale as at 30 September 2023.

#### Bud

The interest in Bud changed from an investment in equity instrument to a contractual right to cash for future buy-back of shares held in Bud on 30 November 2022, which is the date all conditions precedent to the Transaction Implementation Agreement were fulfilled and accordingly the restructure is unconditional. The Group has accounted for Bud as a financial asset from this date.

The Group therefore had no assets or liabilities included as held-for-sale as at 30 September 2023.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 35. ASSETS AND LIABILITIES CLASSIFIED AS HELD-FOR-SALE (continued)

The following table presents detail of the assets and liabilities that have been classified as held-for-sale as at 30 September 2022. The balances disclosed include impairments recognised on the date of classification as held-for-sale.

	Notes	Africa Properties Rm	Bud Rm	Total Rm
<b>2022</b>				
<b>Assets</b>				
Investment in equity accounted companies		-	2 155	2 155
Inventories		12	-	12
Trade receivables	12	2	-	2
Taxation receivable		1	-	1
Cash and cash equivalents		4	-	4
<b>Total gross assets</b>		<b>19</b>	<b>2 155</b>	<b>2 174</b>
<b>Liabilities</b>				
Provisions	24	(2)	-	(2)
Employee benefits		(1)	-	(1)
Trade payables	20	(2)	-	(2)
<b>Total liabilities</b>		<b>(5)</b>	<b>-</b>	<b>(5)</b>
<b>Net assets</b>		<b>14</b>	<b>2 155</b>	<b>2 169</b>
<b>Impairments recognised through profit or loss</b>	1.2	<b>9</b>	<b>556</b>	<b>565</b>

### Bud held-for-sale classification

The Bud shareholders have approved a restructure to facilitate an exit by certain Bud shareholders, including the Ibx Investments Group through Mons Bella, by way of a share buy-back. The restructure entails the transfer of certain assets to a newco, to facilitate the orderly disposal of those assets. As the newco disposes of the assets, the consideration received for the disposal will be advanced to exiting shareholders on an interest free loan account ("**Exit Loan**") until such time that the share buy-back is complete. The repurchase of the shares by Bud from exiting shareholders will then be settled by offsetting it against the Exit Loan. Bud management is deemed committed to the plan, the assets are in a condition that is ready for disposal, active buyers are being sourced and the assets are being marketed for a reasonable price as determined by management. The Group will also no longer have rights to dividends declared after 1 December from operational profits generated by Bud from non-disposal assets, instead this will be offset against the Exit Loans. In substance the Group has entered into an earnout arrangement for the disposal of shares held in Bud. The interest in Bud will change, once all the conditions precedent on the Transaction Implementation Agreement are met, from an investment in equity instrument to a contractual right to cash for the future buy-back of shares held in Bud. The last conditions precedent to the Transaction Implementation Agreement was fulfilled on 30 November 2022 and accordingly the restructure is unconditional and the Group will account for Bud as a financial asset from this date.

As a result, Bud met the criteria to be classified as held-for-sale on 30 June 2022. However, it did not meet the criteria to be classified as a discontinued operation therefore the share of profit and the impairment recognised is still recognised in continuing operations.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 36. PRIOR PERIOD ERROR

Ibex (Europe) repaid €14.8 million of the loan owed to SAHPL and €23.4 million of the loan owed to Newshelf. The funds were received by SBSA and was held on behalf of SAHPL (the repayment was to be received in the name of SAHPL as Newshelf does not have a bank account) pending approval for release by the FinSurv of the SARB.

Management concluded that, once approval was received, the funds would be readily available in SAHPL's bank account and the value known. As a result, the funds were included in the cash and cash equivalents balance in the 2022 Consolidated Annual Financial Statements of SIHL and was disclosed as "restricted cash".

However, the process for clearing the funds from the repayment has attracted delays beyond the usual timeframe and no definitive timeline has been received from FinSurv regarding the approval for fund clearance. It is therefore unlikely that the funds can be classified as cash and cash equivalents.

As a result, management has concluded that these funds should not be disclosed as part of cash and cash equivalents but rather as "Blocked funds" in a separate line item on the Statement of Financial Position. The effect has therefore been treated as a prior period error that had no change in retained earnings.

The aggregate effect of the restatement on the Consolidated Annual Financial Statements for the year ended 30 September 2022 is as follows:

### Statement of Financial Position (extract)

	2022		
	Previously reported Rm	Adjustment for prior period error Rm	Restated Rm
<b>Current assets</b>			
Cash and cash equivalents	6 522	(671)	5 851
Blocked funds	-	671	671

### Statement of Cash Flows (extract)

	2022		
	Previously reported Rm	Adjustment for prior period error Rm	Restated Rm
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Transfer to blocked funds	-	(673)	(673)
<b>Net cash outflow from financing activities</b>	-	(673)	(673)
<b>NET DECREASE IN CASH AND CASH EQUIVALENTS</b>	(22 754)	(673)	(23 427)
Effects of exchange rate translations on cash and cash equivalents	409	2	411
Cash and cash equivalents at beginning of the period	28 871	-	28 871
<b>CASH AND CASH EQUIVALENTS AT END OF PERIOD</b>	6 526	(671)	5 855

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 37. EVENTS OCCURRING AFTER THE REPORTING PERIOD

Management carefully considered each subsequent event to assess if any of these events classify as adjusting events. The material events after the 2023 Reporting Period are listed below.

### Non-adjusting subsequent events

- **Dividend to Preference Shareholders**

The board of directors of the Company declared a gross dividend on 2 October 2023 of 452.78938 cents per share in respect of the period 1 January 2023 to 30 June 2023, payable to the shareholders of the 15 000 000 cumulative, non-redeemable, non-participating, variable rate preference shares issued by the Company. The dividend was paid on 23 October 2023.

- **Pepkor Holdings - Dividend declaration**

The board of directors of Pepkor Holdings, declared a dividend of 48.07572 rand cents per ordinary share, which is payable to shareholders on 22 January 2024 in respect of the twelve months ended 30 September 2023. The dividend will be payable to the holders of ordinary shares in the share capital of the company recorded in the securities register of the company on 19 January 2024. The last date to trade in order to be eligible to receive the dividend will be 16 January 2024, and the ex-dividend date will be 17 January 2024.

- **Letter from the SARB**

After close of business on 13 December 2023, the Company received a letter from the SARB under the heading "*Alleged contraventions of the provisions of the Exchange Control Regulations, as promulgated by Government Notice No. R.1111 of 1961-12-01: potential forfeiture of 'blocked' funds in terms of Exchange Control Regulation 22B*". The SARB therein requested the Company to make representations for consideration by the Governor or a Deputy Governor as to why some or all of the blocked funds should not be declared forfeit as provided for in Regulation 22B. The Company intends to respond to the letter dated 13 December 2023, and notwithstanding this letter, the Ixex Group shall continue with the legal proceedings instituted on 1 December 2023.

# NOTES TO THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 38. OTHER INFORMATION

### New and amended standards adopted by the Group

The Group has applied the following relevant standards and amendments for the first time for their annual Reporting Period commencing 1 October 2022.

- Property, Plant and Equipment: Proceeds before intended use – Amendments to IAS 16
- Reference to the Conceptual Framework – Amendments to IFRS 3
- Onerous Contracts – Cost of Fulfilling a Contract Amendments to IAS 37
- Annual Improvements to IFRS Standards 2018 – 2020 - Amendments to IFRS 9
- Fees in the '10 per cent' test for derecognition of financial liabilities - Amendment to IFRS 9
- Interest Rate Benchmark reform – Phase 2 – Amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16

The adoption of these amendments did not have any impact on the amounts recognised in the current or prior periods.

### New standards and interpretations not yet effective

Certain new accounting standards and interpretations have been published that are not mandatory for the 2023 Reporting Period and have not been early adopted by the Group. The Group's assessment of the impact of these new standards and interpretations is set out below.

	Date required to be adopted by the Group
• Classification of Liabilities as Current or Non-current – Amendments to IAS 1	1 January 2023*
• Disclosure of accounting policies - Amendments to IAS 1 and IFRS Practice Statement	1 January 2023*
• Definition of Accounting Estimates - Amendments to IAS 8	1 January 2023*
• Deferred Tax related to Assets and Liabilities arising from a Single Transaction – Amendments to IAS 12	1 January 2023*
• Supplier finance arrangements - Amendment to IFRS 7 and IAS 7	1 January 2024*
• Lease Liability in a Sale and Leaseback - Amendment to IFRS 16	1 January 2024*
• Classification of Long-term Debt Affected by Covenants - Amendment to IAS 1	1 January 2023*
• International Tax Reform - Pillar Two Model Rules - Amendment to IAS 12	1 January 2024*
• IFRS S1 General Requirements for Disclosure of Sustainability-related Financial Information and IFRS S2 Climate-related Disclosures	1 January 2024*

\* These amendments are not expected to have a significant impact on the Group upon adoption.

The application of the above in future financial periods is not expected to have a significant impact on the Group's reported results, financial position or cash flows.

# SEPARATE ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

Separate Statement of Profit or Loss	129
Separate Statement of Comprehensive Income	129
Separate Statement of Changes in Equity	130
Separate Statement of Financial Position	131
Separate Statement of Cash Flows	132
Basis of Preparation	133
Notes to the Separate Annual Financial Statements	136



# SEPARATE STATEMENT OF PROFIT AND LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 30 SEPTEMBER 2023

	Notes	2023 Rm	2022 Rm
Investment income	2	669	15 315
Other operating losses	3	(7 640)	(18 063)
Administrative expenses		(74)	(24)
<b>Operating loss before finance cost</b>		<b>(7 045)</b>	<b>(2 772)</b>
Finance cost	4	(271)	(539)
<b>Loss before taxation</b>		<b>(7 316)</b>	<b>(3 311)</b>
Taxation	5	-	-
<b>Net loss for the year</b>		<b>(7 316)</b>	<b>(3 311)</b>
<b>Other comprehensive income</b>			
<i>Items that may be reclassified subsequently to profit or loss</i>			
Fair value profit on investments in equity instruments		1	*
Other comprehensive income		1	-
<b>Total comprehensive loss for the year</b>		<b>(7 315)</b>	<b>(3 311)</b>

\* Less than R500 000

# SEPARATE STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 30 SEPTEMBER 2023

	Ordinary share capital and share premium Rm	share capital and share premium Rm	Total share capital Rm	Other reserves Rm	Accumulated loss Rm	Total equity Rm
<b>Balance at 1 October 2021</b>	119 013	1 550	120 563	-	(70 563)	50 000
Loss for the year	-	-	-	-	(3 311)	(3 311)
Other comprehensive income	-	-	-	-	-	-
<b>Total comprehensive loss for the year</b>	-	-	-	-	(3 311)	(3 311)
Preference dividends paid	-	-	-	-	(91)	(91)
Ordinary dividends paid	-	-	-	-	(8 732)	(8 732)
<b>Balance at 30 September 2022</b>	<b>119 013</b>	<b>1 550</b>	<b>120 563</b>	<b>-</b>	<b>(82 697)</b>	<b>37 866</b>
Loss for the year	-	-	-	-	(7 316)	(7 316)
Other comprehensive income	-	-	-	1	-	1
<b>Total comprehensive income/(loss) for the year</b>	-	-	-	1	(7 316)	(7 315)
Preference dividends paid	-	-	-	-	(127)	(127)
<b>Balance at 30 September 2023</b>	<b>119 013</b>	<b>1 550</b>	<b>120 563</b>	<b>1</b>	<b>(90 140)</b>	<b>30 424</b>
<b>Notes</b>	11	11	11			

A preference dividend of 393.97 South African rand cents per share (2022: 293.55 South African rand cents per share) in respect of the period 1 July 2022 to 31 December 2022 (2022: 1 July 2021 to 31 December 2021) was paid on 24 April 2023 (2022: 25 April 2022) to those preference shareholders recorded in the books of the Company at the close of business on 21 April 2023 (2022: 22 April 2022).

A preference dividend of 452.79 South African rand cents per share (2022: 315.59 South African rand cents per share) in respect of the period 1 January 2023 to 30 June 2023 (2022: 1 January 2022 to 30 June 2022) was paid on 23 October 2023 (2022: 24 October 2022) to those preference shareholders recorded in the books of the Company at the close of business on 20 October 2023 (2022: 21 October 2022).

# SEPARATE STATEMENT OF FINANCIAL POSITION

AS AT 30 SEPTEMBER 2023

	Notes	30 September 2023 Rm	30 September 2022 Rm
<b>Assets</b>			
<b>Non-Current Assets</b>			
Investments in subsidiaries	6	35 600	48 088
<b>Current Assets</b>			
Loans to related parties	7	3 077	3 077
Trade and other receivables	8	1	-
Current tax receivable		102	101
Blocked funds	9	156	-
Cash and cash equivalents	10	*	255
		<b>3 336</b>	<b>3 433</b>
<b>Total Assets</b>		<b>38 936</b>	<b>51 521</b>
<b>Equity and Liabilities</b>			
<b>Equity</b>			
Ordinary share capital and premium	11	119 013	119 013
Preference share capital and premium	11	1 550	1 550
Other reserves		1	*
Accumulated loss		(90 140)	(82 697)
		<b>30 424</b>	<b>37 866</b>
<b>Current Liabilities</b>			
Trade and other payables		3	*
Loans from related parties	12	8 441	13 608
Dividend payable		68	47
		<b>8 512</b>	<b>13 655</b>
<b>Total Liabilities</b>		<b>8 512</b>	<b>13 655</b>
<b>Total Equity and Liabilities</b>		<b>38 936</b>	<b>51 521</b>

\* Less than R500 000

# SEPARATE STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

	Notes	2023 Rm	2022 Rm
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
Cash utilised in operations	13	(75)	(14)
Interest received		13	5
Dividends received		128	250
Preference dividends paid	15	(106)	(87)
Net cash (outflow)/inflow from operating activities		(40)	154
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Return of capital	6	4 850	-
Loans to related parties repaid		1	1 911
Loans advanced to related parties		-	(10)
Net cash inflow from investing activities		4 851	1 901
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Repayment of loans from related parties		(4 915)	(1 800)
Funds transferred to blocked funds	9	(151)	-
Net cash outflow from financing activities		(5 066)	(1 800)
<b>NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS</b>			
Cash at the beginning of the period		255	*
<b>CASH AND CASH EQUIVALENTS AT END OF THE PERIOD</b>	10	*	255

\* Less than R500 000

# BASIS OF PREPARATION

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## REPORTING ENTITY

The Separate Annual Financial Statements of the Company is included as part of the Consolidated Annual Financial Statements of Ibx Investments.

Ibx Investments is a public company incorporated and domiciled in South Africa.

## 1. BASIS OF PREPARATION

### Statement of compliance

The Separate Annual Financial Statements have been prepared in accordance with IFRS, the interpretations adopted by IASB, IFRIC, the Financial Reporting Pronouncements as issued by the Financial Reporting Standards Council, the JSE Listing Requirements, the requirements of the Companies Act and have been audited in compliance with all the requirements of section 29(1) of the Companies Act, as required.

### Historical cost convention

The financial statements have been prepared on the historic cost convention, unless otherwise stated in the accounting policies which follow and incorporate the principal accounting policies set out below.

### Going concern assessment

In determining the appropriate basis of preparation of the financial statements, the board of directors is required to consider whether the Company can continue in operational existence for the foreseeable future.

We draw attention to the separate statement of financial position, which indicates, that while the Company's current liabilities exceed the current assets by R5.2 billion, the Company's investment in subsidiaries, which predominately consists of an investment in the listed shares of Pepkor Holdings, is currently classified as a non-current asset. The underlying shares in Pepkor Holdings are highly liquid and are traded on the JSE on a daily basis. It is therefore management's view that the Company will be able to meet its liabilities, as they become due, in the 12-month period following the date of issue of these Separate Annual Financial Statements and therefore the Company is considered to be a going concern.

The Separate Annual Financial Statements have been prepared on a going concern basis.

Refer to the Basis of Preparation section of the Consolidated Annual Financial Statements for a detailed going concern assessment of the Ibx Investments Group.

### 1.1 SIGNIFICANT ACCOUNTING POLICIES

If not stated otherwise, the accounting policies applied are the same as those in the Consolidated Annual Financial Statements.

#### Investments at fair value

Investments in equity instruments are presented in note 6. They are classified as mandatorily at fair value through profit or loss.

Investments in equity instruments are recognised when the Company becomes a party to the contractual provisions of the instrument. The investments are measured, at initial recognition, at fair value. Transaction costs are recognised in profit or loss.

Investments in equity instruments are subsequently measured at fair value with changes in fair value recognised in profit or loss. Details of the valuation policies and processes are presented in note 6.

Fair value gains or losses recognised on investments at fair value through profit or loss are included in note 3.

Dividends received on equity investments are recognised in profit or loss when the Company's right to receive the dividends is established, unless the dividends clearly represent a recovery of part of the cost of the investment. Dividends are included in investment income in note 2.

# BASIS OF PREPARATION

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 1. BASIS OF PREPARATION (continued)

### 1.1 SIGNIFICANT ACCOUNTING POLICIES (continued)

#### Impairment of related party receivables

For loans receivable with no fixed terms of repayment, ECLs are based on the assumption that repayment of the loan is demanded at the Reporting Date. If the borrower has sufficient accessible highly liquid assets in order to repay the loan if demanded at the Reporting Date, the probability of default is usually small and the expected credit loss is immaterial as a result.

If the borrower could not repay the loan if demanded at the Reporting Date, the Group considers the expected manner of recovery to measure ECLs. This includes a 'repay over time' strategy. If the recovery strategies indicate that the lender would fully recover the outstanding balance of the loan, the ECL is limited to the effect of discounting the amount due on the loan (at the loan's effective interest rate, which is regarded as 0% if the loan is interest free) over the period until cash is realised. If the effective interest rate is 0%, and all strategies indicate that the lender would fully recover the outstanding balance of the loan, no impairment loss is recognised.

The Group considers that an event of default has occurred if the borrower does not repay the loan when demanded. The Group writes off a loan when there is information indicating that the borrower is in severe financial difficulty and there is no realistic prospect of recovery, e.g. when the borrower has been placed under liquidation or has entered into bankruptcy proceedings.

At initial recognition, an impairment allowance is required for ECL resulting from default events that are possible within the next 12 months. In the event of a significant increase in credit risk, an allowance is required for ECL resulting from all possible default events over the expected life of the financial instrument.

Financial assets where a 12-month ECL is recognised are considered to be 'stage 1'; financial assets that are considered to have experienced a significant increase in credit risk are in 'stage 2'; and financial assets for which there is objective evidence of impairment are considered to be in default or otherwise credit impaired are in 'stage 3'. The assessment of credit risk and the estimation of ECL is unbiased and probability-weighted, and incorporates all available information that is relevant to the assessment, including information about past events, current conditions and reasonable and supportable forecasts of economic conditions at the reporting date. In addition, the estimation of ECL takes into account the time value of money.

#### Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

#### Statement of cash flows

The statement of cash flows is prepared using the indirect method. Assets and liabilities acquired are included in investing activities (net of cash acquired). Dividends paid to shareholders are included in operating activities. Dividends received are classified as operating activities, as well as interest received and paid.

### 1.2 CHANGE IN ACCOUNTING POLICIES

Refer to note 20 for disclosure regarding the new accounting policy adopted by the Company and the Group.

# BASIS OF PREPARATION

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 1. BASIS OF PREPARATION (continued)

### 1.3 SIGNIFICANT JUDGEMENTS AND SOURCES OF ESTIMATION UNCERTAINTY

The preparation of financial statements in conformity with IFRS requires management, from time to time, to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. These estimates and associated assumptions are based on experience and various other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

#### *Critical judgements in applying accounting policies*

The critical judgements made by management in applying accounting policies, apart from those involving estimations, which have the most significant effect on the amounts recognised in the financial statements, are outlined as follows:

#### **Recoverability of financial and other assets**

The determination of the amount and timing of the impairment losses necessitate a number of judgements and estimates. These include determination of the recoverable amount based, as far as possible, on the fair value of the underlying net assets less cost to sell.

The recoverability of loans and assets with related parties have been assessed and where the related party does not have sufficient assets to perform on the obligation, management has deemed it appropriate to impair these assets.

#### **Fair value of investments in equity instruments**

The assessment of the fair value for equity instrument investments involves various judgments and estimations, encompassing the determination of the fair value attributed to the underlying net assets.

#### *Key sources of estimation uncertainty*

#### **Impairment of financial assets**

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period. For details of the key assumptions and inputs used, refer to the individual notes addressing financial assets.

# NOTES TO THE SEPARATE ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 2. INVESTMENT INCOME

	2023 Rm	2022 Rm
<b>Dividend income</b>		
Related parties	651	15 231
<p>On 1 October 2022, the Company received a loan claim in the amount of R523 million against SIHPL as a dividend from SAHPL. The loan claim came into existence on the transfer of the Conservatorium liability to SAHPL in terms of the S155 Proposal and Titan Payment Agreement. The entries was only passed on 1 October 2022 although the effective date of this transaction was 15 February 2022. The transaction however does not require a restatement.</p> <p>SAHPL made further distributions to the Company of R128 million during the 2023 Reporting Period.</p>		
<b>Interest income</b>		
Cash and cash equivalents	13	5
Blocked funds	5	-
SAHPL	-	79
	18	84
<b>Total investment income</b>	669	15 315

## 3. OTHER OPERATING LOSSES

	2023 Rm	2022 Rm
<b>3.1 Net foreign exchange loss</b>	(2)	-
<b>3.2 Fair value losses</b>	(7 638)	(18 063)
Investments at fair value through profit or loss	6	
<b>Total other operating losses</b>	(7 640)	(18 063)

## 4. FINANCE COST

	2023 Rm	2022 Rm
<b>Finance cost on related party loans</b>		
SIHPL	271	539

## 5. TAXATION

	2023 Rm	2022 Rm
<b>Reconciliation of the tax expense</b>		
Reconciliation between accounting loss and tax expense:		
Accounting loss	(7 316)	(3 311)
Tax at the applicable tax rate of 27% (2022: 28%)	(1 975)	(927)
<b>Tax effect of adjustments on taxable income</b>		
Non-taxable income	(176)	(4 265)
Non-deductible expenses <sup>1</sup>	2 151	5 192
	-	-

<sup>1</sup> All expenses were non-deductible for the 2022 and 2023 Reporting Periods.



# NOTES TO THE SEPARATE ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 6. INVESTMENT IN SUBSIDIARIES

Investments held by the Company which are measured at fair value are as follows:

	30 September 2023 % holding	30 September 2022 % holding	30 September 2023 Rm	30 September 2022 Rm
<b>Mandatorily at fair value through profit or loss:</b>				
SAHPL	100%	100%	35 600	48 088
SIHPL	100%	100%	-	-
			<b>35 600</b>	<b>48 088</b>

### Fair value information

The recoverability of the investment in SAHPL was determined in terms of a sum-of-the parts calculation performed on a SAHPL group level. The sum-of-the-parts valuation is a look-through to the underlying investments in the SAHPL Group. The biggest driver of the additional fair value loss is due to a decrease in the Pepkor Holdings share price to R17.25 per share as at 30 September 2023 (2022: R20.77 per share).

### Reconciliation of movement

	30 September 2023 Rm	30 September 2022 Rm
<b>SAHPL:</b>		
Fair value - opening balance	48 088	66 151
Fair value losses	(7 638)	(18 063)
Return of capital	(4 850)	-
	<b>35 600</b>	<b>48 088</b>

On 17 February 2023, the Company received a distribution of R4.85 billion from SAHPL, which was funded from the sale of Pepkor Holdings shares by Ainsley Holdings and was utilised to repay the Company's loan owing to SIHPL (refer to note 12). This was recognised as a return of capital by the Company.

### ACCOUNTING POLICY

#### Distributions from investments in subsidiaries

A distribution from an investee could either be a return on capital (dividend income) or a return of capital (a reduction of the value of the investment). Judgement will be applied in determining the appropriate accounting treatment, based on the substance of the transaction.

# NOTES TO THE SEPARATE ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 7. LOANS TO RELATED PARTIES

	30 September 2023 Rm	30 September 2022 Rm
<b>Holding company</b>		
SIHNV (holding company up to 29 June 2023)	-	3 077
RSA Holdco (holding company from 30 June 2023)	3 077	-
	<b>3 077</b>	<b>3 077</b>
<b>Fellow subsidiaries</b>		
Newco 2A	-	-
	<b>3 077</b>	<b>3 077</b>
<b>Split between non-current and current portions</b>		
Current assets	3 077	3 077

The loan to SIHNV was contributed to Topco, which ultimately transferred it to RSA Holdco as part of the Business Transfer Agreement in terms of the WHOA Restructuring Plan.

SARB approval is still required to clear the loan account as current treatment is that two separate loans were accounted for through the implementation of Project Universe. The loan is non-interest bearing and repayable on demand. Refer to note 12.

The loan receivable from Newco 2A is deemed to be 100% credit impaired at initial recognition and as a result, the loan was recognised at its fair value of nil. The loan carries interest at 10% per annum and is repayable on 30 June 2026. The loan is euro-denominated, resulting in the loan amount and impairment provision being adjusted with foreign exchange movements each year.

### Exposure to credit risk

Loans receivable inherently expose the Company to credit risk, being the risk that the Company will incur financial loss if counterparties fail to make payments as they fall due.

### Credit rating framework

For purposes of determining the credit loss allowances, management determine the credit rating grades of each loan at the end of the Reporting Period. These ratings are determined either externally through ratings agencies or internally where external ratings are not available.

Refer to note 32 of the Consolidated Annual Financial Statements, which sets out the internal credit rating framework which is applied by management for loans for which external ratings are not available.

# NOTES TO THE SEPARATE ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 7. LOANS TO RELATED PARTIES (continued)

### Credit loss allowances

The following tables set out the carrying amount, loss allowance and measurement basis of expected credit losses for Group loans receivable by credit rating grade:

Instrument	Internal credit rating	Basis of loss allowance	Gross Carrying amount			
			amount Rm	Loss allowance Rm	Credit impaired Rm	Amortised cost Rm
<b>2023</b>						
<b>Loans to holding company</b>						
RSA Holdco	Performing	12m ECL	3 077	-	-	3 077
<b>Loans to fellow subsidiaries</b>						
Newco 2A	Non-performing	Lifetime ECL (credit impaired)	16 324	-	(16 324)	-
			<b>19 401</b>	<b>-</b>	<b>(16 324)</b>	<b>3 077</b>
<b>2022</b>						
<b>Loans to holding company</b>						
SIHNV	Performing	12m ECL	3 077	-	-	3 077
<b>Loans to fellow subsidiaries</b>						
Newco 2A	Non-performing	Lifetime ECL (credit impaired)	14 326	-	(14 326)	-
			<b>17 403</b>	<b>-</b>	<b>(14 326)</b>	<b>3 077</b>

### Fair value of related party loans receivable

The fair value of related party loans receivable approximates their carrying amounts.

## 8. TRADE AND OTHER RECEIVABLES

	30 September 2023 Rm	30 September 2022 Rm
<b>Financial instruments</b>		
Deposits	1	-
<b>Total trade and other receivables</b>	<b>1</b>	<b>-</b>
<b>Split between non-current and current portions</b>		
Current assets	1	-

### Fair value of trade and other receivables

The fair value of trade and other receivables approximates their carrying amounts.

# NOTES TO THE SEPARATE ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 9. BLOCKED FUNDS

	30 September 2023 Rm	30 September 2022 Rm
<b>Reconciliation of blocked funds:</b>		
Cash blocked by SARB	151	-
Interest earned on blocked funds	5	-
	<b>156</b>	<b>-</b>

Accounts holding R156 million of the Company's funds as at the Reporting Date are subject to SARB approval prior to making any withdrawals. Refer to note 16.

## 10. CASH AND CASH EQUIVALENTS

	30 September 2023 Rm	30 September 2022 Rm
<b>Cash and cash equivalents consist of:</b>		
Bank balances	*	255
<b>Credit quality of cash at bank and short-term deposits, excluding cash on hand</b>		
The credit quality of cash at bank and short-term deposits, excluding cash on hand that are neither past due nor impaired can be assessed by reference to external credit ratings or historical information about counterparty default rates:		
<b>Credit rating (Moody's Short-term bank deposits (domestic))</b>		
NP	*	255

\* Less than R500 000

# NOTES TO THE SEPARATE ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 11. SHARE CAPITAL

	30 September 2023 Rm	30 September 2022 Rm
<b>Authorised</b>		
101 000 000 (2022: 101 000 000) Ordinary shares of R0.005 each	1	1
495 000 000 (2022: 495 000 000) Preference shares of R0.001 each	*	*
	<b>1</b>	<b>1</b>

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at the meetings of the Company. The authorised unissued ordinary shares will be under the control of the directors until the Company's next annual general meeting, subject to the provisions of the Companies Act.

	30 September 2023 Rm	30 September 2022 Rm
<b>Issued</b>		
<b>Ordinary shares</b>		
55 000 106 (2022: 55 000 106) Ordinary shares of R0.005 each	*	*
Ordinary share premium	<b>119 013</b>	119 013
	<b>119 013</b>	119 013
<b>Preference shares</b>		
15 000 000 (2022: 15 000 000) Preference shares of R0.001 each and preference share premium	<b>1 561</b>	1 561
Preference share issue costs written off against share premium	<b>(11)</b>	(11)
	<b>1 550</b>	1 550
	<b>120 563</b>	120 563

The preference shares earn dividends on the issue price at the rate of 82.5% of the SA prime lending rate quoted by Absa Bank Limited or its successor in title in South Africa. Although the rights to receive dividends are cumulative, declaration of such dividends is at the discretion of the board of directors.

The directors are authorised, by resolution of the shareholders and until the forthcoming annual general meeting, to dispose of the unissued preference shares, subject to the Listings Requirements of the JSE relating to a general authority of directors to issue shares for cash.

\* Less than R500 000

# NOTES TO THE SEPARATE ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 12. LOANS FROM RELATED PARTIES

	30 September 2023 Rm	30 September 2022 Rm
<b>Subsidiaries</b>		
SIHPL	5 364	10 531
<p>The loan is unsecured, carries interest at 4% per annum and is repayable on demand.</p>		
<b>Holding company</b>		
SIHNV	-	3 077
(holding company up to 29 June 2023)		
RSA Holdco	3 077	-
(holding company from 30 June 2023)		
	<b>3 077</b>	<b>3 077</b>
<p>The loan from SIHNV was contributed to Topco, which ultimately transferred it to RSA Holdco as part of the Business Transfer Agreement in terms of the WHOA Restructuring Plan.</p> <p>SARB approval is still required to clear the loan account as current treatment is that two separate loans were accounted for through the implementation of Project Universe. The loan carries no interest. Refer to note 7.</p>		
<b>Split between non-current and current portions</b>		
Current liabilities	8 441	13 608

### Fair value of related party loans payable

The fair value of related party loans payable approximates their carrying amounts.

# NOTES TO THE SEPARATE ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 13. CASH USED IN OPERATIONS

	30 September 2023 Rm	30 September 2022 Rm
Loss before taxation	(7 316)	(3 311)
<b>Adjustments for:</b>		
Dividends received (non-cash distribution)	(651)	(15 231)
Interest received	(18)	(84)
Finance costs accrued	271	539
Fair value losses	7 638	18 063
<b>Changes in working capital:</b>		
Trade and other receivables	(1)	9
Trade and other payables	2	1
<b>Cash used in operations</b>	<b>(75)</b>	<b>(14)</b>
<b>Reconciliation of net debt</b>		
Cash and cash equivalents	*	255
Related party loans payable - within one year	(8 441)	(13 608)
	<b>(8 441)</b>	<b>(13 353)</b>
<i>* Less than R500 000</i>		
<b>Reconciliation of liabilities arising from financing activities</b>		
Opening balance - 1 October	(13 608)	(21 545)
Repayment of related party loans	4 915	1 800
Global Litigation Settlement implementation	-	6 676
Non-cash dividends received	523	-
Interest accrued on loan payable	(271)	(539)
	<b>(8 441)</b>	<b>(13 608)</b>

## 14. TAX REFUNDED/(PAID)

	30 September 2023 Rm	30 September 2022 Rm
Balance at beginning of the year	101	102
Interest on overpayment of provisional tax	1	(1)
Balance at end of the year	<b>(102)</b>	<b>(101)</b>
	-	-

## 15. DIVIDENDS PAID

	30 September 2023 Rm	30 September 2022 Rm
Balance at beginning of the year	(47)	(43)
Preference dividends declared	(127)	(91)
Balance at end of the year	<b>68</b>	<b>47</b>
	<b>(106)</b>	<b>(87)</b>

# NOTES TO THE SEPARATE ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 16. CONTINGENCIES

### Contingent liabilities

On 18 and 30 May 2023, the FinSurv of the SARB issued separate orders under ECR 22C, prohibiting the withdrawal of funds from the selected bank accounts of SIHPL, Ibex Investments and SAHPL.

On 15 June 2023, FinSurv sent a letter to the Group with the subject "Exchange control investigation by the Financial Surveillance Department of the South African Reserve Bank - Findings regarding contraventions of the Exchange Control Regulations by Ibex Group entities", which purports to explain the reasons for the ECR 22C orders.

The accounts of the Company which are subject to the ECR 22C orders amount to R156 million as at the Reporting Date, refer to note 16 of the Consolidated Annual Financial Statements for funds blocked for other Group Services entities. These funds are subject to SARB approval prior to making any withdrawals. Refer to note 9.

On 1 December 2023, the Company together with its direct holding company and other entities within the Group, initiated review proceedings against the SARB in the High Court of South Africa, for an order to set aside certain decisions of the SARB relating to the blocking of funds, the release of funds and declaring that certain prior approvals granted by the SARB are valid and binding.

After close of business on 13 December 2023, the Company received a letter from the SARB under the heading "Alleged contraventions of the provisions of the Exchange Control Regulations, as promulgated by Government Notice No. R.1111 of 1961-12-01: potential forfeiture of 'blocked' funds in terms of Exchange Control Regulation 22B". The SARB therein requested the Company to make representations for consideration by the Governor or a Deputy Governor as to why some or all of the blocked funds should not be declared forfeit as provided for in Regulation 22B. The Company intends to respond to the letter dated 13 December 2023, and notwithstanding this letter, the Ibex Group shall continue with the legal proceedings instituted on 1 December 2023.

Any further conditions required by SARB relating to the approval of withdrawals of the blocked funds and the time frame thereto are currently unknown to the Group.

No provisions have been made for these ECR 22C orders as it is not yet possible to determine the timing and outflow, if any, relating to these orders.

There is no other litigation, current or pending, which is considered likely to have a material adverse effect on the Company.

## 17. RELATED PARTIES

### Relationships

Ultimate holding company	Topco
Holding company	RSA Holdco (from 29 June 2023) SIHNV (up to 28 June 2023)
Subsidiaries	Refer to note 6

### Related party balances

Refer to note 7 for related party loans receivable and note 12 for related party loans payable.

	30 September 2023 Rm	30 September 2022 Rm
<b>Related party transactions</b>		
<b>Interest income from related parties</b>		
SAHPL	-	79
<b>Interest expense to related parties</b>		
SIHPL	271	539
<b>Dividends received from related parties</b>		
SAHPL	651	15 231
Taycol Investments Proprietary Limited	-	*
	<b>651</b>	<b>15 231</b>

\* Less than R500 000

### Directors' remuneration and interest of directors and officers in contracts

For details of the directors' remuneration and interest in contracts, please refer to note 31 and 33 of the Consolidated Annual Financial Statements.



# NOTES TO THE SEPARATE ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 18. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

### Categories of financial instruments

	Notes	Amortised cost Rm	Total Rm
<b>Categories of financial assets</b>			
<b>2023</b>			
Loans to related parties	7	3 077	3 077
Trade and other receivables	8	1	1
Blocked funds	9	156	156
Cash and cash equivalents	10	*	-
		<b>3 234</b>	<b>3 234</b>
<b>2022</b>			
Loans to related parties	7	3 077	3 077
Cash and cash equivalents	10	255	255
		<b>3 332</b>	<b>3 332</b>
<b>Categories of financial liabilities</b>			
<b>2023</b>			
Trade and other payables		3	3
Loans from related parties	12	8 441	8 441
Dividend payable		68	68
		<b>8 512</b>	<b>8 512</b>
<b>2022</b>			
Trade and other payables		*	*
Loans from related parties	12	13 608	13 608
Dividend payable		47	47
		<b>13 655</b>	<b>13 655</b>

\* Less than R500 000

### Pre-tax gains and losses on financial instruments

	Notes	Amortised cost Rm	Total Rm
<b>Gains and losses on financial assets and liabilities</b>			
<b>2023</b>			
<b>Recognised in profit or loss:</b>			
Interest income	2	18	18
Losses on foreign exchange	3	(2)	(2)
Finance costs	4	(271)	(271)
<b>2022</b>			
<b>Recognised in profit or loss:</b>			
Interest income	2	84	84
Finance costs	4	(539)	(539)

# NOTES TO THE SEPARATE ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 18. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

### Capital risk management

The Company's objective when managing capital (which includes share capital, working capital and cash and cash equivalents) is to maintain a flexible capital structure that reduces the cost of capital to an acceptable level of risk and to safeguard the Company's ability to continue as a going concern while taking advantage of strategic opportunities in order to maximise stakeholder returns sustainably.

The Company manages capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain the capital structure, the Company may adjust the amount of dividends paid to the shareholder, return capital to the shareholder, repurchase shares currently issued, issue new shares, issue new debt, issue new debt to replace existing debt with different characteristics and/or sell assets to reduce debt.

### Financial risk management

#### Overview

The Company is exposed to the following risks from its use of financial instruments:

- Credit risk;
- Liquidity risk; and
- Market risk (currency risk and interest rate risk).

#### Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations.

The Company is exposed to credit risk on loans receivable, trade and other receivables, blocked funds and cash and cash equivalents.

Credit risk exposure arising on cash and cash equivalents and blocked funds are managed by the Group through dealing with well-established financial institutions with high credit ratings.

The gross carrying amounts of financial assets represent the maximum credit exposure.

The maximum exposure to credit risk is presented in the table below:

	Notes	30 September 2023				30 September 2022			
		Gross carrying amount Rm	Credit impaired Rm	Credit loss allowance Rm	Amortised cost Rm	Gross carrying amount Rm	Credit impaired Rm	Credit loss allowance Rm	Amortised cost Rm
Loans to related parties	7	19 401	(16 324)	-	3 077	17 403	(14 326)	-	3 077
Trade and other receivables	8	1	-	-	1	-	-	-	-
Blocked funds	9	156	-	-	156	-	-	-	-
Cash and cash equivalents	10	*	-	-	*	255	-	-	255
		<b>19 558</b>	<b>(16 324)</b>	<b>-</b>	<b>3 234</b>	<b>17 658</b>	<b>(14 326)</b>	<b>-</b>	<b>3 332</b>

\* Less than R500 000

# NOTES TO THE SEPARATE ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 18. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

### Liquidity risk

The Company is exposed to liquidity risk, which is the risk that the Company will encounter difficulties in meeting its obligations as they become due.

The Company manages its liquidity risk by effectively managing its working capital, capital expenditure and cash flows. The financing requirements are met through a mixture of cash generated from operations and long and short-term borrowings. Committed borrowing facilities are available for meeting liquidity requirements and deposits are held at central banking institutions.

There have been no significant changes in the liquidity risk management policies and processes since the 2022 Reporting Period.

The maturity profile of contractual cash flows of non-derivative financial liabilities held to mitigate the risk, are presented in the following table. The cash flows are undiscounted contractual amounts.

	Notes	Later than 3		Total	Carrying amount
		Not later than 1 month	months and not later than 1 year		
<b>30 September 2023</b>					
<b>Current liabilities</b>					
Trade and other payables		3	-	3	3
Loans from related parties	12	-	8 441	8 441	8 441
Dividend payable		68	-	68	68
		<b>71</b>	<b>8 441</b>	<b>8 512</b>	<b>8 512</b>
<b>30 September 2022</b>					
<b>Current liabilities</b>					
Trade and other payables		*	-	*	*
Loans from related parties	12	-	13 608	13 608	13 608
Dividend payable		47	-	47	47
		<b>47</b>	<b>13 608</b>	<b>13 655</b>	<b>13 655</b>

Management have assessed the ability to repay the loans due within the next 12 months and have concluded that the underlying assets held by subsidiaries are liquid and can easily be disposed of to raise cash in order to fund the repayment of the liabilities as they come due.

### Foreign currency risk

The Company is exposed to foreign currency risk as a result of certain transactions and borrowings which are denominated in foreign currencies. The foreign currency in which the Company deals primarily is euros.

The loan to Newco 2A is denominated in euro, resulting in the loan amount and impairment provision being adjusted with foreign exchange movements each year. The net foreign exchange movement is zero.

# NOTES TO THE SEPARATE ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 18. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (continued)

### Interest rate risk

Fluctuations in interest rates impact on the value of investments and financing activities, giving rise to interest rate risk.

The debt of the Company is comprised of different instruments, which bear interest at either fixed or floating interest rates. The ratio of fixed and floating rate instruments in the loan portfolio is monitored and managed by incurring either variable rate bank loans or fixed rate bonds as necessary.

There have been no significant changes in the interest rate risk management policies and processes since the 2022 Reporting Period.

### Interest rate profile

The interest rate profile of interest-bearing financial instruments at the end of the Reporting Period was as follows:

	Notes	Variable interest Rm	Fixed interest Rm	Non-interest bearing Rm	Total Rm
<b>30 September 2023</b>					
Loans to related parties	7	-	-	3 077	3 077
Trade and other receivables	8	1	-	-	1
Blocked funds	9	156	-	-	156
Cash and cash equivalents	10	*	-	-	*
Trade and other payables		-	-	(3)	(3)
Loans from related parties	12	-	(5 364)	(3 077)	(8 441)
Dividend payable		-	-	(68)	(68)
		<b>157</b>	<b>(5 364)</b>	<b>(71)</b>	<b>(5 278)</b>
<b>30 September 2022</b>					
Loans to related parties	7	-	-	3 077	3 077
Blocked funds	9	-	-	-	-
Cash and cash equivalents	10	255	-	-	255
Trade and other payables		-	-	*	*
Loans from related parties	12	-	(10 531)	(3 077)	(13 608)
Dividend payable		-	-	(47)	(47)
		<b>255</b>	<b>(10 531)</b>	<b>(47)</b>	<b>(10 323)</b>

\* Less than R500 000

### Interest rate sensitivity analysis

The following sensitivity analysis has been prepared using a sensitivity rate which is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates. All other variables remain constant. The sensitivity analysis includes only financial instruments exposed to interest rate risk which were recognised at the Reporting Date. No changes were made to the methods and assumptions used in the preparation of the sensitivity analysis compared to the 2022 Reporting Period.

	2023 Increase Rm	2023 Decrease Rm	2022 Increase Rm	2022 Decrease Rm
<b>Increase or decrease in rate</b>				
<b>Impact on profit or loss:</b>				
100 basis points	2	(2)	3	(3)

## 19. EVENTS AFTER THE REPORTING PERIOD

Refer to note 37 of the Consolidated Annual Financial Statements for all other events occurring after the 2023 Reporting Period.

# NOTES TO THE SEPARATE ANNUAL FINANCIAL STATEMENTS

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## 20. CHANGE IN ACCOUNTING POLICY

The Separate Annual Financial Statements have been prepared in accordance with International Financial Reporting Standards on a basis consistent with the prior year except for the adoption of the following new or revised standards.

### Investments carried at fair value through profit or loss

The Group changed its accounting policy of its investments held in subsidiaries from measuring it at cost less any accumulated impairment losses, to investments held at fair value through profit or loss in terms of IFRS 9. The change was adopted retrospectively and comparative figures have been disclosed accordingly.

As a result, investments in subsidiaries at cost were reclassified to investments in subsidiaries at fair value through profit or loss, and impairment losses and reversals on investments in subsidiaries were reclassified from profit and loss to fair value gains and losses through profit or loss. There was no change in opening retained earnings.

The aggregate effect of the changes in accounting policy on the Separate Annual Financial Statements for the year ended 30 September 2022 is as follows:

### Extract of Statement of Profit or Loss and Other Comprehensive Income

	Previously reported Rm	Change in accounting policy Rm	30 September 2022 Rm
<b>30 September 2022</b>			
Impairment of investments in subsidiaries	(18 063)	18 063	-
Other operating losses	-	(18 063)	(18 063)
	<u>(18 063)</u>	<u>-</u>	<u>(18 063)</u>

No change to Statement of Financial Position, Statement of Changes in Equity and Statement of Cash Flows.

# CORPORATE INFORMATION

FOR THE YEAR ENDED 30 SEPTEMBER 2023

## REGISTRATION NUMBER:

1954/001893

## REGISTERED OFFICE:

Building B2  
Vineyard Office Park  
Corner of Adam Tas and Devon Valley Road  
Stellenbosch  
Western Cape  
7600

## GROUP WEBSITE:

<https://www.ibexholdings.co.za/documents.php>.

## AUDITORS:

Mazars South Africa

## COMPANY SECRETARY:

Ibex Secretarial Services Proprietary Limited

## SOUTH AFRICAN SPONSOR:

PSG Capital Proprietary Limited

## SOUTH AFRICAN TRANSFER SECRETARIES:

Computershare Investor Services Proprietary Limited

# GLOSSARY OF TERMS

## APPLIED IN THE CONSOLIDATED AND SEPARATE ANNUAL FINANCIAL STATEMENTS

The capitalised words and expressions used herein shall have the respective meanings attributed thereto below:

<b>2022 Reporting Date</b>	30 September 2022.
<b>2023 Reporting Date or Reporting Date</b>	30 September 2023.
<b>2022 Reporting Period</b>	Period starting on 1 October 2021 up to and including 30 September 2022.
<b>2023 Reporting Period or Reporting Period</b>	Period starting on 1 October 2022 up to and including 30 September 2023.
<b>2022 Consolidated Annual Financial Statements</b>	Consolidated Financial Statements of the Group for the financial year ended 30 September 2022.
<b>2023 Consolidated Annual Financial Statements or Consolidated Annual Financial Statements</b>	Consolidated Financial Statements of the Group for the financial year ended 30 September 2023.
<b>2022 Separate Annual Financial Statements</b>	Separate Financial Statements of Ibex Investments for the financial year ended 30 September 2022.
<b>2023 Separate Annual Financial Statements or Separate Annual Financial Statements</b>	Separate Financial Statements of Ibex Investments for the financial year ended 30 September 2023.
<b>21/22 CPU</b>	The CPU agreement dated 29 June 2023 between RSA Holdco (previously SIHNV) and Global Loan Agency Services Limited as agent on behalf of the Facility A1 Lenders as defined in the Lux Finco 1 21/22 Facilities Agreement.
<b>23 CPU</b>	The CPU agreement dated 29 June 2023 between RSA Holdco (previously SIHNV) and Global Loan Agency Services Limited as agent on behalf of the Facility A2 Lenders as defined in the Lux Finco 1 23 Facilities Agreement.
<b>21/22 Facilities</b>	The facilities as listed in the Lux Finco 1 21/22 Facilities Agreement.
<b>ACGs</b>	Certain active claimant groups that represent or in which many of the potential MPCs had their interests vested in connection with the complex legal claims, arising from the legacy accounting issues first announced in December 2017.
<b>Ainsley Holdings</b>	Ainsley Holdings Proprietary Limited, a company incorporated under the laws of the Republic of South Africa, registered under number 1964/010191/07.
<b>AGM</b>	Annual General Meeting
<b>Audit Committee or Audit and Risk Committee</b>	The audit and risk committee of Ibex Investments.
<b>Bud</b>	Bud Group Holdings Proprietary Limited, formerly IEP Group Proprietary Limited.
<b>CODM</b>	The chief operating decision-makers of the Group.
<b>Companies Act</b>	The Companies Act 71 of 2008
<b>Company or Ibex Investments</b>	Ibex Investment Holdings Limited (formerly: Steinhoff Investment Holdings Limited), a public company incorporated under the laws of the Republic of South Africa, registered under number 1954/001893/06.
<b>Conservatorium</b>	Conservatorium Holdings LLC
<b>Contractual Claims</b>	Claims by those claimants who, in accordance with the terms of their respective contractual arrangements involving SIHNV, sold businesses, shares or otherwise.
<b>Composition Plan</b>	The composition plan proposed pursuant to the Dutch SoP.
<b>CPU</b>	Contingent Payment Undertaking.
<b>CPU Creditors</b>	The creditors under the CPUs comprise a sub-group of the Financial Creditors: (i) creditors under the SEAG CPU, which are lenders in respect of facility A2 under the Lux Finco 2 Second Lien Facilities Agreement; (ii) creditors under the 21/22 CPU, which are lenders in respect of facility A1 under the Lux Finco 1 21/22 Facilities Agreement ; (iii) creditors under the 23 CPU, which are lenders in respect of facility A2 under the Lux Finco 1 23 Facilities Agreement; and (iv) creditors under the Hemisphere CPU, which are lenders in respect of facility A under the Hemisphere Term loan facility.
<b>CVRs</b>	Contingent value rights.
<b>Dissolution Resolution</b>	Pursuant to the confirmation of the WHOA Restructure Plan, SIHNV called an EMG of SIHNV's shareholders proposing the dissolution of SIHNV by resolution. The EGM took place in Amsterdam on 26 July 2023, where the shareholders voted in favour of the dissolution of SIHNV.
<b>Dutch SoP</b>	Dutch Suspension of Payments procedure ( <i>surseance van betaling</i> ).
<b>EAD</b>	Exposure at default
<b>EBIT</b>	Operating profit or loss adjusted for capital and reclassification items.

# GLOSSARY OF TERMS

## APPLIED IN THE CONSOLIDATED AND SEPARATE ANNUAL FINANCIAL STATEMENTS

<b>EBITDA</b>	Operating profit or loss before depreciation and amortisation adjusted for capital and reclassification items.
<b>ECL</b>	Expected credit losses.
<b>ECR</b>	Exchange Control Regulation.
<b>ECR 22C orders</b>	The orders issued under ECR 22C by FinSurv of the SARB on 18 and 30 May 2023.
<b>EGM</b>	Extraordinary general meeting.
<b>FCTR</b>	Foreign currency translation reserve.
<b>FinSurv</b>	The Financial Surveillance Department of the South African Reserve Bank responsible for the administration of exchange control on behalf of the South African Minister of Finance.
<b>Former SIHNV Group</b>	The group of companies consisting of the former ultimate holding company, SIHNV, together with its subsidiaries.
<b>Foundations</b>	The five independent foundations which holds the New Holdings Structure's ownership.
<b>Geros</b>	Geros Financial Services Proprietary Limited
<b>Global Litigation Settlement</b>	The settlement of the outstanding litigation in terms of the S155 Scheme and the Composition Plan.
<b>Greenlit Brands</b>	Greenlit Brands Proprietary Limited, a company incorporated under the laws of Australia and registered under number 612890874, together with its subsidiaries, including Fantastic Holdings Limited, a company incorporated under the laws of Australia and registered under number 004 000 075 (ACN).
<b>Group Services</b>	Group functions outside of Opcos and Subsidiaries, including the following functions: Finance, Treasury, Tax, Human Resources, Legal, Company Secretarial, Compliance, Risk, Internal and Information Technology.
<b>Group Services' Debt or Ibex Group Services' Debt</b>	The indebtedness under (i) the CPUs entered into by RSA Holdco (formerly SIHNV); and (ii) the debt facilities entered into by Lux Finco 1, Lux Finco 2 and Hemisphere, all of which are subsidiaries of Topco.
<b>Hemisphere</b>	Hemisphere International Properties B.V., a private company with limited liability incorporated under the laws of the Netherlands and registered with the Dutch Trade Register under number 17228592, which is an indirect wholly owned subsidiary of Topco.
<b>Hemisphere CPU</b>	The CPU agreement dated 29 June 2023 between RSA Holdco and Kroll Agency Services Limited as agent of the Hemisphere Lenders.
<b>IAS</b>	International Accounting Standards.
<b>IAS 1</b>	IAS 1: Presentation of Financial Statements
<b>IAS 8</b>	IAS 8: Accounting Policies, Changes in Accounting Estimates and Errors
<b>IAS 12</b>	IAS 12: Income Taxes
<b>IAS 16</b>	IAS 16: Property, plant and equipment
<b>IAS 28</b>	IAS 28: Investments in Associates and Joint Ventures
<b>IAS 32</b>	IAS 32: Financial Instruments: Presentation
<b>IAS 33</b>	IAS 33: Earnings per Share
<b>IAS 37</b>	IAS 37: Provisions, Contingent Liabilities and Contingent Assets
<b>IFRIC</b>	IFRS Interpretations Committee of the IASB.
<b>IFRS</b>	International Financial Reporting Standards.
<b>IFRS 2</b>	IFRS 2: Share-based payments
<b>IFRS 3</b>	IFRS 3: Business Combinations
<b>IFRS 9</b>	IFRS 9: Financial Instruments
<b>IFRS 10</b>	IFRS 10: Consolidated Financial Statements
<b>IFRS 16</b>	IFRS 16: Leases
<b>Ibex (Europe)</b>	Ibex Retail Investments (Europe) Limited, a company incorporated and registered under the laws of Great Britain with registered number 12899084, together with its subsidiaries.
<b>Ibex Europe Group</b>	Steenbok Newco 1 Limited, together with its subsidiaries and associates, amongst others Pepco Group, Greenlit Brands, Mattress Firm and Conforama.
<b>Ibex Group</b>	The group of companies consisting of Topco together with its subsidiaries.
<b>Ibex Retail Investments</b>	Ibex Retail Investments Limited, a company incorporated and registered under the laws of Jersey with registered number 127930.
<b>ICA</b>	Intercreditor Agreement entered into by SIHPL on Settlement Effective Date and as amended on 30 June 2023 as part of the implementation of the WHOA Restructuring Plan.
<b>IASB</b>	International Accounting Standards Board.
<b>KAP</b>	KAP Diversified Industrial Proprietary Limited



# GLOSSARY OF TERMS

## APPLIED IN THE CONSOLIDATED AND SEPARATE ANNUAL FINANCIAL STATEMENTS

<b>KPIs</b>	Key performance indicators
<b>LTIs</b>	Long-term incentive schemes awarded with the primary aim of promoting the sustainability of the ultimate holding company through business cycles, aligning performance of key management with the interests of investors and retaining key management, all over the longer term. The LTIs can comprise of a share rights scheme and/or a cash settled scheme. The LTI scheme came to an end as a result of the Dissolution Resolution.
<b>JSE</b>	The stock exchange operated by JSE Limited in the Republic of South Africa.
<b>Lux Finco 1</b>	Steenbok Lux Finco 1 S.a.r.L.
<b>Lux Finco 2</b>	Steenbok Lux Finco 2 S.a.r.L.
<b>Management Board</b>	Management board of Topco.
<b>Market Purchase Claims</b>	Market purchase claims arisen in respect of market traded securities. In respect of the period prior to SIHNV's FSE listing becoming effective on 7 December 2015, any such claims are in respect of shares acquired in SIHPL (the former holding company of the Group) and thereafter, any such claims are in respect of shares acquired in SIHNV.
<b>Maturity Extension</b>	The Transaction to extend the maturity of the Group Services' Debt from the previous maturity date of 30 June 2023 to at least 30 June 2026 as announced by SIHNV on 15 December 2022 and 16 December 2022.
<b>Mattress Firm</b>	Mattress Firm Holding Corp, a company incorporated under the laws of the United States of America and registered under number EIN – 20-8185960, together with its subsidiaries, including Mattress Firm Inc.
<b>Mayfair</b>	Mayfair Speculators Proprietary Limited.
<b>Mons Bella</b>	Mons Bella Private Partner Investments Proprietary Limited, a company incorporated under the laws of the Republic of South Africa, registered under number 2015/363987/07.
<b>MPCs</b>	Persons holding alleged Market Purchase Claims.
<b>New Holdings Structure</b>	Topco, the new ultimate holding company, and two intermediate holding companies, RSA Holdco and Ibex UK Holdco Limited, which holds the Former SIHNV Group from 30 June 2023.
<b>Newco 2A</b>	Steenbok Newco 2A Limited, a company incorporated and registered under the laws of Jersey with registered number 127926 and with its registered address at 3rd Floor, 44 Esplanade, St Helier, Jersey.
<b>Newshef</b>	Newshef 1093 Proprietary Limited, a company incorporated under the laws of the Republic of South Africa, registered under number 2010/018630/07.
<b>Opcos</b>	The Ibex Group's operating companies, amongst others Pepkor Holdings, Greenlit Brands, Mattress Firm and Pepco Group.
<b>Original Participating Lenders</b>	The Group Services lenders that entered into the Support Agreement on 15 December 2022, representing more than 64% of the total Group Services' Debt.
<b>Pepkor Holdings</b>	Pepkor Holdings Limited, a public company incorporated under the laws of the Republic of South Africa and registered under number 2017/221869/06, which is an associate of Ibex Investments.
<b>Pepkor Holdings Group</b>	Pepkor Holdings, together with its subsidiaries.
<b>Pepco</b>	Pepco Group N.V., a public limited liability company ( <i>naamloze vennootschap</i> ) incorporated under the laws of the Netherlands and registered with the Dutch Trade Register under number 81928491, which is an indirect subsidiary of Topco.
<b>Pepco Group</b>	The pan-European discount variety retailer that includes the brands PEPCO, Poundland and Dealz.
<b>RSA Holdco</b>	Ibex RSA Holdco Limited, a private company incorporated on 26 May 2023 under the laws of the United Kingdom, registered under number 14897579. RSA Holdco is the direct holding company of Ibex Investments.
<b>SAHPL</b>	SAHPL Proprietary Limited (formerly Steinhoff Africa Holdings Proprietary Limited), a company incorporated under the laws of the Republic of South Africa, registered under number 1969/015042/07.
<b>SARB</b>	The South African Reserve Bank, the central bank of South Africa.
<b>SAWPL</b>	Steinhoff at Work Proprietary Limited, a company incorporated under the laws of the Republic of South Africa, registered under number 1950/037849/07.
<b>SBSA</b>	Standard Bank of South Africa.
<b>SEAG CPU</b>	The CPU agreement dated 29 June 2023 between RSA Holdco (previously SIHNV), Kroll Trustee Services Limited as security agent on behalf of the Lenders and Kroll Agency Services Limited as agent on behalf of the lenders under the SEAG Second Lien Facilities Agreement.

# GLOSSARY OF TERMS

## APPLIED IN THE CONSOLIDATED AND SEPARATE ANNUAL FINANCIAL STATEMENTS

<b>Settlement Effective Date</b>	The date on which all suspensive conditions and conditions precedent (as defined in the SIHNV Composition Plan and the S155 Scheme) are fulfilled, being 15 February 2022.
<b>SIHPL</b>	SIHPL Proprietary Limited (formerly Steinhoff International Holdings Proprietary Limited), a company incorporated under the laws of the Republic of South Africa, registered under number 1998/003951/06, previously listed on the JSE and formerly known as Steinhoff International Holdings Limited.
<b>SIHPL CPU Creditors</b>	The creditors under the SIHPL CPU comprise the creditors which are lenders in respect of facility A1 under the SFHG 21/22 Facilities Agreement.
<b>SRF</b>	Stichting Steinhoff Recovery Foundation, a Dutch foundation ( <i>stichting</i> ) incorporated under the laws of the Netherlands, registered under number 83737065.
<b>Ibex Investments Group or the Group</b>	The group of companies consisting of Ibex Investments together with its subsidiaries.
<b>SIHNV</b>	Steinhoff International Holdings N.V., the previous ultimate holding company of the Group, which was liquidated on 13 October 2023.
<b>Social and Ethics Committee</b>	The social and ethics committee of Ibex Investments.
<b>Supervisory Board</b>	Supervisory board of SIHNV.
<b>Support Agreement</b>	The agreement entered into by the Former SIHNV Group on 15 December 2022 with its Original Participating Lenders, representing more than 64% of the total Group Services' Debt.
<b>S155 Scheme</b>	A statutory compromise entered into by SIHPL with creditors, proposed in terms of section 155 of the Companies Act.
<b>Tekkie Town</b>	Tekkie Town Proprietary Limited, a company incorporated under the laws of the Republic of South Africa, registered under number 2007/020629/07.
<b>Titan</b>	Titan Premier Investments Proprietary Limited, a company incorporated under the laws of the Republic of South Africa, registration number 1979/000776/07.
<b>Titan Receivable</b>	The receivable owing by Titan.
<b>Trevo</b>	Trevo Capital Limited, a Mauritian entity associated with the former CEO of Pepkor Holdings Limited, Mr Pieter Erasmus.
<b>Topco</b>	Ibex Topco B.V., a private limited liability company ( <i>besloten Vennootschap</i> ) incorporated on 19 May 2023 under the laws of the Netherlands and registered with the Dutch Trade Register under number 865256585. Topco is the new ultimate holding company of the Company.
<b>WHOA Restructuring Plan</b>	A Dutch law restructure plan ( <i>akkoord</i> ) confirmed by the District Court of Amsterdam, the Netherlands on 21 June 2023, and implemented with an effective date of 30 June 2023.

