



ARGENT
Industrial Limited
2024

CONTENTS

Corporate Profile.....	2
Group Key Values.....	2
Operation Locations.....	3
Financial Highlights.....	4
Five-Year Review	5
Administration.....	6
Directorate.....	7
Sustainability Report	8
Value-Added Statement.....	10
Corporate Governance Report.....	11
Board of Directors.....	14
Certificate by the Company Secretary	20
Preparation of the Financial Statements.....	20
Statement by the Chief Executive Officer and Financial Director.....	20
Chief Executive Officer’s Review	21
Directors’ Report.....	23
Independent Auditor’s Report	25
Group and Company Statements of Financial Position	30
Group and Company Statements of Profit or Loss.....	31
Group and Company Statements of Other Comprehensive Income	31
Group and Company Statements of Changes in Equity.....	32
Group and Company Statements of Cash Flows.....	33
Notes to the Group and Company Financial Statements	34
Subsidiary Companies.....	81
Analysis of Shareholders/Beneficial Holders.....	82
Shareholders in Excess of Five Percent	82
Director’s Shareholding	83
JSE Limited Performance.....	83
Summary of Shareholder Spread	84
Shareholder’s Diary.....	85
Reports and Profit Statement.....	85
Notice of Annual General Meeting	86
Annexure A: Argent Industrial Limited Remuneration Policy.....	92



CORPORATE PROFILE

Argent Industrial Limited is largely a steel-based beneficiation group with a very diverse portfolio of businesses that include international brands.

The business portfolio consists of American Shutters, Argent Industrial Engineering, Argent Industrial Investments, Castor and Ladder, Gammid Group, Hendor Mining Supplies, Jetmaster, Koch's Cut and Supply Steel Centre, Megamix, New Joules Manufacturing, Phoenix Steel Group, Pro Crane Services, Tricks Wrought Iron Services, Xpanda Security, Cannock Gates & Burbage Iron Craft, OSA Door Parts, New Joules Engineering North America, Fuel Proof, Roll-Tec Safety, Partington Engineering, Argent Industrial UK, Fluid Transfer International and Flofuel Support.

These businesses cover a huge spectrum of products from manufacturing and steel-based trading to concrete building products, mobile and static bunded fuel storage and dispensing systems and bespoke trolleys, with regional outlets that trade in a number of these products. The newer additions being custom-made adjustable louvre-shutters and market-leading aviation refuelling vehicles and systems.

The company has 24 operating units which operate throughout South Africa, the United Kingdom and United States of America.

Manufacturing is the biggest activity of the group and this, together with a strategy of vertical integration and being self-sufficient, has led the group to being totally diversified.

This protects the group from economic swings in any one segment of the market and is a catalyst for new growth opportunities.

The group's character is innovation, speed, delivery and service. Argent has a bold approach to business and is always seeking new investments and investors.

Our customers are the key to our success and so they enjoy our dedicated attention.

The Argent group's strategic intent is to grow profitability through streamlining the business by extracting maximum value from vertical integration and good management practice.

GROUP KEY VALUES

Argent endeavours to create a climate in which competent executives can flourish while co-ordinating their efforts towards a unity of purpose that enhances the creation of wealth.

The group's key values are:

- seeking long-term, sustained, real growth for shareholders;
- maintaining a balance in the investment of its resources in focused markets;
- conducting business with professionalism and integrity;
- developing long-term relationships through co-operation and fair play;
- practicing financial prudence;
- meeting all legal and moral obligations;
- generating an eagerness to learn and improve;
- respecting the dignity and human rights of all employees; and
- maintaining a high standard in the areas of workplace safety and health.



OPERATION LOCATIONS

South Africa

Manufacturing

Argent Industrial Engineering	Western Cape
American Shutters	Western Cape, Gauteng and KwaZulu-Natal
Castor and Ladder	Gauteng and KwaZulu-Natal
Hendor Mining Supplies	Gauteng
Jetmaster	Gauteng
Koch's Cut & Supply Steel Centre	KwaZulu-Natal
Megamix	Western Cape
New Joules Manufacturing	Gauteng
Pro Crane Services	Gauteng and KwaZulu-Natal
Tricks Wrought Iron Services	KwaZulu-Natal
Xpanda Security	KwaZulu-Natal, Gauteng and Western Cape

Steel trading

Gammid KZN	KwaZulu-Natal
Phoenix Steel Gauteng	Gauteng
Phoenix Steel Natal	KwaZulu-Natal

Properties

Argent Industrial Investments	KwaZulu-Natal, Gauteng and Western Cape
-------------------------------	---

United States of America

Manufacturing

New Joules Engineering North America	Kansas City
--------------------------------------	-------------

United Kingdom

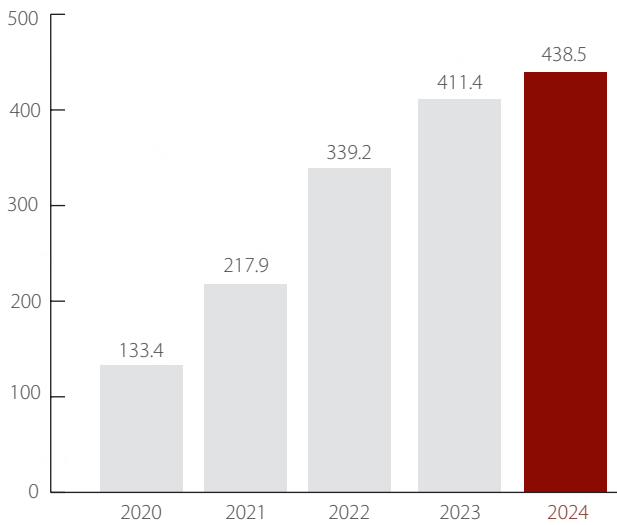
Manufacturing

Cannock Gates & Burbage Iron Craft	Cannock
OSA Door Parts	Runcorn
Fuel Proof	Heysham
Roll-Tec Safety	Heysham
Argent Industrial UK	Heysham
Partington Engineering	Cinderford
Fluid Transfer International	Nailsworth
Flofuel Support	Witney

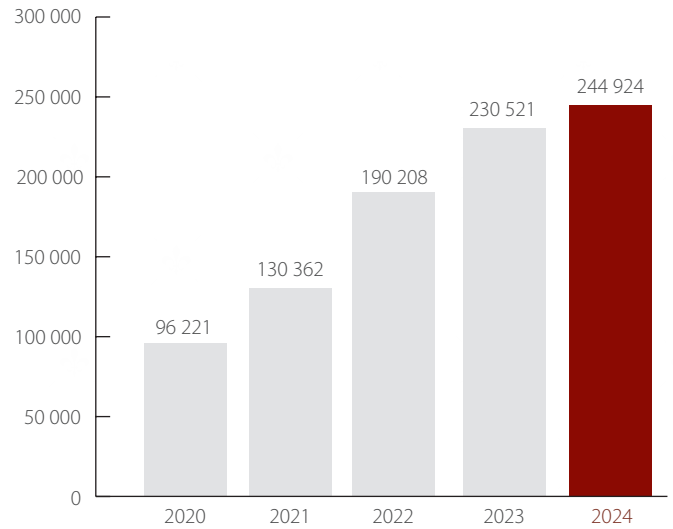


FINANCIAL HIGHLIGHTS

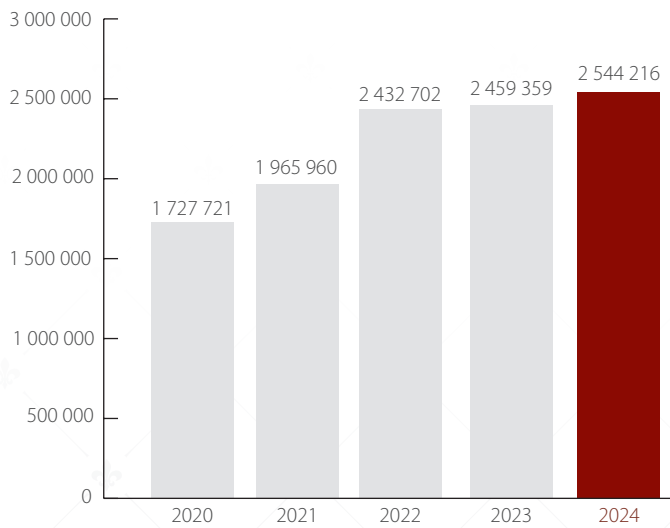
HEADLINE EARNINGS PER SHARE (CENTS)



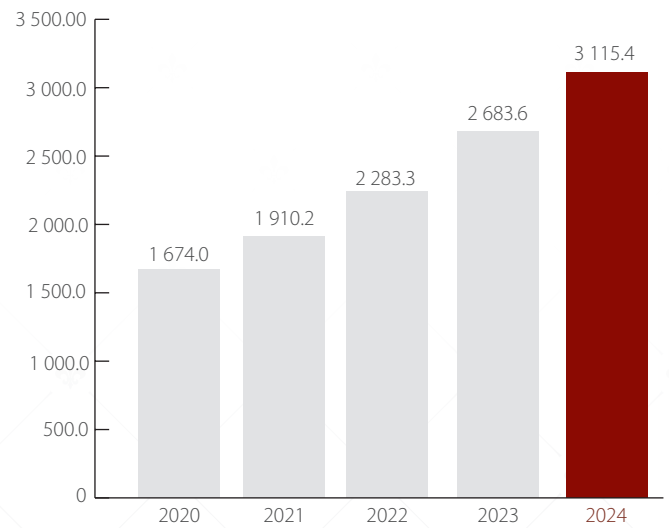
ATTRIBUTABLE EARNINGS (R 000)



REVENUE (R 000)



NET ASSET VALUE PER SHARE (CENTS)



FIVE-YEAR REVIEW

	2024	2023	2022	2021	2020
Revenue (R 000)	2 544 216	2 459 359	2 432 702	1 965 960	1 727 721
Attributable earnings for the year (R 000)	244 924	230 521	190 208	130 362	96 221
Basic earnings per share (cents)	441.9	413.1	330.0	217.3	130.8
Diluted earnings per share (cents)	441.9	411.3	325.3	216.0	130.1
Headline earnings per share (cents)	438.5	411.3	339.2	217.9	133.4
Effective Tax rate (%)	26.3	19.3	23.9	25.3	17.4
Dividends per share (cents)	105.00	87.0	-	-	-
- Final prior	50.00	42.0	-	-	-
- Interim current	55.00	45.0	-	-	-
Dividend cover (times)	4.2	4.7	-	-	-
Net asset value per share (cents)	3 115.4	2 683.6	2 238.3	1 910.2	1 674.0
Net asset value per share (excluding intangibles) (cents)	2 577.0	2 184.1	1 788.7	1 565.2	1 422.3
Total assets employed (R 000) (excluding deferred taxation)	2 512 897	2 157 368	1 976 798	1 683 765	1 575 019
Return on shareholders' equity (%)	14.2	15.2	14.9	11.5	9.2
Gearing (%) (interest-bearing borrowings and lease liabilities/ equity)	6.8	9.4	14.4	16.9	23.1
Liquidity					
- Current ratio	2.6	2.8	2.3	2.7	3.5
- Current ratio excluding current portion of interest-bearing borrowings and lease liabilities	2.7	3.1	2.6	3.2	4.1
- Acid test ratio	1.5	1.4	1.3	1.7	2.0



ADMINISTRATION

Argent Industrial Limited

Reg. No.: 1993/002054/06

Secretary and registered office

Jaco Dauth
First floor, Ridge 63,
8 Sinembe Crescent,
La Lucia Ridge Office Estate, 4019
(PO Box 5108, Sinembe Park, La Lucia
Ridge Office Estate, 4019)
Tel: +27 31 791 0061
www.argent.co.za
Email: argent10@argent.co.za

Transfer secretaries

JSE Investor Services
One Exchange Square,
Gwen Lane,
Sandown, Sandton, 2196
(PO Box 4844, Johannesburg, 2000)
Tel: +27 11 713 0800

Bankers

Nedcor Limited
Corporate Banking Division Gauteng
First floor, Block F,
135 Rivonia Road,
Sandton, 2196
(PO Box 1144, Johannesburg, 2000)
Tel: +27 11 294 4444

Auditors

RSM South Africa Inc.
Executive City,
Corner of Cross St and Charmaine Ave,
Randburg, 2194
(PO Box 1734, Randburg, 2125)
Tel: +27 11 329 6000

Sponsor

PSG Capital
Suite 1105, 11th Floor,
Sandton Eye Building,
126 West Street,
Sandton, 2196
(PO Box 650957, Benmore, 2010)
Tel: +27 10 978 2434



DIRECTORATE

Teunis Scharrighuisen (79) (Netherlands)

Non-executive chairman

Appointed: 12 May 1993

Tony, an entrepreneur with many years of business experience, has been involved in businesses from property owning to opencast mining and earthmoving services. He served on a number of companies' boards as director, chairman and was the founding member and shareholder of the company now known as Argent.

Panagiotis Andrea Christofides BCompt (55)

Lead independent non-executive director

Appointed: 24 August 2016

Member of the nomination, audit and risk and remuneration committees.

Pedro has a BCompt degree from the University of Witwatersrand. He served as COO of Blue Label Distribution between 2007 and 2010. He is currently the CEO of Polsa Holdings Group of Companies Limited.

Clayton Dean Angus CA(SA) (56)

Independent non-executive director

Appointed: 18 May 2016

Chairs the audit and risk, and remuneration committees and is a member of the nomination and social and ethics committees.

Clayton is a Chartered Accountant (SA) and was the group financial director of Nutritional Holdings Limited, a JSE Alt-X company from 1 June 2012 to 2 March 2015. He was previously the CFO of NOAH (Nurturing Orphans of Aids for Humanity) and also a non-executive director at Argent from March 2013 to August 2015. Clayton served his articles of traineeship with KPMG and has vast experience in business, both in South Africa and London, where he worked for two years.

Khathutshelo Mapasa BSc Engineering (Chemical) (47)

Independent non-executive director

Appointed 10 April 2019

Member of the nomination, audit and risk, and remuneration committees.

K2 has a BSc Engineering (Chemical) from the University of Cape Town and has completed the Harvard Business School Management Development Program. He previously served as a non-executive director at Argent from August 2016 to February 2018 and resigned in order to fully focus on his core

responsibilities at Basil Read, where he is currently the CEO and MD. He started in 2014 as executive officer of the mining division and an executive committee member. Prior to joining Basil Read, K2 worked for one of the largest diamond mining multi national companies in various technical and senior managerial roles. He also holds a number of non-executive directorship positions in privately held companies.

Treve Robert Hendry CA(SA) (57) (British)

Chief executive officer

Appointed: 5 May 1997

Chairs the social and ethics committee.

Treve is a Chartered Accountant (SA) and served his articles of traineeship with Ernst & Young. After completing articles, Treve joined Ferreira's Hardware as a financial manager. In August 1995, he moved to PMT Steel, a subsidiary of Argent. In 1997 Treve was made financial director and in 1998 became managing director.

Hans Marthinus Meyer CA(SA) (37)

Financial director

Appointed: 1 October 2023

Member of the social and ethics committee.

Hansie is a Chartered Accountant (SA) and served his articles of traineeship with RAIN Chartered Accountants. After completing articles, Hansie started working at Toolroom Services, a subsidiary of Argent, in 2013 as a financial manager. He has since been involved in various companies across the Argent group and became the financial director in 2023.

Alfred Franz Litschka BSc (Metallurgy) MBA (58)

Executive director

Appointed: 1 January 2004

Fred joined De Beers Consolidated Mines as a plant metallurgist after graduating in 1990. Following stints at Premier Mine, Venetia Mine and De Beers Marine in Cape Town, Fred was appointed to the position of metallurgical manager in 1999. During this period he was responsible for production and metallurgical technical development for marine mining vessels. On completion of his tenure at De Beers Marine, Fred was promoted to De Beers head office as senior divisional metallurgist in 2001. Fred was the lead metallurgist for the Canadian Mines development. He completed an MBA from the Gordon Institute of Business Science at the end of 2004. Fred joined Argent in June 2005 as an executive director, initially, being appointed as a non-executive director.



SUSTAINABILITY REPORT

The group conducts its business with the aim of making a profit whilst at the same time returning value to those who have invested therein. We aim to build value for our shareholders by addressing our social, environmental and economic responsibilities.

ASSURANCE

We acknowledge that Argent's annual report, though a positive move toward compliance, is far from perfect and there are areas that can be improved upon. The directors are committed to applying themselves to that which we see as an opportunity for learning rather than just a vessel for information or a means to compliance. We have dedicated ourselves to ensuring that the non-financial information provided in this report is accurate and reasonably reflects the environmental, social and governance issues that are discussed in direct relation to the key drivers of the business.

RISK MANAGEMENT

The board is responsible for the total process of risk management for the group and uses the risk assessment monitor as its main source of information to determine the effectiveness of the group's risk management process. The objective of risk management is to identify, assess, manage and monitor the risks to which the business is exposed. These include credit granting, crime, shifts in spending patterns, foreign currency risks as well as interest rate risks. Operational and financial risks are managed through detailed systems of operating and financial controls which are reviewed and monitored regularly.

Losses from defaulting debtors are limited by stringent credit application criteria and clearly defined credit and collection policies. These are reviewed regularly in light of prevailing economic conditions and bad debt statistics.

With the assistance of expert insurance consultants, risks are assessed and insurance cover purchased for all risks above predetermined self-insured limits. Levels of cover are reassessed annually considering claims experienced and changes within and outside of the group.

The following key risk areas have been identified for monitoring:

- De-industrialisation of South Africa – the decline in manufacturing and capital spend are indicators that will result in declining revenue and profitability for the group and only diversification away from the South African market will mitigate this risk.

- Political and labour instability – the growing risk of labour and political instability is forcing diversification to more geographically stable regions.
- Energy price and availability risk – the lack of stability of electrical supply is disruptive to economic and business recovery and the need to invest in power supply independent of the national grid over and above basic generators is critical.
- New South African Government – the fact that it will consist of coalition parties from 2024, a situation that is new and its impact on businesses is unknown.
- United Kingdom general elections – the varying pledges by political parties before the 2024 elections that could impact manufacturing industries in the UK.

SOCIAL RESPONSIBILITIES

The group acknowledges its social responsibilities towards the communities in which it operates and deserving institutions at large. Each year the board sets aside a specific amount for corporate social investment. Currently a child and youth care centre in KwaZulu-Natal receives the benefit of financial support from Argent as part of our ongoing commitment to the community.

EQUALITY

The group is an equal opportunity employer and there is no discrimination on the basis of ethnic origin or gender in any manner. A number of programmes are in place to ensure that the group's employee profile will become increasingly representative of the demographics of the regions in which it operates while maintaining the group's high standards.

EMPLOYEE PARTICIPATION

The group will continue to have its operating decisions made at the appropriate levels. Participative management lies at the heart of this strategy, which relies on building employee partnerships at every level to foster mutual trust and respect, and to create an environment where people are continually mentored to strive for self-improvement. The group strives to liberate the initiative and energies of its people, because it is they who make the difference in the group's performance.



ETHICS AND VALUES

The group endeavours to act with honesty, responsibility, and professional integrity in its dealings with employees, shareholders, customers, suppliers, and society at large. Employees are required to maintain the highest ethical standards in ensuring that business practices are conducted in a manner, which in all reasonable circumstances, is above reproach. In any instance where ethical standards are called into question, the circumstances are thoroughly investigated and resolved in an appropriate and fair manner. The group endeavours at all levels within the organisation to work against all forms of corruption and dishonesty.

Argent is committed to the following:

- employee development;
- participation and empowerment;
- respect, dignity and equal opportunity;
- a safe and healthy work environment;
- community and environmental commitment;
- open communication;
- continuous improvement; and
- product quality and customer service

ENVIRONMENTAL SUSTAINABILITY

The group is conscious of the fact that in carrying out its activities there is a potential risk of environmental damage. Efforts have been made to educate all employees in best practice so as to avoid long-term damage to the environment and atmosphere through the inappropriate use of plant and equipment.

Our underlying environmental philosophy is the adoption of protective strategies to manage and control the impact of our manufacturing operations upon the environment, while at the same time safeguarding our assets and human resources.

HEALTH AND SAFETY

We comply with the Occupational Health and Safety Act and Department of Labour rules and regulations.

STAKEHOLDER ENGAGEMENT

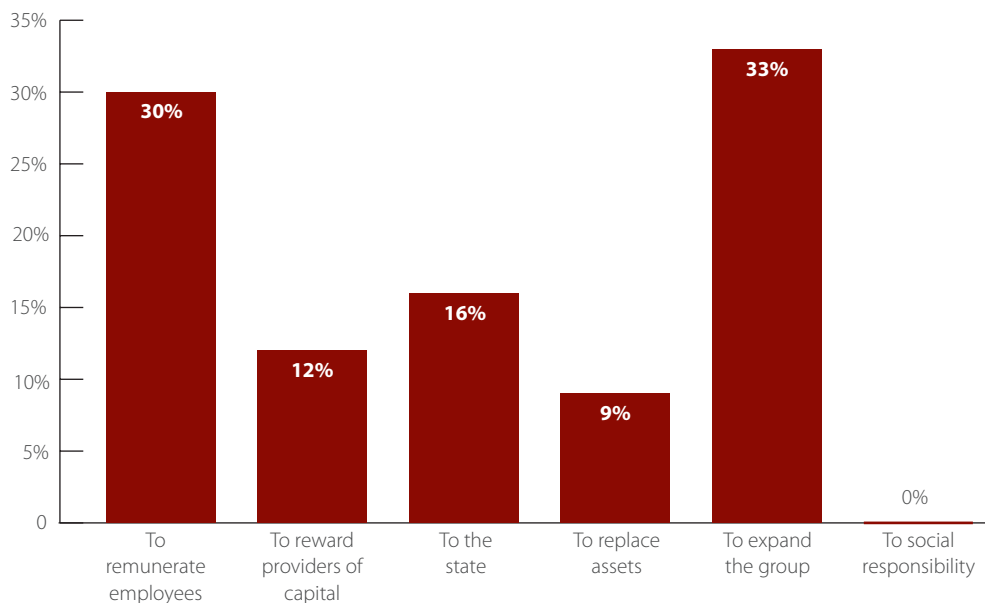
As a JSE Listed entity, Argent Industrial Limited complies with legal communication requirements. We believe in regular dialogue with various stakeholders and the investor community as a whole. Regular SENS announcements are published to keep stakeholders informed, while our website provides up-to-date information regarding the group.



VALUE-ADDED STATEMENT

Value-added is the wealth created by the group and its employees by supplying its services and expertise. This statement shows how the value was shared by those responsible for its achievements.

	2024 R 000	2023 R 000
Revenue	2 544 216	2 459 359
Purchased materials and services	1 971 908	1 946 154
	572 308	513 205
Non-operating income	1 173	699
Value-added	573 481	513 904
Applied as follows:		
To remunerate employees:		
Salaries, wages, pensions, bonuses and other benefits	173 214	156 345
To reward providers of capital:		
Interest on loans	71 499	63 301
Dividends to shareholders	13 159	14 466
	58 340	48 835
To the state:		
Company tax	90 121	56 496
To replace assets:		
Depreciation and amortisation	51 886	55 685
To expand the group:		
Retained earnings	186 584	181 686
	186 584	181 686
To social responsibility:		
Donations	177	391
	573 481	513 904



CORPORATE GOVERNANCE REPORT

The directors of Argent Industrial Limited (**Argent or the company or the group**) regard corporate governance as vitally important to the success of the group's business and are unreservedly committed to applying the principles necessary to ensure that good governance is practised. For this, they accept full responsibility. These principles include discipline, independence, responsibility, fairness, social responsibility, transparency and accountability of the directors to all stakeholders. Corporate governance within the group is managed by a unitary board of directors and several sub-committees of the board.

The board is of the opinion that the group was established and incorporated within the provisions of the South African Companies Act No. 71 of 2008 (**the Companies Act**) and operates in conformity with its Memorandum of Incorporation.

It has complied, throughout the accounting period, with all the objectives incorporated in the King IV Report on Corporate Governance™ for South Africa, 2016 (**King IV™**) and the Listings Requirements of the JSE Limited (**JSE Listings Requirements**) as set out in the King IV compliance summary below:

PRINCIPLE	APPLICATION/ EXPLANATION
1. The governing body should lead ethically and effectively.	The board of directors of Argent hold each other accountable for decision-making and ethical behaviour. The chairman of the board oversees this on an ongoing basis. This responsibility is contained in the board's terms of reference.
2. The governing body should govern the ethics of the organisation in a way that supports the establishment of an ethical culture.	The board, through the social and ethics committee, is responsible for the monitoring and governance of the ethics of the group. This is contained in the social and ethics committee's terms of reference. Argent's code of ethics guides the interaction between employees, clients, stakeholders, suppliers and the communities within which it operates.
3. The governing body should ensure that the organisation is and is seen to be a responsible corporate citizen.	The board, together with the social and ethics committee, is responsible for monitoring the overall responsible corporate citizenship performance of the group. Argent supports a child and youth care centre in KwaZulu-Natal.
4. The governing body should appreciate that the organisation's core purpose, its risks and opportunities, strategy, business model, performance and sustainable development are all inseparable elements of the value-creation process.	The company's ability to create value in a sustainable manner is illustrated throughout its business model. The audit and risk committee assists the board with the governance of risk and continuously monitors risks and ensures the implementation of various mitigating controls. This responsibility is contained in the board's terms of reference and the audit and risk committee's terms of reference.
5. The governing body should ensure that reports issued by the organisation enable stakeholders to make informed assessments of the organisation's performance, and its short-, medium-, and long-term prospects.	The group's annual report provides an assessment of its performance, measured against its objectives.
6. The governing body should serve as the focal point and custodian of corporate governance in the organisation.	The board is the focal point and custodian of corporate governance within the group. Its role and responsibilities, and the way that it executes its duties and decision-making are documented and are set out in the board's terms of reference. Further aspects of governance are addressed with greater impetus through the establishment of board sub-committees i.e. audit and risk, nomination, remuneration, and social and ethics committees.



PRINCIPLE	APPLICATION/ EXPLANATION
7. The governing body should comprise the appropriate balance of knowledge, skills, experience, diversity and independence for it to discharge its governance role and responsibilities objectively and effectively.	<p>The board and its sub-committees consider, on an annual basis, its composition in terms of balance of skills, experience, diversity, independence, knowledge and whether this enables it to effectively discharge its role and responsibilities. The board is satisfied that there is a balance of skills, experience, diversity, independence and knowledge needed to discharge its role and responsibilities.</p> <p>Through the annual self-assessment of the board and its sub-committees, the knowledge and skills sets are evaluated and improved, where required. Furthermore, where necessary, subject matter experts are available for matters requiring specialised guidance.</p>
8. The governing body should ensure that its arrangements for delegation within its own structures promote independent judgement and assist with balance of power and the effective discharge of its duties.	<p>The board and its sub-committees comply with the requirements in terms of King IV™. There is a clear balance of power to ensure that no individual/s have undue decision-making powers. A lead independent non-executive director has been appointed.</p> <p>The audit and risk committee are satisfied that the auditor is independent and non-audit services are not performed and the audit firm was appointed with the designated audit partner having oversight of the audit.</p> <p>The financial director oversees the finance function and is assisted by suitably qualified staff. An effective internal audit function is in place.</p> <p>An assessment of the effectiveness of the financial director's performance is conducted annually by the audit and risk committee and confirmed in the annual report.</p>
9. The governing body should ensure that the evaluation of its own performance and that of its committees, its chair, and its individual members, support continued improvement in its performance and effectiveness.	<p>The board and all sub-committees' terms of reference include the onus of annual assessments.</p> <p>Assessments of the performance of the board, its sub-committees and the company secretary are conducted annually by way of internal evaluation processes.</p>
10. The governing body should ensure that the appointment of, and delegation to, management contribute to role clarity and effective exercise of authority and responsibilities.	<p>A detailed delegation of authority policy and framework indicate matters reserved for the board and senior management. The board is satisfied that the group is appropriately resourced and that its delegation to management contributes to an effective arrangement by which authority and responsibilities are exercised.</p>
11. The governing body should govern risk in a way that supports the organisation in setting and achieving its strategic objectives.	<p>The audit and risk committee assists the board with the governance of risk. The board is aware of the importance of risk management as it is linked to the strategy, performance, and sustainability of the group. The audit and risk committee implements processes by which the risks to the sustainability of the business are identified and managed within acceptable parameters.</p> <p>The audit and risk committee delegates management to continuously identify, assess, mitigate and manage risks within the existing operating environment. Mitigating controls are in place to address these risks which are monitored on a continuous basis.</p>
12. The governing body should govern technology and information in a way that supports the organisation setting and achieving its strategic objectives.	<p>The board, together with the audit and risk committee, oversees the governance of information technology. The board is aware of the importance of technology and information in relation to the group's strategy.</p>
13. The governing body should govern compliance with applicable laws and adopted, non-binding rules, codes, and standards in a way that it supports the organisation being ethical and a good corporate citizen.	<p>The board, through the social and ethics committee assisted by the company secretary and outsourced resources, monitors compliance with the various regulations the group is subject to.</p> <p>There are no material penalties, sanctions or fines for the contravention of, or non-compliance with, regulatory obligations.</p>



PRINCIPLE	APPLICATION/ EXPLANATION
<p>14. The governing body should ensure that the organisation remunerates fairly, responsibly and transparently to promote the achievement of strategic objectives and positive outcomes in the short-, medium-, and long-term.</p>	<p>The board, assisted by the nomination and remuneration committees, ensures that staff are remunerated fairly, responsibly, transparently and in line with industry standards to promote the creation of value in a sustainable manner.</p> <p>This responsibility is contained in the terms of reference of the nomination and remuneration committees.</p>
<p>15. The governing body should ensure that assurance services and functions enable an effective control environment, and that these support the integrity of information for internal decision-making and of the organisation's external reports.</p>	<p>The board is satisfied that the assurance results indicate an adequate and effective control environment and integrity of reports for better decision-making.</p> <p>This responsibility is contained in the terms of reference of the board and the audit and risk committee.</p>
<p>16. In the execution of its governance roles and responsibilities, the governing body should adopt a stakeholder-inclusive approach that balances the needs, interests and expectations of material stakeholders in the best interest of the organisation over time.</p>	<p>Various stakeholder groups have been identified and the board balances their legitimate and reasonable needs, interests and expectations.</p>
<p>17. The governing body of an institutional investor organisation should ensure that responsible investment is practised by the organisation to promote the good governance and the creation of value by the companies in which it invests.</p>	<p>N/A – Argent Industrial Limited is not an institutional investor.</p>



BOARD OF DIRECTORS

The board's primary responsibilities, based on a predetermined assessment of materiality, include giving strategic direction to the Argent group, identifying key risk areas and key performance indicators of the group's business, monitoring investment decisions, considering significant financial matters, and reviewing the performance of executive management against business plans, budgets and industry standards as well as identifying and monitoring the non-financial aspects relevant to the business. In addition, specific attention is given to ensuring that a comprehensive system of policies and procedures is operational and that compliance with corporate governance principles is reviewed regularly.

There is a set policy for appointments to the board. Nominations for appointment to the board are formal and transparent and submitted by the nomination committee, which mainly comprises non-executive directors, to the full board for consideration. Any appointments to the board are made taking into account the need for ensuring that the board provides a diverse range of skills, knowledge and expertise, the requisite independence, the necessity of achieving a balance between skills and expertise and the professional and industry knowledge necessary to meet the group's strategic objectives, as well as the need for ensuring demographic representation. There is a clear division of responsibilities at board level to ensure a balance of power and authority such that no one individual has unfettered powers of decision-making.

Two executive directors have renewed their employment contracts for five (5) years with effect from 1 September 2023 to 31 August 2028, renewable at the executive director's discretion for another five (5) years. One director, Ms SJ Cox, retired with effect from 30 September 2023. She was replaced by HM Meyer whose employment will run parallel to the other two executive directors' renewal period. Six months written notice of intention to renew is required. In terms of the memorandum of incorporation, one third of the directors shall retire from office, except for the executive directors who shall not be subject to retirement by rotation. The retiring directors, being eligible, can be re-elected at the annual general meeting (AGM) of the company.

Specific responsibilities have been delegated to the board committees, and they operate under written terms of reference approved by the board. Each sub-committee's terms of reference are reviewed annually by the board. Board committees are free to take independent outside professional advice as and when deemed necessary.

The board is constituted as follows:

Non-executive directors:

Independent

CD Angus – appointed 18 May 2016
 PA Christofides* – appointed 24 August 2016
 K Mapasa – appointed 10 April 2019
 *Lead independent non-executive director

Non-executive directors:

T Scharrighuisen – appointed 12 May 1993 (Chairman)

Executive directors:

TR Hendry (CEO) – appointed 5 May 1997
 Ms SJ Cox – resigned 30 September 2023
 HM Meyer (FD) – appointed 1 October 2023
 AF Litschka – appointed 1 January 2004

CHAIRMAN/CEO

The roles of the chairman and chief executive officer (CEO) are separate. The CEO of the group reports to the chairman.

Attendance at meetings of the board (three held)

	MEETINGS ATTENDED
CD Angus	3
PA Christofides	3
Ms SJ Cox	2
HM Meyer	1
TR Hendry	3
AF Litschka	3
K Mapasa	3
T Scharrighuisen	3

AUDIT AND RISK COMMITTEE

The audit and risk committee identifies and continuously evaluates exposure to significant risks, reviews the appropriateness and adequacy of the systems of internal financial and operational control, reviews accounting policies and financial information issued to the public, provides effective communication between directors, management and internal and external auditors, and considers and monitors the independence of the external auditors and the appropriate rotation of the lead audit



partner and recommends to the board the appointment and dismissal of the external auditors. In addition, the scope of the duties of the audit and risk committee include the statutory duties as set out in section 94 of the Companies Act.

The audit and risk committee ensures that appropriate financial reporting procedures exist and are working, which include consideration of all entities included in the group International Financial Reporting Standards (IFRS) financial statements, to ensure that it has access to all the financial information of the issuer to allow the issuer to effectively prepare and report on the financial statements of the issuer.

The audit and risk committee considers, on an annual basis, and has satisfied itself as to the experience and expertise of the financial director and that the external auditors are independent in the discharge of their duties. The use of the services of the external auditors for non-audit services requires prior approval by the committee.

BDO South Africa Inc. resigned as the group’s auditors during the year due to the mandatory audit firm rotation requirement. In assessing the suitability of the appointment of RSM South Africa Inc. (RSM) and the audit partner, Mr B Frey, the audit and risk committee assessed the information provided by RSM in accordance with paragraph 3.84(g)(iii) of the JSE Listings Requirements. The audit and risk committee recommended that RSM be appointed as the independent auditors with Mr B Frey as the designated auditor, with effect from 26 October 2023. The annual audit fee was also approved.

Committee members have unlimited access to all information, documents and explanations required in the discharge of their duties. This authority has been extended to the internal and external auditors. The activities of the committee are reviewed by the members via an annual self-assessment control exercise. Furthermore, the board is provided with regular reports on the activities of the committee.

The committee members are all independent non-executive directors. In addition to the committee members, the chairman of the board, the financial director and certain other group executives are normally invited to attend meetings of the committee as observers. The external auditors attend meetings and have direct and unrestricted access to the audit and risk committee at all times.

The internal audit department currently reports directly to the audit and risk committee and is also responsible to the financial director on day-to-day matters. Significant reports are copied to the CEO and there is regular communication between the CEO and internal audit.

Key audit matters relating to the 2024 audit

The report of the independent auditors, containing the following key audit matters, and the response to these matters by management in relation to the 2024 annual financial statements, were considered by the committee:

- Impairment of goodwill;
- Valuation of land and buildings; and
- Impairment of investment in subsidiaries.

Within the context of the audit of the financial statements of the group and company, the committee is satisfied that these items were suitably addressed.

The JSE Proactive Monitoring Panel correspondence dated 3 November 2023, collectively referred to as the “Annual PAM Report”, was considered by the committee and it confirmed that appropriate action was taken to apply the findings, where applicable.

The audit and risk committee has reviewed the group financial statements and company financial statements for the year ended 31 March 2024 and recommended to the board that the financial statements be approved.

As at 31 March 2024, the audit and risk committee were constituted as follows:

CD Angus – appointed 18 May 2016 (Chairman)
 PA Christofides – appointed 24 August 2016
 K Mapasa – appointed 10 April 2019

Attendance at meetings of the audit and risk committee (four held)

	MEETINGS ATTENDED
CD Angus	4
Ms SJ Cox*	2
PA Christofides	4
HM Meyer*	2
TR Hendry*	4
K Mapasa	4

* Attended as observer



Clayton Angus CA(SA)
Audit and risk committee chairman

Umhlanga, Durban
 27 June 2024



REMUNERATION COMMITTEE

The committee reviews and approves the remuneration and terms of employment of executive directors and senior employees of the group. The committee reviews salary trends in the marketplace and recommends emolument structures and levels to the chairman for his consideration and approval.

Non-executive directors are paid on an annual retainer basis to account for responsibilities borne by them throughout the year. They are not paid an attendance fee per meeting. They also do not qualify for share options, nor do they participate in any pay incentive schemes, to preserve their independence.

The remuneration policy has been included in the annual general meeting notice for consideration by the shareholders as a non-binding advisory resolution.

The committee has monitored the implementation of the remuneration policy and believes that compliance with the policy is satisfactory regarding guaranteed cost-to-company pay and short-term incentives. No medium-term nor long-term incentives were issued to executive directors. Annual inflationary salary increases of 7% were approved. Details of the executive and non-executive director remuneration is disclosed in note 19 on page 59 of this annual report.

Both Argent's remuneration policy and its implementation report will be presented to shareholders for separate non-binding advisory votes thereon at the upcoming AGM to be held on 22 August 2024. In the event that 25% or more of shareholders vote against either the remuneration policy or the implementation report at the meeting, Argent will engage with shareholders through dialogue, requesting written submissions or otherwise, in order to address shareholder concerns, with due regard to meeting Argent's stated business objectives, while being fair and responsible toward both the employee and shareholders.

The remuneration committee is constituted as follows:

CD Angus – appointed 18 May 2016 (Chairman)

PA Christofides – appointed 24 August 2016

K Mapasa – appointed 10 April 2019

Attendance at meetings of the remuneration committee (one held)

	MEETINGS ATTENDED
CD Angus	1
Ms SJ Cox*	1
PA Christofides	1
TR Hendry*	1
K Mapasa	1

* Attended as observer

All committee members are independent non-executive directors.

NOMINATION COMMITTEE

The committee reviews and approves the appointments of directors and terms of employment of executive directors and senior employees of the group.

The nomination committee is constituted as follows:

CD Angus – appointed 18 May 2016 and appointed as Chairman on 24 August 2016

PA Christofides – appointed 24 August 2016

K Mapasa – appointed 10 April 2019

Attendance at meetings of the nomination committee (one held)

	MEETINGS ATTENDED
CD Angus	1
PA Christofides	1
K Mapasa	1

Diversity

In terms of item 3.84(i) of the JSE Listings Requirements, "The board of directors or the nomination committee, as the case may be, must have a policy on the promotion of broader diversity at board level, specifically focusing on the promotion of the diversity attributes of gender, race, culture, age, field of knowledge, skills and experience. The issuer must confirm this by reporting to shareholders in its annual report on how the board of directors or the nomination committee, as the case may be, have considered and applied the policy of broad diversity in the nomination and appointment of directors. If applicable, the board of directors or the nomination committee must further report progress in respect thereof on agreed voluntary targets."

The board supports the principles and aims of the broad diversity policy at board level and has set a voluntary target of having at least one director of diverse race and gender. Currently, the board does not have any female members, thereby no longer meeting the gender target. The race and gender targets will be reviewed annually. Furthermore, all future nominations will be merit-based and in line with the broad diversity policy.



SOCIAL AND ETHICS COMMITTEE

The functions and responsibilities of the committee are to monitor the company's activities with regards to matters relating to:

- social and economic development;
- issues of good corporate citizenship, including promotion of equality, prevention of unfair discrimination, reduction of corruption and contribution to development of communities;
- the company's record in charitable donations and sponsorships;
- the environment, health and safety issues;
- consumer relationships and the company's compliance with consumer protection laws;
- labour and employment, including the company's observance of the International Labour Organization's Protocols and contribution to educational development of its employees; and
- drawing matters within its mandate to the attention of the board as the occasion requires.

The group continues to support a child and youth care centre in KwaZulu-Natal.

No environment, health and public safety issues were reported to the board.

South Africans and our operations have been severely hamstrung by the government's failure to supply electricity to the businesses and residents of South Africa. This has required South Africans to spend more on alternative energy supplies, be it generators, solar, or inverters and batteries. This additional spend on alternative power has come whilst South Africans are hit with higher borrowing costs and ironically, higher electricity tariffs for power that cannot be supplied reliably by the ANC government.

Our operations and staff have also impacted by these shortcomings. Operations have had to stagger operating times around load shedding schedules, meaning that our staff have had to adjust their working hours to accommodate the load shedding which has had an impact on their personal lives. Additionally, commuting times and costs have increased, partly due to traffic lights being out during load shedding, and the runaway cost of fuel.

We appreciate that our staff are under pressure from a number of economic and social fronts, and we thank them for their commitment to their jobs considering government's failure to deliver basic services.

The exercise to implement solar panels at all companies will continue until completed.

The social and ethics committee is constituted as follows:

TR Hendry – appointed 1 May 2012 (Chairman)
 Ms SJ Cox – resigned 30 September 2023
 HM Meyer – appointed 1 October 2023
 CD Angus – appointed 16 May 2016

Best practice dictates that the majority of its members be independent non-executives but as the size of the company is small, it is not practical to employ non-executive directors just to meet the minimum requirements.

Attendance at meeting of the social and ethics committee (one held)

	MEETINGS ATTENDED
CD Angus	1
Ms SJ Cox	1
TR Hendry	1

INTERNAL AUDIT

The internal audit function is an independent appraisal function which examines and evaluates the group's activities and the appropriateness, adequacy, and efficiency of the systems of internal control and resultant business risks. In terms of the audit and risk committee charter, the head of the internal audit function is responsible for reporting to the audit and risk committee and has unrestricted access to its chairman.

The objective of the internal audit function is to assist members of executive management in the effective discharge of their responsibilities. Its scope includes reviews of the reliability and integrity of financial and operating information, the systems of internal control, the means of safeguarding assets, the efficient management of the group's resources, and the effective conduct of its operations. Audit plans are based on an assessment of risk areas and every assignment is followed by a detailed report to management including recommendations on aspects requiring improvement. Significant findings are reported to the audit and risk committee. The internal audit work plan is presented in advance to the audit and risk committee.

In addition, internal audit provides pivotal input to the semi-annual risk assessment monitor in terms of which key group risks are identified and assessed, and management plans are formulated to reduce exposure to these risks. This risk assessment monitor is tabled for consideration semi-annually before the audit and risk committee and the board.



RISK MANAGEMENT

The board is responsible for the total process of risk management for the group and uses the risk assessment monitor as its main source of information to determine the effectiveness of the group's risk management processes. The objective of risk management is to identify, assess, manage, and monitor the risks to which the business is exposed. These include credit granting risks, crime, shifts in spending patterns, and foreign currency and interest rate risks. Operational and financial risks are managed through detailed systems of operating and financial controls, which are reviewed and monitored continuously.

Losses from defaulting debtors are limited by stringent credit application criteria and clearly defined credit and collection policies. These are reviewed regularly in light of the prevailing economic conditions and bad debt statistics.

With assistance from expert insurance consultants, risks are assessed, and insurance cover purchased for all risks above predetermined self-insured limits. Levels of cover are reassessed annually considering claims experienced and changes within and outside the group.

The following key risk areas have been identified for monitoring:

- De-industrialisation of South Africa – the decline in manufacturing and capital spend are indicators that will result in declining revenue and profitability for the group and only diversification away from the South African market will mitigate this risk.
- Political and labour instability – the growing risk of labour and political instability is forcing diversification to more geographically stable regions.
- Energy price and availability risk – the lack of stability of electrical supply is disruptive to economic and business recovery and the need to invest in power supply independent of the national grid over and above basic generators is critical.
- New South African Government – the fact that it will consist of coalition parties from 2024, a situation that is new and its impact on businesses is unknown.
- United Kingdom general elections – the varying pledges by political parties before the 2024 elections that could impact manufacturing industries in the UK.

INFORMATION TECHNOLOGY GOVERNANCE

The board, together with the audit and risk committee, is responsible for information technology (IT) governance

and risk management. It is satisfied that the policies and procedures in place address systems and network architecture, applications, disaster recovery and security management.

The strategy to move all accounting systems to cloud-based applications and hosted sites was completed for all companies based in South African. We will reassess the foreign companies in the foreseeable future.

INTERNAL CONTROL

The board of directors of Argent is responsible for the group's systems of internal control. To fulfil its responsibilities, management maintains accounting records and continues to maintain appropriate systems of internal control.

The board reports that the group's internal controls and systems are designed to provide reasonable, but not absolute assurance, as to the integrity and reliability of the financial statements and to safeguard, verify, and maintain accountability of its assets and to detect and minimise significant fraud, potential liability, loss and material misstatement, while complying with all applicable laws and regulations.

The board has satisfied itself that these systems and procedures are implemented, maintained and monitored by appropriately trained personnel with suitable segregation of authority, duties and reporting lines and by comprehensive use of advanced computer hardware and software technologies. The effectiveness of the system of internal control in operation is monitored continually through reviews and reports.

Assurance was obtained from the external auditors that adequate accounting records are being maintained.

GOING CONCERN

No material uncertainties have been identified in relation to the ability of the company and group to remain going concerns for at least the next 12 months. The board thus believe that the company and group are in a sound financial position and that they will continue to operate as going concerns for the foreseeable future.

As such, the financial statements have been prepared on the basis of accounting policies applicable to a going concern. This presumes the realisation of assets and settlement of liabilities, contingent liabilities and commitments will occur in the ordinary course of business.

CLOSED PERIODS

The group operates a closed period between its interim and year-end reporting dates and at times cautionary notices are extant.



During these periods, directors, officers and other designated members of the group's management who may have access to price-sensitive information are precluded from dealing in the company's shares.

All directors' and designated managers' share dealings require the prior approval of the designated director or CEO.

COMPANY SECRETARY AND PROFESSIONAL ADVICE

All directors have access to the advice and services of the company secretary, who is responsible to the board for ensuring that board procedures are followed. All directors are entitled to seek independent professional advice about the affairs of the group at the group's expense.

In keeping with the JSE Listings Requirements, the board of directors has conducted an annual review of the company secretary and is satisfied with the competence, qualification and experience of the company secretary.

DIRECTORS' RESPONSIBILITIES AND APPROVAL

The directors are required by the South African Companies Act No. 71 of 2008 (**the Companies Act**) to maintain adequate accounting records and are responsible for the content and integrity of the financial statements and related financial information included in this report. It is their responsibility to ensure that the financial statements fairly present the state of affairs of the group as at the end of the financial year and the results of its operations and cash flows for the period then ended, in conformity with International Financial Reporting Standards. The external auditors are engaged to express an independent opinion on the financial statements.

The directors acknowledge that they are ultimately responsible for the system of internal financial control established by the group and place considerable importance on maintaining a strong control environment. To enable the directors to meet these responsibilities, the board 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 to ensure an acceptable level of risk. These controls are monitored throughout the group and all employees are required to maintain the highest ethical standards in ensuring the 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.

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

The directors have reviewed the group's cash flow forecast for the year to 31 March 2025 and in light of this review and the current financial position, are satisfied that the group has, or has access to, adequate resources to continue in operational existence for the foreseeable future.

The external auditors are responsible for independently reviewing and reporting on the group's financial statements. The financial statements have been examined by the group's external auditors and their report is presented on pages 25 to 29.

The financial statements set out on pages 25 to 81 and the director's report set out on pages 23 to 24, which have been prepared on the going concern basis, were approved by the board of directors on 27 June 2024 and were signed on its behalf by:



Teunis Scharrighuisen
Non-executive chairman

Umhlanga, Durban
27 June 2024



Treve Hendry CA(SA)
Chief executive officer

Umhlanga, Durban
27 June 2024



CERTIFICATE BY THE COMPANY SECRETARY

In my capacity as company secretary, I hereby certify, in terms of section 88(2)(e) of the Companies Act, that for the year ended 31 March 2024, the company has lodged with the Companies and Intellectual Property Commission all such returns and notices as are required of a public company in terms the Act. All such returns and notices, to the best of my knowledge and belief, appear to be true, correct and up to date.



Jaco Dauth
Company Secretary
Umhlanga, Durban
27 June 2024

PREPARATION OF THE FINANCIAL STATEMENTS

The preparation of the financial statements in accordance with International Financial Reporting Standards for the year ended 31 March 2024, which appear on pages 25 to 81, have been supervised by the financial director of Argent Industrial Limited, HM Meyer.



Hansie Meyer CA(SA)
Financial director
Umhlanga, Durban
27 June 2024

STATEMENT BY THE CHIEF EXECUTIVE OFFICER AND FINANCIAL DIRECTOR

In compliance with paragraph 3.84(k) of the JSE Listings Requirements

The directors, whose names are stated below, hereby confirm that:

- the annual financial statements set out on pages 25 to 81, fairly present in all material respects the financial position, financial performance and cash flows of the issuer in terms of IFRS;
- to the best of our knowledge and belief, no facts have been omitted or untrue statements made that would make the annual financial statements false or misleading;
- internal financial controls have been put in place to ensure that material information relating to Argent Industrial Limited and its consolidated subsidiaries have been provided to effectively prepare the financial statements of Argent Industrial Limited;
- the internal financial controls are adequate and effective and can be relied upon in compiling the annual financial statements, having fulfilled our role and function as executive directors with primary responsibility for implementation and execution of controls;
- where we are not satisfied, we have disclosed to the audit and risk committee and the auditors any deficiencies in design and operational effectiveness of the internal financial controls and have remediated the deficiencies; and
- we are not aware of any fraud involving directors.



Treve Hendry CA(SA)
Chief executive officer
Umhlanga, Durban
27 June 2024



Hansie Meyer CA(SA)
Financial director
Umhlanga, Durban
27 June 2024



CHIEF EXECUTIVE OFFICER'S REVIEW

Argent Industrial Limited, a diversified South African group, operates in multiple sectors with a strong presence in manufacturing and commodity trading.

The company has established itself not only in its home country, South Africa, but also internationally, with significant business operations in the United Kingdom (UK) and United States of America (USA). Argent Industrial Limited's global reach extends further as it exports products to more than 38 countries worldwide, showcasing its expansive market footprint and international trade capabilities.

RESULTS

The group exceeded its objectives for the 2024 financial year by investing in stable, developed international markets, and further growing its export markets through efficiently sourcing commodities globally by recognising and rewarding entrepreneurial management in its operations and through the repurchase of its own shares.

The consolidated earnings after taxation attributable to owners increased to R244.9 million, up significantly from R230.5 million in 2023.

Headline earnings per share grew to 438.5 cents from 411.3 cents in 2023, calculated on the weighted average shares in issue over the financial year of 55.424 million shares.

The change in the UK's corporate tax rate from 19% in 2023 to 25% in 2024 has in part resulted in the groups overall tax rate increasing from 19.29% to the current 26.31%. This reduced the group's pre-tax growth of 16.96% to an after-tax growth of 6.78%.

FINANCIAL OVERVIEW

The South African subsidiaries include the trading companies, Phoenix Steel and Gammid, which both have trading and processing operations in the stainless, aluminium, and mild steel markets. The manufacturing companies are Xpanda, American Shutters, Jetmaster and Castor and Ladder which are strong brands locally and internationally. Hendor Mining, a manufacturer of underground mining scrapers, Koch's Cut & Supply, a specialist engineered steel jobbing shop, Pro Crane Services, manufacturers of industrial lifting equipment, Tricks Wrought Iron Services a manufacturer of bulk steel products and Megamix, which is a concrete mixing and

distribution company based in the Western Cape, which also has a stone quarry located in Villiersdorp.

The UK subsidiaries comprise a number of specialist manufacturing companies. Fuel Proof manufactures fuel storage solutions and offers rental options through Roll-Tec. Fluid Transfer International and Flofuel manufactures mobile fuel dispensing systems for the international aviation industry, as well as the maritime and oil distribution industry. OSA Door Parts manufactures a range of industrial doors, Partington supplies retail material handling solutions and Cannock Gates supplies iron and wooden gate products for the consumer market.

The USA operation, New Joules Engineering, manufactures joule speed control retarder systems for classification rail yards. The group's overseas operations have had a decent year and are expected to run at similar levels given their current order book.

The group has strategically expanded its operations in the fuel storage and airport fuel transfer business to include the development of electric-powered solutions for some of the major global oil companies. This move aligns with global trends towards sustainability and reduced carbon emissions, reflecting the company's commitment to innovation and environmental responsibility.

This strategic expansion into electric and hybrid vehicle technology gives the client the option of a full electric vehicle with a pumping solution or simply placing the electric pumping unit onto an existing diesel chassis giving a hybrid solution.

The group has established a start-up business in France called FluidTransfer Europe. This business will take advantage of the opportunity to supply refuelling equipment into European markets. To this end the company has secured the sole rights to France, from the UK electric and hydrogen truck manufacturer, Electra Commercial Vehicles Limited. Our range of electric vehicle equipment will be showcased at the GSE Expo in Lisbon, Portugal in September 2024.

In addition, we have extended our rental/ leasing services to include refuelers and dispensers and we now have trucks on lease in the UK and Europe.

The expansion has led to an increase in stock investment of R57 million. Over the next six months, this amount will decrease by R30 million as we adjust the working capital cycle accordingly.



New Joules Engineering North America has received its first order from the Austrian Railways, a deal eight years in the making. The Austrian retarder market is of a similar size to the entire American market, so it opens a number of avenues of opportunity.

Xpanda and American shutters will continue building their platforms in the UK, while continuing to expand existing platforms in the USA, Canada and Africa. OSA, our UK-based overhead door manufacturer, is in the process of expanding its footprint by opening of a satellite distribution operation near London. This location will be instrumental in assisting with Xpanda's distribution into the city of London in the future.

Jetmaster, a regular exporter to Australia and New Zealand, has displayed its products at its first show in the USA, as well as appointing its first American distributor.

We continue to make inroads into the South African market, especially in the manufacturing sector. The steel retail and concrete market segments have been challenging and strategies will adapted as the markets change.

PROSPECTS

By pursuing a well-structured approach to increase offshore exposure, the group aims to achieve growth by enhancing its competitive position through offshore acquisitions and capitalising on the vast opportunities presented by global markets.

The group's turnover by geographical segment location is as follows:

	SOUTH AFRICA R 000	OTHER REGIONS R 000	CONSOLIDATED R 000
Revenue from external sales	1 307 458	1 236 758	2 544 216
Profit before taxation	125 068	217,358	342 426

The group's turnover by geographical location is as follows:

	2024 R 000	2023 R 000
South Africa	1 307 458	1 421 048
Asia and Middle East	184 709	118 614
Australia and New Zealand	15 055	18 370
North America	66 668	62 694
South America	5 217	290
Rest of Africa	235 847	203 248
Rest of Europe	60 415	70 251
United Kingdom	668 847	564 844
Total revenue	2 544 216	2 459 359

SHARE BUYBACKS

Argent repurchased and deregistered 1 625 223 shares during the year at an average price of R15.45 and will continue with its share buyback programme.

DIVIDENDS

A final dividend of 60 cents per share has been approved and declared by the board of directors. The total dividend per share in respect of this financial year amounts to 115 cents per share.



TR Hendry CA(SA)
Chief executive officer
 Umhlanga, Durban
 27 June 2024



DIRECTORS' REPORT

The directors of Argent Industrial Limited (**Argent** or **the company** or **the group**) are pleased to submit the financial statements of the company and group for the year ended 31 March 2024.

NATURE OF BUSINESS

Argent carries on the business of a holding company. The group derives its income from the sale of manufactured products and trading of steel and steel-related products.

RESULTS OF OPERATIONS

Earnings attributable to ordinary shareholders in respect of the year ended 31 March 2024 was R244.9 million (2023 – R230.5 million) and represents earnings of 441.9 cents per share (2023 – 413.1 cents per share).

The earnings attributable to the various classes of business of the group are disclosed in note 26 to the financial statements.

DIVIDENDS

Details of dividends are reflected in note 23 to the financial statements. An interim ordinary dividend of 55 cents (2023 – 45 cents) was declared and paid. A final dividend of 60 cents (2023 – 50 cents) per share has been approved and declared.

SHARE-BASED REMUNERATION SCHEME

Full details of the company's share-based remuneration scheme are set out in note 25 to the financial statements.

Directors' emoluments

The emoluments of executive and non-executive directors are determined by the company's remuneration committee. Further information relating to the earnings of the directors is set out in note 19 to the financial statements.

DIRECTORS

Ms SJ Cox retired with effect from 30 September 2023 and was replaced by HM Meyer with effect from 1 October 2023.

The names of the directors in office at the date of this report appear on page 7 of the annual report.

The following directors who retire by rotation in terms of the Memorandum of Incorporation, and being eligible for

re-election, will be standing for re-election at the annual general meeting (AGM) of the shareholders of Argent: Mr CD Angus, Mr PA Christofides and Mr K Mapasa.

SECRETARY AND REGISTERED OFFICE

The address of the secretary and the registered office of the company is recorded on page 6.

DIRECTORS' SHAREHOLDINGS

The directors have a direct or indirect interest in 4 359 429 (2023 – 6 793 416) of the issued ordinary shares of the company. Further information relating to the directors' shareholding is set out on page 82 of this report. No material changes have arisen since year-end.

AUTHORISED AND ISSUED STATED CAPITAL

Details of the authorised, issued, and unissued shares are set out in note 12 to the financial statements.

Subsidiaries

Details of major subsidiaries appear on page 81 of this report. The aggregate net profit of the subsidiaries attributable to shareholders of the company is as follows:

	2024 R 000	2023 R 000
Net profit	244 924	230 521

ACQUISITIONS

There were no acquisitions during this financial period.

RISK MANAGEMENT AND INSURANCE

It is the group's belief that its risk should be managed to protect its assets and earnings against unacceptable financial loss and to safeguard against legal liabilities. Possible catastrophic risks are insured at minimum cost with satisfactory cover. Non-catastrophic risks are self-insured. Property, plant, and equipment are insured at current replacement values.



GOING CONCERN

The financial statements have been prepared on the going concern basis since the directors have every reason to believe that the company and group have adequate resources in place to continue to operate for the foreseeable future.

EVENTS AFTER THE REPORTING PERIOD

No material facts or circumstances have occurred between the accounting date and the date of this report.

RESOLUTIONS

No special resolutions, the nature of which might be significant to shareholders in their appreciation of the state of affairs of the group, were passed by the company's subsidiaries during the period covered by this annual report.

SHARE BUYBACK PROGRAMME

Annually, the directors seek and obtain the approval of the shareholders at the AGM to repurchase Argent shares. This authority, valid until the following year's AGM and subject to the Listings Requirements of the JSE, allow the Argent group to repurchase its own shares up to a maximum of 20% of the issued shares, at a price not greater than 10% above the preceding five-day weighted average. Shareholders will be asked to renew this authority at the company's AGM in August 2024.

During the year, Argent repurchased 1 625 223 shares at an average share price of R15.45 per share, costing a total of R25 102 917, refer to note 12 of the financial statements.



Teunis Scharrighuisen
Non-executive chairman
Umhlanga, Durban
27 June 2024



Treve Hendry CA(SA)
Chief executive officer
Umhlanga, Durban
27 June 2024



INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Argent Industrial Limited

REPORT ON THE AUDIT OF THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

Opinion

We have audited the consolidated and separate financial statements of Argent Industrial Limited (the group and company) set out on pages 30 to 81, which comprise the consolidated and separate statements of financial position as at 31 March 2024, and the consolidated and separate statements of profit or loss and other comprehensive income, consolidated and separate statements of changes in equity and the consolidated and separate statements of cash flows for the year then ended, and notes to the consolidated and separate financial statements, including material accounting policy information.

In our opinion, the consolidated and separate financial statements present fairly, in all material respects, the consolidated and separate financial position of Argent Industrial Limited as at 31 March 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 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.



KEY AUDIT MATTER	HOW OUR AUDIT ADDRESSED THE KEY AUDIT MATTER
<p>Impairment assessment relating to goodwill</p> <p>(Note 4 in the consolidated financial statements)</p> <p>Goodwill arose from historical business combinations made by the group.</p> <p>As required by International Accounting Standards (IAS 36) – Impairment of Assets: Management performs an annual impairment test on the recoverability of goodwill which is subjective in nature due to judgements and estimation uncertainty having to be made.</p> <p>Management uses a discounted cash flow model to determine the value-in-use for each appropriate cash generating unit.</p> <p>There are judgements and estimates made in determining the inputs into these models, including:</p> <ul style="list-style-type: none"> • Revenue growth rate (including market share and volume growth); • Expected changes to selling prices and direct costs during the period; • Discount rate applied to the projected cash flows; and • Budgeted results. <p>The revenue growth rate used involved judgement and the current economic climate increased the complexity of forecasting. Scrutiny is thus placed on forecast assumptions and discount rates.</p> <p>Accordingly, as a result of the significance of the balance and the abovementioned management estimates and judgements applied, the impairment assessment relating to goodwill is considered to be a matter of most significance to the current year audit of the consolidated financial statements.</p>	<p>In evaluating the impairment assessment relating to goodwill, we assessed the calculations prepared by management, with particular focus on the methods, data and assumptions including the growth rate and discount rate. We performed various procedures, including the following:</p> <ul style="list-style-type: none"> • We assessed management’s value-in-use calculation against the requirements of IAS 36; • We assessed the design and implementation of key controls over the impairment process and calculation which includes a review and approval process by senior management; • We assessed the objectivity, competence and capabilities of management’s in-house valuation expert with reference to their qualifications and professional experience in the industry; • We evaluated the determination of the cash-generating units with reference to the requirements of the accounting standard; • We tested the mathematical accuracy of the value-in-use calculations for each cash-generating unit and the key assumptions applied in the model; • We evaluated the reasonableness of the revenue and costs forecasts against current year actuals and budgets, taking into account our understanding of the business and the current market conditions; • We made use of our internal valuations expertise to assess the appropriateness of management’s calculations, the variable inputs used, and the reasonability of assumptions and valuation techniques applied. We made reference to budgets, historical performance and external market data; and • We evaluated the adequacy of the disclosure about these assumptions to which the outcome of the annual impairment test is most sensitive, that is, those that have the most significant determinations of the recoverable amount of goodwill to assess compliance with the requirements of IAS 36.
<p>Valuation of land and buildings</p> <p>(Note 3 in the consolidated financial statements)</p> <p>Management performs an annual valuation of the property portfolio per the revaluation model of International Accounting Standards (IAS 16) – Property, Plant and Equipment.</p> <p>Management uses a net income capitalisation method of valuation to value the land and buildings. This method determines the net normalised annual income of the property, assuming the property is let at market-related rentals and market related escalations.</p> <p>The following key data and assumptions are used:</p> <ul style="list-style-type: none"> • Rentals and property expenses are adjusted to agree with those achieved by similar properties in similar areas; and • The capitalisation rate is determined with reference to the market. <p>Accordingly, as a result of the significance of the balance and the abovementioned management estimates and judgements, the valuation of land and buildings is considered to be a matter of most significance to the current year audit of the consolidated financial statements.</p>	<p>We focused our testing on the methods and data applied and the key assumptions made by management and our procedures included among others:</p> <ul style="list-style-type: none"> • We assessed the design and implementation of the key controls in the valuation process and calculation including the assessment of the objectivity, competence and capabilities of management’s in-house valuation expert with reference to their qualifications and professional experience; • We identified, assessed and evaluated the key assumptions in the method used with reference to property valuation methodologies; • We evaluated the reasonableness of the revenue and expense forecasts against current year actuals and budgets, taking into account our understanding of the business and the current market conditions; • We performed an estimated calculation in order to test management’s assessment using the latest independent published sources; • We agreed square meters of lettable area and extents to underlying information; and • We assessed the adequacy of the disclosure in the financial statements, including disclosure of significant inputs against the requirements of IFRS.



KEY AUDIT MATTER	HOW OUR AUDIT ADDRESSED THE KEY AUDIT MATTER
<p>Impairment assessment relating to investments in subsidiaries</p> <p>(Note 8 in the separate annual financial statements)</p> <p>We consider the impairment assessment relating to investments in subsidiaries to be a matter of most significance to the current year audit of the separate financial statements for the following two reasons:</p> <ul style="list-style-type: none"> • Investments in subsidiaries represent the largest asset category on the separate statement of financial position; and • An impairment of these investments resulting from impairment indicators identified could have a significant impact on the equity reserve of the company. <p>Management uses either a net asset value or discounted cash flow model to determine the value-in-use for each subsidiary.</p> <p>There are judgements made in determining the inputs into the recoverable amount, including:</p> <ul style="list-style-type: none"> • Revenue growth rate (including market share and volume growth); • Expected changes to selling prices and direct costs during the period; • Discount rate applied to the projected cash flows; and • Budgeted results. <p>The revenue growth rate used involved judgement and the current economic climate increased the complexity of forecasting by management.</p>	<p>Investments in subsidiaries were evaluated for indicators of impairment through enquiry and inspection of external and internal sources of information.</p> <p>In respect of subsidiaries with indicators of impairment, we inspected the impairment assessment calculations prepared by management, with particular focus on the method and data used and assumptions including the growth rate and discount rate.</p> <p>We performed various procedures, including the following:</p> <ul style="list-style-type: none"> • We assessed management’s value-in-use impairment assessments against the requirements of IAS 36; • We assessed the design and implementation of key controls over the impairment process and calculation including the assessment of the objectivity, competence and capabilities of management’s in-house valuation expert with reference to their qualifications and professional experience in the industry; • We tested the mathematical accuracy of the value-in-use calculation of the relevant subsidiaries and the key assumptions in the model; • We evaluated the reasonableness of the revenue and costs forecasts against current year actuals and approved budgets, taking into account our understanding of the business and the current market conditions; • We made use of our internal valuations expertise to assess the appropriateness of management’s calculations, the variable inputs used, including the discount rate, and the reasonability of assumptions and valuation techniques applied. We made reference to board approved budgets, historical performance and external market data; and • We evaluated the adequacy of the disclosure about these assumptions to which the outcome of the impairment test is most sensitive, that is, those that have the most significant determinations of the recoverable amount to assess compliance with the requirements of IAS 36.

Other information

The directors are responsible for the other information. The other information comprises the information included in the document titled “Argent Industrial Limited Annual Report for the year ended 31 March 2024”, which includes the directors’ report, the audit and risk committee’s report, Chief Executive Officer’s review and Statement by the Chief Executive Officer and Financial Director Responsibility Statement and the company secretary’s certificate as required by the Companies Act of South Africa and additional information included in the Annual Report. 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.



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 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's and the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the group and / or the 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 the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the group's and the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 the 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.

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

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



From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the consolidated 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 RSM South Africa Incorporated have been the auditor of Argent Industrial Limited for one year.

DocuSigned by:

RSM South Africa Inc

139AA5ED5521448...

RSM South Africa Inc.

Ben Frey

Chartered Accountant (SA)

Registered Auditor

Director

27 June 2024

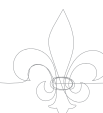
Executive City

Cnr Cross Street & Charmaine Avenue

President Ridge

Randburg

2194



GROUP AND COMPANY STATEMENTS OF FINANCIAL POSITION

as at 31 March 2024

	Note	GROUP		COMPANY	
		2024 R 000	2023 R 000	2024 R 000	2023 R 000
ASSETS					
Property, plant and equipment	3	484 127	481 362	-	-
Intangible assets	4	2 913	3 143	-	-
Goodwill	4	290 110	274 710	-	-
Right-of-use assets	5	59 917	37 685	-	-
Long-term receivables	6	5 866	5 446	-	-
Employee share incentive scheme loan	7	-	-	-	1 162
Deferred taxation	16	1 773	2 221	-	-
Interest in subsidiaries	8	-	-	370 794	370 794
Non-current assets		844 706	804 567	370 794	371 956
Inventories	10	709 745	647 859	-	-
Trade and other receivables	11	509 564	451 318	5 422	4 332
Current portion of long-term receivables	6	-	523	-	523
Loans to subsidiaries	8	-	-	381 388	334 359
Bank balance and cash	24.4	450 655	255 322	6 931	68 229
Current assets		1 669 964	1 355 022	393 741	407 443
Total assets		2 514 670	2 159 589	764 535	779 399
EQUITY AND LIABILITIES					
Capital and reserves					
Stated capital and treasury shares	12	277 450	227 981	277 450	302 553
Reserves	13	97 787	59 754	-	-
Retained earnings		1 320 487	1 205 220	476 419	447 889
Attributable to owners of the parent		1 695 724	1 492 955	753 869	750 442
Non-controlling interest	9	26 185	20 038	-	-
Total shareholders' funds		1 721 909	1 512 993	753 869	750 442
Interest-bearing borrowings	14	25 461	66 224	-	-
Lease liabilities	5	48 848	29 470	-	-
Other liabilities	15	1 672	882	-	-
Deferred taxation	16	63 090	59 775	-	-
Non-current liabilities		139 071	156 351	-	-
Trade and other payables	17	568 997	418 040	4 537	4 918
Loans from subsidiaries	8	-	-	6 104	24 020
Current portion of interest-bearing borrowings	14	22 226	28 546	-	-
Current portion of lease liabilities	5	19 749	18 404	-	-
Taxation		42 718	25 255	25	19
Current liabilities		653 690	490 245	10 666	28 957
Total equity and liabilities		2 514 670	2 159 589	764 535	779 399



GROUP AND COMPANY STATEMENTS OF PROFIT OR LOSS

for the year ended 31 March 2024

	Note	GROUP		COMPANY	
		2024 R 000	2023 R 000	2024 R 000	2023 R 000
Revenue	18	2 544 216	2 459 359	86 105	125 348
Cost of sales		(1 823 339)	(1 813 066)	-	-
Gross profit		720 877	646 293	86 105	125 348
Other operating income		18 854	18 213	966	983
Movement in impairment of trade receivables	11	2 383	(1 963)	-	-
Other operating expense		(399 385)	(358 185)	(1 803)	(5 201)
Operating profit before finance income and expense	19	342 729	304 358	85 268	121 130
Finance income	20	12 856	2 869	1 998	1 094
Finance expense	20	(13 159)	(14 466)	-	-
Profit before taxation		342 426	292 761	87 266	122 224
Taxation	21	(90 121)	(56 496)	(227)	(199)
Profit for the year		252 305	236 265	87 039	122 025
Attributable to owners of the					
- Parent		244 924	230 521	87 039	122 025
- Non-controlling interest		7 381	5 744	-	-
		252 305	236 265	87 039	122 025
Basic earnings per share (cents)	22.1	441.9	413.1		
Diluted earnings per share (cents)	22.2	441.9	411.3		

GROUP AND COMPANY STATEMENTS OF OTHER COMPREHENSIVE INCOME

for the year ended 31 March 2024

	Note	GROUP		COMPANY	
		2024 R 000	2023 R 000	2024 R 000	2023 R 000
Profit for the year		252 305	236 265	87 039	122 025
Other comprehensive income for the year					
Items that may be reclassified subsequently to profit and loss					
Exchange differences on translating foreign operations		40 738	63 380	-	-
Items that will not be reclassified subsequently to profit and loss					
Revaluation of land and buildings		(2 188)	(1 393)	-	-
Tax effect of above transactions		591	182	-	-
Total other comprehensive income for the year		291 446	298 434	87 039	122 025
Attributable to owners of the					
- Parent		284 065	292 690	87 039	122 025
- Non-controlling interest		7 381	5 744	-	-
		291 446	298 434	87 039	122 025



GROUP AND COMPANY STATEMENTS OF CHANGES IN EQUITY

for the year ended 31 March 2024

	GROUP									
	Note	Stated capital R 000	Treasury shares R 000	Employee share incentive reserve R 000	Revaluation reserve R 000	Foreign currency translation reserve R 000	Retained earnings R 000	Total attributable to owners of the parent R 000	Non-controlling interest R 000	Total shareholders' funds R 000
Balance at 31 March 2022		317 845	(76 529)	830	9 665	(13 188)	1 023 587	1 262 210	15 187	1 277 397
Share-based payments		-	1 957	278	-	-	-	2 235	-	2 235
Share buyback		(15 292)	-	-	-	-	-	(15 292)	-	(15 292)
Other comprehensive income		-	-	-	(1 211)	-	-	(1 211)	-	(1 211)
Profit for the year		-	-	-	-	63 380	230 521	293 901	5 744	299 645
Non-controlling interest - deconsolidation*		-	-	-	-	-	(53)	(53)	53	-
Non-controlling interest - dividend		-	-	-	-	-	-	-	(946)	(946)
Dividends - current interim and prior final	23	-	-	-	-	-	(49 272)	(49 272)	-	(49 272)
Less dividend on treasury shares	23	-	-	-	-	-	437	437	-	437
Balance at 31 March 2023		302 553	(74 572)	1 108	8 454	50 192	1 205 220	1 492 955	20 038	1 512 993
Share-based payments		-	1 957	(1 108)	-	-	1 223	2 072	-	2 072
Treasury shares - deconsolidation		-	72 615	-	-	-	(72 615)	-	-	-
Share buyback		(25 103)	-	-	-	-	-	(25 103)	-	(25 103)
Other comprehensive income		-	-	-	(1 597)	-	-	(1 597)	-	(1 597)
Profit for the year		-	-	-	-	40 738	244 924	285 662	7 381	293 043
Non-controlling interest - dividend		-	-	-	-	-	-	-	(963)	(963)
Non-controlling interest - deconsolidation*		-	-	-	-	-	75	75	(271)	(196)
Dividends - current interim and prior final	23	-	-	-	-	-	(58 509)	(58 509)	-	(58 509)
Less dividend on treasury shares	23	-	-	-	-	-	169	169	-	169
Balance at 31 March 2024		277 450	-	-	6 857	90 930	1 320 487	1 695 724	26 185	1 721 909
Note		12	12	13	13	13				

*Refer to page 81 for additional information

	COMPANY		
	Note	Stated capital R 000	Total retained earnings R 000
Balance at 31 March 2022		317 845	692 981
Share buyback		(15 292)	(15 292)
Profit for the year		-	122 025
Dividends - current interim and prior final	23	-	(49 272)
Balance at 31 March 2023		302 553	750 442
Share buyback		(25 103)	(25 103)
Profit for the year		-	87 039
Dividends - current interim and prior final	23	-	(58 509)
Balance at 31 March 2024		277 450	753 869



GROUP AND COMPANY STATEMENTS OF CASH FLOWS

for the year ended 31 March 2024

	Note	GROUP		COMPANY	
		2024 R 000	2023 R 000	2024 R 000	2023* Restated R 000
CASH FLOWS FROM OPERATING ACTIVITIES					
Cash generated from utilised in operations	24.1	422 244	267 064	(3 271)	3 797
Finance income	20	12 856	2 869	1 997	1 094
Finance expense	20	(13 159)	(14 466)	-	-
Dividends received	24.9	-	-	20 388	22 839
Dividends paid	24.2	(58 340)	(48 835)	(58 509)	(49 272)
Normal taxation paid	24.3	(69 298)	(43 092)	(221)	(367)
Net cash inflow/(outflow) from operating activities		294 303	163 540	(39 616)	(21 909)
CASH FLOWS FROM INVESTING ACTIVITIES					
Purchase of property, plant and equipment	3	(92 734)	(58 762)	-	-
Proceeds on disposal of property, plant and equipment		61 947	14 081	-	-
Employee share incentive scheme	7	-	-	2 126	2 394
Share-based payments	7	1 957	1 957	-	-
Advances on loans to subsidiaries*	8	-	-	-	(14 323)
Proceeds from repayment on loans to subsidiaries*	8	-	-	33 071	81 535
Long-term receivables repaid	24.8	523	316	523	736
Net cash (outflow)/inflow from investing activities		(28 307)	(42 408)	35 720	70 342
CASH FLOWS FROM FINANCING ACTIVITIES					
Share buyback	12	(25 103)	(15 292)	(25 103)	(15 292)
Repayment of lease liabilities	24.6	(15 655)	(21 233)	-	-
Repayment other liabilities	24.7	(468)	-	-	-
Repayment of loans to subsidiaries		-	-	(32 299)	-
Proceeds from interest-bearing borrowings	24.5	-	13 029	-	-
Repayment of interest-bearing borrowings	24.5	(47 083)	(35 921)	-	-
Net cash (outflow)/inflow from financing activities		(88 309)	(59 417)	(57 402)	(15 292)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS					
Cash and cash equivalents at beginning of year		177 687	61 715	(61 298)	33 141
Exchange differences on cash and cash equivalents		255 322	168 223	68 229	35 088
		17 646	25 384	-	-
Cash and cash equivalents at end of year	24.4	450 655	255 322	6 931	68 229

* The comparative figures for the advances and proceeds from subsidiaries' loans in the company have been moved from financing activities to investing activities to be in line with current year's disclosure.



NOTES TO THE GROUP AND COMPANY FINANCIAL STATEMENTS

1 ACCOUNTING POLICIES

1.1 Basis of preparation

The financial statements have been prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board, the South African Companies Act, No. 71 of 2008, the Financial Reporting Pronouncements as issued by the Financial Reporting Standards Council and the Listings Requirements of the JSE Limited.

The group and separate financial statements are prepared on the historical cost basis except for land and buildings which are measured under the revaluation model and certain financial instruments, which are carried at fair value through profit or loss as appropriate and incorporate the following principal accounting policies, which have been consistently applied in all material respects. All amounts in the financial statements, reports and supporting schedules are stated to the nearest R 000, except where otherwise indicated.

The financial statements have been prepared on the going concern basis, which assumes that the group will continue in operation for the foreseeable future.

The following amendments were adopted:

Those not having an effect on the financial statements are as follows:

- **IFRS 17 Insurance Contracts:** The IFRS establishes the principles for the recognition, measurement, presentation and disclosure of insurance contracts issued.
- **Definition of accounting estimates:** Amendments to IAS 8: The amendments introduced the definition of accounting estimates and included other amendments to help entities distinguish changes in accounting estimates from changes in accounting policies. The definition of accounting estimates is now defined as “monetary amounts in financial statements that are subject to measurement uncertainty.”
- **Disclosure of accounting policies: Amendments to IAS 1 and IFRS Practice Statement 2:** IAS 1 was amended to require that only material accounting policy information shall be disclosed in the financial

statements. The amendment will not result in changes to measurement or recognition of financial statement items, but management will undergo a review of accounting policies to ensure that only material accounting policy information is disclosed. The amendments also include guidance to help entities apply the definition of material in making decisions about accounting policy disclosures.

- **Deferred tax related to assets and liabilities arising from a single transaction - Amendments to IAS 12:** The amendment adds an additional requirement for transactions which will not give rise to the recognition of a deferred tax asset or liability on initial recognition. Previously, deferred tax would not be recognised on the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction affects neither accounting profit or loss. The additional requirement provides that the transaction, at the time of the transaction must not give rise to equal taxable and deductible temporary differences. The amendments apply to transactions such as leases and decommissioning obligations
- **International Tax Reform—Pillar Two Model Rules: Amendments to IAS 12:** International Tax Reform—Pillar Two Model Rules amends IAS 12 Income Taxes. The amendments introduce a temporary exception to the requirements to recognize and disclose information about deferred tax assets and liabilities related to Pillar Two income taxes. The amendments also introduce targeted disclosure requirements for affected entities.

1.2 Disclosure of Accounting Policies (Amendments to IAS 1 Presentation of Financial Statements and IFRS Practice Statement 2 Making Materiality Judgements).

In February 2021, the IASB issued amendments to IAS 1 and IFRS Practice Statement 2. The amendments aim to make accounting policy disclosures more informative by replacing the requirement to disclose ‘significant



accounting policies' with 'material accounting policy information'. The amendments also provide guidance under what circumstance, the accounting policy information is likely to be considered material and therefore requiring disclosure.

These amendments have no effect on the measurement or presentation of any items in the financial statements of the entity but affect the disclosure of the entity's accounting policies.

1.3 Significant estimates and judgements

The preparation of financial statements in conformity with IFRS require management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates made by management from time to time.

The areas identified and disclosed are specific to the financial statements of Argent Industrial Limited.

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.

Significant estimates are made in the following areas:

- Property, plant and equipment – Revaluation of land and buildings – note 3.
- Impairment of goodwill – note 4.

Significant judgements are made in the following area:

- Impairment of Investment in subsidiaries – note 8.

1.4 Basis of consolidation

The group financial statements consolidate those of the parent company and all subsidiaries under its control. The parent controls a subsidiary if it is exposed, or has rights, to variable returns from its involvement with the subsidiary and has the ability to affect those returns through its power over the subsidiary.

Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases.

The acquisition method of accounting is used to account for the acquisition of subsidiaries by the group. Identifiable assets, liabilities and contingent liabilities acquired or assumed are initially measured at their respective fair values at acquisition date.

1.5 Property, plant and equipment

Property, plant and equipment are originally recognised at cost, including any costs directly attributable to bringing the assets to the location and condition necessary for them to be capable of operating in the manner intended by the group's management. Property, plant and equipment, except for land and buildings, are subsequently measured at cost less accumulated depreciation and accumulated impairment losses.

If a replacement cost is recognised in the carrying amount of an item of property, plant and equipment, the carrying amount of the replacement part is derecognised.

Depreciation is calculated on the straight-line basis at rates considered appropriate to reduce carrying amounts over the useful life of the asset to estimated residual values. The depreciation method, useful life and residual value are reassessed annually.

The useful lives of the classes of plant, machinery and equipment reflect current estimated life over which the group has the ability and intention to use such assets.

Land is not depreciated.

The current estimated useful life is as follows:

ITEM	AVERAGE USEFUL LIFE
Buildings	50 years
Land	Indefinite
Plant and equipment	15 years
Motor vehicles	10 years
Furniture, fittings and equipment	3 to 10 years

Land and buildings are carried at revalued amounts, being the fair values at the date of revaluation less any subsequent accumulated depreciation (on buildings) and subsequent accumulated impairment losses. Revaluations are made with sufficient regularity such that the carrying amount does not differ materially from that which would be determined using fair value at the statement of financial position date. Any increase in an asset's carrying amount, as a result of revaluation, is credited to other comprehensive income. Any decrease in an asset's carrying amount, as a result of revaluation, is debited to other comprehensive income. The increase is recognised in profit and loss to the extent that it reverses a revaluation decrease of the same asset previously recognised in profit or loss.



When an item of property, plant and equipment is revalued, any accumulated depreciation at the date of the revaluation is eliminated against the gross carrying amount of the asset and the net amount restated to the revalued amount of the asset.

The depreciation charge for each period is recognised in profit or loss unless it is included in the carrying amount of another asset. The gain or loss arising from the derecognition of an item of property, plant and equipment is included in profit or loss when the item is derecognised. The gain or loss arising from the derecognition of an item of property, plant and equipment is determined as the difference between the net disposal proceeds, if any, and the carrying amount of an item.

1.6 Intangible assets

Intangible assets, other than goodwill, are stated at cost less accumulated amortisation and impairment. Intangible assets with finite useful lives are amortised on a straight-line basis over their estimated useful lives. The amortisation methods and estimated remaining useful lives are reviewed at least annually.

The current estimated useful life is 15 years.

1.7 Goodwill

Goodwill is initially measured at cost, being the excess of the cost of a business combination over the company's interest of the net fair value of the identifiable assets, liabilities and contingent liabilities.

Subsequently, goodwill is measured at cost less any accumulated impairment losses. Goodwill is allocated to cash-generating units and is tested annually for impairment and whenever there is an indication of impairment.

1.8 Investments in subsidiaries

The cost of an investment in a subsidiary is the aggregate of:

- the fair value, at the date of exchange, of assets given, liabilities incurred or assumed, and equity instruments issued by the group; and
- any costs directly attributable to the purchase of the subsidiary.

All transactions and balances between group companies are eliminated on consolidation, including unrealised gains and losses on transactions between group companies. Where unrealised losses on intra-group asset sales are reversed on consolidation, the underlying asset is also tested for impairment from a group perspective. Amounts reported in the financial statements of subsidiaries have been adjusted, where necessary, to ensure consistency with the accounting policies adopted by the group.

Profit or loss and other comprehensive income of subsidiaries acquired or disposed of during the year are recognised from the effective date of acquisition, or up to the effective date of disposal, as applicable.

1.9 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined using the weighted average cost method.

Raw materials are valued inclusive of freight, shipping and handling costs. Work in progress and finished goods are valued at raw material cost plus direct labour and a proportion of manufacturing overhead expenses based on normal capacity.

The amount of any write-down of inventories to net realisable value and all losses of inventories are recognised as an expense in the period the write-down or loss occurs.

1.10 Financial instruments

Initial recognition

The company classifies financial instruments, or their component parts, on initial recognition as a financial asset, a financial liability or an equity instrument in accordance with the substance of the contractual arrangement.

All financial assets are classified at amortised cost except for the BEE loan which are classified at fair value through profit and loss.

All income and expenses relating to financial assets that are recognised in profit or loss are presented within finance costs, finance income or other financial items, except for impairment of trade receivables which is presented in operating expenses.

All financial liabilities are classified at amortised cost.

Loans to/(from) group companies

These include loans to subsidiaries and are recognised initially at fair value plus direct transaction costs.

Subsequently, these loans to subsidiaries are measured at amortised cost using the effective interest rate method less expected credit losses. Loans from subsidiaries are measured at amortised cost using the effective interest rate method.

BEE minority shareholder loan

The BEE minority shareholder loan is initially recognised at fair value.

Subsequently, it is classified as a loan at fair value through profit or loss as there are no contractual cash flows.



Employee share incentive scheme loan

The employee share incentive scheme loan is initially recognised at fair value.

Subsequently, it is classified as a loan at fair value through profit or loss as there are no contractual cash flows.

Trade and other receivables

Trade receivables are measured at initial recognition at fair value plus direct transaction costs, and are subsequently measured at amortised cost using the effective interest rate method. Appropriate allowances for expected credit losses are recognised in profit or loss.

Trade and other payables

Trade payables are initially measured at fair value less direct transaction costs, and are subsequently measured at amortised cost, using the effective interest rate method.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, demand deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value.

For the purpose of the cash flow statement, cash includes cash on hand, deposits held on call with banks, and bank overdrafts.

Cash and cash equivalents are initially measured at fair value plus direct transaction costs, and are subsequently measured at amortised cost, using the effective interest rate method.

Bank overdraft and borrowings

Bank overdrafts and borrowings are initially measured at fair value less direct transaction costs, and are subsequently measured at amortised cost, using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings.

Other financial liabilities are initially measured at fair value less direct transaction costs, and subsequently at amortised cost, using the effective interest rate method.

Other loans and receivables

Other financial assets are initially recognised at fair value plus transaction costs, and are subsequently carried at amortised cost less expected credit losses.

A loan is considered to be credit impaired if it meets the definition of a defaulted loan.

Impairment of financial assets

IFRS 9 impairment requirements use forward-looking information to recognise expected credit losses – the expected credit loss model. Financial instruments that use the simplified approach method include trade and other receivables.

Loans, bank and cash use the general approach, measuring the loss allowance at an amount equal to the life time expected losses if the credit risk of the financial asset has increased significantly since initial recognition.

The group considers a broader range of information when assessing credit risk and measuring expected credit loss, including past events, current conditions, reasonable and supportable forecasts that affect collectability of the future cash flows of the instrument.

In applying this forward-looking approach, a distinction is made between:

- financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk (Stage 1) and
- financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is now high (Stage 2).

Stage 3 would cover financial assets that have objective evidence of impairment at the reporting date.

'12-month expected credit losses' are recognised for the first category while 'lifetime expected credit losses' are recognised for the second category.

Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments are considered indicators that the trade receivable is impaired.

In measuring the expected credit losses, the trade receivables have been assessed on a collective basis as they possess shared credit risk characteristics. They have been grouped based on the days past due.

The carrying amount of the trade receivables is reduced through the use of an allowance account, and the amount of the loss is recognised in the statement of profit or loss. When a trade receivable is uncollectible, having been handed over for debt collection, it is written off against the allowance account for trade receivables. Subsequent recoveries of amounts previously written off are credited against operating expenses in the statement of profit or loss.

The loss allowance for loans and other receivables is measured at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk of a financial instrument has not increased



significantly since initial recognition, the loss allowance is measured at an amount equal to 12-month expected credit losses.

The group considers whether there has been a significant increase in the risk of a default occurring since initial recognition.

A loan is considered to be in default when there is evidence that the borrower is in significant financial difficulty such that it will have insufficient funds to repay the loan. This is assessed based on a number of factors including various solvency and liquidity ratios.

Measurement of the expected credit losses is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

The group makes use of a provision matrix as a practical expedient to the determination of expected credit losses on trade receivables. The provision matrix is based on historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current and the forecast direction of conditions at the reporting date, including the time value of money, where appropriate.

Derecognition of financial instruments

Financial assets are derecognised when the contractual rights to the cash flows from the financial assets expire, or when the financial asset and all substantial risks and rewards are transferred.

A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

1.11 Revenue

Revenue arises primarily from the sale of manufactured products and trading of steel and steel-related products.

Revenue is recognised at a point in time, when the group satisfies performance obligations by transferring the promised goods or services to its customers.

The majority of the group's revenue is derived from the sale of goods with revenue recognised at a point in time when control over the goods has transferred to the customer. The remainder of the groups revenue is recognised over time. This is generally when the steel and steel-related products are delivered to the customer. However, for export sales, control might also be transferred when delivered to the port of departure or port of arrival, depending on the specific terms of contract with a customer. There is limited judgement needed in identifying when the point of control passes. Once physical delivery of the products to the agreed location has occurred, the group no longer has physical possession and usually will have a present right

to payment (as a single payment on delivery) and retains none of the significant risks and rewards of the goods in question.

The remainder of the group's revenue is derived from fixed price contracts and therefore the amount of revenue to be earned from each contract is determined by reference to those fixed prices. For most contracts, there is a fixed unit price for each product sold, with reductions given for bulk orders placed at a specific time. Therefore, there is no judgement involved in allocating the contract price to each unit ordered in such contracts (it is the total contract price divided by the number of units ordered). Where a customer orders more than one product line, the group is able to determine the split of the total contract price between each product line by reference to each product's standalone selling price (all products are capable of being, and are, sold separately).

Practical exemptions

The group has taken advantage of the practical exemptions:

- not to account for significant financing components where the time difference between receiving consideration and transferring control of goods (or services) to its customer is one year or less; and
- to expense the incremental costs of obtaining a contract when the amortisation period of the asset otherwise recognised would have been one year or less.

The group recognises contract liabilities for consideration received in respect of unsatisfied performance obligations and reports these amounts included in contract liabilities under trade and other payables.

Similarly, if the group satisfies a performance obligation before it receives the consideration, the group recognises either a contract asset or a receivable included in its trade and other receivables in its statement of financial position, depending on whether something other than the passage of time is required before the consideration is due.

For contracts that permit the customer to return an item, the amount of revenue recognised is adjusted for expected returns, which are estimated based on historical data. In these circumstances, a refund liability and a right to recover returned goods asset are recognised. The right to recover returned goods asset is measured at the former carrying amount of the inventory less any expected costs to recover goods. The refund liability is included in other payables and the right to recover returned goods is included in inventory. The group and company review their estimates of expected returns at each reporting date and update the amounts of the asset and liability accordingly.

Dividend income from investments is accounted for under IFRS 9.



Revenue relating to company

Dividends are recognised in profit or loss only when the entity's right to receive payment of the dividend is established.

1.12 Other income

Other income is recognised in profit or loss.

1.13 Cost of sales

When inventories are sold, the carrying amount of those inventories is recognised as an expense in the period in which the related revenue is recognised. The amount of any write-down of inventories to net realisable value and all losses of inventories, are recognised as an expense in the period the write-down or loss occurs. The amount of any reversal of any write-down of inventories, arising from an increase in net realisable value, is recognised as a reduction in the amount of inventories recognised as an expense in the period in which the reversal occurs.

1.14 Taxation

Current tax assets and liabilities

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

Current tax liabilities/(assets) for the current and prior periods are measured at the amount expected to be paid to/(recovered from) the tax authorities, using the tax rates (and tax laws) that have been enacted or substantively enacted by the reporting date.

Deferred tax assets and liabilities

Deferred tax assets and liabilities are recognised where the carrying amount of an asset or liability in the statement of financial position differs from its tax base, except for differences arising on:

- the initial recognition of goodwill;
- the initial recognition of assets or liability in a transaction which is not a business combination and at the time of the transaction affects neither accounting nor taxable profit; and
- investment in subsidiaries and joint arrangements where the group is able to control the timing of the reversal of the difference and it is probable that the difference will not reverse in the foreseeable future.

Recognition of deferred tax assets is restricted to those instances where it is probable that taxable profit will be available against which the difference can be utilised.

In respect of deferred tax assets arising from investment property measured at fair value, the presumption that recovery will be through sale rather than use has not been rebutted.

The amount of asset or liability is determined using tax rates that have been enacted or substantively enacted by the reporting date and are expected to apply when the deferred tax liabilities/assets are settled/(recovered).

A deferred tax asset is recognised for the carry forward of unused tax losses to the extent that it is probable that future taxable profit will be available against which the unused tax losses can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the reporting date.

Tax expenses

Current and deferred taxes are recognised as income or an expense and included in profit or loss for the period, except to the extent that the tax arises from:

- a transaction or event which is recognised, in the same or a different period, directly in comprehensive income or equity; or
- a business combination.

Current tax and deferred taxes are charged or credited directly to comprehensive income or equity if the tax relates to items that are credited or charged, in the same or a different period, directly to comprehensive income or equity.

1.15 Dividends

Dividends to equity holders are only recognised as a liability when declared and are included in the statement of changes in equity.

1.16 Impairments – Non-financial assets

The carrying amount of the group's non-financial assets, other than inventories and deferred tax assets are reviewed at each reporting date to determine whether there is an indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. An impairment loss is recognised whenever the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses are recognised in profit or loss.

The recoverable amount is the greater of its fair value less cost to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their



present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

An impairment loss of assets carried at cost less any accumulated depreciation or amortisation is recognised immediately in profit or loss. If an asset's carrying amount is decreased as a result of a revaluation, the decrease shall be recognised in profit or loss. However, the decrease shall be recognised in other comprehensive income to the extent of any credit balance existing in the revaluation surplus in respect of that asset. The decrease recognised in other comprehensive income reduces the amount accumulated in equity under the heading of revaluation surplus.

Goodwill acquired in a business combination is, from the acquisition date, allocated to each of the cash-generating units, or groups of cash-generating units, that are expected to benefit from the synergies of the combination.

An impairment loss is recognised for cash-generating units if the recoverable amount of the unit is less than the carrying amount of the unit. The impairment loss is allocated to reduce the carrying amount of the assets of the unit in the following order:

- first, to reduce the carrying amount of any goodwill allocated to the cash-generating unit; and
- then, to the other assets of the unit, pro-rata on the basis of the carrying amount of each asset in the unit.

Goodwill is tested for impairment at least annually and whenever there is an indication of impairment. Goodwill impairment is never reversed.

1.17 Foreign currency

Foreign currency transactions

Functional and presentation currency items included in the annual financial statements of each of the group's entities are measured using the currency of the primary economic environment in which the entity operates (its functional currency). The consolidated financial statements are presented in Rand, which is the company's functional and presentation currency.

Transactions in foreign currencies are translated to the respective functional currencies of group entities at exchange rates at the date of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated to the functional currency at the exchange rate ruling at that date. Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are translated to the functional

currency at the exchange rate at the date that the fair value was determined. Foreign currency differences arising on translation are recognised in profit or loss.

Foreign operations

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated to SA Rand at foreign exchange rates at the reporting date. The income and expenses of foreign operations are translated to Rand at the average rates for the year. Foreign currency differences are recognised in other comprehensive income. When a foreign operation is disposed of, in part or in full, the relevant amount in the foreign currency translation reserve is transferred to profit or loss.

1.18 Leases

As a lessee, the group leases properties and recognises a right-of-use asset and lease liability at the lease commencement date.

Right-of-use asset and lease liability

The right-of-use asset is initially measured at lease liability plus any initial direct costs and is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease, or if not applicable, the group's incremental borrowing rate. The lease liability is subsequently increased by the interest cost on the lease liability and decreased by lease payments made. It is remeasured when there is a change in the future lease payments arising from a change in index or rate or a change to the lease term.

Extension and termination options

Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated). Factors such as the importance of the underlying asset to our operations, undertaking of significant leasehold improvements and our past practice were considered to determine reasonable certainty.

Cancellations

When there is a cancellation in the lease term, the right-of-use asset and lease liability is remeasured.

The assessment is reviewed if a significant event or a significant change in circumstances occurs that is within the control of the lessee.



Discount rate

The lease liabilities were measured at the present value of the remaining lease payments, discounted using the group's incremental borrowing rate as at inception date. This incremental borrowing rate was derived from rates applicable to the group's external borrowing facilities in issue.

Short-term leases

Short-term leases are expensed on a month-to-month basis.

1.19 Segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief executive officer (CEO) and all the executive board members. Segment results reported include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

All segment revenue and expenses are directly attributable to the segment. Segment assets include all operating assets used by a segment and consist principally of property, plant and equipment, as well as current assets. Segment liabilities include all operating liabilities and consist principally of trade creditors. These assets and liabilities are all directly attributable to the segments. Segment revenue, expenses and results include transfers between business segments and between geographical segments. Such transfers are accounted for at competitive market prices charged to unaffiliated customers for similar goods. These transfers are eliminated on consolidation. The key operating decision makers are the executive board members.

1.20 Retirement benefits

Retirement benefits are catered for eligible employees by way of a provident fund. The fund is a defined contribution plan under which amounts to be paid as retirement benefits are determined by contributions to the fund together with investment earnings thereon. Contributions are charged against profit or loss as incurred.

1.21 Short-term employee benefits

The cost of all short-term employee benefits is recognised during the year in which the employee renders the related service. The accruals for employee entitlements to remuneration and annual leave represent the amount which the group has a present obligation to pay as a result of the employee's services provided to the reporting date. The accruals have been calculated at undiscounted amounts based on current remuneration rates.

1.22 Share-based payments

Services received or acquired in a share-based payment transaction are recognised when the services are received. A corresponding increase in equity is recognised if the services are received in an equity-settled share-based payment transaction.

If the fair value of the services received cannot be estimated reliably, their value and the corresponding increase in equity are measured indirectly by reference to the fair value of the equity instruments granted.

If the share-based payments granted do not vest until the counterparty completes a specified period of service, the group accounts for those services as they are rendered by the counterparty during the vesting period (or on a straight-line basis over the vesting period).

If the share-based payments vest immediately, the services received are recognised in full.

Where the equity instruments are no longer outstanding, the accumulated share-based payment reserve in respect of those equity instruments is transferred to retained earnings.

For cash-settled share-based payments, a liability equal to the portion of services received is recognised at the current fair value at each date of the statement of financial position.



2 STATEMENTS AND INTERPRETATIONS NOT YET EFFECTIVE

New standards or revisions to current standards have been issued with effective dates applicable to future statements of the group. Only those standards not yet adopted and that could be expected to be applicable to the group are set out below, i.e. those applicable to unrelated industries or economies are not dealt with herein.

The group expects to adopt the amendments from the effective dates. It did not early adopt any new, revised or amended accounting standards. The impact on adopting these standards by the group has been noted below.

The following amended standards are not expected to have a significant impact on the group and company financial statements:

STANDARD	DETAILS OF AMENDMENT	EXPECTED ADOPTION DATE
IAS 1 Presentation of Financial Statements (Amendment – Classification of Liabilities as Current or Non-Current)	In January 2020, the IASB issued amendments to IAS 1, which clarify how an entity classifies liabilities as current or non-current.	1 January 2024
IAS 1 Presentation of Financial Statements (Amendment – Non-current liabilities with Covenants)	The amendment clarifies that only covenants with which an entity is required to comply on or before the reporting date affect the classification of a liability as current or non-current, with additional guidance to explain how an entity should disclose information in the notes to understand the risk that non-current liabilities with covenants could become repayable within twelve months.	1 January 2024
Amendments to IFRS 10 and IAS 28:	<p>Sale or Contribution of Assets between an Investor and its Associate or Joint Venture</p> <p>If a parent loses control of a subsidiary which does not contain a business, as a result of a transaction with an associate or joint venture, then the gain or loss on the loss of control is recognised in the parents' profit or loss only to the extent of the unrelated investors' interest in the associate or joint venture. The remaining gain or loss is eliminated against the carrying amount of the investment in the associate or joint venture.</p> <p>The same treatment is followed for the measurement to fair value of any remaining investment which is itself an associate or joint venture. If the remaining investment is accounted for in terms of IFRS 9, then the measurement to fair value of that interest is recognised in full in the parents' profit or loss.</p>	The effective date of the amendment is to be determined by the IASB.
IFRS 16 - Leases	<p>Lease Liability in a Sale and Leaseback</p> <p>Lease Liability in a Sale and Leaseback amends IFRS 16 by adding subsequent measurement requirements for sale and leaseback transactions.</p>	The effective date of the amendment is for years beginning on or after 01 January 2024.
IAS 7 and IFRS 7	<p>Supplier Finance Arrangements: Amendments to IAS 7 and IFRS 7</p> <p>Supplier Finance Arrangements amends IAS 7 Statement of Cash Flows to require an entity to provide additional disclosures about its supplier finance arrangements. The amendments also add supplier finance arrangements as an example within the liquidity risk disclosure requirements of IFRS 7 Financial Instruments: Disclosures.</p>	The effective date of the amendment is for years beginning on or after 01 January 2024.
IAS 21	<p>Lack of Exchangeability: Amendments to IAS 21</p> <p>Lack of Exchangeability amends IAS 21 The Effects of Changes in Foreign Exchange Rates to require an entity to apply a consistent approach to assessing whether a currency is exchangeable into another currency and, when it is not, to determining the exchange rate to use and the disclosures to provide.</p>	The effective date of the amendment is for years beginning on or after 01 January 2025



3 PROPERTY, PLANT AND EQUIPMENT

	GROUP					
	Note	Land and buildings R 000	Plant and equipment R 000	Motor vehicles R 000	Furniture, fittings and equipment R 000	Total 2024 R 000
Carrying amount at beginning of year		272 043	150 793	52 261	6 265	481 362
Gross carrying amount		280 702	312 175	100 286	28 999	722 162
Accumulated depreciation and impairments		(8 659)	(161 382)	(48 025)	(22 734)	(240 800)
Exchange difference on translation of foreign operations		769	5 258	2 233	192	8 452
Change in fair value of land and buildings - reversal of revaluation surplus due to impairment		(2 188)	-	-	-	(2 188)
Additions		14 474	28 716	44 320	5 224	92 734
Disposals		(44 814)	(8 033)	(3 591)	(661)	(57 099)
Impairment		-	(1 648)	-	-	(1 648)
Depreciation		(961)	(22 220)	(11 334)	(2 971)	(37 486)
Carrying amount at end of year		239 323	152 866	83 889	8 049	484 127
Gross carrying amount		249 177	333 780	133 113	32 560	748 630
Accumulated depreciation and impairments		(9 854)	(180 914)	(49 224)	(24 511)	(264 503)

The carrying amount would have been R231.9 million had land and buildings been accounted for using the cost model.

During the financial year, New Joules Manufacturing, impaired R1 647 549 of plant and machinery due to improvements made to the production process and no longer has a requirement for the plant and machinery.

	GROUP					
	Note	Land and buildings R 000	Plant and equipment R 000	Motor vehicles R 000	Furniture, fittings and equipment R 000	Total 2023 R 000
Carrying amount at beginning of year		269 624	139 791	41 170	6 160	456 745
Gross carrying amount		276 034	286 565	85 869	27 081	675 549
Accumulated depreciation and impairments		(6 410)	(146 774)	(44 699)	(20 921)	(218 804)
Exchange difference on translation of foreign operations		2 459	9 628	2 984	373	15 444
Change in fair value of land and buildings - reversal of revaluation surplus due to impairment		(1 393)	-	-	-	(1 393)
Additions		2 244	33 775	19 952	2 791	58 762
Disposals		-	(10 748)	(1 811)	(168)	(12 727)
Depreciation		(891)	(21 653)	(10 034)	(2 891)	(35 469)
Carrying amount at end of year		272 043	150 793	52 261	6 265	481 362
Gross carrying amount		280 702	312 175	100 286	28 999	722 162
Accumulated depreciation and impairments		(8 659)	(161 382)	(48 025)	(22 734)	(240 800)

The carrying amount would have been R264.5 million had land and buildings been accounted for using the cost model.



Pledged security

Certain items of property, plant and equipment with a net book value of R35 million (2023 - R29 million) are encumbered as set out in note 14. A register containing details of the property, plant and equipment is available for inspection at the registered office of the company.

Valuation of land and buildings

Land and buildings is recognised at the revalued amount, which is based on director's valuations prepared every year at year-end. The carrying amount of properties is the fair value as determined by the directors less subsequent accumulated depreciation and impairment losses. The effective date of the revaluations was 31 March 2024. There are no restrictions on the distribution of the balance to the shareholders.

The fair values of land and buildings are estimated using an income approach which capitalises the estimated rental income stream, net of projected operating costs, using a discount rate derived from market yields and take into account the type of the property and the property's location.

The most significant inputs, all of which are unobservable, are the estimated rental value and the discount rate. The estimated fair value increases if estimated rental increases or if discount rates (market yields) decline.

A 1% increase or decrease in the discount rate will impact the fair value by R1.9 million (2023 - R2.4 million). A 1% increase or decrease in the rental rates will impact the fair value by R2.8 million (2023 - R3.1 million).

The assumed discount rates applied for the future income streams range between 9.6% and 10.3% (2023 - 9.9% and 11.2%).

The directors assessed the useful lives of the buildings to be 50 years, and the residual values exceed their carrying values, with the exception of New Joules North America that has a useful life of 39 (2023 - 39) years.

Refer to note 29.8 for the fair value measurement disclosure.



4 INTANGIBLE ASSETS AND GOODWILL

	GROUP		
	Patents R 000	Goodwill R 000	Total 2024 R 000
Carrying amount at beginning of year	3 143	274 710	277 853
Gross carrying amount	5 763	405 105	410 868
Accumulated amortisation and impairments	(2 620)	(130 395)	(133 015)
Exchange difference on translation of foreign operation	175	15 400	15 575
Amortisation for the year	(405)	-	(405)
Carrying amount at end of year	2 913	290 110	293 023
Gross carrying amount	6 087	420 505	426 592
Accumulated amortisation and impairments	(3 174)	(130 395)	(133 569)

	GROUP		
	Patents R 000	Goodwill R 000	Total 2023 R 000
Carrying amount at beginning of year	2 896	248 459	251 355
Gross carrying amount	4 731	378 854	383 585
Accumulated amortisation and impairment	(1 835)	(130 395)	(132 230)
Additions	-	2 150	2 150
Exchange difference on translation of foreign operation	616	24 101	24 717
Amortisation for the year	(369)	-	(369)
Carrying amount at end of year	3 143	274 710	277 853
Gross carrying amount	5 763	405 105	410 868
Accumulated amortisation and impairment	(2 620)	(130 395)	(133 015)

External patents

The patent is a railway retarder and has a remaining useful life of 6 (2023 - 7) years.

Goodwill

The carrying amount of goodwill is allocated to the significant cash-generating units (CGUs) as follows:

	TOTAL 2024 R 000	TOTAL 2023 R 000
American Shutters	46 384	46 384
Fuel Proof (incorporated in England)	71 622	66 344
OSA Door Parts (incorporated in England)	47 993	44 457
Partington Engineering (incorporated in England)	53 091	49 179
Roll-Tec Safety (incorporated in England)	19 983	18 510
Xpanda Security	34 867	34 867
Allocated to other CGUs (aggregated)	16 170	14 969
	290 110	274 710



The recoverable amounts of CGUs have been determined by considering the higher of their fair value less costs to sell and value-in-use. Their value-in-use was determined to be the higher and was therefore used as their recoverable amount.

All the recoverable amounts are in excess of the carrying values and range from R74 million to R831 million.

The key assumptions for the value-in-use calculations are those regarding the discount rates, growth rates and expected changes to selling prices and direct costs during the period. Management estimates discount rates using pre-tax rates that reflect current market assessments of the time value of money and the risks specified to the CGUs. Budgets are prepared for a five-year period as this is deemed reasonable for a forward-looking forecast.

The average projected growth rate and discount rates are as follows:

	PRE-TAX DISCOUNT RATE 2024 %	GROWTH RATE 2024 %	PRE-TAX DISCOUNT RATE 2023 %	GROWTH RATE 2023 %
American Shutters	21.8	5.3	21.9	4.5
Fuel Proof (incorporated in England)	13.9	5.8	12.3	6
OSA Door Parts (incorporated in England)	14.0	5.8	12.4	6
Partington Engineering (incorporated in England)	13.3	5.8	11.7	6
Roll-Tec Safety (incorporated in England)	13.6	5.8	12.2	3
Xpanda Security	22.7	5.3	22.8	4.5
Allocated to other CGUs (aggregated)	13.9 - 14	5.8	12.4 - 12.6	3

Changes in selling prices and direct costs are based on past practices and expectations of future changes in the market.

The discounted cash flows are most sensitive to changes in the discounted rate. The discount rates required for impairment to occur are as follows:

	PRE-TAX DISCOUNT RATE 2024 %	PRE-TAX DISCOUNT RATE 2023 %
American Shutters	23.90	30.80
Fuel Proof (incorporated in England)	31.70	37.09
OSA Door Parts (incorporated in England)	36.70	38.30
Partington Engineering (incorporated in England)	15.70	13.27
Roll-Tec Safety (incorporated in England)	32.80	29.53
Xpanda Security	23.10	23.90
Allocated to other CGUs (aggregated)	30.7 - 109.9	31.76 - 106

5 LEASES

Right-of-use assets	GROUP	
	Land and buildings 2024 R 000	Land and buildings 2023 R 000
Carrying amount at beginning of year	37 685	54 719
Additions	35 173	1 208
Depreciation	(13 995)	(19 847)
Effect of cancellation to lease terms	-	(640)
Exchange difference on translation of foreign operations	1 054	2 245
Carrying amount at end of year	59 917	37 685



	GROUP	
	Land and buildings 2024 R 000	Land and buildings 2023 R 000
Lease liabilities		
Carrying amount at beginning of year	47 874	66 064
Additions	35 173	1 208
Interest expense	4 065	4 997
Effect of cancellation to lease terms	-	(685)
Lease payments	(19 720)	(26 230)
Exchange difference on translation of foreign operations	1 205	2 520
Carrying amount at end of year	68 597	47 874
Less: Portion payable within twelve months reflected under current liabilities	(19 749)	(18 404)
Non-current portion	48 848	29 470

Future undiscounted contractual amounts

	DUE IN LESS THAN A YEAR R 000	DUE IN ONE TO TWO YEARS R 000	DUE IN TWO TO THREE YEARS R 000	DUE AFTER FOUR YEARS R 000
Lease liabilities payments	19 710	20 864	14 734	44 886

The leases are for fixed periods and fixed amounts. There are no restrictions imposed by the leases and no unusual or unique lease terms.

The Group entered into a lease agreement during the financial year for Phoenix Steel Gauteng that ends 2034.

There are short-term but no low value asset lease expenses. The yearly rental expense is R18.5 million (2023 - R11.9 million).

6 LONG-TERM RECEIVABLES

	GROUP		COMPANY	
	2024 R 000	2023 R 000	2024 R 000	2023 R 000
BEE minority shareholder loan	5 866	5 446	-	-
Loan advanced to BEE minority shareholders for the purchase of interest in subsidiaries. Indefinite period of repayment at an interest rate of 1%. The loan is secured by a cession of shares in the subsidiary.				
The fair value has been calculated with reference to the underlying net asset value in the company where the shares are held.				
Algoa Components Manufacturers Proprietary Limited	-	523	-	523
(formerly Stateline Tubing Industries Proprietary Limited)				
The loan bears interest at prime less 1.625% and is repayable in equal monthly instalments. The loan was repaid fully during the financial year.				
Total long-term receivables	5 866	5 969	-	523
Less: Portion receivable within 12 months	-	(523)	-	(523)
Non-current portion	5 866	5 446	-	-



The BEE minority shareholder loan is subsequently measured at fair value, while the long-term receivables are subsequently measured at amortised cost.

No balances are past due and the group has collateral for these receivables. Management believe that all balances are of a good credit quality as there have been no defaults on repayment terms - refer to note 29.3.

As a result, management have assessed there to be an immaterial expected credit loss and no allowance has been raised.

7 EMPLOYEE SHARE INCENTIVE SCHEME LOAN

	COMPANY	
	2024 R 000	2023 R 000
Employee share incentive scheme loan	-	1 162
An analysis of the Argent Employee Share Incentive Scheme loan is as follows:		
Balance at the beginning of the year	1 162	6 792
Loan repaid - dividends	(169)	(437)
Share options exercised	(1 957)	(1 957)
Fair value adjustment of loan	964	(3 236)
Total employee share incentive scheme loan	-	1 162

The loan was interest free with no fixed terms of repayment set.

The unallocated shares were previously under the control of the trustees of the Scheme.

The fair value of the loan was linked to the market price of shares in Argent Industrial Limited.

The employee share incentive scheme loan and the employee share incentive scheme came to an end during the financial year.

8 INTEREST IN SUBSIDIARIES

	COMPANY	
	2024 R 000	2023 R 000
Opening cost less impairment	370 794	370 794
Original cost	468 517	468 517
Impairments	(97 723)	(97 723)
Closing cost less impairments	370 794	370 794
Original cost	468 517	468 517
Impairments	(97 723)	(97 723)

The legal entities have been determined to be the same as the cash-generating units (CGUs). It is on this basis that the valuation method used to value goodwill was the same for subsidiaries and the same assumptions have been used in assessing those investments where there are indicators for impairment. Refer to note 4 for further disclosure.



	COMPANY	
	2024 R 000	2023 R 000
Subsidiary loans		
Current assets		
Opening balance	334 359	275 042
Advances to subsidiaries	-	14 323
Proceeds from repayment on loans to subsidiaries	(33 071)	(81 535)
Non-cashflow working capital movement	80 100	126 529
Total current assets	381 388	334 359
Current liabilities		
Opening balance	(24 020)	-
Repayment of advances from subsidiaries	32 299	-
Non-cashflow working capital movement	(14 383)	(24 020)
Total current liabilities	(6 104)	(24 020)

The loans are interest free and payable on demand. The loans to and from subsidiaries are intended to settle on a group basis according to group cash flow requirements. The loans are continuously advanced or realised during a normal 30 day operating cycle.

The loans are individually assessed based on the solvency of the company being assessed.

Credit risk for loan receivables from related parties has not increased significantly since their initial recognition.

Consequently, there is no expected credit loss and hence no allowance for impairments has been raised.

Where subsidiaries do not have sufficient resources to repay the loan on demand, the holding company has the right to allocate cash resources accordingly as the bank facility is held at group level. The expected credit loss is therefore considered to be negligible as the subsidiaries have the ability to settle, if required.

For further details of interest in subsidiaries refer page 81.

9 NON-CONTROLLING INTEREST

Subsidiary with material non-controlling interests (NCI)

The information below relates to Argent Industrial Engineering Proprietary Limited, a subsidiary included in the group results with 45% non-controlling interests.

Proportion of ownership interests and voting rights held by NCI 45% (2023 - 45%).

Total comprehensive income allocated to NCI R0.742 million (2023 - R0.593 million).

Accumulated NCI R14.8 million (2023 - R14.1 million after dividend).

No dividend was paid to the NCI (2023 - Nil).

	COMPANY	
	2024 R 000	2023 R 000
Summarised financial information is set out below:		
Non-current assets	38 850	34 171
Current assets	5 416	10 876
Total assets	44 266	45 047
Non-current liabilities	1 372	1 171
Current liabilities	7 559	8 592
Total liabilities	8 931	9 763
Equity attributable to owners of the parent	19 434	19 406



	COMPANY	
	2024 R 000	2023 R 000
Non-controlling interests	14 878	14 137
Revenue	23 995	20 256
Profit for the year attributable to the owners of the parent	906	724
Profit for the year attributable to the NCI	742	593
Profit for the year	1 648	1 317
Total comprehensive income for the year attributable to the owners of the parent	906	724
Total comprehensive income for the year attributable to the NCI	742	593
Total comprehensive income for the year	1 648	1 317
Net cash (used in)/from operating activities	5 495	(993)
Net cash used in investing activities	(5 227)	(1 654)
Net cash used in financing activities	1 059	(121)
Net cash (outflow)/inflow	1 327	(2 768)

10 INVENTORIES

	GROUP	
	2024 R 000	2023 R 000
Raw materials	239 635	185 841
Work in progress	85 206	70 326
Goods in transit	8 179	8 469
Finished goods	376 725	383 223
Total inventories	709 745	647 859

An allowance is created to write-down inventory to the lower of cost or net realisable value. The group doesn't have a history of large write-down allowances. The write down allowance decreased by R1.5 million in finished goods (2023 - increase of R1.7 million) that is included in operating profit. The current year's positive movement is mainly a result of Fuel Proof selling products in their product range previously provided for. Management makes estimates of the selling price and direct costs to sell inventory in determining the net realisable value.

Inventory provisions include write-downs which take into account historical information related to sales trends, aging profiles, market factors and stock counts which impact the expected write-down between the estimated net realisable value and the original cost. Net realisable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution.



11 TRADE AND OTHER RECEIVABLES

	GROUP		COMPANY	
	2024 R 000	2023 R 000	2024 R 000	2023 R 000
Financial instruments				
Trade receivables*	392 371	353 525	5 385	4 091
Allowance for credit losses	(10 076)	(12 459)	-	-
Accrued income - refer to note 19	53 542	58 948	-	-
Deposits	1 731	1 804	-	-
Sub-total financial instruments	437 568	401 818	5 385	4 091
Non-financial instruments				
Other receivables	12,791	3,728	8	241
Prepayments	53,439	39,253	-	-
VAT	5,766	6,519	29	-
Sub-total non-financial instruments	71,996	49,500	37	241
Total trade and other receivables	509 564	451 318	5 422	4 332

* Trade receivables for the company are intra-group.

	GROUP		COMPANY	
	2024 R 000	2023 R 000	2024 R 000	2023 R 000
Categorisation of trade and other receivables				
Trade and other receivables are categorised as follows in accordance with IFRS 9 - Financial Instruments:				
Financial instruments at amortised cost	437 568	401 818	5 385	4 091
Non-financial instruments	71 996	49 500	37	241
	509 564	451 318	5 422	4 332

Trade receivables of R103 million (2023 - R81 million) have been ceded for facilities granted - refer to note 24.4.

	GROUP	
	2024 R 000	2023 R 000
Reconciliation of credit loss allowance		
Opening balance	(12 459)	(10 496)
Movement in impairment of trade receivables	2 383	(1 963)
Recognised during year	(717)	(4 512)
Written off during year	3 100	2 549
Closing balance	(10 076)	(12 459)

The creation and release of provision for impaired receivables has been included in the statement of profit and loss. Amounts charged to the allowance are generally written off when there is no expectation of recovering additional cash. The total amount receivable represents the maximum exposure for trade receivables and other current assets, before any credit enhancements or collateral that may be held.



Exposure to credit risk

Trade receivables inherently expose the group to credit risk, being the risk that the group will incur financial loss if customers fail to make payments as they fall due.

There have been no significant changes to the credit risk management policies since the prior reporting period - refer to note 29.3.

A loss allowance is recognised for all trade receivables, and is monitored at the end of each reporting period. In addition to the loss allowance, the group identifies receivables to be credit impaired when a default event such as liquidation or deregistration of the customer has occurred.

The group measures the loss allowance for trade receivables by applying the simplified approach which is prescribed by IFRS 9. In accordance with this approach, the loss allowance on trade receivables is determined as the lifetime expected credit losses on trade receivables. These lifetime expected credit losses are estimated using a provision matrix, which is presented below. The provision matrix has been developed by making use of past default experience of debtors and data that is determined to be predictive of the risk of loss (including but not limited to debts which are three months past due, external ratings and available industry information). The credit profile of the customer is assessed with the ageing of the debt and subsequent payments received. A premium was added to the default. The group identified unemployment and inflation rates as the key macro-economic factors attributable to the premium allocated.

Credit insurance is underwritten by Credit Guarantee Insurance Corporation of Africa Limited (CGIC). The risk of default is considered low based on the credit rating of CGIC. 15% of CGIC insured debtors remain exposed to credit risk.

In determining the recoverability of deposits, the group considers any change in the credit quality of the receivables from the date credit was initially granted by applying the simplified approach with no significant increase in credit risk. Consequently, there is no expected credit loss and hence no allowance for impairments has been raised.

Overall, the debtor balances have increased by 11% in comparison with the prior year. CGIC debtors have decreased by 28% in comparison with the prior year following tight credit control over the debtors book. The risk of default was assessed as low.

The loss allowance was determined as follows:

	GROUP				
	Default rate %	Estimated gross carrying amount at default R 000	Loss allowance (lifetime expected credit loss) R 000	Specifically impaired trade receivables R 000	Total impairment for trade receivables R 000
2024					
Less than 30 days	0.343%	150 334	(516)	-	(516)
31-60 days	0.616%	83 038	(512)	-	(512)
61-90 days	1.693%	23 925	(405)	-	(405)
91-120 days	4.815%	10 812	(521)	-	(521)
More than 120 days	16.231%	10 571	(1 716)	-	(1 716)
		278 680	(3 669)	-	(3 669)
Insured debtors - Credit Guarantee Insurance Corporation of Africa Limited (CGIC)		103 615	-	-	-
Specifically impaired trade receivables		10 076	-	(6 407)	(6 407)
Total trade receivables due from external parties		392 371	(3 669)	(6 407)	(10 076)



	GROUP				
	Default rate %	Estimated gross carrying amount at default R 000	Loss allowance (lifetime expected credit loss) R 000	Specifically impaired trade receivables R 000	Total impairment for trade receivables R 000
2023					
Less than 30 days	0.385%	176 467	(680)	-	(680)
31-60 days	0.562%	56 783	(319)	-	(319)
61-90 days	1.564%	14 515	(227)	-	(227)
91-120 days	4.446%	6 183	(275)	-	(275)
More than 120 days	16.231%	7 088	(1 150)	-	(1 150)
		261 036	(2 651)	-	(2 651)
Insured debtors - Credit Guarantee Insurance Corporation of Africa Limited (CGIC)		81 226	-	-	-
Specifically impaired trade receivables		11 263	-	(9 808)	(9 808)
Total trade receivables due from external parties		353 525	(2 651)	(9 808)	(12 459)

Fair values of trade and other receivables

The fair values of the trade receivables approximate their carrying values.

12 STATED CAPITAL AND TREASURY SHARES

	GROUP		COMPANY	
	2024 R 000	2023 R 000	2024 R 000	2023 R 000
Authorised stated capital				
200 000 000 ordinary shares of no par value (2023 - 200 000 000 ordinary shares of no par value)				
Issued stated capital				
54 430 980 ordinary shares of no par value (2023 - 56 056 203 ordinary shares of no par value)	277 450	302 553	277 450	302 553
Balance at the beginning of the year	302 553	317 845	302 553	317 845
Share buyback	(25 103)	(15 292)	(25 103)	(15 292)
Treasury shares	-	(74 572)	-	-
Balance at the beginning of the year	(74 572)	(76 529)	-	-
Share options exercised	1 957	1 957	-	-
Share Option Scheme - Deconsolidation	72 615	-	-	-
Total stated capital and treasury shares	277 450	227 981	277 450	302 553



	GROUP	
	2024 Number 000	2023 Number 000
Opening shares in issue	56 056	57 239
Share buyback movement	(1 625)	(1 183)
Closing shares in issue	54 431	56 056
Treasury shares	-	(423)
Closing shares in issue excluding treasury shares	54 431	55 633

During the year 1 625 223 shares were repurchased at an average share price of R15.45 and cancelled as part of the share buyback programme.

The unissued shares are under the control of the directors until the next annual general meeting. There are no unlisted securities.

The Argent Employee Share Incentive Trust was created to administer the Share Option Scheme. The trust is controlled by Argent Industrial Limited and, therefore, the trust is consolidated in accordance with IFRS 10 - Consolidated Financial Statements - refer to note 7.

13 RESERVES

	GROUP	
	2024 R 000	2023 R 000
Revaluation reserve	6 857	8 454
Foreign currency translation reserve	90 930	50 192
Employee share incentive reserve	-	1 108
Total reserves	97 787	59 754

The revaluation reserve relates to land and buildings measured under the revaluation model - refer to note 3.

The foreign currency translation reserve relates to the translation of foreign entities at year end from their functional currency to Rand.

The employee share incentive reserve relates to the share-based payments reserve for employee share option benefits - refer to note 25.



14 INTEREST-BEARING BORROWINGS

	GROUP	
	2024 R 000	2023 R 000
SECURED		
Instalment sale obligations	26 250	23 007
Secured by plant and equipment with a net book value of R35 million (2023 - R29 million) (refer to note 3)		
Repayments are made in equal monthly instalments.		
Aggregate repayments are due as follows:		
Year ending 31 March	R 000	
- 2025	13 378	
- 2026	11 589	
- 2027 and later	4 819	
The effective average interest rate applicable to these liabilities is prime to 0.60% above prime and repayable over 36 months except for one contract repayable over 48 months and 3 contracts payable over 60 months.		
Loan facility owing to Investec Bank Limited	21 437	71 763
Repayments are due as follows:		
Year ending 31 March	R 000	
- 2025	13 053	
- 2026	10 877	
- 2027 and later	-	
The loan bears an average interest rate of prime and is repayable in monthly instalments of approximately R2 million with the last payment due in January 2026.		
The loan account between Argent Industrial Investments Proprietary Limited and Argent Industrial Limited has been subordinated and ceded in favour of Investec Bank Limited by Argent Industrial Limited.		
Total interest-bearing borrowings	47 687	94 770
Less: Portion payable within 12 months reflected under current liabilities	(22 226)	(28 546)
Non-current portion	25 461	66 224

In terms of the company's Memorandum of Incorporation, the directors' borrowing powers are unlimited.

15 OTHER LIABILITIES

	GROUP	
	2024 R 000	2023 R 000
Service benefits for executive directors		
Cash settled share-based liability.	1 672	882
Based on the closing share price of R18.58 (2023 - R14.70) - refer to note 19.		
Service benefits	1 672	882
Total other liabilities	1 672	882



16 DEFERRED TAXATION

	GROUP	
	2024 R 000	2023 R 000
The following deferred taxation balances are reflected on the statement of financial position:		
Deferred taxation assets	1 773	2 221
Deferred taxation liabilities	(63 090)	(59 775)
Total deferred taxation	(61 317)	(57 554)
A deferred tax asset of R0.25 million (2023 - R0.8 million) has been recognised in respect of tax losses, as future taxable income of sufficient amount is expected to be earned.		
Reconciliation		
Balance at beginning of year	(57 554)	(53 729)
Leases	(1 994)	(52)
Reversal of revaluation surplus	590	182
Temporary differences	(2 359)	(3 955)
Capital allowances on plant and equipment	(751)	(3 208)
Building allowances	(854)	(126)
Assessable losses	(743)	(673)
Leave pay and bonus accruals	(23)	26
Expected credit losses	12	26
Balance at end of year	(61 317)	(57 554)
Analysis		
Capital allowances on plant and equipment	(31 800)	(31 049)
Building allowances	(34 500)	(33 646)
Fair value of BEE minority loan	1 392	1 392
Leases	4 163	6 157
Assessable losses	68	811
Revaluation of land and buildings	(1 404)	(1 994)
Leave pay and bonus accruals	458	481
Expected credit losses	306	294
Balance at end of year	(61 317)	(57 554)

Assessed losses totalling nil (2023 - R964 957) have no recognised deferred taxation asset.

The deferred taxation asset in American Shutters Proprietary Limited, Gammid Group Proprietary Limited and Pro Crane Services Proprietary Limited arose due to temporary differences on the right-of-use of assets.

Flofuel Support Limited's deferred taxation asset arises due to temporary differences from capital allowances.

The directors have tested the deferred taxation asset recognised for recoverability in terms of IAS 12. The turnaround strategy supporting the recognition of this asset makes certain key assumptions which the board has considered and believes to be reasonable in the circumstances.

The principal assumptions are summarised as follows:

- Restructuring of certain brands;
- Cost control via shared resources; and
- Introduction of additional revenue streams which are reasonably and broadly achievable.



17 TRADE AND OTHER PAYABLES

	GROUP		COMPANY	
	2024 R 000	2023 R 000	2024 R 000	2023 R 000
Financial instruments				
Trade payables	203 471	203 180	-	-
Accruals	18 549	13 829	-	-
Goods in transit	-	891	-	-
Contract liabilities - refer to note 18	224 730	103 644	-	-
Debtor overpayments	63 097	39 550	-	-
Other payables	8 172	5 562	4 537	4 918
Sub total financial instruments	518 019	366 656	4 537	4 918
Non-financial instruments				
VAT	17 996	20 935	-	-
Leave pay and bonus accruals	1 696	1 781	-	-
Payroll accruals	31 286	28 668	-	-
Sub-total non-financial instruments	50 978	51 384	-	-
Total trade and other payables	568 997	418 040	4 537	4 918
Categorisation of trade and other payables				
Trade and other payables are categorised as follows in accordance with IFRS 9 - Financial Instruments:				
Financial instruments at amortised cost	518 019	366 656	4 537	4 918
Non-financial instruments	50 978	51 384	-	-
	568 997	418 040	4 537	4 918

The fair values of the trade and other payables approximate their carrying value.



18 REVENUE

	GROUP		COMPANY	
	2024 R 000	2023 R 000	2024 R 000	2023 R 000
Revenue by category:				
Dividends	-	-	86 105	125 348
Manufacturing	2 026 999	1 807 214	-	-
Steel trading	517 217	651 268	-	-
Properties	-	877	-	-
Total revenue by category	2 544 216	2 459 359	86 105	125 348
Revenue by geographical location:				
South Africa	1 307 458	1 421 048	20 388	65 348
Other regions:				
Asia and Middle East	184 709	118 614	-	-
Australia and New Zealand	15 055	18 370	-	-
North America	66 668	62 694	-	-
South America	5 217	290	-	-
Rest of Africa	235 847	203 248	-	-
Rest of Europe	60 415	70 251	-	-
United Kingdom	668 847	564 844	65 717	60 000
Other regions	1 236 758	1 038 311	65 717	60 000
Total revenue by geographical location	2 544 216	2 459 359	86 105	125 348

All revenue is transferred at a point in time. The company revenue is dividend income from subsidiaries.

A contract liability balance of R224.7 million (2023 - R103.6 million) arises from performance obligations partially satisfied in the current period. Revenue includes assets recognised from the pre-contract costs incurred to fulfil contracts with customers of R53 million (2023 R58 million).

The timing of recognition of revenue relating to contract liabilities is normally within three to six months. Management judgement is required to determine total contract costs to completion per project and a reasonable estimate has been made to recognise the change in estimated margin.

Contract balances

	CONTRACT ASSETS		CONTRACT LIABILITIES	
	2024 R 000	2023 R 000	2024 R 000	2023 R 000
Balance at beginning of year	58 948	3 964	(103 644)	(73 795)
Transfer in the period from contract assets to trade receivables	(58 948)	(3 964)	-	-
Excess of revenue recognised over cash (or right to cash) being recognised during the period	53 542	58 948	-	-
Amounts included in contract liabilities that was recognised as revenue during the period	-	-	103 644	73 795
Cash received in advance and not recognised as revenue during the period	-	-	(224 730)	(103 644)
Balance at end of year	53 542	58 948	(224 730)	(103 644)



19 OPERATING PROFIT BEFORE FINANCE COSTS

are arrived at after taking into account:

	GROUP		COMPANY	
	2024 R 000	2023 R 000	2024 R 000	2023 R 000
Income				
Profit on disposal of property, plant and equipment	4 849	1 357	-	-
Profit on foreign exchange transactions	14 005	16 856	-	-
Total	18 854	18 213	-	-
Expenses				
Auditors' remuneration				
-Audit fees current year	3 333	3 223	-	-
-Audit fees prior year	553	499	-	-
Fair value adjustment of employee share incentive scheme loan	-	-	(964)	3 236
Impairment of property, plant and equipment	1 648	-	-	-
Depreciation - refer to note 3				
- Land and buildings	961	891	-	-
- Plant and equipment	22 220	21 653	-	-
- Motor vehicles	11 334	10 034	-	-
- Furniture, fittings and equipment	2 971	2 891	-	-
Amortisation of intangibles - refer to note 4				
- Patents	405	369	-	-
Depreciation of right-of-use assets - refer to note 5				
- Land and buildings	13 995	19 847	-	-
Research and development	-	36	-	-
Staff costs	173 214	156 345	-	-
Included in staff costs are:				
- Defined contribution plan expense	11 412	12 057	-	-
- Retrenchment costs	-	101	-	-
- Share-based payments	115	278	-	-

Executive directors' emoluments

	GROUP						
	Emoluments R 000	Fees* R 000	Travel allowance and medical aid R 000	Performance related R 000	Provident fund contributions R 000	Share options and benefits R 000	Total 2024 R 000
Ms SJ Cox	1 796	0	46	1 182	251	2 023	5 298
HM Meyer	1 241	277	0	-	16	186	1 720
TR Hendry	3 808	446	724	1 409	574	1 927	8 888
AF Litschka	3 287	338	422	1 281	489	1 927	7 744
Total	10 132	1 061	1 192	3 872	1 330	6 063	23 649

* Fees include amounts for services rendered to the company and subsidiaries.



Executive directors' emoluments

	GROUP						Total 2023 R 000
	Emoluments R 000	Fees* R 000	Travel allowance and medical aid R 000	Performance related R 000	Provident fund contributions R 000	Share options and benefits R 000	
Ms SJ Cox	3 116	355	99	1 679	439	1 723	7 411
TR Hendry	3 601	433	631	1 917	540	1 724	8 846
AF Litschka	3 062	280	408	1 682	453	1 724	7 609
Total	9 779	1 068	1 138	5 278	1 432	5 171	23 866

Non-executive directors' emoluments

	GROUP	
	Fees 2024 R 000	Fees 2023 R 000
CD Angus	81	76
P Christofides	81	76
K Mapasa	88	82
T Scharrighuisen	323	302
Total	573	536

Directors' emoluments paid by:

	GROUP	
	2024 R 000	2023 R 000
Company	1 634	1 604
Subsidiaries	22 588	22 798
Total	24 222	24 402

Executive directors have employment contracts for five years effective from 1 September 2023 to 31 August 2027, renewable at the executive directors' discretion and the remuneration committee for another five years. TR Hendry and AF Litschka have renewed their contracts for another five years.

Ms SJ Cox, retired with effect from 30 September 2023. She was replaced by HM Meyer whose employment will run parallel to the other two executive directors' renewal period.

Executive directors are entitled to receive the cash equivalent of the following number of shares on cessation of service:

	BALANCE AT BEGINNING OF YEAR	EXERCISED	YEARLY ACCRUAL	BALANCE AT END OF YEAR 2024
Ms SJ Cox	20 000	(30 000)	10 000	-
TR Hendry	20 000	-	20 000	40 000
HM Meyer	-	-	10 000	10 000
AF Litschka	20 000	-	20 000	40 000
Total	60 000	(30 000)	60 000	90 000

The liability relating to the continued cessation benefits, amounting to R1 672 200 (2023 - R882 000) is included in other liabilities (note 15). The liability was calculated based on the closing share price as at 31 March 2024 of R18.58.

Executive directors share option allocations are granted on the same terms as the Argent Employee Share Option Scheme. Non-executive directors do not qualify for share options.



	BALANCE AT BEGINNING OF YEAR	OPTIONS GRANTED	OPTIONS EXERCISED	OPTIONS LAPSED	BALANCE AT END OF YEAR 2024
Movement in the number of options granted					
Ms SJ Cox	141 198	-	(141 198)	-	-
TR Hendry	141 198	-	(141 198)	-	-
AF Litschka	141 198	-	(141 198)	-	-
Total	423 594	-	(423 594)	-	-

	BALANCE AT BEGINNING OF YEAR	OPTIONS GRANTED	OPTIONS EXERCISED	OPTIONS LAPSED	BALANCE AT END OF YEAR 2023
Movement in the number of options granted					
Ms SJ Cox	282 396	-	(141 198)	-	141 198
TR Hendry	282 396	-	(141 198)	-	141 198
AF Litschka	282 396	-	(141 198)	-	141 198
Total	847 188	-	(423 594)	-	423 594

	OPTIONS WITH EXERCISE PRICE R4.62	BALANCE AT END OF YEAR 2024
Details of number of options		
Ms SJ Cox	-	-
TR Hendry	-	-
AF Litschka	-	-
Total	-	-

	OPTIONS WITH EXERCISE PRICE R4.62	BALANCE AT END OF YEAR 2023
Details of number of options		
Ms SJ Cox	141 198	141 198
TR Hendry	141 198	141 198
AF Litschka	141 198	141 198
Total	423 594	423 594

Details of the options are disclosed in note 25.



20 NET INTEREST EXPENSE

	GROUP		COMPANY	
	2024 R 000	2023 R 000	2024 R 000	2023 R 000
Interest expensed at amortised cost				
Instalment sale contracts	2 361	1 305	-	-
Mortgage bonds and loans	6 733	8 030	-	-
Other	-	134	-	-
Lease liabilities	4 065	4 997	-	-
Total finance expense	13 159	14 466	-	-
Interest income at amortised cost				
Other	(1 173)	(699)	(207)	(78)
Bank balance	(11 683)	(2 170)	(1 790)	(1 016)
Total finance income	(12 856)	(2 869)	(1 997)	(1 094)
Net interest expense	303	11 597	(1 997)	(1 094)

21 TAXATION

	GROUP		COMPANY	
	2024 R 000	2023 R 000	2024 R 000	2023 R 000
Current taxation				
- current	83 461	54 147	227	199
- prior years	3 300	13	-	-
Deferred taxation				
- current year	3 360	2 336	-	-
Charge for the year	90 121	56 496	227	199
Comprising:				
South African normal taxation	33 841	29 015	227	199
Foreign taxes – United Kingdom and United States of America	56 280	27 481	-	-
Amount per statements of profit or loss	90 121	56 496	227	199
Deferred taxation recognised directly in other comprehensive income	590	182	-	-
Estimated taxation losses available for off set against future taxable income are as follows:				
Estimated taxation losses	250	1,190	-	-
Applied to reduce deferred taxation	(250)	(226)	-	-
Total	-	964	-	-



	GROUP		COMPANY	
	2024 %	2023 %	2024 %	2023 %
Reconciliation of rate of taxation				
Average taxation rate	27.0	23.0	27.0	27.0
Difference in rate of taxation due to:				
Impairments	-	-	(0.3)	0.7
Non-taxable income: dividend received	-	-	(26.6)	(27.7)
Non-taxable income: employment tax incentive	-	(0.1)	-	-
Non-deductible expenses: expenses not in production of income	0.65	(1.1)	0.2	0.1
Tax losses utilised	(1.32)	-	-	-
Tax losses not recognised	-	(2.5)	-	-
Effective rate of taxation	26.3	19.3	0.26	0.1

The average taxation rate is calculated using the South African and foreign companies applicable tax rates.

22 EARNINGS PER SHARE

	GROUP	
	2024 R 000	2023 R 000
22.1 Basic earnings per share (cents)	441.9	413.1
The calculation of basic earnings per share is based on earnings of R244.9 million (2023 - R230.5 million) and a weighted average of 55.424 million (2023 - 55.801 million) shares in issue.		
22.2 Diluted earnings per share (cents)	441.9	411.3
The calculation of diluted earnings per share is based on earnings of R244.9 million (2023 - R230.5 million) and a weighted average of 55.424 million (2023 - 56.051 million) shares in issue.		
22.3 Headline earnings per share (cents)	438.5	411.3
The calculation of headline earnings per share is based on net profit of R243 million (2023 - R229.5 million) and a weighted average of 55.424 million (2023 - 55.801 million) shares in issue.		
22.4 Diluted headline earnings per share (cents)	438.5	409.5
The calculation of diluted headline earnings per share is based on net profit of R243 million (2023 - R229.5 million) and a weighted average of 55.424 million (2023 - 56.051 million) shares in issue.		



	GROUP	
	2024 Number 000	2023 Number 000
22.5 Weighted average shares		
Opening shares in issue	55 633	56 392
Treasury share movement	282	141
Share buyback movement	(491)	(732)
Weighted average shares for the year	55 424	55 801
22.6 Diluted weighted average shares		
Weighted average shares for the year	55 424	55 801
Dilutive portion of remaining share options	-	250
Diluted weighted average shares for the year	55 424	56 051

	2024 Gross R 000	2024 Net R 000	2023 Gross R 000	2023 Net R 000
22.7 Reconciliation between earnings and headline earnings:				
Earnings attributable to ordinary shareholders	-	244 924	-	230 521
Adjusted for:				
Impairment of property, plant and equipment	1 648	1 648	-	-
Profit on disposal of property, plant and equipment	(4 849)	(3 540)	(1 357)	(991)
Headline earnings attributable to ordinary shareholders	(3 201)	243 032	(1 357)	229 530



23 DIVIDENDS

	GROUP		COMPANY	
	2024 R 000	2023 R 000	2024 R 000	2023 R 000
Dividend of 50 cents (2023 - 42 cent) per share paid on 24 July 2023 (2023 - 1 August 2022)	28 028	24 024	28 028	24 024
Dividend of 55 cents (2023 - 45 cent) per share paid on 18 December 2023 (2023 - 23 January 2023)	30 481	25 248	30 481	25 248
Total dividends before treasury shares	58 509	49 272	58 509	49 272
Less treasury shares	(169)	(437)	-	-
Total dividends after treasury shares	58 340	48 835	58 509	49 272

DIVIDEND DECLARATION

The board of directors of the company have declared and approved a final gross dividend of 60 cents per share for the year ended 31 March 2024 from income reserves. Total ordinary dividends per share in respect of the financial year to 31 March 2024 therefore amounts to 115 cents per share (2023 – 95 cents per share).

The following dates will apply to the abovementioned final dividend:

Last day to trade cum dividend: Tuesday, 16 July 2024

Trading ex-dividend commences: Wednesday, 17 July 2024

Record date: Friday, 19 July 2024

Dividend payment date: Monday, 22 July 2024

Share certificates may not be dematerialised or re-materialised between Wednesday, 17 July 2024 and Friday, 19 July 2024, both days inclusive.

In determining the dividends tax of 20% to be withheld in terms of the Income Tax Act (No 58 of 1962), those shareholders who are not exempt from the dividend tax will therefore receive a dividend of 48 cents per share net of dividend tax. The company has 54 430 980 ordinary shares in issue as at 27 June 2024 and its income tax reference number is 9096/002/71/3.

Ordinary shareholders who hold dematerialised shares will have their accounts at their CSDP or broker credited/updated on Monday, 22 July 2024.



24 NOTES TO THE CASH FLOW STATEMENT

	GROUP		COMPANY	
	2024 R 000	2023 R 000	2024 R 000	2023 R 000
24.1 Reconciliation of profit before taxation to cash generated from operations				
Profit before taxation	342 426	292 761	87 266	122 224
Adjustments:				
Profit on disposal of property, plant and equipment	(4 849)	(1 357)	-	-
Profit on cancellation of leases	-	(45)	-	-
Effects of exchange rate changes	(1 368)	13 692	-	-
Impairment of property, plant and equipment	1 648	-	-	-
Movement in employee incentive scheme loan	-	-	(964)	3 236
Share-based payment expenses	115	278	-	-
Cash settled share-based liability	1 258	882	-	-
Depreciation of property, plant and equipment	37 486	35 469	-	-
Amortisation of intangibles	405	369	-	-
Depreciation of right-of-use assets	13 995	19 847	-	-
Dividend received	-	-	(86 105)	(125 348)
Finance income	(12 856)	(2 869)	(1 997)	(1 094)
Finance expense	13 159	14 466	-	-
Operating profit before working capital changes	391 419	373 493	(1 800)	(982)
Changes in working capital	30 825	(106 429)	(1 471)	4 779
Inventories	(61 886)	(118 280)	-	-
Trade and other receivables	(58 246)	26 329	(1 090)	6 339
Trade and other payables	150 957	(14 478)	(381)	(1 560)
Cash generated from operations	422 244	267 064	(3 271)	3 797
24.2 Dividends paid				
Dividends paid	(58 340)	(48 835)	(58 509)	(49 272)
Total	(58 340)	(48 835)	(58 509)	(49 272)
24.3 Taxation paid				
Taxation unpaid at beginning of year	(25 255)	(14 187)	(19)	(187)
comprehensive income (excluding deferred taxation)	(86 761)	(54 160)	(227)	(199)
Taxation unpaid at end of year	42 718	25 255	25	19
Total	(69 298)	(43 092)	(221)	(367)
24.4 Cash and cash equivalents, consisting of cash on hand and balance with banks				
Bank balance and cash	450 655	255 322	6 931	68 229
Total	450 655	255 322	6 931	68 229

The group and company consider that its cash and cash equivalents have a low credit risk based on the external ratings of the counterparties. Based on this there is no expected credit loss and hence no provision for impairment.

Credit insurance underwritten by Credit Guarantee Insurance Corporation of Africa Limited (CGIC) has been ceded to Nedbank Limited as security for banking facilities.



	GROUP		COMPANY	
	2024 R 000	2023 R 000	2024 R 000	2023 R 000
24.5 Interest-bearing borrowings				
Balance at beginning of year	94 770	117 658	-	-
Proceeds	-	13 029	-	-
Exchange difference on translation of foreign operations	-	4	-	-
Capital repayments	(47 083)	(35 921)	-	-
Balance at end of year	47 687	94 770	-	-
24.6 Lease liabilities				
Balance at beginning of year	47 874	66 064	-	-
New leases	35 173	1 208	-	-
Cancellation of leases	-	(685)	-	-
Exchange difference on translation of foreign operations	1 205	2 520	-	-
Capital repayments	(15 655)	(21 233)	-	-
Balance at end of year	68 597	47 874	-	-
24.7 Other liabilities				
Balance at beginning of year	882	-	-	-
Accrual for the year	1 258	882	-	-
Capital repayments	(468)	-	-	-
Balance at end of year	1 672	882	-	-
24.8 Long-term receivables				
Balance at beginning of year	5 969	6 285	523	1 259
Interest - non-cashflow	420	-	-	-
Capital repayments	(523)	(316)	(523)	(736)
Balance at end of year	5 866	5 969	-	523
24.9 Dividend received				
Non-cash flow	-	-	65 717	102 509
Cash flow	-	-	20 388	22 839
Total dividend received	-	-	86 105	125 348



25 EMPLOYEE BENEFITS

Employees, including senior management and executive directors, participate in a share-based remuneration scheme. The scheme is equity settled.

All shares allocated to the share option scheme are to be exercised during a five year option period in five tranches.

Should the option holder resign from the company prior to the option maturity date, the shares will not be issued.

Payment of the strike price will therefore not be required, and options will be cancelled.

Summary of activity in share option plans:

	2024 NUMBER 000	2023 NUMBER 000	2024 WEIGHTED EXERCISE PRICE R	2023 WEIGHTED EXERCISE PRICE R
Outstanding at the beginning of the year	423	847	4.62	4.62
Exercised during the year	(423)	(424)	4.62	4.62
Outstanding at the end of the year	-	423	-	4.62

Outstanding options

	EXERCISE DATE WITHIN ONE YEAR NUMBER 000	EXERCISE DATE FROM TWO TO FIVE YEARS NUMBER 000	EXERCISE DATE AFTER FIVE YEARS NUMBER 000	TOTAL NUMBER 000
Options with exercise price R4.62	-	-	-	-
Outstanding at the end of the year	-	-	-	-

Total expenses of R0.115 million (2023: R0.278 million) related to equity-settled share-based payment transactions.

The fair value of the share options at grant date is determined based on the Black-Scholes model. The model inputs were as follows:

	GRAND DATE 31 MARCH 2019
Number of options granted ('000)	2 118
Fair value at measurement date (R)	8.17
Share price at grant date (R)	4.62
Expected option lifetime (years)	5
Volatility %	22.88
Risk free % rate (based on national government bonds)	10.50

In determining share price volatility, consideration has been given to historical volatility as well as the expected option lifetime.

	GROUP	
	Fees 2024 R 000	Fees 2023 R 000
The amounts included in staff costs in respect of share-based payments	115	278



26 SEGMENTS

26.1 Business Segments

For management purposes the group is organised into three major operating divisions, namely manufacturing, steel trading and properties. These divisions are the basis on which the company reports its segment information. These segments are derived from the primary operating activity of the particular business. The group executive directors are the key operating decision makers.

The Argent group is predominately an industrial manufacturing business that manufactures branded consumer goods that are sold both locally and internationally. The branded goods are sold directly to the consumer via the group's broad footprint of companies based in all the major centres around South Africa and our businesses based in the United Kingdom and the United States of America. These goods are also sold to all the major retailers in South Africa and neighbouring countries as well as a range of independent agents.

Steel trading makes up the second biggest category in the group and this segment makes up a complete range of ferrous steel, aluminium and stainless steel products. This is a very competitive sector and the group's strategy is to supply as many value-added products and services as possible, which includes cut-to-length, blanking, tube manufacture, flame cutting etc. Steel products are also traded internally to the group's manufacturing businesses. The group also has distribution centres that offer a combination of steel trading and the distribution of the group's manufactured products. These centres are regionally spread to optimise the group's service offering around the country.

The property company has an extensive property portfolio with six properties valued at R193 million.

Each of these operating segments are managed separately as each requires different technologies, marketing approaches and other resources. All inter-segment transfers are carried out at arm's length based on prices charged to unrelated customers in stand-alone sales of identical goods or services.

During the 2024 period, the group's revenues depended on a multiple of customers in the manufacturing and steel trading industries.

Segment report for the year ended 31 March 2024

	MANUFACTURING R 000	STEEL TRADING R 000	PROPERTIES R 000	CONSOLIDATED R 000
Revenue from external sales	2 026 999	517 217	-	2 544 216
Inter-segment sales	137 271	120 974	28 641	
Total revenue	2 164 270	638 191	28 641	
Profit before taxation	302 573	26 324	13 529	342 426
Taxation				(90 121)
Profit for the year				252 305
Segment assets	1 947 287	373 046	194 337	2 514 670
Segment liabilities	635 759	96 751	60 250	792 760
Capital expenditure	83 344	1 234	8 156	92 734
Depreciation/amortisation	35 817	2 074	-	37 891
Depreciation on right-of-use assets	3 622	10 373	-	13 995
Interest paid on lease liabilities	260	3 805	-	4 065
Finance income	13 940	(769)	(315)	12 856
Finance expense excluding lease liabilities	2 313	48	6 733	9 094



Segment report for the year ended 31 March 2023

	MANUFACTURING R 000	STEEL TRADING R 000	PROPERTIES R 000	CONSOLIDATED R 000
Revenue from external sales	1 807 214	651 268	877	2 459 359
Inter-segment sales	120 556	178 788	27 415	
Total revenue	1 927 770	830 056	28 292	
Profit before taxation	254 543	27 170	11 048	292 761
Taxation				(56 496)
Profit for the year				236 265
Segment assets	1 591 268	336 155	232 166	2 159 589
Segment liabilities	451 676	84 081	110 839	646 596
Capital expenditure	56 335	254	2 173	58 762
Depreciation/amortisation	33 653	2 185	-	35 838
Depreciation on right-of-use assets	9 508	10 339	-	19 847
Interest paid on lease liabilities	504	4 493	-	4 997
Finance income	7 222	(3 984)	(369)	2 869
Finance expense excluding lease liabilities	1 531	123	7 815	9 469

26.2 GEOGRAPHICAL SEGMENTS

Segment report for the year ended 31 March 2024

	SOUTH AFRICA R 000	OTHER REGIONS R 000	CONSOLIDATED R 000
Revenue from external sales	1 307 458	1 236 758	2 544 216
Profit before taxation	125 068	217 358	342 426
Taxation			(90 121)
Profit for the year			252 305
Segment assets	1 438 778	1 075 892	2 514 670
Segment liabilities	383 355	409 405	792 760
Capital expenditure	29 015	63 719	92 734
Depreciation/amortisation	18 916	18 975	37 891
Depreciation on right-of-use assets	9 142	4 853	13 995
Interest paid on lease liabilities	3 562	503	4 065
Finance income	5 482	7 374	12 856
Finance expense excluding lease liabilities	9 094	-	9 094



Segment report for the year ended 31 March 2023

	SOUTH AFRICA R 000	OTHER REGIONS R 000	CONSOLIDATED R 000
Revenue from external sales	1 421 048	1 038 311	2 459 359
Profit before taxation	122 693	170 068	292 761
Taxation			(56 496)
Profit for the year			236 265
Segment assets	1 415 417	744 172	2 159 589
Segment liabilities	378 337	268 259	646 596
Capital expenditure	25 676	33 086	58 762
Depreciation/amortisation	18 722	17 116	35 838
Depreciation on right-of-use assets	11 863	7 984	19 847
Interest paid on lease liabilities	4 303	694	4 997
Finance income	2 246	623	2 869
Finance expense excluding lease liabilities	9 237	232	9 469

27 RELATED PARTY TRANSACTIONS AND BALANCES

Details of transactions between the group and its related parties are disclosed below.

Debtors, creditors and amounts owed by and to subsidiaries are detailed in the subsidiary note on page 81.

Certain directors are also directors of the following entities that lease land and buildings to the group. The amount of the rentals paid by the group for the year amounted to:

	GROUP		COMPANY	
	2024 R 000	2023 R 000	2024 R 000	2023 R 000
NWN Automotive Precision Engineering Proprietary Limited	3 777	3 539	-	-
Mercado Investments Proprietary Limited	1 958	1 947	-	-
CXT Manufacturing Proprietary Limited	3 133	3 079	-	-

Dividends received from subsidiary companies:

	COMPANY	
	2024 R 000	2023 R 000
American Shutters Proprietary Limited	4 000	4 210
Burbage Iron Craft Limited	4 758	-
Cannock Gates Limited	18 137	-
Fuel Proof Limited	23 790	40 000
Jetmaster Proprietary Limited	-	4 172
OSA Door Parts Limited	19 032	20 000
Pro Crane Servicing and Maintenance Proprietary Limited	2 888	2 839
Toolroom Services Proprietary Limited	-	21 127
Tricks Wrought Iron Services Proprietary Limited	1 500	13 000
Xpanda Security Proprietary Limited	12 000	20 000
Dividends received	86 105	125 348



Key management personnel compensation

Details of the compensation paid to the board of directors is disclosed in note 19 and details of shareholdings in the company are disclosed on page 83.

28 GUARANTEES AND OTHER COMMITMENTS

	GROUP	
	2024 R 000	2023 R 000
28.1 The company's bankers hold guarantees issued by the company for facilities granted to its subsidiary companies		
28.2 The group's bankers hold letters of guarantee in respect of performance bonds	31 467	8 092
28.3 Letters of credit issued by the company's bankers	-	4 675

29 FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

29.1 Categories of financial assets and liabilities

The carrying amounts and fair values of each category of financial assets and liabilities are as follows:

2024	GROUP		
	Financial instruments at fair value through profit or loss R 000	Financial instruments at amortised cost R 000	Total carrying amount R 000
Financial assets			
BEE minority shareholder loan	5 866	-	5 866
Trade and other receivables	-	437 568	437 568
Cash and cash equivalents	-	450 655	450 655
	5 866	888 223	894 089
Financial liabilities			
Other financial liabilities	1,672	47,687	49,359
Trade and other payables	-	518,019	518,019
	-	565,706	565,706

2023	GROUP		
	Financial instruments at fair value through profit or loss R 000	Financial instruments at amortised cost R 000	Total carrying amount R 000
Financial assets			
Long-term receivables	-	523	523
BEE minority shareholder loan	5 446	-	5 446
Trade and other receivables	-	401 818	401 818
Cash and cash equivalents	-	255 322	255 322
	5 446	657 663	663 109



	GROUP		
	Financial instruments at fair value through profit or loss R 000	Financial instruments at amortised cost R 000	Total carrying amount R 000
2023			
Financial liabilities			
Other financial liabilities	882	94 770	95 652
Trade and other payables	-	366 656	366 656
	-	461 426	461 426

	COMPANY		
	Financial instruments at fair value through profit or loss R 000	Financial instruments at amortised cost R 000	Total carrying amount R 000
2024			
Financial assets			
Loans to subsidiaries	-	381 388	381 388
Trade and other receivables	-	5 422	5 422
Cash and cash equivalents	-	6 931	6 931
	-	393 741	393 741
Financial liabilities			
Loans from subsidiaries	-	6 104	6 104
Trade and other payables	-	4 537	4 537
	-	10 641	10 641

	COMPANY		
	Financial instruments at fair value through profit or loss R 000	Financial instruments at amortised cost R 000	Total carrying amount R 000
2023			
Financial assets			
Loans to subsidiaries	-	334 359	334 359
Long-term receivables	-	523	523
Employee share incentive scheme loan	1 162	-	1 162
Trade and other receivables	-	4 332	4 332
Cash and cash equivalents	-	68 229	68 229
	1 162	407 443	408 605
Financial liabilities			
Loans from subsidiaries	-	24 020	24 020
Trade and other payables	-	4 918	4 918
	-	28 938	28 938

VAT receivable and prepayments are excluded from financial assets as they are not financial instruments.

VAT payable and all payroll accruals are excluded from financial liabilities as they are not financial instruments.



29.2 Risk management

In the normal course of its operations, the group is exposed to currency, interest rate, liquidity, foreign currency and credit risk. This note presents information about the group's exposure to each of these risks, the group's objectives, policies and processes for measuring and managing risk, and the group's management of capital.

In order to manage these risks, the group has developed a comprehensive risk management process to facilitate control and monitoring. The directors have overall responsibility for the establishment and oversight of the group's risk management framework. Risk management is carried out by the board and management at operational level under policies approved by the directors. The group does not enter into any trade financial instruments, including derivative financial instruments (apart from forward exchange contracts).

29.3 Credit risk management

Credit risk is the risk of financial loss to the group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The group's credit risk arises due to cash deposits, cash equivalents, loans to related parties, other financial assets and trade receivables.

At 31 March 2024, the group did not consider there to be any significant concentration of credit risk which had not been adequately provided for because individual debtors are assessed on an individual basis. An adequate loss allowance based on the expected credit losses has been recognised.

Financial assets exposed to credit risk at year end were as follows:

	GROUP		COMPANY	
	2024 R 000	2023 R 000	2024 R 000	2023 R 000
Financial instruments				
Loans to subsidiaries	-	-	381 388	334 359
Employee share incentive scheme loan	-	-	-	1 162
Long-term receivables	5 866	5 969	-	523
Trade and other receivables	445 913	412 473	5 422	4 332
Impairment for trade receivables	(10 076)	(12 459)	-	-
Deposits	1 731	1 804	-	-
Cash and cash equivalents	450 655	255 322	6 931	68 229

Trade receivables comprise a widespread customer-base. Management evaluates credit risk relating to customers on an ongoing basis. Risk control assesses the credit quality of the customer, taking into account its financial position and past experience. Individual risk limits are set based on internal or external ratings in accordance with limits set by management. The utilisation of credit limits is regularly monitored. Credit guarantee insurance is purchased when deemed appropriate.

Refer to note 1.2 of accounting policies for significant judgements and estimates applied.

29.4 Foreign currency risk

The group operates internationally and is exposed to foreign exchange risk arising from currency exposures, primarily with respect to the US Dollar, British Pound and Euro. Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities in foreign operations.

The group enters into forward exchange contracts from time to time. The contracts are entered into in order to manage the group's exposure to fluctuations in foreign currency exchange rates. The contracts are matched with anticipated future cash flows in foreign currencies. As at 31 March 2024, the group had the following immaterial exposure to forward exchange contracts:



AMOUNT IN FOREIGN CURRENCY PURCHASED		FORWARD EXCHANGE RATE	MATURITY DATE
USD	472 313	18.5892 - 19.1599	2 April 2024 - 8 July 2024
EURO	1 390 739	20.175 - 21.3406	5 April 2024 - 29 August 2024

The company has certain investments in foreign operations, whose net assets are exposed to foreign currency translation risk. Currency exposure arising from the net assets of the company's foreign operations is managed primarily through holding cash denominated in the relevant foreign currency.

	COMPANY	
	2024 R 000	2023 R 000
Closing exchange rates used for conversion of foreign balances were:		
USD	18.80	17.80
GBP	23.75	22.00
EUR	20.30	19.35
Average exchange rates used for conversion of foreign operations were:		
USD	18.74	17.09
GBP	23.56	20.58

29.5 Interest rate risk

The group is exposed to interest rate risk from long-term borrowings at variable rates. Fluctuations in interest rates impact on the value of the short term investments and cash flows. Interest rate risks are not hedged.

Cash flow sensitivity analysis for variable instruments

An increase/decrease of 100 basis points in interest rates at the reporting date would have decreased/increased profit or loss by R1.135 million (2023 - R1.566 million). This analysis assumes that all other variables remain constant.

29.6 Liquidity risk

Liquidity risk is the risk that the group will not be able to meet its financial obligations as they fall due. The group's approach to managing liquidity risk is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the group's reputation.

The risk is managed through cash flow forecasts and ensuring that adequate borrowing facilities are maintained. In terms of the company's Memorandum of Incorporation, its borrowing powers are unlimited.

The following table details the group's remaining contractual maturity for its non-derivative financial liabilities. This table has been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the group can be required to pay.

	GROUP				
	Current interest rate	Due in less than a year R 000	Due in one to two years R 000	Due in two to three years R 000	Due after four years R 000
2024					
Financial instruments at amortised cost					
Trade and other payables	0.00%	518 019	-	-	-
Interest-bearing borrowings	11.25 - 11.75%	26 431	22 466	4 819	-
		544 450	22 466	4 819	-



2024	GROUP				
	Current interest rate	Due in less than a year R 000	Due in one to two years R 000	Due in two to three years R 000	Due after four years R 000
Financial instruments at fair value					
Other Liabilities	0.00%	1 672	-	-	-
Non-financial instruments					
Lease liabilities	3.0 - 10.25%	19 710	20 864	14 734	44 886

2023	GROUP				
	Current interest rate	Due in less than a year R 000	Due in one to two years R 000	Due in two to three years R 000	Due after four years R 000
Financial instruments at amortised cost					
Trade and other payables	0.00%	366 656	-	-	-
Interest-bearing borrowings	10.75 - 11.87%	36 967	38 506	35 311	-
		403 623	38 506	35 311	-
Financial instruments at fair value					
Other Liabilities	0.00%	882	-	-	-
Non-financial instruments					
Lease liabilities	3.0 - 10.25%	18 321	13 728	14 486	8 319

2024	COMPANY				
	Current interest rate	Due in less than a year R 000	Due in one to two years R 000	Due in two to three years R 000	Due after four years R 000
Trade and other payables	0.00%	4 537	-	-	-
Loans from subsidiaries	0.00%	6 104	-	-	-

2023	COMPANY				
	Current interest rate	Due in less than a year R 000	Due in one to two years R 000	Due in two to three years R 000	Due after four years R 000
Trade and other payables	0.00%	4 918	-	-	-
Loans from subsidiaries	0.00%	24 020	-	-	-

29.7 Capital management

Capital is regarded as total equity. The group's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The board of directors also determines the level of dividends paid to shareholders.

The group may purchase its own shares on the market, if the cash resources of the company are in excess of its requirements. In this regard the directors will take into account, inter alia, an appropriate capitalisation structure for the company and the long-term cash needs of the company and will ensure that any such utilisation is in the interest of the shareholders.



The group monitors capital on the basis of the ratio of interest-bearing borrowings to total equity. This ratio is calculated as interest-bearing borrowings divided by total equity as follows:

	GROUP		COMPANY	
	2024 R 000	2023 R 000	2024 R 000	2023 R 000
Interest-bearing borrowings	47 687	94 770	-	-
Total equity	1 721 910	1 512 993	753 869	750 442
Ratio of interest-bearing borrowings to total equity	2.8%	6.3%	0%	0%

29.8 Fair value measurement

Fair value measurement of financial and non-financial instruments

Assets and liabilities measured at fair value in the statement of financial position are grouped into three levels of a fair value hierarchy.

The three levels are defined based on the observability of significant inputs to the measurement, as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and
- Level 3: unobservable inputs for the asset or liability.

The following table sets out the group's assets and liabilities that are measured and recognised at fair value:

2024	LEVEL 1 R 000	LEVEL 2 R 000	LEVEL 3 R 000	LEVEL 4 R 000
Recurring fair value measurements				
Financial assets:				
BEE minority shareholder loan	-	-	5 866	5 866
Total recurring financial assets	-	-	5 866	5 866
Non-financial assets:				
Land and buildings	-	-	239 323	239 323
Total recurring non-financial assets	-	-	239 323	239 323
Financial liabilities:				
Service benefits	-	-	1 672	1 672
Total recurring financial liabilities	-	-	1 672	1 672

2023	LEVEL 1 R 000	LEVEL 2 R 000	LEVEL 3 R 000	LEVEL 4 R 000
Recurring fair value measurements				
Financial assets:				
BEE minority shareholder loan	-	-	5 446	5 446
Total recurring financial assets	-	-	5 446	5 446
Non-financial assets:				
Land and buildings	-	-	272 043	272 043
Total recurring non-financial assets	-	-	272 043	272 043



2023	LEVEL 1 R 000	LEVEL 2 R 000	LEVEL 3 R 000	LEVEL 4 R 000
Financial liabilities:				
Service benefits	-	-	882	882
Total recurring financial liabilities	-	-	882	882

There have been no transfers between Level 1 and Level 2 recurring fair value measurements during 2023 and 2024.

The group's policy is to recognise transfers into and out of the different fair value hierarchy levels at the date the event or change in circumstances that caused the transfer occurred.

Measurement of fair value of financial and non-financial instruments

The group's finance team performs valuations of financial items for financial reporting purposes, including Level 3 fair values, in consultation with third-party valuation specialists for complex valuations. Valuation techniques are selected based on the characteristics of each instrument, with the overall objective of maximising the use of market-based information. The finance team reports directly to the financial director and to the audit and risk committee. Valuation processes and fair value changes are discussed among the audit and risk committee and the valuation team at least every year, in line with the group's reporting dates. The valuation techniques used for instruments categorised in Level 2 and 3 are described below.

Foreign currency forward contracts (Level 2)

The group's foreign currency forward contracts are not traded in active markets. These have been fair valued using observable forward exchange rates and interest rates corresponding to the maturity of the contract. The effects of non-observable inputs are not significant for foreign currency forward contracts.

Service benefits (Level 3)

The fair value of the service benefit (note 15) is linked to the market price of shares in Argent Industrial Limited. The fair value of the service benefit has been fair valued based on observable market share prices of Argent Industrial Limited.

BEE minority shareholder loan (Level 3)

The fair value of the loan (note 6) was based on unobservable inputs.

The fair value has been calculated by discounting the loan at a market related interest rate and with reference to the underlying value of the shares.

The reconciliation of the carrying amounts of financial assets classified within Level 3 is as follows :

	GROUP	
	2024 R 000	2023 R 000
Opening balance	5 446	5 026
Recognised in profit or loss	420	420
BEE minority shareholder loan	5 866	5 446



Land and buildings (Level 3)

The group's land and buildings is estimated based on appraisals performed by the directors. The valuation processes and fair value changes are reviewed by the board of directors and audit and risk committee at each reporting date.

The fair values of land and buildings is estimated using an income approach which capitalises the estimated rental income stream, net of projected operating costs, using a discount rate derived from market yields and takes into account the type of property and the property's location.

The most significant inputs, all of which are unobservable, are the estimated rental value and the discount rate. The estimated fair value increases if the discount rate (market yields) decline. Rental base range is R43 to R70 per square metre (2023 - R36 to R70). The expense ratio range is from 17% to 41% (2023 - 14% to 30%).

A 1% increase or decrease in the discount rate will impact the fair value by R1.9 million (2023 - R2.4 million). A 1% increase or decrease in the rental rates will impact the fair value by R2.8 million (2023 - R3.1 million).

The assumed discount rates applied for the future income streams range between 9.6% and 10.3% (2023 - 9.9% and 11.2%).

The reconciliation of the carrying amounts of non-financial assets classified within Level 3 is as follows :

	GROUP	
	2024 R 000	2023 R 000
Opening balance	272 043	269 624
Additions	14 474	2 244
Disposals	(44 814)	-
<i>Recognised in other comprehensive income</i>		
Exchange difference on translation of foreign operation	769	2 459
Change in fair value of land and buildings - reversal of revaluation surplus	(2 188)	(1 393)
Revaluation		
<i>Recognised in profit or loss</i>		
Depreciation	(961)	(891)
Land and buildings	239 323	272 043

The following table sets out the company's assets that are measured and recognised at fair value:

2024	LEVEL 1 R 000	LEVEL 2 R 000	LEVEL 3 R 000	LEVEL 4 R 000
Recurring fair value measurements				
Financial assets:				
Employee share incentive scheme loan	-	-	-	-
Total recurring financial assets	-	-	-	-

2023	LEVEL 1 R 000	LEVEL 2 R 000	LEVEL 3 R 000	LEVEL 4 R 000
Recurring fair value measurements				
Financial assets:				
Employee share incentive scheme loan	-	-	1 162	1 162
Total recurring financial assets	-	-	1 162	1 162



Employee share incentive scheme loan (Level 3)

The fair value of the loan (note 7) is linked to the market price of shares in Argent Industrial Limited.

The fair value of the employee share incentive scheme loan has been fair valued based on observable market share prices of Argent Industrial Limited. This employee share incentive scheme loan came to an end during the year.

The reconciliation of the carrying amounts of financial assets classified within Level 3 is as follows :

	GROUP	
	2024 R 000	2023 R 000
Opening balance	1 162	6 792
<i>Recognised in profit or loss</i>		
Loan repaid - dividends	(169)	(437)
Share options exercised	(1 957)	(1 957)
Fair value adjustment	964	(3 236)
Employee share incentive scheme loan	-	1 162

30 GOING CONCERN

No material uncertainties have been identified in relation to the ability of the company and group to remain going concerns for at least the next 12 months.

The directors thus believe that the company and group are in a sound financial position and that they will continue to operate as going concerns for the foreseeable future.

As such, the financial statements have been prepared on the basis of accounting policies applicable to a going concern. This presumes the realisation of assets and settlement of liabilities, contingent liabilities and commitments will occur in the ordinary course of business.

31 EVENTS AFTER THE REPORTING PERIOD

No material facts or circumstances have occurred between the accounting date and the date of this report.



SUBSIDIARY COMPANIES

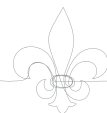
NAME OF SUBSIDIARY All Proprietary Limited and incorporated in South Africa unless otherwise stated	Issued stated capital in Rand unless otherwise stated	% held by Argent		Shares at cost less impairments R 000		Loan owing to Argent by subsidiary R 000		Loan owing by Argent to subsidiary R 000		Loan owing to Argent by subsidiary R 000		Related party debtor R 000		Main business
		2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023	
American Shutters	100	100	100	57 480	57 480	-	-	-	-	-	-	434	258	A
Argent Industrial Engineering*	100	55	55	-	-	-	-	-	-	-	-	580	402	A
Argent Industrial Investments	3 300	100	100	1 912	1 912	-	-	-	-	2 486	-	-	4	C
Argent Industrial UK (incorporated in England)	GBP100	100	100	-	-	198 027	-	-	-	(142 799)	-	-	-	A
Argent Steel Group	20 136 169	100	100	-	-	-	-	-	-	-	-	-	-	A
Burbage Iron Craft (incorporated in England)	GBP100	100	100	11 790	11 790	-	-	-	-	-	-	-	-	A
Cannock Gates (incorporated in England)	GBP100	100	100	5 000	5 000	-	-	-	-	-	-	-	-	A
Castor and Ladder	100	100	100	13 798	13 798	20 816	-	-	-	(22 315)	-	549	455	A
Fluid Transfer Group (incorporated in England)	GBP31 508	100	100	-	-	-	-	-	-	-	-	-	-	A
Fuel Proof (incorporated in England)	GBP100	100	100	110 186	110 186	-	-	-	-	-	-	-	-	A
Gammid Group	1 000	100	100	-	-	31 040	-	-	-	(30 540)	-	71	70	B
Hendor Mining Supplies	100	100	100	-	-	13 237	-	-	-	(15 237)	-	219	223	A
Jetmaster	11 960	100	100	25 100	25 100	-	-	-	-	-	-	141	107	A
Koch's Cut & Supply Steel Centre	100	100	100	5 300	5 300	-	-	5 899	-	5 899	-	220	214	A
KZN Steel Office Manufacturers	100	100	100	-	-	-	-	206	-	15 635	-	448	423	A
Megamix	100	100	100	-	-	2 683	-	-	-	(10 183)	-	691	694	A
Mngou Suppliers**	1 000	49	49	-	-	-	-	-	-	-	-	-	-	A
New Joules Manufacturing	1 000	100	100	-	-	1 150	-	-	-	(3 350)	-	2	20	A
New Joules Engineering North America Inc.(incorporated in America)	USD1 000	100	100	6 247	6 247	-	-	-	-	-	-	-	-	A
OSA Door Parts (incorporated in England)	GBP100	100	100	49 572	49 572	-	-	-	-	-	-	-	-	A
Partington Engineering (incorporated in England)	GBP100	100	100	-	-	-	-	-	-	-	-	-	-	A
Phoenix Steel Group	100	100	100	-	-	114 435	-	-	-	(109 935)	-	417	329	B
Pro Crane Services	100	75	75	6 757	6 757	-	-	-	-	-	-	191	178	A
Roll-Tec Safety (incorporated in England)	GBP12	100	100	8 135	8 135	-	-	-	-	-	-	-	-	A
Rifumo Concepts**	300	49	49	-	-	-	-	-	-	-	-	-	-	A
Toolroom Services	90	100	100	-	-	-	-	-	-	-	-	-	-	A
Tricks Wrought Iron Services	100	100	100	19 409	19 409	-	-	-	-	-	-	18	(6)	A
Xpanda Security	51 300	100	100	50 108	50 108	-	-	-	-	-	-	1 404	720	A
Total				370 794	370 794	381 388	6 105	(310 339)	5 385	4 091				

* Argent Industrial Limited (the company) has control over these entities as the company can elect board members and therefore direct the relevant activities of the investees, and has the ability to use its power to affect the amount of the investor's returns.

** Argent Industrial Limited (the company) does not have control over these entities as the company is not able to elect board members and therefore does not direct the relevant activities of the investees.

Refer to note 8 for additional information.

Main Business: A = Manufacturing B = Steel trading C = Properties



ANALYSIS OF SHAREHOLDERS/BENEFICIAL HOLDERS

as at 31 March 2024

	NUMBER OF SHARES HELD		% OF TOTAL ISSUED SHARES	
	2024	2023	2024	2023
Directors' direct	2 765 118	4 119 325	5.08	7.35
Directors' indirect	1 594 311	2 674 091	2.93	4.77
Pension, provident funds, insurance companies and other corporate bodies	43 216 846	42 368 640	79.40	75.58
Individuals:				
- holders of 5 000 or more shares	5 380 918	5 512 761	9.89	9.83
- holders of less than 5 000 shares	1 473 787	1 381 386	2.70	2.47
Total	54 430 980	56 056 203	100	100

SHAREHOLDERS IN EXCESS OF FIVE PERCENT

as at 31 March 2024

	NUMBER OF SHARES	%
Saxo Bank AS	11 679 012	21.46
Clearstream Banking S.A Luxembourg	5 118 835	9.40
Citiclient Nominees No.8	4 239 905	7.79
Giflo Trading Proprietary Limited	3 000 000	5.51



DIRECTOR'S SHAREHOLDING

as at 31 March 2024

	2024 NUMBER OF SHARES HELD			2023 % OF TOTAL ISSUED SHARES		
	Direct	Indirect	Total	Direct	Indirect	Total
CD Angus	-	-	-	-	-	-
Ms SJ Cox	-	-	-	1 401 496	346 694	1 748 190
HM Meyer	-	-	-	-	-	-
PA Christofides	-	-	-	-	-	-
TR Hendry	1 886 452	1 157 709	3 044 161	1 877 277	1 781 281	3 658 558
AF Litschka	378 049	206 610	584 659	390 452	346 695	737 147
K Mapasa	100	-	100	100	-	100
T Scharrighuisen	500 517	229 992	730 509	450 000	199 421	649 421
Total	2 765 118	1 594 311	4 359 429	4 119 325	2 674 091	6 793 416

There were no changes to directors' shareholding between the end of the financial year and date of approval of the annual financial statements.

JSE LIMITED PERFORMANCE

as at 31 March 2024

	2024	2023	2022	2021	2020
Number of shares traded (000)	16 194	11 323	11 154	11 596	29 413
% of total issued shares	29.8	20.2	19.5	19.2	45.3
Value of shares traded (R 000)	257 596	156 450	138 046	72 251	164 554
Prices quoted (cents per share)					
- highest	1 940	1 550	1 599	999	620
- lowest	1 380	1 101	880	390	401
- closing	1 858	1 470	1 348	910	495
Market capitalisation at year-end (R 000)	1 011 328	824 026	771 585	551 011	321 332
Price earnings ratio	4.2	3.6	4.1	4.2	3.8
Earnings yield	23.8	28.1	24.5	23.9	26.4
Dividend yield	5.7	5.9	-	-	-



SUMMARY OF SHAREHOLDER SPREAD

as at 31 March 2024

Shareholder Type	2024				2023			
	MEMBER		SHARES		MEMBER		SHARES	
	Number	%	Number	%	Number	%	Number	%
Public	3 696	99.89	50 071 551	91.99	3 114	99.68	48 839 186	87.13
Non-Public	4	0.11	4 359 429	8.01	10	0.32	7 217 017	12.87
Directors	4	0.11	4 359 429	8.01	9	0.29	6 793 416	12.12
Share option scheme	-	0.00	-	0.00	1	0.03	423 601	0.75
Total	3 700	100	54 430 980	100	3 124	100	56 056 203	100



SHAREHOLDER'S DIARY

Financial year-end: March
Annual general meeting: 22 August 2024

REPORTS AND PROFIT STATEMENT

Half year interim report: September
Financial statements published: June
Website address: www.argent.co.za
Email address: argent10@argent.co.za



NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given of the annual general meeting (AGM) of shareholders of Argent Industrial Limited (**Argent** or **the company** or **the group**) to be held in the company's boardroom at First Floor, Ridge 63, 8 Sinembe Crescent, La Lucia Ridge Office Estate, Umhlanga on Thursday, 22 August 2024 at 11:00.

PURPOSE

The purpose of the AGM is to transact the business set out in the agenda below.

AGENDA

1. Presentation of the audited annual financial statements of the company, including the reports of the directors and the audit and risk committee for the year ended 31 March 2024. The annual report, containing the complete audited annual financial statements, is available at www.argent.co.za or can be obtained from the company's registered office, at no charge, during office hours.
2. To consider and, if deemed fit, approve, with or without modification, the following resolutions:

Note:

For any of the ordinary resolution numbers 1 to 11 to be adopted, more than 50% of the voting rights exercised on each such ordinary resolution must be exercised in favour thereof.

2.1 Ordinary resolution number 1: Re-election of Mr K Mapasa as an independent non-executive director

"Resolved that Mr K Mapasa, who retires by rotation in terms of the Memorandum of Incorporation and, being eligible and offering himself for re-election, be and is hereby re-elected as an independent non-executive director."

Mr K Mapasa's abbreviated curriculum vitae can be viewed on page 7 of the annual report.

2.2 Ordinary resolution number 2: Re-election of Mr PA Christofides as an independent non-executive director

"Resolved that Mr PA Christofides, who retires by rotation in terms of the Memorandum of Incorporation and, being eligible and offering himself for re-election, be and is hereby re-elected as an independent non-executive director."

Mr PA Christofides's abbreviated curriculum vitae can be viewed on page 7 of the annual report.

2.3 Ordinary resolution number 3: Re-election of Mr CD Angus as an independent non-executive director

"Resolved that Mr CD Angus, who retires by rotation in terms of the Memorandum of Incorporation and, being eligible and offering himself for re-election, be and is hereby re-elected as an independent non-executive director."

Mr CD Angus's abbreviated curriculum vitae can be viewed on page 7 of the annual report.

The reason for ordinary resolution numbers 1 to 3 (inclusive) is that the Memorandum of Incorporation of the company, the Listings Requirements of the JSE Limited (JSE Listings Requirements) and, to the extent applicable, the South African Companies Act No. 71 of 2008, as amended (the Companies Act), require that one-third of the non-executive directors rotate at every annual general meeting of the company and, being eligible, may offer themselves for re-election as directors.

2.4 Ordinary resolution number 4: Confirmation of appointment of Mr HM Meyer as an executive director

"Resolved that the appointment of Mr HM Meyer as an executive director of the company be and is hereby confirmed."

Mr HM Meyer was appointed as financial director of the company on 1 October 2023. The abbreviated curriculum vitae of Mr HM Meyer can be viewed on page 7 of the annual report.



The reason for ordinary resolution number 4 is that the Memorandum of Incorporation of the company and the JSE Listings Requirements require that any new appointment to the board of directors of the company (board) be confirmed by the shareholders at the next annual general meeting of the company.

2.5 Ordinary resolution number 5: Appointment of Mr PA Christofides as a member of the audit and risk committee of the company

“Resolved that Mr PA Christofides, an independent non-executive director of the company and being eligible, subject to the approval of ordinary resolution number 2, be and is hereby appointed as a member of the audit and risk committee of the company, as recommended by the board, until the next annual general meeting of the company.”

2.6 Ordinary resolution number 6: Appointment of Mr K Mapasa as a member of the audit and risk committee of the company

“Resolved that Mr K Mapasa, an independent non-executive director of the company and being eligible, subject to the approval of ordinary resolution number 1, be and is hereby appointed as a member of the audit and risk committee of the company, as recommended by the board, until the next annual general meeting of the company.”

2.7 Ordinary resolution number 7: Appointment of Mr CD Angus as a member of the audit and risk committee of the company

“Resolved that, Mr CD Angus, an independent non-executive director of the company and being eligible, subject to the approval of ordinary resolution number 3, be and is hereby appointed as a member of the audit and risk committee of the company, as recommended by the board, until the next annual general meeting of the company.”

The reason for ordinary resolution numbers 5 to 7 (inclusive) is that the company, being a public listed company, must appoint an audit committee and the Companies Act requires that the members of such audit committee be appointed, or re-appointed, as the case may be, at each annual general meeting of the company. For the avoidance of doubt, all references to the audit and risk committee of the company is a reference to the audit committee as contemplated in the Companies Act.

2.8 Ordinary resolution number 8: Appointment of auditor

“Resolved that RSM South Africa Inc. be and is hereby appointed as the independent auditor of the company and its subsidiaries (the group) for the ensuing financial year or until the next annual general meeting of the company, whichever is the later, with the designated auditor being Mr B Frey, on the recommendation of the audit and risk committee of the company.”

The reason for ordinary resolution number 8 is that the company, being a public listed company, must have its financial results audited and such auditor must be appointed or re-appointed, as the case may be, each year at the annual general meeting of the company as required by the Companies Act and the JSE Listings Requirements.

2.9 Ordinary resolution number 9: Unissued shares placed under control of the directors

“Resolved that the unissued shares in the company, limited to 5% of the number of shares in issue as at 31 March 2024, be and are hereby placed under the control of the directors until the next annual general meeting and that they be and are hereby authorised to issue any such shares as they may deem fit, subject to the provisions of the Companies Act, the Memorandum of Incorporation and the provisions of the JSE Listings Requirements, save that the aforementioned 5% limitation shall not apply to any shares issued in terms of a rights offer.”

The reason for ordinary resolution number 9 is that the board requires authority from shareholders in terms of the Memorandum of Incorporation to issue shares in the company. This general authority, once granted, allows the board from time to time, when it is appropriate to do so, to issue ordinary shares as may be required, inter alia, in terms of capital raising exercises and to maintain a healthy capital adequacy ratio. This general authority is subject to the restriction that it is limited to 5% of the number of shares in issue as at 31 March 2024.

2.10 Ordinary resolution number 10: Non-binding advisory vote on Argent’s remuneration policy

“Resolved that the company’s remuneration policy, as set out in annexure A to the notice of AGM, be and is hereby endorsed by way of a non-binding advisory vote.”

The reason for ordinary resolution number 10 is that the King IV Report on Corporate Governance™ for South Africa, 2016 (King IV™) recommends, and the JSE Listings Requirements require, that the remuneration policy of a



company be tabled for a non-binding advisory vote by shareholders at each annual general meeting of such company. This enables shareholders to express their views on the remuneration policy adopted. The effect of ordinary resolution number 10, if passed, will be to endorse the company's remuneration policy. Ordinary resolution number 10 is of an advisory nature only and failure to pass this resolution will therefore not have any legal consequences relating to existing remuneration agreements. However, the board will take the outcome of the vote into consideration when considering amendments to the company's remuneration policy.

2.11 Ordinary resolution number 11: Non-binding advisory vote on Argent's implementation report on the remuneration policy

"Resolved that the company's implementation report with regard to its remuneration policy, as set out on pages 92 to 99 of this annual report, be and is hereby endorsed by way of a non-binding advisory vote."

The reason for ordinary resolution number 11 is that King IV™ recommends, and the JSE Listings Requirements require, that the implementation report on a company's remuneration policy be tabled for a non-binding advisory vote by shareholders at each annual general meeting of the company. This enables shareholders to express their views on the implementation of a company's remuneration policy. The effect of ordinary resolution number 11, if passed, will be to endorse the company's implementation report in relation to its remuneration policy. Ordinary resolution number 11 is of an advisory nature only and failure to pass this resolution will therefore not have any legal consequences relating to existing remuneration agreements. However, the board will take the outcome of the vote into consideration when considering amendments to the company's remuneration policy and its implementation.

Should 25% or more of the votes exercised in respect of ordinary resolution number 10 and/or ordinary resolution number 11 be against either resolution, the board will engage with shareholders through dialogue, requesting written submissions or otherwise, in order to address shareholder concerns.

3. TO CONSIDER AND, IF DEEMED FIT, APPROVE, WITH OR WITHOUT MODIFICATION, THE FOLLOWING SPECIAL RESOLUTIONS:

Note:

For the special resolutions to be adopted, at least 75% of the voting rights exercised on each special resolution must be exercised in favour thereof.

3.1 Special resolution number 1: Remuneration of non-executive directors

"Resolved, in terms of section 66(9) of the Companies Act, that the company be and is hereby authorised to remunerate its non-executive directors for their services as non-executive directors on the basis set out below, provided that this authority will be valid until the next annual general meeting of the company:

	CURRENT ANNUAL REMUNERATION				Total R 000
	Board member R 000	Committee member			
		Audit and risk R 000	Remuneration R 000	Nomination R 000	
Non-executive directors					
CD Angus	78	2	1	1	82
PA Christofides	78	2	1	1	82
K Mapasa	84	2	1	1	88
T Scharrighuisen	323	-	-	-	323



PROPOSED ANNUAL REMUNERATION WITH EFFECT FROM 1 APRIL 2024					
Board member R 000	Committee member			Total R 000	
	Audit and risk R 000	Remuneration R 000	Nomination R 000		
Non-executive directors					
CD Angus	83	2	1	1	87
PA Christofides	83	2	1	1	87
K Mapasa	89	2	1	1	93
T Scharrighuisen	323	-	-	-	323

The reason for special resolution number 1 is for the company to obtain the approval of shareholders by special resolution for the payment of remuneration to its non-executive directors in accordance with the requirements of the Companies Act.

The effect of special resolution number 1 is that the company will be able to pay its non-executive directors for the services they render to the company as non-executive directors without requiring further shareholder approval until the next annual general meeting of the company.

3.2 Special resolution number 2: Inter-company loans

“Resolved, in terms of section 45(3)(a)(ii) of the Companies Act, as a general approval, that the board be and is hereby authorised to approve that the company provides any direct or indirect financial assistance (financial assistance will herein have the meaning attributed to it in section 45(1) of the Companies Act) that the board may deem fit to any company or corporation that is related or inter-related (related or inter-related will herein have the meaning attributed to it in section 2 of the Companies Act) to the company, on the terms and conditions and for amounts that the board may determine, provided that the aforementioned approval shall be subject to the provisions of section 45(3)(b) of the Companies Act and shall be valid until the date of the next annual general meeting of the company.”

The reason for and effect of special resolution number 2 is to grant the directors of the company the authority until the next annual general meeting to provide financial assistance to any company or corporation which is related or inter-related to the company. This means that the company is authorised to grant loans to its subsidiaries and to guarantee the debt of its subsidiaries. The company has satisfied the solvency and liquidity test as defined in section 4 of the Companies Act.

3.3 Special resolution number 3: Share repurchases by the company and its subsidiaries

“Resolved as a special resolution that the company, and the subsidiaries of the company, be and are hereby authorised, as a general approval, to repurchase or purchase, as the case may be, any of the shares issued by the company, upon such terms and conditions and in such amounts as the directors of the company and of its subsidiaries may from time to time determine, but subject to the provisions of sections 46 and 48 of the Companies Act, the Memorandum of Incorporation, the JSE Listings Requirements and, if applicable, the requirements of any other stock exchange on which the shares of the company may be quoted or listed, namely that:

- the general repurchase of the shares may only be implemented through the order book operated by the JSE trading system and done without any prior arrangement between the company and the counterparty (reported trades are prohibited);
- this general authority shall only be valid until the next annual general meeting of the company, provided that it shall not extend beyond fifteen months from the date of this resolution;
- an announcement must be published on SENS as soon as the company or its subsidiaries have acquired shares constituting, on a cumulative basis, 3% of the number of shares in issue prior to the repurchase, pursuant to which the aforesaid 3% threshold is reached, containing full details thereof, as well as for each 3% in aggregate of the initial number of shares repurchased thereafter;
- the general authority to repurchase is limited to a maximum of 20%, in aggregate in any one financial year, of the company’s issued share capital at the time the authority is granted;
- a resolution has been passed by the board approving the repurchase and confirming that the company has satisfied the solvency and liquidity test as defined in the Companies Act and that since the solvency and liquidity test was



applied there have been no material changes to the financial position of the group;

- the general repurchase is authorised by the Memorandum of Incorporation;
- repurchases must not be made at a price more than 10% above the weighted average of the market value of the shares for five business days immediately preceding the date that the transaction is effected. The JSE should be consulted for a ruling if the company's securities have not traded in such five business day period;
- the company may, at any point in time, only appoint one agent to effect any repurchase(s) on the company's behalf; and
- the company may not effect a repurchase during any prohibited period as defined in terms of the JSE Listings Requirements unless a repurchase programme has been submitted to the JSE in writing and executed by an independent third party, as contemplated in terms of paragraph 5.72(h) of the JSE Listings Requirements."

The reason for and effect of special resolution number 3 is to grant the directors a general authority in terms of the Memorandum of Incorporation and the JSE Listings Requirements for the repurchase by the company and its subsidiaries of shares issued by the company on the basis reflected in special resolution number 3.

In terms of section 48(2)(b)(i) of the Companies Act, subsidiaries may not hold more than 10%, in aggregate, of the number of the issued shares of a company. For the avoidance of doubt, (i) a pro-rata repurchase by the company from all its shareholders and (ii) intra-group repurchases by the company of its shares from wholly-owned subsidiaries, share incentive schemes pursuant to schedule 14 of the JSE Listings Requirements and/or non-dilutive share incentive schemes controlled by the company, where such repurchased shares are to be cancelled, will not require shareholder approval, save to the extent as may be required by the Companies Act.

Information relating to the special resolutions

- 1 The directors of the company or its subsidiaries will only utilise the general authority to repurchase shares of the company, as set out in special resolution number 3, to the extent that the directors, after considering the maximum shares to be repurchased, are of the opinion that the position of the group would not be compromised as to the following:

- the company and the group's ability, in the ordinary course of business, to pay its debts for a period of 12 months after the date of this notice of AGM and for a period of 12 months after the repurchase;
 - the consolidated assets of the company and group (fairly valued) will, at the time of this notice of AGM and at the time of making such determination, and for a period of 12 months thereafter, be in excess of the consolidated liabilities of the company and group (fairly valued). The assets and liabilities should be recognised and measured in accordance with the accounting policies used in the latest audited annual financial statements of the group;
 - the ordinary share capital and reserves of the company and the group, after the repurchase, will remain adequate for the purpose of the business of the group for a period of 12 months after this notice of AGM and after the date of the share repurchase; and
 - the working capital available to the group after the repurchase will be sufficient for the group's ordinary business purposes for a period of 12 months after the date of the notice of the AGM and for 12 months thereafter and/or after the date of the repurchase.
- 2 General information in respect of major shareholders, material changes and the stated capital of the company can be found on pages 82 to 84 of the annual report.
 - 3 The directors of the company, whose names are reflected on page 7 of the annual report, collectively and individually accept full responsibility for the accuracy of the information given and certify that to the best of their knowledge and belief there are no facts that have been omitted which would make any statement false or misleading, and that all reasonable enquiries to ascertain such facts have been made and that the notice of AGM contains all information required by law and the JSE Listings Requirements.

Voting

- 1 The date on which shareholders must be recorded as such in the share register maintained by the transfer secretaries of the company (the Share Register) for purposes of being entitled to receive this notice is Friday, 21 June 2024.
- 2 The date on which shareholders must be recorded in the share register for purposes of being entitled to attend and vote at this AGM is Friday, 16 August 2024. The last date to trade will be Tuesday, 13 August 2024.



- 3 Meeting participants will be required to provide proof of identification to the reasonable satisfaction of the chairman of the AGM and must accordingly bring a copy of their identity document, passport, or drivers' license. If in doubt as to whether any document will be regarded as satisfactory proof of identification, meeting participants should contact the transfer secretaries for guidance.
- 4 Shareholders entitled to attend and vote at the AGM may appoint one or more proxies to attend, speak and vote thereat in their stead. A proxy need not be a shareholder of the company. A form of proxy, which sets out the relevant instructions for its completion, is enclosed for use by certificated shareholders or own name registered dematerialised shareholders who wish to be represented at the AGM. Completion of a form of proxy will not preclude such shareholder from attending and voting (in preference to that shareholder's proxy) at the AGM.
- 5 The instrument appointing a proxy and the authority (if any) under which it is signed must reach the transfer secretaries of the company at the address given below by no later than 11:00 on Tuesday, 20 August 2024.
- 6 Dematerialised shareholders, other than own-name registered dematerialised shareholders, who wish to attend the AGM in person, will need to request their Central Securities Depository Participant (CSDP) or broker to provide them with the necessary authority in terms of the custody agreement entered into between such shareholders and the CSDP or broker.
- 7 Dematerialised shareholders, other than own-name registered dematerialised shareholders, who are unable to attend the AGM and who wish to be represented thereat, must provide their CSDP or broker with their voting instructions in terms of the custody agreement entered into between themselves and the CSDP or broker in the manner and time stipulated therein.
- 8 Shareholders present in person, by proxy or by authorised representative shall, on a show of hands, have one vote each and, on a poll, will have one vote in respect of each share held.

Electronic participation

1. Shareholders or their proxies may participate in the AGM by way of an electronic facility (electronic facility).
2. Please note that the electronic facility will only allow shareholders to listen in and raise questions during the allocated time. Shareholders will not be able to vote using the electronic facility. Should such shareholders wish to vote, they must either:
 - complete the form of proxy and return it to the transfer secretary in accordance with the relevant provisions of the above section relating to voting; or
 - contact their CSDP or broker in accordance with the relevant provisions of the above section relating to voting.
3. Shareholders or their proxies who wish to participate in the AGM via the electronic facility must notify the company by emailing the company secretary (argent10@argent.co.za) by no later than 11.00 on Tuesday, 20 August 2024. The company secretary will first validate such requests and confirm the identity of the shareholder in terms of section 63(1) of the Companies Act, and thereafter provide further details on using the electronic facility.
4. The company cannot guarantee there will not be a break in communication which is beyond the control of the company.
5. The participant acknowledges that the electronic facility is provided by a third-party and indemnifies the company against any loss or claim arising in any way from the use of the electronic facility, regardless of the cause, and agrees that the company will have no liability for any damages resulting from the use of the electronic facility or any failure of the electronic facility during the AGM.

By order of the board



Company Secretary

27 June 2024

Umhlanga

Registered office

First floor, Ridge 63,
8 Sinembe Crescent,
La Lucia Ridge Office Estate, 4019
(PO Box 5108, Sinembe Park,
La Lucia Ridge Office Estate, 4019)

Transfer secretaries

JSE Investor Services Proprietary Limited
One Exchange Square,
Gwen Lane,
Sandown, Sandton, 2196
(PO Box 4844, Johannesburg, 2000)



ANNEXURE A

ARGENT INDUSTRIAL LIMITED

REMUNERATION POLICY

This report comprises four sections:

Part 1: Background statement

Part 2: Remuneration policy

Part 3: Implementation of remuneration policy

Part 4: Non-executive remuneration

PART 1: BACKGROUND STATEMENT

The Argent Remuneration Committee (committee) is pleased to present the remuneration report for the year ended 31 March 2024. Since we presented the remuneration policy to shareholders in 2018, no material changes were made to the policy or its implementation. The committee considered the impact of the King IV™ on remuneration which has further enhanced the disclosure in this report. The committee also considered the voting outcomes on the 2023 remuneration policy (100% in favour) and is satisfied that its policies are aligned with sound governance principles.

Notwithstanding the decentralised and diversified nature of the group, and the geographic spread of its operations, the remuneration policy is administered and driven centrally by the remuneration committee. The committee provides oversight on senior executive remuneration in the subsidiaries and the measurement of set targets against actual performance as well as the share incentive awards. This report details the remuneration policy and implementation thereof for senior management, executive directors as well as fees paid to non-executive directors and details of the share incentive plans used by the group.

The group's performance for the year under review has again been most gratifying with ongoing operations reflecting sustained growth thanks to Argent's focus on its strategy to "unlock intrinsic value" in the group.

Shareholder engagement

The group's remuneration policy and the implementation thereof are placed before shareholders for consideration and approval under the terms of an advisory non-binding vote at the 2024 annual general meeting (AGM) as provided for in the Listings Requirements of the JSE Limited (JSE Listings Requirements) and recommended by King IV™.

In the event that 25% or more of the votes cast are recorded against either the remuneration policy resolution or the implementation report resolution, then:

- Executive management will engage shareholders to ascertain the reasons for dissenting vote. Where considered appropriate, members of the committee may participate in these engagements with selected shareholders.
- Executive management will make specific recommendations to the committee as to how the legitimate and reasonable objections of shareholders might be addressed, either in the group's remuneration policy or through changes on how the remuneration policy is implemented.

PART 2: REMUNERATION POLICY

Key principles of the remuneration philosophy

The key principles that shape the policy are:

- A critical success factor of the group is its ability to attract, retain and motivate the entrepreneurial talent required to achieve its operational and strategic objectives. Both short- and long-term incentives are used to this end.
- Delivery-specific short-term incentives (STI) are viewed as strong drivers of performance. A significant portion of senior management's reward is variable and is determined by the achievement of realistic profit and return targets together with an individual's personal contribution to the growth and development of the group. Only when warranted by exceptional circumstances, special bonuses may be considered as additional awards.
- Long-term incentives (LTI) align the objectives of management, shareholders and other stakeholders for a sustainable period.



Policy principles

The committee functions as a sub-committee of the board in terms of an agreed mandate and evaluates and monitors the group's remuneration philosophy and practices to ensure consistency with governance principles and corporate strategy. The committee further implements the board-approved remuneration policy to ensure:

- Salary structures and policies, as well as cash and share-based incentives, motivate superior performance and are linked to realistic performance objectives that support sustainable long-term business growth;
- Stakeholders are able to make an informed assessment of reward practices and governance processes; and
- Compliance with all applicable laws and regulatory codes.

Governance and the remuneration committee

Board responsibility

The board carries ultimate responsibility for the remuneration policy. The remuneration committee operates in terms of a board-approved mandate. The board will, when required, refer matters for shareholder approval, for example:

- new and/or amended share-based incentive schemes;
- non-executive board and committee fees; and
- any new related party remuneration matters.

The remuneration policy and implementation thereof contained in parts 2 and 3 of this remuneration report will be put to a non-binding shareholders' vote at the AGM.

Composition, mandate and attendance for the committee

The members of the committee are independent non-executive directors as defined by King IV™. The committee meets annually, as well as on an ad hoc basis when required. The attendance for these meetings is contained in the corporate governance part (remuneration committee section) within the 2024 annual report. The chief executive officer (CEO) and financial director (FD) attend meetings by invitation to assist the committee with the execution of its mandate. No executive participates in the voting process nor is present at meetings of the committee when his own

remuneration is discussed or considered. The chairman of the committee or, in his absence, another member of the committee is required to attend the AGM to answer questions on remuneration.

The terms of reference as set out in the remuneration committee charter include:

- reviewing the group remuneration philosophy and policy and assisting the board to establish a remuneration policy for directors and senior executives that will promote the achievement of strategic objectives and encourage individual performance;
- ensuring that the mix of fixed and variable pay in cash, shares and other elements meet the group's needs and strategic objectives;
- reviewing the remuneration of executive management to ensure that it is fair and responsible in the context of overall employee remuneration in the group;
- reviewing incentive schemes to ensure continued contribution to shareholder value;
- reviewing the recommendations of management on fee proposals for the group's chairman, non-executive directors and determining, in conjunction with the board, the final proposals to be submitted to shareholders for approval;
- determining all the remuneration parameters for the CEO and other executive directors. Reviewing and recommending to the board the relevant criteria necessary to measure the performance of executives in determining their remuneration;
- agreeing the principles for senior management increases and their cash incentives;
- agreeing to LTI allocations and awards (share option scheme) for executive directors and certain senior management;
- settling LTI allocations and awards for executive directors and certain senior management;
- overseeing the preparation of the remuneration report to ensure that it is clear, concise and transparent;
- ensuring that the remuneration report be put to a non-binding advisory vote by shareholders and engaging with shareholders and other stakeholders on the group's remuneration policy; and
- ensuring that consideration is given to executive succession planning.



Role of benchmarking

Benchmarking and position in the market

To ensure that the group remains competitive in the markets in which it operates, all elements of remuneration are subject to regular reviews against relevant market and peer data. In the case of the CEO and FD, their salaries are benchmarked predominantly against JSE listed companies. The policy aims at positioning the group as a preferred employer within the industries in which it operates. To retain flexibility and ensure fairness when directing human capital to those areas of the group requiring focused attention, subjective performance assessments may sometimes be required when evaluating employee contributions. The group believes that its remuneration policy plays an essential and vital role in realising business strategy and therefore should be competitive in the markets in which the group operates.

Executive directors

Terms of service

The terms and conditions applied to South African executive directors are governed by legislation. Terms of service for executive directors outside South Africa are governed by labour legislation in their local jurisdiction and the terms of their employment contracts.

The value of the gross remuneration package payable in terms of the employment agreements is allocated among the following benefits: (i) basic remuneration; (ii) retirement and or medical benefits; and (iii) other benefits.

Elements of remuneration

The group operates a total cost-to-company (CTC) philosophy whereby cash remuneration, benefits (including a defined contribution retirement fund, medical aid and other insured benefits) form part of employees' fixed total CTC remuneration. Executive directors and senior management also participate in STIs (in the form of a performance bonus plan). The LTI plan is in operation, namely the Argent Share Option Scheme (SOE). The different components of remuneration, their objectives, the policy which governs them and their link to the business strategy are summarised below. There are no changes to the policy proposed for the following financial year, as confirmed below. The group views the executive directors as the current "prescribed officers" as defined in the Companies Act and therefore no separate remuneration policy disclosure for prescribed officers is necessary.

APPLICATION	INCENTIVE	OBJECTIVE	LINK TO STRATEGY	POLICY ELEMENTS	CHANGES FOR 2024
CTC Guaranteed Pay Executives, Senior Managers and all employees	Basic package	Attract and retain the best talent. Reviewed annually and set on 1 July.	This component aligns with business strategy as it takes into account internal and external equity. Thereby, ensuring competitiveness and rewarding individuals fairly based on a similar job in the market.	Level of skill and experience, scope of responsibilities and competitiveness of the total remuneration package are taken into account when determining cost-to-company.	No change
	Benefits	Providing employees with contractually agreed basic benefits such as retirement fund benefits (defined contribution), medical aid, risk benefits, and life and disability insurance on a CTC basis.	Benefits recognise the need for a holistic approach to guaranteed package and are part of the overall employee value proposition offered by Argent.	The company contributes to retirement benefits as per the rules of the respective retirement funds or superannuation schemes. Medical aid contributions depend on each individual's needs and the package selection. Risk and insurance benefits are company contributions, all of which form part of total CTC.	No change



APPLICATION	INCENTIVE	OBJECTIVE	LINK TO STRATEGY	POLICY ELEMENTS	CHANGES FOR 2024
<p>Short Term</p> <p>Executives, Senior Managers and all employees</p>	13 th Cheque	<p>To motivate all levels of salaried staff to ensure the companies operate profitably.</p> <p>This is paid out annually in December every year if the business is profitable at this time.</p>	Encourages profitable businesses and contributes to skills retention.	This bonus is paid out by the company and per individual and is conditional to the company being profitable, and the employee contributing to the profitability.	No change
<p>Short Term</p> <p>Executives and Senior Managers</p>	Short Term Profitability bonus	<p>To motivate and incentivise senior and executive management for the delivery according to objectives set over a one-year period from 1 April every year.</p> <p>Bonus is paid in June every year, post the completion of the annual audit.</p>	<p>Encourages growth in trading profit targets, earnings per share and return on equity for shareholders in a sustainable manner over the short term.</p> <p>Combines the above company financial performance metrics with strategic metrics, such as leadership, to ensure well-balanced KPIs.</p> <p>Rewards executive directors for their measurable contribution to the group based on predetermined metrics.</p>	<p>For the 2025 financial year, target and stretch performance targets are set for the following metrics:</p> <p>Company financial performance</p> <ul style="list-style-type: none"> Trading profit targets Headline earnings per share (HEPS) growth and return on funds employed (ROFE) achieved. <p>Targets set against prior year's performance and budgets.</p> <p>Earnings Potential</p> <p>Stretch targets are set against a multiple of the monthly package up to a maximum multiple of 2x.</p> <p>Discretion of remuneration committee</p> <p>The remuneration committee has discretion, when warranted by exceptional circumstances and where considerable value has been created for shareholders and stakeholders of Argent by specific key employees, to award special bonuses or other ex gratia payments to individuals.</p> <p>In exercising this discretion, the remuneration committee must satisfy itself that such payments are fair and reasonable and are disclosed to shareholders as required by remuneration governance principles.</p>	No change



APPLICATION	INCENTIVE	OBJECTIVE	LINK TO STRATEGY	POLICY ELEMENTS	CHANGES FOR 2024
Medium Term Executives and key personnel	Share Option Scheme (SOS)	To motivate and incentivise delivery of sustained performance over the medium term.	Alignment of executives' interests with shareholders through conditional rights to future delivery of equity. The issue of equity is subject to performance targets, thereby supporting the performance culture of the group. Motivates and retains key staff.	Award levels are set according to individual performance and the need to retain individual skills. Awards consist of conditional rights to shares, issued in equal tranches over a five-year period. The strike price of the shares is set at year 1 as the average price of shares in the SOS. Each tranche is subjected to continued employment for the duration of the year in question and the vesting period is 1 year. The shares are acquired by the employee on the maturity date every year at the strike price. These acquisitions are subject to the tax laws and requirements.	No change
Long Term Executive Directors	Group Value Unlock (GVU)	To unlock inherent value within the group companies and properties by selling, partnering or realigning entities to extract funds for offshore acquisition or paid out as shareholder dividends.	This is an immediate award to shareholders in the case of a once off dividend which would enhance the share price through continual unlock potential. Provides resources for overseas acquisitions that offer better growth and longer-term stability for the group by having more operations in stable, developed countries.	The executive directors will be awarded for achieving sale values that exceed the internal valuation of the realisable Net Asset Value (NAV) per company and per property of the entities that are disposed of. This award will be a percentage (20%) of the value achieved over and above the NAV.	No change

Non-executive directors

Terms of service

Non-executive directors are appointed by the shareholders at the AGM. Non-executive directors are required to retire on the third anniversary of their appointment and may offer themselves for re-election. As appropriate, the board, proposes their re-election to shareholders. There is no limit on the number of times a non-executive director may seek re-election.

Non-executive directors' remuneration

Group policy is to pay competitively for the role while recognising the required time commitment. Fees are benchmarked against a comparator group of JSE-listed companies and these fees are paid annually. No contractual arrangements are entered into to compensate for loss of office.

Non-executive directors do not receive short-term incentives, nor do they participate in any long-term incentive schemes except where non-executive directors previously held executive office and they remain entitled to unvested benefits arising from their period of employment. The company does not provide pension contributions to non-executive directors. Management reviews non-executive directors' fees annually. After discussions with the committee, recommendations are made to the board, which in turn proposes fees for approval by shareholders at the AGM.



Full details of the non-executive directors' fees for the year ended March 2024 are shown below in the implementation section as well as details of the proposed non-executive directors' fees for the year ended March 2025.

PART 3: IMPLEMENTATION OF REMUNERATION POLICY

1 Guaranteed pay – base pay *and* benefits

Guaranteed pay increases for the financial years ending 2024 and 2025

For the year ending 2024, a 7% increase to the basic salary component for executive directors was applied. This increase was determined by the remuneration committee and was found to be a fair increase taking into account the inflationary environment in South Africa.

Details of each executive director's remuneration are disclosed in note 19 of the annual report (refer to page 59).

2 Short term incentive

13th cheques

The executives were paid out their 13th cheques in line with the policy requirement that the group was at least profitable.

Profitability bonus

The executives qualified for the profitability bonus as set out in the objectives developed by the remuneration committee in 2023 for the performance of each company against target. The table below sets out the targets as set in 2023 and the achievement against these targets in 2024. From the table below, the companies highlighted have exceeded their set targets and therefore the executives qualify for 1/6th of their monthly basic salary for each company that exceeded their targets and for each target achieved.

COMPANY/DIVISION	TARGET	TARGET
Castor and Ladder Proprietary Limited	R6 955 000	
Hendor Mining Supplies Proprietary Limited	R17 173 500	R20 074 270
One sixth of a monthly basic salary for every target achieved	2	1

Total 3/6
% 50.00%

The executives qualified for 1.33% of the amount more than the target:

COMPANY/DIVISION	YEARLY TARGET	YEARLY INCENTIVE	PROFIT FOR THE YEAR	EXCESS	1.33% PER PARTICIPANT
Castor and Ladder Proprietary Limited	R5 194 850	1.33% above	R12 875 858	R7 681 008	R102 413
Gammid Group Proprietary Limited					
Gammid KZN	R4 815 000	1.33% above	R9 137 984	R4 322 984	R57 640
Hendor Mining Supplies Proprietary Limited	R13 738 800	1.33% above	R23 418 353	R9 679 553	R129 061
Pro Crane Services Proprietary Limited	R10 397 607	1.33% above	R36 006 145	R25 608 539	R341 447
Xpanda Security Proprietary Limited	R16 000 000	1.33% above	R16 108 834	R108 834	R1 451
Total					R632 012



The executives qualified for the following fixed amount for each target achieved:

COMPANY/DIVISION	TARGET	FIXED INCENTIVE PER PARTICIPANT	TARGET	FIXED INCENTIVE PER PARTICIPANT	TARGET	FIXED INCENTIVE PER PARTICIPANT
Gammid Group Proprietary Limited						
Gammid KZN	R7 200 000	R22 470				
Pro Crane Services Proprietary Limited	R6 300 000	R6 000	R7 500 000	R20 000	R9 000 000	R20 000
Xpanda Security Proprietary Limited	R13 910 000	R16 000	R16 000 000	R16 000		
Total						R100 470

The executive qualified for the following fixed amount for each company that achieved the monthly target:

COMPANY	Castor and Ladder Proprietary Limited		Jetmaster Proprietary Limited		Phoenix Steel Group Proprietary Limited Phoenix Steel Gauteng	
	TARGET	FIXED INCENTIVE PER PARTICIPANT	TARGET	FIXED INCENTIVE PER PARTICIPANT	TARGET	FIXED INCENTIVE PER PARTICIPANT
April 2023	R572 450	R6 420	R343 470		R1 500 000	
May 2023	R572 450		R343 470	R6 420	R1 500 000	
June 2023	R572 450	R6 420	R343 470		R1 500 000	R6 000
July 2023	R572 450	R6 420	R343 470		R1 500 000	
August 2023	R572 450	R6 420	R343 470		R1 500 000	
September 2023	R572 450	R6 420	R343 470		R1 500 000	
October 2023	R572 450	R6 420	R343 470		R1 500 000	R6 000
November 2023	R572 450	R6 420	R343 470		R1 500 000	
December 2023	R572 450		R343 470		R1 500 000	
January 2024	R572 450	R6 420	R343 470		R1 500 000	
February 2024	R572 450	R6 420	R343 470		R1 500 000	
March 2024	R572 450	R6 420	R343 470		R1 500 000	
Sub-Total		R64 200		R6 420		R12 000

COMPANY	Phoenix Steel Group Proprietary Limited Phoenix Steel Natal		Tricks Wrought Iron Services Proprietary Limited	
	TARGET	FIXED INCENTIVE PER PARTICIPANT	TARGET	FIXED INCENTIVE PER PARTICIPANT
April 2023	R755 634		R257 603	
May 2023	R755 634		R257 603	
June 2023	R755 634		R257 603	
July 2023	R755 634		R257 603	
August 2023	R755 634		R700 000	R6 000
September 2023	R755 634		R700 000	R6 000
October 2023	R755 634	R1 575	R700 000	R6 000
November 2023	R755 634		R700 000	R6 000
December 2023	R755 634		R257 603	
January 2024	R755 634		R257 603	
February 2024	R755 634		R353 011	R1 712
March 2024	R755 634		R257 603	
Sub-Total		R1 575		R25 712
Total				R109 907



3 Medium term incentive

No medium-term incentives were issued.

4 Long term incentive

No long-term incentives were issued.

PART 4: NON-EXECUTIVE REMUNERATION

Non-executive directors' fees paid

Proposed non-executive directors' fees for 2024

Refer to special resolution number 1 on page 88 of the notice of AGM for approval of the fees by shareholders in terms of section 66(9) of the Companies Act. The increase in the proposed non-executive directors' fees for 2024 are based on an inflationary increase of 6% except for the chairman, T Scharrighuisen, that will remain unchanged.





ARGENT Industrial Limited

Argent Industrial Limited
(Incorporated in the Republic of South Africa)
(Registration number 1993/002054/06)
JSE share code: ART
ISIN code: ZAE000019188
(Argent or the company)

FORM OF PROXY

FOR USE BY CERTIFICATED AND OWN-NAME DEMATERIALISED SHAREHOLDERS ONLY

For use at the annual general meeting (AGM) of ordinary shareholders of the company to be held in the company's boardroom at First Floor, Ridge 63, 8 Sinembe Crescent, La Lucia Ridge Office Estate, Umhlanga, on Thursday, 22 August 2024 at 11:00.

I/We (Full name in print) _____

of (address) _____

being the registered holder of _____ ordinary shares hereby appoint:

1. _____ or failing him/her,

2. _____ or failing him/her,

3. the chairman of the AGM, as my proxy to vote for me/us at the AGM for purposes of considering and, if deemed fit, passing, with or without modification, the special and ordinary resolutions to be proposed thereat and at each adjournment thereof and to vote for and/or against the resolutions and/or abstain from voting in respect of the shares registered in my/our name(s) in accordance with the following instructions (see Notes):

	NUMBER OF SHARES		
	IN FAOUR	AGAINST	ABSTAIN
2.1 Ordinary resolution number 1: To re-elect Mr K Mapasa as an independent non-executive director			
2.2 Ordinary resolution number 2: To re-elect Mr PA Christofides as an independent non-executive director			
2.3 Ordinary resolution number 3: To re-elect Mr CD Angus as an independent non-executive director			
2.4 Ordinary resolution number 4: Confirmation of appointment of Mr HM Meyer as an executive director			
2.5 Ordinary resolution number 5: To appoint Mr PA Christofides as a member of the audit and risk committee			
2.6 Ordinary resolution number 6: To appoint Mr K Mapasa as a member of the audit and risk committee			
2.7 Ordinary resolution number 7: To appoint Mr CD Angus as a member of the audit and risk committee			
2.8 Ordinary resolution number 8: Appointment of auditor			
2.9 Ordinary resolution number 9: Unissued shares placed under control of the directors			
2.10 Ordinary resolution number 10: Non-binding advisory vote on Argent's remuneration policy			
2.11 Ordinary resolution number 11: Non-binding advisory vote on Argent's implementation report on the remuneration policy			
3.1 Special resolution number 1: Remuneration of non-executive directors			
3.2 Special resolution number 2: Inter-company loans			
3.3 Special resolution number 3: Share repurchases by the company and its subsidiaries			

Please indicate your voting instructions by way of inserting the number of shares or by a cross in the space provided.

Signed at _____ on this _____ day of _____ 2024.

Signature(s) _____

Assisted by (*where applicable*) (*state capacity and full name*) _____

Each Argent shareholder is entitled to appoint one or more proxy(ies) (who need not be a shareholder(s) of the company) to attend, speak and vote in his stead at the AGM.



Notes to the form of proxy

- 1 An Argent shareholder may insert the name of a proxy or the names of two alternative proxies of the shareholder's choice in the space(s) provided, with or without deleting "the chairman of the AGM". The person whose name appears first on the form of proxy and who is present at the AGM will be entitled to act as proxy to the exclusion of those whose names follow.
- 2 An Argent shareholder's instructions to the proxy must be indicated by the insertion of the relevant number of shares to be voted on behalf of that shareholder in the appropriate box provided. Failure to comply with the above will be deemed to authorise the chairman of the AGM, if he/she is the authorised proxy, to vote in favour of the resolutions at the AGM, or any other proxy to vote or to abstain from voting at the AGM as he/she deems fit, in respect of all the shares concerned. A shareholder or his/her proxy is not obliged to use all the votes exercisable by the shareholder or his/her proxy, but the total of the votes cast and in respect whereof abstentions are recorded may not exceed the total of the votes exercisable by the shareholder or his/her proxy.
- 3 When there are joint registered holders of any shares, any one of such persons may vote at the AGM in respect of such shares as if he/she was solely entitled thereto, but, if more than one of such joint holders be present or represented at the AGM, that one of the said persons whose name stands first in the register in respect of such shares or his/her proxy, as the case may be, shall alone be entitled to vote in respect thereof. Several executors or administrators of a deceased member, in whose name any shares stand, shall be deemed joint holders thereof.
- 4 Forms of proxy must be completed and returned to be received by the transfer secretaries of the company, JSE Investor Services Proprietary Limited (PO Box 4844, Johannesburg, 2000), by no later than 11:00 on Tuesday, 20 August 2024, provided that any form of proxy not delivered to the transfer secretary by this time may be handed to the chairman of the AGM at any time prior to the appointed proxy exercising any shareholder rights at the AGM.
- 5 Any alteration or correction made to this form of proxy must be initialled by the signatory/(ies).
- 6 Documentary evidence establishing the authority of a person signing this form of proxy in a representative capacity must be attached to this form of proxy unless previously recorded by the company's transfer secretaries or waived by the chairman of the AGM.
- 7 The completion and lodging of this form of proxy will not preclude the relevant shareholder from attending the AGM and speaking and voting in person thereat to the exclusion of any proxy appointed in terms hereof, should such shareholder wish to do so.





ARGENT
Industrial Limited
www.argent.co.za