AVENG
Providing a better life

2024

AUDITED CONSOLIDATED AND SEPARATE ANNUAL FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2024

AVENG Providing a better life | McCONNELL DOWELL CREATIVE CONSTRUCTION | BUILT ENVIRONS CREATIVE CONSTRUCTION | Moolmans

CONTENTS

The reports and statements set out below comprise the consolidated and separate annual financial statements presented to the shareholders:

GENERAL INFORMATION

Country of incorporation and domicile	South Africa
Directors	Mr Philip Hourquebie (Independent non-executive chairman)
	Mr Scott Cummins (Group chief executive officer)* — Appointed as director on 22 November 2023
	Mr Adrian Macartney (Group finance director and chief financial officer)
	Ms Bridgette Modise (Lead independent director)
	Mr Bradley Meyer*
	Mr David Noko
	Mr Sean Flanagan — Retired as Group chief executive officer with effect from 29 February 2024; Appointed as non-executive director with effect from 1 March 2024
	Ms May Hermanus — Retired as independent non-executive director with effect from 17 July 2023
	Mr Michael Kilbride — Retired as independent non-executive director with effect from 17 July 2023
	Mr Nicholas Bowen* — Appointed as independent non-executive director with effect from 17 July 2023

* Mr Bradley Meyer, Mr Nicholas Bowen and Mr Scott Cummins are Australian.

Auditors	KPMG Incorporated
Company Secretary	Ms Edinah Mandizha
Company registration number	1944/018119/06
Level of assurance	These consolidated and separate annual financial statements have been audited in compliance with the applicable requirements of the Companies Act 71 of 2008 (as amended) of South Africa.
Supervised by	The audited consolidated and separate annual financial statements were prepared by: Gregory Beevers CA(SA) under the supervision of: Adrian Macartney CA(SA), Group finance director and chief financial officer
Address of registered office	2 Merlin Rose Avenue Parkhaven Boksburg 1459 South Africa
Published	19 August 2024

AUDIT COMMITTEE REPORT

Performance of duties

The audit committee has been constituted in accordance with applicable legislation and regulations. The audit committee members are all independent non-executive directors of Aveng Limited. Four scheduled audit committee meetings were held during the year, at which the members fulfilled their functions as prescribed by the Companies Act 71 of 2008 (as amended) of South Africa. The audit committee confirms that it is satisfied with the independence of its external auditor, KPMG Incorporated.

Evaluation of the finance director

In accordance with the Johannesburg Stock Exchange Limited (JSE) Listings Requirements, the audit committee is required to consider the appropriateness of the expertise and experience of the Group finance director. In respect of this requirement and for the year under review, the audit committee is satisfied that Mr Adrian Macartney, the Group finance director, possesses the appropriate expertise and experience to fulfil his responsibilities in that position.

Evaluation of the financial reporting procedures

In accordance with the Johannesburg Stock Exchange Limited (JSE) Listings Requirements, the audit committee is required to ensure that the Group has established appropriate financial reporting procedures and that those procedures are operating. In respect of this requirement and for the year under review, the audit committee is satisfied that the Group's established financial reporting procedures are operating appropriately.

Statement on internal financial controls

Based on information from and discussions with management and the Group internal audit function, the audit committee confirms that it has no reason to believe that there were any material breakdowns in the design or operating effectiveness of internal financial controls during the financial year under review which have not been addressed or are not in the process of being addressed. The financial records can therefore be relied on for preparation of the consolidated annual financial statements.

Liquidity and going concern

As included in the directors' report, and further detailed in *note 1: Presentation of consolidated financial statements* to the financial statements, in determining the appropriate basis of preparation of the financial statements, the directors are required to consider whether the Group can continue in operational existence for the foreseeable future. The directors have considered the agreements reached and transactions concluded post the year end, the actions taken by the Group, the financial plans and forecast, including all available information, and are of the opinion that the going concern assumption is appropriate in the preparation of the financial statements.

The audit committee has interrogated the key assumptions used in determining the cash flow forecasts used in the going concern assessment, the operating cash flows of its businesses and other initiatives already embarked on by the Group. The audit committee was satisfied that the assumptions are supportable. The audit committee was further satisfied with the post year end events, going concern and liquidity disclosures in the directors' report and with the notes to the financial statements.

Statement on internal control and risk management

The risk management processes provide the basis for identifying, evaluating, mitigating and monitoring potential risks throughout the Group. Management is primarily responsible for implementing and executing appropriate controls to mitigate risks and ensure that the internal financial controls are adequate and effective and can be relied upon in compiling the annual financial statements. The internal audit function reviews the effectiveness of the overall internal control environment and makes recommendations to management and the audit committee on any deficiencies in design and operational effectiveness of the internal financial controls. The board has concluded, based on the recommendations of the audit committee and their own understanding, that there is no reason to believe that there were any material internal financial control shortcomings during the current financial year that have not been addressed or are in the process of being addressed.

Bridgette Modise

Chair of audit committee

19 August 2024

CERTIFICATE OF THE COMPANY SECRETARY

I, the undersigned, Edinah Mandizha, in my capacity as company secretary, certify that:

- the Company has lodged with the Companies and Intellectual Property Commission all such returns as are required of a public company in terms of the Companies Act 71 of 2008 (as amended) of South Africa; and
- all such returns are true, correct and up to date.

Edinah Mandizha

Company Secretary

19 August 2024

DIRECTORS' REPORT

The directors submit their report for the year ended 30 June 2024.

Review of activities

Nature of business

The consolidated annual financial statements (results) comprise the financial results of Aveng Limited and its subsidiaries (the Group) at 30 June 2024. Aveng Limited (the Company) is a South African registered and listed company, included in the Construction and Materials – Heavy Construction sector of the Johannesburg Stock Exchange (JSE) (Listing reference: AEG) with interests in construction and contract mining.

Aveng has segmented its existing businesses under three strong operating brands which make up three distinct segments. The *Infrastructure* segment, which comprises McConnell Dowell, operates in three geographical regions – Australia, New Zealand & Pacific Islands and Southeast Asia; the *Building* segment, which comprises Built Environs, operating in Australia and New Zealand and the *Mining* segment which comprises Moolmans.

Group financial results

Aveng increased revenue from continuing operations by 27% to A$3.1 billion (R37.5 billion) (June 2023: A$2.4 billion (R28.9 billion)), with a corresponding improvement of over 100% in its operating earnings before capital items to A$34.5 million (R424 million) (June 2023: A$86.8 million loss (R1.1 billion loss)).

The Group produced gross earnings of A$175.6 million at a gross margin of 5.7% (June 2023: A$38.8 million at a gross margin of 1.6%), an increase of over 100% as compared to the prior year. Included in the gross earnings in the prior year is the impact of the Batangas LNG Terminal Project ("BLNG project") loss of A$104 million. Excluding this loss, the Group recorded gross earnings of A$142.8 million in the prior year. The Group continues to be impacted by the effects of hyper-escalation on projects awarded pre-COVID. The impact has largely been ameliorated by way of various strategies adopted to address this potential risk. The embedded margin in work in hand is expected to improve as these projects are concluded.

Aveng reported improved headline earnings of A$38.0 million (R466 million) or A$29.6 cents (364 cents (Rands)) per share (2023: A$77.7 million loss (R950 million) or A$61.6 cents loss (753 cents (Rands)) per share)).

Earnings for the year attributable to equity holders of the parent amounted to A$25.7 million (R315 million) or A$20.0 cents (245 cents (Rands)) per share (2023: A$104.0 million loss (R1.1 billion loss) or A$82.4 cents (1 017 cents (Rands)) loss per share).

Reported earnings for the year are A$25.7 million (R315 million) (2023: A$104.0 million (R1.1 billion)) while normalised earnings increased from a loss of A$82.7 million (R1 billion loss) in the prior comparative year to A$25.3 million (R310 million) earnings.

Overall trading performance

Infrastructure

McConnell Dowell has built a reputation as being a highly skilled, engineering-led contractor in its area of operation. The Infrastructure segment achieved a 23% growth in revenue to A$2.4 billion (2023: A$2.0 billion), mainly attributable to revenue growth in its business units in Australia and New Zealand & Pacific Islands. The business continues to focus on specialised projects in Australia, New Zealand & Pacific Islands, and Southeast Asia, offering engineering and infrastructure solutions in the transport, water & wastewater, ports & coastal, energy and resources sectors.

McConnell Dowell's Australian business unit achieved a 24% increase in revenue to A$2.0 billion (2023: A$1.6 billion), however, recorded lower comparable operating earnings of A$45 million (2023: A$60 million). Historical cost escalation has contributed to lower margins on some key projects awarded pre-COVID. Cost escalation on certain alliance contracts translated into additional revenue at zero margin. Despite a decline in new work secured and a reduction in expected revenues, the margin for the project portfolio overall is projected to improve. New projects to the value of A$1.2 billion were won in the year. The business unit continues to focus on quality projects which will enhance the consistency of operational margins.

Work in hand fell to A$1.6 billion (2023: A$2.4 billion) as a result of a slowdown in infrastructure awards, which is expected to continue into FY25, primarily due to the effects of cost escalations on our client's available budgets.

DIRECTORS' REPORT

Review of activities continued

Overall trading performance continued

Infrastructure *continued*

The New Zealand & Pacific Islands business unit reported a 17% increase in revenue to A$305 million, and consistent operational excellence resulted in a 29% increase in operating earnings to A$22 million compared to the prior year. This marks consecutive years of above plan performance. The positive results are aligned with the continued strategy, supported by robust performance in the water & wastewater and ports & coastal sectors.

Work in hand fell in the year to A$339 million (2023: A$434 million). New project awards and changes to existing projects to the value of A$209 million were won in the year.

The Southeast Asia business unit curtailed the substantial operating losses in the year ended 30 June 2023 (A$129 million loss), primarily from the BLNG contract, reporting an operating loss of A$6.3 million for the year ended 30 June 2024, which aligned with plan. The BLNG project contract is now practically complete, with no further losses anticipated.

The resumption of tendering activities, halted during the peak of COVID, has secured A$226 million of new work in the year. The business unit's strategy focuses on leveraging specific disciplines with the appropriate capabilities, strategically located to align with chosen clients.

Building

Aveng's commercial building business unit, Built Environs, reported an 83% increase in revenue to A$419 million as compared to A$229 million reported in the prior year ended 30 June 2023, aligning with its growth agenda and allowing it to operate at scale across its three regions. Operating earnings of A$8.6 million, as a result of good project execution on key projects, is A$8.5 million higher than the prior year. The business unit has achieved scale and credibility, with margins in line with industry peers.

Work in hand reduced by A$121 million from the reported highest historical value of A$564 million at 30 June 2023, however the business unit continues to pursue selective projects, with a specific focus on the healthcare, recreation, and education sectors, as well as opportunities to collaborate with Infrastructure segment clients.

Mining

Moolmans is a tier-one contract mining business offering specialised services to the open-cast mining industry. Moolmans operates primarily in South Africa where continued challenges relating to road and rail infrastructure, ports, electricity and logistical challenges continue to impact our clients' operational plans. Moolmans has extensive experience in the SADC and West African regions and will utilise this experience in seeking opportunities to diversify its operations.

Under new executive management and a corresponding consolidation and reset of operational strategy, the business unit achieved a 14% increase in revenue to R3.3 billion (A$269 million) for the year ended 30 June 2024 (June 2023: R2.9 billion (A$242 million)) despite two contracts scaling down during the year. Moolmans reported marginal operating earnings of A$2.0 million (R24.5 million) (June 2023: A$9.6 million loss (R110 million loss)). Operating margins remain under pressure, despite delivering improved volumes on the Tshipi contract.

New work of R689 million was won in the year and work in hand fell to R5.4 billion (2023: R8.0 billion). Management remains focused on opportunities to improve volumes and profitability and through extension of contracts with existing clients.

The active fleet management strategy uses short-term rentals to support specific capacity requirements on projects. Redundant assets to the value of R163 million (A$13.7 million) have been disposed of in the current year, while assets to the value of R88 million (A$7.8 million) have been impaired.

Aveng Legacy

The Group continues to actively manage the remaining legacy matters and to complete the significant task of closing out non-core asset disposals and ensuring that the Group complies with all statutory, legal, technical, commercial, and human resources obligations. This primarily relates to Aveng Africa Proprietary Limited. The business unit recorded an operating loss of R61 million (A$5.0 million) (June 2023: R59 million (A$4.9 million)) and cash outflow of R115 million (A$9.4 million) (June 2023: R68 million (A$5.6 million)). The South African performance guarantee exposure decreased to R66 million (A$5.4 million) compared to R82 million (A$6.6 million) in the prior year. Subsequent to year end, the performance guarantee exposure further reduced to R50 million. Risk has been reduced in the year, with lower guarantee exposures, closing out of project related liabilities, contractual disputes and claims.

Review of activities continued

Normalised performance measures

In evaluating Company performance, the Board excludes the effects of specific non-recurring items relating to the capital gains and losses associated with non-core assets, IFRS 5 adjustments and adjustments in respect of non-core assets. Normalised performance measures are used by management to assess the underlying sustainable performance of the Group and do not replace the measures determined in accordance with IFRS Accounting Standard as an indicator of the Group's performance, but rather should be used in conjunction with the most directly comparable IFRS Accounting Standard measures. Normalised earnings of A$25.0 million (June 2023: A$82.7 million earnings) was recorded. Refer to note 6: Segmental report for further details.

Balance sheet

Aveng strengthened its balance sheet through improved profitability, strong cash generation and the repayment of debt. The Group closed with a cash balance of A$227.7 million (June 2023: A$189.7 million) after settling the A$23 million term debt facility during the year. The Group's debt comprises asset-backed finance and lease liabilities associated with equipment.

The Group closed the year with an improved net cash position of A$173.7 million (R2.1 billion) (30 June 2023: A$108.4 million (R1.4 billion).

McConnell Dowell has project guarantee facilities in support of its current and projected revenue. Project guarantee facilities amount to A$535.7 million.

Capital expenditure

The Group incurred replacement capital expenditure of A$69.7 million (2023: A$62.7 million) and expansionary capital expenditure of A$7.1 million (2023: A$48.9 million). The majority of the amount was spent as follows:

- A$26.7 million in the *Infrastructure* segment, relating mainly to the capitalisation of the strategic jack-up barge with the balance on specific projects across the business units; and
- A$35.1 million (R426 million) in the *Mining* segment, primarily in new capital expenditure of A$7.8 million (R93 million) for the Tshipi project, replacement capital expenditure of A$0.6 million (R7 million) and components on the existing fleet of A$26.7 million (R326 million).

Liquidity, solvency, ongoing funding, and going concern

The Group has cash of A$227.7 million (30 June 2023: A$189.7 million) on 30 June 2024, of which A$76.5 million (30 June 2023: A$79.4 million) is held in joint arrangements. Unutilised facilities amounted to A$10 million (R121 million).

The Group has a net cash position of A$173.7 million, excluding IFRS 16, after taking into account positive cash on hand of A$189.7 million and debt of A$54.0 million.

The Group continues to actively manage the liquidity and cash flow in two distinct liquidity pools, namely the Australian and the South African liquidity pool. The debt of A$54.0 million is made up of asset-backed financing at Moolmans with a remaining term of 33 months. The A$23 million term loan at McConnell Dowell was fully repaid by 30 June 2024. The South African liquidity pool remains tightly managed.

Subsequent to year end the Group negotiated and signed a term sheet for a new asset backed debt facility of A$15.5 million. The facility to McConnell Dowell Corporation Limited will include the provision of security over specific assets. Refer to *note: 48 Events after the reporting period*.

Management updated the forecast up to the 2026 financial year end, as well as preparing cash flow forecasts covering a minimum of 12 months from the date of these audited consolidated annual financial statements. These forecasts have been prepared and reviewed by management to ensure that they have been accurately compiled using appropriate assumptions. The budgets, plans and forecasts have, together with the assumptions used, been interrogated, and approved by the Board.

The Group's current assets of A$817.3 million exceeded its current liabilities of A$805.4 million at 30 June 2024.
The Company's current assets of R232 million exceeded its current liabilities of R109 million at 30 June 2024.

The forecasts indicate that the Group will have sufficient cash resources for the foreseeable future. All businesses are expected to perform in line with business plans and are therefore expected to generate sufficient cash to meet their obligations.

Liquidity, solvency, ongoing funding, and going concern continued

The directors have considered all of the above up to the date of approval of these financial statements, including detailed consideration of the current position of all businesses, all business plans and forecasts, including all available information, and are therefore of the opinion that the going concern assumption is appropriate in the preparation of the Group and Company financial statements, and that sufficient liquidity will be available to support the ongoing operations of the Group, and that the realisation of assets and the settlement of liabilities, including contingent liabilities and commitments, will occur in the ordinary course of business.

For further information on all of the disclosures included above, refer to *note 5: Going concern* and *note 48: Events after the reporting period* in the financial statements.

Events after the reporting period

In addition to the items discussed under liquidity and solvency, refer to *note 48: Events after the reporting period*.

Directors

Aveng announced planned changes to the executive management on 22 November 2023. Succession planning for key leadership roles within the Company have been considered by the Remuneration and Nomination committee and the Board over the course of the last 18 months as the Company has transitioned through its restructuring to a smaller, focused and more sustainably profitable, engineering-led, infrastructure, building and mining contractor. In turn, Sean Flanagan, elected to retire as Group Chief Executive Officer with effect from 1 March 2024, paving the way for Scott Cummins, the current Chief Executive Officer of McConnell Dowell to assume the role from this date. Sean remains on the Board as a non-executive director.

The leadership transition and organisational structure change have been completed and implemented. The team provides a strong matrix structure consolidating and simplifying the historical South African and Australian corporate layers, to leverage the collective expertise across the entire Group.

Key leadership appointments were made within the businesses during the year, with McConnell Dowell appointing Mario Russo as the new managing director of the Australian infrastructure business unit and Moolmans appointing Rod Dixon as managing director. In the Southeast Asian business unit, a localisation strategy has been successful in appointing key individuals from within the region to lead the business unit into the future.

The following appointments were made to the Board of directors:
- Mr. Nicholas Bowen – appointed as an independent non-executive director effective 17 July 2023
- Mr. Scott Cummins – appointed as executive director effective 22 November 2023

The following resignations from the Board of directors were received in the current year:
- Ms. May Hermanus – retired as an independent non-executive director effective 17 July 2023
- Mr. Michael Kilbride – retired as an independent non-executive director effective 17 July 2023

Details of the directors' remuneration and interests are set out in *note 45. Directors' emoluments and interests* of the consolidated annual financial statements.

One of the key principles in King IV is the establishment of a unitary Board which reflects a balance of power. In order to ensure that no one individual, or group of individuals yield unfettered power on the Board, King IV proposes the appointment of independent non-executive directors. It should be noted upfront that all directors, regardless of the classification as an executive, non-executive, or independent non-executive director, require the application of an independent state of mind and objective judgement.

In essence, all directors are required to act in the best interests of the Company at all times and this can only be achieved if directors set aside their personal interests.

Stated capital

Details pertaining to the authorised and issued share capital of the Company at 30 June 2024 are contained in *note 18: Stated Capital of the consolidated annual financial statements*.

DIRECTORS' REPORT

Strategic review
As announced on 12 August 2024, Aveng has been conducting a detailed review of the corporate strategy for the Group with the objective of enhancing stakeholder value and maximising value to shareholders.

The review has concluded that Aveng's two operating businesses (McConnell Dowell and Moolmans) have distinctly different business characteristics and value propositions and as a result should pursue independent and separate operating and growth strategies. This will assist each business to independently access appropriate pools of capital to better support their investment requirements. Aveng therefore intends to pursue, through a combination of transactions, the creation of two independent and separate entities:

- McConnell Dowell (including Built Environs): a leading engineering-led construction and building contractor delivering infrastructure across a diverse range of end markets; and
- Aveng Limited: which holds Moolmans, a tier 1 contract mining business operating in sub-Saharan Africa.

The Board is mindful of its commitments to all stakeholders through this process and intends to support and enhance the prospects of both entities for the benefit of all stakeholders, including clients, suppliers and employees, by enabling the two entities to access the most attractive capital to pursue their separate strategies. In the case of McConnell Dowell, this will involve exploring a potential listing on the Australian Securities Exchange (ASX) and Johannesburg Stock Exchange (JSE). In the case of Moolmans this will involve exploring alternative ownership options and potentially introducing BBBEE capital.

Aveng has appointed advisers, including Macquarie Capital, to assist with the implementation process.

Auditors
KPMG Incorporated (KPMG) continued in office as the external auditor of the Group. Shareholders will be requested to appoint KPMG as the Group's external auditors for the 2025 financial year at the next AGM.

Shareholders
The following information is available on 20 August 2024 on the Group's website:
- Shareholders' diary.

Directors' responsibility relating to the consolidated and separate annual financial statements
The directors of the Company are responsible for maintaining adequate accounting records and are responsible for the content and integrity of the consolidated annual financial statements and related financial information included in this report. It is their responsibility to ensure that the consolidated annual financial statements fairly present the state of affairs of the Group and Company as at the end of the financial year and the results of its operations and cash flows for the year ended 30 June 2024.

After due, careful and proper consideration, the directors acknowledge that the audited consolidated annual financial statements have been prepared in accordance with *International Financial Reporting Standards* (IFRS Accounting Standards) of the *International Accounting Standards Board* (IASB), the *IFRIC interpretations* as issued by the *International Financial Reporting Interpretations Committee* (IFRIC), the *South African Institute of Chartered Accountants* (SAICA) Financial Reporting Guides as issued by the *Accounting Practices Committee* (APC), the *Financial Reporting Pronouncements* as issued by the *Financial Reporting Standards Council*, the requirements of *the Companies Act 71 of 2008 (as amended) of South Africa*, and the *Listings Requirements* of the JSE Limited.

The directors acknowledge that they are responsible for the system of internal financial control established by the Group and Company and place considerable importance on maintaining a strong control environment. These controls are designed to provide reasonable, but not absolute assurance, as to the reliability of financial records and the consolidated annual financial statements, to adequately safeguard, verify and maintain accountability of assets and to prevent and detect material misstatements and losses. To enable the directors to meet these responsibilities, the Board of directors 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 which are required to maintain the highest ethical standards in ensuring the Group'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 minimise it by ensuring that appropriate infrastructure, controls, systems and ethical behaviour are applied and managed within predetermined procedures and constraints.

DIRECTORS' REPORT

Changes in management

The Board of directors have reviewed the Group's cash flow forecast up to the year ending 30 June 2026 and in light of this review and the current financial position, is satisfied that the Group has access to adequate resources to continue in operational existence for the foreseeable future and accordingly the consolidated annual financial statements are prepared on a going concern basis.

The external auditor is responsible for reporting on the Group's and Company's consolidated annual consolidated and separate financial statements. Its unmodified report to the shareholders of the Group and Company is set out on pages 17 110.

Approval of consolidated and separate annual financial statements

The consolidated and separate annual financial statements of the Group for the year ended 30 June 2024 set out on pages 17 to 110, which have been prepared on the going concern basis, were approved by the Board of directors on 19 August 2024 and were signed on its behalf by:

Scott Cummins

Group chief executive officer
Authorised Director

Adrian Macartney

Group finance director and chief financial officer
Authorised Director

CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER'S RESPONSIBILITY STATEMENT

In line with *paragraph 3.84(k)* of the *JSE Limited (JSE) Listings Requirements*, the Group chief executive officer and Group finance director hereby confirm that:

- the annual financial statements set out on pages 17 to 110, fairly present in all material respects the financial position, financial performance and cash flows of the issuer in terms of IFRS Accounting Standards;
- 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 annual 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 committee and the auditors any deficiencies in design and operational effectiveness of the internal financial controls, and have remediated the deficiencies; and
- we are not aware of any fraud involving the directors.

Scott Cummins
Group chief executive officer
19 August 2024

Adrian Macartney
Group finance director and chief financial officer
19 August 2024

INDEPENDENT AUDITORS' REPORT

To the shareholders of Aveng Limited

Report on the audit of the consolidated and separate financial statements

Opinion

We have audited the consolidated and separate financial statements of Aveng Limited (the Group and Company) set out on pages 17 to 110 which comprise the consolidated and separate statements of financial position as at 30 June 2024, the consolidated and separate statements of comprehensive earnings, consolidated and separate statements of changes in equity and the consolidated and separate statements of cash flows for the year then ended, material accounting policies and notes to the consolidated and separate annual financial statements, excluding Annexure 1, the supplementary financial information denominated in the South African Rand (ZAR) and material accounting policy 1.3.

In our opinion, the consolidated and separate financial statements present fairly, in all material respects, the consolidated and separate financial position of Aveng Limited as at 30 June 2024, and its consolidated and separate financial performance and consolidated and separate cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IFRS Accounting 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 and separate financial statements* section of our report. We are independent of the Group and 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 consolidated and separate financial statements of the current period. These matters were addressed in the context of our audit of the consolidated and separate financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Estimation uncertainty involved in accounting for revenue and costs from contracts with customers

Refer to material accounting policy note 2.11, material accounting judgements and estimates note 3.1.4 and note 27 to the consolidated financial statements.

Key audit matter	How the matter was addressed in our audit
The infrastructure, building and mining segments of the Group are characterised by contract risk with significant judgements involved in the assessment of the anticipated final contract outcomes. Management uses a high degree of estimation and judgement in their assessment of the recognition of revenue based on performance of the contract or milestones achieved resulting from:	We performed the following procedures to address this key audit matter: We selected a sample of contracts based on value and various risk factors including: • significant loss-making contracts • contracts with significant claims • contracts with uncertain outcomes For the contracts selected, our procedures included the following: • we inquired about the status of the selected contracts with

INDEPENDENT AUDITORS' REPORT

To the shareholders of Aveng Limited

Estimation uncertainty involved in accounting for revenue and costs from contracts with customers

Refer to material accounting policy note 2.11, material accounting judgements and estimates note 3.1.4 and note 27 to the consolidated financial statements.

Key audit matter	How the matter was addressed in our audit
• status of the project in the satisfaction of the performance obligation; • estimation of total contract revenue and total contract costs; • contract variations and claims; and • the ability to deliver contracts within the requirements of each contract. The measurement of contract revenue and costs includes elements of uncertainty that will depend on the outcome of future events. Changes in any of the significant judgements may result in a material variance in the amount of profit or loss recognised from individual contracts. The estimates and judgements made by the directors in respect of contract revenue and contract costs can have a material impact on the consolidated financial statements and accordingly the estimation uncertainty involved in accounting for revenue and costs from contracts with customers is considered a key audit matter in the audit of the consolidated financial statements.	senior management, finance and technical management, project and engineering management to consider and evaluate the risks and judgements applied by management to determine the progress of performance obligations. • we performed site visits to gain and confirm our understanding of the contracts including the status and progress. We evaluated whether: • the expected total revenue reconciled to signed contracts and variation orders. the costs included in work in progress were accurate. variation orders and claims were appropriately recognised when determining the valuation of contract assets and the resulting financial impact on the contracts. • we recalculated the revenue per contract based on the input method, where applicable. We agreed the adjustments between certified progress revenue and revenue recognised to the amounts due to/from contract customers. • where revenue is calculated on the output method, we have evaluated signed customer certificates in respect of percentage of completion and provisional revenue calculations supported by technical measurements. For revenue in respect of variable considerations, including claims and variation orders: • we inspected supporting documents to verify that the revenue was only recognised when the requirements of IFRS 15, Revenue from Contracts with Customers and the Group's accounting policy have been met, namely when it is highly probable that no significant reversal of revenue will take place in a subsequent period. • where applicable, we inspected correspondence with customers concerning variation orders and claims and obtained third-party assessments from legal counsel contracted by the Group, to assess whether the information was consistent with the estimates made by management. • for high risk and loss-making contracts, we included our engineering specialists to consider the completeness of the forecasted costs to completion and the judgements made to

INDEPENDENT AUDITORS' REPORT

To the shareholders of Aveng Limited

Estimation uncertainty involved in accounting for revenue and costs from contracts with customers

Refer to material accounting policy note 2.11, material accounting judgements and estimates note 3.1.4 and note 27 to the consolidated financial statements.

Key audit matter	How the matter was addressed in our audit
	estimate the potential risks and opportunities on each contract. The specialist attended site visits, discussed the status of the projects with project directors and managers and assessed the negotiations on additional claims with the client. • we undertook inquiries with internal and external legal counsel, financial staff and directors in respect of ongoing claims and proceedings on contractual disputes to determine the probability of an unfavorable outcome. We also considered the adequacy and appropriateness of the Revenue disclosure in the Group and Company's financial statements in accordance with IFRS 15, *Revenue from Contracts with Customers*.

Liquidity and going concern

Refer to note 5, going concern and liquidity, to the consolidated and separate financial statements.

Key audit matter	How the matter was addressed in our audit
The Group and Company continue to actively manage the liquidity and cash flow of two distinct liquidity pools, namely the Australian liquidity pool and the South African liquidity pool. The South African liquidity pool continues to be tightly managed. There is judgement involved in forecasting liquidity requirements covering a minimum of twelve months from the date of approval of these consolidated and separate financial statements. The assessment made by management included evaluating available cash resources, facilities and operating cash flows. Furthermore, because of the effort required from the audit team to evaluate managements judgement on, liquidity it has been identified as a key audit matter in the audit of the consolidated and separate financial statements.	To address the key audit matter, we performed the following audit procedures: Our team included senior audit team members, who understand the Company and Group's funding requirements, the Group's business, industry and the economic environment in which it operates in and we: • critically evaluated management's going concern assessment, focusing on the short-term liquidity requirements and whether the assessment includes all relevant information that has come to our attention during the audit. • evaluated the Group's appropriateness of the forecasted results against historic performance and profitability. We have assessed the available cash facilities and future operating cash flows of the Group through: • evaluating whether substantially all budgeted revenue is secured at projected positive margins for at least the next twelve months from the date of this report; • stress tested managements assumptions, covering a minimum of twelve months from the date of these consolidated and separate financial statements, by performing a sensitivity analysis in respect of the operating cash flow forecasts and assessed the reasonableness of the key assumptions and the related analyses performed by

INDEPENDENT AUDITORS' REPORT

To the shareholders of Aveng Limited

Liquidity and going concern

Refer to note 5, going concern and liquidity, to the consolidated and separate financial statements.

Key audit matter	How the matter was addressed in our audit
	management. • evaluating the forecast cash balances prepared by management to ensure sufficient headroom is available to meet short term liquidity levels including complying with debt covenants. • evaluating managements group risk report and the formal disputes report to assess the possible impact thereon on projected cash flows. • evaluating the Group's continuing ability to generate a substantial cash balance and a positive working capital position on the contract portfolio. • evaluating the continuing ability to raise bonding facilities/project guarantees for existing and future contracts and whether there are sufficient facilities for future work. • evaluated the extent and timing of new financing facilities. Furthermore, we have evaluated and assessed events subsequent to the year-end and up to the date of this report that would impact the available cash resources, facilities and operating cash flows. We also considered the adequacy and appropriateness of the disclosures in respect of going concern in the consolidated and separate financial statements in accordance with IAS 1, *Presentation of financial statements.*

Other information

The directors are responsible for the other information. The other information comprises the information included in the document titled "Aveng Limited audited consolidated and separate annual financial statements for the year ended 30 June 2024", which includes the Directors' Report, the Audit Committee Report and Certificate of the Company Secretary as required by the Companies Act of South Africa which we obtained prior to the date of this report and the Integrated Report, which is expected to be made available to us after that date. The other information does not include the consolidated and separate financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated and separate 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 and separate 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.

INDEPENDENT AUDITORS' REPORT

To the shareholders of Aveng Limited

Responsibilities of the directors for the consolidated and separate financial statements

The directors are responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IFRS Accounting 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 and separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated and separate financial statements, the directors are responsible for assessing the Group and 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 Group and/or Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the consolidated and separate financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated and separate 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 consolidated and separate 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 and separate 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 Group's and 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 Group and 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 consolidated and separate 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 Group and/or Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate 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 financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

INDEPENDENT AUDITORS' REPORT

To the shareholders of Aveng Limited

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 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 and separate 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 KPMG Inc. has been the auditor of Aveng Limited for three years.

F. von Eckardstein

KPMG Inc.
Per FHC von Eckardstein
Chartered Accountant (SA)
Registered Auditor
Director

19 August 2024

KPMG Crescent
85 Empire Road
Parktown
Johannesburg
2193

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

as at 30 June 2024

	Notes	2024 A$'000	Restated* 2023 A$'000	Restated* 1 July 2022 A$'000
ASSETS				
Non-current assets				
Goodwill arising on consolidation	9	**7 929**	7 929	**8 873**
Property, plant and equipment	7	**235 688**	236 556	**219 965**
Right-of-use assets	8	**58 534**	38 946	**53 771**
Infrastructure investments	10	**11 658**	11 319	**12 600**
Deferred taxation	11	**105 274**	80 164	**65 484**
Lease receivables	15	**23 950**	31 913	**6 477**
Other non-current assets		**2 343**	1 573	**1 420**
		445 376	408 400	**368 590**
Current assets				
Inventories	14	**20 539**	20 875	**91 216**
Contract assets	12	**530 533**	422 407	**321 739**
Trade and other receivables	13	**30 498**	34 073	**74 267**
Taxation receivable	41	**-**	2 164	**5 324**
Lease receivables	15	**8 047**	6 459	**799**
Cash and bank balances	16	**227 678**	189 667	**232 209**
		817 295	675 645	**725 554**
Assets Held for Sale	17	**-**	4 683	**12 777**
TOTAL ASSETS		**1 262 671**	1 088 728	**1 106 921**
EQUITY AND LIABILITIES				
Equity				
Stated capital	18	**546 930**	544 665	**542 114**
Other reserves		**(951 542)**	(954 268)	**(976 943)**
Retained earnings		**686 275**	660 622	**764 511**
Equity attributable to equity-holders of parent		**281 663**	251 019	**329 682**
Non-controlling interest		**295**	317	**398**
TOTAL EQUITY		**281 958**	251 336	**330 080**
LIABILITIES				
Non-current liabilities				
Deferred taxation	11	**23 834**	17 390	**10 736**
External borrowings and other liabilities	19	**34 936**	40 161	**20 319**
Lease liabilities	20	**72 027**	68 106	**68 589**
Provisions	22	**4 273**	6 831	**8 341**
Employee-related payables	23	**40 268**	35 582	**33 452**
		175 338	168 070	**141 437**
Current liabilities				
Contract liabilities	12	**214 957**	172 475	**150 754**
External borrowings and other liabilities	19	**19 090**	41 108	**22 360**
Lease liabilities	20	**31 477**	23 886	**23 602**
Employee-related payables	23	**33 607**	22 613	**28 217**
Trade and other payables	21	**467 526**	375 739	**368 146**
Provisions	22	**32 997**	33 501	**40 018**
Taxation payable	41	**5 721**	-	**887**
		805 375	669 322	**633 984**
Liabilities Held for Sale	17	**-**	-	**1 420**
TOTAL LIABILITIES		**980 713**	837 392	**776 841**
TOTAL EQUITY AND LIABILITIES		**1 262 671**	1 088 728	**1 106 921**

* *Restated due to the change in presentation currency from ZAR to A$. Refer to note: 2.25 Change in Group accounting policies for further detail. Refer to annexure 1 on pages 113 to 114 for ZAR figures.*

CONSOLIDATED STATEMENT OF COMPREHENSIVE EARNINGS

for the year ended 30 June 2024

	Notes	2024 A$'000	Restated* 2023 A$'000
Continuing operations			
Revenue	27	**3 055 356**	2 405 427
Cost of sales	28	**(2 879 793)**	(2 366 588)
Gross earnings		**175 563**	38 839
Other earnings	29	**5 930**	9 006
Operating expenses	30	**(146 913)**	(134 457)
Loss from equity-accounted investments		**(102)**	(180)
Operating earnings / (loss) before capital items* **		**34 478**	(86 792)
Capital (expenses) / earnings	31	**(7 305)**	681
Operating earnings / (loss) after capital items		**27 173**	(86 111)
Finance earnings		**11 579**	6 638
Finance expenses	33	**(22 669)**	(16 973)
Earnings / (loss) before taxation		**16 083**	(96 446)
Taxation	34	**9 657**	4 681
Earnings / (loss) from continuing operations		**25 740**	(91 765)
Discontinued operations			
(Loss) / earnings from discontinued operations, net of taxation	35	**-**	10 205
Exchange differences on translating foreign operations reclassified to earnings or loss on derecognition		**6**	(35 761)
Gain disposal of assets Held for Sale and fair value adjustment	32	**(86)**	13 350
Loss from discontinued operations		**(80)**	(12 206)
Earnings / (loss) for the year		**25 660**	(103 971)
Other comprehensive earnings			
Other comprehensive earnings to be reclassified to earnings or loss in subsequent periods (net of taxation):			
Exchange differences on translating foreign operations reclassified to earnings or loss on derecognition		**-**	35 761
Exchange differences on translating foreign operations		**3 267**	(11 749)
Other comprehensive earnings for the year, net of taxation		**3 267**	24 012
Total comprehensive earnings / (loss) for the year		**28 927**	(79 959)

* *Restated due to the change in presentation currency from ZAR to A$. Refer to note 2.25 Change in Group accounting policies for further detail. Refer to annexure 1 on pages 113 to 114 for ZAR figures.*

** *Previously described as 'operating earnings / (loss)'. The subtotal has been renamed to 'operating earnings / (loss) before capital items' to ensure a more comprehensive representation of subtotal.*

CONSOLIDATED STATEMENT OF COMPREHENSIVE EARNINGS

for the year ended 30 June 2024

	Notes	2024 A$'000	Restated* 2023 A$'000
Total comprehensive earnings / (loss) for the year attributable to:			
Equity-holders of the parent		**28 949**	(79 878)
Non-controlling interest		**(22)**	(81)
		28 927	(79 959)
Earnings / (loss) for the year attributable to:			
Equity-holders of the parent		**25 653**	(103 890)
Non-controlling interest		**7**	(81)
		25 660	(103 971)
Other comprehensive earnings for the year, net of taxation			
Equity-holders of the parent		**3 296**	24 012
Non-controlling interest		**(29)**	-
		3 267	24 012
Results per share (cents)			
Basic earnings / (loss) per share			
Continuing operations		**20.0**	(72.7)
Discontinued operations		**-**	(9.7)
		20.0	(82.4)
Diluted earnings / (loss) per share			
Continuing operations		**19.5**	(72.7)
Discontinued operations		**-**	(9.7)
		19.5	(82.4)
Number of shares (millions)			
In issue	37	**131.3**	131.3
Weighted average	37	**128.4**	126.1
Diluted weighted average	37	**131.3**	126.1

* *Restated due to the change in presentation currency from ZAR to A$. Refer to note 2.25 Change in Group accounting policies for further detail.*

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the year ended 30 June 2024

	Stated capital A$'000	Foreign currency translation reserve A$'000	Equity-settled share-based payment reserve A$'000	Total other reserves A$'000	Retained earnings A$'000	Total attributable to equity holders of the parent A$'000	Non-controlling interest A$'000	Total A$'000
Year ended 30 June 2023 (Restated)*								
Balance at 1 July 2022	542 114	(985 187)**	8 243	(976 944)	764 512***	329 682	398	330 080
Loss for the year	-	-	-	-	(103 890)	(103 890)	(81)	(103 971)
Other comprehensive loss for the year (net of taxation)	-	(11 749)	-	(11 749)	-	(11 749)	-	(11 749)
Exchange differences on translating foreign operations reclassified to earnings and loss on derecognition	-	35 761	-	35 761	-	35 761	-	35 761
Total comprehensive loss for the year	-	24 012	-	24 012	(103 890)	(79 878)	(81)	(79 959)
Equity settled share-based payment - shares granted	-	-	1 215	1 215	-	1 215	-	1 215
Equity settled share-based payment - shares vested	2 551	-	(2 551)	(2 551)	-	-	-	-
Total contributions and distributions recognised	2 551	-	(1 336)	(1 336)	-	1 215	-	1 215
Balance at 30 June 2023	544 665	(961 175)	6 907	(954 268)	660 622	251 019	317	251 336
Year ended 30 June 2024								
Balance at 1 July 2023	**544 665**	**(961 175)**	**6 907**	**(954 268)**	**660 622**	**251 019**	**317**	**251 336**
Earnings for the year	**-**	**-**	**-**	**-**	**25 653**	**25 653**	**7**	**25 660**
Other comprehensive earnings for the year (net of taxation)	**-**	**3 267**	**-**	**3 267**	**-**	**3 267**	**(29)**	**3 238**
Total comprehensive loss for the year	**-**	**3 267**	**-**	**3 267**	**25 653**	**28 920**	**(22)**	**28 898**
Equity settled share-based payment - shares granted	**-**	**-**	**1 724**	**1 724**	**-**	**1 724**	**-**	**1 724**
Equity settled share-based payment - shares vested	**2 265**	**-**	**(2 265)**	**(2 265)**	**-**	**-**	**-**	**-**
Total contributions and distributions recognised	**2 265**	**-**	**(541)**	**(541)**	**-**	**1 724**	**-**	**1 724**
Balance at 30 June 2024	**546 930**	**(957 908)**	**6 366**	**(951 542)**	**686 275**	**281 663**	**295**	**281 958**
Notes	18		24					

** Restated due to the change in presentation currency from ZAR to A$. Refer to note 2.25 Change in Group accounting policies for further detail.*

*** The foreign currency translation reserve was reset to A$nil as at 1 July 2003. The opening balance as at 1 July 2022 represents the total foreign currency translation reserve movements from this date.*

**** Following the change in the presentation currency from ZAR to A$, the previously disclosed accumulated losses of R2 billion at 1 July 2022 has translated into a retained earnings balance of A$764.5 million. This is as a result of the relevant exchange rate in the year in which the Group recorded earnings or losses, as is appropriate.*

CONSOLIDATED STATEMENT OF CASH FLOWS

For the year ended 30 June 2024

	Notes	2024 A$'000	Restated* 2023 A$'000
Cash flow from operating activities			
Cash generated / (utilised) from operating activities	38	**150 002**	(31 473)
Finance expenses paid	39	**(22 888)**	(23 927)
Finance earnings received	40	**11 973**	6 715
Taxation paid	41	**(1 673)**	(3 906)
Cash inflow / (outflow) from operating activities		**137 414**	(52 591)
Cash flow from investing activities			
Acquisition of property, plant and equipment – expansion	7	**(7 784)**	(48 852)
Acquisition of property, plant and equipment – replacement	7	**(53 973)**	(62 948)
Proceeds on disposal of property, plant and equipment		**8 531**	6 911
Proceeds on disposal of Trident Steel	32	**-**	88 117
Proceeds on disposal of other assets Held for Sale		**4 628**	6 340
Capital expenditure net of proceeds on disposal		**(48 598)**	(10 432)
Advance of short-term loan		**-**	(17 251)
Repayment of short-term loan		**-**	16 608
Advances in respect of other non-current assets		**-**	(496)
Receipt of capital portion of lease receivable		**6 629**	1 510
Dividends received	29	**2 476**	830
Cash movement in investing activities classified as Held for Sale		**-**	(872)
Cash outflow from investing activities		**(39 493)**	**(10 103)**
Cash flow from financing activities			
Financing activities with debt-holders			
Repayment of external borrowings	43	**(45 462)**	(50 935)
Proceeds from external borrowings	43	**16 948**	92 770
Proceeds from Trade Finance Facility - Held for Sale		**-**	38 814
Repayment of Trade Finance Facility - Held for Sale		**-**	(36 967)
Payment of capital portion of lease liabilities	20/43	**(31 798)**	(22 771)
Cash (outflow) / inflow from financing activities		**(60 312)**	20 911
Net increase / (decrease) in cash and bank balances before foreign exchange		**37 610**	(41 783)
Foreign exchange movements on cash and bank balances		**401**	(759)
Cash and bank balances at the beginning of the year		**189 667**	232 209
Total cash and bank balances at the end of the year	16	**227 678**	189 667

* *Restated due to the change in presentation currency from ZAR to A$. Refer to note 2.25 Change in Group accounting policies for further detail.*

ACCOUNTING POLICIES

for the year ended 30 June 2024

1. PRESENTATION OF CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

The accounting policies below are applied throughout the consolidated and separate financial statements.

1.1 Basis of preparation

The consolidated and separate financial statements have been prepared on the historical cost basis, except for certain financial assets which are measured at fair value.

The consolidated financial statements are presented in Australian Dollars to the nearest thousand (A$'000) and the separate financial statements are presented in South African Rand to the nearest million (Rm). The accounting policies adopted are consistent with those of the previous year ended 30 June 2023 except for the new standards and interpretations disclosed in *note 4: Standards and interpretations effective and not yet effective.*

1.2 Assessment of significance or materiality of amounts disclosed in the consolidated and separate financial statements

The Group presents amounts in these consolidated and separate financial statements in accordance with *IFRS® Accounting Standards*. Only amounts that have a relevant and material impact on the consolidated and separate financial statements have been separately disclosed. The assessment of significant or material amounts is determined by taking into account the qualitative and quantitative factors attached to each transaction or balance that is assessed.

1.3 Supplementary information

The Group's presentation currency is Australian Dollars(A$). The supplementary information provided in South African Rand (ZAR) is translated at the closing rate for the consolidated statement of financial position and at the average rate for the consolidated statement of comprehensive earnings.

Disclaimer:

South African Rand translations included in these financial statements constitutes pro forma financial information in terms of the JSE Guidance Letter: *Presentation of pro forma financial information dated 4 March 2010.* The pro forma financial information is the responsibility of the board of directors and is presented for illustrative purposes only. The Directors believe the pro forma information can assist stakeholders in interpreting the financial performance of the Group in the previously reported currency. Because of its nature, the pro forma financial information may not fairly present Aveng's financial position, changes in equity, results of operations or cash flows. The underlying information, used in the preparation of the *pro forma* financial information, has been prepared using accounting policies which comply with IFRS Accounting Standards and are consistent with those applied in the published group consolidated and separate annual financial statements for the year ended 30 June 2024. This pro forma information has been reported on by the group's auditors, KPMG Incorporated. Their unmodified reporting accountant's report prepared in terms of the *International Standard on Assurance Engagements (ISAE) 3420* is available on page 111 to 112.

1.4 Statement of compliance

The consolidated and separate financial statements of Aveng Limited and its subsidiaries have been prepared on a going concern basis in accordance with the IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB), *International Financial Reporting Interpretations committee* (IFRIC), *the South African Institute of Chartered Accountants* (SAICA) Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Reporting Pronouncement as issued by the Financial Reporting Standards Council, the *Johannesburg Stock Exchange Limited* (JSE) Listings Requirements, and the requirements of the *Companies Act 71 of 2008 (as amended) of South Africa*.

1.5 Approval of consolidated and separate annual financial statements

The consolidated and separate financial statements of the Group for the year ended 30 June 2024, which have been prepared on the going concern basis, were approved by the Board of directors on 19 August 2024.

2. MATERIAL ACCOUNTING POLICIES

2.1 Basis of consolidation

Business combination and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects to measure the non-controlling interests in the acquiree at fair value of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred and included in operating expenses.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument is measured at fair value with changes in fair value recognised in profit or loss. If the contingent consideration is not within the scope of *IFRS 9 Financial Instruments* (*IFRS 9*), it is measured in accordance with the appropriate IFRS Accounting Standards. Contingent consideration that is classified as equity is not remeasured and subsequent settlement is accounted for within equity.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units (CGU) that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Where goodwill has been allocated to a CGU and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the CGU retained.

Common control

A business combination involving entities or businesses under common control is a business combination in which all of the combining entities or businesses are ultimately controlled by the Group both before and after the combination. The Group accounts for these common control transactions using pooling of interest method. Any difference between the consideration paid and the capital of the acquiree is recognised in retained earnings.

Subsidiaries

The results of any subsidiaries acquired or disposed of during the year are included from the effective dates of acquisition and up to the effective dates of disposal respectively, being the dates on which the Group obtains or ceases to have control. Control is achieved when the Group has power over the investee and is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control.

Non-controlling interests (NCI)

A change in the ownership interest of a subsidiary, without a change of control, is accounted for as an equity transaction.

The Group does not have subsidiaries that have a significant non-controlling interest and accordingly detailed non-controlling interest disclosure is not required in terms of *IFRS 12 Disclosure of Interests in Other Entities* in the current year.

Loss of control

If the Group loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any gain or loss is recognised in earnings or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

2. MATERIAL ACCOUNTING POLICIES continued

2.1 Basis of consolidation continued

Equity-accounted investments

Equity-accounted investments consist of investments in associates and joint ventures.

Associates

Associates are all entities over which the Group has significant influence but not control or joint control, generally accompanying a shareholding of more than 20% of the voting rights.

Joint arrangements

Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about relevant activities require unanimous consent of the parties sharing control. The Group's interest in joint arrangements are either classified as joint operations or joint ventures.

A joint operation is a joint arrangement whereby the Group has rights to the assets and obligations for the liabilities, relating to the joint arrangement. The joint operators have a contractual arrangement that establishes joint control over the economic activities of the entity. The arrangements require unanimous agreement for financial and operating decisions among the joint operators. The Group recognises its interest in a joint operation by recognising its interest in the assets and liabilities of the joint operation as well as its share in the expenses that it incurs and its share of the earnings that it earns from the sale of goods or services by the joint operation.

A joint venture is a joint arrangement whereby the Group has rights to the net assets of the arrangement.

Interests in associates and joint ventures are accounted for using the equity method. They are initially recognised at cost, which includes transaction costs. Subsequent to initial recognition, the consolidated financial statements include the Group's share of the earnings or loss and other comprehensive earnings or loss of the associates and joint ventures, until the date significant influence or joint control ceases.

When the Group's share of losses in associates or joint ventures equals or exceeds its interest in that entity, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate or joint venture. The total carrying amount of associates and joint ventures is evaluated when there is an indication of impairment.

The Group's interests in associates and joint arrangements are considered individually immaterial based on their contribution to the Group and accordingly disclosures are aggregated separately for associates and joint arrangements based on their risk profiles and characteristics in relation to their activities and association to the Group.

Transactions eliminated on consolidation

When the end of the reporting period of a subsidiary, associate or joint venture is different to that of the Group, the subsidiary, associate or joint venture prepares, additional financial statements as at 30 June for consolidation purposes. When it is impractical for the subsidiary, associate or joint arrangement to prepare additional financial statements as at 30 June, adjustments are made for the effects of significant transactions that occur between the subsidiary, associate or joint arrangement and the Group's reporting date.

Should a subsidiary, associate or joint arrangement apply accounting policies that are materially different to those adopted by the Group, adjustments are made to the consolidated financial statements to align the accounting policies.

All inter-group transactions and balances are eliminated on consolidation. Unrealised earnings or losses are also eliminated, unless it reflects impairment in the assets so disposed.

2.2 Foreign currency transactions and balances

Items included in the financial statements of each of the Group entities are measured using the currency of the primary economic environment in which the entity operates (functional currency).

Transactions denominated in foreign currencies are initially translated at the rate of exchange ruling at the transaction date.

Monetary assets and liabilities denominated in foreign currencies are translated at the A$ rate of exchange ruling at the reporting date. All differences are taken to earnings.

Non-monetary assets and liabilities denominated in foreign currencies are translated at the A$ rate of exchange ruling on the later of acquisition or revaluation dates. Gains or losses on translation are credited or charged against earnings.

2. MATERIAL ACCOUNTING POLICIES continued

2.2 Foreign currency transactions and balances continued

Foreign operations

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated into the presentation currency of the Group (A$) at the rate of exchange ruling at the reporting date. The income and expenses of foreign operations are translated at the average exchange rates for the year. Equity is stated at historical rates.

Foreign currency differences arising on the translation are recognised in other comprehensive earnings and accumulated in the translation reserve, except to the extent that the translation difference is allocated to non-controlling interests.

On disposal of a foreign entity, the deferred cumulative amount recognised in equity relating to that particular foreign operation is reclassified from other comprehensive earnings to earnings.

2.3 Segmental information

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker.

The chief operating decision maker, identified as executive management, monitors the operating results of the business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on operating earnings and is measured consistently with operating earnings in the consolidated financial statements.

The Group financing (including finance earnings) and income taxes are allocated to operating segments (refer to *note 6: Segmental report*).

Revenue and expenses are attributed directly to the segments to which they relate. Segment assets include all operating assets used by a segment, and consist principally of property, plant and equipment, trade and other receivables and contract assets. Segment liabilities include all operating liabilities and consist principally of trade and other payables and contract liabilities.

2.4 Property, plant and equipment

Property, plant and equipment, including right-of-use assets, are stated at cost less accumulated depreciation and accumulated impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the item. Land is not depreciated.

Buildings and other items of property, plant and equipment are depreciated on a straight-line basis over their useful lives to an estimated residual value. Right-of-use assets recognised under *IFRS 16* are depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Where significant components of an item have different useful lives to the item itself, these parts are depreciated separately if the component's cost is significant in relation to the cost of the remainder of the asset.

Subsequent costs are included in the asset's carrying amount only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance expenditures are charged to earnings or loss during the reporting period in which they are incurred. If a replacement part is recognised in the carrying amount of an item of property, plant and equipment, the carrying amount of the replaced part is derecognised.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to be realised from the continued use of the asset. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the item) is included in earnings or loss in the year in which the item is derecognised.

The asset's residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively, if appropriate, at the end of each reporting period.

2. MATERIAL ACCOUNTING POLICIES continued

2.4 Property, plant and equipment continued

The estimated useful lives of property, plant and equipment for the current and comparative periods are as follows:

Item	Depreciation % / period
Owned Buildings	2%
Owned plant, equipment and vehicles	5% to 33%
Right-of-use assets	Shorter of lease period and asset's useful life as per owned categories

2.5 Inventories

Inventories are valued at the lower of cost and net realisable value generally determined on the first-in first-out (*FIFO*) basis and weighted average in respect of certain stock categories. The cost of manufactured goods and work-in-progress, in addition to direct materials and labour, include a proportion of production overheads based on normal operating capacity and the appropriate stage of completion.

Write-downs to net realisable value and inventory losses are expensed in the period in which the write-downs or losses occur.

2.6 Impairment of property, plant and equipment, intangible assets and goodwill arising on consolidation

The Group assesses, at each reporting date, whether there is an indication that a non-financial asset (other than inventories and deferred tax assets) may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset or CGU is considered impaired and is written down to its recoverable amount.

Impairment losses are recognised in the Statement of Comprehensive Earnings in expense categories consistent with the function of the impaired asset.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's or CGU's recoverable amount since the last impairment loss was recognised.

The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the Statement of Comprehensive Earnings unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

2.7 Stated capital

Treasury shares

Treasury shares comprise of shares in Aveng Limited held by the Aveng Limited Share Purchase Trust, Aveng Africa Proprietary Limited and by Aveng Management Company Proprietary Limited, and shares in terms of the forfeitable share plan. The amount of consideration paid for the treasury shares is recognised as a deduction from equity and both issued capital and weighted average number of shares is reduced by the number of treasury shares. Dividends received on treasury shares are eliminated on consolidation. Earnings are not recognised on the purchase, sale, issue or cancellation of the Group's own equity instruments.

2.8 Provisions

A provision is recognised when the Group has a present legal or constructive obligation as a result of past events for which it is probable that a transfer of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

Where the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

2. MATERIAL ACCOUNTING POLICIES continued

2.9 Share based payments

The Group operates a share incentive plan for the granting of shares and/or share options to executives and senior employees as consideration for services rendered. Shares and/or share options are offered to executives and senior employees at the market price, upon recommendation by the remuneration and nominations committee. Shares and/or share options awarded to executives and senior employees are awarded over a period of two or three years.

Equity-settled transactions

The cost of equity-settled transactions with employees is measured with reference to the fair value at the date on which they are granted. In valuing equity-settled transactions, no account is taken of performance conditions, other than conditions linked to the market value of the Company's shares. The cost of equity-settled transactions is recognised, together with a corresponding increase in equity, over the period in which the service conditions are fulfilled, ending on the date on which the relevant employees become fully entitled to the award (the vesting date).

The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate as to the number of equity instruments that will ultimately vest. The earnings charge or credit for a period represents the movement in cumulative expense recognised at the beginning and at the end of each reporting period.

No expense is recognised for awards that do not ultimately vest, except for awards where vesting is conditional upon a market condition. Provided that all other performance conditions are satisfied, these awards are treated as vested irrespective of whether or not the market condition is satisfied. Where the terms of an equity-settled award are modified, as a minimum an expense is recognised as if the terms had not been modified.

In addition, an expense is recognised for any modification, which increases the consolidated total fair value of the share-based payment arrangement or is otherwise beneficial to the employee as measured at the date of modification.

Where an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation. Any expense not yet recognised for the award is immediately recognised. In the event that a new award is substituted for the cancelled award, and designated as a replacement award, the cancelled and new awards are treated as if they were a modification to the original award. The dilutive effect of outstanding options is included in the computation of diluted earnings per share.

Cash-settled transactions

The cost of cash-settled transactions is measured initially at fair value at the grant date by means of an adjusted binomial option pricing model which takes into account the terms and conditions upon which the instruments were granted. This fair value is expensed over the vesting period with recognition of a corresponding liability. This liability is remeasured at each reporting date up to and including the settlement date with changes in fair value recognised in earnings.

Subsidiaries

Share-based payments that are classified as equity or cash-settled at the Group level are classified as follows in the subsidiary level:

- Equity-settled, where the receiving subsidiary has no obligation to settle the transaction;
- Equity-settled, where the settling subsidiary has the obligation to settle in its own equity instruments; and
- Cash-settled, where the settling subsidiary has the obligation to settle in cash or other assets, including equity instruments of another Group entity (where relevant).

2.10 Employee benefits

Short-term employee benefits

All short-term benefits are charged as an expense in the period in which the related service is rendered by employees. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and this amount can be estimated reliably. The liability under short term benefits is accounted for as the undiscounted amount expected to be paid in exchange for the services received.

Post-retirement benefits

The Group has a defined contribution plan for its eligible employees. South African funds are governed by the Pension Funds Act, 1956 as amended. Other funds are governed by the respective legislation of the country concerned.

The overall expected rate of return on assets is determined based on market expectations prevailing on that date, applicable to the period over which the obligation is to be settled.

2. MATERIAL ACCOUNTING POLICIES continued

2.10 Employee benefits continued

Post-retirement benefits continued

The risks pertaining to the defined contribution plans does not lie with the Group regarding the sufficiency of the plan assets or returns on these assets.

Defined contribution plans

Payments to defined contribution retirement benefit plans are charged as an expense in the reporting period to which they relate.

Other long-term employee benefits

Other long-term employee benefits include items such as the Group's long-term disability benefits as well as the portion of the Group's leave pay benefits not expected to be settled wholly within twelve months after the annual reporting period in which the employees render the related service.

Termination benefits

Termination benefits are expensed at the earlier of when the Group can no longer withdraw the offer of those benefits and when the Group recognises costs for a restructuring. If benefits are not expected to be settled wholly within twelve months of the reporting date, then they are discounted.

2.11 Revenue from contracts with customers

Construction and mining contracts

The Group recognises revenue from construction contracts and mining contracts over time as the customer receives the benefits associated to the revenue.

The Group is the principal in its construction contract revenue arrangements, because it typically controls the delivery of construction contracts over time. Anticipated losses to completion are immediately recognised as an expense in contract costs.

When the outcome of a construction contract cannot be estimated reliably (principally during early stages of a contract), contract revenue is recognised only to the extent of costs incurred that are expected to be recoverable.

Where contract costs incurred to date plus recognised earnings, less recognised losses exceed progress billings, the surplus is reflected as contract assets for contract work. For contracts where progress billings exceed contract costs incurred to date plus recognised profits, less recognised losses, the surplus is reflected as contract liabilities for contract work.

Amounts received before the related work is performed are included as a liability in the consolidated statement of financial position, as progress billings received (including overclaims and early customer receipts) in contract liabilities.

Amounts billed for work performed but not collected from customers are included as contract receivables under contract assets. Variations in contract work, claims and incentive payments are included as part of uncertified claims and variations as follows:

Claims impact on transaction price

Claims are subject to a high level of uncertainty. Various claims are submitted by the Group to their customers. Under *IFRS 15* revenue from claims is required to be accounted for as variable consideration and claims are included in revenue only when it is highly probable that revenue will not be reversed in the future.

Variations to a contract

Revenue related to variations is recognised when it can be reliably measured and it is highly probable that revenue will not be reversed in the future.

Incentive payments

Revenue is recognised when the contract is sufficiently advanced that it is highly probable that the specified performance standard will be met or exceeded and the revenue will not be reversed in the future, and the amount of incentive payment can be measured reliably.

Revenue is measured at the consideration at which the Group is expected to be entitled to, excluding discounts, rebates and Value-Added Taxation (VAT).

2. MATERIAL ACCOUNTING POLICIES continued

2.11 Revenue from contracts with customers continued

Construction and mining contracts continued

Combining and segmenting construction contracts

The Group's contracts are typically negotiated for the construction of a single asset or a group of assets which are closely inter-related or inter-dependent in terms of their design, technology and function. In certain circumstances, the Group measures revenue over a period of time for each separately identifiable components of a single contract or to a group of contracts together in order to reflect the substance of a contract or group of contracts.

Assets covered by a single contract are treated as separate performance obligations when:

- separate proposals have been submitted for each asset;
- each asset has been subject to separate negotiation and the Group and customer have been able to accept or reject that part of the contract relating to each asset; and
- the costs and revenues of each asset can be identified.

A group of contracts is treated as a single construction contract when:

- the group of contracts is negotiated as a package with a single commercial objective;
- the amount of consideration to be paid in one contract depends on the price or performance of the other contract;
- the contracts are so closely inter-related that they are, in effect, part of a single project with an overall positive margin; or
- the contracts are performed concurrently or in a continuous sequence

Practical expedients

The Group has elected to apply the following practical expedients available in *IFRS 15*:

Significant financing component

Generally, the Group receives short-term advances from its customers. Using the practical expedient in *IFRS 15*, the Group does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised goods or services to the customer and when the customer pays for that goods or services will be one year or less.

2.12 Interest earnings

Interest received on bank balances is recognised on a time proportion basis that takes into account the effective interest on the asset. An appropriate accrual is made at each reporting date.

2.13 Other earnings

Dividends received are included in earnings or loss when the Group's right of payment has been established. The right of payment has been established when the dividend has been appropriately authorised and is no longer at the entity declaring the dividend's discretion.

2.14 Fair value of assets and liabilities

Financial and non-financial assets

The Group measures certain financial instruments, including infrastructure investments at fair value at each reporting date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Fair value measurement assumes that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability or in the absence of a principal market, in the most advantageous market for the asset or liability.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data is available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

When measuring the fair value of an asset or liability, the Group uses observable market data as far as possible. Each method of determining fair value can be analysed into the following categories:

- Level 1 Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3 Valuation techniques for which the lowest level input that is significant to their fair value measurement is unobservable.

2. MATERIAL ACCOUNTING POLICIES continued

2.14 Fair value of assets and liabilities continued

Financial and non-financial assets continued

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by reassessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For financial instruments not traded in an active market, the fair value is determined using appropriate valuation techniques. Such techniques may include using recent arm's length market transactions, reference to the current fair value of another instrument that is substantially the same and discounted cash flow analysis or other valuation models.

Financial assets

Initial recognition and measurement

The Group initially recognises financial assets when the Group becomes a party to the contractual provisions of the instrument.

Financial assets are initially measured at fair value plus in the case of assets not measured at fair value through profit or loss, directly attributable transaction costs. Subsequently financial assets, excluding derivatives, are classified as measured at amortised cost or fair value, depending on the Group's business model for managing the financial asset and the contractual cash flow characteristics of the financial asset. Derivatives are subsequently measured at fair value through profit or loss. Changes in the fair value of derivatives used to economically hedge the Group's foreign exchange exposure are recognised in other earnings in the earnings or loss component of the Statement of Comprehensive earnings.

A financial asset qualifies for amortised cost, using the effective interest method net of any impairment loss if it meets both of the following conditions:

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the financial asset give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding.

If a financial asset does not meet both of these conditions, it is measured at fair value.

The assessment of business model is made at portfolio level as this reflects best the way the business is managed and information is provided to management.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

The Group's financial assets are classified as trade and other receivables, infrastructure investments and cash and bank balances.

The Group's financial assets are classified and measured as follows:

Financial investments / infrastructure investments

The Group holds investments in the equity interest of a number of non-listed entities, which are subsequently measured at fair value through profit or loss.

Trade and other receivables

Trade and other receivables are subsequently measured at amortised cost.

Cash and bank balances

Cash and bank balances comprise cash on hand and bank balances that are subsequently measured at amortised cost. Cash held in joint arrangements are available for use by the Group with the approval of the joint arrangement partners. Bank overdrafts are offset against positive bank balances where a legally enforceable right of offset exists and there is an intention to settle the overdraft and realise the net cash. For the purposes of the statement of cash flows, cash and bank balances consist of cash and bank balances defined above net of outstanding bank overdrafts.

2. MATERIAL ACCOUNTING POLICIES continued

2.15 Financial instruments

Financial assets continued

Derecognition

A financial asset is derecognised when:

- the rights to receive cash flows from the asset have expired; or
- the Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset, and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognised to the extent of the Group's continuing involvement in the asset. In that case, the Group also recognises an associated liability.

The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Impairment of financial assets and lease receivables

The impairment model applies to financial assets measured at amortised cost, contract assets and lease receivables but not to investments in equity instruments.

Under *IFRS 9*, Expected Credit losses (ECLs) are recognised in either of the following stages:

- 12 Month ECLs: those are ECLs that result from possible default events within the 12 months after the reporting date; and
- Lifetime ECLs: those are ECLs that result from all possible default events over the expected life of the instrument.

The Group has elected to measure the loss allowances for trade receivables and contract assets at an amount equal to lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs subsequent to initial recognition, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and an analysis, based on the Group's historical experience and information, including credit assessment and forward-looking information.

Presentation of impairment

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the asset.

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured at the present value of all cash shortfalls (i.e., the difference between the contractual cash flows due to the entity in accordance with the contract and all the cash flows that the Group expects to receive, discounted at the effective interest rate of the financial asset).

Credit-impaired financial assets

At each reporting date, the Group has assessed whether financial assets within the scope of *IFRS 9* impairment requirements are credit impaired.

Debt instruments not carried at fair value through profit or loss are assessed at each reporting date to determine whether there is objective evidence of credit-impairment. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial assets have occurred.

Accordingly, this accounting policy relates to *note 12: Contract assets / (liabilities)*, *note 13: Trade and other receivables* and *note 16: Cash and bank balances*.

2. MATERIAL ACCOUNTING POLICIES continued

2.16 Financial instruments continued

Financial assets continued

Credit-impaired financial assets continued

Objective evidence that financial assets are credit impaired includes, but is not limited to:

- Significant financial difficulty of the issuer or the borrower;
- A breach of contract, such as default or the counterparty has failed to make a payment when that payment was contractually due;
- the lender of the borrower, for economic or contractual reasons relating to the borrower's financial difficulty, having granted to the borrower a concession that the lender would not otherwise consider;
- it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation;
- the disappearance of an active market for that financial asset because of financial difficulties; or
- the purchase or origination of a financial asset at a deep discount that reflects the incurred credit losses.

Financial liabilities

Initial recognition and measurement

The Group initially recognises financial liabilities when the Group becomes a party to the contractual provisions of the instrument.

Financial liabilities are classified as measured at amortised cost or fair value, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. The Group determines the classification of its financial liabilities at initial recognition. All financial liabilities are recognised initially at fair value and in the case of loans and borrowings and other liabilities, less directly attributable transaction costs. The Group's financial liabilities include trade and other payables, borrowings and other liabilities, bank overdrafts and derivatives that are liabilities.

The Group has not designated any financial liabilities upon initial recognition at fair value through profit or loss, except those financial liabilities that contain embedded derivatives that significantly modify cash flows that would otherwise be required under the contract.

Borrowings and other liabilities

Borrowings are subsequently measured at amortised cost using the effective interest method. Gains or losses are recognised in earnings when the liabilities are derecognised as well as through the amortisation process.

Trade and other payables

Trade and other payables are subsequently measured at amortised cost using the effective interest method.

Bank overdraft

Bank overdrafts are subsequently measured at amortised cost using the effective interest method.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount reported in the statement of financial position if, and only if, there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in earnings.

2.17 Contract assets and liabilities

Contract assets

Contract assets are carried at cost plus margin recognised, less billings and recognised losses at the reporting date in accordance with the revenue recognition policy in *section 2.11 Revenue from contracts with customers.*

Contract receivables and contract retentions are initially recognised at cost plus margin, which approximates fair value, and are subsequently measured at amortised cost. Contract receivables and retentions comprise amounts due in respect of progress billings certified by the client or consultant at the reporting date for which payment has not been received and amounts held as retentions on certified work at the reporting date.

2. MATERIAL ACCOUNTING POLICIES continued

2.17 Contract assets and liabilities continued

Contract assets continued

Contract costs include costs that are attributable directly to the contract and costs that are attributable to contract activity. Costs that relate directly to a specific contract comprise: site labour costs (including site supervision); costs of materials used in construction; depreciation of equipment used on the contract; costs of design, technical assistance, and any other costs which are specifically chargeable to the customer in terms of the contract.

Contract costs incurred that relate to future activity are recognised as an asset to the extent that it is probable it will be recovered. Such costs represent contract assets.

Contract liabilities

Where progress billings exceed the aggregate of costs plus margin less losses, the net amounts are reflected as a liability and is carried at amortised cost.

2.18 Tax

Current taxation

Current taxation comprises the expected taxation payable and receivable on the taxable earnings for the year and any adjustment to taxation payable or receivable in respect of previous years. It is measured using taxation rates that are enacted or substantively enacted at reporting date.

Current taxation for current and prior periods is, to the extent unpaid, recognised as a liability. If the amount already paid in respect of current or prior periods exceeds the amount due for those periods, the excess is recognised as an asset.

Current taxation is charged to earnings except to the extent that it relates to a transaction that is recognised outside earnings or loss. In this case the current taxation items are recognised in correlation to the underlying transaction either in other comprehensive earnings or directly in equity.

Deferred taxation

Deferred taxation is recognised in respect of all temporary differences at the reporting date. Temporary differences are differences between the carrying amounts of assets and liabilities for financial reporting purposes and their taxation base.

Deferred taxation is not recognised for:

- Taxable temporary differences that arise from the initial recognition of goodwill;
- Temporary differences on the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither the accounting profits nor taxable income; and
- Temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled by the Group and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred taxation assets are recognised for all deductible temporary differences, carry forward of unused taxation credits and unused taxation losses, to the extent that it is probable that taxable income will be available against which they can be used in the foreseeable future.

The amount of deferred taxation provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities using taxation rates that are expected to apply to the year when the asset is realised or the liability is settled based on enacted or substantively enacted taxation rates at the reporting date.

Deferred taxation is charged to earnings or loss except to the extent that it relates to a transaction that is recognised outside earnings or loss. In this case the deferred taxation items are recognised in correlation to the underlying transaction either in other comprehensive earnings or directly in equity.

The effect on deferred taxation of any changes in taxation rates is recognised in earnings, except to the extent that it relates to items previously recognised in other comprehensive earnings or credited directly to equity. The carrying amount of deferred taxation assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that the related taxation benefit will be realised. Unrecognised deferred taxation assets are reassessed at each reporting date and are recognised to the extent that it has become probable that the future taxable income will allow the deferred taxation asset to be recovered.

2. MATERIAL ACCOUNTING POLICIES continued

2.18 Tax continued

Deferred taxation

Deferred taxation assets and deferred taxation liabilities are offset, if a legally enforceable right exists to set off current income taxation assets against current taxation liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Withholding tax

A dividend withholding tax is withheld on behalf of the taxation authority on dividend distributions.

Other taxes

Revenues, expenses and assets are recognised net of Value Added Tax except for:

- Where the Value Added Tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case the Value Added Tax is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- Receivables and payables that are stated with the amount of Value Added Tax included.

The net amount of Value Added Tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statement of financial position.

2.19 Leases

Group as a lessee

Determining the lease term

The Group has determined the lease term as the non-cancellable period of the lease, together with periods covered by an option to extend the lease if the lessee is reasonably certain to exercise that option, and the periods covered by an option to terminate the lease if the lessee is reasonably certain not to exercise that option. The lease term includes any rent-free periods provided to the lessee by the lessor.

Short-term leases and leases of low value assets

The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases of property, plant and equipment that have a lease term of 12 months or less and leases of low-value assets. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

Separation of lease components

At inception or on reassessment of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease and non-lease component on the basis of their relative standalone prices. However, for the leases of land and buildings in which it is a lessee, the Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

Right-of-use assets

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentive received.

The right-of-use asset is subsequently depreciated using the deprecation method as detailed in *note 2.4 Property, plant and equipment*.

Lease payments

Lease payments included in the measurement of the lease liability comprise:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Group is reasonably certain to exercise, lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest rate method.

2. MATERIAL ACCOUNTING POLICIES continued

2.19 Leases

Group as a lessee continued

Remeasurement

A lease liability is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee or if the Group changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group presents right-of-use assets that do not meet the definition of investment property in right-of-use assets (refer to note 8: Right-of-use assets) and a lease liability in lease liabilities (refer to note 20: Lease liabilities) in the statement of financial position.

Group as a lessor

When the Group acts as a lessor, it determines at lease commencement whether each lease is a finance or operating lease. As part of the assessment, the Group considers certain indicators such as whether the lease is for a major part of the economic life of the asset.

Leases whereby the Group does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rental is recognised as revenue during the period in which it is earned.

If an arrangement contains lease and non-lease components, the Group applies *IFRS 15* to allocate the consideration in the contract.

The Group recognises lease payments received under operating leases as income on a straight-line basis over the lease term as part of 'other income'.

Sub-leases

When the Group is an intermediate lessor, it accounts for its interests in the head lease and the sub-lease separately. The Group assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Group applies the exemption described above, then it classifies the sub-lease as an operating lease.

2.20 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective assets. All other borrowing costs are expensed in the period they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

2.21 Contingent liabilities

A contingent liability is a possible obligation that arises from past events and its existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group, or a present obligation that arises from past events but is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or the amount of the obligation cannot be measured with sufficient reliability.

Contract performance guarantees issued by the parent company on behalf of the group companies are calculated based on the probability of the guarantee being called.

Depending on the merits, legal disputes can translate into future claims and legal proceedings. When required, a provision is made for all liabilities which are expected to materialise, however if the outcome of claims or legal disputes are possible but not probable or the amount cannot be measured with sufficient reliability, they are not disclosed as a provision.

If the likelihood of an outflow is remote, the possible obligation is neither a provision nor a contingent liability and no disclosure is made.

2. MATERIAL ACCOUNTING POLICIES continued

2.22 Non-current assets Held for Sale and disposal groups

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 having been 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 the next 12 months.

Loans (from) / to Group companies that have been classified as Held for Sale are eliminated on consolidation.

Non-current assets (and disposal groups) classified as Held for Sale are measured at the lower of their previous carrying amount and fair value less costs to sell.

Property, plant and equipment and intangible assets are not depreciated or amortised once classified as Held for Sale.

2.23 Discontinued operations

A discontinued operation is a component of the Group's business, the operations and cash flows of which can be clearly distinguished from the rest of the Group and which:

- Represents a separate major line of business or geographic area of operations;
- Is part of a single coordinated plan to dispose of a separate line of business of geographic area of operations; and
- Is a subsidiary acquired solely with a view to resell.

Classification as a discontinued operation occurs at the earlier of disposal or when the operation meets the criteria to be Held for Sale. When an operation is classified as a discontinued operation, the Statement of Comprehensive Earnings is presented as if the operation had been discontinued from the beginning of the comparative period.

Discontinued operations are excluded from the results of continuing operations and are presented as a single amount as profit or loss after tax from discontinued operations in the Statement of Comprehensive Earnings.

Additional disclosures are provided in Note *35: Discontinued operations.* All other notes to the financial statements include amounts for continuing operations, unless indicated otherwise.

2.24 Investments in Group companies

Investments in Group companies, which consist of subsidiaries, joint ventures and associates in the separate financial statements, are stated at cost less amounts written off where there has been an impairment.

2.25 Changes to the Group accounting policies

Change in presentation currency

On 15 February 2024, Aveng announced that it had changed the presentation currency of its consolidated financial statements from the South African Rand (ZAR) to the Australian Dollar (A$) with effect from the financial year ended 30 June 2024.

In 2018, management embarked on an extensive strategic review to ensure the Group's sustainable future. The review included the identification of businesses and assets that no longer supported the overall long-term strategy.

Management committed to exiting and disposing of the identified businesses and assets. During the 2023 year end, the final business being Trident Steel, was disposed of. The Group now consists of two businesses, McConnell Dowell and Moolmans.

More than 90% of revenue measured on an economic-interest basis (which includes the Group's proportionate share of the revenue of associates and joint ventures) is sourced from outside of South Africa. Coupled with the evolution of the business, the Group's shareholder base now also comprises majority foreign investors to whom financial reporting in SA Rand is of limited relevance.

Internally, the Board also bases its performance evaluation and many investment decisions on A$ financial information. The Board therefore believes that A$ financial reporting provides more relevant presentation of the Group's financial position, financial performance, and its cash flows. A change in presentation currency represents a change in an accounting policy in terms of *IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors* requiring the restatement of comparative information. The comparative information in the audited consolidated annual financial statements has been restated.

In accordance with *IAS 21 The Effects of Changes in Foreign Exchange Rates*, the following methodology was followed in restating historical financial information from South African Rands (ZAR) to Australian dollars (A$):

- Non-A$ assets and liabilities were translated at the relevant closing exchange rate at the end of the reporting period. Non-A$ items of income and expenditure and cash flows were translated at actual transaction date exchange rates.

2. MATERIAL ACCOUNTING POLICIES continued

2.25 Changes to the Group accounting policies continued

- Equity items were converted using the following rates:
  - Profit / (loss) for the year and share based payment reserve – historical average rate for the respective year;
  - Dividends, share issues – closest appropriate historical spot rate for which dividends were declared or shares issued;
  - Share buybacks and transfers between equity components – historical weighted average rate; and
  - Stated capital and other reserves – historic rates prevailing at the dates of underlying transactions.
- The foreign currency translation reserve was reset to A$nil as at 1 July 2003, the date on which the Group adopted IFRS Accounting Standards, in line with *IFRS 1 First-time Adoption of International Financial Reporting Standards*.
- The effects of translating the Group's financial results and financial position into AU dollar were recognised in the foreign currency translation reserve.

Although actual transaction date exchange rates were used to translate previously reported ZAR earnings and cash flows into A$, the Group has provided the average exchange rates of its major functional currencies relative to A$ as an approximation for these rates for reference in the following table. The closing exchange rates of the Group's major trading currencies relative to A$, used when translating the statements of financial position presented in this release into A$, are also detailed in this table.

	30 June 2024		30 June 2023	
	Average rate	Closing rate	Average rate	Closing rate
1 Australian Dollar (A$) =				
South African Rand (ZAR)	**12.2654**	**12.1716**	**12.5513**	**12.3443**

The presentation currency for Aveng Limited Company remains ZAR.

2.26 Impact of adopting the new standards on the statement of financial position

A number of new standards and interpretations are effective from 1 July 2023. Management's assessment determined that the new standards and interpretations will not have a material effect on the Group's financial statements. Refer to *note 4. Standards and interpretations effective and not yet effective.*

3. MATERIAL ACCOUNTING JUDGEMENTS AND ESTIMATES

The preparation of the annual consolidated and separate financial statements requires management to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. 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 estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

3.1 Judgements and estimation assumptions

In the process of applying the Group's accounting policies, the Group has made judgements relating to certain items recognised, which have the most significant effect on the amounts recognised in the consolidated financial statements. The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial period, are described below.

The Group based its assumptions and estimates on parameters available when the consolidated and separate financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

3.1.1 Deferred taxation

Deferred taxation assets are recognised for all unused taxation losses to the extent that it is probable that taxable earnings will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred taxation assets that can be recognised, based upon the likely timing and level of future taxable earnings. If the deferred taxation assets and the deferred taxation liability relate to income taxation in the same jurisdiction, and the law allows net settlement, they have been offset in the statement of financial position.

Refer to *note 11: Deferred taxation* for further detail.

3.1.2 Contract assets / (liabilities)

Positions related to long outstanding contract positions have been judged in conjunction with legal advice and potential timeframes associated with legal action.

Refer to *note 12: Contract assets / (liabilities)* for further detail.

3.1.3 Impairment of property, plant and equipment, intangible assets and goodwill arising on consolidation

The Group assesses the recoverable amount of any goodwill arising on consolidation and indefinite useful life intangible assets annually or when indicators of potential impairment are identified in respect of the cash generating unit (CGU) of the Group.

Impairment exists when the carrying amount of a CGU exceeds its recoverable amount. The key assumptions used to determine the fair value less costs of disposal calculation are based on available data (if applicable) from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs for disposing of the asset. The value-in-use calculation is based on assumptions, included in a discounted cash flow model. The cash flows are derived from future budgets and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the asset's performance of the CGU.
The recoverable amount is most sensitive to the discount rate used for the discounted cash flow model, the expected future cash inflows and the growth rates used for extrapolation and terminal value purposes.

For further information refer to *note 36: Impairments.*

3.1.4 Revenue recognition

In the *Infrastructure and Building* segments, the Group uses the input method in determining the satisfaction of the performance obligation over a period of time in accounting for its construction contracts.

In the *Mining* segment, the Group uses an output method in determining the satisfaction of the performance obligation through a contract that requires direct measurement. The Group's technical experts, engineers and contact managers exercise their judgement in estimating progress based on performance of the contract or milestone achieved.

3. MATERIAL ACCOUNTING JUDGEMENTS AND ESTIMATES continued

3.1 Judgements and estimation assumptions continued

3.1.4 Revenue recognition continued

Judgements made in the application of the accounting policies for contracting revenue and earnings or loss recognition include:

- the determination of the point in the progress toward complete satisfaction of the performance obligation;
- the determination of when it is highly probable that revenue will not be reversed in the future for claims and variations;
- estimation of total contract revenue and total contract costs;
- assessment of the amount the client will pay for contract variations;
- estimation of project production rates and programme through to completion;
- the ability to deliver contracts within the requirements of each contract; and
- an estimate of potential risks and opportunities on each contract.

The construction contracts undertaken by the Group may require it to perform extra or change order work, and this can result in negotiations over the extent to which the work is outside the scope of the original contract or the price for the extra work.

Given the complexity of many of the contracts undertaken by the Group, the knowledge and experience of the Group's project managers, engineers and executive management is used in assessing the status of negotiations with the customer, the reliability with which the estimated recoverable amounts can be measured, the financial risks pertained to individual projects, and the associated judgements end estimates employed. Cost and revenue estimates are reviewed and updated monthly, and more frequently as determined by events or circumstances.

In addition, many contracts specify the completions schedule requirements and allow for liquidated damages to be charged in the event of failure to achieve that schedule; on these contracts, this could result in the Group incurring liquidated damages.

3.1.5 Contingent liabilities

Parent company guarantees issued in the ordinary course of business are at inception accounted for as contingent liabilities in accordance with *IAS 37 Provisions, Contingent Liabilities and Contingent Assets* (*IAS 37*) and disclosed accordingly. Subsequent to the issuance of the guarantee, and a Completion Certificate for the related work, the probability of the related obligation is determined to be remote (and therefore not disclosed in the financial statements unless there are other reasons that make the obligation probability possible).

Where a claim on the guarantee has been made by the respective client, the probability of the obligation is assessed in detail by management.

Where there is a possibility of reimbursement on a parent guarantee, this reimbursive right is required to be disclosed (as a contingent asset) separate to the related obligation, only if virtually certain.

Reimbursements from cross indemnities may not be disclosed in the financial statements unless a claim is made by a client on the corresponding obligation, and the reimbursement is considered probable.

For further information refer to *note 44: Contingent liabilities and assets.*

3.1.6 Loss making and onerous contracts

A provision for onerous contracts is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract, which is determined based on the incremental costs of fulfilling the obligation under the contract and an allocation of other costs directly related to fulfilling the contract. Before a provision is established, the Group recognises any impairment loss on the assets associated with that contract.

3.1.7 Uncertainty over income tax treatments

In determining the taxable profit / (loss), tax bases, unused tax losses and tax rates, management assumes that a taxation authority with the right to examine any amounts reported to it will examine those amounts and will have full knowledge of all relevant information when doing so.

In determining whether tax treatments should be considered independently or on a collective basis, the Group selects the approach that provides better predictions of the resolution of the uncertainty. The Group will reassess the tax treatment if facts and circumstances change.

4. STANDARDS AND INTERPRETATIONS EFFECTIVE AND NOT YET EFFECTIVE

Standards and interpretations effective in the current year

The following accounting standards are applicable for the Group in the current financial year:

IAS 1 and IFRS Practice Statement 2- Disclosure of Accounting Policies **(amendments)**
(Effective 1 January 2023)

In October 2018, the IASB issued amendments to *IAS 1 Presentation of Financial Statements* and *IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors* to align the definition of 'material' across the standards and to clarify certain aspects of the definition. The new definition states that, *'Information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general-purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting Group'.*

The IASB has issued amendments to *IAS 1 Presentation of Financial Statements* and an update to *IFRS Practice Statement 2 Making Materiality Judgements* to help companies provide useful accounting policy disclosures.

The key amendments to *IAS 1* include:

- requiring companies to disclose their material accounting policies rather than their significant accounting policies;
- clarifying that accounting policies related to immaterial transactions, other events or conditions are themselves immaterial and as such need not be disclosed; and
- clarifying that not all accounting policies that relate to material transactions, other events or conditions are themselves material to a company's financial statements.

The IASB also amended *IFRS Practice Statement 2* to include guidance and two additional examples on the application of materiality to accounting policy disclosures.

The amendments are consistent with the refined definition of material.
The Group has applied the amendments in terms of *IAS 1* and *IFRS Practice Statement 2.* The amendments did not have a material impact on the Group.

IFRS 17 Insurance contracts **(new standard and amendments)**
(Effective 1 January 2023)

In May 2017, the IASB issued *IFRS 17 Insurance Contracts* (*IFRS 17*), a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Once effective, *IFRS 17* will replace *IFRS 4 Insurance Contracts* (*IFRS* 4) that was issued in 2005. *IFRS 17* applies to all types of insurance contracts (i.e., life, non-life, direct insurance and re-insurance), regardless of the type of entities that issue them, as well as to certain guarantees and financial instruments with discretionary participation features. A few scope exceptions will apply. The overall objective of *IFRS 17* is to provide an accounting model for insurance contracts that is more useful and consistent for insurers. In contrast to the requirements in *IFRS 4*, which are largely based on grandfathering previous local accounting policies, *IFRS 17* provides a comprehensive model for insurance contracts, covering all relevant accounting aspects.

The core of *IFRS 17* is the general model, supplemented by:

- A specific adaptation for contracts with direct participation features (the variable fee approach)
- A simplified approach (the premium allocation approach) mainly for short-duration contracts

IFRS 17 is effective for reporting periods beginning on or after 1 January 2023, with comparative figures required. Early application is permitted, provided the Group also applies *IFRS 9* and *IFRS 15* on or before the date it first applies *IFRS 17.*

A number of amendments were made to the following aspects of *IFRS 17*:

- Scope of *IFRS 17*
- Measuring the contractual service margin (CSM)
- Transition to *IFRS 17*
- Accounting for direct participating contracts
- Accounting for reinsurance contracts held
- Presentation and disclosure requirements

Management has performed an assessment of the impact of the standard on its consolidated financial statements. The new *IFRS 17* standard did not have a material impact on the Group's consolidated financial statements. Management continues to assess potential changes to *IFRS 17*.

4. STANDARDS AND INTERPRETATIONS EFFECTIVE AND NOT YET EFFECTIVE

Standards and interpretations effective in the current year continued

***IAS 8 Definition of an accounting estimate* (amendments)**

(Effective 1 January 2023)

Clarifications regarding accounting estimates rather than accounting policies in order to reduce the diversity in practice. The amendments introduce a new definition for accounting estimates: clarifying that they are monetary amounts in the financial statements that are subject to measurement uncertainty. The amendments also clarify the relationship between accounting policies and accounting estimates by specifying that a company develops an accounting estimate to achieve the objective set out by an accounting policy.

Developing an accounting estimate includes both:

- selecting a measurement technique (estimation or valuation technique) – e.g., an estimation technique used to measure a loss allowance for expected credit losses when applying *IFRS 9 Financial Instruments*; and
- choosing the inputs to be used when applying the chosen measurement technique – e.g., the expected cash outflows for determining a provision for warranty obligations when applying *IAS 37 Provisions, Contingent Liabilities and Contingent Assets*.

The effects of changes in such inputs or measurement techniques are changes in accounting estimates.

The amendments to *IAS 8* did not have a material impact on the Group.

Deferred Tax Related to Assets and Liabilities Arising from a Single Transaction (Amendments to IAS 12 Income Taxes)

(Effective 1 January 2023)

The amendments narrow the scope of the initial recognition exemption so that it does not apply to transactions that give rise to equal and offsetting temporary differences arising on initial recognition of a lease and a decommissioning provision.

The amendments to *IAS 12* did not have a material impact on the Group.

IAS 12 Income Taxes – International Tax Reform – Pillar Two Model Rules (amendments)

(Effective 23 May 2023)

The IASB has amended *IAS 12* to introduce a temporary mandatory relief from accounting for deferred tax that arises from legislation implementing the GloBE model rules. Under the relief, companies are effectively exempt from providing for and disclosing deferred tax related to top-up tax. However, they need to disclose that they have applied the relief.

The Group has disclosed the fact that they have applied the temporary relief which is effective immediately.

Standards and interpretations not yet effective

The Group has chosen not to early adopt the following standards and interpretations, which have been published and are mandatory for the Group's accounting periods beginning on or after 1 July 2023. All other standards and interpretations that are not disclosed have been assessed and are not applicable to the Group.

IFRS 16 Lease liability in a sale-and-leaseback (amendments)

(Effective 1 January 2024)

The amendments confirm the following:

- On initial recognition, the seller-lessee includes variable lease payments when it measures a lease liability arising from a sale-and-leaseback transaction.
- After initial recognition, the seller-lessee applies the general requirements for subsequent accounting of the lease liability such that it recognises no gain or loss relating to the right of use it retains.

A seller-lessee may adopt different approaches that satisfy the new requirements on subsequent measurement.

The Group has assessed that the following amendment to the standards do not have an impact on the Group currently, it will be reconsidered in future as and when it does become applicable.

4. STANDARDS AND INTERPRETATIONS EFFECTIVE AND NOT YET EFFECTIVE continued

Standards and interpretations not yet effective continued

IAS 1 Non-current liabilities with covenants and classification of liabilities as current or non-current (amendments)

(Effective 1 January 2024)

Non-current liabilities with covenants

After reconsidering certain aspects of the 2020 amendments, the IASB reconfirmed that only covenants with which a company must comply on or before the reporting date affect the classification of a liability as current or non-current.

Covenants with which the company must comply after the reporting date (i.e., future covenants) do not affect a liability's classification at that date. However, when non-current liabilities are subject to future covenants, companies will now need to disclose information to help users understand the risk that those liabilities could become repayable within 12 months after the reporting date.

The amendments also clarify how a company classifies a liability that can be settled in its own shares – e.g., convertible debt.

When a liability includes a counterparty conversion option that involves a transfer of the company's own equity instruments, the conversion option is recognised as either equity or a liability separately from the host liability under IAS 32 Financial Instruments: Presentation. The IASB has now clarified that when a company classifies the host liability as current or non-current, it can ignore only those conversion options that are recognised as equity.

The group has taken note of the updated definition and will consider and apply going forward. At 30 June 2023, the Group no longer has any long-term debt with covenants or any liability with a conversion to equity option.

Classification of liabilities as current or non-current

To promote consistency in application and clarify the requirements on determining if a liability is current or non-current, the IASB has amended *IAS 1*.

Under existing *IAS 1* requirements, companies classify a liability as current when they do not have an *unconditional right* to defer settlement of the liability for at least twelve months after the end of the reporting period. As part of its amendments, the IASB has removed the requirement for a right to be unconditional and instead, now requires that a right to defer settlement must have substance and exist at the end of the reporting period.

The Group is still in the process of determining the impact of the amendments to the accounting standard.

IAS 7 and IFRS 7 Supplier finance arrangements

(effective 1 January 2024)

The amendments introduce two new disclosure objectives – one in *IAS 7* and another in *IFRS 7* – for a company to provide information about its supplier finance arrangements that would enable users (investors) to assess the effects of these arrangements on the company's liabilities and cash flows, and the company's exposure to liquidity risk.

The Group has assessed that the following amendment to the standards do not have an impact on the Group currently, it will be reconsidered in future as and when it does become applicable.

IFRS S1 General Requirements for Disclosure of Sustainability-related Financial Information and IFRS S2 Climate-related Disclosures (New Standards) (*Effective 1 January 2024)*

The ISSB's first two standards are designed to be applied together, supporting companies to identify and report information that investors need for informed decision making – in other words, information that is expected to affect the assessments that investors make about companies' future cash flows.

To achieve this, the general standard provides a framework for companies to report on all relevant sustainability-related topics across the areas of governance, strategy, risk management, and metrics and targets.

This is supported by more detailed guidance on how to report on climate-related risks and opportunities in the climate standard. In the future, additional standards covering other topics are expected.

The Group is still in the process of determining the impact of the new standards on the Group.

4. STANDARDS AND INTERPRETATIONS EFFECTIVE AND NOT YET EFFECTIVE continued

Standards and interpretations not yet effective continued

IAS 21 Lack of Exchangeability – (Amendments)

(Effective 1 January 2025)

Under *IAS 21 The Effects of Changes in Foreign Exchange Rates*, a company uses a spot exchange rate when translating a foreign currency transaction.

However, in rare cases, it is possible that one currency cannot be exchanged into another. This lack of exchangeability might arise when a government imposes controls on capital imports and exports, for example, or when it provides an official exchange rate but limits the volume of foreign currency transactions that can be undertaken at that rate.

Consequently, market participants are unable to buy and sell currency to meet their needs at the official exchange rate and turn instead to unofficial, parallel markets.

In August 2023, the International Accounting Standards Board (IASB) amended *IAS 21* to clarify:

- when a currency is exchangeable into another currency; and
- how a company estimates a spot rate when a currency lacks exchangeability.

The Group has assessed that the following amendment to the standards do not have a material impact on the Group currently. It will be reconsidered in future as and when it does become applicable.

IFRS 7 and IFRS 9 Classification and Measurement of Financial Instruments (Amendments)

(Effective 1 January 2026)

Under *IFRS 9 Financial Instruments*, it was unclear whether the contractual cash flows of some financial assets with ESG-linked features represented sole payments of principal and interest (SPPI), which is a condition for measurement at amortised cost. This could have resulted in financial assets with ESG-linked features being measured at fair value through profit or loss.

Although the new amendments are more permissive, they apply to all contingent features, not just ESG-linked features. While the amendments may allow certain financial assets with contingent features to meet the SPPI criterion, companies may need to perform additional work to prove this. Judgement will be required in determining whether the new test is met.

The amendments introduce an additional SPPI test for financial assets with contingent features that are not related directly to a change in basic lending risks or costs – e.g. where the cash flows change depending on whether the borrower meets an ESG target specified in the loan contract.

Under the amendments, certain financial assets including those with ESG-linked features could now meet the SPPI criterion, provided that their cash flows are not significantly different from an identical financial asset without such a feature.

The amendments also include additional disclosures for all financial assets and financial liabilities that have certain contingent features that are:

- not related directly to a change in basic lending risks or costs; and
- are not measured at fair value through profit or loss.

The amendments clarify the key characteristics of contractually linked instruments (CLIs) and how they differ from financial assets with non-recourse features. The amendments also include factors that a company needs to consider when assessing the cash flows underlying a financial asset with non-recourse features (the 'look through' test).

The amendments require additional disclosures for investments in equity instruments that are measured at fair value with gains or losses presented in other comprehensive income (FVOCI).

The Group is still in the process of determining the impact of the amendment on the Group.

4. STANDARDS AND INTERPRETATIONS EFFECTIVE AND NOT YET EFFECTIVE continued

Standards and interpretations not yet effective continued

IFRS 18 Presentation and Disclosure in Financial Statements (New standard)

(Effective 1 January 2027)

Under current IFRS Accounting Standards, companies use different formats to present their results, making it difficult for investors to compare financial performance across companies.

IFRS 18 promotes a more structured income statement. In particular, it introduces a newly defined 'operating profit' subtotal and a requirement for all income and expenses to be allocated between three new distinct categories based on a company's main business activities.

The Group is still in the process of determining the impact of the new standard on the Group.

***IFRS 10* and *IAS 28* Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (amendments)**

(Optional amendment)

Resolves the conflict regarding how much of the gain on disposal the parent can recognise when control of a subsidiary is lost in a transaction with an associate or a joint venture.

The Group has assessed that the amendment to the standards does not have an impact on the Group.

5. GOING CONCERN AND LIQUIDITY

As detailed in *note 1: Presentation of consolidated and separate financial statements* and *note 48: Events after the reporting period* to the financial statements, in determining the appropriate basis of preparation of the financial statements, the board is required to consider whether the Group and Company can continue in operational existence for the foreseeable future. The financial performance of the Group and Company is dependent on the wider economic environment in which it operates.

In concluding this assessment, the Board has taken the following considerations into account:

Execution of plans

- Return to profitability in the operating performance of the *Infrastructure* segment following the poor operational performance in Southeast Asia in the prior year.
- Continued profitability in the *Building* segment from a breakeven position in prior year. Improved operational performance in *Mining* following the prior year operating loss.
- Moolmans continues to invest in heavy mining equipment, with expansion and replacement capital expenditure of A$35.0 million in the current year. The delivery of this equipment continues to improve production levels.
- Full settlement of the Australian term debt facility of A$23.1 million.
- Completion of the sale of the investment in Imvelo Concession Company Proprietary Limited, which brings the non-core asset disposal plan to completion.
- Updated budget and business plans for post year end up to 30 June 2026 for the Group, incorporating the benefits already realised and expected from actions taken, as well as future benefits from improved liquidity to be achieved.
- Sensitivity testing of key inputs included in the operating and liquidity forecasts to ascertain the effect of non-achievement of one or more key inputs (operational business performance), including any effect on the ongoing compliance with covenant requirements in place with banks and other financing arrangements within the Group.
- The continued monitoring of the South African short-term liquidity forecast management process.
- Subsequent to year end, the Group negotiated and signed a term sheet for a new asset backed debt facility of A$15.5 million. The facility to McConnell Dowell Corporation Limited will include the provision of security over specific assets.

5. GOING CONCERN AND LIQUIDITY continued

The Group reported earnings for the 2024 financial year of A$25.7 million and an operating free cash inflow of A$97.9 million. The Group continues to focus on improving operational performance, reducing overhead and improving working capital efficiencies. To this end, a number of Group initiatives have been concluded or are in progress.

The Group has cash (net of bank overdraft facilities) of A$227.7 million at 30 June 2024 (2023: A$189.7 million), of which A$76.5 million (2023: A$79.4 million) is held in joint arrangements. Unutilised facilities amounted to A$10 million (2023: A$31 million).

Liquidity, solvency and ongoing funding

The Group continues to actively manage the liquidity and cash flow in two distinct liquidity pools, namely the Australian liquidity pool and the South African liquidity pool.

The *Infrastructure* and *Building* segments reported a strong cash balance with sufficient cash and liquidity to support the order book. The term debt of A$23.1 million was fully settled in the current year. The Australia liquidity pool closed with a cash balance of A$232.5 million (2023: A$177.5 million).

The South African Group liquidity pool remains tightly managed. Moolmans continued to finance the purchase of capital expenditure through new asset-backed financing of A$17 million in the year.

Management updated the forecast up to the 2026 financial year end, as well as preparing cash flow forecasts covering a minimum of 12 months from the date of these audited consolidated annual financial statements. These forecasts have been prepared and reviewed by management to ensure that they have been accurately compiled using appropriate assumptions. The budgets, plans and forecasts have, together with the assumptions used, been interrogated, and approved by the Board.

The Group's current assets of A$817.3 million exceeded its current liabilities of A$805.4 million at 30 June 2024.

The Company's current assets of R232 million exceeded its current liabilities of R109 million at 30 June 2024.

The forecasts indicate that the Group will have sufficient cash resources for the foreseeable future. All businesses are expected to perform in line with business plans and are therefore expected to generate sufficient cash to meet their obligations.

The directors have considered all of the above up to the date of approval of these financial statements, including detailed consideration of the current position of all businesses, all business plans and forecasts, including all available information, and are therefore of the opinion that the going concern assumption is appropriate in the preparation of the Group and Company financial statements, and that sufficient liquidity will be available to support the ongoing operations of the Group, and that the realisation of assets and the settlement of liabilities, including contingent liabilities and commitments, will occur in the ordinary course of business. Refer to notes *19: External borrowings and other liabilities* and *48: Events after the reporting period.*

6. SEGMENTAL REPORT

The reportable segments of the Group are components:

- that engage in business activities from which they earn revenues and incur expenses; and
- have operating results that are regularly reviewed by the Group's chief operating decision-makers to make decisions about resources to be allocated to the segments and in the assessment of their performance as required per *IFRS 8 Operating Segments*.

Change in reportable segments

In terms of *IFRS 8 Operating Segments (IFRS 8)* an entity is required to continually monitor its significant judgements and related facts and circumstances to determine whether changes in the identification or aggregation of operating segments and ultimately reportable segments are warranted.

Our commitment to ensuring the success of our three businesses, McConnell Dowell, Built Environs and Moolmans, remains unwavering and in line with the objective of ensuring a sustainable future as an international engineering-led contractor focused on infrastructure, resources, and contract mining in selected markets.

Under the new executive structure, Aveng segmented its existing businesses under three strong operating brands which makes up three distinct segments. The *Infrastructure* segment, which includes McConnell Dowell, operating in three geographical regions – Australia, New Zealand & Pacific Islands and Southeast Asia; the *Building* segment, which includes Built Environs and the *Mining* segment which includes Moolmans.

Management believe the updated Group structure triggers an updated identification of operating segments in terms of *IFRS 8*.

The following reportable segments were presented which were largely organised and managed separately according to the nature of products and services provided:

- *Infrastructure*
- *Building*
- *Mining*
- *Aveng Legacy*
- *Aveng Corporate and eliminations*

The reportable segments are presented per their classification in the disclosure of the segmental statement of comprehensive earnings and segmental statement of financial position in this note.

Prior year reportable segments have been restated to align with the new reportable segments identified in terms of *IFRS 8*.

Details on the reportable segments are as follows:

6.1.1 Infrastructure

This segment comprises McConnell Dowell and operates in three geographical regions - Australia, New Zealand & Pacific Islands, and Southeast Asia.

McConnell Dowell is an engineering-led specialist in multidisciplinary contract work, delivering infrastructure solutions in the resources, energy, marine and water and civil and transport sectors.

6.1.2 Building

This segment comprises Built Environs.

Built Environs in an infrastructure-led specialist with experience in the sport, health and science, defence, education, residential, commercial, retail, industrial and infrastructure sectors.

6.1.3 Mining

This segment comprises Moolmans, a tier-one contract mining business operating in Africa with a primary focus on open cast mining.

6.1.4 Aveng Legacy

This segment comprises the close out of assets and liabilities related to the disposals of a limited number of historical contracts not transferred as part of the Aveng Construction: South Africa disposals (Aveng Legacy) in prior years.

6.1.5 Aveng Corporate and eliminations

This segment comprises Group corporate services in South Africa and Australia (Aveng Corporate), the balance of corporate held investments and properties.

Included in this segment is the elimination entries required as part of the Group Consolidation.

6. SEGMENTAL REPORT continued

	Infrastructure		Building		Mining		Aveng Legacy		Aveng Corporate and eliminations		Total	
	2024 A$'000	2023 A$'000	2024 A$'000	2023 A$'000	2024 A$'000	2023 A$'000	2024 A$'000	2023 A$'000	2024 A$'000	2023 A$'000	2024 A$'000	2023* A$'000
Continuing operations												
Revenue	**2 417 087**	1 970 253	**419 115**	228 678	**268 835**	242 347	**795**	1 591	**(50 476)**	(37 442)	**3 055 356**	2 405 427
Cost of sales	**(2 272 928)**	(1 944 285)	**(399 239)**	(219 756)	**(253 153)**	(233 776)	**(4 949)**	(5 000)	**50 476**	36 229	**(2 879 793)**	(2 366 588)
Gross earnings / (loss)	**144 159**	25 968	**19 876**	8 922	**15 682**	8 571	**(4 154)**	(3 409)	**-**	(1 213)	**175 563**	38 839
Operating earnings / (loss) before capital items	**57 386**	(49 084)	**8 637**	138	**2 012**	(9 577)	**(5 052)**	(4 894)	**(28 505)**	(23 375)	**34 478**	(86 792)
Capital earnings / (expenses)**	**-**	12	**-**	-	**(8 120)**	(1 112)	**42**	43	**773**	1 738	**(7 305)**	681
Finance earnings	**6 041**	3 420	**1 348**	237	**716**	906	**20**	-	**3 454**	2 075	**11 579**	6 638
Finance expenses	**(2 754)**	(1 271)	**(38)**	(43)	**(11 148)**	(3 292)	**(983)**	(172)	**(7 746)**	(12 195)	**(22 669)**	(16 973)
Earnings / (loss) before taxation	**60 673**	(46 923)	**9 947**	332	**(16 540)**	(13 075)	**(5 973)**	(5 023)	**(32 024)**	(31 757)	**16 083**	(96 446)
Taxation	**5 018**	-	**-**	-	**4 591**	4 295	**139**	-	**(91)**	386	**9 657**	4 681
Earnings / (loss) for the year	**65 691**	(46 923)	**9 947**	332	**(11 949)**	(8 780)	**(5 834)**	(5 023)	**(32 115)**	(31 371)	**25 740**	(91 765)
Discontinued operations												
Loss for the year	**-**	-	**-**	-	**-**	-	**-**	-	**(80)**	(12 206)	**(80)**	(12 206)

Other material expenses included in cost of sales

	Infrastructure 2024	Infrastructure 2023	Building 2024	Building 2023	Mining 2024	Mining 2023	Aveng Legacy 2024	Aveng Legacy 2023	Aveng Corporate and eliminations 2024	Aveng Corporate and eliminations 2023	Total 2024	Total 2023*
Sub-contractors	**1 080 395**	876 420	**354 210**	170 354	**-**	16	**1 450**	843	**(50 476)**	(38 208)	**1 385 579**	1 009 425
Employee costs	**416 238**	334 551	**23 975**	13 819	**66 971**	66 261	**517**	562	**-**	-	**507 701**	415 193
Materials	**384 430**	342 818	**13 427**	26 913	**9 338**	6 384	**4**	1 781	**-**	-	**407 199**	377 896
Plant costs	**231 075**	202 637	**-**	-	**5 318**	6 778	**-**	-	**-**	-	**236 393**	209 415
Project costs	**109 812**	151 973	**7 295**	9 685	**-**	-	**-**	-	**-**	-	**117 107**	161 658

* *Prior year information has been restated in order to align with the new reportable segments identified in terms of IFRS 8.*

** *Included in capital expenses is A$7.8 million relating to the impairment of equipment in the mining segment. Refer to note 36: Impairments for further detail.*

6. SEGMENTAL REPORT continued

	Note	Infrastructure 2024 A$'000	Infrastructure 2023 A$'000	Building 2024 A$'000	Building 2023 A$'000	Mining 2024 A$'000	Mining 2023 A$'000	Aveng Legacy 2024 A$'000	Aveng Legacy 2023 A$'000	Aveng Corporate and eliminations 2024 A$'000	Aveng Corporate and eliminations 2023 A$'000	Total 2024 A$'000	Total 2023* A$'000
Continuing and discontinued operations													
Earnings / (loss) before interest, taxation, depreciation and amortisation (EBITDA)													
Operating earnings / (loss) before capital items		**57 386**	(49 084)	**8 637**	138	**2 012**	(9 577)	**(5 052)**	(4 894)	**(28 505)**	(6 187)	**34 478**	(69 604)
Depreciation		**26 621**	24 898	**525**	1 095	**42 591**	35 394	**-**	-	**159**	3 136	**69 896**	64 523
Amortisation		**-**	-	**-**	-	**-**	-	**-**	-	**-**	43	**-**	43
EBITDA		**84 007**	(24 186)	**9 162**	1 233	**44 603**	25 817	**(5 052)**	(4 894)	**(28 346)**	(3 008)	**104 374**	(5 038)
Normalised earnings for the year	6.2	**60 673**	(46 935)	**9 947**	332	**(11 624)**	(9 892)	**(5 094)**	(5 066)	**(28 643)**	(21 091)	**25 259**	(82 652)
Total assets		**891 080**	668 900	**40 640**	46 094	**278 588**	286 056	**6 260**	3 426	**46 103**	84 252	**1 262 671**	1 088 728
Total liabilities		**673 175**	522 754	**84 680**	61 577	**126 656**	131 554	**9 506**	13 068	**86 696**	108 439	**980 713**	837 392
Capital expenditure		**26 734**	18 976	**-**	-	**34 982**	88 245	**-**	-	**41**	4 579	**61 757**	111 800

* *Prior year information has been restated in order to align with the new reportable segments identified in terms of IFRS 8.*

6. SEGMENTAL REPORT continued

The Group operates in four principal geographical areas:

	South Africa A$'000	Australia A$'000	New Zealand and Pacific Islands A$'000	Southeast Asia A$'000	Other regions A$'000	Total A$'000
2024						
Revenue	**269 632**	**2 216 345**	**425 561**	**143 818**	**-**	**3 055 356**
Operating earnings / (loss)	**(15 990)**	**29 681**	**24 770**	**(4 215)**	**236**	**34 482**
Capital expenditure	**35 023**	**16 091**	**8 343**	**2 300**	**-**	**61 757**
Segment assets	**293 271**	**738 472**	**134 301**	**95 380**	**1 246**	**1 262 671**
2023						
Revenue	585 258	1 730 840	315 958	114 692	2 279	2 749 027
Continuing operations	243 937	1 730 840	315 958	114 692	-	2 405 427
Discontinued operations	341 321	-	-	-	2 279	343 600
Operating earnings / (loss)	(3 145)	1 780	18 094	(85 742)	(591)	(69 604)
Continuing operations	(20 333)	1 780	18 094	(85 742)*	(591)	(86 792)
Discontinued operations	17 188	-	-	-	-	17 188
Capital expenditure	92 824	6 955	8 736	3 285	-	111 800
Continuing operations	88 409	6 955	8 736	3 285	-	107 385
Discontinued operations	4 415	-	-	-	-	4 415
Segment assets	343 831	524 957	127 039	92 306	595	1 088 728

* *Includes the impact of the losses on the Batangas LNG project of A$104 million.*

6.2 Normalised performance measures

The term *normalised* refers to performance measures (earnings for the year and earnings per share) excluding the effects of specific non-recurring items relating to the capital restructure of the Group, *IFRS 5* adjustments and adjustments in respect of non-core assets. Impairment of plant and equipment, although non-recurring, is included in normalised earnings as management considers this important to the underlying sustainable performance of the Group. Non-recurring items are either income or expenses which do not occur regularly as part of the normal activities of the company. They are presented separately because they are important for the understanding of the underlying sustainable performance of the company due to their size or nature.

Normalised measures are additional measures used by management and should not replace the measures determined in accordance with IFRS Accounting Standards as an indicator of the Group's performance, but rather should be used in conjunction with the most directly comparable IFRS Accounting Standards measures.

6. SEGMENTAL REPORT continued

6.2 Normalised performance measures continued

Management is responsible for managing performance, underlying risks and the effectiveness of operations. Internally, management uses these normalised performances as measures of segment performance and to make decisions regarding the allocation of resources.

Detailed reconciliation of earnings for the year under IFRS Accounting Standards to normalised results are provided below:

	2024 A$'000	2023 A$'000
Earnings for the year	**25 660**	(103 971)
Continuing operations	**25 740**	(91 765)
Discontinued operations	**(80)**	(12 206)
Non-recurring items		
Impairment loss on equity-accounted investments	**-**	263
Impairment loss of loan with joint venture	**161**	-
Reversal of impairment loss on right-of-use assets	**(985)**	(1 981)
Loss / (gain) on disposal of Held for Sale	**86**	(13 331)
Loss on disposal of property, plant and equipment	**343**	607
Exchange differences on translating foreign operations reclassified to earnings or loss on derecognition	**(6)**	35 761
Normalised earnings / (loss) for the year[1]	**25 259**	(82 652)
Normalised earnings / (loss) per share - basic (cents)[2]	**19.7**	(65.5)
Normalised earnings / (loss) per share - diluted (cents)[3]	**19.2**	(65.5)

1. *Normalised earnings / (loss) for the year adjusts the earnings for the year for the impact of non-recurring items such as impairment losses, reversal of impairment losses, fair value adjustments of disposal groups classified as Held for Sale and gains or losses recognised on the sale of Held for Sale CGUs and exchange differences on translating foreign operations reclassified to earnings or loss on derecognition. The adjustments for non-recurring items are not expected to re-occur on a continuing basis.*
2. *Normalised earnings / (loss) per share - basic is calculated by dividing the normalised earnings / (loss) for the year by the weighted average number of shares. Refer to note 37: Earnings and Headline Earnings for the determination of the weighted average number of shares.*
3. *Normalised earnings / (loss) per share - diluted is calculated by dividing the normalised earnings / (loss) for the year by the diluted weighted average number of shares. Refer to note 37: Earnings and Headline Earnings for the determination of diluted weighted average number of shares.*

7. PROPERTY, PLANT AND EQUIPMENT

Reconciliation of property, plant and equipment

	Land and buildings A$'000	Equipment and vehicles A$'000	Total A$'000
2024			
Cost			
Opening balance	**6 192**	**437 488**	**443 680**
Additions	**-**	**61 757**	**61 757**
Disposals	**(13)**	**(53 269)**	**(53 282)**
Foreign exchange movements	**(110)**	**6 084**	**5 974**
	6 069	**452 060**	**458 129**
Accumulated depreciation and impairment			
Opening balance	**(1 162)**	**(205 962)**	**(207 124)**
Current year depreciation*	**(4)**	**(45 900)**	**(45 904)**
Disposals	**13**	**38 730**	**38 743**
Impairment	**-**	**(7 786)**	**(7 786)**
Foreign exchange movements	**9**	**(379)**	**(370)**
	(1 144)	**(221 297)**	**(222 441)**
	4 925	**230 763**	**235 688**
2023			
Cost			
Opening balance	7 069	459 497	466 566
Additions	-	111 800	111 800
Disposals	(266)	(45 539)	(45 805)
Classified as Held for Sale - transferred out	-	(80 799)	(80 799)
Foreign exchange movements	(611)	(7 471)	(8 082)
	6 192	437 488	443 680
Accumulated depreciation and impairment			
Opening balance	(1 981)	(244 801)	(246 782)
Current year depreciation*	(9)	(46 776)	(46 785)
Disposals	210	31 767	31 977
Classified as held for Sale - transferred out	-	63 702	63 702
Foreign exchange movements	618	(9 854)	(9 236)
	(1 162)	(205 962)	(207 124)
	5 030	231 526	236 556

** Depreciation included in cost of sales amounted to A$44.9 million (2023: A$46.7 million) and depreciation included in operating expenses amounted to A$0.9million (2023: A$0.7million). Refer to note 28: Cost of sales and note 30: Operating expenses. An amount of A$0.9 million is included in the discontinued operations cost of sales and operating expenses for the period to 31 December 2022, before Trident Steel was classified as Held for Sale.*

The Group reviews the estimated useful lives of property, plant and equipment at the end of each reporting period.
A register containing the information required by Regulation 25(3) of the Companies Regulations, 2011 is available for inspection at the registered offices of the operating entities within the Group.

Pledged as security

The Group has pledged certain plant and machinery as security for certain interest-bearing borrowings (refer to *note 19: Borrowings and other liabilities*).

8. RIGHT-OF-USE ASSETS

Reconciliation of right-of-use assets

	Land and buildings A$'000	Equipment and vehicles A$'000	Total A$'000
2024			
Cost			
Opening balance	**48 927**	**16 439**	**65 366**
Additions	**17 218**	**25 252**	**42 470**
Derecognitions**	**(5 812)**	**(4 686)**	**(10 498)**
Foreign exchange movements	**337**	**524**	**861**
	60 670	**37 529**	**98 199**
Accumulated depreciation and impairment			
Opening balance	**(21 432)**	**(4 988)**	**(26 420)**
Current year depreciation*	**(12 783)**	**(11 210)**	**(23 993)**
Reversal of impairment previously recognised	**964**	**-**	**964**
Derecognitions**	**5 493**	**4 647**	**10 140**
Foreign exchange movements	**46**	**(402)**	**(356)**
	(27 712)	**(11 953)**	**(39 665)**
	32 958	**25 576**	**58 534**
2023			
Cost			
Opening balance	91 881	11 201	103 082
Additions	20 246	14 352	34 598
Disposals	(1 990)	(5 821)	(7 811)
Classified as Held for Sale - transferred out	(48 780)	-	(48 780)
Foreign exchange movements	(12 430)	(3 293)	(15 723)
	48 927	16 439	65 366
Accumulated depreciation and impairment			
Opening balance	(45 400)	(3 914)	(49 314)
Current year depreciation*	(6 124)	(11 614)	(17 738)
Reversal of impairment previously recognised	1 980	-	1 980
Derecognitions**	40	3 831	3 871
Classified as held for Sale - transferred out	20 906	-	20 906
Foreign exchange movements	7 166	6 709	13 875
	(21 432)	(4 988)	(26 420)
	27 495	11 451	38 946

* *Depreciation included in cost of sales amounted to A$19.8 million (2023: A$10.9 million) and depreciation included in operating expenses amounted to A$4.1 million (2023: A$4.5 million). Refer to note 28: Cost of sales and note 30: Operating expenses. An amount of A$2.3 million is included in the discontinued operations cost of sales and operating expenses for the period to 31 December 2022, before Trident Steel was classified as Held for Sale.*

** *Lease arrangements expired in the year and right-of-use assets returned to the vendor.*

9. GOODWILL ARISING ON CONSOLIDATION

	2024 A$'000	2023 A$'000
Cost		
Opening balance	**89 401**	89 401
	89 401	89 401
Accumulated impairment		
Opening balance	**(81 472)**	(81 472)
	(81 472)	(81 472)
Carrying amount	**7 929**	7 929

10. INFRASTRUCTURE INVESTMENTS

	2024 A$'000	2023 A$'000
South African infrastructure investments		
Opening balance	**11 319**	12 600
Foreign currency translation	**339**	(1 281)
	11 658	11 319
Reconciliation of investments		
Dimopoint Proprietary Limited (Dimopoint)	**11 658**	11 319
	11 658	11 319

11. DEFERRED TAXATION

	2024 A$'000	2023 A$'000
Reconciliation of deferred taxation asset		
At the beginning of the year	**80 164**	65 494
Recognised in earnings or loss - current year	**25 100**	14 825
Recognised in earnings or loss - adjustment for prior year	**(108)**	-
Foreign currency translation movement and other	**118**	(75)
Reallocation from deferred taxation liability	**-**	(80)
	105 274	80 164
Reconciliation of deferred taxation liability		
At the beginning of the year	**(17 390)**	(10 738)
Recognised in earnings or loss - current year	**(6 572)**	(7 048)
Recognised in earnings or loss - adjustment for prior year	**175**	270
Reallocation to deferred taxation asset	**-**	80
Foreign currency translation movement and other	**(47)**	46
	(23 834)	(17 390)
Deferred taxation asset balance at year-end comprises		
Accelerated capital allowances	**1 472**	1 753
Provisions	**17 640**	14 979
Contracts	**6 037**	5 179
Other	**13 724**	8 856
Assessed losses carried forward	**66 401**	49 397
	105 274	80 164
Deferred taxation liability balance at year-end comprises		
Accelerated capital allowances	**(4 779)**	(1 434)
Provisions	**269**	-
Contracts	**(104)**	(1 036)
Other	**(19 220)**	(14 920)
	(23 834)	(17 390)

The Group results include a number of legal statutory entities within a number of taxation jurisdictions.
As at June 2024 the Group had unused taxation losses of A$960 million (2023: A$907 million) available for offset against future profits. A deferred taxation asset has been recognised in respect of A$227 million (2023: A$180 million) of such losses. No deferred taxation asset has been recognised in respect of the remaining A$733 million (2023: A$727 million) due to the uncertainty of future taxable profits in the related legal entities.

The Group has applied the exception to recognising and disclosing information about deferred tax assets and liabilities related to Pillar Two income taxes.

In December 2021, the Organisation for Economic Co-operation and Development (OECD) released a draft legislative framework for a global minimum tax that is expected to be used by individual jurisdictions. The framework aims to reduce profit shifting from one jurisdiction to another, in order to reduce global tax obligations in corporate structures. In March 2022, the OECD released detailed technical guidance on Pillar Two of the rules and in February 2023 further administrative guidance. Although both Australia and South African governments have announced that it would adopt Pillar Two rules that will effectively apply for years of assessment commencing on or after 1 January 2024, i.e. the Group's financial year ended 30 June 2025, the legislation has not substantially been enacted. The Group is in the process of performing an analysis of the impact of the Global Pillar Two model.

Unused tax losses

The Group performed a five-year forecast for the financial years 2025 to 2029, which is the key evidence that supports the recognition of deferred taxation assets. The forecast specifically focused on Aveng Australia Holdings consolidated group.

12. CONTRACT ASSETS / (LIABILITIES)

	2024 A$'000	2023 A$'000
Uncertified claims and variations (underclaims)[1]	**188 819**	155 757
Contract contingencies	**(28 245)**	(12 758)
Progress billings received (including overclaims and early customer receipts)[2/5]	**(214 957)**	(172 475)
Uncertified claims and variations less progress billings received	**(54 383)**	(29 476)
Contract receivables[3]	**360 361**	269 385
Provision for expected credit loss	**(1 759)**	(191)
Retention receivables[4]	**11 357**	10 214
Net contract assets	**315 576**	249 932
Disclosed on the statement of financial position as follows:		
Uncertified claims and variations[1]	**188 819**	155 757
Contract contingencies	**(28 245)**	(12 758)
Contract receivables	**360 361**	269 385
Retention receivables	**11 357**	10 214
Provision for expected credit losses	**(1 759)**	(191)
Contract assets	**530 533**	422 407
Progress billings received (including overclaims and early customer receipts)[2/5]	**(214 957)**	(172 475)
Contract liabilities	**(214 957)**	(172 475)
Net contract assets	**315 576**	249 932

1 Includes revenue not yet certified – recognised over time / measurement and agreed variations, less provisions and deferred contract costs.
2 Progress billings are amounts billed for work performed above revenue recognised.
3 Amounts invoiced still due from customers.
4 Retentions are amounts invoiced but not paid until the conditions specified in the contract are fulfilled or until defects have been rectified.
5 Early customer receipts are amounts received from the customer before the related work is performed. These conditions are anticipated to be fulfilled within the following 12 months.

Expected credit losses

Contract assets

As at 30 June 2024, the Group has contract assets of A$309 million (2023: A$250 million) which is net of the provision for expected credit loss of A$2 million (2023: Less than A$1 million).

Trade and other receivables

As at 30 June 2024, the Group has financial assets of A$25 million (2023: A$30 million). The provision for expected credit loss relating to financial assets is less than A$1 million (2023: Less than A$1 million).

Credit terms

Contract assets comprise amounts owing to the Group in the normal course of business. Terms vary in accordance with contracts of supply and service and across business units but are generally on 30-to-60-day terms from date of invoice. Indebtedness is generally interest free while within the terms of the original contract. No customers had sales larger than 10% of total revenue.

Progress billings received (including overclaims and early customer receipts)

Significant changes in the contract liabilities balances during the year are as follows:

	2024 A$'000	2023 A$'000
Revenue recognised that was included in the progress billings received (including overclaims and early customer receipts) at the beginning of the year	**77 746**	68 514
Increases due to cash received, excluding amounts recognised as revenue during the year	**(120 228)**	(92 488)

13. TRADE AND OTHER RECEIVABLES

	2024 A$'000	2023 A$'000
Financial assets		
Trade receivables	**9**	-
Sundry receivables	**24 335**	29 969
Provision for expected credit losses	**(156)**	(153)
Non-financial assets		
Prepayments	**6 310**	4 257
	30 498	34 073

The carrying amount of trade and other receivables approximates its fair value due to its short-term maturity.

Credit terms

Trade and other receivables comprise amounts owing to the Group in the normal course of business. Terms vary in accordance with contracts of supply and service and across business units but are generally on 30-to-60-day terms from date of invoice. Indebtedness is generally interest free while within the terms of the original contract. No customers had sales larger than 10% of total revenue.

Refer to *note 46: Risk management* for further details regarding the credit risk exposure.

Expected credit losses on Trade and other receivables

Refer to note *12: Contract assets / (liabilities) - Expected Credit Losses* for additional information.

14. INVENTORIES

	2024 A$'000	2023 A$'000
Consumables	**20 988**	21 411
Allowance for obsolete inventory	**(449)**	(536)
	20 539	20 875
Reconciliation of movement in allowance for obsolete inventory		
Opening balance	**536**	1 154
Allowance created	**8 568**	319
Allowance released	**(8 672)**	(797)
Foreign exchange movements	**17**	(140)
	449	536
Inventories utilised in cost of sales during the year	**362 050**	299 108

There is no inventory included in the *Infrastructure, Building and Mining segments* that has been written off in the current year.

15. LEASE RECEIVABLES

The Group is an intermediate lessor in incidental situations. It subleased to external parties its lease to right-of-use land and buildings (head lease) relating to businesses that were sold. The sub-leases of right-of-use land and buildings are classified as a finance lease. The sublease payments are fixed and approximate the payments under the head lease.

Finance sublease receivable (net investment in a finance lease) amounts to A$32 million (2023: A$38 million) as at 30 June 2024. The interest income recognised in the current year is A$4 million (2023: A$1 million).

There were no expected credit losses on lease receivables in the current or prior year.

Maturity profile of lease receivables

The maturity profile of the lease receivable is summarised below. These profiles represent the undiscounted cash flows that are expected to occur in the future.

	2024 A$'000	2023 A$'000
Future minimum lease payments in relation to non-cancellable finance receivable as follows:		
- year one	**11 037**	10 198
- year two	**11 920**	10 995
- year three	**12 873**	11 871
- year four	**2 172**	12 827
- year five	**-**	2 071
Less: future finance income	**(6 005)**	(9 590)
Present value of minimum lease	**31 997**	38 372
Non-current assets	**23 950**	31 913
Current assets	**8 047**	6 459

16. CASH AND BANK BALANCES

	2024 A$'000	2023 A$'000
Cash and bank balances	**227 678**	189 667
Cash and bank balances at the end of the year include the following cash and balances that are restricted from immediate use by the general Group, and is available for use by the respective joint operations:		
Group share of cash held by joint operations	**76 474**	79 354

Finance earnings

Cash at banks earn finance earnings at floating rates based on daily bank deposit rates.

Notional bank overdrafts

The notional bank overdraft arises as a result of the pooling of cash approach adopted at a South African Group liquidity Level. In terms of this approach, entities within the South African liquidity group may have positive bank balances or notional overdrafts. At a South African Group liquidity level, a positive cash balance is noted. Refer to *note 46: Risk management* for further disclosure on the Group's exposure to credit risk.

Expected credit losses

The expected credit loss provision for cash and bank balances is immaterial.

17. ASSETS AND LIABILITIES CLASSIFIED AS HELD FOR SALE

Sales finalised in the current year

Construction and Engineering: South Africa

Infrastructure assets and equity-accounted investments

The disposal of the investment in Imvelo Concession Company Proprietary Limited was completed in the current year for A$4.4 million (R55 million). The disposal does not require separate disclosure in terms of the JSE Listings Requirements.

18. STATED CAPITAL

	2024 A$'000	2023 A$'000
Authorised		
Ordinary shares		
Number of shares - no par value	**361 764 068**	361 764 068
Value (A$'000)	**898 635**	898 635
Class A shares		
Number of shares - no par value	**1 000 000 000**	1000 000 000
Value (A$'000)	**466 853**	466 853
Issued		
Ordinary shares		
Number of shares - no par value	**127 135 041**	127 135 041
Value (A$'000)	**543 395**	541 130
Class A shares		
Number of shares - no par value**	**4 155 979**	4 155 979
Value (A$'000)	**3 535**	3 535
Stated capital (A$)	**546 930**	544 665
Treasury shares		
Shares held by the Aveng Limited Share Purchase Trust		
- Number of shares	**12 037**	12 037
- Market value (A$'000)	**7**	9
Shares held by the Aveng Management Company Proprietary Limited		
- Number of shares	**1 577**	1 577
- Market value (A$'000)	*****	*
Shares held in terms of equity-settled share-based payment plan		
- Number of shares	**2 897 646**	5 343 186
- Market value (A$'000)	**1 652**	5 179
Reconciliation of number of shares issued	**Number of shares**	Number of shares
Opening balance	**131 291 020**	129 483 343
Share consolidation	**-**	-
Share issue - Equity-settled share-based payment plan	**-**	1 807 677
Closing balance	**131 291 020**	131 291 020
Less: treasury shares	**(2 911 260)**	(5 356 800)
Number of shares in issue excluding treasury shares	**128 379 760**	125 934 220

* *Amounts less than A$1000.*

** *Aveng Class A Shares rank pari passu with Aveng Ordinary Shares (save for voting rights).*

18. STATED CAPITAL continued

	Number of shares	Holding
The top ten beneficial holders (including Class A shares) of the Group as At 30 June 2024 are entities (or clients of these entities in aggregate) listed below:		
Highbridge Capital Management LLC (US)	**20 389 458**	**15.5%**
Whitebox Advisors LLC (US)	**17 218 311**	**13.1%**
Absa Bank Ltd (ZA)	**9 214 024**	**7.0%**
Steyn Capital Ltd (ZA)	**7 262 482**	**5.5%**
Ninety One (ZA)	**5 651 730**	**4.3%**
ATM Holding GmbH (DE)	**2 733 403**	**2.1%**
Biccard, John (ZA)**	**2 531 452**	**1.9%**
Macartney, Adrian Henry (ZA)***	**1 612 843**	**1.2%**
Flanagan, Sean Joseph (ZA)***	**1 610 655**	**1.2%**
Perspective Investment Management (Pty) Ltd (ZA)**	**1 373 965**	**1.1%**
	69 598 323	**52.9%**

	Number of shares	Holding
The top ten beneficial holders (including Class A shares) of the Group as At 30 June 2023 are entities (or clients of these entities in aggregate) listed below:		
Highbridge Capital Management LLC (US)	20 389 458	15.5%
Whitebox Advisors LLC (US)	17 218 311	13.1%
Absa Bank Ltd (ZA)	9 214 115	7.0%
Steyn Capital Ltd (ZA)	7 658 307	5.8%
Standard Bank Issuer Services Settle Acc (ZA)*	5 956 307	4.5%
Ninety One (ZA)	5 651 730	4.3%
ATM Holding GmbH (DE)	2 730 862	2.1%
Macartney, Adrian Henry (ZA)	1 259 743	1.0%
Flanagan, Sean Joseph (ZA)	1 257 555	1.0%
Firstrand Retirement Fund (ZA)*	1 122 146	0.9%
	72 458 534	55.2%

* *Shareholder no longer in the top 10.*
** *Shareholder was not in the top 10 in prior year.*
*** *Director of Aveng Limited.*

18. STATED CAPITAL continued

Public and non-public shareholding (including Class A shares) as at 30 June 2024:

	Number of holders	% of total shareholders	Number of shares	% of issued capital
Non-public shareholders	12	0.04%	7 470 433	5.7%
Directors and prescribed officers	8	0.03%	5 166 065	3.9%
Aveng Limited Share Purchase Trust	1	<0.01%	12 037	<0.1%
Aveng Management Company Proprietary Limited	1	<0.01%	1 577	<0.1%
Aveng equity-settled share-based payment plans	1	<0.01%	2 273 585	1.7%
Community Investment Trust	1	<0.01%	17 173	<0.1%
Public shareholders	30 711	99.96%	123 820 587	94.3%
Total	**30 723**	**100%**	**131 291 020**	**100%**

Public and non-public shareholding (including Class A shares) as at 30 June 2023

Non-public shareholders	12	0.03%	9 138 163	7.0%
Directors and prescribed officers	8	0.02%	3 764 255	2.9%
Aveng Limited Share Purchase Trust	1	<0.01%	12 037	<0.1%
Aveng Management Company Proprietary Limited	1	<0.01%	1 577	<0.1%
Aveng equity-settled share-based payment plans	1	<0.01%	5 343 121	4.1%
Community Investment Trust	1	<0.01%	17 173	<0.1%
Public shareholders	34 511	99.97%	122 152 857	93.0%
Total	**34 523**	**100%**	**131 291 020**	**100%**

19. EXTERNAL BORROWINGS AND OTHER LIABILITIES

	2024 A$'000	2023 A$'000
Borrowings held at amortised cost comprise:		
Credit and term facilities	-	25 017
- within one year	-	25 017
- between two and five years	-	-
Asset-backed financing arrangements	54 026	56 252
- within one year	19 090	16 091
- between two and five years	34 936	40 161
Total borrowings held at amortised cost	54 026	81 269
Interest rate structure		
Fixed and variable (interest rates)		
Fixed - short-term	21	2 071
Variable - long-term	34 936	40 161
Variable - short-term	19 069	39 037
	54 026	81 269

Description	Terms	Rate of interest	2024 A$'000	2023 A$'000
Credit and term facilities				
Short-term financing (A$)	Settled March 2024	Fixed interest rate of 7,7%	-	1 912
Short-term debt facility	Settled June 2024	Variable interest rate at BBSY + 4%	-	23 105
Asset-backed financing arrangements				
Facilities denominated in A$	Monthly instalment ending February 2025	Fixed range of 2.99% to 6.41%	21	159
Hire purchase agreement (USD)	Monthly instalments ending February 2027	South African Prime + 1,75%	38 211	45 177
Facilities denominated in USD	Up to 24 months	South African Prime + 1,75%	7 669	-
Hire purchase agreement (ZAR)	Monthly instalments ending March 2027	South African Prime	8 125	10 916
Total interest-bearing borrowings			54 026	81 269

* *Amount less than R1 million.*

Unutilised borrowing facilities

At 30 June 2024, the Group had available A$10 million (includes bank overdraft facilities of A$10 million) (2023: A$31 million (includes bank overdraft facilities of A$16 million)) of unutilised borrowing facilities.

19. BORROWINGS AND OTHER LIABILITIES continued

19.1 Borrowings held at amortised cost continued

Asset-backed financing arrangements

Infrastructure and Building

There were no asset-backed finance facilities in the current year (2023: A$0.2 million).

Mining

The business entered into asset-backed finance arrangements to fund the acquisition of various items of plant and machinery.

The total asset-backed finance facilities amounted to A$54 million. The amount outstanding on these facilities as at year end was A$54 million. These asset-backed arrangements were secured by plant and equipment with a net carrying amount of A$68 million.

The following is summarised financial information of the Group's asset-backed financing arrangements:

	2024 A$'000	2023 A$'000
Asset-backed financing arrangements are payable as follows:		
Minimum payments due		
- within one year	**25 114**	22 308
- in two to five years	**39 509**	48 524
Less: future finance charges	**(10 597)**	(14 580)
Present value of minimum payments	**54 026**	56 252

20. LEASE LIABILITIES

	2024 A$'000	2023 A$'000
Opening balance	**91 992**	92 191
New leases	**42 470**	34 951
Lease instalments	**(41 842)**	(30 872)
Interest on lease liabilities	**10 044**	8 101
Derecognitions	**(1 101)**	(5 190)
Unrealised foreign exchange movements	**1 941**	(7 189)
Closing balance	**103 504**	91 992
Maturity analysis		
Lease liabilities are payable as follows:		
Minimum lease payments due		
- within one year	**37 430**	29 664
- in two to five years	**77 902**	76 481
Less: future finance charges	**(11 828)**	(14 153)
Present value of minimum lease payments	**103 504**	91 992
Non-current lease liabilities	**72 027**	68 106
Current lease liabilities	**31 477**	23 886

The total cash outflow related to leases for the year amounts to A$70 million (2023: A$44 million). Refer to *note 28: Cost of Sales* and *note 30: Other expenses for* the expense recognised for short-term and low-value leases.

21. TRADE AND OTHER PAYABLES

	2024 A$'000	2023 A$'000
Trade payables	**108 428**	73 404
Subcontractors	**30 225**	22 253
Accrued expenses	**328 798**	280 007
Income received in advance	**75**	75
	467 526	375 739

Trade and other payables comprise amounts owing to suppliers for goods and services supplied in the normal course of business.

The carrying amounts of trade and other payables approximate their fair values due to its short-term maturity.

22. PROVISIONS

	Contract provisions A$'000	Right-of-use contract A$'000	Other provisions A$'000	Total A$'000
Carrying amount at 30 June 2023	**29 372**	**5 914**	**5 046**	**40 332**
Recognised	**5 316**	**2 116**	**1 891**	**9 323**
Utilised	**(6 074)**	**-**	**(2 047)**	**(8 121)**
Unutilised amounts reversed	**(2 429)**	**(1 114)**	**(1 482)**	**(5 025)**
Foreign exchange movements	**792**	**(395)**	**364**	**761**
Carrying amount at 30 June 2024	**26 977**	**6 521**	**3 772**	**37 270**

	2024 A$'000	2023 A$'000
Non-current liabilities	**4 273**	6 831
Current liabilities	**32 997**	33 501
	37 270	40 332

Contract provisions

Represent estimated amounts arising from obligations to third parties at the reporting date. The provisions are expected to be utilised as and when the claims are finalised and settled within a period of 12 months.

Right-of-use contract provisions

Represent estimated obligations to maintain leased assets in terms of the lease contracts.

Other provisions

Comprise of various estimated claims or legal matters which are expected to result in obligations for the Group.

23. EMPLOYEE-RELATED PAYABLES

Employee entitlements

Employee entitlements are obligations raised for the various employee incentive plans in place throughout the Group. Included in employee entitlements are short and medium-term incentive plan obligations, along with statutorily determined retrenchment commitments.

Leave pay benefits

Leave pay benefits are amounts due to employees for accumulated leave balances, the timing of which is uncertain at year end. The discounting element of these obligations was realised through earnings or loss in the current year.
The total employee related payables are disclosed as follows:

	2024 A$'000	2023 A$'000
Non-current employee related payables	**40 268**	35 582
Current employee related payables	**33 607**	22 613
Total employee-related payables	**73 875**	58 195

	Opening balance A$'000	**Recognised in earnings or loss A$'000**	**Utilised A$'000**	**Currency adjustment A$'000**	**Classified as Held for Sale - transferred out A$'000**	**Total A$'000**
2024						
Employee entitlements	**21 687**	**31 228**	**(23 764)**	**(755)**	**-**	**28 396**
Leave pay benefits	**36 508**	**31 697**	**(22 641)**	**(85)**	**-**	**45 479**
	58 195	**62 925**	**(46 405)**	**(840)**	**-**	**73 875**
2023						
Employee entitlements	27 329	37 439	(34 522)	(7 259)	(1 300)	21 687
Leave pay benefits	34 339	4 538	(1 540)	(482)	(347)	36 508
	61 668	41 977	(36 062)	(7 741)	(1 647)	58 195

24. EQUITY-SETTLED SHARE-BASED PAYMENT RESERVE

The Group has forfeitable share plans in place under which certain senior executives, prescribed officers and senior management have been granted shares in the Company. A description of the plans as well as the terms and conditions relating to awards made are disclosed in the remuneration report, available on the Group's website.

Details of awards made to Directors are disclosed in *note 45: Directors' emoluments and interests*.

	2024 A$'000	2023 A$'000
Opening balance	**6 907**	8 243
Equity-settled share-based payment expense*	**1 724**	1 215
Equity-settled share-based payment vested	**(2 265)**	(2 551)
	6 366	6 907

* *The equity-settled share-based payment expense recognised in the current year relates to the shares granted in the current year in accordance with the Long Term Incentive Plan 2022(LTIP) rules. The equity-settled share-based awards vest when certain retention and non-market performance conditions are met. As at 30 June 2024, the Group expects that all participants will meet the retention and performance conditions as established in the LTIP plan. Refer to note 25: Share-based payments for additional information on the performance and retention conditions.*

25. SHARE-BASED PAYMENTS

Equity-settled share-based payment plan

Management Incentive Plan 2021

In terms of the Management Incentive Plan 2021 (MIP), senior executives of the Group, including executive directors and prescribed officers, were granted shares in the Group for no consideration. The specific issue of shares formed part of the Rights Offer transaction concluded on the 19 March 2021. The provision of shares will serve as a retention mechanism and an incentive mechanism over a three-year period.

As soon as was practically possible following the completion of the Rights Offer on 19 March 2021, a portion of the awards to Group Executives vested in line with the rules of the MIP. The remaining awards were subject to the satisfaction of retention and / or performance conditions measured over the performance period ending 30 June 2022 and 30 June 2023 respectively. The performance awards that vest at 30 June 2022 are subject to re-testing at 30 June 2023 if the performance conditions are not met at 30 June 2022.

There was no remaining contractual life for the shares outstanding at 30 June 2023.

The movements during the year were as follows:

	2024 Number of shares	2023 Number of shares
Opening balance	**3 330 268**	6 976 000
Shares vested / exercised*	**(2 136 000)**	(3 308 121)
Shares forfeited	**(1 194 268)**	(337 611)
	-	3 330 268
Fair value of shares granted to participant (R per share)	**-**	7.5
Total value of unvested shares to participants (Rm)	**-**	25

* *The shares were part of a specific rights issue in the name of the participants and have vested.*

Long Term Incentive Plan 2022

In terms of the Long Term Incentive Plan 2022 (LTIP 2022), senior executives of the Group, are granted shares in the Group for no consideration. The provision of shares will serve as a retention mechanism and an incentive mechanism over a three-year period.

The awards will be subject to the satisfaction of retention and / or performance conditions measured over the performance period ending 30 June 2022, 30 June 2023, 30 June 2024 and June 2025 respectively. The performance awards that vest each year are not subject to re-resting in the following years if the performance conditions are not met in a specific year.

The fair value of the shares are estimated at the grant date taking into account the terms and conditions contained in the LTIP2022 rules as well as the rights associated with these shares to participate in dividends and shareholder rights from grant date. The shares are subject to forfeit if the employee leaves the employment of the Group prior to the vesting dates and/or if performance conditions are not met. On resignation, retirement, retrenchment or dismissal, all unvested awards of the participant will be forfeited immediately on the date on termination of the employment. Where the employment of the participant is terminated as a result of death, all of a participant's unvested awards will vest on the date of termination of employment. The plan is settled in shares and therefore is equity-settled. There are no portions of the plan that have been or will be cash-settled.

The movement during the year was as follows:

	2024 Number of shares	2023 Number of shares
Opening balance	**5 049 160**	1 567 100
Shares granted	**615 800**	3 795 400
Shares vested / exercised*	**(973 565)**	(288 680)
Shares forfeited	**(398 165)**	(24 660)
	4 293 230	5 049 160
Fair value of shares granted to participant (R per share)	**13.48**	13.48
Total value of unvested shares to participants (Rm)	**58**	68

* *The shares were part of a specific rights issue in the name of the participants and have vested. A total of 1 265 245 shares were utilised against the authorised 3 880 000 shares under the scheme.*

26. POST-EMPLOYMENT BENEFITS

	2024 A$'000	2023 A$'000
The Group contributed to the following defined contribution plans:		
▸ Aveng Group and industry retirement plans		
▸ McConnell Dowell Corporation Limited plan		
The Group's retirement expense	**37 212**	33 538

27. REVENUE

The Group's revenue is derived from contracts with customers. Revenue can be classified into the following categories: construction contracts, mining contracts and other revenue.

	Infrastructure A$'000	Building A$'000	Mining A$'000	Aveng Legacy A$'000	Aveng Corporate A$'000	Total A$'000
Year ended 30 June 2024						
Construction and mining contract	**2 417 087**	**364 239**	**268 835**	**795**	**4 400**	**3 055 356**
Internal revenue	**-**	**54 876**	**-**		**(54 876)**	**-**
	2 417 087	**419 115**	**268 835**	**795**	**(50 476)**	**3 055 356**
Year ended 30 June 2023						
Construction and mining contract	1 970 253	191 236	242 156	1 591	-	2 405 236
Internal revenue	-	37 442	-		(37 442)	-
Other revenue	-	-	191		-	191
	1 970 253	**228 678**	**242 347**	**1 591**	**(37 442)**	**2 405 427**

28. COST OF SALES

	2024 A$'000	2023 A$'000
Short-term and low value lease charges*	**26 268**	12 552
Earnings from contract-related property, plant and equipment	**(3 204)**	(1 255)
Depreciation of property, plant and equipment	**45 031**	46 740
Depreciation of right-of-use property, plant and equipment	**19 829**	10 881
Loss on derecognition of components included in property, plant and equipment	**9 726**	7 567
Employee cost	**507 701**	415 191
Employee benefits	**6 453**	7 380
Outsourced labour	**10 571**	10 831
Materials	**407 199**	377 896
Sub-contractors	**1 385 579**	1 009 425
Plant costs	**236 393**	209 415
Project costs	**117 107**	161 658
Repairs and maintenance	**70 853**	70 303
Other	**40 287**	28 004
	2 879 793	2 366 588

** The Group recognised rent expense from short-term leases of A$26 million (2023: A$12 million), leases of low-value assets of less than A$1 million (2023: Less than A$1 million) and no variable lease payments for the year ended 30 June 2024.*

29. OTHER EARNINGS

	2024 A$'000	2023 A$'000
Dividends received	**2 476**	830
Net foreign exchange losses*	**2 078**	(228)
Rent received	**1 223**	887
Ticking fee	**-**	5 976
Other income	**153**	1 542
	5 930	9 006

* *Includes gains on forward exchange contracts.*

30. OPERATING EXPENSES

		2024 A$'000	2023 A$'000
Employee costs		**62 881**	68 512
Computer costs		**20 069**	16 704
Consulting fees		**13 826**	13 897
Employee benefits		**11 322**	1 500
Tender expenses		**10 239**	6 388
Share-based payment expense		**5 355**	1 294
Auditor's remuneration	30.1	**4 723**	4 530
Depreciation of right-of-use property, plant and equipment		**4 163**	4 498
Insurance		**2 480**	1 979
Short-term and low value lease charges*		**2 045**	995
Municipal Rates, Water, Electricity and Sanitation		**1 397**	1 551
Depreciation of property, plant and equipment		**873**	710
Legal expenses		**864**	1 614
Other		**6 676**	10 285
		146 913	134 457

30.1 Auditor's remuneration

	2024 A$'000	2023 A$'000
The auditor of Aveng Limited is KPMG Incorporated		
Amounts received or due and receivable by KPMG for financial statements audits:		
▸ Aveng Limited Group**	**676**	964
▸ McConnell Dowell Holdings – Component	**1 118**	811
▸ Moolmans Holdings – Component**	**472**	425
Total received or due and receivable by KPMG	**2 266**	2 200
Amounts received or due and receivable by KPMG for other services:		
Amounts received or due and receivable by Deloitte for:		
▸ ISA800 special purpose opinion – Aveng Limited Group**	**41**	-
▸ ISAE3240 supplementary information – Aveng Limited Group**	**4**	2
▸ ESG services – Aveng Limited Group**	**171**	182
▸ Review of QBCC Minimum financial requirements report as required by the Queensland building and construction commission regulation 2018	**95**	-
Total received or due and receivable by Deloitte	**311**	184

* *The Group recognised rent expense from short-term leases of A$2 million (2023: A$1 million), no leases of low-value assets (2023: A$nil) and no variable lease payments for the year ended 30 June 2024.*

** *The above fees have been translated from ZAR to A$ using an average exchange rate of R12.27/ A$1 (2023: R12.34/A$1) as at 30 June 2024.*

31. CAPITAL EARNINGS

	2024 A$'000	2023 A$'000
Impairment loss on property, plant & equipment	**(7 786)**	-
Reversal of impairment loss on right-of-use assets	**985**	1 946
Impairment of equity-accounted investments	**-**	(645)
Impairment loss of loan with joint venture	**(161)**	-
Loss on disposal of property, plant & equipment	**(343)**	(620)
	(7 305)	681

32. DISPOSAL OF ASSETS HELD FOR SALE

On 28 April 2023, the Group concluded the disposal of Trident Steel, a division of Aveng Africa (Proprietary) Limited, as a going concern total cash proceeds of A$101 million (including the ticking fee). This comprised A$58 million in purchase consideration, the return of A$21 million net cash to be retained by Aveng, the payment of an accumulated ticking fee equal to A$6 million and the refund to Aveng of A$15 million of additional liquidity that was previously provided to the Business to fund growth in the period after 30 June 2022.

Trident Steel formed part of the *Manufacturing and Processing* segment.

The transaction constituted a Category 1 transaction in terms of the JSE Listings Requirements. Refer to the Circular distributed to shareholders on 2 December 2022 for further details relating to the transaction.

A gain of A$0.2 million was recognised on the disposal of Oakleaf, Firefly and the remaining Infraset factories.

	2024 A$'000	2023 A$'000
(Loss) / Gain on disposal of assets Held for Sale	**(86)**	**13 350**
Trident Steel	**-**	**13 188**
Other assets Held for Sale	**(86)**	**162**

33. FINANCE EXPENSES

	2024 A$'000	2023 A$'000
Interest on debt instruments	**12 066**	8 351
Commitment fees and other costs	**559**	3 780
Interest on lease liabilities	**10 044**	4 842
	22 669	16 973

34. TAXATION

	2024 A$'000	2023 A$'000
Major components of the taxation expense		
Current taxation		
Local income taxation – current year	**571**	85
Local income taxation – current year – discontinued operations	**-**	1 006
Local income taxation – current year – recognised in current taxation for prior years	**24**	-
Foreign income taxation or withholding taxation - current year	**8 839**	2 547
Foreign income taxation or withholding taxation - recognised in current taxation for prior years	**(494)**	783
	8 940	4 421
Deferred taxation		
Deferred taxation – current year	**(18 529)**	(7 811)
Deferred taxation – arising from prior year adjustments	**(68)**	(285)
	(18 597)	(8 096)
	(9 657)	(3 675)

	2024 %	2023 %
Reconciliation of the taxation expense		
Effective taxation rate on earnings	**(60.4)**	3.4
Exempt income and other non-taxable income	**38.2**	(8.4)
Utilisation of previously unrecognised Deferred Tax Assets	**127.7**	(14.0)
Disallowable charges	**(59.1)**	33.4
Foreign tax rate differential and other	**(12.0)**	9.8
Prior year adjustment	**3.4**	0.4
Withholding taxation	**(10.8)**	2.4
	27.0	27.0

The South African income tax rate is 27%. Taxation in other jurisdictions is calculated at the prevailing rates.

35. DISCONTINUED OPERATIONS

Identification and classification of discontinued operations

The Group structure comprises of the Infrastructure, Building and Mining segments forming the ongoing business of the Group with *Aveng Construction: South Africa, Aveng Manufacturing* and *Trident Steel* no longer forming part of the continuing operations of the Group.

Aveng Africa completed the disposal of Trident Steel as a going concern on 28 April 2023. At 31 December 2022, management concluded that the Trident Steel business met the criteria of Held for Sale under IFRS 5 *Non-current assets Held for Sale and Discontinued operations* and was classified as such.

The earnings from discontinued operations comprise of *Manufacturing and Processing* segment, which includes Trident Steel and the remaining Infraset factories. *Aveng Construction: South Africa* does not meet the discontinued operations criteria in IFRS 5 and is not included in the discontinued operation figures presented on the following page.

The loss from discontinued operations are analysed as follows:

	2024 A$'000	2023 A$'000
Revenue*	-	343 600
Cost of Sales	-	(313 480)
Gross earnings	-	30 120
Other earnings	-	1 398
Operating expenses	-	(14 330)
Operating earnings	-	17 188
Gain on disposal of property, plant and equipment	-	455
Fair value adjustments on properties and disposal groups classified as Held for Sale	-	
Net finance expenses	-	(7 438)
Earnings before taxation	-	10 205
Taxation	-	-
Earnings for the year	-	10 205
Exchange differences on translating foreign operations reclassified to	**6**	(35 761)
Gain / (loss) on disposal of assets Held for Sale and fair value adjustment	**(86)**	13 350
Loss from discontinued operations	**(80)**	(12 206)
Attributable to:		
Equity-holders of the parent	**(80)**	(12 206)
Items by nature		
Capital expenditure	-	4 415
Cash flow from discontinued operations:	-	4 415
Cash outflow from operating activities	-	(27 472)
Cash outflow from investing activities	-	(4 214)
Cash outflow from financing activities	-	(3 809)

* *Revenue mostly consists of the sale of goods.*

36. IMPAIRMENT

The Group performed an annual impairment test at 30 June 2024. The test involved the assessment of internal and external qualitative factors for each CGU that may constitute an indicator of impairment. The test may be extended to individual assets in instances of underutilisation, obsolescence, physical damage or material decline in the economic performance of the assets.

36.1 Assets in the scope of *IAS 36 – Impairments*

Goodwill arising on consolidation

A compulsory impairment assessment of goodwill allocated to the McConnell Dowell CGU is performed annually. The McConnell Dowell CGU falls under the *Infrastructure and Building* reportable segments. The recoverable amount of the CGU, being the value-in-use based on a discount rate of 16,9% (2023: 15,7%), materially exceeded the carrying amount of the CGU and hence no goodwill impairment loss was recognised in the current year.

Other individual assets in the scope of IAS 36 - Impairments

An impairment assessment was performed on:

- **Property, plant & equipment at Moolmans, which is part of the *Mining* reportable segment**. Management, through the use of an external evaluator, determined that an impairment of A$7,8 million was required in the current year (30 June 2023: A$nil) relating to owned equipment and vehicles. The impairment arose from instances of underutilisation, obsolescence, physical damage or material decline in the economic performance of specific items of owned equipment and vehicles. The fair value of these assets falls within *Level 2* of the hierarchy identified in *IFRS 13* and was calculated using the prices of similar assets within the market.

36.2 Total impairment losses for the year

The total impairment losses for the year per CGU and individual assets are summarised as follows:

	Property, plant and equipment 2024
Other individual assets in the scope of *IAS 36*	
Aveng Moolmans	**7 786**

37. EARNINGS AND HEADLINE EARNINGS PER SHARE

	2024		2023	
	Number of shares	**Weighted number of shares**	Number of shares	Weighted number of shares
Opening balance	**131 291 021**	**129 498 202**	129 483 343	129 483 343
Issue of shares - Equity-settled share-based	**-**	**1 792 819**	1 807 677	14 858
	131 291 021	**131 291 021**	131 291 020	129 498 201
Less: Treasury shares				
Aveng Limited Share Purchase Trust	**(12 037)**	**(12 037)**	(12 037)	(12 037)
Aveng Management Company (Pty) Ltd	**(1 577)**	**(1 577)**	(1 577)	(1 577)
Equity-settled share-based payment plan	**(2 897 646)**	**(2 897 646)**	(5 343 186)	(3 418 430)
Total treasury shares	**(2 911 260)**	**(2 911 260)**	(5 356 800)	(3 432 045)
Weighted average number of shares	**128 379 761**	**128 379 761**	125 934 220	126 066 156
Add: Shares issuable in terms of the equity-settled share-based payment plan	**2 897 646**	**2 897 646**	-	-
Diluted weighted average number of shares	**131 277 407**	**131 277 407**	125 934 220	126 066 156

37. EARNINGS AND HEADLINE EARNINGS PER SHARE continued

	2024		2023	
	Gross of taxation A$'000	**Net of taxation A$'000**	Gross of taxation A$'000	Net of taxation A$'000
Determination of headline earnings				
Earnings / (loss) for the year attributable to equity holders of parent	**-**	**25 653**	-	(103 890)
Impairment of loan with joint venture	**161**	**161**	-	-
Impairment of property, plant and equipment	**7 786**	**5 684**	-	-
Impairment of equity accounted investments	**-**	**-**	263	263
Loss / (gain) on disposal of assets Held for Sale	**86**	**86**	(14 471)	(13 331)
Loss on disposal of plant and equipment	**343**	**256**	607	607
Reversal of impairment loss on right-of-use assets	**(964)**	**(964)**	(1 981)	(1 981)
Loss on derecognition of components	**9 726**	**7 100**	7 506	5 480
Exchange differences on translating foreign operations reclassified to earnings and loss on derecognition	**(6)**	**(6)**	35 761	35 761
Insurance proceeds on plant and equipment - Trident Steel	**-**	**-**	(648)	(648)
Headline earnings / (loss)		**37 970**		(77 739)
Diluted Headline earnings / (loss)		**37 970**		(77 739)
Headline earnings / (loss) from continuing and discontinued operations				
Headline earnings / (loss) per share - basic (cents)		**29.6**		(61.6)
Headline earnings / (loss) per share - diluted (cents)		**28.9**		(61.6)
Issued shares		**131.3**		131.3
Weighted average shares		**128.4**		126.1
Diluted weighted average shares		**131.3**		126.1

38. CASH GENERATED / (UTILISED) BY OPERATING ACTIVITIES

	Notes	2024 A$'000	2023 A$'000
Earnings / (loss) before taxation from continuing operations		**16 083**	(96 446)
Earnings / (loss) before taxation from discontinued operations		**(80)**	(12 206)
Earnings / (loss) before taxation		**16 003**	(108 652)
Finance earnings		**(11 579)**	(6 715)
Finance expenses		**22 669**	23 927
Dividend earnings		**(2 476)**	(830)
Share of loss from equity-accounted investment		**102**	180
Cash retained from operations		**24 719**	(92 090)
Non-cash and other movements	38.1	**9 653**	26 329
Depreciation		**69 896**	64 523
Amortisation		**-**	43
Cash generated from operations		**104 268**	(1 195)
Movements in working capital	38.2	**45 734**	(30 278)
		150 002	(31 473)

38.1 Non-cash and other movements

	2024 A$'000	2023 A$'000
Equity-settled share-based payment expense	**5 355**	1 242
Impairment loss on property, plant & equipment	**7 786**	-
Impairment loss on loan with joint venture	**161**	-
Impairment loss on equity-accounted investments	**-**	263
Derecognition of components included in property, plant and equipment	**9 726**	7 506
Loss / (gain) on sale of assets Held for Sale	**86**	(14 480)
Loss on disposal of property, plant & equipment	**343**	607
Reversal of impairment loss on right-of-use assets	**(985)**	(1 981)
Movement in provisions	**(3 063)**	(8 040)
Unrealised foreign exchange losses on borrowings and other liabilities	**(3 213)**	(12 117)
Movements in foreign currency translation	**(6 537)**	17 568
Exchange differences on translating foreign operations	**(6)**	35 761
	9 653	26 329

38.2 Movements in working capital

	2024 A$'000	2023 A$'000
Decrease / (increase) in inventories	**336**	(35 059)
Increase in contract assets	**(108 127)**	(100 668)
Decrease in trade and other receivables	**3 574**	11 071
Increase in contract liabilities	**42 482**	21 721
Increase in trade and other payables	**91 788**	89 070
Increase / (decrease) in employee-related payables	**15 680**	(1 739)
Decrease in working capital Held for Sale	**-**	(14 674)
	45 734	(30 278)

	Notes	2024 A$'000	2023 A$'000
39. FINANCE EXPENSES PAID			
Amount charged to the statement of comprehensive earnings	33	**22 669**	16 973
Finance expenses - discontinued operations		**-**	7 946
Foreign currency translation movement		**(1)**	(992)
Movement in finance expenses unpaid		**220**	-
		22 888	23 927
40. FINANCE EARNINGS RECEIVED			
Amount charged to the statement of comprehensive earnings		**11 579**	6 638
Finance earnings - discontinued operations		**-**	508
Foreign currency translation movement		**(1)**	(323)
Movement in accrued finance earnings		**395**	(108)
		11 973	6 715
41. TAXATION PAID			
Amounts overpaid at the beginning of the year		**2 164**	4 437
Amounts charged to the statement of comprehensive earnings -	34	**(8 940)**	(4 455)
Amounts underpaid / (overpaid) at the end of the year		**5 721**	(2 164)
Amounts relating to foreign currency translation movement		**(618)**	(1 724)
		(1 673)	(3 906)
42. COMMITMENTS			
Authorised capital expenditure			
- Contracted		**750**	9 561
		750	9 561

It is anticipated that this expenditure will be in respect of capital equipment which will be financed from existing cash or borrowing facilities.

43. CHANGES IN LIABILITIES ARISING FROM FINANCING ACTIVITIES

	Opening Balance A$'000	Net cash flow movement A$'000	Unrealised foreign exchange (gains) / losses A$'000	Lease liabilities non-cash movements* A$'000	Closing balance A$'000
2024					
Interest bearing loans and borrowings held at amortised cost	**81 269**	**(28 515)**	**1 272**	**-**	**54 026**
Lease liabilities	**91 992**	**(31 798)**	**1 941**	**41 369**	**103 504**
	173 261	**(60 313)**	**3 213**	**41 639**	**157 530**
Note			38.1		
Current liabilities					**50 567**
Non-current liabilities					**106 963**
					157 530
2023					
Interest bearing loans and borrowings held at amortised cost	42 680	41 835	(3 246)	-	81 269
Lease liabilities	92 226	(22 771)	(8 850)	31 387	91 992
	134 906	19 064	(12 096)	31 387	173 261
Current liabilities					64 994
Non-current liabilities					108 627
					173 621

* *The lease liabilities non-cash movements relate to new lease liabilities of A$42 million (30 June 2023: A$35 million) entered into in the current year, derecognition of lease liabilities for lease arrangements which expired in the year and right-of-use assets returned to the vendor of A$1 million.*

44. CONTINGENT LIABILITIES AND ASSETS

Contingent liabilities at the reporting date, not otherwise provided for in interim results, arise from performance bonds and guarantees issued in:

	2024	2023
South Africa and rest of Africa		
Guarantees and bonds (ZARm)	**51**	82
Parent company guarantees (ZARm)	**138**	116
	189	198
Australasia and Asia		
Guarantees and bonds (A$m)	**405**	436
Parent company guarantees (A$m)	**2**	2
	407	438

Bank guarantees issued by joint ventures and associates

The Group's share of bank guarantees issued by its joint ventures and associates is less than A$1000 (June 2023: A$1.3 million).

Claims and disputes in the ordinary course of business

The Group is, from time to time, involved in various disputes arising in the ordinary course of business. Depending on the merits, disputes can translate into claims and legal proceedings which will be defended by the Group. Exposures may arise in the normal course of business, including contractual penalties associated with ongoing projects.

Where required, adequate provision is made for all liabilities which are expected to materialise, however if the outcome of claims or legal disputes are on balance considered to be possible but not probable, they are not disclosed as a provision.

Based on internal and/or external assessments and/or advice from legal advisors (where appropriate, including counsel), the Board believes that there is significant uncertainty as to whether a future exposure or liability will arise in respect of normal course of business claims or disputes, and as such these are on balance considered to be remote.

The Board believes that Aveng has realistic defences against normal course of business claims and legal disputes, and any adverse decisions in relation to contingent liabilities in this regard will not have a material adverse effect on the financial position of the Group.

Specific formal disputes

Aveng Africa is presently in dispute with a client where the employer terminated the contract on 6 January 2020 and subsequently called on the guarantee of R87 million, following which the insurer paid the employer the guarantee amount and issued a letter of demand, claiming repayment from Aveng Africa, who in turn, paid the insurer. The final account report from the client was received, which Aveng Africa has disputed and since referred to arbitration. Aveng Africa is represented in the matter by specialist legal advisors, including senior counsel. Having regard to the advice received from its advisors, the Board is of the view that all known liabilities have been recognised and that adequate provisions have been recognised.

Aveng Africa, in joint venture with its partner terminated a contract with its client on 30 January 2019, which entitlement to terminate is disputed by the client. On 23 November 2020, the client demanded payment of the performance bond and retention guarantee to the value of R235 million. The insurer paid the client and Aveng Africa repaid the insurer for their portion. Aveng Africa is represented in the matter by specialist legal advisors, including senior counsel. Having regard to the advice received from its advisors, the Board is of the opinion that all known liabilities have been recognised and that adequate provisions have been recognised.

Aveng Africa along with six other South African contractors, entered into a settlement agreement with the South African Government in 2016 wherein claims for damages by Government departments/entities as a result of historical anticompetitive practices by Aveng Africa would be settled. As a result, Aveng Africa agreed to make twelve annual payments into a trust fund to be set up in terms of the settlement agreement and the purpose of which was to develop and enhance the construction industry including black owned emerging contractors.

44. CONTINGENT LIABILITIES AND ASSETS continued

Specific formal disputes continued

Summons was issued against Aveng Africa and others, and the parties are defending the matter. The matter is ongoing. Aveng Africa is represented in the matter by specialist legal advisors, including senior counsel.

McConnell Dowell and its joint venture partner, along with its insurers are defending a claim from a client, in which it is alleged that a defect exists on a project in New South Wales. McConnell Dowell is represented in the matter by specialist legal advisors.

45. DIRECTORS' EMOLUMENTS AND INTERESTS

Directors' emoluments below are disclosed in Australian dollar thousands (A$'000):

Executive directors	Year	Salary[1] A$'000	Retirement fund[2] A$'000	Short-term incentive (STI)[3] A$'000	Long-term share incentive (LTIP)[4] A$'000	Long-term incentive (LTI)[5] A'000	Other A$'000	Total[6] A$'000
SC Cummins[7]	**2024**	**1 239**	**184**	**806**	**289**	**300**	**-**	**2 818**
	2023	1 196	178	-	-	-	-	2 133
AH Macartney[8]	**2024**	**360**	**38**	**377**	**142**	**205**	**66**	**1 188**
	2023	-	-	-	-	-	-	-

Directors' emoluments below are disclosed in Rand thousands (R'000):

Executive directors	Year	Salary[1] R'000	Retirement Fund[2] R'000	Short-term incentive (STI)[3] R'000	Long-term share incentive (LTIP)[4] R'000	Long-term incentive (LTI)[5] R'000	Other R'000	Total[6] R'000
AH Macartney[8]	**2024**	**3 162**	**159**	**-**	**-**	**-**	**543**	**3 864**
	2023	5 875	296	599	13 257	-	-	20 027
SJ Flanagan[9]	**2024**	**6 384**	**-**	**-**	**4 389**	**-**	**20 005**	**30 778**
	2023	9 168	-	890	13 257	-	-	23 315

1 *Salary for South African Directors is total fixed earnings inclusive of contributions towards medical aid, admin & risk benefit expenses, accident cover and vehicle benefits, all of which is funded from the Total Guaranteed Package (TGP).*

2 *Retirement fund contributions are also funded from the Directors' TGP.*

3 *STI awards were approved by the Remuneration and Nominations Committee on 15 August 2024 and accrued for the year ended 30 June 2024. Prior year awards were restated in order to reflect final amounts approved by the Remuneration and Nominations Committee.*

4 *LTIP awards were approved by the Remuneration and Nominations Committee on 15 August 2024 and accrued for the year ended 30 June 2024.*

5 *LTI awards were approved by the Remuneration and Nominations Committee on 15 August 2024 and accrued for the year ended 30 June 2024*

6 *The Total reflected includes all cash payments made to the Executive Director in the Financial Year. The Single Figure of Remuneration reflected in Part 3 of the Remuneration Report will differ based on the requirements of King IV™*.*

7 *SC Cummins was appointed as Group chief executive officer effective 1 March 2024.*

8 AH Macartney moved to Australia effective 1 January 2024. Current year earnings have been split into ZAR and A$ based on how emoluments were earned during the year. Included in other is an amount of A$66 405 for relocation allowance and R542 926 for leave paid out.

9 *SJ Flanagan retired as Group chief executive officer effective 28 February 2024. Included in other is R362 000 for leave paid out and R19.6 million for gratuity payments made on retirement.*

45. DIRECTORS' EMOLUMENTS AND INTERESTS continued

Management incentive plan

	Date from which exercisable	Date on which expires	Number entitled to at 1 July 2023	Number forfeited during the year	Number redeemed or taken up during the year	Number entitled to at 30 June 2024
SJ Flanagan (SA)	June 2022	June 2023	47 170	(47 170)	-	-
	June 2023	June 2023	960 000	(300 000)	(660 000)	-
AH Macartney (Aus)	June 2022	June 2023	47 170	(47 170)	-	-
	June 2023	June 2023	960 000	(300 000)	(660 000)	-
SC Cummins (Aus)	June 2022	June 2023	35 221	(35 221)	-	-
	June 2023	June 2023	640 000	(224 000)	(416 000)	-
D Morrison (Aus)	June 2022	June 2023	17 611	(17 611)	-	-
	June 2023	June 2023	320 000	(112 000)	(208 000)	-
			3 015 172	(1 083 172)	(1 944 000)	-

Long Term Incentive Plan

	Date from which exercisable	Date on which expires	Number entitled to at 1 July 2023	Number forfeited during the year	Number redeemed or taken up during the year	Number entitled to at 30 June 2024
SJ Flanagan (SA)	June 2024	June 2024	468 450	-	(468 450)	-
	June 2025	June 2025	468 450	(286 645)	(181 805)	-
AH Macartney (Aus)	June 2024	June 2024	315 300	-	-	**315 300**
	June 2025	June 2025	315 300	-	-	**315 300**
SC Cummins (Aus)	June 2024	June 2024	640 750	-	-	**640 750**
	June 2025	June 2025	640 750	-	-	**640 750**
D Morrison (Aus)	June 2024	June 2024	246 650	-	-	**246 650**
	June 2025	June 2025	246 650	-	-	**246 650**
S Collett (Aus)	June 2022	June 2022	19 460	(1 557)	(17 903)	-
	June 2023	June 2023	38 920	(9 730)	(29 190)	-
	June 2024	June 2024	38 920	-	-	**38 920**
J Glastonbury (Aus)	June 2022	June 2022	18 420	(1 474)	(16 946)	-
	June 2023	June 2023	36 840	(9 210)	(27 630)	-
	June 2024	June 2024	36 840	-	-	**36 840**
J Meggitt (Aus)	June 2022	June 2022	9 860	(789)	(9 071)	-
	June 2023	June 2023	19 720	(4 930)	(14 790)	-
	June 2024	June 2024	19 720	-	-	**19 720**
			3 581 000	**(314 335)**	**(765 785)**	**2 500 880**

45. DIRECTORS' EMOLUMENTS AND INTEREST continued

Interest of directors and prescribed officers of the Company in share capital (including direct and indirect holdings):

	Ordinary shares 2024	Ordinary shares 2023
Executive directors		
SC Cummins	1 167 715	751 715
AH Macartney	1 612 843	1 259 743
Non-executive directors		
SJ Flanagan	1 610 655	1 257 555
P Hourquebie	50 000	50 000
Prescribed officers		
D Morrison	609 257	401 257
S Collett	47 120	17 930
J Glastonbury	44 601	16 971
J Meggitt	23 874	9 084
	5 166 065	3 764 255

Non-executive directors

	Directors' fees R'000	Lead independent directors fees R'000	Chairperson fees R'000	Committee fees R'000	Other Fees[6] R'000	Total R'000
2024						
B Modise	376	555	353	134	-	1 418
D Noko	666	-	249	446	-	1 361
SJ Flanagan[1]	142	-	-	267	1 008	1 417
	1 184	555	602	847	1 008	4 196
B Meyer ($)[4]	88	-	-	2	-	90
N Bowen (A$)[2/3]	166	-	-	17	-	183
PA Hourquebie (£)[5]	3	-	108	27	-	138
2023						
MA Hermanus	-	627	437	144	89	1 297
MJ Kilbride	477	-	560	452	89	1 578
B Modise	477	-	335	396	89	1 297
B Swanepoel	380	-	-	265	89	734
D Noko	96	-	-	86	-	
	1 430	627	1 332	1 343	356	5 088
B Meyer ($)	85	-	-	1	-	86
PA Hourquebie (£)	94	-	18	11	4	127

1 *SJ Flanagan was appointed as a non-executive director and as a member of the Risk Committee and the Safety, Health and Environment Committee on 1 March 2024.*

2 *N Bowen was appointed as an independent non-executive director and as a member of the Risk Committee (Chair), Safety, Health and Environment Committee (Chair) and the Audit Committee on 17 July 2023.*

3 *N Bowen fees are disclosed in Australian Dollars (A$).*

4 *B Meyer fees are disclosed in United States Dollars ($).*

5 *PA Hourquebie fees are disclosed in British Pounds (£).*

6 *Fees received in terms of consultancy agreement from 1 March 2024.*

45. DIRECTORS' EMOLUMENTS AND INTERESTS continued

Annual review of non-executive directors' fees

Management submits annually to the remuneration and nomination committee a proposal for the review of non-executive director fees. This proposal includes benchmarks from a minimum of two non-executive director remuneration surveys, as well as extracts and benchmarking data from annual reports of at least five medium businesses within the same industry sector. A comparison of the current and proposed fees against the market surveys and benchmarks informs the appropriate fee recommended by management. The services of independent remuneration consultants may also be used to obtain independent benchmarks for non-executive directors' fees.

In light of the appointment of a UK-based non-executive director onto the Aveng board as well as two board committees, a detailed, benchmarking exercise comprising of UK based directors serving on JSE listed companies was undertaken to determine a composite fee payable to him. In addition, a per meeting fee was also determined.

Whilst market benchmarks provide an indication of competitiveness of non-executive director fees, other considerations such as company performance and affordability also influence fee increases.

Prescribed officers and other key management personnel

The Companies Act 71 of 2008 (as amended) of South Africa, defines a prescribed officer as a person who exercises general executive control over management of the whole, or a significant portion of, the business and activities of the Group; or regularly participates to a material degree in the exercise of general executive control over and management of the whole, or a significant portion, of the business and activities of the Group. It excludes directors and does not refer, in any way, to title held by the person, rather the functions which they perform. The board has identified the prescribed officers of the Group.

	Year	Salary[1] A$'000	Retirement fund[2] A$'000	Short-term incentive (STI)[3] A$'000	Long-term Incentive (LTI)[4] A$'000	Long-term share incentive (LTIP)[5] A$'000	Total[6] A$'000
S Collett	**2024**	**570**	**51**	**207**	**216**	**36**	**1 080**
	2023	521	47	160	-	-	728
J Glastonbury	**2024**	**528**	**50**	**180**	**198**	**34**	**990**
	2023	492	46	70	-	-	608
J Meggitt	**2024**	**575**	**51**	**207**	**212**	**18**	**1 063**
	2023	528	47	80	-	-	655
D Morrison	**2024**	**719**	**106**	**280**	**311**	**-**	**1 416**
	2023	693	102	-	-	380	1 175

1 *Salary for South African Prescribed Officers is total fixed earnings inclusive of contributions towards medical aid, admin & risk benefit expenses, accident cover and vehicle benefits, all of which is funded from the Total Guaranteed Package (TGP).*

2 *Retirement fund contributions are funded from the Prescribed Officers' TGP.*

3 *STI awards were approved by the remuneration and nominations committee on 15 August 2024 and accrued for the year ended 30 June 2024.*

4 *LTI awards were approved by the Remuneration and Nominations Committee on 15 August 2024 and accrued for the year ended 30 June 2024.*

5 *LTIP awards were approved by the Remuneration and Nominations committee on 15 August 2024 and accrued for the year ended 30 June 2024.*

6 *The Total reflected includes all cash payments made to the Prescribed Officer in the Financial Year. The Single Figure of remuneration reflected in Part 3 of the remuneration Report will differ based on the requirements of King IV™.*

46. RISK MANAGEMENT

The Group is exposed to capital, liquidity, interest rate, credit, foreign exchange, foreign currency and borrowing risks. In order to manage these risks, the Group may enter into transactions which make use of financial instruments. The Group has developed a risk management process to facilitate, control and monitor these risks. This process includes formal documentation of policies, including limits, controls and reporting structures. The board provides written principles for overall risk management, as well as written policies covering specific areas such as foreign exchange risk, interest rate risk and credit risk, use of derivative financial instruments and non-derivative financial instruments, and investments of excess liquidity.

The executive management is responsible for risk management activities within the Group. The executive management meets regularly to review market trends and develop strategies.

Group treasury is responsible for monitoring of currency, interest rate and liquidity risk under policies approved by the board of directors. Group Treasury identifies, evaluates and hedges financial risks in close cooperation with the Group's operating groups. The Group actively monitors the following risks:

46.1 Capital risk management

The primary objective of the Group's capital management policy is to ensure that the Group maintains a strong credit rating and healthy capital ratios, such as return on capital employed (ROCE), debt to equity and return on equity, in order to support its business.

The Group manages its capital structure and makes adjustments to it in response to changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

No changes were made in the objectives, policies or processes during the years ended 30 June 2024 and 30 June 2023.

The Group includes within its net cash position, cash and bank balances less borrowings and other liabilities.

Capital includes equity attributable to the equity-holders of the parent of A$277 million (2023: A$251 million).

The ROCE ratio as at 30 June 2024 and 2023 was as follows:

	2024 **A$'000**	2023 A$'000
Operating earnings/ (loss)	**34 478**	(69 604)
Capital employed	**457 309**	419 406
ROCE Ratio (%)	**7.5**	(16.6)

The Group returned to a positive ROCE, compared to a negative ROCE ratio was noted in the prior year as a result of operating losses. The capital risk management remained a medium risk in the current year.

46.2 Liquidity risk

Liquidity risk is the risk that the Group will be unable to meet a financial commitment in any location or currency, as and when they fall due. The Group manages its liquidity risk through its treasury function. Cash flow forecasting is performed by the operating units of the Group and consolidated by Group Treasury.

Credit and term facilities

In the prior year, the client on the BLNG project called the performance bond. Our bankers in Australia settled the performance bond, and in return, McConnell Dowell entered into a short-term debt facility with a balance of A$23 million. The short-term debt facility was settled in full in June 2024. The maturity analysis for derivative and non-derivative financial liabilities has been included (refer to note *46.7: Borrowing capacity*).

Cash and bank balances & overdrafts

At 30 June 2024, the Group had net cash of A$173.6 million (excluding lease liabilities) (30 June 2023: A$108.4 million) available; with further overdraft facilities of A$10 million undrawn.

The Group has assessed the liquidity risk as medium and remains confident that available cash resources, facilities and operating cash flows will be sufficient to meet its funding requirements.

46. RISK MANAGEMENT continued

46.3 Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. For interest rate disclosure refer to *note 19: Borrowings and other liabilities*.

The Group's exposure to interest rate risk relates primarily to the Group's debt obligations with variable interest rates and the asset-backed finance which are repayable at a fixed interest rate in monthly and quarterly instalments.

The Group's policy is to manage interest rate risk through both fixed and variable, long and short-term instruments.

Cash balances all carry interest at rates that vary in response to prevailing market rates in the respective geographical areas of the Group's operations.

No financial instruments were entered into to mitigate the risk of interest rates.

Interest rate sensitivity

The following table illustrates the effect on the Group's earnings and equity, all other factors remaining constant, of changes in the variable interest liabilities:

	2024 A$'000	2023 A$'000
Total variable borrowings	**54 005**	79 198
Effect on earnings after taxation - 50 basis points increase	**(270)**	(396)
Effect on earnings after taxation - 50 basis points decrease	**270**	396

46.4 Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group's material exposure to credit risk is in its receivables (refer to *note 13: Trade and other receivables*), deposits and cash balances (refer to *note 16: Cash and bank balances*), and contract assets (refer to *note 12: Contract assets / (liabilities)*).

The Group trades only with recognised, creditworthy third parties. It is the Group's policy that all customers who wish to trade on credit terms are subject to contractual terms and credit verification procedures.

Cash balances are all kept at financial institutions with a high credit rating, as determined by credit rating agencies within a credit limit policy which is subject to regular review. Cash balances as per *note 16: Cash and bank balances* represent the maximum credit exposure.

The maximum exposure to credit risk at the reporting date is the carrying value of the contract assets as disclosed in note *12: Contract assets / (liabilities)* and Trade receivables as disclosed in note *13: Trade and Other Receivables.* The Group evaluates the concentration of risk with respect to amounts due from contract customers and trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets.

The Group's performs a specific assessment on amounts that are past due and have indicators that there is no reasonable expectation of recovery and includes these in the provision for expected credit losses – specific debtors. These include amounts relating to financial assets that are written-off but are still subject to enforcement activity.

An impairment analysis in line with the requirements of *IFRS 9 Financial Instruments* is performed at the end of the reporting date using a forward-looking 'expected credit loss' (ECL) model. This model uses a '*probability of default/loss given default/ exposure at default' (*PD/LGD/EAD) approach to calculate the expected credit losses. The Group segments its portfolio of trade receivables and contract assets into various segments based on shared risk characteristics to ensure homogeneous grouping of counterparties. The classification of counterparties into the various segments is based on their country of operation, whether the counterparty is rated by an external rating agency, and the segment in which the counterparty operates. The classification is limited to categories established in the Basel II Accord and SARB regulations (i.e. Externally rated entities, unrated public institutions. Other unrated corporate entities and other unrated retail entities). The Group uses judgement to appropriately notch down the ratings assigned to various categories of debt into categories appropriate to the Group's credit risk.

46. RISK MANAGEMENT continued

46.4 Credit risk continued

Expected credit losses on trade receivables and contract assets

The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions. The impact on the Group is that the credit risk has not increased significantly.

Over the past 2 financial years the impairment and/or write-off of trade receivables and contract assets in the ordinary course of business from continuing operations (other than long-standing legacy claims) has been minimal despite a revenue of between A$2 405 million and A$3 055 million and a trade and contract receivables balance of between A$303 million and A$391 million.

The Group considers a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows. In the current or previous year, the Group has not identified any significant trade receivables or contract assets balances that have indicators of material write-downs due to the receivables having no reasonable expectation of recovery.

46.4.1 Trade and other receivables

	<90 days A$'000	90 days past due* A$'000	Total A$'000
2024			
Trade receivables	9	-	**9**
Sundry receivables	24 335	-	**24 335**
Provision for expected credit losses	(156)	-	**(156)**
Net book value	**24 188**	**-**	**24 188**
2023			
Sundry receivables	29 969	-	29 969
Provision for expected credit losses	(153)	-	(153)
Net book value	29 816	-	29 816

* *Represents accounts past due based on due date in accordance with the contractual payment terms*

46. RISK MANAGEMENT continued

46.4 Credit risk continued

46.4.1 Trade and other receivables continued

Trade and other receivables impaired

As at 30 June 2024, trade and other receivables with a nominal value of A$0.2 million (2023: A$0.2 million) (expected credit losses - specific debtors and expected credit losses) were provided for in a provision account.

The maximum exposure to credit risk in relation to trade and other receivables:

	2024 A$'000	2023 A$'000
Trade and other receivables	**24 344**	29 969
Provision for expected credit losses	**(156)**	(153)
	24 188	29 816
Reconciliation of allowance for expected credit losses		
Opening balance	**153**	1 154
Raised during the year	**3**	-
Reversed	**-**	(1 001)
	156	153

46.4.2 Contract assets

The maximum exposure to credit risk in relation to contract assets is equal to the carrying value as presented in *note 12: Contract assets / (liabilities)*.

The ageing of contract and retention receivables and related provisions as at 30 June is as follows:

	<90 days A$'000	90 days past due* A$'000	Total A$'000
2024			
Contract and retention receivables	**361 390**	**10 328**	**371 718**
Provision for expected credit losses	**-**	**(1 759)**	**(1 759)**
Net book value	**361 390**	**8 569**	**369 959**
2023			
Contract and retention receivables	278 378	1 221	279 599
Provision for expected credit losses	-	(191)	(191)
Net book value	278 378	1 030	279 408

* Represents accounts past due based on due date in accordance with contractual payment terms.

46. RISK MANAGEMENT continued

46.4 Credit risk continued

46.4.2 Contract assets continued

Analysis of past due accounts

Included in contract receivables are amounts that are past due but not impaired, these have been adequately assessed for impairment.

	2024 A$'000	2023 A$'000
Provision for expected credit losses		
Opening balance	**191**	305
Raised during the year	**1 568**	-
Utilised	**-**	(114)
	1 759	191
The contract assets consist of:		
Uncertified claims and variations	**188 819**	155 757
Contract contingencies	**(28 245)**	(12 758)
Contract receivables	**360 361**	269 385
Retention receivables	**11 357**	10 214
Provision for expected credit losses	**(1 759)**	(191)
	530 533	422 407

46.4.3 Credit risk mitigation and collateral

Where appropriate, the Group obtains collateral and uses first loss trade credit insurance to mitigate risk.

The Group has credit risk mitigating policies in place for all its operating segments. Due to the significant credit risk associated with contract and retention receivables, it is the Group's policy to obtain unassignable security by bank guarantees or insurance bonds on large projects returnable on the expiration of the defect liability period or practical completion, where part security is returnable. The security is callable in relation to the debt under construction contracts.

Credit risk mitigating measures include builder's liens. The Group has right of retention over the constructed, enhanced or repaired building or structure (site) or portion thereof by means of retaining physical control of the site to secure payment of the contract price. The builder 's lien is not waived and remains in effect until the completion of the contract or credit worthiness and payment record of the contracting party has been established. A builder's lien may be waived in lieu of a bank guarantee in accordance with the Group's commercial risk framework. The builder's lien in respect of claims is not waived and remains in effect until such time as the Group's claim has been satisfied or the Group has been provided with appropriate alternative security in respect of its claim.

A holding company guarantee is obtained if required by the underlying contract from the contracting party's holding company. The Group may in certain instances institute a right to suspend the contract as recourse for non-payment in accordance with the Group's commercial risk framework. Where a suspension applies, it provides for demobilisation, mobilisation and delay costs associated with the extension of time.

46. RISK MANAGEMENT continued

46.5 Foreign exchange risk

The Group has limited transactional currency exposures. Such exposure arises from sales or purchases by a division, subsidiary, associate or joint arrangements (operating unit) in currencies other than the unit's functional currency. An insignificant amount of the Group's sales is denominated in currencies other than the functional currency of the operating unit making the sale, and the majority of costs are denominated in the unit's functional currency.

The following table demonstrates the sensitivity to a reasonably possible change in the closing rate of material currencies with which the Group operates, all other variables held constant, on the Group's earnings before taxation (due to changes in the fair value of foreign denominated monetary assets and liabilities at year end).

Material currencies were determined based on exposure and volume of transactions.

	Closing exchange rate at 30 June	Change in year end rate Increase of 5%	Change in year end rate Decrease of 5%	Effect of an increase of 5% (A$'000)	Effect of a decrease of 5% (A$'000)
2024					
South African Rand (ZAR)	**0.08**	**0.09**	**0.08**	**783**	**(783)**
United States Dollar (USD)	**0.67**	**0.70**	**0.64**	**(5)**	**5**
Euro (EUR)	**0.62**	**0.65**	**0.59**	*****	*****
Effect on earnings before taxation**				**778**	**(778)**
2023					
South African Rand (ZAR)	0.08	0.08	0.08	994	(994)
United States Dollar (USD)	0.67	0.70	0.64	(5)	5
Euro (EUR)	0.61	0.64	0.58	*	*
Effect on earnings before taxation**				989	(989)

* *Amounts less than A$ 1000.*

** *Represents the changes in the fair value of foreign denominated trade and other payables, trade and other receivables and contract assets / (liabilities) at year end.*

46. RISK MANAGEMENT continued

46.6 Foreign currency risk

Monetary assets and liabilities below are at amortised cost. For assets and liabilities at fair value, refer to *note 47: Fair value of assets and liabilities.*

The carrying value by functional currency of the Group's monetary assets and liabilities are as follows:

2024	Notes	Australian Dollar equivalent amount (A$) A$* A$'000	ZAR A$'000	USD A$'000	Other A$'000	Total A$'000
Monetary assets as per the statement of financial position						
Non-current assets						
Lease receivables	15	-	23 950	-	-	23 950
Other non-current assets		-	2 343	-	-	2 343
Current assets						
Contract assets	12	497 870	32 663	-	-	530 533
Lease receivables	15	-	8 047	-	-	8 047
Trade and other receivables	13	18 895	11 548	24	31	30 498
Cash and bank balances	16	232 520	(4 958)	19	97	227 678
		749 285	73 593	43	128	823 049
Monetary liabilities as per the statement of financial position						
Non-current liabilities						
External borrowings and other liabilities	19	-	34 936	-	-	34 936
Lease liabilities	20	26 604	45 423	-	-	72 027
Current liabilities						
Contract liabilities	12	212 758	2 199	-	-	214 957
External borrowings and other liabilities	19	20	19 070	-	-	19 090
Lease liabilities	20	13 121	18 356	-	-	31 477
Trade and other payables	21	432 737	34 410	-	379	467 526
		685 240	154 394	-	379	840 013
Net Exposure		64 045	(80 801)	43	(251)	(16 964)

* *This amount includes exposure to NZD and other currencies within the Australasia and Asia market.*

46. RISK MANAGEMENT continued

46.6 Foreign currency risk continued

2023	Notes	Australian Dollar equivalent amount (A$) A$* A$'000	ZAR A$'000	USD A$'000	Other A$'000	Total A$'000
Monetary assets as per the statement of financial position						
Non-current assets						
Lease receivables	15	-	31 913	-	-	31 913
Other non-current assets		-	1 573	-	-	1 573
Current assets						
Contract assets	12	386 961	35 446	-	-	422 407
Lease receivables	15	-	6 459	-	-	6 459
Trade and other receivables	13	19 383	14 636	24	30	34 073
Cash and bank balances	16	177 452	11 961	182	72	189 667
		583 796	101 988	206	102	686 092
Monetary liabilities as per the statement of financial position						
Non-current liabilities						
External borrowings and other liabilities	19	21	40 140	-	-	40 161
Lease liabilities	20	18 747	49 359	-	-	68 106
Current liabilities						
Contract liabilities	12	165 830	6 645	-	-	172 475
External borrowings and other liabilities	19	25 140	15 968	-	-	41 108
Lease liabilities	20	11 898	11 988	-	-	23 886
Trade and other payables	21	326 006	49 323	-	410	375 739
		547 642	173 423	-	410	721 475
Net Exposure		36 154	(71 435)	206	(308)	(35 383)

* *This amount includes exposure to NZD and other currencies within the Australasia and Asia market.*

46. RISK MANAGEMENT continued

46.7 Borrowing capacity

The Group's borrowing capacity is set out in accordance with the terms of the Company's memorandum of incorporation.

	2024 A$'000	2023 A$'000
The Group had the following undrawn facilities:		
Total borrowing facilities	**54 026**	95 847
Overdraft facilities	**14 783**	16 333
Current utilisation	**(58 405)**	(81 269)
Borrowing facilities available	**10 404**	30 911

Maturity profile of financial instruments

The maturity profile of the recognised financial instruments is summarised below. These profiles represent the undiscounted cash flows that are expected to occur in the future.

Financial Instruments	Less than one year A$'000	One to five years A$'000	More than five years A$'000	Total A$'000
2024				
Non-derivative financial liabilities				
Interest bearing borrowings	**25 093**	**39 509**	**-**	**64 602**
Lease liabilities	**37 430**	**77 902**	**-**	**115 332**
Trade and other payables	**467 526**	**-**	**-**	**467 526**
	530 049	**117 411**	**-**	**647 460**
2023				
Non-derivative financial liabilities				
Interest bearing borrowings	48 840	48 521	-	97 361
Lease liabilities	29 638	76 486	-	106 124
Trade and other payables	375 739	-	-	375 739
	454 217	125 007	-	579 224

47. FAIR VALUE OF ASSETS AND LIABILITIES

The Group measures the following financial instruments at fair value:

- Infrastructure investments

Infrastructure investments

The Group measures its remaining infrastructure investment, Dimopoint Proprietary Limited at fair value through profit or loss. The investment in Imvelo Concession Company Proprietary Limited was classified as Held for Sale in the prior year – refer to *note 10: Infrastructure investments* and *note 17: Non-current assets and liabilities classified as Held for Sale*.

(i) Dimopoint Proprietary Limited (Dimopoint)

Methodology

The value of the Group's share in Dimopoint was determined on the basis of the underlying long-term contractual rental streams. The fair value was determined based on the underlying investment property portfolio. Methodologies include the market comparable approach that reflects recent transaction prices for similar properties and discounted cash flows. The valuation takes into consideration the selling price, escalations per year, rental income escalation per year and risk- adjusted discount rates.

Valuation parameters and assumptions

The following parameters and assumptions were considered in arriving at the valuation:

- In estimating the fair value of the properties, the highest and best use of the properties is taken into account
- Free cash flows based on the underlying long-term contractual rental streams
- Market comparable yields applicable to the underlying investment property portfolio
- A terminal growth rate of 12% was applied

Fair value hierarchy

The table below sets out the Group's fair value hierarchy and carrying amounts of assets and liabilities:

	Carrying amounts A$'000	Fair value A$'000	Valuation reference to observable prices Level 1 A$'000	Valuation based on observable inputs Level 2 A$'000	Valuation based on unobservable inputs Level 3 A$'000
2024					
Assets recognised at fair value					
Assets					
Infrastructure investments*	**11 658**	**11 658**	**-**	**-**	**11 658**
2023					
Assets recognised at fair value					
Assets					
Infrastructure investments	11 319	11 319	-	-	11 319
Infrastructure investments (Held for Sale)	4 683	4 683	-	4 683	-

** Movements relate to the unrealised foreign exchange of converting the infrastructure investments from ZAR to A$.*

The Group uses Level 3 valuation techniques to measure infrastructure investments. Valuation techniques used are appropriate in the circumstances and for which sufficient data was available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

There were no transfers between the different levels during the year.

There have been no gains or losses recognised attributable to changes in unrealised gains or losses during the year.

47. FAIR VALUE OF ASSETS AND LIABILITIES continued

Sensitivity analysis: Financial assets valuations using observable and unobservable inputs

The following table shows the sensitivity of significant unobservable inputs used in measuring the fair value of infrastructure investments:

	Significant unobservable input	Reasonably possible changes to significant unobservable inputs	Potential effect recorded directly in earnings or loss Increase A$'000	Decrease A$'000
2024				
Infrastructure investments				
Risk-adjusted discount rate:				
- Dimopoint Proprietary Limited	**16.0%**	**0.5%**	**(324)**	**324**
2023				
Infrastructure investments				
Risk-adjusted discount rate:				
- Dimopoint Proprietary Limited	16.0%	0.5%	(324)	324

48. EVENTS AFTER THE REPORTING PERIOD

The directors are not aware of any significant matter or circumstance arising after the reporting date up to the date of this report except as stated below:

48.1 New asset-backed debt facility

Subsequent to year end, the Group negotiated and signed a term sheet for a new asset backed debt facility of A$15.5 million. The facility to McConnell Dowell Corporation Limited will include the provision of security over specific assets.

48.2 Strategic review

As detailed in the Directors Report, Aveng has been conducting a detailed review of the corporate strategy for the Group with the objective of enhancing stakeholder value and maximising value to shareholders. Macquarie Capital has been appointed to assist with the review and implementation process.

The review has concluded that Aveng's two operating businesses (McConnell Dowell and Moolmans) have distinctly different business characteristics and value propositions and as a result should pursue independent and separate operating and growth strategies. This will assist each business to independently access appropriate pools of capital to better support their investment requirements. Aveng therefore intends to pursue, through a combination of transactions, the creation of two separate entities:

- **McConnell Dowell (including Built Environs):** a leading engineering-led construction and building contractor delivering infrastructure across a diverse range of end markets; and
- **Aveng Limited:** which holds Moolmans, a tier 1 contract mining business operating in sub-Saharan Africa.

The Board is mindful of its commitments to all stakeholders through this process and intends to support and enhance the prospects of both entities for the benefit of all stakeholders, including clients, suppliers and employees, by enabling the two entities to access the most attractive capital to pursue their separate strategies. In the case of McConnell Dowell, this will involve pursuing a listing on the Australian Securities Exchange (ASX) and Johannesburg Stock Exchange (JSE). In the case of Moolmans this will involve exploring alternative ownership options and potentially introducing BBBEE capital.

49. RELATED PARTIES

During the year the Group, in the ordinary course of business, entered into various sale and purchase transactions with equity-accounted entities.

The Group received A$0.4 million from equity-accounted investments in the prior year.

The Group received A$2.5 million (2023: A$0.4 million) from infrastructure investments in the current year.

The Group also had transactions and balances with associates and joint ventures. These are detailed below.

Refer to transactions with key management disclosed in *note 45: Directors' emoluments and interests*.

The Group had the following significant related party balances and transactions during the reporting period:

Balances with associates, joint ventures, joint operations, key management personnel and entities controlled by key management personnel

Balances between the Group and its subsidiaries have been eliminated on consolidation and are not disclosed.

	2024 A$'000	2023 A$'000
Associates and joint ventures		
Trade and other receivables – associates and joint ventures	**848**	1 753
Trade and other payables – associates and joint ventures	**(41)**	(80)
	807	1 673
Parent company guarantees		
Parent company guarantees (ZARm)	**748**	1 976
Parent company guarantees (A$m)	**1 521**	1 523

The Group had no balances with key management personnel or balances with entities controlled by key management personnel during the year under review.

Transactions with associates, joint ventures, joint operations, key management personnel and entities controlled by key management personnel

Transactions between the Group and its subsidiaries have been eliminated on consolidation and are not disclosed.

The Group had no transactions with key management personnel or transactions with entities controlled by key management personnel during the year under review.

50. GROUP OPERATING ENTITIES

Name	Country	Aveng Group effective consolidation %	
Subsidiaries and consolidated structured entities		**2024**	**2023**
Andersen & Hurley Instruments (SA) Proprietary Limited	South Africa	-	100
AP Housing Proprietary Limited	South Africa	100	100
Aveng (Africa) Lesotho Proprietary Limited	Lesotho	100	100
Aveng Africa Proprietary Limited	South Africa	100	100
Aveng Australia Holdings Proprietary Limited	Australia	100	100
Aveng Construcciones Chile Limitada	Chile	100	100
Aveng Construction and Development Proprietary Limited	South Africa	100	100
Aveng Corporate Proprietary Limited	South Africa	100	100
Aveng Engineering and Mining Services Proprietary Limited	South Africa	100	100
Aveng Engineering and Mining Services Limited	Lesotho	100	100
Aveng Intellectual Properties Proprietary Limited	South Africa	100	100
Aveng Management Company Proprietary Limited	South Africa	100	100
Aveng Mining DRC Société à Responsabilité Limitée	Democratic Republic of Congo	100	100
Aveng Moolmans Holdings Proprietary Limited	South Africa	100	100
Aveng Moolmans Burkina Faso SA	Burkina Faso	100	100
Aveng Moolmans Intellectual Properties Proprietary Limited	South Africa	100	100
Aveng Moolmans Mauritius Limited	Mauritius	100	100
Aveng Moolmans Proprietary Limited	South Africa	100	100
Aveng Properties Proprietary Limited	South Africa	100	100
Aveng Proprietary Limited	Malawi	100	100
Aveng Swazi Proprietary Limited	Swaziland	100	100
Aveng Tanzania Limited	Tanzania	100	100
Aveng Trident Steel Holdings Proprietary Limited	South Africa	100	100
Aveng Trident Steel Proprietary Limited	South Africa	100	100
Aveng Water Treatment Proprietary Limited	Namibia	100	100
Built Environs Proprietary Limited	Australia	100	100
Built Environs Queensland Proprietary Limited	Australia	100	100
Built Environs WA Proprietary Limited	Australia	100	100
Consorcio Aveng-Mas Errazuriz Société Anonyme	Chile	60	60
E+PC Engineering & Projects Company (Zambia) Limited	Zambia	100	100
Glaza Limited	Hong Kong, China	-	100
Grinaker-LTA Construction (Zambia) Limited	Zambia	100	100

50. GROUP OPERATING ENTITIES continued

Name	Country	Aveng Group effective consolidation %	
Subsidiaries and consolidated structured entities continued		**2024**	**2023**
Hylekite Proprietary Limited	Australia	100	100
Ikhule Construction Incubator Proprietary Limited	South Africa	100	100
Karibib Mining and Construction Company (Namibia) Proprietary Limited	Namibia	100	100
LTA Construction Kenya Limited	Kenya	100	100
LTA Construction Tanzania Limited	Tanzania	100	100
LTA Mali Société Anonyme	Mali	100	100
McConnell Dowell (American Samoa) Limited	American Samoa	100	100
McConnell Dowell Fiji Limited	Fiji	100	100
McConnell Dowell (Malaysia) Sendirian Berhad	Malaysia	100	100
McConnell Dowell Constructors (Aust) Proprietary Limited	Australia	100	100
McConnell Dowell Constructors (PNG) Limited	Papua New Guinea	100	100
McConnell Dowell Constructors Limited	New Zealand	100	100
McConnell Dowell Constructors Thai Limited	Thailand	74	74
McConnell Dowell Corporation Limited	Australia	100	100
McConnell Dowell Corporation (NZ) Limited	Australia	100	100
McConnell Dowell Holdings Proprietary Limited	Australia	100	100
McConnell Dowell NC Société à Responsabilité Limitée	New Caledonia	100	100
McConnell Dowell (Offshore) Limited	Cook Islands	100	100
McConnell Dowell PDS Sendirian Berhad	Brunei	100	100
McConnell Dowell Philippines Incorporated	Philippines	40	40
McConnell Dowell Proprietary Limited	Australia	100	100
McConnell Dowell Saudi Arabia Limited	Saudi Arabia	39	39
McConnell Dowell South East Asia Private Limited	Singapore	100	100
Moolman Mining (Botswana) Proprietary Limited	Botswana	100	100
Moolman Mining Ghana Limited	Ghana	100	100
Moolman Mining Tanzania Limited	Tanzania	100	100
Moolmans International Holdings Limited	Mauritius	100	100
Moolmans Mining Guinea S.A	Guinea	100	100
Moolmans Mining Tanzania Limited	Tanzania	100	100
Moolmans Plant South Africa Proprietary Limited	South Africa	100	100
Moolmans South Africa Proprietary Limited	South Africa	100	100
NFI Holdings Limited	Thailand	49	49

50. GROUP OPERATING ENTITIES continued

Name	Country	Aveng Group effective consolidation %	
Subsidiaries and consolidated structured entities continued		**2024**	**2023**
Perseroan Terbatas McConnell Dowell Indonesia	Indonesia	94	94
Perseroan Terbatas McConnell Dowell Service	Indonesia	100	100
Perseroan Terbatas Wanamas Puspita	Indonesia	100	100
Roskosh Limited	Hong Kong, China	-	100
Toll Highway Development Company Proprietary Limited	South Africa	100	100
Trident Steel Intellectual Properties Proprietary Limited	South Africa	100	100
Tweed River Entrance Sand Bypassing Company Proprietary Limited	Australia	100	100
Umkomazi Mining Zambia Limited (formerly Moolman Mining Zambia Limited)	Zambia	100	100
Umkomazi River Portfolio Proprietary Limited	South Africa	100	100
Associates, Joint ventures and Infrastructure Investments			
AEF Mining Services Proprietary Limited	South Africa	30	30
Dimopoint Proprietary Limited	South Africa	30	30
Dutco McConnel Dowell Middle East Limited Liability Company*	United Arab Emirates	49	49
Dutco McConnell Dowell Fabrication Limited Liability Company	Qatar	49	49
Dutco McConnell Dowell Qatar Limited Liability Company	Qatar	49	49
Grinaker-LTA Fair Construction SARL	Rwanda	50	50
Imvelo Concession Company Proprietary Limited	South Africa	-	30
Lesedi Tracks Proprietary Limited	South Africa	25	25
McConnell Dowell Gulf Limited	United Arab Emirates	49	49
McConnell Dowell Abu Dhabi LLC	United Arab Emirates	49	49
MAJV Pty Ltd	Australia	50	50
Northern Toll Road Construction Limited	South Africa	24	24
Steeledale Proprietary Limited	South Africa	30	30

* *These associates and joint ventures have a reporting period (31 December) which is different to that of the Group.*

50. GROUP OPERATING ENTITIES continued

Name	Country	Aveng Group effective consolidation %	
Joint Operations		**2024**	**2023**
McConnell Dowell / ABI ADP (Adelaide Desalination)	Australia	50	50
McConnell Dowell / BMD Constructions (Fitzroy to Gladstone pipeline)	Australia	50	50
McConnell Dowell / CPB Contractors (Tram Grade Separation Project)	Australia	50	-
McConnell Dowell / Decmil (Mordialloc Bypass)	Australia	60	60
McConnell Dowell / Diona JV - SA Water Frameworks Project	Australia	50	50
McConnell Dowell / Downer JV – Downer (formerly) Hawkins (Connectus CRL)	New Zealand	-	50
McConnell Dowell / Downer JV – CSM2	New Zealand	50	50
McConnell Dowell / Downer EDI Works (Waurn Ponds)	Australia	50	50
McConnell Dowell / Downer JV – (Wynyard Edge Alliance)	New Zealand	-	50
McConnell Dowell / DT Infrastructure (Waurn Ponds)	Australia	50	-
McConnell Dowell / Fletchers / Obayashi (Waterview maintenance)	New Zealand	23	23
McConnell Dowell / Fulton Hogan / HEB Contractors (Northern Pathway Alliance)	New Zealand	33	33
McConnell Dowell / Fulton Hogan Joint Venture	New Zealand	50	50
McConnell Dowell / GE Betz/ United Group Infrastructure (WSRW)	Australia	20	20
McConnell Dowell / Georgiou / Arcadis / BG&E (Midland Station)	Australia	52	52
McConnell Dowell / Heb (Pukekohe)	New Zealand	50	50
McConnell Dowell / Heb (Wellington Sludge Minimisation)	New Zealand	50	-
McConnell Dowell / John Holland (Kidston Hydro)	Australia	50	50
McConnell Dowell / John Holland McConnell Dowell JV – JRL 108 (LTA)	Singapore	100	100
McConnell Dowell / John Holland (Papakura to Pukekohe)	New Zealand	50	50
McConnell Dowell / Lend Lease (MLJV Pty Ltd)	Australia	50	50
McConnell Dowell / Marina Technologies and Construction – MBS	Singapore	-	65
McConnell Dowell / Martinus Rail JV (Murray Basin)	Australia	80	80
McConnell Dowell / Obayashi JV (Warragamba Dam)	Australia	60	60
McConnell Dowell / OHL SA (K2K)	Australia	50	50
McConnell Dowell / SYS (SPJ)	Malaysia	-	65
McConnell Dowell PP Pesero TBK JV – Palembang City Sewerage Project	Indonesia	50	50
Northern Toll Roads Joint Venture	South Africa	50	50

CONTENTS

The reports and statements set out below comprise the separate annual financial statements presented to the shareholders:

SEPARATE STATEMENT OF FINANCIAL POSITION

as at 30 June 2024

	Notes	2024 Rm	2023 Rm
ASSETS			
Non-current assets			
Investments in subsidiaries	2	**3 950**	3 934
Amounts owing by subsidiaries	3	**118**	143
		4 068	4 077
Current assets			
Amounts owing by subsidiaries	3	**232**	232
Other receivables		**-**	3
Taxation receivable		**-**	1
Cash and bank balances	4	**-**	101
		232	337
TOTAL ASSETS		**4 300**	4 414
EQUITY AND LIABLITIES			
Equity			
Stated capital	5	**5 133**	5 107
Other Reserves		**(363)**	(358)
Accumulated losses		**(1 075)**	(997)
		3 695	3 752
LIABILITIES			
Non-current liabilities			
Amounts owing to subsidiaries	3	**496**	566
		496	566
Current liabilities			
Amounts owing to subsidiaries	3	**91**	82
Trade and other payables	6	**18**	14
		109	96
TOTAL LIABILITIES		**605**	662
TOTAL EQUITY AND LIABILITIES		**4 300**	4 414

SEPARATE STATEMENT OF COMPREHENSIVE EARNINGS

for the year ended 30 June 2024

	Notes	2024 Rm	2023 Rm
Operating expenses		**(38)**	(52)
Other earnings	8	**41**	689
Operating earnings	7	**3**	637
Management fees paid		**(19)**	(1)
Impairment of investment	2	**-**	(1 256)
Finance earnings	9	**3**	23
Other finance expenses	10	**(65)**	(2)
Loss before taxation		**(78)**	(599)
Taxation	11	**-**	-
Loss for the year		**(78)**	(599)
Other comprehensive earnings to be reclassified to earnings or loss in subsequent periods (net of taxation):			
Other comprehensive earnings for the year*		**-**	-
Total comprehensive loss for the year		**(78)**	(599)
Results per share (cents)			
Loss - basic		**(61)**	(475)
Loss - diluted		**(61)**	(475)
Number of shares (millions)			
In issue		**131.3**	131.3
Weighted Average		**128.4**	126.1
Diluted weighted average		**128.4**	126.1

* *Net of taxation*

SEPARATE STATEMENT OF CHANGES IN EQUITY

for the year ended 30 June 2024

	Stated Capital Rm	Equity-settled share-based payment reserve Rm	Foreign currency translation reserve Rm	Other reserves* Rm	Total other reserves Rm	Accumulated losses Rm	Total equity Rm
Year ended 30 June 2023							
Balance at 1 July 2022	**5 078**	**87**	**(54)**	**(377)**	**(344)**	**(398)**	**4 336**
Loss for the year	-	-	-	-	-	(599)	(599)
Total comprehensive loss for the year	-	-	-	-	-	(599)	(599)
Equity settled share-based payment - shares granted	-	15	-	-	15	-	15
Equity settled share-based payment - shares vested	29	(29)	-	-	(29)	-	-
Total contributions and distributions to owners of company recognised directly in equity	**29**	**(14)**	-	-	**(14)**	-	**15**
Balance at 30 June 2023	**5 107**	**73**	**(54)**	**(377)**	**(358)**	**(997)**	**3 752**
Year ended 30 June 2024							
Balance at 1 July 2023	**5 107**	**73**	**(54)**	**(377)**	**(358)**	**(997)**	**3 752**
Loss for the year	-	-	-	-	-	(78)	(78)
Total comprehensive loss for the year	-	-	-	-	-	(78)	(78)
Equity settled share-based payment - shares granted	-	21	-	-	21	-	21
Equity settled share-based payment - shares vested	26	(26)	-	-	(26)	-	-
Total contributions and distributions to owners of company recognised directly in equity	**26**	**(5)**	-	-	**(5)**	-	**21**
Balance at 30 June 2024	**5 133**	**68**	**(54)**	**(377)**	**(363)**	**(1 075)**	**3 695**
Note	5	12					

* *This is as a result of the amendment to the loan agreement with Aveng Australia Holdings Proprietary Limited (subsidiary) in prior periods, in which interest charged on the loan since inception had been waivered. It was treated as capital due to the Parent/ Subsidiary relationship.*

SEPARATE STATEMENT OF CASH FLOWS

as at 30 June 2024

	Notes	2024 Rm	2023 Rm
Cash utilised by operating activities	14	**(16)**	(51)
Finance expenses paid	16	**-**	(2)
Finance earnings received	17	**6**	22
Taxation paid	15	**(1)**	-
Cash outflow from operating activities		**(11)**	(31)
Investing activities			
Subscription of shares in Aveng Moolmans Holdings		**-**	(300)
Dividends received		**-**	175
Loan advanced to associate		**-**	(210)
Loan repaid by associate		**-**	210
Repayment of loans by subsidiaries		**227**	226
Loans advanced to subsidiaries		**(159)**	(222)
Cash outflow from investing activities		**68**	(121)
Financing activities			
Loans advanced by subsidiaries		**130**	-
Settlement of amounts to subsidiaries		**(288)**	-
Cash outflow from financing activities		**(158)**	-
Net decrease in cash and bank balances		**(101)**	(152)
Cash and bank balances at beginning of the year		**101**	253
Total cash and bank balances at the end of the year	4	*****	101
Net cash position		**101**	101

** Less than R1 million*

1. BASIS OF PREPARATION

The separate financial statements have been prepared on the historical cost basis, except for certain financial assets which are measured at fair value.

The accounting policies adopted are consistent with those of the Group's financial statements.

2. INVESTMENTS IN SUBSIDIARIES

Name of company	Country	% holding 2024	2024 Rm	2023 Rm
Aveng Australia Holdings Proprietary Limited	Australia	100	**1 531**	1 526
Capital contribution to Aveng Australia Holdings Proprietary Limited (bifurcation of loan)	Australia	100	**368**	368
Aveng Africa Proprietary Limited	South Africa	100	**-**	-
Aveng Corporate Proprietary Limited	South Africa	100	**11**	-
Aveng Moolmans Holdings Proprietary Limited	South Africa	100	**2 040**	2 040
Moolmans Mauritius Proprietary Limited	Mauritius	100		*
Aveng Properties Proprietary Limited	South Africa	100	*****	*
Aveng Management Company Proprietary Limited	South Africa	100	*****	*
			3 950	3 934
Reconciliation of investments in subsidiaries				
Opening balance			**3 934**	3 803
Investment in Aveng Moolmans Holdings Proprietary Limited			**-**	300
Capital contribution to Aveng Moolmans Holdings Proprietary Limited**			**-**	1079
Investment in Moolmans Mauritius Proprietary Limited			*****	-
Impairment of investment in Aveng Africa Proprietary Limited			**-**	(1 256)
IFRS 2 Share based payment - granting of instruments to subsidiary employees			**16**	8
			3 950	3 934

* *Amounts are less than R1 million.*

** *The directors agreed to a capitalisation of the loan between the Company and Aveng Moolmans Holdings Proprietary Limited. Consequently, R1,1 billion has been transferred to the investment.*

All of the entities listed above are consolidated into the Group structure.
The carrying amount of the subsidiaries are shown net of impairment losses.

Impairment of Investment in Aveng Africa Proprietary Limited

In the prior year, an impairment assessment was performed on the investment in Aveng Africa Proprietary Limited following the disposal of the net assets of Trident Steel, a division of Aveng Africa and the disposal of Moolmans, a division of Aveng Africa, as a going concern to Aveng Moolmans Holdings Proprietary Limited. Aveng Limited owns, directly or indirectly, 100% of both Aveng Africa Proprietary Limited and Aveng Moolmans Holdings Proprietary Limited before and after the disposal. An impairment loss of R1 256 million was required in order to show the investment at an appropriate recoverable amount. This recoverable amount was based on the remaining net asset value of Aveng Africa, adjusted for specific value-in-use factors expected to influence the net asset value within the next 12 months. The fair value of these assets falls within *Level 3* of the hierarchy identified in *IFRS 13*.

3. AMOUNTS OWING BY / (TO) SUBSIDARIES

	2024 Rm	2023 Rm
Reconciliation of amounts owing by subsidiaries		
Opening balance	**375**	370
Cash movement	**(72)**	4
Non-cash movement*	**47**	1
Balance at the end of the year	**350**	375
Reconciliation of amounts owing to subsidiaries		
Opening Balance	**(648)**	(75)
Cash movement	**162**	-
Non-cash movement	**(101)**	(573)
Balance at the end of the year	**(587)**	(648)
Non-interest bearing to subsidiaries	**350**	375
Non-interest bearing from subsidiaries	**(587)**	(648)
Net amounts owing by subsidiaries	**(237)**	(273)
Non-current assets	**118**	143
Current assets	**232**	232
Non-current liabilities	**(496)**	(566)
Current liabilities	**(91)**	(82)
Net amounts owing by subsidiaries	**(237)**	(273)

* *In the current year, non- cash movements include a dividend in specie of R41 million.*

4. CASH AND BANK BALANCES

	2024 Rm	2023 Rm
Cash and bank balances**	*	101
	*	101

* *Less than R1 million*

** *The cash balance at year end is part of the committed inter-group support and guarantee structure implemented through Aveng Limited.*

5. STATED CAPITAL

	2024 Rm	2023 Rm
Authorised		
Ordinary shares		
Number of shares	**361 764 068**	361 764 068
Value (Rm)	**9 044**	9 044
Class A shares		
Number of shares	**1 000 000 000**	1 000 000 000
Value (Rm)	**5 000**	5 000
Issued		
Ordinary shares		
Number of shares	**127 135 041**	127 135 041
Value (Rm)	**5 102**	5 076
Class A shares		
Number of shares*	**4 155 979**	4 155 979
Value (Rm)	**31**	31
Stated capital (Rm)	**5 133**	5 107
Shares held in terms of equity-settled share-based payment plan		
- Number of shares (after share consolidation)	**2 897 646**	5 343 186
- Market value (Rm)	**20**	65

Reconciliation of number of shares issued	**Number of shares**	Number of shares
Opening balance	**131 291 020**	129 483 343
Share issue - Equity-settled share-based payment plan (29 June 2023)	**-**	1 807 677
Closing balance	**131 291 020**	131 291 020
Less: treasury shares	**(2 897 646)**	(5 343 186)
Number of shares in issue excluding treasury shares	**128 393 374**	125 947 834

* *Aveng Class A Shares rank pari passu with Aveng Ordinary Shares (save for voting rights)*

6. TRADE AND OTHER PAYABLES

	2024 Rm	2023 Rm
Shareholders for dividends	**6**	6
Accrued expenses	**12**	8
	18	14

7. OPERATING LOSS

	2024 Rm	2023 Rm
Operating loss for the year is stated after accounting for the following:		
Auditors' remuneration - fees	**(10)**	(8)
Directors' fees	**(10)**	(10)
Consulting Fees	**(9)**	(21)
Travel and entertainment expenses	**-**	(1)
Public company costs	**(3)**	(3)
IFRS 2 share-based payment expense	**(5)**	(6)

8. OTHER EARNINGS

	2024 Rm	2023 Rm
Dividends received - *in specie*	**41**	514
Dividends received - cash	**-**	175
	41	689

9. FINANCE EARNINGS

	2024 Rm	2023 Rm
Interest received on amounts owing by subsidiaries	**3**	3
Interest received on bank balances*	**-**	20
	3	23

* *Interest earned on positive bank balances throughout the year.*

10. OTHER FINANCE EXPENSES

	2024 Rm	2023 Rm
Interest incurred on amounts owing to subsidiaries	**65**	2
	65	2

11. TAXATION

	2024 Rm	2023 Rm
Major components of the taxation income		
Current taxation		
Local income taxation - current year	**-**	-
Total taxation	**-**	-
Reconciliation between applicable taxation rate and effective taxation rate:		
Applicable taxation rate	**27.0**	27.0
Exempt income / non-taxable income*	**(2.2)**	31.0
Deferred tax asset not recognised	**(5.4)**	-
Disallowable charges**	**(19.4)**	(58.0)
Effective taxation rate for the year	**-**	-

South African income tax is calculated at 27% (2023: 27%) of the taxable income for the year.

* *Exempt income relates to dividend income which does not represent taxable income*

** *Disallowed expenses relate to expenditure not incurred in the production of taxable income (2023: accounting impairments)*

12. EQUITY-SETTLED SHARE-BASED PAYMENT RESERVE

The Company has a forfeitable share plan in place under which certain senior executives have been granted shares in the Company. A description of the plan as well as the terms and conditions relating to awards made are disclosed in the remuneration report.

	2024 Rm	2023 Rm
Directors and prescribed officers of Aveng Limited participating in MIP		
Opening balance	**15**	24
Equity-settled share-based payment expense*	**-**	6
Equity-settled share-based payment vested	**(10)**	(15)
Equity-settled share-based payment forfeited	**(5)**	-
Directors and prescribed officers of Aveng Limited participating in MIP	**-**	15
Equity-settled share-based payment reserve associated to previous schemes	**40**	40
Directors and prescribed officers of subsidiaries of Aveng Limited participating in MIP	**-**	9
Directors and prescribed officers of subsidiaries of Aveng Limited participating in LTIP	**6**	-
Senior managers of subsidiaries of Aveng Limited participating in LTIP	**22**	9
Total Equity-settled share-based payment reserve	**68**	73

* *The equity-settled share-based payment expense recognised in the current year relates to the shares granted in the current year in accordance with the Long-term incentive plan 2022 (LTIP) rules. The equity-settled share-based awards vest when certain retention and non-market performance conditions are met. At 30 June 2024, the Group expects that all participants will meet the retention and performance conditions as established in the MIP plan. Refer to note 25: Share-based payments in the Consolidated Financial Statements for additional information on the performance and retention conditions.*

13. EQUITY-SETTLED SHARE-BASED PAYMENT

Equity-settled share-based payment plan

Management Incentive Plan

In terms of the Management Incentive Plan 2021 (MIP), senior executives of the Group, including executive directors and prescribed officers, were granted shares in the Group for no consideration. The specific issue of shares formed part of the Rights Offer transaction concluded on the 19 March 2021. The provision of shares will serve as a retention mechanism and an incentive mechanism over a three-year period.

As soon as was practically possible following the completion of the Rights Offer on 19 March 2021, a portion of the awards to Group Executives vested in line with the rules of the MIP. The remaining awards were subject to the satisfaction of retention and / or performance conditions measured over the performance period ending 30 June 2022 and 30 June 2023 respectively. The performance awards that vest at 30 June 2022 are subject to re-testing at 30 June 2023 if the performance conditions are not met at 30 June 2022.

There is no remaining contractual life for the shares outstanding at 30 June 2023.

	Number of shares 2024	Number of shares 2023
The movements during the year were as follows:		
Opening balance	**3 330 268**	6 976 000
Shares vested / exercised*	**(2 136 000)**	(3 308 121)
Shares forfeited	**(1 194 268)**	(337 611)
	-	3 330 268
Fair value of shares granted to participants (R per share)	**-**	7,50
Total value of unvested shares to participants (Rm)	**-**	25

* *The shares were part of a specific rights issue in the name of the participants and are currently held in escrow accounts until vesting*

13. EQUITY-SETTLED SHARE-BASED PAYMENT

Equity-settled share-based payment plan

Long Term Incentive Plan 2022

In terms of the Long Term Incentive Plan 2022 (LTIP 2022), senior executives of the Group, are granted shares in the Group for no consideration. The provision of shares will serve as a retention mechanism and an incentive mechanism over a three-year period.

The awards will be subject to the satisfaction of retention and / or performance conditions measured over the performance period ending 30 June 2022, 30 June 2023 and 30 June 2024 respectively. The performance awards that vest at 30 June 2023 are not subject to re-resting at 30 June 2024 if the performance conditions are not met at 30 June 2022.

The fair value of the shares is estimated at the grant date taking into account the terms and conditions contained in the LTIP2022 rules as well as the rights associated with these shares to participate in dividends and shareholder rights from grant date. The shares are subject to forfeit if the employee leaves the employment of the Group prior to the vesting dates and/or if performance conditions are not met. On resignation, retirement, retrenchment or dismissal, all unvested awards of the participant will be forfeited immediately on the date on termination of the employment. Where the employment of the participant is terminated as a result of death, all of a participant's unvested awards will vest on the date of termination of employment. The plan is settled in shares and therefore is equity-settled. There are no portions of the plan that have been or will be cash-settled.

The movement during the year was as follows:

	2024 Number of shares	2023 Number of shares
Opening balance	**5 049 160**	1 567 100
Shares granted	**615 800**	3 795 400
Shares vested / exercised	**(973 565)**	(288 680)
Shares forfeited	**(398 165)**	(24 660)
	4 293 230	5 049 160
Fair value of shares granted to participant (R per share)	**13,48**	13,48
Total value of forfeitable shares to participants (Rm)	**58**	68

14. CASH UTILISED FROM OPERATIONS

	Note	2024 Rm	2023 Rm
Loss before taxation		**(78)**	(599)
Adjustments for:			
Finance earnings	9	**(3)**	(23)
Finance and transaction expenses	10	**65**	2
Dividends received	8	**(41)**	(689)
Cash utilised from operations		**(57)**	(1 309)
Non-cash and other movements	14.1	**37**	1 262
Cash utilised from operations		**(20)**	(47)
Changes in working capital	14.2	**4**	(4)
		(16)	(51)

14.1 Non-cash and other movements

	Note	2024 Rm	2023 Rm
IFRS 2 Share based payment - granting of instruments to participants	7	**5**	6
Impairment of investment		**-**	1 256
Management fees		**19**	-
Non-cash operating expenses		**13**	-
		37	1 262

14.2 Movements in working capital

	Note	2024 Rm	2023 Rm
Increase / (decrease) in trade and other payables		**4**	(4)
		4	(4)

15. TAXATION PAID

	Note	2024 Rm	2023 Rm
Amounts unpaid at the beginning of the year		**1**	1
Amounts charged to the statement of comprehensive earnings – normal tax	11	**-**	-
Amounts unpaid at the end of year		**-**	(1)
		1	-

16. FINANCE AND TRANSACTION EXPENSES PAID

	Note	2024 Rm	2023 Rm
Amounts charged to the statement of comprehensive earnings		**65**	2
Movement in finance expenses unpaid		**(65)**	-
		-	2

17. FINANCE EARNINGS RECEIVED

	Note	2024 Rm	2023 Rm
Interest received		**3**	23
Movement in accrued finance earnings		**3**	(1)
		6	22

18. CONTINGENT LIABILITIES

	Note	2024 Rm	2023 Rm
Contingent liabilities at reporting date, not otherwise provided for in the financial statements, arising from:			
Parent Company guarantees issued in:			
- Australasia and Asia (A$m)		**2**	2

Contract performance guarantees issued by the parent company on behalf of its Group companies are calculated either on the basis of all or part of the contract sum of each respective assignment, depending on the terms of the agreement, without being offset against amounts received as compensation from the customer.

19. RELATED PARTIES

During the year the Company and its subsidiaries, in the ordinary course of business, entered into various transactions. There were no related party transactions with directors or entities in which the directors have a material interest.

Directors' emoluments

Refer to *note 45: Directors' emoluments* in the Group financial statements for detail.

	2024 Rm	2023 Rm
Related party balances		
Net indebtedness due by / (to) subsidiaries		
Aveng Africa Proprietary Limited*	**(489)**	**(569)**
Aveng Moolmans Holdings Proprietary Limited	**230**	**231**
Aveng Corporate Proprietary Limited	**(22)**	**17**
Aveng Australia Holdings Proprietary Limited	**120**	**124**
Aveng Limited Share Purchase Trust	**(76)**	**(76)**
	(237)	**(273)**
Related party transactions		
Finance earnings		
Aveng Africa Proprietary Limited	**3**	**-**
Trident Steel Holdings BEE Company Proprietary Limited	**-**	**3**
	3	**3**
Finance expenses		
Aveng Africa Proprietary Limited	**63**	**-**
Aveng Limited Share Purchase Trust	**2**	**2**
	65	**2**
Dividend earnings		
Aveng Africa Proprietary Limited	**-**	**440**
Aveng Properties Proprietary Limited	**-**	**74**
Aveng Australia Holdings Proprietary Limited	**41**	**175**
	41	**689**
Management fees received / (paid)		
Aveng Corporate Proprietary Limited	**(21)**	**1**
Aveng Australia Holdings Proprietary Limited	**2**	**-**
	(19)	**1**

** Non-current loan with Aveng Africa carries interest at the prime lending rate and is fully repayable in June 2026.*

20. RISK MANAGEMENT

The Company is exposed to credit, liquidity and interest rate risks. In order to manage these risks, the Company may enter into transactions which make use of the financial instruments. The Company has developed a risk management process to facilitate, control and monitor these risks. This process includes formal documentation of policies, including limits, controls and reporting structures.

The Company actively monitors the following risks:

20.1 Capital risk management

The primary objective of the Company's capital management policy is to ensure that the Company maintains a strong credit rating and healthy capital ratios in order to support its business.

The Company manages its capital structure and makes adjustments to it in response to changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

No changes were made in the objectives, policies or processes during the years ended 30 June 2023 and 30 June 2024.

20. RISK MANAGEMENT continued

20.1 Capital risk management continued

The Company includes within its net cash position, cash and bank balances less borrowings and other liabilities.

Capital includes equity attributable to the equity-holders of the company of R3,7 billion (2023: R3,8 billion).

20.2 Liquidity risk

The Company remains confident that available cash resources, facilities and operating cash flows will be sufficient to meet its funding requirements. There have been no breaches or defaults on any payables during the period.

20.3 Interest rate risk

The Company does not have exposure to interest rate risk as there is no external debt.

Cash balances all carry interest at rates that vary in response to prevailing market rates in the respective geographical areas of the Company's operations.

No financial instruments are entered into to mitigate the risk of interest rates.

20.4 Credit risk

The Company's only material exposure to credit risk is in its cash balances (refer to *note 3*: Cash and bank balances) and amounts due from subsidiaries (refer to *note 3: Amounts owing by/(to) subsidiaries*). The maximum exposure to credit risk is set out in *note 3*: *Cash and bank balances*. There was no collateral held on the above balances as at the 2024 year end.

Deposits and cash balances are all kept at financial institutions with a high credit rating, as determined by credit rating agencies within a credit limit policy which is subject to regular review.

The Company's expected credit loss provision is immaterial.

20.5 Borrowing capacity

The Company's borrowings capacity is unlimited in terms of the Company's memorandum of incorporation.
The Company does not have any undrawn facilities.

20.6 Categories of financial instruments

All financial assets and liabilities of the Company are at amortised cost.

20.7 Maturity profile of financial instruments

The maturity profile of the recognised financial instruments is summarised below. These profiles represent the undiscounted cash flows that are expected to occur in the future.

Financial liabilities	Less than one year Rm	One to five years Rm	Beyond five years Rm	Total Rm
2024				
Non-derivative financial liabilities				
Amounts owing to subsidiaries	**91**	**496**	**-**	**587**
Trade and other payables	**18**	**-**	**-**	**18**
	109	**496**	**-**	**605**
2023				
Non-derivative financial liabilities				
Amounts owing to subsidiaries	82	566	-	648
Trade and other payables	14	-	-	14
	96	566	-	662

21. EVENTS AFTER THE REPORTING PERIOD

The directors are not aware of any matter or circumstance arising since the end of the reporting period not otherwise dealt with in the consolidated annual financial statements of Aveng Limited (Refer to *note 48: Events after the reporting period* in consolidated statements) which significantly affects the financial position of the Company as at 30 June 2024 or the results of its operations or cash flow for the year then ended.

AUDITOR'S ASSURANCE REPORT

for the year ended 30 June 2024

Auditor's Assurance Report on the compilation of the Supplementary information of Aveng Limited

To the Directors of Aveng Limited

Introduction

We have completed our assurance engagement to report on the compilation of the Supplementary information of Aveng Limited ("**Aveng**" or "**the Group**"), incorporated in the Aveng Audited Consolidated and Separate Annual Financial Statements for the year ended 30 June 2024 ("**2024 Financial Statements**") by the directors of Aveng ("**Directors**").

The Supplementary information comprises of each financial statement caption included in the supplementary consolidated statement of financial position and supplementary consolidated statement of comprehensive earnings for the year ended 30 June 2024, translated into South African Rand at a closing exchange rate for supplementary consolidated statement of financial position and at an average exchange rate for supplementary consolidated statement of comprehensive earnings ("**Pro forma Adjustments**") as set out in Annexure 1 to the 2024 Financial Statements ("**Supplementary Consolidated Statements**"), as well as the basis of preparation set out in note 1.3: Supplementary information, to the accounting policies forming part of the 2024 Financial Statements ("**Supplementary Information Accounting Policy**").

The Supplementary Consolidated Statements and the Supplementary Information Accounting Policy collectively comprise **the Supplementary Non-IFRS Financial information** to which this report relates.

The applicable criteria on the basis of which the Directors have compiled the Supplementary Non-IFRS Financial Information is specified in Johannesburg Stock Exchange Limited ("**JSE**") Listings Requirements ("**JSE Listings Requirements**"), including the JSE Guidance Letter: Presentation of pro forma financial information dated 4 March 2010, and described in the Supplementary Information Accounting Policy.

The Supplementary Non-IFRS Financial Information has been compiled by the Directors to assist the stakeholders in interpreting the financial performance of the Group in the previously reported currency. As part of this process the audited consolidated statement of financial position and audited consolidated statement of comprehensive earnings for the year ended 30 June 2024 ("**Audited Consolidated Statements**") have been extracted by the Directors from the 2024 Financial Statements on which an unmodified audit opinion has been issued on 19 August 2024.

Directors' responsibility for the Supplementary Non-IFRS Financial Information

The Directors are solely responsible for the compilation and presentation of the Supplementary Non-IFRS Financial Information on the basis of the applicable criteria specified in the JSE Listings Requirements including Guidance Letter: Presentation of pro forma financial information dated 4 March 2010, and described in the Supplementary Information Accounting Policy (the "**Applicable Criteria**").

Our independence and quality control

We have complied with the independence and other ethical requirements of the Code of Professional Conduct for Registered Auditors issued by the Independent Regulatory Board for Auditors (IRBA Code), which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behavior. 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).

KPMG Inc. applies the International Standard on Quality Management 1, which requires the firm to design, implement and operate a system of quality management including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Independent Auditor's responsibility

Our responsibility is to express an opinion about whether the Supplementary Non-IFRS Financial Information has been compiled, in all material respects, by the Directors on the basis specified in the JSE Listings Requirements, including the JSE Guidance Letter: Presentation of pro forma financial information dated 4 March 2010, and described in the Supplementary Information Accounting Policy.

AUDITOR’S ASSURANCE REPORT

for the year ended 30 June 2024

We conducted our engagement in accordance with International Standard on Assurance Engagements (ISAE) 3420, Assurance Engagements to Report on the Compilation of Pro Forma Financial Information Included in a Prospectus, issued by the International Auditing and Assurance Standards Board. This standard requires that the auditor plans and performs procedures to obtain reasonable assurance about whether the Directors have compiled, in all material respects, the Supplementary Non-IFRS Financial Information on the basis specified in JSE Listings Requirements, including the JSE Guidance Letter: Presentation of pro forma financial information dated 4 March 2010, and described in the Supplementary Information Accounting Policy. For purposes of this engagement, we are not responsible for updating or reissuing any reports or opinions on any historical financial information used in compiling the Supplementary Non-IFRS Financial Information. We note, however, that we audited the 2024 Financial Statements used in compiling the Supplementary Non-IFRS Financial Information. We issued our unmodified audit opinion on the 2024 Financial Statements on 19 August 2024.

The purpose of the Supplementary Non-IFRS Financial Information included in the 2024 Financial Statements is solely to assist the stakeholders in interpreting the financial performance of the Group in the previously reported currency.

A reasonable assurance engagement to report on whether the Supplementary Non-IFRS Financial Information has been compiled, in all material respects, on the basis of the Applicable Criteria involves performing procedures to assess whether the Applicable Criteria used by the Directors in the compilation of the Supplementary Non-IFRS Financial Information provides a reasonable basis for presenting the events and conditions to obtain sufficient appropriate evidence about whether:

- The Pro forma Adjustments give appropriate effect to the Applicable Criteria; and
- The Supplementary Non-IFRS Financial Information reflects the proper application of the Pro forma Adjustments to the unadjusted Audited Consolidated Statements of the Group.

Our procedures selected depend on our judgment, having regard to our understanding of the nature of the Group and the Pro forma Adjustments in respect of the Supplementary Non-IFRS Financial Information has been compiled and other relevant engagement circumstances.

Our engagement also involves evaluating the overall presentation of the Supplementary Non-IFRS Financial Information.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

In our opinion, the Supplementary Non-IFRS Financial Information has been compiled, in all material respects, on the basis of the Applicable Criteria specified in the JSE Listings Requirements, including the JSE Guidance Letter: Presentation of pro forma financial information dated 4 March 2010, and described in the Supplementary Information Accounting Policy.

Restriction on use

This report has been prepared for the purpose of satisfying the requirements of the JSE Listings Requirements, and for no other purpose.

KPMG Inc.

Per FHC von Eckardstein
Chartered Accountant (SA)
Registered Auditor
Director
19 August 2024

ANNEXURE 1 – SUPPLEMENTARY CONSOLIDATED STATEMENT OF FINANCIAL POSITION

as at 30 June 2024

	2024 Rm	2023 Rm
ASSETS		
Non-current assets		
Goodwill arising on consolidation	**100**	100
Property, plant and equipment	**2 870**	2 968
Right-of-use assets	**713**	489
Infrastructure investments	**142**	142
Deferred taxation	**1 282**	1 006
Lease receivables	**292**	400
Other non-current assets	**28**	20
	5 427	5 125
Current assets		
Inventories	**250**	262
Contract assets	**6 460**	5 302
Trade and other receivables	**374**	427
Taxation receivable	**-**	27
Lease receivables	**98**	81
Cash and bank balances	**2 772**	2 381
	9 954	8 480
Assets Held for Sale	**-**	59
TOTAL ASSETS	**15 381**	13 664
EQUITY AND LIABILITIES		
Equity		
Stated capital	**4 801**	4 776
Other reserves	**1 621**	1 678
Accumulated losses	**(2 989)**	(3 305)
Equity attributable to equity-holders of parent	**3 433**	3 149
Non-controlling interest	**6**	6
TOTAL EQUITY	**3 439**	3 155
LIABILITIES		
Non-current liabilities		
Deferred taxation	**290**	218
External borrowings and other liabilities	**426**	504
Lease liabilities	**877**	854
Provisions	**52**	86
Employee-related payables	**490**	446
	2 135	2 108
Current liabilities		
Contract liabilities	**2 617**	2 165
External borrowings and other liabilities	**233**	516
Lease liabilities	**383**	300
Employee-related payables	**409**	284
Trade and other payables	**5 693**	4 716
Provisions	**402**	420
Taxation payable	**70**	-
	9 807	8 401
TOTAL LIABILITIES	**11 942**	10 509
TOTAL EQUITY AND LIABILITIES	**15 381**	13 664

* *Supplementary non-IFRS information. Converted at a closing exchange rate of R12.17/A$1 (2023: R12.55/A$1).*

ANNEXURE 1 – SUPPLEMENTARY CONSOLIDATED STATEMENT OF COMPREHENSIVE EARNINGS

for the year ended 30 June 2024

	2024 Rm	2023 Rm
Continuing operations		
Revenue	**37 450**	28 865
Cost of sales	**(35 299)**	(28 422)
Gross earnings	**2 151**	443
Other earnings	**74**	109
Operating expenses	**(1 800)**	(1 610)
Loss from equity-accounted investments	**(1)**	(2)
Operating earnings / (loss) before capital items	**424**	(1 060)
Capital earnings / (expenses)	**(90)**	9
Operating earnings / (loss) after capital items	**334**	(1 051)
Finance earnings	**142**	77
Finance expenses	**(278)**	(200)
Earnings / (loss) before taxation	**198**	(1 174)
Taxation	**117**	57
Earnings / (loss) from continuing operations	**315**	(1 117)
Discontinued operations		
Earnings from discontinued operations, net of taxation	**-**	120
Exchange differences on translating foreign operations reclassified to earnings or loss on derecognition	**-**	(436)
Gain / (loss) on disposal of assets Held for Sale and fair value adjustment	**-**	150
Loss from discontinued operations	**-**	(166)
Earnings / (loss) for the year	**315**	(1 283)

* *Supplementary non-IFRS information. Converted at an average exchange rate of R12.27/A$1 (2023: R12.34/A$1).*

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