HYPROP INVESTMENTS LIMITED AND ITS SUBSIDIARIES

REGISTRATION NUMBER: 1987/005284/06

CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS - AUDITED

FOR THE YEAR ENDED 30 JUNE 2024

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Contents

BASIS OF PREPARATION

The basis of preparation of these Consolidated and separate financial statements is detailed in note A1 - *Basis of preparation.*

The preparation of these Consolidated and separate financial statements has been supervised by: Brett Till CA(SA), CFO of the Group.

MATERIALITY STATEMENT

The Group has chosen to apply the principles of IFRS® Practice Statement 2 – *Making Materiality judgements which* guides preparers of financial statements in assessing materiality and applying judgement.

The Group has prepared a materiality statement which was approved by the audit and risk committee, covering both quantitative and qualitative factors such as new accounting standards; industry conditions; out of the norm events; and items regulated by statutory requirements. As such, we present only those items that are material to our business and operations.

APPROVAL OF THE ANNUAL FINANCIAL STATEMENTS

The Audited Consolidated and Separate Annual Financial Statements, set out on pages 21 to 120, were approved by the Board of directors on 16 September 2024.

RESPONSIBILITY STATEMENT ON INTERNAL FINANCIAL CONTROLS

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

- the AFS set out on pages 21 to 120, fairly present in all material respects the financial position, financial performance and cash flows of Hyprop in terms of IFRS® Accounting Standards;
- to the best of our knowledge and belief, no facts have been omitted or untrue statements made that would make the AFS false or misleading;
- internal financial controls have been put in place to ensure that material information relating to Hyprop and its consolidated subsidiaries has been provided to effectively prepare the financial statements of Hyprop;
- the internal financial controls are adequate and effective and can be relied upon in compiling the AFS, 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 ARC and the auditors any deficiencies in design and operational effectiveness of the internal financial controls and taken steps to remedy the deficiencies; and
- we are not aware of any fraud involving directors.

MC Wilken	**BC Till**
CEO	**CFO**

Johannesburg
16 September 2024

DECLARATION BY THE COMPANY SECRETARY

I declare that, to the best of my knowledge, the Company has lodged with the Companies and Intellectual Property Commission, for the financial year ended 30 June 2024, all such returns as are required of a public company in terms of section 88 of the Companies Act of South Africa, as amended, and that all such returns are true, correct and up to date.

F Nkosi
Company secretary

Johannesburg
16 September 2024

Report of the Audit and Risk committee

for the year ended 30 June 2024

INTRODUCTION

The audit and risk committee (the ARC) is pleased to submit its report for the year ended 30 June 2024, as required by section 94(7)(f) of the Companies Act of South Africa.

The primary role of the ARC is to assist the Board in monitoring risk and the Group's systems and processes to identify, assess and manage risks. The ARC also monitors the integrity of financial reporting systems, internal controls and the preparation and financial disclosures in the Group's annual financial statements (AFS).

FOCUS AREAS IN 2024

Areas of focus included:

- **Global events:** Monitoring the potential impact on the Group of global political events, including national elections in South Africa, and the deteriorating economic conditions in Nigeria as a result of the significant devaluation of the Naira against the US Dollar and exchange rate volatility;
- **Borrowings and interest rate exposure:** Monitoring implementation of the revised interest rate hedging policy and compliance with banking covenants in the light of prevailing high interest rates, particularly in the SSA portfolio;
- **Risk management:** Monitoring the Group's risk management initiatives and identification of emerging or new risks affecting or likely to affect the Group; and
- **Financial reporting:** monitoring changes to financial reporting requirements emanating from new accounting standards (particularly relating to sustainability reporting and materiality), the JSE Proactive Monitoring Panel's findings and feedback from investors and other users of the Group's financial statements.

STATUTORY DUTIES

The ARC is governed by a formal charter that codifies its independent role and responsibilities in providing oversight and recommendations to the Board for consideration and final approval. These responsibilities include those recommended by the King IV Report on Corporate Governance™ (King IV) and:

- Overseeing integrated reporting, including consideration of significant judgements and reporting decisions;
- Monitoring compliance with the risk policy and procedures;
- Ensuring that a combined assurance model is applied to provide a coordinated approach to all assurance activities;
- Reviewing the expertise, resources and experience of the Company's finance function, and satisfying itself as to the suitability of the expertise and experience of the Chief Financial Officer;
- Overseeing internal audit, and in particular, the appointment and/or rotation of the internal audit service providers;
- Overseeing the external audit process and recommending the re-appointment of the external auditor; and
- Submitting any relevant matter concerning the Company's accounting policies, financial controls, records, reporting and risk management to the Board.

FUNCTIONS

In addition to the above, the ARC covered matters relating to compliance, litigation, budgeting and forecasting, taxation and accounting policy choices, and supported the Board in the following areas:

- Reviewing the work of the internal auditors and approving the 3-year internal audit plans for the SA and EE portfolios;
- Monitoring established guidelines for the use of the external auditor for non-audit services to maintain independence;
- Monitoring compliance with Real Estate Investment Trust (REIT) requirements, in accordance with the JSE Listings Requirements, and confirming that the risk management policy, which prohibits the Company from entering into derivative transactions not in the ordinary course of business, has been complied with in all material respects;
- Considering significant technical accounting matters and management's proposed accounting treatment there-of;
- Reviewing the Company's annual assessment of whether it has any prescribed officers to ensure compliance with the Companies Act and the JSE Listings Requirements;
- Reviewing updates to various other policies within its mandate; and
- Considering improvements to the Group's financial reporting in line with the results of the JSE's proactive monitoring process and the Group's own internal objectives.

COMPOSITION AND MEETINGS

Details of the ARC members and their attendance at meetings during the year are set out in the Governance section of the Integrated Annual Report. All members of the ARC are independent non-executive directors in compliance with the Companies Act of South Africa and as recommended by King IV.

Reeza Isaacs was appointed to the Board and as a member of the ARC effective 2 April 2024.

The ARC met four times during the year. The external and internal auditors and executive management are invited to attend ARC meetings.

SIGNIFICANT FINANCIAL STATEMENT REPORTING ISSUES

A significant part of the financial reporting process includes making estimates and exercising judgement. The ARC reviewed and evaluated the main judgements, estimates and assumptions made by management and the conclusions drawn from the available information and evidence.

The ARC ensured that these matters were covered by the work of the external auditor.

The key issues involving estimates and judgements during the year are set out below:

	Key issue	Judgement in financial reporting	Audit and risk committee review	Conclusion
1	**Valuation of investment properties**	Investment property is the Group's most significant asset and is measured at fair value, with changes in fair value recognised in profit or loss.	Broll Valuation and Advisory Services, De Leeuw Group and Viking Valuation continued to serve as independent valuers for the SA portfolio. Cushman and Wakefield was appointed as an additional valuer for the EE portfolio alongside CBRE. Mills Fitchet continued	The ARC endorsed the independent valuations of the investment properties and the relevant

	Key issue	Judgement in financial reporting	Audit and risk committee review	Conclusion
		The Group uses independent valuers to value its investment properties. The valuation involves making significant judgements, especially regarding the current market conditions, discount and capitalisation rates, rental growth rates and vacancy levels. The key assumptions and estimations used to perform the independent investment property valuations are determined by the independent valuers.	to serve as the independent valuer for the SSA portfolio. The ARC considered the independence and qualifications of the appointed independent valuers, as well as the rotation of properties between the valuers in South Africa and Eastern Europe. The ARC reviewed the external valuations, including the manner in which the independent valuers took the prevailing economic circumstances into account in performing the valuations and the discount rates and reversionary capitalisation rates applied by the independent valuers. The ARC also reviewed the adequacy of the disclosures relating to investment properties included in the financial statements.	disclosures in the financial statements.
2	**Classification of Hyprop Ikeja, Gruppo and AttAfrica as assets held-for-sale**	On 17 June 2024, Hyprop Mauritius (as one of the sellers) concluded a letter of intent with Lango Real Estate Limited (the Lango LOI) to dispose of its shares and shareholder claims in Hyprop Ikeja (which holds the Group's 75% interest in Gruppo) and AttAfrica (which holds the Group's interests in 3 Ghanaian shopping centres) (the Lango transaction). On 7 August 2024 sale and purchase agreements (the Lango SPAs) were signed by the parties to the Lango transaction, which, subject to fulfilment of their conditions precedent, are in process of being implemented. Judgements were applied in determining whether Hyprop Ikeja, Gruppo and AttAfrica should be classified as assets held-for-sale in accordance with IFRS 5 - *Non-current assets held for sale and discontinued operations*.	The ARC reviewed management's assessment of whether Hyprop Ikeja, Gruppo and AttAfrica should be classified as assets held for sale having regard to, inter alia: • The Group's stated strategy to exit its SSA investments; • Conclusion of the Lango LOI on 17 June 2024; • Conclusion of the Lango SPAs subsequent to 30 June 2024; • The conditions precedent to the Lango Transaction and the prospects of these being fulfilled; • The manner in which the purchase consideration will be settled. The ARC also reviewed the calculations of the "fair values less costs to sell" and the provisions relating to the Group's obligations and indemnities in terms of the Lango SPAs, as well as the adequacy of the relevant disclosures in the financial statements.	The ARC concurred with management's assessment that Hyprop Ikeja, Gruppo and AttAfrica should be classified as assets held-for-sale as a result of the conclusion of the Lango LOI and the Lango SPAs. The ARC endorsed the accounting treatment and disclosures relating to the assets and liabilities held-for-sale and the related provisions in the financial statements.

The ARC also considered:

- The Group's application of the principles of IFRS Practice Statement 2 – *Making materiality judgements,* and approved the materiality statement prepared by management;
- The accounting treatment of the co-owned assets and joint operations (Canal Walk and The Glen); and
- The accounting treatment of the acquisition of Table Bay Mall;
- The disclosure of the Group's borrowings and compliance with bank covenants; and
- The accounting treatment and disclosure relating to the financial guarantees provided to lenders in the EE and SSA portfolios.

Where appropriate, the ARC sought input and views from the external auditor and other experts.

RISK MANAGEMENT AND COMBINED ASSURANCE FRAMEWORK

One of the ARC's primary responsibilities is to monitor compliance with the Group's risk policy and procedures, with support being provided by the Group's divisional and information technology risk committees.

The new risk management process implemented in 2023 was refined and expanded to include a broader combined assurance framework for key risks identified through the risk management tool used to assess the likelihood of occurrence, and quantify the potential severity, of operating, finance, information technology and governance risks common to the REIT industry. Based on the results of the individual portfolio and group risk assessments, the most significant risks to the Group were identified as:

- **Capital availability risk –** the inability to raise funding for capital and operational requirements or over-reliance on debt funding;
- **Deterioration in municipal services and infrastructure –** the inability of municipalities (mainly in South Africa) to deliver critical services resulting in landlords having to redirect capital from income producing projects to ensure sustainability of their assets (eg. back-up power and water security);
- **Delays in the disposal of the SSA portfolio** – the combined effects of the significant devaluation of the Nigerian and Ghanaian currencies against the US Dollar and impact on trading conditions in these countries for our tenants and the Group, and the consequential risk of exposure to the in-country bank borrowings and pressure on bank covenants in the SSA portfolio.

The ARC reviewed the Group risk matrices, management's mitigation actions, and the combined assurance dashboards. The ARC provided feedback on management's recommendations on actions to mitigate identified risks, and is satisfied that sound risk management practices are in place to mitigate identified risks.

The ARC receives feedback from management, the external auditor, internal audit and the Group's independent ethics reporting telephone line on any concerns, complaints or allegations relating to internal financial controls, the financial statements, violations of laws and questionable business, accounting or auditing practices and regulatory enquiries. No significant matters requiring the ARC's intervention were reported during the year.

Separate meetings are held with management, the external auditor and the internal auditor every quarter unless a greater frequency is requested.

INTERNAL FINANCIAL CONTROLS

In terms of the JSE Listings Requirements, the CEO and CFO are required to sign a responsibility statement on internal financial controls (see page 2 of the AFS).

The ARC reviewed the basis on which the CEO and CFO concluded that the above statement can be signed in respect of the 2024 AFS.

The ARC is satisfied that the Company has established appropriate financial reporting procedures and controls (including information technology system controls), and that these procedures and controls are operating, as required by paragraph 3.84(g)(ii) of the JSE Listings Requirements.

GOING CONCERN, SOLVENCY AND LIQUIDITY

The ARC reviewed the Company's solvency and liquidity assessments and confirmed to the Board that:

- The Company and the Group are solvent and have adequate resources to continue operating for the ensuing 12 months; and
- It is appropriate to adopt the going concern basis in preparing the Company and Group financial statements.

In assessing the Company and Group's ability to continue as going concerns, the ARC reviewed the Company and Group's budgets and cashflow forecasts, available cash balances, existing unutilised and available new borrowing facilities, and the Group's debt maturity profile.

EXTERNAL AUDITOR

The ARC considered a report from KPMG motivating its independence and is satisfied with the external auditor's independence. The ARC is also satisfied with the terms, nature, scope (including reliance on the work of the auditors of subsidiaries and associates where appropriate) and proposed fee of the external auditor for the year ended 30 June 2024.

The ARC considered and is satisfied with the suitability of KPMG and the designated audit partner Akhin Lalloo in accordance with paragraphs 3.84(g)(iii) of the JSE Listings Requirements.

The ARC monitors the Group's policy on the provision of non-audit services by the Group's auditors and has noted the policy decision taken by KPMG not to provide non-audit services to its listed audit clients, other than where these services relate to an attest or similar function. Having regard to this policy, the ARC approved the following:

- The appointment of KPMG Nigeria to provide tax advisory services in relation to historic taxation matters to Gruppo Investments Nigeria Limited, a subsidiary of Hyprop, whose external auditor is Ernst & Young (Nigeria); and
- The appointment of KPMG to provide limited assurance reports relating to the registration of mortgage bonds as security for bank facilities and issuing bonds in terms of the Company's domestic medium term note programme.

Report of the Audit and Risk committee

for the year ended 30 June 2024

INTERNAL AUDITORS

BDO is appointed as the internal auditor for the South African portfolio and Ernst & Young as the internal auditor for the European portfolio. Property management for the Sub-Saharan Africa portfolio is outsourced to a third party service provider and reliance is placed on their systems and processes. The ARC is satisfied with the terms, nature, scope and proposed fees of the internal auditors for the year ended 30 June 2024.

CHIEF FINANCIAL OFFICER AND FINANCIAL REPORTING

The consolidated and separate financial statements were audited in compliance with section 30 of the Companies Act of South Africa. Brett Till CA(SA), the Chief Financial Officer (CFO), is responsible for this set of financial statements and has supervised the preparation thereof. The ARC is satisfied that the CFO has the necessary expertise and experience to carry out his duties, as required by paragraph 3.84(g)(i) of the JSE Listings Requirements.

RECOMMENDATION OF FINANCIAL STATEMENTS

The consolidated and separate financial statements are prepared by management, reviewed by the ARC and the Board and audited by the external auditor. The ARC has recommended the consolidated and separate financial statements to the Board for approval.

Thabo Mokgatlha
Audit committee chair

16 September 2024

Directors' report

The directors are pleased to present their report, which forms part of the consolidated annual financial statements for the year ended 30 June 2024 (AFS).

RESPONSIBILITY STATEMENT

The directors are responsible for:

- the preparation and fair presentation of the consolidated and separate AFS of Hyprop, comprising the statements of financial position, the statements of profit or loss and other comprehensive income, changes in equity and cash flows, as well as the notes to the AFS, which include a summary of significant accounting policies and other explanatory notes, in accordance with IFRS® Accounting Standards, the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee, Financial Pronouncements as issued by the Financial Reporting Standards Council, the JSE Listings Requirements (collectively "JSE Listings Requirements") and the South African Companies Act;
- preparing the directors' report; and
- implementing internal controls as they determine necessary for preparing the consolidated AFS that are free from material misstatement, whether due to fraud or error, and for maintaining adequate accounting records and an effective system of risk management.

INTRODUCTION AND OVERVIEW

Hyprop is a South African based, retail-focused Real Estate Investment Trust (REIT) listed on the Johannesburg Stock Exchange (JSE), with a market capitalisation at 30 June 2024 of R11.9bn. The Group holds interests in a R45bn portfolio of shopping centres in South Africa (SA), Eastern Europe (EE) and Sub-Saharan Africa (SSA).

The SA portfolio includes super regional centre Canal Walk, large regional centres Clearwater, The Glen, Woodlands Boulevard, CapeGate, Somerset Mall, Rosebank Mall and Table Bay Mall, and small regional centre Hyde Park Corner.

The Group's EE portfolio comprises The Mall in Sofia, Bulgaria, City Center one East and City Center one West, both in Zagreb, Croatia, and Skopje City Mall in Skopje, North Macedonia.

The SSA portfolio includes interests in Ikeja City Mall in Lagos, Nigeria, Accra Mall and West Hills Mall in Accra, Ghana, and Kumasi City Mall in Kumasi, Ghana.

STRATEGY

The Group's purpose is focused towards creating spaces and connecting people. Hyprop achieves this by owning and managing dominant retail centres in mixed-use precincts in key economic nodes in South Africa and Eastern Europe, and developing non-tangible assets for the retail and property sectors.

The SA portfolio comprises 64% (based on investment property by value) of the Group's assets and 65% of distributable income, with 43% of the SA portfolio located in Gauteng and 57% in the Western Cape. The Group is exploring expansion opportunities outside South Africa, particularly in Eastern Europe, where the existing EE portfolio provides a strong base from which new investments can be pursued and managed.

Significant progress has been made towards the disposal of the Group's SSA investments. On 7 August 2024 agreements were signed with Lango Real Estate Limited to acquire the Group's interests in Nigeria and Ghana in exchange for new shares in Lango. The disposals should be implemented in the 2025 financial year.

The Group aims to generate a sustainable total return for shareholders through balanced growth in distributable income and net asset value, based on a robust balance sheet.

Directors' report

THE IMPACT OF GLOBAL AND NATIONAL EVENTS

The global economy continued its recovery in 2024, with several regions showing great resilience amid persistent global challenges, including conflicts, political uncertainty and persistent high interest rates. With key economic metrics in leading economies having stabilised, the prospects for interest rate cuts are growing, and when these happen, this should provide impetus for further sustained global growth.

Post the 2024 elections, South Africa is experiencing a wave of optimism which reflects a belief in South Africa's potential for growth and transformation in the coming years. The new government's promising policies aimed at addressing economic reform, improving infrastructure, enhancing energy security and reducing unemployment are garnering positive attention, however, delivery on these policies remains key. While certain challenges appear to be better managed (notably power shortages) others have emerged (service delivery by municipalities and security of water supply) requiring business to continue to divert capital away from new/expansionary opportunities to projects to ensure sustainability. Our strategy and capital allocation continue to favor those regions/areas which are better managed and offer better risk-adjusted returns.

Croatia, Bulgaria and North Macedonia experienced moderate economic growth in 2024. Croatia continues to benefit from its full admission to the European Union and adoption of the Euro as its currency in January 2023, with EU subsidies bolstering infrastructure and social programs. Bulgaria's adoption of the Euro as its currency is anticipated in 2025. Inflation in all 3 countries has returned to mid-single digits as energy prices reduced, however, significant increases in minimum wage levels have added to costs in many areas. The region continues to offer good risk-adjusted returns and the Group remains optimistic about the prospects for the EE portfolio.

Nigeria has experienced a volatile economic environment over the last few years, driven by the calamitous devaluation of the Naira against the US Dollar, spiraling inflation and soaring interest rates. These events have placed pressure on Nigerians' disposable incomes, impacting purchasing power and economic stability, with consequential effects for retailers and businesses generally. While Nigeria is making strides in reforming its economy, the operating environment is challenging and continues to pose risks to the sustained and stable growth the Group is seeking which underscores our strategy to exit the Group's SSA portfolio.

SUBSIDIARIES, JOINT ARRANGEMENTS AND JOINT VENTURES

Details of investments in subsidiaries, joint arrangements and joint ventures are included in notes E4 - *Investments in subsidiaries* and E5 - *Investments in joint arrangements and associates,* of the AFS.

There were no changes to the Group's material subsidiaries, joint arrangements and joint ventures during the year. Intermediate holding companies KH Retail and KH Holdco, both domiciled in the Netherlands, were merged into Balkan Retail.

FINANCIAL RESULTS

Details of the Group and Company's financial performance for the year ended 30 June 2024 are set out in the attached AFS.

The Group's net profit for the year was R755m (2023: R1 486m). The decrease in net profit is attributed to the impairments of the SSA investments. The results of Table Bay Mall have been included from 1 April 2024.

Distributable income for the year decreased to R1 405m from R1 451m in 2023 and distributable income per share decreased from 405.2 cents to 370.4 cents which was better than the guidance provided in March 2024 mainly due to the strong operational performance of the South Africa (SA) and Eastern Europe (EE) portfolios and lower than expected interest costs..

Directors' report

The main factors impacting the distributable income per share are:

- the increase in operating income of the SA and EE portfolios from 2023 by 7% and 21% respectively;
- the increase in interest costs following the expiry of interest rate hedges in July 2023;
- the acquisition of Table Bay Mall;
- the realised foreign exchange losses of R60m by Gruppo; and
- the effect of an additional 20.8m shares (equivalent to 5.79% of the number of shares in issue) issued in November 2023 pursuant to the DRIP offered to shareholders with the 2023 dividend.

DIVIDENDS

On 19 September 2023 the Board declared a dividend of 299.3 cents per share for the year ended 30 June 2023 (the 2023 dividend). Shareholders had the option to reinvest the 2023 dividend (the 2023 DRIP) in return for Hyprop shares, subject to a maximum reinvestment of R500m. The 2023 DRIP was supported by 68.5% of shareholders with R500 million of capital raised.

On 16 September 2024 the Board declared a dividend of 280.0 cents per share for the year ended 30 June 2024 (the 2024 dividend).

DIRECTORATE, DIRECTORS' INTERESTS AND COMPANY SECRETARY

Directorate

Reeza Isaacs was appointed as an independent non-executive director on 2 April 2024.

The directors who served during the 2024 financial year are:

Independent non-executive directors

S Noussis (*Chairman*)
AA Dallamore
L Dotwana
RJD Inskip
MRI Isaacs
Z Jasper
TV Mokgatlha
BS Mzobe

Non-executive director

KM Ellerine

Executive directors

MC Wilken (*CEO*)
BC Till (*CFO*)
AW Nauta (*CIO*)

Directors' interests in contracts

No material contracts in which directors had an interest were entered into during the year.

Company secretary

Fundiswa Nkosi served as the Company Secretary for the 2024 financial year.

The business and postal address of the Company Secretary and the Company's registered office are set out in note S4 - *Administration,* of the AFS.

Directors' interests in shares of the Company

The interests of directors in the shares of the Company at 30 June 2024 were:

Number of shares	2024				2023			
	Direct beneficial	Indirect beneficial	Total	% held[3]	Direct beneficial	Indirect beneficial	Total	% held[3]
Independent non-executive directors								
Reeza Isaacs	13 300	-	**13 300**	**0.0**	-	-	-	-
Non-executive directors								
Kevin Ellerine[1]	-	13 745 320	**13 745 320**	**3.6**	-	3 000 000	3 000 000	0.8
Executive directors[2]								
Morné Wilken	648 408	125 235	**773 643**	**0.2**	419 841	91 447	511 288	0.1
Brett Till	384 916	6 745	**391 661**	**0.1**	248 243	6 215	254 458	0.1
Wilhelm Nauta	316 941	23 166	**340 107**	**0.1**	220 211	12 745	232 956	0.1
Total	**1 363 565**	**13 900 466**	**15 264 031**	**4.0**	**888 295**	**3 110 407**	**3 998 702**	**1.1**

[1] *Exposure in terms of off-market derivative transactions (Long call 6 872 660 shares, short call 6 872 660 shares) at strike prices of R 31.48 and R47.22 respectively.*

[2] *Includes shares awarded under the CUP and LTIP.*

[3] *The % held is relative to the total issued share capital at 30 June*

There have been no changes to the above interests between 30 June 2024 and the date of this report.

CAPITAL STRUCTURE AND BORROWINGS

Share capital

Details of the Company's authorised and issued share capital are set out in note G1 - *Share capital and treasury shares,* of the AFS.

Pursuant to the 2023 DRIP, 20 832 563 new Hyprop shares were issued on 10 November 2023 at R24.00 per share.

There have been no changes to the authorised or issued share capital between 30 June 2024 and the date of this report.

Borrowings

The Company's borrowings are not limited by its Memorandum of Incorporation, however, in terms of the JSE Listings Requirements, a REIT's total consolidated liabilities may not exceed 60% of its consolidated gross asset value, as reflected in its latest published AFS or results. Should the 60% threshold be exceeded, the Company may lose its REIT status.

Details of the Group's borrowings are set out in note H1 - *Borrowings*, of the AFS. At 30 June 2024 the Group had unutilised Revolving credit facilities of R1 975m.

The Group's loan-to-value (LTV) and interest cover ratios are set out in note H4 - *Covenants and capital management,* of the AFS. The Group's LTV ratio was stable at 36.4% (2023: 36.3%) following the acquisition of Table Bay Mall and increase in the SA and EE portfolio investment property valuations. The interest cover ratio remains healthy at 2.5 times, notwithstanding the increase in interest costs for the year. The Company complied with all of its borrowing covenants at 30 June 2024.

Directors' report

TAX STATUS

Hyprop is a REIT (Real Estate Investment Trust) in accordance with the South African Income Tax Act and in terms of the JSE Listings Requirements.

In terms of section 25BB of the Income Tax Act, a dividend paid/payable to Hyprop shareholders is deductible against Hyprop's taxable income. Dividends received by South African shareholders are free of dividend withholding tax.

All subsidiary companies are liable for taxation in accordance with the taxation laws in their jurisdiction of tax residence.

ACQUISITIONS AND DISPOSALS

Acquisition of Table Bay Mall
On 28 March 2024 Hyprop acquired Table Bay Mall located on Cape Town's west coast for a total purchase price of R1.7 billion. The acquisition was financed utilising R500 million of cash and R1.2 billion of new borrowings.

Ikeja City Mall
The classification of Gruppo as an asset held-for-sale dates back to June 2019 when the initial term sheet was signed with Actis (in June 2019) for the sale of the Group's 75% interest in Ikeja City Mall to two funds managed by the Actis Group (the Actis transaction). Despite several extensions of the long-stop date for implementation of the Actis transaction, in June 2024, following the expiry of the FCCPC (the Nigerian Federal Competition and Consumer Protection Commission) approval, the parties terminated their agreement.

Disposal of Gruppo/Hyprop Ikeja and AttAfrica to Lango Real Estate Limited
In June 2024, Hyprop Mauritius (as one of the sellers) concluded a letter of intent with Lango Real Estate Limited (Lango) to dispose of its shares and shareholder claims in Hyprop Ikeja Limited (which holds the Group's 75% interest in Gruppo) and AttAfrica (which holds the Group's interests in 3 Ghanaian shopping centres) (the Lango transaction).
On 7 August 2024 sale and purchase agreements (the SPAs) were signed by the parties to give effect to the Lango transaction, effectively disposing of the Group's SSA investments and investment property portfolio. The Lango transaction remains subject to the fulfilment of certain conditions precedent.

SPECIAL RESOLUTIONS

Special resolutions were passed at the Company's annual general meeting held on 25 November 2023 relating to:

1. a general authority for the Company or any of its subsidiaries to acquire ordinary shares issued by the Company, in terms of sections 46 and 48 of the Companies Act of South Africa;
2. the Company providing direct or indirect financial assistance, as contemplated in section 45 of the Companies Act, to subsidiaries and/or any other company or corporation that is or becomes related or interrelated; and
3. approval of the fees payable by the Company to non-executive directors for their services as directors.

ADMINISTRATION AND MANAGEMENT

Property and asset management in Hyprop's SA operations are internalised. No property or asset management fees were paid to third parties in South Africa during the year.

Ikeja City Mall in Lagos, Nigeria is managed externally by Broll. The asset management for the SSA portfolio is done internally by the Group.

The Croatian properties, City Center one East and City Center one West are managed externally by CC Real, while the rest of the EE portfolio's property management is done internally. All asset management for the EE properties is done internally by the Group.

Directors' report

AUDIT AND RISK COMMITTEE REPORT

The report of the audit and risk committee is set out on pages 3 to 8 of the AFS.

The committee has fulfilled its responsibilities during the year, including having satisfied itself as to the independence of the external auditor and their suitability for reappointment for the ensuing year.

AUDITOR

KPMG Inc., and the designated audit partner Akhin Lalloo, were reappointed as the independent external auditor for the 2024 financial year in accordance with section 90 of the Companies Act of South Africa at the annual general meeting held on 29 November 2023.

GOING CONCERN

The AFS are prepared on the basis of accounting policies applicable to a going concern. This basis takes into account that funds will be available to finance future operations and that the realisation of assets and settlement of liabilities will occur in the ordinary course of business.

Details of the matters considered by the Board in assessing the Company and Group's ability to continue as going concerns are set out in note A4 - *Going concern*, of the AFS.

The Board considers that the Company and the Group have adequate resources to continue operating for the ensuing 12 months and that it is appropriate to adopt the going concern basis in preparing the consolidated and separate AFS.

TRADING STATEMENTS

Hyprop uses dividend per share as the relevant measure of its financial results for trading statement purposes.

APPROVAL OF THE CONSOLIDATED ANNUAL FINANCIAL STATEMENTS

The annual financial statements of Hyprop Investments Limited, as identified in the first paragraph, were approved by the Board of directors on 16 September 2024 and are signed on its behalf by:

S Noussis	**MC Wilken**	**BC Till**
Chairman	Chief Executive Officer	Chief Financial Officer

Johannesburg, 16 September 2024

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Independent Auditor's Report

To the shareholders of Hyprop Investments Limited and its subsidaries

Report on the audit of the consolidated and separate financial statements

Opinion

We have audited the consolidated and separate financial statements of Hyprop Investments Limited and its subsidaries (the Group and Company) set out on pages 21 to 120 which comprise the statements of financial position at 30 June 2024, and the statements of profit or loss and other comprehensive income, statement of changes in equity and 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 Hyprop Investments Limited at 30 June 2024, and its consolidated and separate financial performance and consolidated and separate cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards) ,JSE Listing requirements 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.

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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.

<table>
<tr><td colspan="2">Valuation of investment property - Group and Company

Refer to the key judgements and estimations note A2, Material policy choices A2.1 and Estimates, assumptions and judgements A2.2 and the investment property notes E1 to E1.10 and Assets and liabilities held-for-sale notes E6 to E6.5 to the consolidated and separate financial statements.</td></tr>
<tr><td>Key audit matter</td><td>How the matter was addressed in our audit</td></tr>
<tr><td>The Group's and Company's most significant assets are its investment property portfolio. The portfolio comprises predominantly of retail shopping centers in South Africa, Sub-Saharan Africa and Eastern Europe. The current year investment property was categorised under continuing operations and held for sale.

Investment property is measured at fair value, with changes in fair value recognized in profit or loss. In respect of investment property held for sale the property is measured at the lower of an independent valuation and the anticipated sale price.

The Group and Company used external independent valuers to value the investment properties using the discounted cash flow model. The valuation process involves making significant assumptions and judgements; accordingly, investment property has been classified as level 3 in terms of the fair value hierarchy.

The valuation of the Group's and Company's investment property was determined to be a key audit matter in the current year due to:</td><td>Our response to the key audit matter included performing the following audit procedures:

– Evaluating the professional competence and objectivity of the external independent valuers engaged by the Group and Company to determine the fair value of the properties through inspection of declarations and certifications with relevant professional bodies.

– Obtaining an understanding of the external independent valuation process and methodologies adopted, the significant assumptions used and critical judgements applied in the valuation process through inquiry with management and the external valuers and inspection of the valuation reports.

– Assessing and challenging the assumptions used and information provided to the external independent valuers by management to value the properties by performing the following procedures:</td></tr>
</table>

Valuation of investment property - Group and Company

Refer to the key judgements and estimations note A2, Material policy choices A2.1 and Estimates, assumptions and judgements A2.2 and the investment property notes E1 to E1.10 and Assets and liabilities held-for-sale notes E6 to E6.5 to the consolidated and separate financial statements.

Key audit matter	How the matter was addressed in our audit
– The magnitude of the investment property portfolio held by the Group and Company. – The significant judgements and estimation required in determining the key inputs and assumptions which are estimated the cash flow assumptions, average market rental growth rates, vacancy levels, exit capitalization rates and discount rates used in the valuation process; and – The significant audit effort required to evaluate the methodologies and assumptions applied by management.	• Assessing the reasonability of management's budgeting process by performing a retrospective review, which entails comparing prior year forecasted cashflows against current year actual results and following up and understanding any discrepancies noted. • Assessing the external independent valuers year-on year cash flow assumptions, including average market rental growth rates, vacancy levels, exit capitalization rates and discount rates by comparing it to the current economic outlook and available market information relating to such inputs. – We evaluated a sample of investment properties and engaged our internal corporate finance specialist to assist in assessing the appropriateness of the external valuations performed. The specialist procedures included assessing the appropriateness of the valuation methodologies used by the external independent valuers based on their knowledge of the industry and challenging the inputs used against industry benchmarks. – In respect of investment property held for sale, we evaluated whether the property met the criteria to be held for sale in terms of IFRS 5 and was measured at the lower of the independent valuation and the anticipated sale price by comparing the valuation amount, as evaluated above, against the sales price in the sales agreement.

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<table>
<tr><td colspan="2">Valuation of investment property - Group and Company

Refer to the key judgements and estimations note A2, Material policy choices A2.1 and Estimates, assumptions and judgements A2.2 and the investment property notes E1 to E1.10 and Assets and liabilities held-for-sale notes E6 to E6.5 to the consolidated and separate financial statements.</td></tr>
<tr><td>Key audit matter</td><td>How the matter was addressed in our audit</td></tr>
<tr><td></td><td>– Assessed the adequacy and completeness of the Investment property disclosures in accordance with IAS 40, Investment Property and IFRS 13, Fair Value measurement as well as IFRS 5 non-current assets held for sale.</td></tr>
</table>

Other information

The directors are responsible for the other information. The other information comprises the information included in the document titled "Hyprop Investments Limited and its subsidaries consolidated and separate Financial Statements for the year ended 30 June 2024", which includes the Directors' report, the Report of the audit and risk committee and the declaration from the company secretary as required by the Companies Act of South Africa which we obtained prior to the date of this report, and the 2024 Integrated Annual Report, which is expected to be made available to us after that date. The other information does not include the consolidated and separate financial statements and our auditor's report thereon.

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

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

Responsibilities of the directors for the consolidated and separate financial statements

The directors are responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards) ,JSE Listing requirements and the requirements of the Companies Act of South Africa, and for such internal control as the directors determine is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the group's and company's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group and Company’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the group and/or company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

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

Report on other legal and regulatory requirements

In terms of the IRBA Rule published in Government Gazette Number 39475 dated 4 December 2015, we report that KPMG Inc. has been the auditor of Hyprop Investments Limited and its subsidaries for nine years.

KPMG Inc.

Signed by:
KPMG Inc.
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Per A Lalloo
Chartered Accountant (SA)
Registered Auditor
Director

16 September 2024

Statements of profit or loss

for the year ended 30 June 2024

		Continuing	Discontinued	GROUP	Continuing	Discontinued	GROUP	COMPANY	COMPANY
Rand thousands	Note	2024	2024	2024	2023	2023	2023	2024	2023
Revenue	*D1.2*	**4 484 813**	**251 540**	**4 736 353**	**4 077 577**	**296 363**	**4 373 940**	**2 939 204**	**2 736 775**
Lease revenue		3 395 299	220 203	**3 615 502**	3 033 827	231 301	**3 265 128**	2 008 461	1 865 472
Non-lease revenue		1 089 514	31 337	**1 120 851**	1 043 750	65 062	**1 108 812**	930 743	871 303
Changes in ECLs - trade receivables	*N5.4.6*	(11 945)	(14 581)	**(26 526)**	3 240	13 371	**16 611**	(12 346)	39
Property expenses	*D4.1*	(1 919 857)	(75 925)	**(1 995 782)**	(1 843 714)	(101 316)	**(1 945 030)**	(1 344 088)	(1 295 813)
Net property income		**2 553 011**	**161 034**	**2 714 045**	**2 237 103**	**208 418**	**2 445 521**	**1 582 770**	**1 441 001**
Other operating income	*D2*	8 925	-	**8 925**	13 508	-	**13 508**	2 743	7 411
Other operating expenses	*D4.2*	(171 422)	(343)	**(171 765)**	(152 582)	2 055	**(150 527)**	(125 669)	(113 896)
Net foreign exchange (losses)/ gains	*D5*	(357)	(152 947)	**(153 304)**	6 610	(231 479)	**(224 869)**	556	363
Operating income		**2 390 157**	**7 744**	**2 397 901**	**2 104 639**	**(21 006)**	**2 083 633**	**1 460 400**	**1 334 879**
Net interest	*D6*	(946 075)	(147 236)	**(1 093 311)**	(705 058)	(149 405)	**(854 463)**	(541 400)	(498 703)
Interest income		68 417	2 206	**70 623**	45 240	7 800	**53 040**	104 738	44 256
Interest expense		(1 014 492)	(149 442)	**(1 163 934)**	(750 298)	(157 205)	**(907 503)**	(646 138)	(542 959)
Net operating income		**1 444 082**	**(139 492)**	**1 304 590**	**1 399 581**	**(170 411)**	**1 229 170**	**919 000**	**836 176**
Dividend income	*D3*	-	-	**-**	-	-	**-**	130 680	151 871
Loss from equity accounted investments	*E5.3.1*	-	(78 057)	**(78 057)**	-	(150 694)	**(150 694)**	-	-
Net income before value adjustments		**1 444 082**	**(217 549)**	**1 226 533**	**1 399 581**	**(321 105)**	**1 078 476**	**1 049 680**	**988 047**
Changes in fair value		1 009 807	(785 774)	**224 033**	365 193	124 978	**490 171**	382 321	281 219
Investment property	*E1.4.3*	1 184 603	(775 486)	**409 117**	318 097	116 048	**434 145**	489 335	277 212
Derivatives	*H2.3*	(174 796)	(10 288)	**(185 084)**	47 096	8 930	**56 026**	(107 014)	4 007
Profit on disposal of investment property	*E1.10*	4 951	-	**4 951**	-	-	**-**	4 951	-
Changes in ECLs - loans receivable	*F1.4.2*	(3 804)	-	**(3 804)**	(2 767)	-	**(2 767)**	1 470 573	2 472
(Impairment)/reversal of impairment of investment in subsidiary	*E7.4*	-	-	**-**	-	-	**-**	(2 837 059)	208 149
Impairment of assets held-for-sale and discontinued operations	*E6.5*	-	(441 655)	**(441 655)**	-	-	**-**	(7 015)	-
Derecognition of financial guarantees	*H3.5*	-	-	**-**	-	-	**-**	44 963	-
PDI Transaction - additional purchase consideration	*E7.4*	-	-	**-**	(8 775)	-	**(8 775)**	-	-
Profit before taxation		**2 455 036**	**(1 444 978)**	**1 010 058**	**1 753 232**	**(196 127)**	**1 557 105**	**108 414**	**1 479 887**
Taxation	*D7.3*	(250 131)	(4 600)	**(254 731)**	(69 091)	(2 490)	**(71 581)**	(31 129)	(5 627)
Profit for the year		**2 204 905**	**(1 449 578)**	**755 327**	**1 684 141**	**(198 617)**	**1 485 524**	**77 285**	**1 474 260**
Profit for the year attributable to:									
Shareholders of the Company		2 208 439	(1 188 678)	**1 019 761**	1 678 483	(157 267)	**1 521 216**	77 285	1 474 260
Non-controlling interests		(3 534)	(260 900)	**(264 434)**	5 658	(41 350)	**(35 692)**	-	-
Profit for the year		**2 204 905**	**(1 449 578)**	**755 327**	**1 684 141**	**(198 617)**	**1 485 524**	**77 285**	**1 474 260**
Basic earnings per share (cents)	*B3.3*	594.0	(319.7)	**274.3**	476.5	(44.7)	**431.9**		
Diluted earnings per share (cents)	*B3.3*	592.2	(318.7)	**273.4**	474.8	(44.5)	**430.4**		

Change in presentation - the 2024 and 2023 Group Statements of profit or loss and Statements of other comprehensive income has been re-presented due to a discontinued operation. See note E6 - Assets held-for-sale and discontinued operations.

Statements of other comprehensive income

for the year ended 30 June 2024

	Continuing	Discontinued	GROUP	Continuing	Discontinued	GROUP	COMPANY	COMPANY
Rand thousands	2024	2024	2024	2023	2023	2023	2024	2023
Profit for the year	**2 204 905**	**(1 449 578)**	**755 327**	**1 684 141**	**(198 617)**	**1 485 524**	**77 285**	**1 474 260**
Items that may be reclassified subsequently to profit or loss	**(232 084)**	**(29 758)**	**(261 842)**	**703 807**	**139 587**	**843 394**	**-**	**-**
Exchange differences on translation of foreign operations	(231 326)	(37 676)	**(269 002)**	704 545	157 401	**861 946**	-	-
Exchange differences on translation of foreign operations: non-controlling interest	(758)	7 918	**7 160**	(738)	(17 814)	**(18 552)**	-	-
Total comprehensive income for the year	**1 972 821**	**(1 479 336)**	**493 485**	**2 387 948**	**(59 030)**	**2 328 918**	**77 285**	**1 474 260**
Total comprehensive income/(loss) for the year attributable to:								
Shareholders of the Company	1 977 113	(1 226 354)	**750 759**	2 383 028	134	**2 383 162**	77 285	1 474 260
Non-controlling interests	(4 292)	(252 982)	**(257 274)**	4 920	(59 164)	**(54 244)**	-	-
Total comprehensive income for the year	**1 972 821**	**(1 479 336)**	**493 485**	**2 387 948**	**(59 030)**	**2 328 918**	**77 285**	**1 474 260**

Statements of financial position

at 30 June 2024

		GROUP		COMPANY	
Rand thousands	*Note*	**2024**	**2023**	**2024**	**2023**
ASSETS					
Non-current assets		**37 530 912**	**35 749 056**	**30 309 591**	**29 106 382**
Investment property	*E1.3*	35 915 989	33 446 043	24 595 097	22 272 372
Straight-line rental revenue accrual	*E1.9*	353 002	388 346	270 365	313 834
Property, plant and equipment	*E2.2*	1 059 472	982 745	582 280	438 445
Investments in subsidiaries	*E4.1*	-	-	4 753 455	5 933 771
Investments in joint ventures	*E5.3.1*	-	637 475	-	-
Loans receivable	*F1.2*	130 127	162 532	94 495	136 825
Intangible assets		58	59	-	-
Deferred taxation	*I1.2*	54	1 116	-	-
Derivatives	*H2.2*	72 210	130 740	13 899	11 135
Current assets		**1 106 697**	**1 491 959**	**592 667**	**722 036**
Loans receivable	*F1.2*	31 184	50 189	13 285	-
Taxation	*I2.1*	2 613	23 110	446	-
Trade and other receivables	*F2.2.3*	209 451	214 339	258 271	279 634
Derivatives	*H2.2*	81 152	157 241	21 418	73 558
Cash and cash equivalents	*F3.2*	782 297	1 047 080	299 247	368 844
Assets classified as held-for-sale and discontinued operations	*E6.3.1*	**1 981 268**	**2 629 682**	**-**	**-**
Total assets		**40 618 877**	**39 870 697**	**30 902 258**	**29 828 418**
EQUITY					
Stated capital	*G1.2*	11 431 606	10 904 343	11 470 476	10 970 921
Retained income		2 090 736	1 829 625	1 582 726	1 565 778
Other reserves	*G2.2*	9 371 059	9 965 751	8 333 168	9 349 443
Attributable to shareholders of the Company		**22 893 401**	**22 699 719**	**21 386 370**	**21 886 142**
Non-controlling interests		(389 725)	(130 637)	-	-
Total equity		**22 503 676**	**22 569 082**	**21 386 370**	**21 886 142**
LIABILITIES					
Non-current liabilities		**14 536 917**	**10 878 000**	**8 477 963**	**5 848 542**
Borrowings	*H1.3*	13 280 102	9 738 356	8 248 587	5 654 745
Derivatives	*H2.2*	27 510	14 795	12 708	6 562
Financial guarantees	*H3.4*	7 015	-	8 948	427
Share-based payment liability	*L2.3*	3 856	1 068	-	-
Provisions	*I4.1*	3 350	10 663	-	10 663
Deferred taxation	*I1.2*	1 215 084	1 113 118	207 720	176 145
Current liabilities		**1 984 570**	**4 744 812**	**1 037 925**	**2 093 734**
Borrowings	*H1.3*	936 674	3 894 580	347 982	1 424 965
Derivatives	*H2.2*	16 601	4 434	8 499	649
Financial guarantees	*H3.4*	-	-	283	44 536
Trade and other payables	*I3.1*	815 672	773 682	626 175	581 816
Provisions	*I4.1*	198 078	62 477	54 986	41 688
Taxation	*I2.1*	17 545	9 639	-	80
Liabilities associated with assets classified as held-for-sale and discontinued operations	*E6.3.2*	**1 593 714**	**1 678 803**	**-**	**-**
Total liabilities		**18 115 201**	**17 301 615**	**9 515 888**	**7 942 276**
Total equity and liabilities		**40 618 877**	**39 870 697**	**30 902 258**	**29 828 418**

Statements of changes in equity

for the year ended 30 June 2024

GROUP		Attributable to shareholders of the Company				Non-	
		Stated	Retained	Other		controlling	Total
Rand thousands	*Note*	capital	income	reserves	Subtotal	interests	equity
Balance at 30 June 2022		**10 399 277**	**1 629 595**	**8 785 101**	**20 813 973**	**(43 830)**	**20 770 143**
Total comprehensive income/(loss)		**-**	**1 521 216**	**861 946**	**2 383 162**	**(54 244)**	**2 328 918**
Profit/(loss) for the year		-	1 521 216	-	**1 521 216**	(35 692)	**1 485 524**
Other comprehensive income/(loss) for the year		-	-	861 946	**861 946**	(18 552)	**843 394**
Transactions with shareholders of the Company		**505 066**	**(1 321 186)**	**318 704**	**(497 416)**	**-**	**(497 416)**
Share-based awards vested		2 299	2 196	(4 495)	-	-	-
Share-based awards forfeited		-	-	(10 643)	**(10 643)**	-	**(10 643)**
Transfer of shares - LTIP	*G1.2*	5 726	(1 096)	-	**4 630**	-	**4 630**
Shares issued		497 041	-	-	**497 041**	-	**497 041**
Share-based payment expense		-	-	15 825	**15 825**	-	**15 825**
Dividends declared	*B2*	-	(1 004 269)	-	**(1 004 269)**	-	**(1 004 269)**
Net transfer to non-distributable reserves		-	(318 017)	318 017	-	-	-
Transactions with non-controlling interests		-	-	-	-	(32 563)	**(32 563)**
Balance at 30 June 2023		**10 904 343**	**1 829 625**	**9 965 751**	**22 699 719**	**(130 637)**	**22 569 082**
Total comprehensive income		**-**	**1 019 761**	**(269 002)**	**750 759**	**(257 274)**	**493 485**
Profit/(loss) for the year		-	1 019 761	-	**1 019 761**	(264 434)	**755 327**
Other comprehensive income/(loss) for the year		-	-	(269 002)	**(269 002)**	7 160	**(261 842)**
Transactions with shareholders of the Company		**527 263**	**(758 650)**	**(325 690)**	**(557 077)**	**-**	**(557 077)**
Share-based awards vested	*G1.2*	23 796	(8 679)	(15 117)	-	-	-
Share-based awards forfeited		-	-	(2 160)	**(2 160)**	-	**(2 160)**
Transfer of shares - LTIP	*G1.2*	5 903	(2 373)	-	**3 530**	-	**3 530**
Shares issued		497 564	-	-	**497 564**	-	**497 564**
Share-based payment expense		-	-	17 261	**17 261**	-	**17 261**
Dividends declared	*B2*	-	(1 073 272)	-	**(1 073 272)**	-	**(1 073 272)**
Net transfer to non-distributable reserves		-	325 674	(325 674)	-	-	-
Transactions with non-controlling interests		-	-	-	-	(1 814)	**(1 814)**
Balance at 30 June 2024		**11 431 606**	**2 090 736**	**9 371 059**	**22 893 401**	**(389 725)**	**22 503 676**
Note				*G2.2*			

COMPANY		Stated	Retained	Other	Total
Rand thousands		capital	income	reserves	equity
Balance at 30 June 2022		**10 471 387**	**1 500 718**	**8 945 285**	**20 917 390**
Total comprehensive income		**-**	**1 474 260**	**-**	**1 474 260**
Profit for the year		-	1 474 260	-	1 474 260
Transactions with shareholders of the Company		**499 534**	**(1 409 200)**	**404 158**	**(505 508)**
Share-based awards vested		-	2 748	(4 495)	(1 747)
Share-based awards forfeited		-	-	(10 643)	(10 643)
Shares issued	*G1.2*	499 534	-	-	499 534
Share-based payment expense		-	-	15 825	15 825
Dividends declared	*B2*	-	(1 008 477)	-	(1 008 477)
Net transfer to non-distributable reserves		-	(403 471)	403 471	-
Balance at 30 June 2023		**10 970 921**	**1 565 778**	**9 349 443**	**21 886 142**
Total comprehensive income		**-**	**77 285**	**-**	**77 285**
Profit for the year		-	77 285	-	77 285
Transactions with shareholders of the Company		**499 555**	**(60 337)**	**(1 016 275)**	**(577 057)**
Share-based awards vested		-	(414)	(15 117)	(15 531)
Share-based awards forfeited		-	-	(2 160)	(2 160)
Shares issued	*G1.2*	499 555	-	-	499 555
Share-based payment expense		-	-	17 261	17 261
Dividends declared	*B2*	-	(1 076 182)	-	(1 076 182)
Net transfer to non-distributable reserves		-	1 016 259	(1 016 259)	-
Balance at 30 June 2024		**11 470 476**	**1 582 726**	**8 333 168**	**21 386 370**
Note				*G2.2*	

Statements of cash flows

for the year ended 30 June 2024

		GROUP		COMPANY	
Rand thousands	*Note*	**2024**	**2023**	**2024**	**2023**
Net cash flows from operating activities		**555 945**	**303 553**	**25 806**	**(16 407)**
Cash generated from operations	*J1*	2 775 861	2 437 584	1 620 623	1 469 544
Interest received	*J2.5*	68 606	51 781	103 591	36 568
Interest paid	*J2.4*	(1 140 295)	(881 765)	(622 146)	(513 834)
Taxation paid	*J2.1*	(74 955)	(154 227)	(80)	(208)
Cash flows from operating activities before dividends		**1 629 217**	**1 453 373**	**1 101 988**	**992 070**
Dividends paid	*J2.3*	(1 073 272)	(1 149 820)	(1 076 182)	(1 008 477)
Net cash flows from investing activities		**(2 196 700)**	**(571 393)**	**(1 875 541)**	**(231 643)**
Acquisition of investment property	*E1.4.3*	(1 683 093)	-	(1 683 093)	-
Additions to investment property	*E1.4.3*	(167 521)	(98 190)	(150 332)	(72 816)
Tenant cash incentives	*E1.9*	(29 545)	-	-	-
Additions to property, plant and equipment	*E2.3*	(244 293)	(190 902)	(218 563)	(163 558)
Additions to investment in joint venture	*E5.3.1*	(115 108)	(221 959)	-	-
Amounts paid - PDI Transaction	*J2.6*	-	(58 797)	-	-
Dividends received	*J2.2*	-	-	151 871	-
Loans receivable repaid	*F1.4.1*	48 412	3 805	33 169	15 022
Loans receivable advanced	*F1.4.1*	(5 552)	(5 350)	(8 593)	(10 291)
Net cash flows from financing activities		**1 341 192**	**(332 168)**	**1 780 138**	**186 260**
Borrowings repaid		(4 719 461)	(6 184 198)	(1 424 850)	(2 512 502)
Borrowings raised		5 609 557	5 371 615	2 945 000	2 432 158
Additions to investment in subsidiary[4]	*E4.2*	-	-	(195 925)	(230 730)
Capital reduction - NCI portion[2]		(1 814)	-	-	-
Derivatives purchased	*H2.3*	(44 654)	(16 626)	(43 642)	(2 200)
Shares purchased as treasury shares[3]	*G1.2*	(1 991)	(2 493)	-	-
Shares issued	*G1.2*	499 555	499 534	499 555	499 534
Net (decrease)/increase in cash and cash equivalents		**(299 563)**	**(600 008)**	**(69 597)**	**(61 790)**
Cash and cash equivalents at the beginning of the year		1 047 080	1 387 471	368 844	430 219
Exchange (losses)/gains on cash and cash equivalents		(98 545)	93 151	-	415
Decrease/(increase) in cash classified as held-for-sale[1]		133 325	166 466	-	-
Cash and cash equivalents at the end of the year	*F3.2*	**782 297**	**1 047 080**	**299 247**	**368 844**

[1] See note E6.4 - Summarised statement of cashflows for the impact of cashflows from discontinued operations.

[2] Capital reductions are reflected in the Statement of changes in equity under "Transactions with Non-controlling interests"

[3] Prior year disclosures have been updated to separate shares purchased as Treasury shares from the line "Shares issued"

[4] Prior year disclosures have been updated to present "Additions to investment in subsidiary" under financing activities from investing activities

A. BASIS OF PREPARATION AND CRITICAL JUDGEMENTS

A1 BASIS OF PREPARATION

A1.1 Statement of compliance

Hyprop is incorporated in South Africa and is a listed REIT. The Company's registered office is 2nd floor Cradock Heights, 21 Cradock Avenue, Rosebank, Johannesburg, 2196. The Group owns and manages retail and office investment properties in South Africa, Eastern Europe and Sub-Saharan Africa.

These consolidated and separate financial statements have been prepared in accordance with IFRS® Accounting Standards (IFRS Accounting Standards) as issued by the International Accounting Standards Board (IASB), the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee, Financial Reporting Pronouncements as issued by the Financial Reporting Standards Council, the JSE Listings Requirements (collectively “JSE Listings Requirements”) and the South African Companies Act.

A1.2 Basis of preparation

The consolidated and separate financial statements have been prepared on the historical cost basis, except for the measurement of investment properties, investment property classified as held-for-sale and certain financial instruments, which are recorded at fair value, and incorporate the material accounting policies set out below and in the individual notes to the financial statements.

All accounting policies applied in the preparation of these consolidated and separate financial statements are consistent with those applied in the consolidated and separate financial statements for the year ended 30 June 2023, except as disclosed in note A3.1 - *New and amended IFRS accounting standards that have been adopted in the current year.*

The financial information presented in the consolidated and separate financial statements comprises that of the parent company, Hyprop Investments Ltd, together with its subsidiaries, including the proportionately consolidated results of joint operations and equity accounted results of joint ventures, presented as a single entity.

All values are presented in South African Rand, the functional currency of Hyprop, and are rounded to the nearest thousand Rand, unless indicated otherwise.

A1.3 Basis of consolidation

The consolidated financial statements incorporate the results of the Company and entities controlled and jointly-controlled by the Group. Control is achieved when the Group:

- Has power over the investee
- Is exposed, or has rights, to variable returns from its involvement with the investee
- Has the ability to use its power to affect its returns.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that one or more of the elements listed above have changed during the year.

A joint venture is an arrangement in which the Group has joint control, whereby the Group has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

The consolidated financial statements incorporate the assets, liabilities, income, expenses and cash flows of the Group. The results of subsidiaries acquired or disposed during the year are included in the consolidated financial statements from the date of acquisition or up to the date of disposal, as applicable.

A change in the ownership interest in a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it derecognises the related assets (including goodwill), liabilities, non-controlling interest and other components of equity, with any resultant gain or loss recognised in profit or loss.

All intergroup transactions, unrealised profits and balances between Group entities are eliminated on consolidation.

A1.4 Non-controlling interests

Non-controlling interests are measured as the non-controlling shareholders’ proportionate interest in the identifiable net assets of the relevant entity at the acquisition date, and are adjusted for the non-controlling shareholders' proportion of any subsequent profit or loss at each reporting date.

A. BASIS OF PREPARATION AND CRITICAL JUDGEMENTS

A2 KEY JUDGEMENTS AND ESTIMATES

A2.1 Material policy choices

The following accounting policy elections have been made by the Group (excluding elections applied as transitional arrangements on adoption of new or amended reporting standards):

Item	Option	Policy choice and impact	Note
Investment property	IAS 40: *Investment property* allows a choice between the fair value model and the cost model in recording investment property. The choice is made at a portfolio level.	The Group continues to apply the fair value model for all investment properties.	E1
Investments in subsidiaries, joint operations and joint ventures	In terms of IAS 27: *Consolidated and separate financial statements,* investments in subsidiaries, associates and joint arrangements can be accounted for in the separate financial statements either at: cost; or at fair value in accordance with IFRS 9: *Financial instruments;* or using the equity method as described in IAS 28: *Investments in associates and joint ventures.*	The Company has elected to recognise investments in subsidiaries and associates at cost in the separate financial statements. Joint operations (at both Group and Company levels) are accounted for using the proportionate share method. In addition, joint ventures are accounted for using the equity method in the consolidated financial statements.	E4, E5

A2.2 Estimates, assumptions and judgements

Accounting policies for specific items in the financial statements are included in the relevant note to the financial statements. Assumptions and estimates are an integral part of financial reporting and as such have an impact on the amounts reported for the Group's income, expenses, assets and liabilities. Judgement in these areas is based on historical experience and reasonable expectations relating to future events.

Estimates, assumptions and judgements are applied in the following significant areas:

Item	Nature of judgement or estimation	Note
Investment property valuations	The valuation of investment properties requires judgement in the determination of, inter alia, future cash flows, appropriate discount rates, rental growth rates, vacancy rates and capitalisation rates. The Group's policy is to obtain independent valuations of its investment properties and report investment properties at the lower of the independent value or a directors' valuation based on arms length bona fide commercial offers for specific properties. The key assumptions and estimations used to perform the independent investment property valuations are determined by the independent valuers.	E1
Interests in co-owned assets/joint operations: *Canal Walk and The Glen*	Judgement is required to identify the relevant activities of the co-owned assets to determine whether the assets should be classified as joint operations or joint ventures. Interests in co-owned assets are categorised as interests in joint operations as there is shared control of the co-owned assets.	E5

A. BASIS OF PREPARATION AND CRITICAL JUDGEMENTS

A2 KEY JUDGEMENTS AND ESTIMATES

A2.2 Estimates, assumptions and judgements

Item	Nature of judgement or estimation	Note
Normal and Deferred taxation	The Group is subject to income tax in numerous jurisdictions. Judgement is required in determining tax liabilities as there are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. Management has assessed the Group's tax obligations and the potential tax consequences arising from, inter alia, normal trading activities, interest and dividends paid by Group companies and the acquisition and disposal of assets during the year. The Group recognises liabilities for anticipated tax obligations based on estimates of the taxes that are likely to become due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions. The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. For this purpose, the carrying amount of investment property measured at fair value is presumed to be recovered through sale, and the Group has not rebutted this presumption.	D7, I1, I2
Classification as an Asset held-for-sale: *Gruppo, Hyprop Ikeja* and *AttAfrica*	On 9 November 2020 Hyprop announced that Hyprop Mauritius (as one of the sellers) had concluded an agreement to dispose of its 75% interest in Gruppo (the owner of Ikeja City Mall) to two new property funds managed by the Actis Group (the Ikeja-Actis transaction). A formal sale agreement (the Actis SPA) was signed in November 2020 and was subject to the fulfilment of certain conditions precedent, including the approval of the Nigerian Federal Competition and Consumer Protection Commission (FCCPC) (which was obtained) and certain fundraising requirements by the purchaser. Given the lack of US Dollar liquidity in Nigeria, and subsequent volatility of the Naira/US Dollar exchange rate, fulfilling this condition took longer than anticipated. Despite several extensions of the long-stop date for fulfilment of the conditions precedent and implementation of the Ikeja-Actis transaction, on 14 June 2024 the Actis SPA was terminated. On 17 June 2024, Hyprop Mauritius (as one of the sellers) concluded a letter of intent with Lango Real Estate Limited (the Lango LOI) to dispose of its shares and shareholder claims in Hyprop Ikeja Limited (which holds the Group's 75% interest in Gruppo) and AttAfrica (which holds the Group's interests in 3 Ghanaian shopping centres) (the Lango transaction). On 7 August 2024 sale and purchase agreements (the Lango SPAs) were signed by the parties to the Lango transaction, which, subject to fulfilment of their conditions precedent, are in process of being implemented. It remains Hyprop's intention to exit its Sub-Saharan African investments and the Lango transaction represents significant progress towards achieving this objective. As a result of the conclusion of the Lango LOI and the Lango SPAs, Gruppo continues to be designated as held-for-sale, and Hyprop Ikeja and the investment in AttAfrica have been classified as held-for-sale, at 30 June 2024. Gruppo, Hyprop Ikeja and AttAfrica are reported under the Sub-Saharan Africa segment.	E6

A. BASIS OF PREPARATION AND CRITICAL JUDGEMENTS

A3 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

A3.1 NEW AND AMENDED IFRS ACCOUNTING STANDARDS THAT HAVE BEEN ADOPTED IN THE CURRENT YEAR

IAS 1: Presentation of financial statements (**Amendments regarding Disclosure of accounting policies)** and **IFRS practice statement 2: Making materiality judgements)** *(both effective 1 January 2023)*

The Group has reviewed the materiality of its accounting policies in line with IAS 1 and the Practice Statement 2, with the aim of eradicating/ reducing the disclosure of immaterial accounting policies.

Critical judgements and estimates and other material accounting policies remain in these AFS, however, those judged immaterial or unnecessary have been removed.

IFRIC Agenda Decision: Disclosure of Revenues and Expenses for Reportable Segments (IFRS 8: Operating Segments) *(effective 29 July 2024)*

The Group has reviewed its segmental reporting with the IFRIC Agenda decision in mind, and has added the notes C4 - *Segmental analysis - Revenue* and C5 - *Segmental analysis - Reconciliation of cash generated from operations to distributable income.*

Other new/amended standards

The new/amended standards listed below had no material impact on the Group.

- IAS 12: *Income taxes* amendments related to deferred tax related to assets and liabilities arising from a single transaction (effective 1 January 2023).
- IAS 8: *Accounting policies, changes in accounting estimates and errors* amendments to the definition of accounting estimate (effective 1 January 2023).

A3.2 STANDARDS ISSUED BUT NOT YET EFFECTIVE

At the date of approval of these consolidated and separate financial statements, certain new accounting standards, amendments and interpretations to existing standards have been published but are not yet effective. These have not been early adopted by the Group.

Management anticipates that all of the pronouncements will be adopted in the Group's accounting policies for the first period beginning after the effective date of the pronouncements.

A3.2.1 Material impact

No standards were judged to have a potentially material impact on adoption.

A3.2.2 Immaterial impact

The following standards are not expected to have a material impact upon adoption.

- IFRS 16: *Leases* (Amendments regarding the Lease liability in a sale and leaseback) *(effective 1 January 2024)*
- IAS 1: *Presentation of financial statements* (Amendments regarding Non-current liabilities with covenants) *(effective 1 January 2024).*
- IAS 7: *Statement of Cash Flows* and IFRS 7: *Financial Instruments: Disclosures* (Amendments regarding supplier finance arrangements) *(effective 1 January 2024).*
- IAS 21: *The effects of changes in foreign exchange rates* (Amendments regarding the lack of exchangeability) *(effective 1 January 2025)* .

A3.2.3 Impact yet to be assessed

The following standards have yet to be assessed.

- IFRS 7: *Financial Instruments: Disclosures* and IFRS 9: *Financial Instruments* (Amendments regarding the Classification and measurement requirements for financial instruments, Settlement by electronic payments, and other amendments) (effective 1 January 2026).
- IFRS 18: *Presentation and Disclosure in Financial Statements* (effective 1 January 2027).
- IFRS 19: *Subsidiaries without Public Accountability: Disclosures* (effective 1 January 2027).

A. BASIS OF PREPARATION AND CRITICAL JUDGEMENTS

A4 GOING CONCERN

The Company and Group financial statements are prepared on the basis of accounting policies applicable to a going concern. This basis assumes that funds will be available to finance future operations and that the realisation of assets and settlement of liabilities will occur in the ordinary course of business.

In assessing the Company and Group's ability to continue as going concerns, the Board and the ARC have reviewed the Company and Group's budgets and cashflow forecasts, available cash balances, existing unutilised and available new borrowing facilities and the Group's debt maturity profile.

For the year ended 30 June 2024, the Company recorded a net profit for the year of R77m, and the Group R755m (continuing operations R2 205m) following the impairment of the investments in sub-Saharan Africa to their anticipated sales values less costs to sell in terms of the Lango transaction. The Group's net income before value adjustments for the year was R1 227m (2023: R1 078m) and cash generated by operations was R2 776m (2023: R2 438m). At 30 June 2024 the Group's net asset value was R22.9bn, the Group had cash balances of R803m (including assets held-for-sale) and available undrawn Rand and Euro facilities of R1 780m and €10m respectively, resulting in a strong liquidity.

At 30 June 2024 the Company's current liabilities exceeded its current assets by R445m and the Group's current liabilities exceeded its current assets by R878m (excluding assets and liabilities held-for-sale and discontinued operations) mainly due to borrowings which mature in less than one year (see note H1.3 - *Maturity profile*).

Short term borrowings comprise R348m and €29m (R572m) which are covered by the Group's available Rand and Euro revolving credit facilities, but should be settled through quarterly amortisation payments from cash generated from operations or refinanced closer to their maturity dates. In June 2024, all borrowings in the sub-Saharan Africa portfolio were refinanced until February 2027. These borrowings will be assumed by the buyer of the sub-Saharan Africa investments and the Group released from all guarantees provided to the lenders to the sub-Saharan Africa investments on implementation of the Lango Transaction.

Accordingly, the directors consider that the Company and the Group have adequate resources to continue operating for the ensuing 12 months and that it is appropriate to adopt the going concern basis in preparing the Company and Group financial statements.

Notes to the consolidated and separate financial statements

B. PERFORMANCE ANALYSES

B1 DISTRIBUTABLE INCOME AND DIVIDEND PER SHARE FOR THE YEAR

B1.1 Distributable income per share for the year *(Pro-forma information)*

	GROUP and COMPANY	
Cents per share	**2024**	**2023**
	370.4	**405.2**
Six months ended 31 December	176.1	203.4
Six months ended 30 June	194.3	201.8

B1.2 Dividend per share for the year

Cents per share		
Year ended 30 June - final dividend declared after year end	280.0	299.3

No interim dividend was declared for the 2023 and 2024 financial years.

B2 DIVIDENDS DECLARED DURING THE YEAR

Final dividend declared in respect of the year ended 30 June 2023 (30 June 2022)

	GROUP		COMPANY	
	2024	**2023**	**2024**	**2023**
Cents per share			299.3	293.6
Rand thousands[1]	1 073 272	1 004 269	1 076 182	1 008 477

[1] *This amount is reflected in the statement of changes in equity*

On 19 September 2023 it was announced that the Board had declared a distribution of 299.29970 cents per share for the year ended 30 June 2023. Shareholders were given the option to reinvest the dividend in return for Hyprop shares, subject to a maximum quantum of R500m in aggregate.

Shareholders holding 246 222 433 Hyprop shares (equivalent to 68.5% of the total number of issued Hyprop shares prior to the share reinvestment alternative) elected the share reinvestment alternative, resulting in the issue of 20 832 563 new Hyprop shares, and R500m of cash being retained by Hyprop as new equity. A cash dividend of R1 076m was paid and reinvestments totalling R 500m were received.

Notes to the consolidated and separate financial statements

B. PERFORMANCE ANALYSES

B3 EARNINGS PER SHARE

EPS is measured in accordance with IAS 33: *Earnings per Share* and HEPS is measured in accordance with SAICA Circular 1/2023 - *Headline Earnings.*

B3.1 Earnings reconciliation - basic to headline earnings

		GROUP	
Rand thousands	*Note*	**2024**	**2023**
Profit for the year attributable to shareholders of the Company (Basic earnings)		1 019 761	1 521 216
Headline earnings adjustments		**93 766**	**(133 892)**
Change in fair value of investment property		(341 153)	(325 649)
Non-controlling interests share of change in fair value of investment property		(195 574)	30 219
Impairment of assets held-for-sale and discontinued operations	*E6.5*	441 655	
PDI Transaction - additional purchase consideration	*E7.4.1*	-	8 775
Loss from equity accounted investments	*E5.3.1*	78 057	150 694
Loss on PPE written off		102	2 069
Profit on disposal of investment property		(4 951)	-
Tax effects of above adjustments		115 630	-
Headline earnings		**1 113 527**	**1 387 324**

B3.2 Weighted average number of ordinary shares

Number of shares	2024	2023
Shares in issue at the beginning of the year	359 566 570	343 438 921
Effect of shares issued during the year	13 319 180	10 295 184
Effect of treasury shares held	(1 102 379)	(1 514 361)
Weighted average number of ordinary shares in issue	**371 783 371**	**352 219 744**
Effect of dilutive shares	1 168 241	1 253 125
Diluted weighted average number of ordinary shares in issue	**372 951 612**	**353 472 869**

B3.3 Earnings per share

Cents per share	2024	2023
Basic earnings per share (EPS) *Basic earnings divided by the weighted average number of ordinary shares in issue.*	274.3	431.9
Diluted earnings per share (DEPS) *Basic earnings divided by the diluted weighted average number of ordinary shares in issue.*	273.4	430.4
Headline earnings per share (HEPS) *Headline earnings divided by the weighted average number of ordinary shares in issue.*	299.5	393.9
Diluted headline earnings per share (DHEPS) *Headline earnings divided by the diluted weighted average number of ordinary shares in issue.*	298.6	392.5

B. PERFORMANCE ANALYSES

B4 NET ASSET VALUES - Pro-forma information

B4.1 Net asset value/ Tangible net asset value per share

		GROUP	
Rand thousands	*Note*	**2024**	**2023**
Equity attributable to shareholders of the Company (NAV)		22 893 401	22 699 719
Adjusted for:			
Intangible assets		(58)	(59)
Net deferred taxation liability	*I1.2*	1 215 030	1 112 002
TNAV		**24 108 373**	**23 811 662**

Number of shares			
Number of ordinary shares in issue	*G1.3*	380 399 133	359 566 570
Treasury shares	*G1.3*	(896 964)	(1 482 551)
Net number of ordinary shares in issue		**379 502 169**	**358 084 019**

Rands per share		
NAV	60.32	63.39
TNAV	63.53	66.50

Notes to the consolidated and separate financial statements

C. SEGMENTAL ANALYSIS

C1 OVERVIEW AND DEFINITIONS

The Group’s identification of its segments and the measurement of segment results are based on the Group’s internal management reporting used for day-to-day decision-making and reviewed by the Chief Executive Officer (who is the Group's chief operating decision maker) as well as any material items included in arriving at Profit for the year per the Group's materiality assessment. The segments have been identified according to their location. The primary measures of segment performance are net operating income and distributable income.

The segments are supported by the Group head office, which provides support in the areas of finance, treasury, legal, human resources, governance and compliance, risk management and information technology.

Assets (of any previous segment) that have been classified as held-for-sale according to IFRS 5: *Non-current assets held-for-sale and discontinued operations,* are reported under their geographic segments. There are two investments that are held-for-sale (2023: one property).

The Group comprises the following business segments and sectors:

Business Segment	Description and basis of segmentation	Sector
South Africa	The SA portfolio comprises all South African shopping malls and offices irrespective of size. There are nine properties in this segment (2023: eight). Included in this segment are the combined results of the various support services provided to the Group from South Africa including: Group finance, treasury, asset management and development, human resources, legal and compliance, information technology, investor relations, marketing and facilities management.	SA
Eastern Europe	The EE portfolio comprises retail shopping malls in Bulgaria, Croatia and North Macedonia, held through the Group’s 100% subsidiary Hyprop Europe, as well as the regional finance, treasury and asset management support services for the EE portfolio. There are four properties in this segment (2023: four).	EE
Sub-Saharan Africa	The SSA portfolio comprises interests in four shopping centres in Nigeria and Ghana, held through Hyprop Mauritius, a wholly owned subsidiary, and AttAfrica, a joint venture, and the regional asset management services provided by WAAM. Ikeja City Mall in Nigeria and the investments in Hyprop Ikeja and AttAfrica are included in this segment and are classified as held-for-sale and discontinued operations in 2024 (2023: Only Ikeja City Mall was classified as held-for-sale).	SSA

C. SEGMENTAL ANALYSIS

C2 SEGMENTAL ANALYSIS – PROFIT OR LOSS

2024 *Rand thousands*	**SOUTH AFRICA**	**EASTERN EUROPE**	**SUB-SAHARAN AFRICA**	**GROUP**
Revenue	**2 940 228**	**1 544 585**	**251 540**	**4 736 353**
Lease revenue	2 008 461	1 386 838	220 203	**3 615 502**
Non-lease revenue	931 767	157 747	31 337	**1 120 851**
Changes in ECLs - trade receivables	(12 368)	423	(14 581)	**(26 526)**
Property expenses	(1 350 095)	(569 762)	(75 925)	**(1 995 782)**
Utilities	(869 092)	(225 165)	(42 225)	**(1 136 482)**
Contractual services	(149 839)	(107 209)	(2 292)	**(259 340)**
Salaries and staff-related expenses	(113 927)	(31 999)	(3 672)	**(149 598)**
Depreciation and amortisation	(73 080)	(66 568)	(3 599)	**(143 247)**
Maintenance	(52 789)	(37 808)	(1 977)	**(92 574)**
Management and other costs	(91 368)	(101 013)	(22 160)	**(214 541)**
Net property income	**1 577 765**	**975 246**	**161 034**	**2 714 045**
Other operating income	1 612	-	7 313	**8 925**
Other operating expenses	(125 581)	(37 179)	(9 005)	**(171 765)**
Salaries and staff-related expenses	(91 834)	(28 450)	(5 510)	**(125 794)**
Depreciation and amortisation	(1 654)	(6)	(35)	**(1 695)**
Management and other costs	(32 093)	(8 723)	(3 460)	**(44 276)**
Net foreign exchange (losses)/ gains	(2)	153	(153 455)	**(153 304)**
Operating income	**1 453 794**	**938 220**	**5 887**	**2 397 901**
Net interest	(589 063)	(357 207)	(147 041)	**(1 093 311)**
Interest income	57 414	10 808	2 401	**70 623**
Interest expense	(646 477)	(368 015)	(149 442)	**(1 163 934)**
Net operating income/(loss)	**864 731**	**581 013**	**(141 154)**	**1 304 590**
Loss from equity accounted investments	-	-	(78 057)	**(78 057)**
Net income/(loss) before value adjustments	**864 731**	**581 013**	**(219 211)**	**1 226 533**
Changes in fair value	382 321	627 486	(785 774)	**224 033**
Profit on disposal of investment property	4 951	-	-	**4 951**
Changes in ECLs - loans receivable	(2 036)	(1 768)	-	**(3 804)**
Impairment of assets held-for-sale and discontinued operations	-	-	(441 655)	**(441 655)**
Profit/(loss) before taxation	**1 249 967**	**1 206 731**	**(1 446 640)**	**1 010 058**
Taxation	(32 187)	(213 292)	(9 252)	**(254 731)**
Profit/(loss) for the year	**1 217 780**	**993 439**	**(1 455 892)**	**755 327**

Calculation of distributable income *(Pro-forma information)*

Net income/(loss) before value adjustments	864 731	581 013	(219 211)	**1 226 533**
Adjusted for:	45 947	(76 687)	209 730	**178 990**
Straight-line rental revenue accrual	43 469	17 684	6 811	**67 964**
Tax adjustments	450	(95 267)	(9 247)	**(104 064)**
Loss from equity accounted investments	-	-	78 057	**78 057**
Capital items for distribution purposes	(614)	486	91 794	**91 666**
Non-controlling interests	2 642	410	42 315	**45 367**
Distributable income	**910 678**	**504 326**	**(9 481)**	**1 405 523**
% of Group	**65%**	**36%**	**-1%**	

Notes to the consolidated and separate financial statements

C. SEGMENTAL ANALYSIS

C2 SEGMENTAL ANALYSIS – PROFIT OR LOSS

2023 *Rand thousands*	**SOUTH AFRICA**	**EASTERN EUROPE**	**SUB-SAHARAN AFRICA**	**GROUP**
Revenue	**2 738 924**	**1 338 653**	**296 363**	**4 373 940**
Lease revenue	1 866 626	1 167 201	231 301	**3 265 128**
Non-lease revenue	872 298	171 452	65 062	**1 108 812**
Changes in ECLs - trade receivables	3	3 237	13 371	**16 611**
Property expenses	(1 305 024)	(538 690)	(101 316)	**(1 945 030)**
Utilities	(858 731)	(242 470)	(77 128)	**(1 178 329)**
Contractual services	(139 097)	(88 094)	(4 450)	**(231 641)**
Salaries and staff-related expenses	(116 836)	(28 702)	(6 183)	**(151 721)**
Depreciation and amortisation	(59 621)	(45 860)	(3 285)	**(108 766)**
Maintenance	(47 924)	(35 869)	(3 356)	**(87 149)**
Management and other costs	(82 815)	(97 695)	(6 914)	**(187 424)**
Net property income	**1 433 903**	**803 200**	**208 418**	**2 445 521**
Other operating income	5 962	-	7 546	**13 508**
Other operating expenses	(113 923)	(29 802)	(6 802)	**(150 527)**
Salaries and staff-related expenses	(79 218)	(25 104)	(5 732)	**(110 054)**
Depreciation and amortisation	(1 597)	-	(28)	**(1 625)**
Management and other costs	(33 108)	(4 698)	(1 042)	**(38 848)**
Net foreign exchange (losses)/ gains	385	2 836	(228 090)	**(224 869)**
Operating income	**1 326 327**	**776 234**	**(18 928)**	**2 083 633**
Net interest	(507 165)	(197 896)	(149 402)	**(854 463)**
Interest income	35 853	9 384	7 803	**53 040**
Interest expense	(543 018)	(207 280)	(157 205)	**(907 503)**
Net operating income/(loss)	**819 162**	**578 338**	**(168 330)**	**1 229 170**
Loss from equity accounted investments	-	-	(150 694)	**(150 694)**
Net income/(loss) before value adjustments	**819 162**	**578 338**	**(319 024)**	**1 078 476**
Changes in fair value	281 219	83 974	124 978	**490 171**
Changes in ECLs - loans receivable	(2 767)	-	-	**(2 767)**
PDI Transaction - additional purchase consideration	-	(8 775)	-	**(8 775)**
Profit/(loss) before taxation	**1 097 614**	**653 537**	**(194 046)**	**1 557 105**
Taxation	(5 463)	(64 276)	(1 842)	**(71 581)**
Profit/(loss) for the year	**1 092 151**	**589 261**	**(195 888)**	**1 485 524**

Calculation of distributable income *(Pro-forma information)*				
Net income/(loss) before value adjustments	819 162	578 338	(319 024)	**1 078 476**
Adjusted for:	84 646	(53 153)	340 916	**372 409**
Straight-line rental revenue accrual	82 822	22 386	(4 828)	**100 380**
Tax adjustments	55	(72 836)	(1 865)	**(74 646)**
Loss from equity accounted investments	-	-	150 694	**150 694**
Capital items for distribution purposes	(1 458)	(3 348)	168 101	**163 295**
Non-controlling interests	3 227	645	28 814	**32 686**
Distributable income	**903 808**	**525 185**	**21 892**	**1 450 885**
% of Group	**62%**	**36%**	**2%**	

Notes to the consolidated and separate financial statements

C. SEGMENTAL ANALYSIS

C3 SEGMENTAL ANALYSIS – FINANCIAL POSITION

2024 *Rand thousands*	**SOUTH AFRICA**	**EASTERN EUROPE**	**SUB-SAHARAN AFRICA**	**GROUP**
Assets				
Non-current assets	25 525 117	12 005 752	43	**37 530 912**
Investment property	24 595 098	11 320 891	-	**35 915 989**
Straight-line rental revenue accrual	270 365	82 637	-	**353 002**
Property, plant and equipment	582 377	477 052	43	**1 059 472**
Loans receivable	63 324	66 803	-	**130 127**
Intangible assets	-	58	-	**58**
Deferred taxation	54	-	-	**54**
Derivatives	13 899	58 311	-	**72 210**
Current assets	468 821	628 217	9 659	**1 106 697**
Loans receivable	13 285	17 899	-	**31 184**
Taxation	446	2 153	14	**2 613**
Trade and other receivables	127 780	80 265	1 406	**209 451**
Derivatives	21 418	59 734	-	**81 152**
Cash and cash equivalents	305 892	468 166	8 239	**782 297**
Assets classified as held-for-sale and discontinued operations	-	-	1 981 268	**1 981 268**
Total assets	**25 993 938**	**12 633 969**	**1 990 970**	**40 618 877**
% of Group	**64%**	**31%**	**5%**	
Liabilities				
Non-Current liabilities	7 707 890	6 822 049	6 978	**14 536 917**
Borrowings	7 487 462	5 792 640	-	**13 280 102**
Derivatives	12 708	14 802	-	**27 510**
Financial guarantees	-	-	7 015	**7 015**
Share-based payment liability	-	3 856	-	**3 856**
Provisions	-	3 350	-	**3 350**
Deferred taxation	207 720	1 007 401	(37)	**1 215 084**
Current liabilities	1 042 893	801 260	140 417	**1 984 570**
Borrowings	352 264	571 994	12 416	**936 674**
Derivatives	8 499	8 102	-	**16 601**
Trade and other payables	627 144	186 194	2 334	**815 672**
Provisions	54 986	19 320	123 772	**198 078**
Taxation	-	15 650	1 895	**17 545**
Liabilities associated with assets classified as held-for-sale and discontinued operations	-	-	1 593 714	**1 593 714**
Total liabilities	**8 750 783**	**7 623 309**	**1 741 109**	**18 115 201**
% of Group	**48%**	**42%**	**10%**	
Net asset value/equity	**17 243 155**	**5 010 660**	**249 861**	**22 503 676**
% of Group	**77%**	**22%**	**1%**	

C. SEGMENTAL ANALYSIS

C3 SEGMENTAL ANALYSIS – FINANCIAL POSITION

2023 *Rand thousands*	**SOUTH AFRICA**	**EASTERN EUROPE**	**SUB-SAHARAN AFRICA**	**GROUP**
Assets				
Non-current assets	23 109 743	11 996 642	642 671	**35 749 056**
Investment property	22 272 372	11 173 671	-	**33 446 043**
Straight-line rental revenue accrual	313 834	74 512	-	**388 346**
Property, plant and equipment	438 575	544 092	78	**982 745**
Investments in joint ventures	-	-	637 475	**637 475**
Loans receivable	72 711	89 821	-	**162 532**
Intangible assets	-	59	-	**59**
Deferred taxation	1 116	-	-	**1 116**
Derivatives	11 135	114 487	5 118	**130 740**
Current assets	575 553	876 936	39 470	**1 491 959**
Loans receivable	-	50 189	-	**50 189**
Taxation	-	23 110	-	**23 110**
Trade and other receivables	128 020	84 270	2 049	**214 339**
Derivatives	73 558	65 445	18 238	**157 241**
Cash and cash equivalents	373 975	653 922	19 183	**1 047 080**
Assets classified as held-for-sale	-	-	2 629 682	**2 629 682**
Total assets	**23 685 296**	**12 873 578**	**3 311 823**	**39 870 697**
% of Group	**60%**	**32%**	**8%**	
Liabilities				
Non-Current liabilities	5 087 099	5 790 901	-	**10 878 000**
Borrowings	4 893 770	4 844 586	-	**9 738 356**
Derivatives	6 562	8 233	-	**14 795**
Share-based payment liability	-	1 068	-	**1 068**
Provisions	10 663	-	-	**10 663**
Deferred taxation	176 104	937 014	-	**1 113 118**
Current liabilities	2 051 710	2 679 104	13 998	**4 744 812**
Borrowings	1 426 534	2 455 108	12 938	**3 894 580**
Derivatives	649	3 785	-	**4 434**
Trade and other payables	582 760	189 954	968	**773 682**
Provisions	41 687	20 790	-	**62 477**
Taxation	80	9 467	92	**9 639**
Liabilities associated with assets classified as held-for-sale	-	-	1 678 803	**1 678 803**
Total liabilities	**7 138 809**	**8 470 005**	**1 692 801**	**17 301 615**
% of Group	**41%**	**49%**	**10%**	
Net asset value/equity	**16 546 487**	**4 403 573**	**1 619 022**	**22 569 082**
% of Group	**73%**	**20%**	**7%**	

C. SEGMENTAL ANALYSIS

C4 SEGMENTAL ANALYSIS – REVENUE

2024 *Rand thousands*	SOUTH AFRICA	EASTERN EUROPE	SUB-SAHARAN AFRICA	GROUP
Contractual rental revenue	**1 796 107**	**942 879**	**209 539**	**2 948 525**
Turnover rent	67 793	157 767	-	225 560
Operating cost recoveries	147 950	268 295	17 475	433 720
Marketing and promotions revenue - tenants	40 080	35 581	-	75 661
Rental and other lease revenue	**2 051 930**	**1 404 522**	**227 014**	**3 683 466**
Straight-line rental revenue accrual	(43 469)	(17 684)	(6 811)	(67 964)
Total Lease revenue	**2 008 461**	**1 386 838**	**220 203**	**3 615 502**
Municipal recoveries	730 670	103 829	24 021	858 520
Other recoveries	77 758	30 926	2 221	110 905
Recoveries revenue	**808 428**	**134 755**	**26 242**	**969 425**
Casual parking revenue	89 122	17 305	1 211	107 638
Marketing and promotions revenue	34 217	5 687	3 884	43 788
Total Non-lease revenue	**931 767**	**157 747**	**31 337**	**1 120 851**
Total Revenue	**2 940 228**	**1 544 585**	**251 540**	**4 736 353**

2023				
Gross contractual rental revenue	1 689 611	801 241	196 380	2 687 232
COVID-19 rent relief	15 857	-	-	15 857
Contractual rental revenue	**1 705 468**	**801 241**	**196 380**	**2 703 089**
Turnover rent	58 217	129 682	-	187 899
Operating cost recoveries	147 423	228 755	30 093	406 271
Marketing and promotions revenue - tenants	38 340	29 909	-	68 249
Rental and other lease revenue	**1 949 448**	**1 189 587**	**226 473**	**3 365 508**
Straight-line rental revenue accrual	(82 822)	(22 386)	4 828	(100 380)
Total Lease revenue	**1 866 626**	**1 167 201**	**231 301**	**3 265 128**
Municipal recoveries	654 843	107 307	53 943	816 093
Other recoveries	102 393	45 627	1 581	149 601
Recoveries revenue	**757 236**	**152 934**	**55 524**	**965 694**
Casual parking revenue	83 219	13 431	2 379	99 029
Marketing and promotions revenue	31 843	5 087	7 159	44 089
Total Non-lease revenue	**872 298**	**171 452**	**65 062**	**1 108 812**
Total Revenue	**2 738 924**	**1 338 653**	**296 363**	**4 373 940**

Notes to the consolidated and separate financial statements

C. SEGMENTAL ANALYSIS

C5 SEGMENTAL ANALYSIS – RECONCILIATION OF CASH GENERATED FROM OPERATIONS TO DISTRIBUTABLE INCOME

2024 *Rand thousands*	SOUTH AFRICA	EASTERN EUROPE	SUB-SAHARAN AFRICA	GROUP
Cash generated from operations	**1 615 845**	**1 038 983**	**121 033**	**2 775 861**
Working capital changes	(10 484)	(14 073)	1 233	**(23 324)**
Depreciation	(74 734)	(66 554)	(3 634)	**(144 922)**
Amortisation	-	(20)	-	**(20)**
Changes in ECLs - trade receivables	(12 368)	423	(14 581)	**(26 526)**
Straight-line rental revenue accrual	(43 469)	(17 684)	(6 811)	**(67 964)**
Other non-cash items	(20 996)	(2 369)	442	**(22 923)**
Net foreign exchange (losses)/ gains	-	(486)	(91 795)	**(92 281)**
Operating income	**1 453 794**	**938 220**	**5 887**	**2 397 901**
Net interest	(589 063)	(357 207)	(147 041)	**(1 093 311)**
Loss from equity accounted investments	-	-	(78 057)	**(78 057)**
Net income/(loss) before value adjustments	**864 731**	**581 013**	**(219 211)**	**1 226 533**
Adjusted for:	45 947	(76 687)	209 730	**178 990**
Straight-line rental revenue accrual	43 469	17 684	6 811	**67 964**
Tax adjustments	450	(95 267)	(9 247)	**(104 064)**
Loss from equity accounted investments	-	-	78 057	**78 057**
Capital items for distribution purposes	(614)	486	91 794	**91 666**
Non-controlling interests	2 642	410	42 315	**45 367**
Distributable income	**910 678**	**504 326**	**(9 481)**	**1 405 523**
% of Group	**65%**	**36%**	**-1%**	

2023	SOUTH AFRICA	EASTERN EUROPE	SUB-SAHARAN AFRICA	GROUP
Cash generated from operations	1 465 056	819 242	153 286	**2 437 584**
Working capital changes	22 241	16 870	(19 874)	**19 237**
Depreciation and amortisation	(61 218)	(45 860)	(3 313)	**(110 391)**
Changes in ECLs - trade receivables	3	3 237	13 371	**16 611**
Straight-line rental revenue accrual	(82 822)	(22 386)	4 828	**(100 380)**
Other non-cash items	(17 318)	2 373	875	**(14 070)**
Net foreign exchange (losses)/ gains	385	2 758	(168 101)	**(164 958)**
Operating income	**1 326 327**	**776 234**	**(18 928)**	**2 083 633**
Net interest	(507 165)	(197 896)	(149 402)	(854 463)
Loss from equity accounted investments	-	-	(150 694)	**(150 694)**
Net income/(loss) before value adjustments	**819 162**	**578 338**	**(319 024)**	**1 078 476**
Adjusted for:	84 646	(53 153)	340 916	**372 409**
Straight-line rental revenue accrual	82 822	22 386	(4 828)	**100 380**
Tax adjustments	55	(72 836)	(1 865)	**(74 646)**
Loss from equity accounted investments	-	-	150 694	**150 694**
Capital items for distribution purposes	(1 458)	(3 348)	168 101	**163 295**
Non-controlling interests	3 227	645	28 814	**32 686**
Distributable income	**903 808**	**525 185**	**21 892**	**1 450 885**
% of Group	**62%**	**36%**	**2%**	

D. PROFIT OR LOSS

D1 REVENUE AND MINIMUM LEASE PAYMENTS

D1.1 Revenue accounting policy

Revenue consists of:

Lease revenue – governed by IFRS 16: *Leases*

Lease revenue comprises contractual rental revenue (for retail, office, storage and parking space), contractual operating cost recoveries and contractual contributions towards marketing and promotions. Contractual rental revenue (including tenant parking revenue and contractual fixed operating cost recoveries) is recognised on a straight-line basis over the term of the lease.

Contingent rentals/turnover rentals (variable rentals based on the turnover achieved by a tenant) are included in revenue when the amounts can be reliably measured.

Non-lease revenue – governed by IFRS 15: *Revenue from contracts with customers*

Non-lease revenue comprises revenue from recoveries (primarily of utility costs), marketing, promotions and casual parking which is recognised when the service is rendered. Non-lease revenue represents the transaction price (i.e. the amount of the consideration which the entity expects to receive) for services provided, net of value added tax.

The Group retains primary responsibility for the provision of the services to tenants, and considers itself the principal supplier of such services in this respect. Accordingly, the Group maintains its recording of non-lease revenue on a gross basis.

Non-lease revenue is recognised on an accrual basis in line with the service being provided.

Performance obligations related to non-lease revenue: Recoveries

a)	When the entity typically satisfies its performance obligations	Services are rendered during the month. Revenue is recognised over a period of time (the month in which the service is rendered).
b)	The significant payment terms	Payment from tenants is due on the 1st of each month.
c)	Variability of the consideration payable	Utility recoveries are charged either at a flat rate per unit, or at a variable rate per unit depending on time of use.
d)	The nature of the goods or services that the entity has undertaken/agreed to transfer	Services rendered include the provision of utilities, cleaning, security and marketing services for a calendar month.

Performance obligations related to non-lease revenue: Parking, Marketing and Promotions

a)	When the entity typically satisfies its performance obligations	Services are rendered continuously in a given month. Revenue is recognised (for expediency) at the end of the month in which the service is rendered.
b)	The significant payment terms	Payment from customers is due immediately after parking usage. Payment for marketing and promotions revenue is agreed for each specific event, and may include payment of a deposit with the balance due within 30 days of the event's completion.
c)	Variability of the consideration payable	Parking revenue is charged at a flat rate per space based on the duration of usage. Marketing and promotions revenue is based on standard rates depending on the nature of the services provided (digital advertising, billboards, exhibitions, etc).
d)	The nature of the goods or services that the entity has undertaken/agreed to transfer	Services rendered include the provision of covered and open parking bays, indoor and outdoor advertising and events venues.

Notes to the consolidated and separate financial statements

D. PROFIT OR LOSS

D1 REVENUE AND MINIMUM LEASE PAYMENTS

D1.2 Revenue

		GROUP		COMPANY	
Rand thousands	*Note*	2024	2023	2024	2023
Gross contractual rental revenue		2 948 525	2 687 232	1 796 107	1 689 033
COVID-19 rent relief [1]		-	15 857	-	15 857
Contractual rental revenue		**2 948 525**	**2 703 089**	**1 796 107**	**1 704 890**
Turnover rent		225 560	187 899	67 793	57 641
Operating cost recoveries [2]		433 720	406 271	147 950	147 423
Marketing and promotions revenue - tenants		75 661	68 249	40 080	38 340
Rental and other lease revenue		**3 683 466**	**3 365 508**	**2 051 930**	**1 948 294**
Straight-line rental revenue accrual	*E1.9*	(67 964)	(100 380)	(43 469)	(82 822)
Total Lease revenue		**3 615 502**	**3 265 128**	**2 008 461**	**1 865 472**
Municipal recoveries		858 520	816 093	730 670	655 307
Other recoveries		110 905	149 601	76 734	100 937
Recoveries revenue		**969 425**	**965 694**	**807 404**	**756 244**
Casual parking revenue		107 638	99 029	89 122	83 216
Marketing and promotions revenue		43 788	44 089	34 217	31 843
Total Non-lease revenue		**1 120 851**	**1 108 812**	**930 743**	**871 303**
Total Revenue		**4 736 353**	**4 373 940**	**2 939 204**	**2 736 775**

[1] Rental discounts and deferrals granted to tenants due to COVID-19 lockdowns/restrictions. The recovery in 2023 arose from the proceeds of a Covid-19 related insurance claim and reversal of unutilised provisions for Covid-19 discounts.

[2] Operating cost recoveries comprise mainly fixed contractual amounts recovered from tenants in terms of the lease agreements. These are categorised as "lease revenue" in terms of IFRS 16: Leases.

D1.3 Minimum lease payments receivable

Minimum lease payments receivable comprise contractual rental revenue and contractual operating costs recoverable from tenants in terms of lease agreements.

The minimum lease payments receivable from tenants are classified into the following time periods:

Short term (up to one year)	2 457 307	2 498 329	1 467 125	1 528 537
Medium term (greater than one year and up to five years)	4 768 896	4 939 396	2 587 963	2 732 410
Long term (greater than five years)	1 150 687	1 211 215	828 312	767 625
Total minimum lease payments receivable	**8 376 890**	**8 648 940**	**4 883 400**	**5 028 572**

Minimum lease payment are disclosed on an undiscounted basis and exclude assets held-for-sale and discontinued operations.

The prior year values in the table above have been reduced to exclude the co-owners' portion of the minimum lease payments receivable for Canal Walk and The Glen.

D2 OTHER OPERATING INCOME

Other operating income comprises income earned from services rendered outside of the Group's primary Revenue-generating activities.

Asset management fees	7 896	9 178	2 743	3 081
Other income	1 029	4 330	-	4 330
Other operating income	**8 925**	**13 508**	**2 743**	**7 411**

D3 DIVIDEND INCOME

Dividend income is recognised at fair value when a dividend has been declared (when Hyprop's right to receive the dividend has been established) in accordance with IFRS 9:5.7.1A.

Dividends received from European subsidiaries	-	-	130 680	151 871
Total	**-**	**-**	**130 680**	**151 871**

D. PROFIT OR LOSS

D4 EXPENSES

D4.1 Property expenses

Rand thousands	*Note*	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Utilities		**1 136 482**	**1 178 329**	**869 092**	**858 731**
Back up power		84 288	154 852	57 316	103 554
Power		516 481	506 523	328 838	286 596
Rates, taxes and levies		443 916	429 773	416 006	405 214
Refuse		39 873	34 689	20 770	18 174
Water and waste		47 887	46 811	42 125	39 512
Other utility expenses		4 037	5 681	4 037	5 681
Contractual services		**259 340**	**231 641**	**149 839**	**138 942**
Cleaning		96 793	84 002	50 495	47 071
Infrastructure maintenance		11 422	8 845	7 393	6 602
Landscaping		5 705	5 233	5 201	4 795
Parking management		21 387	19 242	19 808	17 716
Security		92 821	87 248	65 057	60 612
Other contractual services		31 212	27 071	1 885	2 146
Salaries and staff-related expenses		**149 598**	**151 721**	**108 852**	**108 969**
Bonuses		18 997	22 463	14 625	17 159
Recruitment costs and training		2 202	1 651	2 162	1 642
Salaries		125 185	122 656	89 379	85 915
Other staff costs		3 214	4 951	2 686	4 253
Depreciation and amortisation		**143 247**	**108 766**	**73 046**	**58 729**
Depreciation	*E2.3*	143 227	108 766	73 046	58 729
Amortisation		20	-	-	-
Maintenance		**92 574**	**87 149**	**52 789**	**47 924**
Air-conditioning		24 051	21 932	17 632	16 441
Other maintenance		68 523	65 217	35 157	31 483
Management and other costs		**214 541**	**187 424**	**90 470**	**82 518**
Audit fees – external	*D4.3*	4 545	4 727	1 980	1 853
Audit fees – internal		963	1 473	558	473
Computer expenses and licences		8 739	8 631	7 745	7 721
Insurance		34 091	24 822	13 264	11 096
Legal fees		8 074	6 787	3 684	1 942
Marketing		89 711	79 664	45 508	39 304
Professional fees		12 895	13 995	5 836	7 469
Property management costs		29 809	31 473	-	-
Reinstatement of premises		4 561	3 375	3 205	2 703
Other property costs		21 153	12 477	8 690	9 957
Property expenses		**1 995 782**	**1 945 030**	**1 344 088**	**1 295 813**

Notes to the consolidated and separate financial statements

D. PROFIT OR LOSS

D4 EXPENSES

D4.2 Other operating expenses

Rand thousands	*Note*	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Salaries and staff-related expenses		**125 794**	**110 054**	**91 834**	**79 218**
Bonuses		27 958	32 265	22 019	24 996
Recruitment costs and training		2 654	1 899	2 654	1 899
Salaries		70 730	64 085	50 935	46 019
Share-based payment expense	*L2.4*	18 055	6 153	15 100	5 185
Other staff costs		6 397	5 652	1 126	1 119
Depreciation and amortisation		**1 695**	**1 625**	**1 654**	**1 597**
Depreciation	*E2.3*	1 695	1 625	1 654	1 597
Management and other costs		**44 276**	**38 848**	**32 181**	**33 081**
Audit fees – external	*D4.3*	3 287	3 914	2 972	3 642
Audit fees – internal		241	342	241	342
Computer expenses and licences		2 007	2 041	1 951	1 997
Corporate social investment		1 909	2 478	2 546	2 477
Insurance		4 633	3 738	4 611	3 724
Investor relations and related costs		2 233	2 339	2 233	2 339
Legal fees		1 138	862	1 138	191
Non-executive directors' remuneration		6 000	6 442	6 000	6 442
Professional fees		5 412	1 816	1 790	561
Ratings and regulatory fees		3 394	3 612	3 394	3 612
Other		14 022	11 264	5 305	7 754
Other operating expenses		**171 765**	**150 527**	**125 669**	**113 896**

D4.3 Audit fees

Included in property - and other operating expenses in D4.1 and D4.2 are amounts paid to the external auditors of the Group (KPMG Inc. (Johannesburg) and their affiliates worldwide) and the external auditors of subsidiaries (other than KPMG) for services rendered as follows:

	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Group auditors *(KPMG and their affiliates)*	**7 038**	**7 920**	**5 015**	**5 645**
Audit fees	6 874	7 561	4 952	5 495
Professional fees *(other approved services)*	164	359	63	150
Other auditors	**1 097**	**1 547**	**-**	**-**
Audit fees	958	1 080	-	-
Professional fees *(other approved services)*	139	467	-	-
Total	**8 135**	**9 467**	**5 015**	**5 645**

D4.4 Operating expense commitments

Group companies have entered into various service contracts for the cleaning, upkeep and general maintenance of their investment properties.

The minimum payments under these service contracts are classified as follows:

	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Short term (up to one year)	96 733	103 152	17 288	13 647

Minimum payments are disclosed on an undiscounted basis and exclude assets held-for-sale and discontinued operations.

Contracts which can be terminated on one month’s notice have been included for one month only.

Notes to the consolidated and separate financial statements

D. PROFIT OR LOSS

D5 NET FOREIGN EXCHANGE (LOSSES)/ GAINS

	GROUP		COMPANY	
Rand thousands	**2024**	**2023**	**2024**	**2023**
Foreign exchange gains	4 673	7 186	556	565
Foreign exchange losses	(157 977)	(232 055)	-	(202)
Net foreign exchange (losses)/gains	**(153 304)**	**(224 869)**	**556**	**363**
Realised net foreign exchange (losses)/gains	(61 023)	(60 493)	556	(20)
Unrealised net foreign exchange (losses)/gains	(92 281)	(164 376)	-	383
Net foreign exchange (losses)/gains	**(153 304)**	**(224 869)**	**556**	**363**

The realised foreign exchange losses arose mainly on conversion of Naira to US Dollars primarily to settle interest on bank borrowings and differences between the exchange rates used for invoicing US Dollar indexed rentals in Naira and the rates used for payments made by the tenants. Unrealised foreign exchange losses arose mainly on the translation of Naira monetary assets to US Dollars for financial reporting purposes.

D6 INTEREST

Interest income and interest expense are calculated using the effective interest rate method.
Interest income is recognised in profit and loss in accordance with IFRS 9: *Financial instruments.*
Interest expense comprises interest and other costs incurred in connection with borrowings and loans payable and is recognised in accordance with IAS 23: *Borrowing costs.*

	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Interest income	**70 623**	**53 040**	**104 738**	**44 256**
Bank balances and money market funds	57 206	36 657	49 528	28 194
Loans receivable - Related parties	-	203	47 561	9 266
Loans receivable - Other	13 417	16 180	7 649	6 796
Interest expense	**(1 163 934)**	**(907 503)**	**(646 138)**	**(542 959)**
Borrowings	(1 122 049)	(870 887)	(646 138)	(542 959)
Non-controlling shareholder loans	(41 885)	(36 616)	-	-
Net interest	**(1 093 311)**	**(854 463)**	**(541 400)**	**(498 703)**

Notes to the consolidated and separate financial statements

D. PROFIT OR LOSS

D7 TAXATION

Group companies are subject to tax in accordance with the laws of their jurisdictions of incorporation/tax residence.

Hyprop is a REIT in terms of the South African Income Tax Act (the Income Tax Act) and the JSE Listings Requirements. In terms of section 25BB of the Income Tax Act, a qualifying distribution declared to Hyprop shareholders is deductible against Hyprop's taxable income. As a consequence of this deduction, Hyprop's South African taxable income and normal income taxation is usually reduced to nil.

D7.1 Tax rates used

The standard rates of income tax in the jurisdictions in which the Group operates are:

		Income Tax rates		Withholding Tax rates[1]	
Percentages	*Note*	**2024**	**2023**	**2024**	**2023**
South Africa		27	27	n/a	n/a
EE					
Croatia		18	18	n/a	n/a
Bulgaria		10	10	n/a	n/a
North Macedonia		10	10	n/a	n/a
Netherlands		25.8	25.8	n/a	n/a
United Kingdom	*D7.2*	25	25	n/a	n/a
SSA					
Nigeria		30	30	10	10
Mauritius		15	15	n/a	n/a

[1] Certain dividends and interest payments made by Group companies are subject to withholding taxes as indicated. Where standard withholding tax rates are reduced in terms of a double tax agreement, the applicable reduced rate is shown.

D7.2 Change in tax rate - United Kingdom

The UK corporate tax rate was increased from 19% to 25% (effective from 1 April 2023) and was applied prospectively from the effective date.

D7.3 Taxation expense

		GROUP		COMPANY	
Rand thousands	*Note*	**2024**	**2023**	**2024**	**2023**
Normal taxation		**100 694**	**27 211**	**-**	**-**
Current year		97 157	72 115	-	-
Prior years		3 537	(44 904)	-	-
Withholding taxes		3 815	3 362	-	-
Carbon taxation		(446)	80	(446)	80
Deferred taxation	*I1.4*	**150 668**	**40 928**	**31 575**	**5 547**
Current year		153 355	31 129	31 575	5 547
Prior years		(2 687)	-	-	-
Assessed loss utilised		-	9 799	-	-
Total taxation expense		**254 731**	**71 581**	**31 129**	**5 627**

Notes to the consolidated and separate financial statements

D. PROFIT OR LOSS

D7 TAXATION

D7.4 Reconciliation of taxation expense

		GROUP		COMPANY	
Rand thousands	*Note*	2024	2023	2024	2023
Profit before tax		**1 010 058**	**1 557 105**	**108 414**	**1 479 887**
Notional taxation at standard income tax rate in each jurisdiction		66 377	299 180	29 272	399 569
Adjusted for:		**188 354**	**(227 599)**	**1 857**	**(393 942)**
REIT qualifying distribution		(251 883)	(277 835)	(251 883)	(277 835)
Permanent differences	*D7.5*	317 623	7 329	254 169	(116 187)
Normal taxation - prior year		3 537	(44 904)	-	-
Deferred taxation - prior year		(2 687)	-	-	-
Deferred taxation - Assessed loss utilised		-	9 799	-	-
Deferred tax asset not recognised	*D7.6*	91 415	42 430	-	-
Carbon tax		(446)	80	(446)	80
Taxation relating to CFC income		2 941	1 157	17	-
Taxable portion of foreign dividends		26 136	30 374	-	-
Withholding taxes		3 815	3 362	-	-
Currency translation differences		(2 097)	609	-	-
Total taxation expense		**254 731**	**71 581**	**31 129**	**5 627**
Effective tax rate		25.2%	4.6%	28.7%	0.4%

D7.5 Permanent differences

Changes in fair value: Investment property	100 525	(109 662)	(132 120)	(74 847)
Changes in fair value: Derivatives	29 692	(6 184)	28 894	(1 082)
Foreign exchange (gains) / losses	27 417	52 851	(220)	1 397
Derecognition of financial guarantees	-	-	(12 140)	-
Straight-line rental revenue accrual	13 679	23 958	11 737	22 362
Profit on disposal of investment property	(1 337)	-	(1 337)	-
Non-taxable dividend income	-	-	(9 148)	(10 631)
Changes in ECLs - loan receivable	549	747	(397 055)	(667)
Impairment of investment in subsidiary	-	-	766 006	(56 200)
Impairment of investment in joint ventures	119 247	-	1 894	-
PDI transaction - additional purchase consideration	-	1 419	-	-
Loss from equity accounted investments	21 075	40 687	-	-
Other	6 776	3 513	(2 342)	3 481
Total	**317 623**	**7 329**	**254 169**	**(116 187)**

D7.6 Deferred tax asset not recognised

Due to uncertainty that taxable profit will be available in future against which current deductible temporary differences may be utilised.

Assessed losses not recognised - EE	38 368	18 742	-	-
Assessed losses not recognised - SA	2 528	3 329	-	-
Assessed losses not recognised - SSA	50 519	20 359	-	-
Total	**91 415**	**42 430**	**-**	**-**

E. PROPERTY INVESTMENTS AND RELATED ITEMS

E1 INVESTMENT PROPERTY

E1.1 Investment property accounting policy

Investment properties are properties held to earn rental revenue and/or for capital appreciation.
Income from investment property is recognised as revenue as set out in note D1 - *Revenue and minimum lease payments.*

Investment property is initially recognised at cost. Cost includes initial transaction costs, costs incurred subsequently to extend or refurbish investment property and the cost of any development rights.

Investment property is subsequently measured at fair value.

Gains or losses arising from changes in fair value, after deducting the straight-line rental revenue accrual, are included in net profit or loss (in the line Changes in fair value - investment property) for the period in which they arise. These gains or losses are transferred to non-distributable reserves in the statement of changes in equity.

The gain or loss arising on the disposal/derecognition of investment properties is calculated as the difference between the net disposal proceeds and the carrying amount of the investment property. Realised gains or losses are recognised in profit or loss for the year and transferred to/from non-distributable reserves in the statement of changes in equity.

E1.2 INVESTMENT PROPERTY VALUATION

Valuations

The Group's policy is to obtain independent valuations of the investment properties and report investment properties at the lower of that value, or a directors' valuation based on arms-length bona fide commercial offers with respect to properties classified as held-for-sale. Investment properties are independently valued every six months.

Properties held-for-sale are measured at the anticipated sales proceeds less costs to sell see note E6.2.1 - *Held-for-sale status.*
Investment property fair value measurements are categorised as level 3 (refer to note M1.2 - *Measurement* for the definition of level 3).

The valuation methods applied by the independent valuers are the same as those applied in the prior year.

Methodology

Details of the valuation methodologies used to value investment property, as well as the significant unobservable inputs used, are set out in the table below:

Type	Valuation Methodology	Unobservable inputs	Inter-relationship between unobservable inputs and fair value measurement
Investment properties	Discounted cash flow: The valuation models calculate the present value of the future net cash flows expected to be generated by each investment property. The cash flow projections include specific estimates for five years (for SA and SSA) and ten years (for EE). The expected net cash flows are discounted using a risk adjusted discount rate as well as a risk adjusted capitalisation rate.	• Estimated cashflows at the end of the current leases • Vacancy levels • Discount rate • Exit capitalisation rate • Average market rental growth rate	The estimated fair value increases if: • Estimated rentals increase • Vacancy levels decline • Discount rates (market yields) decline • Exit capitalisation rates decline, or • Average market rental growth rates increases (and vice versa).
Investment properties – held-for-sale and discontinued operations	***Discounted cash flow*** *:* Investment property held-for-sale is measured at fair value which, in instances where the property is already sold or is the subject of a binding sale agreement, but not yet transferred, is based on the independent valuation (discounted cashflows) or anticipated sale price net of costs to sell in terms of IFRS 5: *Non-current assets held for sale and discontinued operations.*	• Estimated cashflows at the end of the current leases • Vacancy levels • Discount rate • Exit capitalisation rate • Average market rental growth rate	The estimated fair value increases if: • Estimated rentals increase • Vacancy levels decline • Discount rates (market yields) decline • Exit capitalisation rates decline, or • Average market rental growth rates increase (and vice versa).

E. PROPERTY INVESTMENTS AND RELATED ITEMS

E1 INVESTMENT PROPERTY

E1.2 INVESTMENT PROPERTY VALUATION

Valuers

Valuations of the South African investment properties were performed by valuers registered in terms of section 19 of the Property Valuers Professional Act 47 of 2000. Valuations of the non-South African properties were performed by valuers who are members of the Royal Institute of Chartered Surveyors (RICS), as detailed below:

Company and lead valuer(s)	Qualification	Properties valued
Viking Valuation Trevor King Managing director	BSc Hons (Building Science, UCT), Dip Surveying (UK, Reading University), Professional Registered Valuer and member of SA Council for the Property Valuers Profession, Chartered Valuation Surveyor and Associate Member of the Royal Institute of Chartered Surveyors (MRICS).	Canal Walk and Somerset Mall (Cape Town, South Africa), Woodlands Boulevard (Pretoria, South Africa) (Retail and office)
De Leeuw Group Pieter Venter and Gemma Moore Directors	MRICS Senior Valuers, Registered RICS Valuers, Registered as Professional Valuers with the South African Council for Property Valuers Profession (SACPVP) in terms of section 20(2) a of the Property Valuers Profession Act, 2000.	Clearwater Mall, Hyde Park Corner, Rosebank Mall, Cradock Heights and 17 Baker Street *(Johannesburg, South Africa)* *(Retail and offices)*
Broll Valuation and Advisory Services Shawn Crous Director: Valuations	MRICS Senior Valuer, Chartered Valuation Surveyor, Registered RICS Valuer, Member of the South African Institute of Valuers (SAIV) and registered as a Professional Valuer with the South African Council for Property Valuers Profession (SACPVP) in terms of section 20(2) a of the Property Valuers Profession Act, 2000.	The Glen (Johannesburg, South Africa), CapeGate and Table Bay Mall (Cape Town, South Africa) (Retail)
CBRE Nebojša Nešovanović Senior Director, Head of Valuation Department SEE	Bachelor's and Master's degree from University of Belgrade respectively in Engineering and Transportation engineering. Member of the Royal Institute of Chartered Surveyors (MRICS).	The Mall *(Sofia, Bulgaria),* City Center one East *(Zagreb, Croatia) (Retail)*
Cushman and Wakefield Nenad Suzic Regional Director	MSc in Property Investment and Finance, Heriot-Watt University Edinburgh, BSc in Finance, Banking and Insurance, Belgrade University Faculty of Economics, Member of the Royal Institute of Chartered Surveyors (MRICS)	Skopje City Mall *(Skopje, North Macedonia),* City Center one West *(Zagreb, Croatia) (Retail)*
Mills Fitchet Thomas Bate Partner/member	BSc (Urban Land Economics) University of Westminster London, MSc (Reading University UK), Chartered Valuation Surveyor (RICS).	Ikeja City Mall *(Lagos, Nigeria)* *(Retail)*

Notes to the consolidated and separate financial statements

E. PROPERTY INVESTMENTS AND RELATED ITEMS

E1 INVESTMENT PROPERTY

E1.3 Net carrying value

E1.3.1 SA and EE

Rand thousands	*Note*	GROUP 2024	2023	COMPANY 2024	2023
Historical cost		24 722 517	23 446 928	14 097 915	12 264 526
Accumulated fair value movements		11 193 472	9 999 115	10 497 182	10 007 846
Total		**35 915 989**	**33 446 043**	**24 595 097**	**22 272 372**

E1.3.2 Assets held-for-sale

Historical cost		2 597 986	2 664 412	-	-
Accumulated fair value movements		(1 068 619)	(271 274)	-	-
Total	*E6.3*	**1 529 367**	**2 393 138**	**-**	**-**
Total investment property		**37 445 356**	**35 839 181**	**24 595 097**	**22 272 372**

E1.4 Reconciliations

E1.4.1 SA and EE

Investment property at the beginning of the year		33 446 043	31 143 460	22 272 372	21 924 452
Acquisitions		1 683 093	-	1 683 093	-
Capital expenditure		166 030	95 817	150 332	72 816
Scrapped/written off assets		(39)	(3 277)	-	(1 553)
Currency translation difference		(564 972)	1 929 271	-	-
Net change in fair value[1]		1 184 603	318 097	489 335	277 212
Change in fair value		1 123 450	212 889	445 866	194 390
Straight-line rental revenue accrual		61 153	105 208	43 469	82 822
Reclassification from/ (to) PPE		1 231	(37 325)	(35)	(555)
Total		**35 915 989**	**33 446 043**	**24 595 097**	**22 272 372**

E1.4.2 Assets held-for-sale

Investment property at the beginning of the year		2 393 138	1 953 458	-	-
Capital expenditure		1 491	2 373	-	-
Currency translation difference		(89 776)	321 259	-	-
Net change in fair value[1]		(775 486)	116 048	-	-
Change in fair value		(782 297)	120 876	-	-
Straight-line rental revenue accrual		6 811	(4 828)	-	-
Total	*E6.3*	**1 529 367**	**2 393 138**	**-**	**-**

E1.4.3 Total investment property

Investment property at the beginning of the year		35 839 181	33 096 918	22 272 372	21 924 452
Acquisitions		1 683 093	-	1 683 093	-
Capital expenditure		167 521	98 190	150 332	72 816
Disposed/scrapped/written off assets		(39)	(3 277)	-	(1 553)
Currency translation difference		(654 748)	2 250 530	-	-
Net change in fair value[1]		409 117	434 145	489 335	277 212
Change in fair value		341 153	333 765	445 866	194 390
Straight-line rental revenue accrual		67 964	100 380	43 469	82 822
Reclassification from/ (to) PPE		1 231	(37 325)	(35)	(555)
Total investment property		**37 445 356**	**35 839 181**	**24 595 097**	**22 272 372**

[1] *The net change in fair value in the current and prior years is unrealised and is recorded in the Statement of profit or loss on the line "Changes in fair value: Investment property".*

E. PROPERTY INVESTMENTS AND RELATED ITEMS

E1 INVESTMENT PROPERTY

E1.5 Reconciliation to independent valuation - SA and EE

		GROUP		COMPANY	
Rand thousands	*Note*	**2024**	**2023**	**2024**	**2023**
Net carrying value of investment property[2]		35 915 989	33 446 043	24 595 097	22 272 372
Straight-line rental revenue accrual	*E1.9*	353 002	388 346	270 365	313 834
Property, plant and equipment	*E2.3*	1 059 472	982 745	582 280	438 445
Fair value relating to owner occupied building		11 034	14 719	11 034	14 719
Centre management assets		(7 244)	(7 269)	(7 244)	(7 269)
Independent valuation[2]		**37 332 253**	**34 824 584**	**25 451 532**	**23 032 101**

[2] *Excludes property held-for-sale, refer to note E6 - Assets and liabilities held-for-sale and discontinued operations.*

Refer to note C – *Segmental analysis,* for a breakdown of investment property, revenue and expenses by segment.
Refer to note O5 - *Properties list* for a list of the consolidated properties

E1.6 Valuation assumptions

The property valuations, including the discount and capitalisation rates used in the property valuations, are dependent on a number of factors such as location, accessibility, layout and tenant mix, visitor communication, tenant performance, potential for improvement in passing rent in the future, lease covenants and unexpired lease period, operating cost recovery ratio's and the risks inherent in the property.
These factors are assessed for each individual property based on its specific circumstances by the independent property valuers.

The key assumptions used by the valuers in determining the fair values of the investment properties are in the following ranges:

SA	GROUP		COMPANY	
Percentages	**2024**	**2023**	**2024**	**2023**
Exit cap rates	6.8 to 10	6.8 to 9.3	6.8 to 10	6.8 to 9.3
Weighted average exit cap rates	7.7	7.5	7.7	7.5
Discount rates	12 to 14	12 to 13.8	12 to 14	12 to 13.8
Weighted average discount rate	12.2	12.2	12.2	12.2
Retail vacancy levels	0.0 to 4	0.0 to 3	0.0 to 4	0.0 to 3
Average market rental growth rate	5.1	4.8	5.1	4.8

The valuers have considered the specific circumstances of the individual properties, their historic and projected financial performance, changes in the factors noted above and key performance indicators of the properties in performing their valuations.

Improvements in forecast rental income based on the current positive rent reversions, operating cost efficiencies due to solar and other energy projects and reduction in vacancy rates, particularly for offices, contributed to the increase in the valuations.

The overall weighted average discount rate for the SA portfolio remained the same as 2023. The discount rates used in the valuations of two of the SA properties increased by 0.25% based on assessments by the newly appointed valuers of these properties, The discount rates for two office buildings reduced between 0.25% - 0.5%.

Exit capitalisation rates were unchanged from 2023 for all but three of the properties, where the exit capitalisation rates increased between 0.25% and 1.5% for similar reasons. The implied yield on the portfolio is 7.3% (2023: 7.3%).

E. PROPERTY INVESTMENTS AND RELATED ITEMS

E1 INVESTMENT PROPERTY

E1.6 Valuation assumptions

EE	GROUP		COMPANY	
Percentages	**2024**	**2023**	**2024**	**2023**
Exit cap rates	7.75 to 8.5	7.4 to 9.7	n/a	n/a
Weighted average exit cap rates	7.9	7.8	n/a	n/a
Discount rates	9.5 to 11.5	9.3 to 11.3	n/a	n/a
Weighted average discount rate	10.1	9.6	n/a	n/a
Retail vacancy levels	0 to 1.5	0 to 1.5	n/a	n/a
Average market rental growth rate	1.5 to 2.1	1.7 to 2	n/a	n/a

Cushman and Wakefield were appointed as the independent valuer of Skopje City Mall and City Center one West in December 2023. CBRE valued The Mall, Sofia and City Center one East.
The increase in value of the portfolio follows the strong financial performance in 2024 and improvements in forecast net property income off this base.

The discount rates used in the valuations were increased by 0.25% for 3 properties due to the ongoing high interest rates, and inflationary pressure on wages and costs in general.

Exit capitalisation rates used for 3 of the properties were increased by 0.35%, while Skopje City Mall's capitalisation rate was reduced by 1.15% and reflects the valuer’s opinion of the quality and resilience of SCM. The implied yield on the portfolio is 8.3% (2023: 8.6%).

E1.7 Valuation sensitivity

The valuations of the investment properties are sensitive to changes in the unobservable inputs used in the valuations. Changes to one unobservable input, while holding the other inputs constant, would have the following effects on the change in fair value of investment property in the statement of profit or loss.

	% change	GROUP		COMPANY	
Rand thousands	***both years***	**2024**	**2023**	**2024**	**2023**
SA					
Increase in exit cap rates	0.25	(560 991)	(527 671)	(560 991)	(527 671)
Decrease in exit cap rates	0.25	599 230	564 542	599 230	564 542
Increase in discount rates	0.25	(240 396)	(218 099)	(240 396)	(218 099)
Decrease in discount rates	0.25	244 006	220 897	244 006	220 897
Increase in Retail vacancy levels	0.25	(57 519)	(46 517)	(57 519)	(46 517)
Decrease in Retail vacancy levels	0.25	57 933	47 940	57 933	47 940
Increase in average market rental growth rates	0.25	159 337	193 485	159 337	193 485
Decrease in average market rental growth rates	0.25	(157 715)	(191 922)	(157 715)	(191 922)
EE					
Increase in exit cap rates	0.25	(219 378)	(168 256)	n/a	n/a
Decrease in exit cap rates	0.25	231 992	180 567	n/a	n/a
Increase in discount rates	0.25	(129 398)	(184 671)	n/a	n/a
Decrease in discount rates	0.25	131 431	188 775	n/a	n/a
Increase in Retail vacancy levels	0.25	(23 983)	(16 415)	n/a	n/a
Increase in average market rental growth rates	1.0	136 468	227 761	n/a	n/a
Decrease in average market rental growth rates	1.0	(136 011)	(223 657)	n/a	n/a

Notes to the consolidated and separate financial statements

E. PROPERTY INVESTMENTS AND RELATED ITEMS

E1 INVESTMENT PROPERTY

E1.8 Mortgaged properties

First mortgage bonds have been registered over South African, European and Nigerian investment property as security for secured interest-bearing borrowings and for guarantees provided by Hyprop for certain of the interest bearing borrowings in the EE portfolio.

In the case of Standard Bank, Rand Merchant Bank and Nedbank, South African properties are mortgaged to secure a pool of borrowings. For further disclosure on the Group's borrowing covenants see note H4.1 - *External restrictions.*

		GROUP		COMPANY	
Rand thousands	*Note*	**2024**	**2023**	**2024**	**2023**
Fair value of investment property		**38 880 319**	**37 246 935**	**25 451 532**	**23 032 110**
Less Fair value of investment property mortgaged as security[1]		(33 307 627)	(32 102 235)	(19 878 840)	(17 887 410)
Fair value of unencumbered investment property		**5 572 692**	**5 144 700**	**5 572 692**	**5 144 700**

[1] **2024**

The fair value of investment property mortgaged as security comprises Canal Walk (80%), The Glen (75.16%), CapeGate, Hyde Park Corner, Woodlands Boulevard, Clearwater Mall, Rosebank Mall, Skopje City Mall, The Mall, Sofia, City Center one East, City Center one West and Ikeja City Mall (held-for-sale and discontinued operations).

2023

The fair value of investment property mortgaged as security comprises Canal Walk (80%), The Glen (75.16%), CapeGate, Woodlands Boulevard, Clearwater Mall, Rosebank Mall, Skopje City Mall, The Mall, Sofia, City Center one East, City Center one West and Ikeja City Mall (held-for-sale).

E1.9 Straight-line rental revenue accrual

	Group 2024	Group 2023	Company 2024	Company 2023
Balance at the beginning of the year	388 346	476 777	313 834	396 656
Currency translation difference	(3 736)	17 909	-	-
Tenant cash incentives	29 545	-	-	-
Reversal of straight-line rental revenue accrual	(67 964)	(100 380)	(43 469)	(82 822)
Reallocated from/(to) assets held-for-sale and discontinued operations	6 811	(5 960)	-	-
Balance at the end of the year	**353 002**	**388 346**	**270 365**	**313 834**

E1.10 Profit on disposal of investment property

	Group 2024	Group 2023	Company 2024	Company 2023
Atterbury Value Mart	4 951	-	4 951	-

When Atterbury Value Mart was sold an amount of R5m was provided for a rental guarantee given to the buyer. The rental guarantee period expired during the 2024 financial year and the guarantee was never called/due/paid. The provision was derecognised in the 2024 financial year in the SOCI on the line "profit on disposal of investment property".

Notes to the consolidated and separate financial statements

E. PROPERTY INVESTMENTS AND RELATED ITEMS

E2 PROPERTY, PLANT AND EQUIPMENT

E2.1 PPE accounting policy

Property, plant and equipment is carried at cost less accumulated depreciation and any accumulated impairment losses. Depreciation is provided on all property, plant and equipment to write down the cost to the estimated residual value, in equal monthly instalments over the estimated useful lives of the assets, at the following rates in the current and prior years:

Building appurtenances (BA):	3 to 20 years
Tenant installations (TI):	period of the lease
Owner occupied building (OOB):	20 years

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if necessary. There were no adjustments to the above rates in the current and prior years.

E2.2 Net carrying value

	GROUP		COMPANY	
Rand thousands	**2024**	**2023**	**2024**	**2023**
Cost				
Building appurtenances	1 652 622	1 536 010	768 302	617 583
Tenant installations	555 668	496 792	235 909	168 258
Owner occupied building	17 845	17 810	17 845	17 810
Total cost	**2 226 135**	**2 050 612**	**1 022 056**	**803 651**
Accumulated depreciation				
Building appurtenances	(783 883)	(710 667)	(312 207)	(261 533)
Tenant installations	(378 471)	(353 780)	(123 260)	(100 254)
Owner occupied building	(4 309)	(3 420)	(4 309)	(3 419)
Total accumulated depreciation	**(1 166 663)**	**(1 067 867)**	**(439 776)**	**(365 206)**
Net carrying value				
Building appurtenances	868 739	825 343	456 095	356 050
Tenant installations	177 197	143 012	112 649	68 004
Owner occupied building	13 536	14 390	13 536	14 391
Total net carrying value	**1 059 472**	**982 745**	**582 280**	**438 445**

E2.3 Movement reconciliation - net carrying value

GROUP

Rand thousands	*Note*	Building appurtenances	Tenant installations	Owner occupied building	Total
Balance at 30 June 2022		**634 123**	**129 398**	**14 698**	**778 219**
Capital expenditure		156 932	33 970	-	**190 902**
Currency translation difference		78 493	12 458	-	**90 951**
Assets written off		(2 299)	-	-	**(2 299)**
Reclassified from investment properties		39 817	308	555	**40 680**
Classified as held-for-sale		(5 317)	-	-	**(5 317)**
Depreciation		(76 406)	(33 122)	(863)	**(110 391)**
Balance at 30 June 2023		**825 343**	**143 012**	**14 390**	**982 745**
Capital expenditure		166 904	77 389	-	**244 293**
Currency translation difference		(22 030)	(3 015)	-	**(25 045)**
Assets written off		(63)	-	-	**(63)**
Reclassified (to)/ from investment properties / intangible assets		(1 266)	-	35	**(1 231)**
Classified as held-for-sale and discontinued operations		3 695	-	-	**3 695**
Depreciation	*D4.1/D4.2*	(103 844)	(40 189)	(889)	**(144 922)**
Balance at 30 June 2024		**868 739**	**177 197**	**13 536**	**1 059 472**

Notes to the consolidated and separate financial statements

E. PROPERTY INVESTMENTS AND RELATED ITEMS

E2 PROPERTY, PLANT AND EQUIPMENT

E2.3 Movement reconciliation - net carrying value

COMPANY

Rand thousands	*Note*	Building appurtenances	Tenant installations	Owner occupied building	Total
Balance at 30 June 2022		**257 662**	**62 296**	**14 699**	**334 657**
Capital expenditure		139 525	24 034	-	**163 559**
Reclassified from investment properties		-	-	555	**555**
Depreciation		(41 137)	(18 326)	(863)	**(60 326)**
Balance at 30 June 2023		**356 050**	**68 004**	**14 391**	**438 445**
Capital expenditure		150 913	67 650	-	**218 563**
Assets written off		(63)	-		**(63)**
Reclassified from investment properties		-	-	35	**35**
Depreciation	*D4.1/D4.2*	(50 805)	(23 005)	(890)	**(74 700)**
Balance at 30 June 2024		**456 095**	**112 649**	**13 536**	**582 280**

E3 CAPITAL COMMITMENTS

Details of approved capital expenditure for the year ended 30 June 2025 (30 June 2024) are set out below.

	GROUP		COMPANY	
Rand thousands	**2024**	**2023**	**2024**	**2023**
Approved and committed	219 054	142 441	202 695	137 907
Approved but not yet committed	356 348	372 275	347 305	362 093
Total capital commitments[1]	**575 402**	**514 716**	**550 000**	**500 000**

[1] *These balances do not include the co-owners' portions of capital expenditure for Canal Walk and The Glen.*

Capital commitments exclude assets held-for-sale.

The capital expenditure will be financed from available cash resources, cash generated by operations, banking facilities and debt capital market funding.

E. PROPERTY INVESTMENTS AND RELATED ITEMS

E4 INVESTMENTS IN SUBSIDIARIES

See note A2.1 - *Material policy choices* for further details on the Company's policy choice regarding investments in subsidiaries.

See note A1.3 - *Basis of consolidation* for further details on the Group's policy regarding the consolidation of subsidiaries.

The Group has four subsidiaries with externally held non-controlling interests. Hystead, Natalmahogany and WAAM are not considered significant based on their relative net asset values and therefore no summarised financial information is presented for them.

The summarised SFP for Gruppo is set out in note E6 - *Assets and liabilities held-for-sale and discontinued operations,* and the summarised statement of profit or loss and other comprehensive income for Gruppo is set out in note C2 - *Segmental analysis - Profit or loss - Sub-Saharan Africa* .

E4.1 Carrying value - Shares at cost less accumulated impairments

		COMPANY	
Rand thousands	*Note*	**2024**	**2023**
SA		*	*
Hyprop Employee Incentive Scheme		*	*
Hyprop Foundation		*	*
Natalmahogany		25 000	25 000
less Accumulated impairments		(25 000)	(25 000)
EE		**3 322 235**	**3 320 019**
Hyprop Europe		2 892 026	2 889 810
Hyprop UK		430 209	430 209
SSA		**1 431 220**	**2 613 752**
African Land		758 264	758 264
Hyprop Mauritius		4 272 964	2 618 437
West Africa Asset Management		*	*
less Cumulative impairments		(3 600 008)	(762 949)
Total carrying value		**4 753 455**	**5 933 771**

** Amounts less than R1 000.*

E4.2 Movement reconciliation

Net carrying value at the beginning of the year		5 933 771	5 494 892
SA			
Impairment[1] - Natalmahogany	*E7.4.1*	-	(1 383)
EE			
Financial guarantees recognised - Hyprop Europe	*H3.3*	2 216	-
Reversal of impairment[1] - Hyprop Europe	*E7.4.2*	-	209 532
SSA			
Subscription for shares in Hyprop Mauritius[2]		1 654 527	230 730
Impairment[1] - Hyprop Mauritius	*E7.4.1*	(2 837 059)	-
Total carrying value		**4 753 455**	**5 933 771**

[1] *For further details on impairments see note E7 - Impairments*

[2] *In December 2023 Hyprop subscribed for additional shares in Hyprop Mauritius for R116m. The proceeds were used to subscribe for additional shares in AttAfrica and reduce bank borrowings in the AttAfrica group. In June 2024 Hyprop subscribed for additional shares in Hyprop Mauritius for R1 538m. The proceeds were used to settle/capitalise the loans payable to Hyprop (see Note F1.3 - Loan details).*

E. PROPERTY INVESTMENTS AND RELATED ITEMS

E5 INVESTMENTS IN JOINT ARRANGEMENTS AND ASSOCIATES

E5.1 Joint arrangements and associates accounting policy

See note A2.1 - *Material policy choices* for further details on the Group's policy choices regarding joint arrangements.

E5.2 Joint operations

Financial results for the joint operations, Canal Walk and The Glen, are proportionately consolidated in the Company and Group's financial statements.

E5.2.1 Summary of audited financial information - Joint operations

A summary of the Group's proportionate share of the joint operations Canal Walk and The Glen, extracted from the audited financial information of the joint operations, is set out below.

	CANAL WALK		THE GLEN	
% interest held by Hyprop	**80%**	**80%**	**75.16%**	**75.16%**
Rand thousands	**2024**	**2023**	**2024**	**2023**
Revenue	767 770	729 677	248 946	241 734
Expenses	(307 077)	(301 505)	(125 082)	(126 340)
Depreciation	(16 575)	(11 639)	(9 415)	(8 507)
Other property expenses	(290 502)	(289 866)	(115 667)	(117 833)
Net property income	**460 693**	**428 172**	**123 864**	**115 394**

E5.3 Joint ventures and associates

AttAfrica is a joint venture that holds the Group's interests in three shopping centres in Ghana. Coventurist forms part of the Group's non-tangible asset strategy and is the developer of the Nika digital gift card system. The cost of the shares in Coventurist is less than R1 000.

E5.3.1 Carrying value - Joint ventures

GROUP			
Rand thousands	*Note*	**AttAfrica Ltd**	**Total**
Balance at 30 June 2022		**566 210**	**566 210**
Additional/ New shares at cost		221 959	221 959
Share of results after tax		(150 694)	(150 694)
Balance at 30 June 2023		**637 475**	**637 475**
Additional/ New shares at cost		115 108	115 108
Share of results after tax		(78 057)	(78 057)
Financial guarantees recognised[1]	*H3.5*	7 015	7 015
Transfer to assets held-for-sale and discontinued operations	*E6.3.1*	(681 541)	(681 541)
Balance at 30 June 2024		-	-

[1] *Impaired in the Company statement of profit or loss and other comprehensive income as part of the total impairment of assets held-for-sale and discontinued operations.*

Notes to the consolidated and separate financial statements

E. PROPERTY INVESTMENTS AND RELATED ITEMS

E5 INVESTMENTS IN JOINT ARRANGEMENTS AND ASSOCIATES

E5.3 Joint ventures and associates

E5.3.2 Summary of audited financial information - Joint ventures and associates

The summarised audited financial information for significant joint ventures and associates is set out below. Coventurist is not considered a significant associate to the Group based on its relative net asset value.

Summarised SFP	ATTAFRICA LTD GROUP	
	100%	100%
Rand thousands	2024	2023
Non-current assets	**1 882 909**	**1 944 993**
Current assets	**190 839**	**189 107**
Cash and cash equivalents	68 058	90 327
Other current assets	122 781	98 780
Total assets	**2 073 748**	**2 134 100**
Non-current liabilities	**408 776**	**422 754**
Bank borrowings	404 940	418 769
Other non-current liabilities	3 836	3 985
Current liabilities	**87 460**	**81 538**
Total liabilities	**496 236**	**504 292**
Total net assets	**1 577 512**	**1 629 808**
Shareholders of AttAfrica Ltd	1 432 792	1 440 759
Non-controlling interests	144 720	189 049
Group's share of net asset value	73.1%	73.1%
Interest in joint venture	1 047 256	1 053 080
Currency translation and other differences	(365 715)	(415 605)
Total carrying value transferred to assets held-for-sale and discontinued operations	**681 541**	**637 475**
Converted to Rand at the year-end spot exchange rate (ZAR/USD1)	18.21	18.92

Notes to the consolidated and separate financial statements

E. PROPERTY INVESTMENTS AND RELATED ITEMS

E5 INVESTMENTS IN JOINT ARRANGEMENTS AND ASSOCIATES

E5.3 Joint ventures and associates

E5.3.2 Summary of audited financial information - Joint ventures and associates

Summarised SOCI

	ATTAFRICA LTD GROUP	
	100%	100%
Rand thousands	2024	2023
Revenue	**169 970**	**202 037**
Expenses	**(75 452)**	**(60 928)**
Depreciation	(8 727)	(8 184)
Property expenses	(66 725)	(52 744)
Net property income	**94 518**	**141 109**
Other income	2 604	1 300
Other expenses	(57 951)	(68 426)
Operating income	**39 171**	**73 983**
Net interest	**(28 938)**	**(49 636)**
Interest expense	(28 938)	(49 636)
Net operating income	**10 233**	**24 347**
Change in fair value of investment property	(96 783)	(183 788)
Change in fair value of derivatives	(5 107)	1 200
Loss from equity accounted investments	(26 876)	(76 694)
Loss before taxation	**(118 533)**	**(234 935)**
Taxation	(19 766)	(1 734)
Net loss for the year	**(138 299)**	**(236 669)**
Total comprehensive loss attributable to:	**(138 299)**	**(236 669)**
Shareholders of AttAfrica Ltd	(106 751)	(206 170)
Non-controlling interest	(31 548)	(30 499)
Converted to Rand at the 12 month average exchange rate (ZAR/USD1)	18.72	17.77

E5.3.3 Loss from equity accounted investments

		GROUP	
		2024	2023
AttAfrica Ltd	73.1%	(78 057)	(150 694)
Total		**(78 057)**	**(150 694)**

Notes to the consolidated and separate financial statements

E. PROPERTY INVESTMENTS AND RELATED ITEMS

E6 ASSETS AND LIABILITIES HELD-FOR-SALE AND DISCONTINUED OPERATIONS

E6.1 Held-for-sale and discontinued operations accounting policy

E6.1.1 Held for sale

Investment properties classified as held-for-sale are carried at the lower of the independent valuation and the anticipated sales proceeds, net of costs to sell.
Other assets held-for-sale or disposal groups are carried their fair value less costs to sell.

E6.1.2 Discontinued operations

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

- represents a separate major line of business or geographic area of operations;
- is part of a single co-ordinated plan to dispose of a separate major line of business or geographic area of operations; or
- is a subsidiary acquired exclusively with a view to resale.

Classification as a discontinued operation occurs at the earlier of disposal or when the operation meets the criteria to be classified as held-for-sale.

E6.2 Summary of disposal group and discontinued operation

E6.2.1 Held for sale status

On 9 November 2020 Hyprop announced that Hyprop Mauritius (as one of the sellers) had concluded an agreement to dispose of its 75% interest in Gruppo (the owner of Ikeja City Mall) to two new property funds managed by the Actis Group (the Ikeja-Actis transaction). A formal sale agreement (the Actis SPA) was signed in November 2020, which was subject to the fulfilment of certain conditions precedent, including the approval of the Nigerian Federal Competition and Consumer Protection Commission (FCCPC) (which was obtained) and certain fundraising requirements by the purchaser. Given the lack of US Dollar liquidity in Nigeria, and subsequent volatility of the Naira/US Dollar exchange rate, fulfilling this condition took longer than anticipated.

Despite several extensions of the long-stop date for fulfilment of the conditions precedent and implementation of the Ikeja-Actis transaction, on 14 June 2024 the Actis SPA was terminated.

On 17 June 2024, Hyprop Mauritius (as one of the sellers) concluded a letter of intent with Lango Real Estate Limited (the Lango LOI) to dispose of its shares and shareholder claims in Hyprop Ikeja Limited (which holds the Group’s 75% interest in Gruppo) and AttAfrica (which holds the Group’s interests in 3 Ghanaian shopping centres) (the Lango transaction). On 7 August 2024 sale and purchase agreements (the Lango SPAs) were signed by the parties to the Lango transaction, which, subject to fulfilment of their conditions precedent, are in process of being implemented.

The Hyprop Ikeja disposal and the AttAfrica disposal are two separate transactions and are not inter-dependent or inter-conditional.
The purchase prices payable to Hyprop Mauritius in terms of the Hyprop Ikeja disposal and the AttAfrica disposal are $24.1m (R439m based on the Rand/USD exchange rate at 30 June 2024) and $20.0m (R364m) respectively, and will be settled by the issue of class A shares in Lango (Consideration shares) to Hyprop Mauritius.

The Lango SPAs contain undertakings, warranties and indemnities which are normal for transactions of this nature. In this regard:

- In line with the requirements of existing agreements with other shareholders in the AttAfrica Group, and as a condition precedent to the AttAfrica disposal, Hyprop Mauritius has undertaken and is obliged to deposit $4.0m (R72.3m) in an escrow account for indemnities given to the buyer. Any portion of the escrow amount not used (which is currently indeterminable with any degree of certainty) will be refunded to Hyprop Mauritius at the end of 3 years; and
- Hyprop Mauritius has indemnified the buyer against potential liabilities for a maximum amount of $2.4m (R44m) to be settled in cash ($0.7m / R13m) and a claw-back of a portion of the Consideration shares ($1.7m / R31m).

E. PROPERTY INVESTMENTS AND RELATED ITEMS

E6 ASSETS AND LIABILITIES HELD-FOR-SALE AND DISCONTINUED OPERATIONS

E6.2 Summary of disposal group and discontinued operation

E6.2.1 Held for sale status

As a result of the conclusion of the Lango LOI and the Lango SPAs, Gruppo continues to be designated as held-for-sale, and Hyprop Ikeja and the investment in AttAfrica have been classified as held-for-sale, at 30 June 2024. The carrying values of these interests have been adjusted to the anticipated sales proceeds less costs to sell (including providing for the undertakings/ indemnities above - see note I4 - *Provisions).*

E6.2.2 Discontinued operation status

In the 2024 financial year, as detailed above, the assets classified as held-for-sale changed to include Gruppo, Hyprop Ikeja and AttAfrica (the disposal group). The disposal group represents almost the entire Sub-Saharan Africa segment (a geographic segment identified in C1 - *Overview and definitions)* and has been classified as a discontinued operation at 30 June 2024.

The Group has elected to present the Statements of- profit or loss and other comprehensive income for the 2024 and 2023 financial years in multiple columns reflecting the disposal group as discontinued operations and all other areas of the Group as continuing operations. The summarised SFP and cashflows for the discontinued operation are detailed in notes E6.3 - *Summarised SFP* and E6.4 - *Summarised statement of cashflows* below.

E6.3 Summarised SFP

		GROUP	
Rand thousands	*Note*	**2024**	**2023**
Non-current assets		**1 911 832**	**2 422 555**
Investment property	*E1.4.2*	1 529 367	2 393 138
Straight-line rental revenue accrual		5 549	12 841
Investment in joint venture - AttAfrica	*E6.3.1*	363 659	-
Other non-current assets		13 257	16 576
Current assets		**69 436**	**207 127**
Cash and cash equivalents		20 698	154 023
Other current assets		48 738	53 104
Total assets classified as held-for-sale and discontinued operations		**1 981 268**	**2 629 682**
Non-current liabilities		(1 545 817)	**(1 587 897)**
Bank borrowings	*H1.3*	(1 013 640)	(1 075 460)
Other borrowings	*H1.3*	(532 177)	(512 437)
Current liabilities		**(47 897)**	**(90 906)**
Total liabilities associated with assets held-for-sale and discontinued operations		**(1 593 714)**	**(1 678 803)**
Net assets classified as held-for-sale and discontinued operations		**387 554**	**950 879**

Notes to the consolidated and separate financial statements

E. PROPERTY INVESTMENTS AND RELATED ITEMS

E6 ASSETS AND LIABILITIES HELD-FOR-SALE AND DISCONTINUED OPERATIONS

E6.3 Summarised SFP

E6.3.1 Movement for the year – assets

Rand thousands	Note	GROUP 2024	2023
Balance at the beginning of the year		2 629 682	2 354 491
Investment in joint venture - AttAfrica		363 659	-
Transfer from investment in joint venture	*E5.3.1*	681 541	-
Provision - Escrow undertaking		72 255	-
Provision - indemnity		44 858	-
Impairment of shares in AttAfrica[1]	*E6.5*	(434 995)	-
Change in fair value of investment property - Gruppo	*E1.4.2*	(775 486)	-
(Decrease) / increase in other assets		(137 938)	(116 949)
Currency translation difference		(98 649)	392 140
Balance at the end of the year		**1 981 268**	**2 629 682**

[1] *Includes an impairment of R7.0m relating to financial guarantees recognised by Hyprop. See note H3 - Financial guarantees.*

E6.3.2 Movement for the year – liabilities

Balance at the beginning of the year	(1 678 803)	(1 479 032)
Decrease in liabilities	22 111	43 465
Currency translation difference	62 978	(243 236)
Balance at the end of the year	**(1 593 714)**	**(1 678 803)**
Net assets classified as held-for-sale and discontinued operations	**387 554**	**950 879**

E6.4 Summarised statement of cashflows

Net cash flows from operating activities	(26 852)	(29 231)
Net cash flows from investing activities	(1 492)	(5 733)
Net cash flows from financing activities	(21 475)	-
Net decrease in cash and cash equivalents	**(49 819)**	**(34 964)**
Cash and cash equivalents at the beginning of the year	154 023	320 489
Cash and cash equivalents reallocated to held-for-sale and discontinued operations	9 444	-
Exchange losses on cash and cash equivalents	(92 950)	(131 502)
Cash and cash equivalents at the end of the year	**20 698**	**154 023**

E6.5 Impairment of assets held-for-sale and discontinued operations

	Note	GROUP 2024	2023	COMPANY 2024	2023
Impairment of shares in AttAfrica[1]	*E6.3.1*	(434 995)	-	-	-
Provision - Costs to sell		(6 660)	-	-	-
Financial guarantees		-	-	(7 015)	-
Total		**(441 655)**	**-**	**(7 015)**	**-**

E. PROPERTY INVESTMENTS AND RELATED ITEMS

E7 IMPAIRMENTS

E7.1 Impairments accounting policy

The Group's non-financial assets, excluding Investment property, assets held-for-sale and discontinued operations and deferred tax assets, are assessed for impairment indicators, as well as changes in impairment indicators at each reporting date or whenever events or changes in circumstances indicate that the carrying value may not be recoverable or a previous impairment should be reversed in accordance with IAS 36: *Impairment of Assets* .

The assets being assessed for impairment mainly comprise shares in subsidiaries which are property investment holding companies. The recoverable amount of the shares is assessed based on the net asset value of the subsidiaries and the underlying investment properties.

E7.2 Summary of events/circumstances leading to impairment

E7.2.1 Subsidiaries - Hyprop Europe

No impairment or reversal of impairment was recorded in the 2024 financial year.

E7.2.2 Subsidiary - Hyprop Mauritius

The carrying value of the shares in Hyprop Mauritius was assessed for impairment based on the net asset value of Hyprop Mauritius, which was calculated having regard to the net asset values of Hyprop Mauritius' two investments - Gruppo (See notes E1 - *Investment property* and note E6 - *Assets and liabilities held-for-sale and discontinued operations*) and AttAfrica (See note E5 - *Investments in joint arrangements and associates* and note E6 - *Assets and liabilities held-for-sale and discontinued operations*). The carrying values of the investments in Gruppo and AttAfrica have been adjusted to the anticipated sales price less costs to sell in terms of the Lango transaction, with a consequential impairment of the carrying value of the shares in Hyprop Mauritius.

E7.3 Cash generating units

CGU	Segment	CGU composition
Natalmahogany	SA	The CGU includes Natalmahogany which operates NTER.
Hyprop Europe	EE	The CGU comprises the Hyprop Europe Group which is wholly-owned by Hyprop and holds the Group's Eastern European investment properties.
Hyprop Mauritius	SSA	The SSA portfolio comprises interests in four shopping centres in Nigeria and Ghana, held through Hyprop Mauritius, a wholly owned subsidiary, and AttAfrica, a joint venture.

Notes to the consolidated and separate financial statements

E. PROPERTY INVESTMENTS AND RELATED ITEMS
E7 IMPAIRMENTS
E7.4 Remeasurement of assets
E7.4.1 Impairment

Rand thousands	GROUP 2024	2023	COMPANY 2024	2023
Investment in subsidiary	-	-	2 837 059	1 383
- Natalmahogany	-	-	-	1 383
- Hyprop Mauritius	-	-	2 837 059	-
PDI Transaction - additional purchase price	-	8 775	-	-
Total	**-**	**8 775**	**2 837 059**	**1 383**

E7.4.2 Reversal of impairment

	GROUP 2024	2023	COMPANY 2024	2023
Investment in subsidiary	-	-	-	(209 532)
- Hyprop Europe	-	-	-	(209 532)
Total	**-**	**-**	**-**	**(209 532)**
Total remeasurements	**-**	**8 775**	**2 837 059**	**(208 149)**

E7.5 Assumptions used for impairment calculations

Impairments and reversals of impairments were calculated using the assumptions below.

2024	*Reported as*	Subsidiaries
CGU		Hyprop Mauritius
Recoverable amount (higher of: FVLCTS (NAV based) / Value in use)	*R'000*	672 956
Level of assessment - *(Individual asset or CGU)*		CGU
Cost of investment/asset	*R'000*	4 272 964
Cumulative impairment	*R'000*	(3 600 008)
NAV in ZAR	*R'000*	672 956

2023	*Reported as*	Investments in subsidiaries		PDI Transaction - Additional purchase price
CGU		Natalmahogany	Hyprop Europe	Hyprop UK
Recoverable amount (higher of) -FVLCTS (NAV based) / Value in use	*R'000*	-	3 684 347	27 237
Level of assessment *(Individual asset or CGU)*		CGU	CGU	CGU
Cost of investment/asset	*R'000*	25 000	2 889 810	36 011
Cumulative impairment	*R'000*	(25 000)	-	(8 775)
NAV in local currency	*LC'000*	-	€ 179 467	€ 1 631
NAV in ZAR	*R'000*	-	3 684 347	27 237
Exchange rate - EUR/ZAR	*R*	-	20.52	16.70/20.52

F. OTHER ASSETS

F1 LOANS RECEIVABLE

F1.1 Loans receivable accounting policy

Loans receivable are carried at amortised cost, less any accumulated expected credit losses. Interest earned on loans receivable is recognised on an accrual basis using the effective interest rate method, other than loans to Group companies which are credit impaired (stage 3 loans) where interest is only accrued on the net balance (i.e. the outstanding balance less credit impairments).

For further detail on the calculation of expected credit losses see note N5.3 - *Loans receivable* .

F1.2 Net carrying value

Rand thousands		GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Non-current		**130 127**	**162 532**	**94 495**	**136 825**
EUR loans receivable		66 803	89 822	-	-
ZAR loans receivable		63 324	72 710	94 495	136 825
Current		**31 184**	**50 189**	**13 285**	**-**
EUR loans receivable		17 899	50 189	-	-
ZAR loans receivable		13 285	-	13 285	-
Total loans receivable		**161 311**	**212 721**	**107 780**	**136 825**
Loans receivable - external					
Gross loans receivable		163 079	212 714	76 609	72 703
Cumulative expected credit losses		(1 768)	-	-	-
Net loans receivable - external		**161 311**	**212 714**	**76 609**	**72 703**
Loans receivable - related parties					
Gross loans receivable		4 803	2 774	72 043	1 575 566
Cumulative expected credit losses		(4 803)	(2 767)	(40 872)	(1 511 444)
Net loans receivable - related parties		**-**	**7**	**31 171**	**64 122**
Total loans receivable					
Gross loans receivable	*F1.4.1*	167 882	215 488	148 652	1 648 269
Cumulative expected credit losses	*F1.4.2*	(6 571)	(2 767)	(40 872)	(1 511 444)
Net loans receivable		**161 311**	**212 721**	**107 780**	**136 825**

F. OTHER ASSETS

F1 LOANS RECEIVABLE

F1.3 Loan details[1]

Rand thousands	Security	Maturity date	Base currency	Nominal interest (%)	GROUP 2024	2023	COMPANY 2024	2023
Hyprop Mauritius	Unsecured	12 months notice	ZAR	(2023: 7.68%)	**-**	**-**	**-**	**16 593**
Non-current					-	-	-	31 493
Cumulative ECLs					-	-	-	(14 900)
The Loan bore interest at rates agreed to from time to time and was settled from the proceeds of a subscription for new shares in Hyprop Mauritius - see note E4.2 - *Movement reconciliation.*								
Hyprop Mauritius	Unsecured	12 months notice	ZAR	variable	**-**	**-**	**-**	**125**
Non-current					-	-	-	1 463 972
Cumulative ECLs					-	-	-	(1 463 847)
The loan bore interest at rates agreed from time to time. Due to the financial difficulties faced by Hyprop Mauritius, including a decrease in the income received from its investments in AttAfrica and Gruppo, interest on the loans was suspended with effect from 16 October 2019. The loan was settled from the proceeds of a subscription for new shares in Hyprop Mauritius - see note E4.2 - *Movement reconciliation.*								
Hyprop Employee Incentive Scheme	Unsecured	12 months notice	ZAR	variable	**-**	**-**	**31 171**	**47 397**
Non-current					-	-	59 950	73 604
Cumulative ECLs					-	-	(28 779)	(26 207)
The loan bears interest at variable rates agreed from time to time and has no fixed repayment terms. The loan is repaid at each vesting date primarily through the transfer of Hyprop shares held by Hyprop Employee Incentive Scheme to Hyprop for delivery to employees under the CUP or LTIP. Hyprop has subordinated a portion of the loan in favour of the other creditors of Hyprop Employee Incentive Scheme and has agreed not to call for repayment of the loan for at least 12 months.								
Balkans Real Estate	Secured	November 2028	EUR	6% until Nov 2023; 3% thereafter	**84 702**	**140 011**	-	-
Non-current					68 571	89 822	-	-
Current					17 899	50 189	-	-
Cumulative ECLs					(1 768)	-	-	-
The loan comprises the outstanding balance of the purchase price payable by Balkans Real Estate BV for the shares in Delta City 67 d.o.o (Delta City Belgrade), disposed in November 2021. The loan bore interest at 6% until November 2023 and 3% thereafter, with regular principal repayments commencing in November 2023. The loan is secured by a corporate guarantee from the parent company of Balkans Real Estate BV.								
Atterbury Mile	Secured	June 2027	ZAR	Prime +1.5 %				
Non-current					62 124	62 960	62 124	62 960
The loan comprises the outstanding balance of the purchase price payable by Atterbury Mile for its one third undivided share in Atterbury Value Mart disposed in July 2021. The loan is repayable over six years, and is secured by guarantees from Atterbury Mile's shareholders and a second mortgage bond over Atterbury Mile's undivided share in Atterbury Value Mart.								

[1] *The loan terms detailed above apply to the 2024 and 2023 financial years.*

F. OTHER ASSETS

F1 LOANS RECEIVABLE

F1.3 Loan details[1]

Rand thousands	Security	Maturity date	Base currency	Nominal interest (%)	GROUP 2024	2023	COMPANY 2024	2023
ETTP	Unsecured	October 2024	ZAR	none				
Current					4 200	4 200	4 200	4 200
The loan was advanced as part of the Group's corporate social responsibility and BBBEE enterprise development initiatives. ETTP helps SMME entrepreneurs to build businesses through entrepreneurship, business networking and by providing access to information and business resources. The loan bears no interest and is repayable at the end of its 3 year term.								
SDEV	Unsecured	June 2027	ZAR	none				
Non-current					1 200	1 200	1 200	1 200
The loan was advanced as part of the Group's ESG and BBBEE enterprise development initiatives. SDEV contributes to the strengthening of the development ecosystem around SMMEs, particularly "Qualifying Small Enterprises" and "Exempt Micro Enterprises". The loan bears no interest and is repayable at the end of its 4 year term.								
EmpiriQ	Unsecured	September 2024	ZAR	Prime				
Current					9 085	4 343	9 085	4 343
Coventurist	Unsecured	September 2024	ZAR	Prime	-	7	-	7
Current					4 803	2 774	4 803	2 774
Cumulative ECLs					(4 803)	(2 767)	(4 803)	(2 767)
Natalmahogany	Unsecured	On demand	ZAR	Prime +5%	-	-	-	-
Current					-	-	7 290	3 723
Cumulative ECLs					-	-	(7 290)	(3 723)
Total loans receivable					**161 311**	**212 721**	**107 780**	**136 825**

[1] *The loan terms detailed above apply to the 2024 and 2023 financial years.*

F1.4 Movement reconciliations

F1.4.1 Gross loans receivable

	GROUP 2024	2023	COMPANY 2024	2023
Balance at the beginning of the year	215 488	222 547	1 648 269	1 649 909
Cash advances	5 552	5 350	8 593	10 291
Non-cash advances	-	-	1 490	1 814
Cash repayments	(48 412)	(3 805)	(33 169)	(15 022)
Non-cash repayments/amounts capitalised	-	(32 101)	(1 477 678)	(6 378)
Interest income accrued	7 649	6 999	55 210	16 063
Interest income received	(5 267)	(7 717)	(54 063)	(8 375)
Currency translation difference - unrealised	(7 128)	24 280	-	-
Currency translation difference - realised	-	(65)	-	(33)
Balance at the end of the year	**167 882**	**215 488**	**148 652**	**1 648 269**

F1.4.2 Expected credit losses

	GROUP 2024	2023	COMPANY 2024	2023
Balance at the beginning of the year	(2 767)	-	(1 511 444)	(1 513 916)
Expected credit losses raised during the year	(3 804)	(2 767)	(8 175)	(11 207)
Expected credit losses reversed during the year	-	-	1 478 747	13 679
Balance at the end of the year	**(6 571)**	**(2 767)**	**(40 872)**	**(1 511 444)**
Net loans receivable	**161 311**	**212 721**	**107 780**	**136 825**

F. OTHER ASSETS

F2 TRADE AND OTHER RECEIVABLES

F2.1 Trade and other receivables accounting policy

Trade receivables are amounts payable by customers for services rendered in the ordinary course of business, are recognised in accordance with IFRS 9: *Financial Instruments* and IFRS 15: *Revenue from contracts with customers,* and measured initially at their transaction price as defined in IFRS 15 and subsequently at amortised cost in accordance with IFRS 9: *Financial Instruments.*

F2.2 Net carrying value

			GROUP		COMPANY	
	Rand thousands	*Note*	2024	2023	2024	2023
F2.2.1	**Trade receivables**					
	Gross trade receivables		**176 474**	**231 104**	**120 673**	**123 366**
	Rent and deposits receivable		111 862	160 199	56 061	52 461
	Recoveries		64 612	70 905	64 612	70 905
	Cumulative expected credit losses	*N5.4.6*	(39 031)	(80 195)	(33 279)	(33 349)
	Total trade receivables		**137 443**	**150 909**	**87 394**	**90 017**
F2.2.2	**Other receivables - financial instruments**					
	Dividends		-	-	130 680	151 871
	Interest receivable		273	-	-	-
	Total other receivables - financial instruments		**273**	**-**	**130 680**	**151 871**
F2.2.3	**Other receivables - non-financial instruments**					
	Prepayments		30 487	25 578	5 890	6 595
	Municipal deposits		9 789	1 582	9 692	1 485
	Other receivables		31 459	36 270	24 615	29 666
	Total other receivables - non-financial instruments		**71 735**	**63 430**	**40 197**	**37 746**
	Total trade and other receivables		**209 451**	**214 339**	**258 271**	**279 634**

F3 CASH AND CASH EQUIVALENTS

F3.1 Cash and cash equivalents accounting policy

Cash and cash equivalents are short term, highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value. Cash and cash equivalents are measured at amortised cost. Interest earned on cash invested at financial institutions and in money market unit trusts is recognised on an accrual basis using the effective interest rate method.

Units held in money market unit trust funds are considered equivalent to cash because they are highly liquid (available on 24 hours notice) and have a fixed unit price (R1).

No bank borrowings were classified as cash, however, when bank accounts are overdrawn they remain classified as cash as they are regarded as balances that often fluctuate between being positive and overdrawn (as contemplated by IAS 7.8).
The Group's cash and cash equivalents are held to meet the Group's short term commitments.

F3.2 Net carrying value

	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Cash held in call accounts[1]	34 725	37 633	34 725	37 633
Bank balances and cash	599 023	797 498	115 973	119 262
Units held in money market funds	148 549	211 949	148 549	211 949
Total cash and cash equivalents	**782 297**	**1 047 080**	**299 247**	**368 844**

[1] *Cash held in call accounts as security for bank guarantees issued in favour of municipalities.*

[2] *At 30 June 2024 and 2023, there were no overdrawn bank accounts.*

Notes to the consolidated and separate financial statements

G. EQUITY AND RESERVES

G1 SHARE CAPITAL AND TREASURY SHARES

G1.1 Stated capital and treasury shares accounting policy

Stated capital

Ordinary shares are classified as equity. External costs directly attributable to the issue of new shares are shown as a deduction from equity.

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

Treasury shares

Company shares held by the Company or a subsidiary are classified as treasury shares. These shares are carried at cost and deducted from equity.

Any subsequent gain or loss on the sale or cancellation of the Company's own equity instruments is recognised directly in retained income.

Distributions and unrealised gains/ losses on treasury shares are eliminated from Group profit or loss for the year.

G1.2 Stated Capital - Carrying value

	GROUP		COMPANY	
Rand thousands	2024	2023	2024	2023
Ordinary shares	**11 470 476**	**10 970 921**	**11 470 476**	**10 970 921**
Balance at the beginning of the year	10 970 921	10 471 387	10 970 921	10 471 387
Issued during the year[1]	499 555	499 534	499 555	499 534
Treasury shares	**(38 870)**	**(66 578)**	**-**	**-**
Balance at the beginning of the year	(66 578)	(72 110)	-	-
Purchased during the year[1]	(1 991)	(2 493)	-	-
Transferred to escrow (Restricted shares)	5 903	5 726	-	-
Sold/Vested during the year	23 796	2 299	-	-
Balance at the end of the year	**11 431 606**	**10 904 343**	**11 470 476**	**10 970 921**

G1.3 Stated capital

Number of shares				
Authorised				
500 000 000 no par value ordinary shares (2023: 500 000 000)				
Issued and fully paid up shares				
Ordinary shares	**380 399 133**	**359 566 570**	**380 399 133**	**359 566 570**
Number of shares at the beginning of the year	359 566 570	343 438 921	359 566 570	343 438 921
Issued during the year [1]	20 832 563	16 127 649	20 832 563	16 127 649
Treasury shares	**(896 964)**	**(1 482 551)**	**-**	**-**
Number of shares at the beginning of the year	(1 482 551)	(1 579 716)	-	-
Purchased during the year [1]	(82 994)	(80 405)	-	-
Transferred to escrow (Restricted shares)[2]	131 014	126 879	-	-
Sold/Vested during the year	537 567	50 691	-	-
Number of shares at the end of the year	**379 502 169**	**358 084 019**	**380 399 133**	**359 566 570**

[1] Shares issued during the year include 82 994 (2023: 80 405) Ordinary shares received by Hyprop Employee Incentive Scheme pursuant to the DRIP at a price of R24 (2023: R31) per share.

[2] Restricted shares comprise the LTIP deferred awards outlined in note L2 - *Long-term incentives.* The shares which are subject to LTIP restrictions are held in escrow until they are released to the relevant employee.

G. EQUITY AND RESERVES

G2 OTHER RESERVES

G2.1 Other reserves accounting policy

Non-distributable reserves

Non-distributable reserves comprise reserves that are not distributable to shareholders of the Company, such as fair value adjustments on the revaluation of investment property, derivatives and financial assets, any impairment adjustments or accumulated expected credit losses, profits or losses on sale of assets, the straight-line rental income accrual and deferred taxation.

Currency translation reserve

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated to the Group's presentation currency (Rand) at the exchange rates at the reporting date. The income and expenses of foreign operations are translated to Rand at the dates of the transactions (an average rate for the year is used).

Foreign currency translation differences are recognised in other comprehensive income (OCI) and accumulated in the currency translation reserve, except to the extent that the translation difference is allocated to non-controlling interests (NCI).

Share-based payments reserve

Transactions related to the Group's equity settled share-based payments are recorded in a separate share-based payment reserve.

G2.2 Carrying values

		GROUP		COMPANY	
Rand thousands	*Note*	**2024**	**2023**	**2024**	**2023**
Non-distributable reserves		8 697 343	9 023 002	8 299 422	9 315 680
Currency translation reserve		639 970	908 986	-	-
Share-based payments reserve	*L2.3*	33 746	33 763	33 746	33 763
Total other reserves		**9 371 059**	**9 965 751**	**8 333 168**	**9 349 443**

The net transfer from/to non-distributable reserves comprises changes in fair values of Investment property and derivatives, derecognition of financial guarantees, profit on disposal of investment property, impairments, and losses from equity accounted investments.

Notes to the consolidated and separate financial statements

H. FUNDING AND RELATED ITEMS

H1 BORROWINGS

H1.1 Borrowings accounting policy

Interest-bearing borrowings are initially measured at fair value, net of transaction costs and are subsequently measured at amortised cost using the effective interest rate method in accordance with IFRS 9: *Financial instruments.*

H1.2 Carrying value

		GROUP		COMPANY	
Rand thousands	*Note*	2024	2023	2024	2023
Bank loans	*H1.5*	**11 234 608**	**11 613 392**	**3 856 334**	**3 238 238**
Secured		11 234 608	11 613 392	3 856 334	3 238 238
Debt capital market funding	*H1.6*	**3 979 110**	**3 080 497**	**3 979 110**	**3 080 497**
Secured		1 148 083	248 875	1 148 083	248 875
Unsecured		2 831 027	2 831 622	2 831 027	2 831 622
Non-controlling shareholder/ Group company loans	*H1.7*	**548 875**	**526 944**	**761 125**	**760 975**
Unsecured		548 875	526 944	761 125	760 975
Total borrowings		**15 762 593**	**15 220 833**	**8 596 569**	**7 079 710**
Total secured		12 382 691	11 862 267	5 004 417	3 487 113
Total unsecured		3 379 902	3 358 566	3 592 152	3 592 597
Total borrowings		**15 762 593**	**15 220 833**	**8 596 569**	**7 079 710**

H1.3 Maturity profile

	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Non-current	**13 280 102**	**9 738 356**	**8 248 587**	**5 654 745**
Bank loans	9 648 974	7 157 824	3 856 334	2 313 238
DCM funding	3 631 128	2 580 532	3 631 128	2 580 532
Non-controlling shareholder/ Group company loans	-	-	761 125	760 975
Current	**936 674**	**3 894 580**	**347 982**	**1 424 965**
Bank loans	571 994	3 380 108	-	925 000
DCM funding	347 982	499 965	347 982	499 965
Non-controlling shareholder/ Group company loans	16 698	14 507	-	-
Liabilities associated with non-current assets held-for-sale and discontinued operations	**1 545 817**	**1 587 897**	**-**	**-**
Bank loans	1 013 640	1 075 460	-	-
Non-controlling shareholder/ Group company loans	532 177	512 437	-	-
Total borrowings	**15 762 593**	**15 220 833**	**8 596 569**	**7 079 710**

Notes to the consolidated and separate financial statements

H. FUNDING AND RELATED ITEMS

H1 BORROWINGS

H1.4 Reconciliations

H1.4.1 Borrowings

Rand thousands	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Balance at the beginning of the year	13 632 936	13 083 803	7 079 710	7 156 425
Currency translation difference	(328 204)	1 389 554	-	-
New borrowings raised - cash	5 609 557	5 371 615	2 945 000	2 432 158
Net movement in raising fees	473	4 263	(3 291)	3 629
Repayments - cash	(4 697 986)	(6 184 198)	(1 424 850)	(2 512 502)
Repayments - non cash	-	(32 101)	-	-
Balance at the end of the year	**14 216 776**	**13 632 936**	**8 596 569**	**7 079 710**

H1.4.2 Liabilities associated with non-current assets held-for-sale and discontinued operations

Rand thousands	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Balance at the beginning of the year	1 587 897	1 404 220	-	-
Currency translation difference	(62 150)	228 051	-	-
Repayments - cash	(21 475)	-	-	-
Net interest accrued/(paid)	41 545	(44 374)	-	-
Balance at the end of the year	**1 545 817**	**1 587 897**	**-**	**-**
Total borrowings	**15 762 593**	**15 220 833**	**8 596 569**	**7 079 710**

H. FUNDING AND RELATED ITEMS

H1 BORROWINGS

H1.5 Bank loans

	Facility	Maturity date	Term	Nominal interest	Interest rate 2024	2023	GROUP 2024	2023	COMPANY 2024	2023
				%	%	%	Rand thousands			
The Standard Bank of South Africa Ltd	R500m	Sep-27	3.8 years	3m Jibar + 1.55	9.90	-	499 133	-	499 133	-
The Standard Bank of South Africa Ltd	R425m	Mar-28	4.3 years	3m Jibar + 1.60	9.95	-	424 138	-	424 138	-
The Standard Bank of South Africa Ltd	R869m	Mar-26	4 years	3m Jibar + 1.89	10.24	10.38	867 414	867 946	867 414	867 946
The Standard Bank of South Africa Ltd[6]	€20m	Dec-24	1.5 years	6m Euribor + 1.59	5.45	-	389 521	-	-	-
Nedbank Ltd[2,7]	R500m	Dec-28	5 years	3m Jibar + 1.53	9.88	10.24	499 190	397 900	499 190	397 900
Nedbank Ltd[2]	R600m	Feb-26	4 years	3m Jibar + 1.80	10.15	10.29	19 125	-	19 125	-
Nedbank Ltd[7]	R500m	Jun-27	3.5 years	3m Jibar + 1.48	9.83	10.24	499 357	499 042	499 357	499 042
Nedbank Ltd	R550m	Feb-27	5 years	3m Jibar + 1.90	10.25	10.39	548 790	548 350	548 790	548 350
Nedbank Ltd[6]	€20m	Jul-25	2 years	6m Euribor + 1.75	5.61	-	389 522	-	-	-
Absa Bank Limited	R500m	Aug-26	3 years	3m Jibar + 1.55	9.90	-	499 187	-	499 187	-
Rand Merchant Bank/FirstRand Group[6]	€50m	Jul-26	3 years	6m Euribor + 2.3	6.16	-	973 805	-	-	-
RMB International (Mauritius) Ltd[1,6]	$56.5m	Feb-27	2 years	Sofr + 6.13 / Sofr + 6.39	11.46	11.29	1 013 640	1 075 460	-	-
DSK Bank EAD[3]	€75m	Dec-26	7 years	3m Euribor + 2.00	5.86	5.73	1 344 299	1 434 442	-	-
OTP Bank PLC[3]	€9m	Dec-26	7 years	3m Euribor + 2.40	6.26	6.00	95 550	102 464	-	-
Erste Group Bank AG[4]	€71.5m	Jun-30	7 years	3m Euribor + 2.40	6.26	6.00	1 336 775	1 466 817	-	-
Raiffeisenlandesbank Oberösterreich Aktiengesellschaft[4]	€71.5m	Jun-30	7 years	3m Euribor + 2.40	6.26	6.00	1 336 775	1 466 817	-	-
Komercijalna Banka AD Skopje[5]	€26.7m	Jan-34	10 years	6m Euribor + 1.0	4.86	-	498 387	-	-	-
The Standard Bank of South Africa Ltd	R925m	Jan-24	3.5 years	3m Jibar + 2.10	-	10.59	-	925 000	-	925 000
Komercijalna Banka AD Skopje[6]	€14.6m	Jun-31	10 years	6m Euribor + 2.0	-	5.90	-	211 777	-	-
NLB Banka AD Skopje[6]	€9m	Jun-31	10 years	6m Euribor + 2.0	-	5.90	-	129 803	-	-
Stopanska Banka AD Skopje[6]	€9m	Jun-31	10 years	6m Euribor + 2.0	-	5.90	-	129 803	-	-
Sparkasse Banka AD Skopje[6]	€7.4m	Jun-31	10 years	6m Euribor + 2.0	-	5.90	-	107 265	-	-
Rand Merchant Bank/FirstRand Group[6]	€109.7m	Jul-23	4 years	2.15	-	2.15	-	2 250 506	-	-
Total bank loans							**11 234 608**	**11 613 392**	**3 856 334**	**3 238 238**

[1] *Loans disclosed under liabilities associated with assets held-for-sale and discontinued operations.*

[2] *Revolving credit facility.*

[3] *Repayable in quarterly instalments of €250 000 and a bullet payment on maturity.*

[4] *Repayable in quarterly instalments of €1 431 716 (2023: €1 431 716) in aggregate and a bullet payment on maturity.*

[5] *Repayable in 120 equal monthly instalments of €222 519.*

[6] *Secured by a guarantee from Hyprop or other Group Companies (See note H3 - Financial guarantees).*

[7] *Maturity date extended and margin reduced in the year.*

All the Bank loans above are secured against investment property as set out in note E1.8 – *Mortgaged properties* and guarantees from Group Companies where indicated.

Interest on all loans is paid monthly, quarterly or semi-annually as applicable. Capital is repayable on the loan maturity date unless otherwise indicated above.

Notes to the consolidated and separate financial statements

H. FUNDING AND RELATED ITEMS

H1 BORROWINGS

H1.6 DCM funding

All DCM funding is Rand denominated, listed and unsecured unless otherwise indicated.

	Capital	Maturity date	Term	Nominal interest %	Interest rate 2024 %	2023 %	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
							Rand thousands			
HILB09	R348m	Mar-25	7 years	3m Jibar + 1.90	10.25	10.39	347 982	347 957	347 982	347 957
HILB14	R200m	Oct-27	5 years	3m Jibar + 1.57	9.92	10.06	199 610	199 490	199 610	199 490
HILB15	R502m	Nov-25	3 years	3m Jibar + 1.53	9.88	10.02	501 888	501 805	501 888	501 805
HILB16	R283m	Nov-27	5 years	3m Jibar + 1.69	10.04	10.18	282 906	282 877	282 906	282 877
HILB17	R240m	Apr-26	3 years	3m Jibar + 1.43	9.78	9.92	239 930	239 890	239 930	239 890
HILB18	R760m	Apr-28	5 years	3m Jibar + 1.64	9.99	10.13	759 715	759 639	759 715	759 639
HILB19	R200m	Apr-27	3 years	3m Jibar + 1.20	9.55	-	199 718	-	199 718	-
HILB20	R300m	Apr-29	5 years	3m Jibar + 1.30	9.65	-	299 278	-	299 278	-
HIL04U (Unlisted & Secured)	R250m	Jan-26	3 years	3m Jibar + 1.66	10.01	10.15	249 296	248 875	249 296	248 875
HIL05U (Unlisted & Secured)	R500m	May-26	2 years	3m Jibar + 1.41	9.76	-	499 344	-	499 344	-
HIL06U (Unlisted & Secured)	R400m	Apr-27	3 years	3m Jibar + 1.45	9.80	-	399 443	-	399 443	-
Matured DCM funding							-	**499 964**	-	**499 964**
HILB11	R150m	Mar-24	5 years	3m Jibar + 1.75		10.24	-	149 989	-	149 989
HILB12	R350m	Mar-24	5 years	3m Jibar + 1.70		10.19	-	349 975	-	349 975
Total DCM funding							**3 979 110**	**3 080 497**	**3 979 110**	**3 080 497**

The Secured bonds above are secured against investment property as set out in note E1.8 – *Mortgaged properties.* Interest on all bonds is paid monthly, quarterly or semi-annually as applicable. Capital is repayable on the bond maturity date.

H1.7 Non-controlling shareholder/Group company loans

Non-controlling shareholder/ Group company loans are unsecured.

		Base currency		Interest rate 2024 %	2023 %	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
African Land (Pty) Ltd	*12 months notice*	ZAR	none	-	-	-	-	761 125	760 975
AttAfrica Ltd	on-demand	USD	none	-	-	12 416	12 938	-	-
EmpiriQ Technologies Proprietary Limited	on-demand	ZAR	none	-	-	4 282	1 569	-	-
AIH International Ltd[1]	Feb-28	USD	8.08 fixed rate	8.08	8.08	532 177	512 437	-	-
Total non-controlling shareholder/Group company loans						**548 875**	**526 944**	**761 125**	**760 975**
Total borrowings						**15 762 593**	**15 220 833**	**8 596 569**	**7 079 710**

[1] *Loans disclosed under liabilities associated with assets held-for-sale and discontinued operations.*

H1.8 Undrawn facilities

	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Revolving credit facilities	1 974 761	1 650 000	1 780 000	1 650 000
Term facilities	-	22 396	-	-
Total undrawn facilities	**1 974 761**	**1 672 396**	**1 780 000**	**1 650 000**

Notes to the consolidated and separate financial statements

H. FUNDING AND RELATED ITEMS

H2 DERIVATIVES

H2.1 Derivatives accounting policy

Derivatives are initially measured at fair value and are subsequently remeasured at fair value. Any directly attributable transaction costs are recognised in profit or loss as incurred.

Derivative instruments comprise Interest rate swaps, caps and collars to hedge interest rate exposure on borrowings. All hedges are economic hedges as the Group does not apply hedge accounting (as defined by IFRS 9: *Financial Instruments*).

Further disclosure on the designation of the Interest rate swaps/caps and their risk mitigation role is provided in note N3 - *Interest rate risk and sensitivity.*

For the fair value hierarchy refer to note M1.2 - *Measurement.*

H2.2 Maturity profile

	GROUP		COMPANY	
Rand thousands	**2024**	**2023**	**2024**	**2023**
Non-current assets	72 210	130 740	13 899	11 135
Current assets	93 620	157 241	21 418	73 558
Continuing operations	81 152	157 241	21 418	73 558
Held-for-sale and discontinued operations	12 468	-	-	-
Non-current liabilities	(27 510)	(14 795)	(12 708)	(6 562)
Current liabilities	(16 601)	(4 434)	(8 499)	(649)
Total derivatives	**121 719**	**268 752**	**14 110**	**77 482**

H2.3 Movement reconciliation

	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Balance at the beginning of the year	268 752	174 504	77 482	71 275
Currency translation difference	(6 603)	21 596	-	-
Premium paid on new contracts entered into	44 654	16 626	43 642	2 200
Net change in fair value recognised in profit or loss	(185 084)	56 026	(107 014)	4 007
Balance at the end of the year	**121 719**	**268 752**	**14 110**	**77 482**

H. FUNDING AND RELATED ITEMS
H2 DERIVATIVES
H2.4 Individual instruments

Counterparty bank	Nominal amount	Expiry date	Fixed rate payable (%)	Variable rate receivable	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
					Rand thousands			
ABSA								
	R500m	Jun-26	8.69	3m Jibar	(7 570)	(3 098)	(7 570)	(3 098)
	R400m	Dec-26	cap at 7.85	3m Jibar	4 224	-	4 224	-
	R250m	Sep-27	cap at 7.91	3m Jibar	3 961	-	3 961	-
	R300m[1]	Oct-26	cap at 7.75	3m Jibar	2 578	-	2 578	-
Standard Bank								
	R300m	Sep-25	8.27	3m Jibar	(1 000)	-	(1 000)	-
	R400m	Mar-26	7.90	3m Jibar	37	-	37	-
	R200m	Mar-28	8.17	3m Jibar	(1 166)	-	(1 166)	-
	R250m	Sep-25	cap at 8.22	3m Jibar	422	-	422	-
	R200m	Mar-28	collar (7.25 - 7.75)	3m Jibar	2 800	-	2 800	-
	R300m	Mar-27	collar (7.25 - 7.75)	3m Jibar	2 493	-	2 493	-
	€20m	Jul-25	3.59	6m Euribor	(487)	-	-	-
	€25m[1]	Jul-26	2.58	3m Euribor	4 694	-	-	-
	€25m[1]	Jul-25	2.78	3m Euribor	2 941	-	-	-
Nedbank								
	R500m	Sep-24	5.61	3m Jibar	2 312	16 665	2 312	16 665
	R500m	Oct-24	5.71	3m Jibar	3 268	17 133	3 268	17 133
	R500m	Dec-25	8.65	3m Jibar	(4 921)	(2 090)	(4 921)	(2 090)
	R300m[1]	Apr-27	collar (7.25 - 8.25)	3m Jibar	1 116	-	1 116	-
	€20m	Jul-25	3.64	6m Euribor	(682)	-	-	-
RMB								
	R550m	Jun-25	cap at 7.35	3m Jibar	3 658	12 383	3 658	12 383
	R250m	Jun-27	8.785	3m Jibar	(5 989)	(2 023)	(5 989)	(2 023)
	R500m	Sep-26	cap at 7.79	3m Jibar	4 615	-	4 615	-
	R250m	Mar-27	cap at 7.73	3m Jibar	3 272	-	3 272	-
	$45m (100%: $60m)	Feb-25	collar (3 - 3.5)	Sofr	12 468	23 355	-	-
	€30m	Jan-28	3.21	6m Euribor	(6 057)	(1 088)	-	-
	€20m	Jan-29	3.14	6m Euribor	(5 161)	(1 600)	-	-
DSK Bank EAD								
	€40m	Dec-26	0.19	3m Euribor	53 058	86 200	-	-
	€27,7m	Dec-26	(0.02)	3m Euribor	35 894	59 157	-	-
	€13,3m	Dec-26	-	3m Euribor	18 829	30 384	-	-
Erste Group Bank AG								
	€20m[1]	Jun-27	2.77	3m Euribor	(974)	-	-	-
	€78m	Jun-25	3.87	3m Euribor	(6 914)	(5 138)	-	-
Matured derivatives					-	38 512	-	38 512
Total derivatives					**121 719**	**268 752**	**14 110**	**77 482**

[1] *Forward starting hedge*

H. FUNDING AND RELATED ITEMS

H2 DERIVATIVES

H2.5 Valuation methodology

The following tables show the valuation technique used in measuring the Derivatives' level 2 fair values, as well as the significant unobservable inputs used:

Type	*Valuation technique*	*Unobservable inputs*	*Change in input*	*Effect on estimated fair value*
Derivatives - *level 2*	Market comparison: The valuation of the derivative instruments was determined by discounting the future cash flows using the Projected Jibar, Sofr or Euribor swap curves/forward rate as applicable. Similar contracts are traded in active markets and the fair values are based on actual transactions in similar instruments.	Projected forward interest rate/swap curve	Increase	Increase asset/ decrease liability

H2.6 Valuation assumptions – Unobservable inputs

The key assumptions used in determining the fair values of derivatives are in the following ranges:

	GROUP		COMPANY	
	2024	2023	2024	2023
Projected forward Jibar rate (%)	7.3 - 9.0	8.5 - 8.9	7.3 - 9.0	8.5 - 8.9
Projected forward Euribor rate (%)	2.5 - 3.9	2.6 - 3.6	n/a	n/a
Projected forward Sofr rate (%)	5.0 - 5.4	4.2 - 5.3	n/a	n/a

H2.7 Valuation sensitivity

The valuation of the derivatives is sensitive to changes in the unobservable inputs above. Changes to one unobservable input, while holding the other inputs constant would have the following effects on the carrying value of the derivatives on the SFP.

			GROUP		COMPANY	
	2024	2023	2024	2023	2024	2023
Increase asset/(Increase liability)	**bps**	**bps**	*Rand thousands*			
ZAR						
Increase in projected forward interest rate	25bps	25bps	13 830	15 827	13 830	15 827
Decrease in projected forward interest rate	25bps	25bps	(12 001)	(15 841)	(12 001)	(15 841)
EUR						
Increase in projected forward interest rate	25bps	25bps	29 477	28 739	n/a	n/a
Decrease in projected forward interest rate	25bps	25bps	(28 546)	(28 921)	n/a	n/a
USD						
Increase in projected forward interest rate	25bps	25 bps	1 280	3 078	n/a	n/a
Decrease in projected forward interest rate	25bps	25 bps	(1 269)	(3 067)	n/a	n/a

H. FUNDING AND RELATED ITEMS

H3 FINANCIAL GUARANTEES

H3.1 Financial guarantees accounting policy

Financial guarantees are contracts that require the Group to make specified payments to reimburse the holder of the guarantee for a loss that it incurs because a specified debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument.

The Group's policy is to obtain independent valuations of the financial guarantees when a new guarantee is provided and report financial guarantees initially at fair value and subsequently at the higher of the loss allowance determined in accordance with IFRS 9: *Financial instruments* and the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of IFRS 15: *Revenue from contracts with customers.*

H3.2 Profile

Hyprop, Balkan Retail and Hyprop Mauritius have provided guarantees to banks that have provided funding to subsidiaries. Certain of the guarantees provided by Hyprop are secured by mortgage bonds over certain of the Group's investment properties as disclosed in note E1.8 – *Mortgaged properties.* Details of the secured loans are disclosed in note H1.5 - *Bank loans.*

H3.2.1 USD guarantees

2024

Hyprop has provided guarantees to RMB (Mauritius) for its pro-rata portion of the interest payable (maximum exposure USD6.2m) and capital (USD8.1m) on loans granted by RMB (Mauritius) to AttAfrica and its investments/subsidiaries.

2023 and 2024

Hyprop Mauritius had provided limited guarantees to RMB (Mauritius) for the interest payable under the USD denominated loan advanced to Gruppo. This financial guarantee liability is eliminated on consolidation as the underlying loan is reflected on the SFP.

H3.2.2 EUR guarantees

2024

Hyprop has provided guarantees to Nedbank, RMB and Standard Bank (South Africa) for term loans and revolving credit facilities of €100m in aggregate granted to Balkan Retail. The financial guarantee liabilities in respect of these facilities are eliminated on consolidation as the underlying loans are reflected on the SFP.

2023

Hyprop has provided guarantees to RMB for loan (€109.7m) and guarantee (€1.2m) facilities granted to Balkan Retail. Balkan Retail has provided a guarantee to 4 commercial banks in Skopje of €1.2m in aggregate for the interest payable under the Euro denominated loans advanced to SCM Retail. The financial guarantee liabilities in respect of these facilities are eliminated on consolidation as the underlying loans are reflected on the SFP.

H3.3 Carrying value

	GROUP		COMPANY	
Rand thousands	**2024**	**2023**	**2024**	**2023**
Guarantees in respect of EUR denominated loans/facilities	-	-	2 216	44 963
Guarantees in respect of USD denominated loans/facilities	7 015	-	7 015	-
Total financial guarantee liabilities	**7 015**	**-**	**9 231**	**44 963**

H3.4 Maturity profile

Non-current liabilities	7 015	-	8 948	427
Current liabilities	-	-	283	44 536
Total financial guarantee liabilities	**7 015**	**-**	**9 231**	**44 963**

H3.5 Movement reconciliation

Balance at the beginning of the year	-	-	44 963	44 963
New guarantees issued	7 015	-	9 231	-
Derecognition of guarantees cancelled/expired	-	-	(44 963)	-
Balance at the end of the year	**7 015**	**-**	**9 231**	**44 963**

H. FUNDING AND RELATED ITEMS

H3 FINANCIAL GUARANTEES

H3.6 Exposure under financial guarantees

GROUP 2024	$'000	€'000	Rand equivalent R'000
Exposure under guarantees	**14 237**	**-**	**259 312**
Net assets of underlying subsidiaries which may mitigate exposure under guarantees	(78 665)	-	(1 432 792)
Net difference	**(64 428)**	**-**	**(1 173 480)**

COMPANY 2024	$'000	€'000	Rand equivalent R'000
Exposure under guarantees	**14 237**	**100 000**	**2 206 922**
Net assets of underlying subsidiaries which may mitigate exposure under guarantees	(78 665)	(248 285)	(6 268 415)
Net difference	**(64 428)**	**(148 285)**	**(4 061 493)**
2023			
Exposure under guarantees	**-**	**113 455**	**2 327 983**
Net assets of underlying subsidiaries which may mitigate exposure under guarantees	-	(179 467)	(3 682 491)
Net difference	**-**	**(66 012)**	**(1 354 508)**

H3.7 Valuation assumptions – Unobservable inputs

	GROUP & COMPANY 2024	2023
Risk-free rate	N/A	EUR ESTER
Data used for probability of default	Moody's Analytics RiskCalc and NAV	Publicly available IMF data and management
Loss given default (%)	5% - 45.29% (including sovereign risk)	Between 5% and 14% for EUR guarantees
Credit rating (2024 includes sovereign credit rating)	Ba1 - Caa1	BB- to BBB

H3.8 Valuation sensitivity

The valuation of the financial guarantee liabilities is sensitive to changes to the unobservable inputs above. Changes in one unobservable input, while holding the other inputs constant would have the following effects on the carrying value of the financial guarantees on the SFP.

Increase/(Decrease) in financial liability *Rand thousands*	COMPANY 2024	2023
Change in credit rating		
One notch better credit risk	(2 715)	(16 665)
One notch worse credit risk	1 912	-

Notes to the consolidated and separate financial statements

H. FUNDING AND RELATED ITEMS

H4 COVENANTS AND CAPITAL MANAGEMENT

H4.1 External restrictions

In terms of the Company's DCM Programme and the agreements between the Group and the financial institutions that have granted loans to the Group, the Group is required to maintain certain key financial ratios (covenants). If a covenant is breached on or before the reporting date, the affected borrowings should be classified as current if the Group does not have the right to defer settlement for at least 12 months after the reporting date.
The Group actively monitors and manages banking covenants to pre-empt any potential covenant breaches. There were no banking covenant breaches during the current or prior years.

Summarised below are the Group's key covenants and their status.

GROUP

Covenant	Benchmark range [1]	Reported as	2024	Status	2023	Status
Group LTV ratio	A maximum of 50% to 55%	Percentage	**36.3 - 38.1**	✔	35.0 - 38.4	✔
Secured asset/portfolio LTV ratio	A maximum of 60% to 70%	Percentage	**32.7 - 47.4**	✔	37.0 - 52.0	✔
Net asset value	A minimum of R7.5 bn	Rbn	**22.5**	✔	22.6	✔
Group interest cover ratio *(EBITDA/interest expense)*	A minimum of 1.75 to 2 times cover	Times	**2.5 - 2.7**	✔	2.8	✔
Secured asset/portfolio interest cover ratio	A minimum of 1.5 to 1.75 times cover	Times	**1.7 - 8.7**	✔	1.9 - 11.4	✔

[1] *The ranges indicated apply to the 2023 and the 2024 financial years unless otherwise indicated.*

EE

Covenant	Benchmark range	Reported as	2024	Status	2023	Status
Secured asset LTV ratio	A maximum of 50% (2023:60%)	Percentage	**40 - 43**	✔	31 - 46	✔
Debt Service Cover ratio *12m historic*	A minimum of 1.1 to 1.3 (2023: 1.1 to 1.8)	Times	**1.51 - 4.0**	✔	1.5 - 3.26	✔
Debt Service Cover ratio *12m forward*			**2.04 - 3.89**	✔	1.3 - 3.06	✔
Occupancy rate	Not less than 85% of GLA	Percentage	**n/a**	**n/a**	100	✔
Average monthly rent revenues *12m historic*	Not less than €550 000	€	**n/a**	**n/a**	693 259	✔
Equity ratio (Equity to Total Assets)	Not less than 30%	Percentage	**n/a**	**n/a**	50	✔
Required cash reserve balances	A minimum of € 1.1m (2023: €1.2m)	€m	**n/a**	**n/a**	5.8	✔
Loan to capital ratio	Lower than 2.1	Times	**1.2**	✔	n/a	n/a

H4.2 Other restrictions

Hyprop's capital management objective is to maintain a strong capital base to provide sustainable returns to shareholders over the long term. The Company's borrowings are not limited by its Memorandum of Incorporation however, in terms of paragraph 13.46(g)(ii) of the JSE Listings Requirements, a REIT's total consolidated liabilities may not exceed 60% of its consolidated gross asset value, as reflected in its latest published financial statements or results. Should the 60% threshold be exceeded, Hyprop may lose its REIT status under the JSE Listings Requirements.

Hyprop's (theoretical) unutilised borrowing capacity can be summarised as follows:

Rand thousands	GROUP 2024	2023
Total consolidated assets/gross asset value	**40 618 877**	**39 870 697**
60% of gross asset value	24 371 326	23 922 418
Total consolidated liabilities	(18 115 201)	(17 301 615)
Unutilised borrowing capacity	**6 256 125**	**6 620 803**
Ratio of Total consolidated liabilities to Gross asset value	45%	44%

I. OTHER LIABILITIES

I1 DEFERRED TAXATION

I1.1 Deferred taxation accounting policy

Deferred tax is raised on differences between the carrying amount of an asset or liability in the statement of financial position and its tax bases in accordance with IAS 12: *Income Taxes.*

I1.2 Maturity profile

		GROUP		COMPANY	
Rand thousands	*Note*	2024	2023	2024	2023
Non-current assets		54	1 116	-	-
Non-current liabilities		(1 215 084)	(1 113 118)	(207 720)	(176 145)
Net deferred taxation liability		**(1 215 030)**	**(1 112 002)**	**(207 720)**	**(176 145)**

I1.3 Carrying value

Arising on:				
Investment property valuation	(663 823)	(548 194)	-	-
Depreciation/Wear and tear claims on investment property and property, plant and equipment	(547 178)	(485 545)	(214 352)	(182 777)
Wear and tear claims on intangible asset	-	1 027	-	-
Other temporary differences	(10 661)	(85 922)	-	-
Taxation loss carried forward	6 632	6 632	6 632	6 632
Net deferred taxation liability	**(1 215 030)**	**(1 112 002)**	**(207 720)**	**(176 145)**

I1.4 Movement reconciliation - net

Rand thousands					
Balance at the beginning of the year		(1 112 002)	(912 494)	(176 145)	(170 598)
Currency translation difference		47 640	(158 580)	-	-
Movement through profit or loss	*D7.3*	(150 668)	(40 928)	(31 575)	(5 547)
Fair value of investment property		(115 630)	(24 685)	-	-
Depreciation/Wear and tear claims on investment property and property, plant and equipment		(61 633)	(11 044)	(31 575)	(5 547)
Other		26 595	(5 199)	-	-
Net Balance at the end of the year		**(1 215 030)**	**(1 112 002)**	**(207 720)**	**(176 145)**

I1.5 Tax rates used for deferred tax balances

Percentages				
South Africa	27	27	27	27
Croatia	18	18		
Bulgaria	10	10		
North Macedonia	10	10		
Netherlands	25.8	25.8		
United Kingdom	25	25		

Notes to the consolidated and separate financial statements

I. OTHER LIABILITIES

I2 TAXATION PAYABLE

I2.1 Carrying value

Rand thousands	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Current assets	(2 613)	(23 110)	(446)	-
Current liabilities	17 545	9 639	-	80
Net current (assets)/ liabilities	**14 932**	**(13 471)**	**(446)**	**80**
SA	(446)	80	(446)	80
EE	13 497	(13 643)	-	-
SSA	1 881	92	-	-
Liabilities associated with non-current assets held-for-sale	**3 372**	**1 154**	-	-
Total taxation (receivable) / payable	**18 304**	**(12 317)**	**(446)**	**80**

I3 TRADE AND OTHER PAYABLES

I3.1 Trade and other payables accounting policy

Trade and other payables are measured at amortised cost. Short-term payables are measured at the original invoice amount as the effect of discounting is immaterial.

I3.2 Trade and other payables - financial instruments

	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Trade payables and accrued expenses	134 764	184 911	95 219	125 899
Tenant deposits	145 523	130 837	95 913	80 663
Gift cards	88 674	66 408	48 085	39 634
Interest payable	115 339	70 122	96 707	69 424
Total trade and other payables - financial instruments	**484 300**	**452 278**	**335 924**	**315 620**

I3.3 Trade and other payables - non-financial instruments

	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Rent received in advance	65 724	85 687	65 101	84 128
Municipal accruals	191 916	143 619	185 060	136 409
Employee benefit accruals	10 051	9 968	10 051	9 968
Value added tax (VAT)	35 135	58 927	17 302	13 723
Other payables	28 546	23 203	12 737	21 968
Total trade and other payables - non-financial instruments	**331 372**	**321 404**	**290 251**	**266 196**
Total trade and other payables	**815 672**	**773 682**	**626 175**	**581 816**

Notes to the consolidated and separate financial statements

I. OTHER LIABILITIES

I4 PROVISIONS

Provisions are recognised and measured in accordance with IAS 37: *Provisions, Contingent Liabilities and Contingent Assets.*

Employee benefit provisions:

Short-term incentives — Bonus and other employee benefits provided for the financial year. Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Long-term incentives — ***South Africa*** - The balance includes a long-term incentive provision for a special bonus allocated in October 2021, which is subject to performance conditions and vests in October 2024. The bonus will be cash-settled and is included under current liabilities in the current year.

Eastern Europe - The balance includes a provision for a *cash settled* incentive in terms of which a portion of awardees' annual bonus is deferred for a performance period of 3 years.

Litigation provisions: Provisions relating to litigation that is likely to result in an outflow, whose timing depends on the resolution of the litigation.

Warranty provisions: Provisions relating to undertakings, warranties and indemnities given to purchasers of assets from the Group.

I4.1 Carrying value

	GROUP		COMPANY	
Rand thousands	2024	2023	2024	2023
Non-current	**3 350**	**10 663**	**-**	**10 663**
Employee benefit provisions	3 350	10 663	-	10 663
Current	**198 078**	**62 477**	**54 986**	**41 688**
Employee benefit provisions	65 308	53 563	54 986	41 688
Litigation and warranty provisions	132 770	8 914	-	-
Total	**201 428**	**73 140**	**54 986**	**52 351**

Notes to the consolidated and separate financial statements

I. OTHER LIABILITIES

I4 PROVISIONS

I4.2 Reconciliation of each class of provision

GROUP

Rand thousands	Employee benefit provisions	Litigation and warranty provisions	Total provisions
Balance at 30 June 2022	**50 826**	**6 735**	**57 561**
New provisions raised	54 140	688	**54 828**
Utilised	(38 678)	-	**(38 678)**
Unutilised amounts reversed	(3 802)	-	**(3 802)**
Currency translation and other movements	1 740	1 491	**3 231**
Balance at 30 June 2023	**64 226**	**8 914**	**73 140**
New provisions raised[1]	56 368	124 298	**180 666**
Utilised	(43 544)	-	**(43 544)**
Unutilised amounts reversed	(7 774)	-	**(7 774)**
Currency translation and other movements	(618)	(442)	**(1 060)**
Balance at 30 June 2024	**68 658**	**132 770**	**201 428**

[1] *Included in New provisions raised is R117.1m for undertakings and indemnities relating to the sale of AttAfrica and R 6.6m of costs to sell Gruppo, Hyprop Ikeja and AttAfrica. See notes E6.3.1 - Movement for the year: assets and E6.5 - Impairment of assets held-for-sale and discontinued operations.*

COMPANY

Balance at 30 June 2022	**46 495**	**-**	**46 495**
New provisions raised	45 957	-	**45 957**
Utilised	(36 299)	-	**(36 299)**
Unutilised amounts reversed	(3 802)	-	**(3 802)**
Balance at 30 June 2023	**52 351**	**-**	**52 351**
New provisions raised	44 332	-	**44 332**
Utilised	(33 923)	-	**(33 923)**
Unutilised amounts reversed	(7 774)	-	**(7 774)**
Balance at 30 June 2024	**54 986**	**-**	**54 986**

J. CASH FLOW INFORMATION

J1 CASH GENERATED FROM OPERATIONS

Rand thousands	*Note*	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Operating income		**2 397 901**	**2 083 633**	**1 460 400**	**1 334 879**
Adjusted for		**354 636**	**373 188**	**149 820**	**158 616**
Straight-line rental revenue accrual	*D1.2*	67 964	100 380	43 469	82 822
Assets written off		102	5 576	63	1 553
Unrealised foreign exchange (gain)/loss	*D5*	92 281	164 376	-	(383)
Changes in ECLs - trade receivables	*N5.4.6*	26 526	(16 611)	12 346	(39)
Depreciation – PPE	*E2.3*	144 922	110 391	74 700	60 326
Amortisation	*D4.1*	20	-	-	-
Share-based payment expense	*D4.2*	18 055	6 153	15 100	5 185
Other non-cash items		4 766	2 923	4 142	9 152
Operating profit before working capital changes		**2 752 537**	**2 456 821**	**1 610 220**	**1 493 495**
Decrease/(increase) in working capital		**23 324**	**(19 237)**	**10 403**	**(23 951)**
(Increase)/Decrease in receivables		(16 499)	(11 959)	(12 174)	(42 180)
Increase/(Decrease) in payables		39 823	(7 278)	22 577	18 229
Cash generated from operations		**2 775 861**	**2 437 584**	**1 620 623**	**1 469 544**

J2 OTHER CASH FLOW NOTES

J2.1 Taxation paid

Taxation receivable/(payable) at the beginning of the year		12 317	(107 396)	(80)	(208)
Currency translation difference		(1 513)	(3 861)	-	-
Charge for the year in profit or loss		(104 063)	(30 653)	446	(80)
Taxation payable/(receivable) at the end of the year	*I2.1*	18 304	(12 317)	(446)	80
Taxation paid		**(74 955)**	**(154 227)**	**(80)**	**(208)**

J2.2 Dividends received

Dividend receivable at the beginning of the year		-	-	151 871	-
Dividend income in profit or loss	*D3*	-	-	130 680	151 871
Dividend receivable at the end of the year	*F2.2.2*	-	-	(130 680)	(151 871)
Dividends received in cash		**-**	**-**	**151 871**	**-**

J2.3 Dividends paid

Dividends payable at the beginning of the year		-	(144 162)	-	-
Currency translation difference		-	(1 389)	-	-
Dividends declared during the year	*B2*	(1 073 272)	(1 004 269)	(1 076 182)	(1 008 477)
Dividends payable at the end of the year		-	-	-	-
Dividends paid in cash		**(1 073 272)**	**(1 149 820)**	**(1 076 182)**	**(1 008 477)**

J2.4 Interest paid

Interest payable at the beginning of the year[1]		(398 101)	(343 203)	(69 424)	(40 299)
Currency translation difference		265	(33 423)	-	-
Charge for the year in profit or loss	*D6*	(1 163 934)	(907 503)	(646 138)	(542 959)
Net movement in raising fees		(2 165)	4 263	(3 291)	-
Interest payable at the end of the year[1]		423 640	398 101	96 707	69 424
Interest paid in cash		**(1 140 295)**	**(881 765)**	**(622 146)**	**(513 834)**

[1] *Includes accrued but unpaid interest on non-controlling shareholders' loans.*

J. CASH FLOW INFORMATION

J2 OTHER CASH FLOW NOTES

J2.5 Interest received

Rand thousands	Note	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Interest receivable at the beginning of the year		1 951	886	51 713	44 025
Currency translation difference		(1 906)	308	-	-
Cession Balkan Retail NV		-	(502)	-	-
Impairment raised in prior years		-	-	(39 007)	-
Income for the year in profit or loss	*D6*	70 623	53 040	104 738	44 256
Interest receivable at the end of the year		(2 062)	(1 951)	(13 853)	(51 713)
Interest received in cash		**68 606**	**51 781**	**103 591**	**36 568**

J2.6 Amounts paid - PDI Transaction

In the 2022 financial year the Group obtained a controlling stake in Hystead following the acquisition of an additional 18.29% interest in Hystead from PDI ("the PDI Transaction"). As part of the implementation of the PDI Transaction, in October 2022 Hystead distributed €7.4m to its shareholders as a capital reduction which resulted in a payment to PDI of R32.7m.

The following amounts were paid to PDI in terms of the PDI Transaction:

	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Initial purchase price	-	(27 237)	-	-
Loan advanced/ Capital reduction	-	(32 562)	-	-
Currency translation and other adjustments	-	1 002	-	-
Amounts paid - PDI Transaction	**-**	**(58 797)**	**-**	**-**

[1] *Due to delays in obtaining certain regulatory approvals, the amount was initially advanced as a loan to PDI and subsequently set-off against the capital reduction.*

J2.7 Change in presentation

The starting point for note J1 - *Cash generated from operations* has been changed in the current year from "Profit for the year attributable to shareholders of the Company" to "Operating income".
The change was made to reduce unnecessary repetition of items reflected in profit or loss and OCI and thus make the note more concise. Both years presented have been amended by removing the lines listed below.

	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Profit for the year attributable to shareholders of the Company	1 019 761	1 521 216	77 285	1 474 260
Adjusted for	1 378 140	562 417	1 383 115	(139 381)
Interest income	(70 623)	(53 040)	(104 738)	(44 256)
Interest expense	1 163 934	907 503	646 138	542 959
Dividend income	-	-	(130 680)	(151 871)
Loss from equity accounted investments	78 057	150 694	-	-
Changes in fair value: Investment property	(409 117)	(434 145)	(489 335)	(277 212)
Changes in fair value: Derivative instruments	185 084	(56 026)	107 014	(4 007)
Profit on disposal of investment property	(4 951)	-	(4 951)	-
Changes in ECLs - loans receivable	3 804	2 767	(1 470 573)	(2 472)
(Impairment)/reversal of impairment of investment in subsidiary	-	-	2 837 059	(208 149)
Impairment of assets held-for-sale and discontinued operations	441 655	-	7 015	-
Derecognition of financial guarantees	-	-	(44 963)	-
PDI Transaction - additional purchase consideration	-	8 775	-	-
Taxation	254 731	71 581	31 129	5 627
Non-controlling interests' share of profit for the year	(264 434)	(35 692)	-	-
Operating income	**2 397 901**	**2 083 633**	**1 460 400**	**1 334 879**

K. RELATED PARTIES

Entities

Related entities are entities that are subsidiaries, joint ventures, or associates of the Group, or are controlled or jointly controlled by key management (as defined).

Key management

Key management of the Group (as contemplated IAS 24: *Related party disclosures*) comprises directors of Hyprop and includes close members of their families and entities controlled or jointly controlled by these individuals.

Prescribed officers

The Company assesses annually whether any employees should be designated as a prescribed officer (as contemplated by the South African Companies Act). Based on the latest assessment, the Group did not have any prescribed officers who are not also directors of the Company in the current or prior year.

Related-party transactions and balances – entities

Related party transactions constitute the transfer of resources, services or obligations between the Group and a party related to the Group, regardless of whether a price is charged.

Entities that are related parties and with whom the Group transacted during the year are listed below.

K1 ENTITIES

		GROUP		COMPANY	
Rand thousands	*Note*	**2024**	**2023**	**2024**	**2023**
SA					
African Land - subsidiary					
Borrowings	*H1.7*	-	-	(761 125)	(760 975)
Hyprop Employee Incentive Scheme - subsidiary					
Loan receivable (net of cumulative ECLs)	*F1.3*	-	-	31 171	47 397
Interest received		-	-	5 402	5 988
Natalmahogany - subsidiary					
Interest received		-	-	678	734
Coventurist - associate					
Loan receivable (net of cumulative ECLs)	*F1.3*	-	7	-	7
Interest received		440	203	440	203
EE					
Hyprop UK - subsidiary					
Dividend income		-	-	13 765	-
Dividend receivable included in other receivables		-	-	13 765	-
Hyprop Europe - subsidiary					
Dividend income		-	-	116 915	151 871
Dividend receivable included in other receivables		-	-	116 915	151 871
Balkan Retail - subsidiary					
Financial guarantees given by Hyprop on behalf of Balkan Retail					
Loans/facilities guaranteed		-	-	1 947 610	2 327 983
Carrying value of financial guarantee liability	*H3.3*	-	-	2 216	44 963

Notes to the consolidated and separate financial statements

K. RELATED PARTIES

K1 ENTITIES

SSA	Note	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Hyprop Mauritius - subsidiary					
Loans receivable		**-**	**-**	**-**	**16 718**
Loan balances		-	-	-	1 495 465
Cumulative ECLs		-	-	-	(1 478 747)
Interest received		-	-	41 481	2 341
Asset management fee income		-	-	606	572
WAAM - subsidiary					
Asset management fee income		-	-	525	877
AttAfrica – joint venture					
Borrowings	*H1.7*	12 416	12 938	-	-
Financial guarantees given by Hyprop on behalf of AttAfrica					
Loans/facilities guaranteed		259 312	-	259 312	-
Carrying value of financial guarantee liability	*H3.3*	7 015	-	7 015	-

K2 DIRECTORS' INTERESTS IN HYPROP SHARES

Number of shares	2024 Direct beneficial	2024 Indirect beneficial	2024 Total	2024 % held[3]	2023 Direct beneficial	2023 Indirect beneficial	2023 Total	2023 % held[3]
Independent non-executives	13 300	-	**13 300**	**0.0**	-	-	-	-
Non-executives[1]	-	13 745 320	**13 745 320**	**3.6**	-	3 000 000	3 000 000	0.8
Executives[2]	1 350 265	155 146	**1 505 411**	**0.4**	888 295	110 407	998 702	0.3
Total	**1 363 565**	**13 900 466**	**15 264 031**	**4.0**	**888 295**	**3 110 407**	**3 998 702**	**1.1**

[1] *Exposure in terms of off-market derivative transactions (Long call 6 872 660 shares, short call 6 872 660 shares) at strike prices of R 31.48 and R47.22 respectively.*

[2] *Includes shares awarded under the CUP and LTIP.*

[3] *The % held is relative to the total issued share capital at 30 June*

L. REMUNERATION

L1 DIRECTORS' REMUNERATION

L1.1 Non-executive directors (fees)

Rand thousands	GROUP and COMPANY 2024	GROUP and COMPANY 2023
Independent non-executive directors	**5 384**	**6 158**
Spiro Noussis *(chairman)*	1 256	1 133
Annabel Dallamore	725	628
Loyiso Dotwana	616	533
Richard Inskip	598	544
Reeza Isaacs *(Appointed with effect from 2 April 2024)*	147	-
Zuleka Jasper	596	568
Nonyameko Mandindi *(Resigned with effect from 5 December 2022)*	-	249
Thabo Mokgatlha	728	693
Bernadette Mzobe	718	620
Gavin Tipper *(Resigned with effect from 31 December 2022)*	-	709
Stewart Shaw-Taylor *(Retired with effect from 25 November 2022)*	-	481
Non-executive directors		
Kevin Ellerine	616	533
Total non-executive directors	**6 000**	**6 691**

L. REMUNERATION
L1 DIRECTORS' REMUNERATION
L1.2 Executive directors - cash remuneration

GROUP and COMPANY	Morné Wilken CEO		Brett Till CFO		Wilhelm Nauta CIO		Total Executive Directors	
Rand thousands	**2024**	**2023**	**2024**	**2023**	**2024**	**2023**	**2024**	**2023**
Basic salary	5 278	5 031	3 331	3 170	3 150	2 998	11 759	11 199
Pension Fund Contributions	472	449	301	286	209	199	982	934
Performance Bonus - cash[1]	3 394	4 070	2 265	2 260	1 579	1 813	7 238	8 143
Performance Bonus - total	4 849	5 814	3 236	3 228	2 256	2 590	10 341	11 632
Performance Bonus - restricted shares	(1 455)	(1 744)	(971)	(968)	(677)	(777)	(3 103)	(3 489)
Vested Shares	452	219	-	115	302	277	754	611
Other Benefits	36	36	60	60	60	60	156	156
Total executive directors	**9 632**	**9 805**	**5 957**	**5 891**	**5 300**	**5 347**	**20 889**	**21 043**
Total Directors' Remuneration							**26 889**	**27 734**

[1] *Change in presentation - In 2023 the performance bonus-restricted shares were taken into account when determining the total remuneration of executive directors. In the current year this has been excluded to reflect only cash remuneration received in a given year. The change has been made to avoid the double-counting of the Restricted shares under Remuneration and Share-based payments.*

L1.3 Executive directors - Share-based payments
L1.3.1 Reconciliation of number of shares outstanding for executive directors

Number of shares	Morné Wilken 2024	Morné Wilken 2023	Brett Till 2024	Brett Till 2023	Wilhelm Nauta 2024	Wilhelm Nauta 2023	Total 2024	Total 2023
Outstanding at the beginning of the year	419 841	263 200	248 243	166 612	220 211	159 271	888 295	589 083
New awards granted	258 528	190 271	140 434	99 259	109 731	80 514	508 693	370 044
Vested	(97 062)	(6 279)	(66 856)	(3 292)	(59 971)	(5 655)	(223 889)	(15 226)
Forfeited	(14 028)	(27 351)	(10 492)	(14 336)	(9 997)	(13 919)	(34 517)	(55 606)
Outstanding at the end of the year	**567 279**	**419 841**	**311 329**	**248 243**	**259 974**	**220 211**	**1 138 582**	**888 295**

Number of shares by award type	Morné Wilken 2024	Morné Wilken 2023	Brett Till 2024	Brett Till 2023	Wilhelm Nauta 2024	Wilhelm Nauta 2023	Total 2024	Total 2023
CUP	134 413	229 570	80 482	148 984	76 828	139 697	291 723	518 251
LTPA	347 007	142 471	177 119	72 720	143 827	59 216	667 953	274 407
Subtotal	**481 420**	**372 041**	**257 601**	**221 704**	**220 655**	**198 913**	**959 676**	**792 658**
Restricted shares	85 859	47 800	53 728	26 539	39 319	21 298	178 906	95 637
Outstanding at the end of the year	**567 279**	**419 841**	**311 329**	**248 243**	**259 974**	**220 211**	**1 138 582**	**888 295**

L1.3.2 Reconciliation of market value of shares outstanding for executive directors

Rand thousands	Morné Wilken 2024	Morné Wilken 2023	Brett Till 2024	Brett Till 2023	Wilhelm Nauta 2024	Wilhelm Nauta 2023	Total 2024	Total 2023
Outstanding at the beginning of the year[1]	12 892	8 735	7 623	5 531	6 763	5 288	27 278	19 554
New awards granted[2]	6 966	6 944	3 784	3 622	2 956	2 939	13 706	13 505
Vested	(2 800)	(219)	(1 924)	(115)	(1 728)	(195)	(6 452)	(529)
Forfeited	(431)	(908)	(322)	(476)	(307)	(462)	(1 060)	(1 846)
Change in market value	1 186	(1 660)	615	(939)	478	(807)	2 279	(3 406)
Outstanding at the end of the year [3]	**17 813**	**12 892**	**9 776**	**7 623**	**8 162**	**6 763**	**35 751**	**27 278**

[1] *Shares outstanding at the beginning of the year and shares forfeited are valued at the closing share price of R30.71 on 30 June 2023 (2022: R33.19 on 30 June 2022).*

[2] *Shares awarded during the year are valued at the 30 day VWAP on grant date of R26.94 (2023: R36.49).*

[3] *Shares outstanding at the end of the year are valued at the closing share price of R31.40 (2023: R30.71).*

L1.3.3 Share-based payments expense

The following amounts were recorded in the statement of profit and loss with respect to share-based payments awarded to executive directors.

No incremental expense was incurred for Restricted shares awarded as they are settled on grant date (subject to vesting over 3 years).

	Gross expense		Forfeits		Net expense	
Rand thousands	**2024**	**2023**	**2024**	**2023**	**2024**	**2023**
Morné Wilken (CEO)	3 601	2 864	(304)	(1 879)	3 297	985
Brett Till (CFO)	1 903	1 671	(227)	(985)	1 676	686
Wilhelm Nauta (CIO)	1 592	1 490	(217)	(957)	1 375	533
Total	**7 096**	**6 025**	**(748)**	**(3 821)**	**6 348**	**2 204**

Notes to the consolidated and separate financial statements

L. REMUNERATION

L2 LONG-TERM INCENTIVES

L2.1 LTI accounting policy

Equity-settled incentives *(Share-based payments)*	The grant date fair value of equity-settled share-based payment arrangements awarded to employees is recognised as an expense, with a corresponding increase in equity (Share-based payments reserve), over the vesting period of the awards. The amount recognised as an expense is adjusted to reflect the number of awards for which the related service and non-market performance conditions are expected to be met such that the amount ultimately recognised is based on the number of awards that meet the related service, market and non-market performance conditions at the vesting date.
Cash-settled incentives *(Share-based payments)*	The grant date fair value of cash-settled share-based payment arrangements is recognised as an expense, with a corresponding increase in Employee benefit provisions, over the vesting period (if any). The fair value is remeasured at least annually, with any changes in fair value recognised in profit or loss for the period.
Other cash-settled LTIs *(Non-share-based payments)*	Long-term cash settled incentives which are not share-based are expensed over their vesting period with a corresponding increase in Employee benefit provisions.

L2.2 Profile

Long-term performance awards (LTPAs) were previously granted in terms of the CUP, an equity-settled share plan approved by shareholders in 2013, which has reached the end of its life cycle. These awards will continue under the CUP rules, and the outcomes of these awards will be reported as they reach their vesting dates.

The CUP has been replaced by the LTIP, which was approved by shareholders on 20 July 2022 and applied from the 2023 financial year.

LTIP

The LTIP consists of 2 elements which are share-based:

1. LTPAs *(Long-term performance awards)*	An equity-settled share plan, with a performance period of not less than 3 years. Conditional shares awarded are subject to forfeiture if the performance conditions and the employment condition specified in the award letter are not satisfied.
2. Deferred awards	***South Africa*** - an equity-settled share plan where a percentage of the annual bonus, determined in accordance with the Company's remuneration policy, is awarded as Restricted Shares in lieu of paying the specified percentage of the annual bonus in cash, the vesting of which is subject to the employment condition.

L. REMUNERATION

L2 LONG-TERM INCENTIVES

L2.2 Profile

In conjunction with implementation of the LTIP, a cash settled phantom share plan and deferred awards, based on the same principles as the LTIP, were implemented for Eligible Employees of the Group who are not employed in South Africa, as follows:

1. Cash LTPAs *(Long-term performance awards)*	A *cash settled* phantom share plan, with a performance period of not less than 3 years. Phantom shares awarded are subject to forfeiture if the performance conditions and the employment condition specified in the award letter are not satisfied.
2. Cash Deferred awards	A *cash settled* incentive in terms of which a percentage of the annual bonus is deferred for a performance period of 3 years. This incentive increases/decreases based on achievement of performance targets and is payable in 3 tranches over the vesting period, provided the awardee remains in the employ of the Group.

CUP

The CUP consists of two components – performance shares and retention shares. The allocation between performance and retention shares was 70:30 for all participants.

Awards under the CUP were made on an annual basis. No new awards were made in the current year. Awards are settled by the issue/transfer of Hyprop shares to qualifying employees. These are not new shares issued but rather shares acquired in the market and held by Hyprop Employee Incentive Scheme.

Performance shares

The performance conditions for shares allocated as performance shares are:

- **40%** Growth in distribution per share relative to the peer group.
- **40%** Share price performance relative to the peer group.
- **20%** A strategic component, which is determined by the remuneration committee in line with the prevailing circumstances and projects at the time of the award.

Each of the performance conditions is measured over a three-year performance period. Participants must be employed at the end of the vesting period for the award to vest.

Retention shares

Retention shares vest after five years, provided the participant is still employed by the Group.

Notes to the consolidated and separate financial statements

L. REMUNERATION
L2 LONG-TERM INCENTIVES
L2.3 Obligation carrying values

Rand thousands	Note	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Share-based payments *(recorded in reserves)*	*G2.2*	**33 746**	**33 763**	**33 746**	**33 763**
CUP - equity-settled		18 198	29 276	18 198	29 276
LTPA - equity-settled		15 548	4 487	15 548	4 487
Share-based payments *(recorded in Share-based payment liabilities)*					
Cash LTPAs - Phantom share plan		3 856	1 068	-	-
Total share-based payment obligations	*L2.6*	**37 602**	**34 831**	**33 746**	**33 763**
Cash incentives *(recorded in Employee benefit provisions)*		**19 978**	**11 736**	**16 277**	**10 663**
Special bonus		16 277	10 663	16 277	10 663
Cash deferred awards		3 701	1 073	-	-
Total long-term incentive obligations		**57 580**	**46 567**	**50 023**	**44 426**

L2.4 Amounts recognised in profit or loss

	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Expense arising from equity-settled share-based payments	15 100	5 182	15 100	5 182
Expense arising from cash-settled share-based payments	2 955	971	-	-
Total share-based payments expense	**18 055**	**6 153**	**15 100**	**5 182**

L2.5 Total awards outstanding

The table below includes notional awards for cash-settled share-based payments

GROUP	*Number of awards* 2024	2023	*Award market value - Rand thousands* 2024	2023
Outstanding at the beginning of the year[2]	2 376 038	1 705 272	72 968	56 598
New awards granted[3]	1 348 387	953 129	36 098	34 780
Vested[1,4]	(579 857)	(50 691)	(16 746)	(1 748)
Forfeited[2]	(111 027)	(231 672)	(3 415)	(7 747)
Change in market value			6 348	(8 915)
Outstanding at the end of the year[5]	**3 033 541**	**2 376 038**	**95 253**	**72 968**

[1] Vested awards under the CUP and LTIP are settled by the transfer of Hyprop ordinary shares to the employees.

[2] Awards outstanding at the beginning of the year and awards forfeited are valued at the prior year closing share price of R30.71 on 30 June 2023 (2023: R33.19 on 30 June 2022).

[3] Awards granted during the year were valued at the 30 day VWAP on grant date of R26.94 (2023: R36.49).

[4] Three tranches of CUP/LTIP awards vested during the 2024 year at fair values of R33.36, R28.60 and R31.10 per share.

[5] Awards outstanding at the end of the year are valued at the closing share price of R31.40 (2023: R30.71).

	Number of shares by award type 2024	2023	*Weighted average remaining vesting period (years)* 2024	2023
CUP *(Company)*	811 147	1 439 336	0.8	1.0
LTPA - equity-settled *(Company)*	1 577 287	632 324	2.5	2.9
LTPA - cash settled *(Group)*	429 507	177 499	2.5	2.9
Subtotal	**2 817 941**	**2 249 159**		
Restricted	215 600	126 879	1.2	1.4
Outstanding at the end of the year	**3 033 541**	**2 376 038**		

Notes to the consolidated and separate financial statements

L. REMUNERATION

L2 LONG-TERM INCENTIVES

COMPANY

	Number of awards		*Award market value - Rand thousands*	
	2024	**2023**	**2024**	**2023**
Outstanding at the beginning of the year[2]	2 198 539	1 705 272	67 518	56 598
New awards granted[3]	1 084 579	775 630	28 990	28 304
Vested[1,4]	(579 857)	(50 691)	(16 746)	(1 748)
Forfeited[2]	(99 227)	(231 672)	(3 048)	(7 747)
Change in market value			5 053	(7 889)
Outstanding at the end of the year[5]	**2 604 034**	**2 198 539**	**81 767**	**67 518**

The prior year details for the Company have been amended to exclude awards granted to employees of the EE portfolio, which are included in the Group disclosures.

[1] *Vested awards under the CUP and LTIP are settled by the transfer of Hyprop ordinary shares to the employees*

[2] *Awards outstanding at the beginning of the year and awards forfeited are valued at the prior year closing share price of R30.71 on 30 June 2023 (2023: R33.19 on 30 June 2022).*

[3] *Awards granted during the year were valued at the 30 day VWAP on grant date of R26.94 (2023: R36.49).*

[4] *Three tranches of CUP/LTIP awards vested during the 2024 year at fair values of R33.36, R28.60 and R31.10 per share.*

[5] *Awards outstanding at the end of the year are valued at the closing share price of R31.40 (2023: R30.71).*

L2.6 Share-based payment obligations

	GROUP		COMPANY	
Rand thousands	**2024**	**2023**	**2024**	**2023**
Balance at the beginning of the year	34 831	33 076	33 763	33 076
Currency translation difference	(167)	-	-	-
Release of reserve on vesting of awards	(15 117)	(4 495)	(15 117)	(4 495)
Share-based payment expense	20 340	16 893	17 261	15 825
Forfeitures	(2 285)	(10 643)	(2 161)	(10 643)
Balance at the end of the year	**37 602**	**34 831**	**33 746**	**33 763**

The prior year details for the Group have been amended to include awards granted to employees of the EE portfolio.

L2.7 Valuation methodology

The day-one fair value of the awards granted is determined based on the 30-day VWAP of Hyprop shares traded on the JSE ending on the grant date. The number of awards expected to vest is not adjusted for performance conditions measured relative to peer groups as it is not possible to reliably predict future relative performance.

L2.8 Number of securities that may be utilised for the Company's LTIP share scheme per the scheme rules

Number of securities		
Available at the beginning of the year	16 412 743	17 171 946
Awards granted during the year	(1 075 977)	(775 630)
Awards forfeited during the year	-	16 427
Available at the end of the year	**15 336 766**	**16 412 743**

The CUP scheme was discontinued and had 3 037 403 securities available for utilisation.

M. FINANCIAL INSTRUMENTS

M1 Financial instruments accounting policy

M1.1 Classification

Financial instruments are monetary contracts that give rise to a financial asset (a right to receive cash) of one entity, and a financial liability (an obligation to deliver cash) or own equity instrument of another entity.

Business model assessment

The Group makes an assessment of the business model objective for which a financial asset is held at a portfolio level, because this best reflects how the business is managed and how information is provided to management. The information considered includes:

- The Group's strategic objectives for the portfolio of assets;
- How the performance of the portfolio is evaluated and reported to management;
- The risks that affect the performance of the portfolio; and
- The historic frequency, volume and timing of sales of financial assets, and the reasons for such sales.

Assessment of whether contractual cash flows are solely payments of principal and interest (SPPI)

For the purposes of this assessment "principal" is defined as the fair value of the financial asset on initial recognition. "Interest" is defined as consideration for the time value of money, the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group considers the contractual terms of the instrument. In making this assessment the Group considers:

- Contingent events that would change the amount or timing of cash flows;
- Terms that may adjust the contractual coupon rate, including variable features;
- Prepayment and extension features; and
- Terms that limit the Group's claim to cash flows from specific assets (e.g. non-recourse features).

M1.2 Measurement

Initial measurement	*Subsequent measurement*
Financial instruments which are categorised and designated at initial recognition as being at FVTPL are initially recognised at fair value. Transaction costs which are directly attributable to the acquisition or issue of these financial instruments are recognised immediately in profit or loss.	*FVTPL*
Financial instruments which are not carried at FVTPL are initially measured at fair value plus transaction costs that are directly attributable to the acquisition or issue of the financial instruments.	*Amortised Cost*

Presentation - Offset

Financial assets and financial liabilities are offset and the net amount reported in the SFP when the Group has an enforceable right to set off the asset and liability, and intends to settle the asset and liability on a net basis or to realise the asset and settle the liability simultaneously.

M. FINANCIAL INSTRUMENTS

M1 Financial instruments accounting policy

M1.2 Measurement

Impairment

For details on the Group's assessment of expected credit losses, see note N5 - *Credit risk and sensitivity*

Derecognition of financial instruments

The Group derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows from the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial asset are transferred. Any interest in transferred financial assets that is created or retained by the entity is recognised as a separate asset or liability. The Group derecognises a financial liability when its contractual obligations are discharged, cancelled or expire.

Fair value hierarchy

Financial instruments carried at fair value are classified into 3 levels based on the lowest level of significant inputs to the overall valuation.

Level 1	Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date. The Group has no level 1 financial instruments.
Level 2	Level 2 inputs are inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly or indirectly. The Group has classified derivatives as level 2.
Level 3	Level 3 inputs are unobservable inputs. These are used to measure fair value to the extent that relevant observable inputs are not available, to cater for situations in which there is little, or no, market activity for the asset or liability at the measurement date. During the current and prior year, the Group had no level 3 financial instruments.

M1.3 Transfers between levels 2 and 3

There were no transfers of financial instruments in either direction between levels 2 or 3 during the current or prior years.

M. FINANCIAL INSTRUMENTS

M2 MEASUREMENT OF FINANCIAL INSTRUMENTS

The table below reflects the carrying amounts and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy (where their measurement basis is fair value).

Fair values for financial assets and liabilities which are recorded at amortised cost are not disclosed where their carrying values approximate fair value. These are indicated with "CV≈FV"

GROUP *Rand thousands*	Note	2024 Carrying value	2024 Fair value	2023 Carrying value	2023 Fair value	Fair value hierarchy of inputs
Financial assets measured at FVTPL						
Derivatives - non-current	*H2.2*	72 210	72 210	130 740	130 740	Level 2
Derivatives - current	*H2.2*	93 620	93 620	157 241	157 241	Level 2
Financial assets measured at Amortised cost						
Loans receivable - non-current	*F1.2*	130 127	119 881	162 532	149 222	n/a
Loans receivable - current	*F1.2*	31 184	CV≈FV	50 189	CV≈FV	n/a
Trade receivables		164 811	CV≈FV	233 977	CV≈FV	n/a
Other receivables *(financial instruments)*	*F2.2.2*	273	CV≈FV	-	-	n/a
Cash and cash equivalents		802 995	CV≈FV	1 201 103	CV≈FV	n/a
Financial liabilities measured at FVTPL						
Derivatives - non-current	*H2.2*	27 510	27 510	14 795	14 795	Level 2
Derivatives - current	*H2.2*	16 601	16 601	4 434	4 434	Level 2
Financial liabilities measured at Amortised cost						
Borrowings - non-current	*H1.3*	13 280 102	CV≈FV	9 738 356	CV≈FV	n/a
Borrowings - current		2 482 491	CV≈FV	5 482 477	CV≈FV	n/a
Trade and other payables *(financial instruments)*		532 200	CV≈FV	543 184	CV≈FV	n/a
Other financial liabilities						
Financial guarantees - non-current	*H3.4*	7 015	7 015	-	-	n/a
COMPANY						
Financial assets measured at FVTPL						
Derivatives - non-current	*H2.2*	13 899	13 899	11 135	11 135	Level 2
Derivatives - current	*H2.2*	21 418	21 418	73 558	73 558	Level 2
Financial assets measured at Amortised cost						
Loans receivable - non-current	*F1.2*	94 495	84 038	136 825	123 211	n/a
Loans receivable - current	*F1.2*	13 285	CV≈FV	-	-	n/a
Trade receivables	*F2.2.1*	87 394	CV≈FV	90 017	CV≈FV	n/a
Other receivables *(financial instruments)*	*F2.2.2*	130 680	CV≈FV	151 871	CV≈FV	n/a
Cash and cash equivalents	*F3.2*	299 247	CV≈FV	368 844	CV≈FV	n/a
Financial liabilities measured at FVTPL						
Derivatives - non-current	*H2.2*	12 708	12 708	6 562	6 562	Level 2
Derivatives - current	*H2.2*	8 499	8 499	649	649	Level 2
Financial liabilities measured at Amortised cost						
Borrowings - non-current	*H1.3*	8 248 587	CV≈FV	5 654 745	CV≈FV	n/a
Borrowings - current	*H1.3*	347 982	CV≈FV	1 424 965	CV≈FV	n/a
Trade and other payables *(financial instruments)*	*I3.2*	335 924	CV≈FV	315 620	CV≈FV	n/a
Other financial liabilities						
Financial guarantees - non-current	*H3.4*	8 948	8 948	427	CV≈FV	n/a
Financial guarantees - current	*H3.4*	283	283	44 536	CV≈FV	n/a

[1] *Balances in the tables above include assets held-for-sale where applicable and they are shown as current/short-term.*

N. FINANCIAL RISK MANAGEMENT

N1 RISK MANAGEMENT OVERVIEW

The Group is exposed to the following risks relating to financial instruments:

- Liquidity risk	See note N2 - *Liquidity risk and sensitivity*
- Interest rate risk	See note N3 - *Interest rate risk and sensitivity*
- Currency risk	See note N4 - *Currency risk and sensitivity*
- Credit risk	See note N5 - *Credit risk and sensitivity*

The Board has overall responsibility for the establishment and oversight of the Group's risk management framework. The Board, assisted by the ARC, monitors the effectiveness of the internal control systems and other risk management procedures.

The ARC has an independent role, operating as an overseer and making recommendations to the Board for its consideration and final approval. The role of the ARC includes ensuring that an appropriate risk management policy, aligned with industry practice, is adopted and implemented. The ARC is assisted by management and outsourced internal audit service providers, both of which report to the ARC. The ARC reports on the findings of the internal auditors to the Board. For further detail on the role and mandate of the ARC, please refer to its charter on the Group's website and the report of the ARC attached to the financial statements.

The ARC does not assume the functions of management, which remain the responsibility of the executive directors, officers and other members of senior management.

Executive management is responsible for maintaining a risk register and identifying and monitoring the risks (including financial risks) which the Group faces, assessing the potential impact of such risks on the Group and their likelihood of occurring. The ARC, in conjunction with executive management, determines the Group's risk tolerance.

N2 LIQUIDITY RISK AND SENSITIVITY

N2.1 Risk and mitigation

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset, and includes liquidity risk (N2.2) and financing/refinancing risk (N2.3).

The Group's approach to managing liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they fall due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

Refinancing risk concentrations are monitored on an ongoing basis by Group treasury. The Group's cashflow requirements based on the expected rental income, operating expenses, capital expenditure requirements and debt settlements are projected 12 months in advance for each geographic segment.

Exposure		Mitigation
Liquidity	The risk that the Group will not be able to meet its financial obligations as they fall due. The Group is exposed to liquidity risk through its borrowings, cash and cash equivalents and loans receivable. See N2.2 - *Financial exposure - Liquidity*	**Risk is managed by:** - actively monitoring cash flow requirements and debt maturity profiles; - maintaining cash balances, unused revolving credit facilities, unused term loan facilities and access to debt capital markets to ensure future obligations can be met; - maintaining adequate borrowing capacity relative to maximum limits imposed by regulators and/or internally; - maintaining interest cover ratios and strong cash generated by operations to meet interest obligations; - settling interest payments at regular intervals (usually quarterly or six monthly); - adopting a pro-active approach to refinancing maturing borrowings well in advance of the maturity date; - maintaining strong relationships with multiple commercial banks and other lenders; - regular engagement with institutional bond investors; - managing debt maturity profiles to ensure a relatively constant level of loan maturities in each year; and - raising loans with terms that are generally between three and five years in duration.
Financing/ Refinancing	The risk that the Group is unable to raise the required finance to meet its obligations or to refinance existing borrowings, including that the cost of borrowings becomes unaffordable. The Group is exposed to financing/refinancing risk through its borrowings. See N2.3 - *Financing/ Refinancing*	

N. FINANCIAL RISK MANAGEMENT
N2 LIQUIDITY RISK AND SENSITIVITY
N2.2 Financial exposure - Liquidity

The following table summarises the maturity profiles and contractual cash flows of financial instruments at the reporting date. The contractual cash flow amounts are gross and undiscounted, and include contractual interest payments where applicable. The tables below exclude assets held-for-sale.

GROUP

2024 *Rand thousands*	Note	Carrying value	Contractual cash flows	Due within 12 months	Due between 1 and 2 years	Due between 2 and 5 years	Due after 5 years
Non-derivative financial assets							
Loans receivable – non-current	*F1.2*	130 127	157 982	5 633	24 010	128 339	-
Loans receivable – current	*F1.2*	31 184	31 184	31 184	-	-	-
Trade receivables	*F2.2.1*	137 443	137 443	137 443	-	-	-
Other receivables *(financial instruments)*	*F2.2.2*	273	273	273	-	-	-
Cash and cash equivalents	*F3.2*	782 297	782 297	782 297	-	-	-
Total		**1 081 324**	**1 109 179**	**956 830**	**24 010**	**128 339**	**-**
Non-derivative financial liabilities							
Borrowings - non-current	*H1.3*	(13 280 102)	(18 055 055)	(1 226 570)	(4 057 264)	(10 008 517)	(2 762 704)
Borrowings - current	*H1.3*	(936 674)	(946 553)	(946 553)	-	-	-
Financial guarantees – non-current[1]	*H3.4*	(7 015)	(259 312)	(44 922)	(44 922)	(169 468)	-
Trade and other payables *(financial instruments)*	*I3.2*	(484 300)	(484 300)	(484 300)	-	-	-
Total		**(14 708 091)**	**(19 745 220)**	**(2 702 345)**	**(4 102 186)**	**(10 177 985)**	**(2 762 704)**
Derivative financial assets[2]							
Derivatives - non-current	*H2.2*	72 210	77 956	-	48 120	29 836	-
Derivatives - current	*H2.2*	81 152	82 958	82 958	-	-	-
Total		**153 362**	**160 914**	**82 958**	**48 120**	**29 836**	**-**
Derivative financial liabilities[2]							
Derivatives - non-current	*H2.2*	(27 510)	(30 573)	-	(16 163)	(14 410)	-
Derivatives - current	*H2.2*	(16 601)	(17 332)	(17 332)	-	-	-
Total		**(44 111)**	**(47 905)**	**(17 332)**	**(16 163)**	**(14 410)**	**-**
Net (liability)/asset exposure		**(13 517 516)**	**(18 523 032)**	**(1 679 889)**	**(4 046 219)**	**(10 034 220)**	**(2 762 704)**
2023							
Non-derivative financial assets							
Loans receivable – non-current	*F1.2*	162 532	211 442	15 385	25 969	80 146	89 942
Loans receivable – current	*F1.2*	50 189	51 444	51 444	-	-	-
Trade receivables	*F2.2.1*	150 909	150 909	150 909	-	-	-
Cash and cash equivalents	*F3.2*	1 047 080	1 047 080	1 047 080	-	-	-
Total		**1 410 710**	**1 460 875**	**1 264 818**	**25 969**	**80 146**	**89 942**
Non-derivative financial liabilities							
Borrowings - non-current	*H1.3*	(9 738 356)	(14 222 879)	(625 972)	(3 172 240)	(6 473 676)	(3 950 991)
Borrowings - current	*H1.3*	(3 894 580)	(4 059 259)	(4 059 259)	-	-	-
Trade and other payables *(financial instruments)*	*I3.2*	(452 278)	(452 278)	(452 278)	-	-	-
Total		**(14 085 214)**	**(18 734 416)**	**(5 137 509)**	**(3 172 240)**	**(6 473 676)**	**(3 950 991)**
Derivative financial assets[2]							
Derivatives - non-current	*H2.2*	130 740	147 096	-	79 296	67 800	-
Derivatives - current	*H2.2*	157 241	163 514	163 514	-	-	-
Total		**287 981**	**310 610**	**163 514**	**79 296**	**67 800**	**-**
Derivative financial liabilities[2]							
Derivatives - non-current	*H2.2*	(14 795)	(24 508)	-	(9 377)	(14 087)	(1 044)
Derivatives - current	*H2.2*	(4 434)	(4 548)	(4 548)	-	-	-
Total		**(19 229)**	**(29 056)**	**(4 548)**	**(9 377)**	**(14 087)**	**(1 044)**
Net (liability)/asset exposure		**(12 405 752)**	**(16 991 987)**	**(3 713 725)**	**(3 076 352)**	**(6 339 817)**	**(3 862 093)**

[1] Financial guarantees - The outflows disclosed for the financial guarantees in the table represent the maximum potential outflow under the guarantees in the event of the borrowers defaulting on all their obligations under the guaranteed loans.

[2] Derivatives - The inflows/(outflows) disclosed in the above table represent the undiscounted contractual cash flows relating to derivative financial instruments held for risk management purposes. These derivative financial instruments are not usually closed out before contractual maturity. The disclosure shows net cash flow amounts for derivatives as they are settled on a net basis.

Notes to the consolidated and separate financial statements

N. FINANCIAL RISK MANAGEMENT
N2 LIQUIDITY RISK AND SENSITIVITY
N2.2 Financial exposure - Liquidity

COMPANY

2024						
Rand thousands	Note	Carrying value	Contractual cash flows	Due within 12 months	Due between 1 and 2 years	Due between 2 and 5 years
Non-derivative financial assets						
Loans receivable – non-current	*F1.2*	94 495	116 463	3 300	33 871	79 292
Loans receivable – current	*F1.2*	13 285	13 285	13 285	-	-
Trade receivables	*F2.2.1*	87 394	87 394	87 394	-	-
Other receivables *(financial instruments)*	*F2.2.2*	130 680	130 680	130 680	-	-
Cash and cash equivalents	*F3.2*	299 247	299 247	299 247	-	-
Total		**625 101**	**647 069**	**533 906**	**33 871**	**79 292**
Non-derivative financial liabilities						
Borrowings - non-current	*H1.3*	(8 248 587)	(9 577 919)	(744 399)	(3 047 085)	(5 786 435)
Borrowings - current	*H1.3*	(347 982)	(374 562)	(374 562)	-	-
Financial guarantees – non-current[1]	*H3.4*	(8 948)	(1 942 915)	(501 661)	(297 819)	(1 143 435)
Financial guarantees – current[1]	*H3.4*	(283)	(411 434)	(21 852)	(389 582)	-
Trade and other payables *(financial instruments)*	*I3.2*	(335 924)	(335 924)	(335 924)	-	-
Total		**(8 941 724)**	**(12 642 754)**	**(1 978 398)**	**(3 734 486)**	**(6 929 870)**
Derivative financial assets[2]						
Derivatives - non-current	*H2.2*	13 899	16 652	-	6 254	10 398
Derivatives - current	*H2.2*	21 418	22 019	22 019	-	-
Total		**35 317**	**38 671**	**22 019**	**6 254**	**10 398**
Derivative financial liabilities[2]						
Derivatives - non-current	*H2.2*	(12 708)	(14 490)	-	(12 156)	(2 334)
Derivatives - current	*H2.2*	(8 499)	(9 015)	(9 015)	-	-
Total		**(21 207)**	**(23 505)**	**(9 015)**	**(12 156)**	**(2 334)**
Net (liability)/asset exposure		**(8 302 513)**	**(11 980 519)**	**(1 431 488)**	**(3 706 517)**	**(6 842 514)**
2023						
Non-derivative financial assets						
Loans receivable – non-current	*F1.2*	136 825	171 765	10 731	88 972	72 062
Trade receivables	*F2.2.1*	90 017	90 017	90 017	-	-
Other receivables *(financial instruments)*	*F2.2.2*	151 871	151 871	151 871	-	-
Cash and cash equivalents	*F3.2*	368 844	368 844	368 844	-	-
Total		**747 557**	**782 497**	**621 463**	**88 972**	**72 062**
Non-derivative financial liabilities						
Borrowings - non-current	*H1.3*	(5 654 745)	(6 358 864)	(500 395)	(1 682 594)	(4 175 875)
Borrowings - current	*H1.3*	(1 424 965)	(1 510 819)	(1 510 819)	-	-
Financial guarantees – non-current[1]	*H3.4*	(427)	(26 066)	(640)	(640)	(24 786)
Financial guarantees – current[1]	*H3.4*	(44 536)	(2 250 898)	(2 250 898)	-	-
Trade and other payables *(financial instruments)*	*I3.2*	(315 620)	(315 620)	(315 620)	-	-
Total		**(7 440 293)**	**(10 462 267)**	**(4 578 372)**	**(1 683 234)**	**(4 200 661)**
Derivative financial assets[2]						
Derivatives - non-current	*H2.2*	11 135	11 242	-	11 242	-
Derivatives - current	*H2.2*	73 558	77 205	77 205	-	-
Total		**84 693**	**88 447**	**77 205**	**11 242**	**-**
Derivative financial liabilities[2]						
Derivatives - non-current	*H2.2*	(6 562)	(7 583)	-	(4 703)	(2 880)
Derivatives - current	*H2.2*	(649)	(672)	(672)	-	-
Total		**(7 211)**	**(8 255)**	**(672)**	**(4 703)**	**(2 880)**
Net (liability)/asset exposure		**(6 615 254)**	**(9 599 578)**	**(3 880 376)**	**(1 587 723)**	**(4 131 479)**

[1] Financial guarantees - The outflows disclosed for the financial guarantees in the table represent the maximum potential outflow under the guarantees in the event of the borrowers defaulting on all their obligations under the guaranteed loans.

[2] Derivatives - The inflows/(outflows) disclosed in the above table represent the undiscounted contractual cash flows relating to derivative financial instruments held for risk management purposes. These derivative financial instruments are not usually closed out before contractual maturity. The disclosure shows net cash flow amounts for derivatives as they are settled on a net basis.

Notes to the consolidated and separate financial statements

N. FINANCIAL RISK MANAGEMENT
N2 LIQUIDITY RISK AND SENSITIVITY
N2.3 Financing/ Refinancing

The Group regularly monitors the indicators below in managing the financing/refinancing element of its liquidity risk exposure.

N2.3.1 Available facilities/resources

Rand thousands	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Revolving credit facilities	1 974 761	1 650 000	1 780 000	1 650 000
Term loan facilities	-	22 396	-	-
Borrowing capacity under the Company's DCM programme[1]	1 020 890	1 919 503	1 020 890	1 919 503
Total unutilised borrowing capacity	**2 995 651**	**3 591 899**	**2 800 890**	**3 569 503**

[1] *The Company's DCM programme has a maximum limit of R5bn.*

Refer to note F3 - *Cash and cash equivalents* for further details on cash and cash equivalents at the reporting date.

N2.3.2 Weighted average term of borrowings

Years	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
ZAR	2.64	2.59	2.64	2.59
EUR	4.15	4.21	-	-
USD	2.67	1.67	-	-
Portfolio weighted average	**3.23**	**3.25**	**2.64**	**2.59**

N2.3.3 Next major refinancing cycle

	Type of borrowing	Encumbrance	Financial year		Borrowing currency '000	ZAR Equivalent R'000
ZAR	Bonds	Unsecured	2025	R	348 000	348 000
EUR	Term loan	Guaranteed by Hyprop	2025	€	20 000	389 522
EUR	Term loan	Guaranteed by Hyprop	2026	€	20 000	389 522
ZAR	Bonds	Unsecured	2026	R	502 000	502 000
ZAR	Term loan	Secured	2026	R	869 000	869 000
ZAR	Bonds	Secured	2026	R	250 000	250 000
ZAR	Bonds	Unsecured	2026	R	240 000	240 000
ZAR	Bonds	Secured	2026	R	500 000	500 000
ZAR	RCF	Secured	2026	R	600 000	600 000
ZAR	RCF	Secured	2026	R	250 000	250 000
EUR	RCF	Guaranteed by Hyprop	2026	€	10 000	194 761

N. FINANCIAL RISK MANAGEMENT

N3 INTEREST RATE RISK AND SENSITIVITY

N3.1 Risk and mitigation

Interest rate risk is the risk that the value of short-term investments and financial performance will be impacted as a result of fluctuations in interest rates.

Exposure	Mitigation
Fluctuations in interest rates impact the value of short-term investments, financing activities, the cost of borrowings, and interest income. The Group has significant exposure to interest rate risk through its loans receivable, borrowings, cash and cash equivalents and short-term investments.	- In terms of the Group's interest rate hedging policy at least 75% of interest rate exposure for borrowings is hedged. - The Board has approved the use of interest rate swaps, forward starting interest rate swaps, fixed rate loans, interest rate collars and interest rate caps to manage interest rate exposure. - Details of interest rate hedges are included in note H2 - *Derivatives.*

N3.1.1 Interest Rate Benchmark Reforms

A fundamental reform of major interest rate benchmarks is being undertaken globally, including the replacement of some interbank offered rates (IBORs) with alternative nearly risk-free rates (referred to as 'IBOR reform'). The Group's main IBOR exposures at 30 June relate to its derivatives and borrowing costs which are indexed to Jibar, Sofr or Euribor.

The South African Reserve Bank (SARB) is undertaking a process to replace Jibar with the new SA overnight index average (Zaronia) rate. Key dates are yet to be finalised by the SARB, however draft timetables indicate that the conversion to Zaronia may commence by Q4 of 2024, with the cessation of Jibar by 2026. The transition will have wide-ranging consequences across SA's financial system and could be disruptive as contracts linked to Jibar or prime will be switched to Zaronia. Industry workstreams are ongoing to address the risks associated with the conversion to Zaronia, including to avoid the transfer of economic value between parties on conversion and the calculation of a standard credit adjustment spread. The effect on financial instruments held by the Group remains uncertain and the Group will continue to monitor developments with its key lenders.

On 2 July 2019, the Financial Services and Markets Authority (FSMA) announced that EMMI can continue to publish the reformed Euribor, i.e., there is currently no need to replace Euribor with an alternative interest rate. It is still unclear whether Euribor will remain available permanently as market participants may gradually turn to products that are based on a risk-free rate such as the €STR. At present, it is assumed that the reformed Euribor will remain in existence until the end of 2025.

Interest rates on the Group's US Dollar denominated borrowings and interest rate hedges were changed from Libor referenced to Sofr referenced in 2023 as part of the IBOR reforms.

N3.1.2 Net exposure to benchmark interest rates

	Base	GROUP		COMPANY	
Rand thousands	*Currency*	2024	2023	2024	2023
Jibar exposure		**1 985 444**	**1 068 735**	**1 985 444**	**1 068 735**
Borrowings	ZAR	7 835 444	6 318 735	7 835 444	6 318 735
Derivatives - nominal amount[1]	ZAR	(5 850 000)	(5 250 000)	(5 850 000)	(5 250 000)
Euribor exposure		**1 605 064**	**1 796 927**	-	-
Borrowings	EUR	6 364 634	7 299 694	-	-
Derivatives - nominal amount[1]	EUR	(4 759 570)	(5 502 767)	-	-
Sofr exposure		**(79 187)**	**(23 140)**	-	-
Borrowings	USD	1 013 640	1 112 282	-	-
Derivatives - nominal amount[1]	USD	(1 092 827)	(1 135 422)	-	-

The Group does not apply hedge accounting for any of its derivatives.

[1] *Exposure is as at 30 June and excludes forward starting hedges.*

Notes to the consolidated and separate financial statements

N. FINANCIAL RISK MANAGEMENT

N3 INTEREST RATE RISK AND SENSITIVITY

N3.2 Financial exposure - Interest rates

The interest rate exposure of the Group's short-term investments, cash and cash equivalents, loans receivable and interest-bearing borrowings as reported is as follows:

N3.2.1 Assets

		GROUP		COMPANY	
Rand thousands	*Note*	**2024**	**2023**	**2024**	**2023**
Cash and cash equivalents	*F3.2*	782 297	1 047 080	299 247	368 844
Loans receivable - non-current		128 927	157 132	62 124	131 425
Loans receivable - current		26 984	50 189	9 085	-
Total continuing operations		**938 208**	**1 254 401**	**370 456**	**500 269**
Cash and cash equivalents associated with non-current assets held-for-sale and discontinued operations	*E6.4*	20 698	154 023	-	-
Total assets		**958 906**	**1 408 424**	**370 456**	**500 269**

N3.2.2 Liabilities

		GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Borrowings - non-current	*H1.3*	13 280 102	9 738 356	8 248 587	5 654 745
Borrowings - current	*H1.3*	936 674	3 894 580	347 982	1 424 965
Total continuing operations		**14 216 776**	**13 632 936**	**8 596 569**	**7 079 710**
Borrowings associated with non-current assets held-for-sale and discontinued operations	*H1.3*	1 545 817	1 587 897	-	-
Total borrowings		**15 762 593**	**15 220 833**	**8 596 569**	**7 079 710**
Less interest free borrowings		(16 698)	(14 507)	(761 125)	(760 975)
Less Non-controlling shareholder loans	*H1.7*	(532 177)	(512 437)	-	-
Less revolving credit facilities drawn		(518 315)	(397 900)	(518 315)	(397 900)
Hedged interest rate exposure on Borrowings (B)		**14 695 403**	**14 295 989**	**7 317 129**	**5 920 835**
Third party loans with fixed interest rates		-	2 250 506	-	-
Nominal value of interest rate hedges[1] **(A)**		11 702 396	9 637 683	5 850 000	5 250 000
Interest rate swaps		7 909 569	7 652 261	3 150 000	4 400 000
Interest rate caps		2 200 000	1 985 422	2 200 000	850 000
Interest rate collars		1 592 827	-	500 000	-
Hedged interest rate exposure **A/B**		80%	83%	80%	89%

Included in interest expense is an amount of R154.5m received (2023: R62.7m paid) on interest rate hedges.

[1] *Net exposure is as at 30 June and excludes forward starting hedges.*

N. FINANCIAL RISK MANAGEMENT
N3 INTEREST RATE RISK AND SENSITIVITY
N3.2 Financial exposure - Interest rates
N3.2.3 Interest rate hedges

Summarised quantitative data on the Group's interest rate exposure at 30 June is set out below:

	Reported as	GROUP 2024	2023
Proportion of borrowing costs which are hedged[1]			
ZAR borrowings	*Percentage*	80	89
EUR borrowings	*Percentage*	75	75
USD borrowings	*Percentage*	108	102
Cost of funding (excluding hedges)	*Percentage*	8.3	8.5
ZAR borrowings	*Percentage*	10.0	10.3
EUR borrowings	*Percentage*	5.9	5.9
USD borrowings	*Percentage*	11.4	11.3
Cost of funding (including hedges)	*Percentage*	7.4	6.5
ZAR borrowings	*Percentage*	9.4	8.9
EUR borrowings	*Percentage*	4.9	3.9
USD borrowings	*Percentage*	9.5	9.9
Average term of interest rate hedges	*Years*	1.9	1.9
ZAR borrowings	*Years*	1.9	1.5
EUR borrowings	*Years*	2.1	2.2
USD borrowings	*Years*	0.7	1.7
Interest cover ratio			
Interest cover ratio (gross)	*Times*	2.5	2.8
Interest cover ratio (net)	*Times*	2.6	2.9

[1] *Nominal value of interest rate hedges and fixed rate loans as a percentage of outstanding capital as at 30 June (excluding forward starting hedges).*

N3.3 Sensitivity

Based on the interest rate profile (fixed or variable) of the Group's borrowings and interest rate hedges at 30 June, an increase/decrease in an interest rate, while all other variables are held constant, would decrease/increase the Group's equity and profit for the year by the amounts detailed below:

Effect on profit or loss and equity (net of tax)

		2024	2023	GROUP 2024	2023
Rand thousands		*bps change*		*Rand thousands*	
ZAR borrowings	Decrease	100 bps	100 bps	19 854	10 687
EUR borrowings	Decrease	100 bps	100 bps	16 051	17 969
USD borrowings	Decrease	100 bps	100 bps	-	-
ZAR borrowings	Increase	100 bps	100 bps	(19 854)	(10 687)
EUR borrowings	Increase	100 bps	100 bps	(16 051)	(17 969)
USD borrowings	Increase	100 bps	100 bps	-	-

The above calculations do not take into account the maturity profile of existing hedges and the effect of replacing expiring hedges at prevailing interest rates. See note H2.4 - *Individual instruments* for details of the interest rate hedges.

Notes to the consolidated and separate financial statements

N. FINANCIAL RISK MANAGEMENT

N4 CURRENCY RISK AND SENSITIVITY

N4.1 Risk and mitigation

The Group is exposed to currency risk as a result of differences between the transaction, functional/reporting and settlement currencies of Group companies, as follows:

Portfolio	Transaction currency	Functional/ Local reporting currency	Group reporting currency
SA	Rand (ZAR)	Rand	Rand
EE	Euro (EUR), Macedonian Denar (MKD), Bulgarian Lev (BGN)	Euro	
SSA	Rand, US Dollar (USD), Nigerian Naira (NGN) and Ghanaian Cedi (GHS)	Rand, US Dollar	

Currency risk arises in the following circumstances:

Risk	Effect on the Group and mitigating actions
Transaction/functional/Group reporting currency	
The risk arising from changes in the exchange rate between the currency in which transactions, assets and liabilities are concluded/ denominated and the functional/ reporting currency of Group companies and/or the Group. The Group is exposed to this risk in all portfolios where the transaction and functional currency of the Group company is not Rands, or assets and liabilities are denominated in a currency other than the functional currency of a Group company.	- This risk arises for financial reporting purposes only when the results of the Group's SSA and EE subsidiaries are converted from transaction currencies to US Dollars, Euros and/or Rands, resulting in the recognition of foreign currency gains/losses and foreign currency translation reserves. - As a result of the devaluation of the Nigerian Naira against the US Dollar from June 2023 to June 2024, unrealised foreign currency losses on translation of Gruppo's financial results to US Dollars of R 92.1m were recognised in the 2024 financial year. - This risk is mitigated by diversifying the Group's activities across various transaction/functional currencies. At 30 June 2024, the Group's net asset value was denominated 77% (2023: 73%) in Rands, 22% (2023: 20%) in Euros and 1% (2023: 7%) in US Dollars. - This risk cannot be hedged.
Transaction/settlement currency	
The risk arising from changes in the exchange rate between the transaction currency and the currency in which income/expenses/assets/liabilities are settled. Examples include: - Guarantees provided by Hyprop for Euro/US Dollar denominated borrowings of subsidiaries in the EE and SSA portfolios, which guarantees are secured against Hyprop's Rand denominated investment properties; - Dividends received in Euros and US Dollars from subsidiaries in the EE and SSA portfolios; - Euro and US Dollar denominated borrowings in the EE and SSA portfolios where transaction currencies are Macedonian Denar, Bulgarian Lev and Nigerian Naira.	**GROUP/SA** - Hyprop has provided guarantees for loans and facilities of €100m (2023: €113.5m) to subsidiaries in the EE portfolio. These guarantees are secured against Hyprop's Rand denominated investment properties, exposing the Group to risk (including an increase in the LTV ratio) in times of Rand weakness. This risk is being mitigated by reducing the guaranteed Euro loans/facilities, with a further reduction of €10m in the current year. The risk is considered manageable at the current levels. - The Group has a formal foreign currency hedging policy in terms of which between 50% and 75% of known, or reasonably predictable, cash flow items can be hedged up to 12 months in advance using foreign exchange collars or forward exchange contracts. In addition, Hyprop has provided guarantees for loans to AttAfrica and its subsidiaries with a maximum exposure of $14.2m. Although the guarantees are not secured against Hyprop's assets, should the guarantees be called these will have to be settled from Rand facilities and cash resources, and converted to US Dollars at the prevailing exchange rate.

Notes to the consolidated and separate financial statements

N. FINANCIAL RISK MANAGEMENT
N4 CURRENCY RISK AND SENSITIVITY
N4.1 Risk and mitigation

Risk	Effect on the Group and mitigating actions
Transaction/settlement currency	
- Companies in the EE and SSA portfolios receive their revenue either in Euro/US Dollars or the local currency equivalent of Euro/US Dollars, while their expenditure with local service providers is in local currency.	**EE** -The exchange rates between the transaction currencies of companies in the EE portfolio and the Euro have historically been relatively stable; -The exchange rate of the Bulgarian Lev is pegged against the Euro; -Cash amounts are converted from transaction currencies to Euro on an ongoing basis to reduce the impact of exchange rate fluctuations; -Where possible, rentals payable by tenants are indexed to the Euro. **SSA** -The exchange rates between the transaction currencies of companies in the SSA portfolio and the US Dollar have historically been volatile and have depreciated against the US Dollar; -In June 2023 the Nigerian government announced changes to the exchange control regulations in Nigeria which resulted in a 80% devaluation of the Naira against the US Dollar from ₦418/$ in June 2022 to ₦752/$ in June 2023. -Further exchange control reforms were implemented during the 2024 financial year which increased the volatility of the NGN/USD exchange rate and a devaluation of the Naira to ₦1 621/$ at its weakest in February 2024 and ₦1 514/$ at 30 June 2024. -Where possible, rentals payable by tenants are indexed to the US Dollar, however, in periods of extreme exchange rate volatility it is not always possible to pass all currency indexation rental adjustments on to tenants. -In the 2024 financial year "concessions" were granted to tenants by allowing them to settle their US Dollar indexed rentals based on more favourable Naira/US Dollar exchange rates, which resulted in realised foreign exchange losses of R 34.5m for the Group.
Currency liquidity	
Risks arising from restrictions or inability to convert cash held in the transaction currency to the currency in which obligations must be settled, and/or default by a counterparty to a foreign exchange hedging transaction. Examples include: - converting Rands to US Dollars or Euros for investment in foreign subsidiaries; - converting Nigerian Naira to US Dollars in Gruppo; and - converting Macedonian Denar and Bulgarian Lev to Euros in the EE portfolio.	**Group** The Group's foreign currency hedging policy only permits foreign currency transactions, including hedges, to be concluded with reputable counterparties. **SA** - Liquidity in the South African foreign exchange market is good. - Subject to compliance with exchange control regulations, currently there are no impediments to converting Rands to US Dollars or Euros (or vice versa) when required. **EE** - Currently there are no impediments to converting transaction currencies to Euros when required. - Cash amounts are converted from transaction currencies to Euros on an ongoing basis to maintain Euro liquidity; -It is anticipated that Bulgaria will adopt the Euro as its currency in the short to medium term.

N. FINANCIAL RISK MANAGEMENT

N4 CURRENCY RISK AND SENSITIVITY

N4.1 Risk and mitigation

Risk	Effect on the Group and mitigating actions
Currency liquidity	
	SSA The availability of US Dollars in the Nigerian foreign exchange market and the overall liquidity improved during the 2024 financial year, but was accompanied by the significant devaluation of the Naira against the US Dollar. Foreign exchange losses of $1.4m (R26.4m) were realised on converting Naira to US Dollars in 2024. Further unrealised foreign exchange losses of $4.9m (R92m) were recognised on the conversion of Naira denominated monetary items to US Dollars (Gruppo's reporting currency) for financial reporting purposes.

Refer to note D5 - *Net foreign exchange (losses)/gains* for details of the foreign exchange (losses)/gains recognised by the Group.
In addition to the above mentioned risk, the Group has an indirect exposure to the Ghanaian Cedi through its equity accounted joint venture, AttAfrica (whose transaction, functional and reporting currency is US Dollars).
The Ghanaian Cedi continued to weaken against the US Dollar during the 2024 financial year, declining from C11.0/$ in June 2023 to C14.59/$ in June 2024.

The following significant exchange rates were applied during the year:

	Average rate		Spot rate	
	2024	**2023**	**2024**	**2023**
Rand/Euro[1]	20.24	18.60	19.48	20.52
Rand/ US Dollar[1]	18.72	17.77	18.21	18.92
Naira/US Dollar[1]	1 109.42	460.60	1 514.31	752.19
Bulgarian Lev/Euro	1.96	1.96	1.96	1.96
Macedonian Denar/Euro	61.54	61.68	61.54	61.68

[1] *Average rates are for the 12 months ending 30 June in each year and Spot rates are at 30 June.*

Exchange rates that affect the Group's performance but are not used in any consolidated results.

Cedi/US Dollar[1]	12.11	10.27	14.59	11.00

N. FINANCIAL RISK MANAGEMENT

N4 CURRENCY RISK AND SENSITIVITY

N4.2 Financial exposure - Currency

The transaction currency carrying values of the Group's financial assets and liabilities denominated in foreign currencies are as follows:

GROUP	Transaction currency carrying values[1]			Carrying value
2024	₦'000	$'000	€'000	R'000
Amounts recognised on the SFP				
Loans receivable – non-current	-	-	3 430	66 803
Loans receivable – current	-	-	919	17 899
Trade and other receivables	-	-	4 482	87 299
Cash and cash equivalents	-	393	24 038	475 332
Other assets classified as held-for-sale	3 645 660	721	-	56 968
Asset exposure	**3 645 660**	**1 114**	**32 869**	**704 301**
Borrowings – non-current	-	-	(297 423)	(5 792 640)
Borrowings – current	-	-	(29 369)	(571 994)
Financial guarantees - non-current	-	(385)	-	(7 015)
Trade and other payables	-	-	(9 921)	(193 218)
Liabilities associated with assets classified as held-for-sale	(3 982 195)	(87 181)	-	(1 635 794)
Non-derivative liabilities exposure	**(3 982 195)**	**(87 566)**	**(336 713)**	**(8 200 661)**
Derivative financial assets	-	685	6 061	130 513
Derivative financial liabilities	-	-	(1 176)	(22 904)
Net asset/(liability) exposure	**(336 535)**	**(85 767)**	**(298 959)**	**(7 388 751)**
2023				
Amounts recognised on the SFP				
Loans receivable – non-current	-	-	4 377	89 821
Loans receivable – current	-	-	2 446	50 189
Trade and other receivables	-	*	4 107	84 279
Cash and cash equivalents	-	967	31 869	672 229
Assets classified as held-for-sale	6 040 763	4 498	-	207 127
Asset exposure	**6 040 763**	**5 465**	**42 799**	**1 103 645**
Borrowings – non-current	-	-	(236 102)	(4 844 586)
Borrowings – current	-	-	(119 650)	(2 455 108)
Trade and other payables	-	(9)	(8 899)	(182 763)
Liabilities associated with assets classified as held-for-sale	-	(88 714)	-	(1 678 803)
Non-derivative liabilities exposure	**-**	**(88 723)**	**(364 651)**	**(9 161 260)**
Derivative financial assets	-	1 234	8 769	203 288
Derivative financial liabilities	-	-	(586)	(12 018)
Net asset/(liability) exposure	**6 040 763**	**(82 024)**	**(313 669)**	**(7 866 345)**

** Value less than $1000*

[1] *Notwithstanding that the transaction currencies for the EE portfolio's operations in Bulgaria and North Macedonia are the Bulgarian Lev and the Macedonian Denar, balances denominated in these currencies are included in the Euro column above as the Bulgarian Lev has a fixed exchange rate with the Euro and the exchange rate of the Macedonian Denar against the Euro is virtually unchanged from 2023 to 2024.*

Notes to the consolidated and separate financial statements

N. FINANCIAL RISK MANAGEMENT
N4 CURRENCY RISK AND SENSITIVITY
N4.2 Financial exposure - Currency

	$'000	Transaction currency Carrying value €'000	Carrying value R'000	Transaction currency Carrying value €'000	Carrying value R'000
COMPANY	**2024**	**2024**	**2024**	**2023**	**2023**
Amounts recognised on the SFP					
Other receivables - Dividends	-	6 700	130 680	7 500	151 871
Asset exposure	**-**	**6 700**	**130 680**	**7 500**	**151 871**
Financial guarantees – non-current	(385)	(99)	(8 948)	(21)	(427)
Financial guarantees – current	-	(15)	(283)	(2 170)	(44 536)
Non-derivative liabilities exposure	**(385)**	**(114)**	**(9 231)**	**(2 191)**	**(44 963)**
Net asset exposure	**(385)**	**6 586**	**121 449**	**5 309**	**106 908**

N4.3 Sensitivity

The sensitivity analysis below shows the effect of a change in foreign currency exchange rates on equity (net of tax) and Profit or loss on the Group's Sub-Saharan African and European segmental profits as well as the effect of the Euro denominated dividend on the Company results.

SA portfolio

The sensitivity analysis includes the effect of changes in the Rand and US Dollar/Euro exchange rates for foreign currency denominated assets and liabilities of the companies whose reporting currency is Rand.

EE portfolio (Euro)

The EE portfolio reports to the Group in Euro. The sensitivity analysis includes the effect of changes in the Rand/Euro exchange rate for companies whose reporting currency is Euro.

While the Group is exposed to the Macedonian Denar and the Bulgarian Lev through its EE operations, no separate sensitivity analysis is included for changes in these exchange rates as the Bulgarian Lev has a fixed exchange rate with the Euro, and the Macedonian Denar exchange rate against the Euro is virtually unchanged from 2023 to 2024.

SSA portfolio (US Dollars)

Gruppo's transaction currency is Naira while Gruppo reports to the Group in US Dollars. The sensitivity analysis includes the effect of changes in the Rand/US Dollar exchange rate for Gruppo.

The pre-tax effect of changes to one of the exchange rates is summarised below. The analysis assumes that all other variables, in particular, interest rates, remain constant.

Effect on profit or loss and equity (net of tax)			**GROUP**		**COMPANY**	
			2024	**2023**	**2024**	**2023**
		% change both years	*Rand thousands*			
Value changes are reflected as increase in profit or equity (positive) and reduction in profit or equity (negative).						
Rand/Euro	Strengthening	10.0	(99 344)	(58 926)	(13 068)	(15 187)
Rand/ US Dollar	Strengthening	10.0	145 589	19 589	n/a	n/a
Rand/Euro	Weakening	10.0	99 344	58 926	13 068	15 187
Rand/ US Dollar	Weakening	10.0	(145 589)	(19 589)	n/a	n/a

The prior year sensitivity has been recalculated based on the current year methodology.

N. FINANCIAL RISK MANAGEMENT

N5 CREDIT RISK AND SENSITIVITY

N5.1 Risk and mitigation

Credit risk is the risk of financial loss due to counterparties not meeting their contractual obligations when due.

The Group is exposed to credit risk due to its trade and other receivables, cash and cash equivalents, loans receivable and derivative instruments.

Exposure	Mitigation
Trade receivables	
The maximum exposure to credit risk in respect of trade receivables at the reporting date is the fair value of each class of receivable.	Save for national tenants, a deposit in the form of cash or a bank guarantee is obtained from tenants in terms of Hyprop's deposit policy. Furthermore, and only if required, a deed of suretyship may be obtained on behalf of a tenant.
Other receivables	
The maximum exposure to credit risk in respect of other receivables is the gross balance receivable.	Other receivables are generally small balances due from related parties, withholding tax and dividend receivables. Where significant (as sometimes is the case for dividends and withholding taxes) recovery is not in doubt as solvency and liquidity testing precedes the declaration of dividends, and offset is typically available for withholding taxes. Other balances with related parties are immaterial.
Loans receivable	
The maximum exposure to credit risk in respect of loans receivable at the reporting date is the fair value of each class of loan receivable.	The credit risk in respect of loans receivable is generally mitigated by agreements with the counterparty. These agreements contain terms which provide legal protection for the Group, including security over assets (or residual assets) of the borrower, as is normal in such agreements.
Cash and cash equivalents	
The maximum exposure to credit risk in respect of cash and cash equivalents is the outstanding balance on deposit with the respective financial institution.	Group companies manage their exposure to credit risk by placing funds with a range of leading banks and AA+ rated money market funds in the countries in which they operate. Exposure levels to each financial institution are monitored regularly.
Derivative instruments	
The maximum exposure to credit risk in respect of derivative instruments at the reporting date is the fair value of the derivative instruments.	Group companies manage their exposure to credit risk by transacting only with leading South African, European and Sub-Saharan African banks. Certain derivative instruments are governed by industry standard International Swap and Derivative Association (ISDA) agreements.

Expected credit losses

ECLs are a probability-weighted estimate of potential credit losses (i.e. the present value of all expected cash shortfalls) over the expected life of the financial instrument. The 3 parameters used to measure expected credit losses are the probability of default (PD), loss given default (LGD), and exposure at default (EAD).

Lifetime ECLs	The ECLs that result from all possible default events over the expected life of the financial instrument.
12 month ECLs	The ECLs that are possible within 12 months of the reporting date.

N5.2 Financial exposure - Credit

The Group considers its gross maximum credit risk exposure per asset class, without taking into account any collateral, financial guarantees or accumulated expected credit losses recognised, to be as follows:

		GROUP		COMPANY	
Rand thousands	*Note*	**2024**	**2023**	**2024**	**2023**
Gross loans receivable - external[1]	*F1.2/N5.3.2*	163 079	212 714	76 609	72 703
Gross loans receivable - Related parties[1]	*F1.2/N5.3.2*	4 803	2 774	72 043	1 575 566
Gross trade receivables	*F2.2.1/N5.4.3*	176 474	231 104	120 673	123 366
Gross other receivables - financial instruments	*F2.2.2*	273	-	130 680	151 871
Cash and cash equivalents	*F3.2*	782 297	1 047 080	299 247	368 844
Cash and cash equivalents - held-for-sale and discontinued operations	*E6.3*	20 698	154 023	-	-
Derivative instruments – assets		153 362	287 981	35 317	84 693
Derivative instruments – assets - held-for-sale and discontinued operations	*H2.2*	12 468	-	-	
		1 313 454	**1 935 676**	**734 569**	**2 377 043**

[1] For details of collateral held for loans receivable refer to note F1.3 - Loan details.

N. FINANCIAL RISK MANAGEMENT

N5 CREDIT RISK AND SENSITIVITY

N5.3 Loans receivable

N5.3.1 Loans receivable: ECL - general approach

Loans receivable consist of vendor loan funding to purchasers of properties sold by the Group, loans to strategic partners for CSI, BBBEE and enterprise development initiatives, and loans to subsidiaries. All loans are measured at amortised cost and are subject to the general approach when calculating expected credit losses.

The Group has considered the debtors' performance of their loan obligations, current and projected financial performance, planned disposals of major assets and attendant costs, external debts, changes to the capital structure, market values of underlying assets and future cash flows as well as security held by the Group and current and expected economic conditions, as applicable, to calculate ECLs.

Assumptions applied to the recognition of ECLs and interest income at each stage of impairment of loans receivable:

Stage	Assumptions	ECLs	Recognition of interest
Stage 1	Loans whose credit risk is in line with the original expectation and whose contractual payments are up to date.	12 month ECL	Effective interest calculated on the gross carrying amount.
Stage 2 *(not credit impaired)*	Loans whose credit risk has increased significantly since initial recognition. A significant increase in credit risk is presumed if interest and/or principal payments are 30 days past due or a review of the debtors' financial information reveals deteriorating debt servicing capacity and/or NAV.	Lifetime ECL	Effective interest calculated on the gross carrying amount.
Stage 3 *(Credit impaired)*	Interest and/or principal payments are 60 days past due or a review of the debtors' financial information reveals deteriorating debt servicing capacity and/or NAV, and no agreement to remedy this has been reached between the parties.	Lifetime ECL	Effective interest calculated on the net carrying amount.
Write off	A loan in default is written off when there is no prospect of recovery of the amount and/or an agreement to this effect has been reached between the parties.	Loan is written off.	Accrual of interest is suspended. Any recovery of amounts due is recorded when received.

N5.3.2 Stages of impairment

GROUP 2024 *Rand thousands*	Stage of impairment	ECLs	Gross carrying amount	Accumulated ECLs	Net carrying amount
Loans receivable – external			**163 079**	**(1 768)**	**161 311**
	Stage 1	*12 month ECL*	163 079	(1 768)	**161 311**
Loans receivable – Related parties			**4 803**	**(4 803)**	-
	Stage 3	*Lifetime ECLs (credit impaired)*	4 803	(4 803)	-
Total			**167 882**	**(6 571)**	**161 311**
2023					
Loans receivable – external	*Stage 1*	*12 month ECL*	212 714	-	**212 714**
Loans receivable – Related parties			**2 774**	**(2 767)**	**7**
	Stage 1	*12 month ECL*	-	-	-
	Stage 2	*Lifetime ECLs (not credit impaired)*	2 774	(2 767)	**7**
Total			**215 488**	**(2 767)**	**212 721**

ECL movement reconciliation by stage	Stage 1	Stage 2	Stage 3	Total
Balance at 30 June 2022	-	-	-	-
Transfer to Stage 2 - Lifetime ECLs *(not credit impaired)*	-	(2 767)	-	**(2 767)**
Balance at 30 June 2023	**-**	**(2 767)**	**-**	**(2 767)**
Remeasurement of loss allowances	-	(2 036)	-	**(2 036)**
New impairments	(1 768)	-	-	**(1 768)**
Transfer to Stage 3 - Lifetime ECLs *(credit impaired)*	-	4 803	(4 803)	-
Balance at 30 June 2024	**(1 768)**	**-**	**(4 803)**	**(6 571)**

N. FINANCIAL RISK MANAGEMENT
N5 CREDIT RISK AND SENSITIVITY
N5.3 Loans receivable
N5.3.2 Stages of impairment

COMPANY 2024 *Rand thousands*	Stage of impairment	ECLs	Gross carrying amount	Accumulated ECLs	Net carrying amount
Loans receivable – external	*Stage 1*	*12 month ECL*	76 609	-	**76 609**
Loans receivable – Related parties			**72 043**	**(40 872)**	**31 171**
	Stage 2	*Lifetime ECLs (not credit impaired)*	59 950	(28 779)	**31 171**
	Stage 3	*Lifetime ECLs (credit impaired)*	12 093	(12 093)	-
Total			**148 652**	**(40 872)**	**107 780**
2023					
Loans receivable – external	*Stage 1*	*12 month ECL*	72 703	-	**72 703**
Loans receivable – Related parties			**1 575 566**	**(1 511 443)**	**64 123**
	Stage 2	*Lifetime ECLs (not credit impaired)*	80 101	(32 697)	**47 404**
	Stage 3	*Lifetime ECLs (credit impaired)*	1 495 465	(1 478 746)	**16 719**
Total			**1 648 269**	**(1 511 443)**	**136 826**

ECL movement reconciliation by stage	Stage 1	Stage 2	Stage 3	Total
Balance at 30 June 2022	-	(21 490)	(1 492 425)	**(1 513 915)**
Remeasurement of loss allowances	-	(4 717)	13 679	**8 962**
New impairments (Loans classified as Stage 2)	-	(6 490)	-	**(6 490)**
Balance at 30 June 2023	**-**	**(32 697)**	**(1 478 746)**	**(1 511 443)**
Loans settled	-	-	1 478 746	**1 478 746**
Remeasurement of loss allowances	-	(8 175)	-	**(8 175)**
Transfer to Stage 3 - Lifetime ECLs *(credit impaired)*	-	12 093	(12 093)	-
Balance at 30 June 2024	**-**	**(28 779)**	**(12 093)**	**(40 872)**

N5.3.3 Transfers between Stages of impairment

2024: The loans receivable from Coventurist (R4.8m) and Natalmahogany (R7.3m) with a carrying value of R12.1m in aggregate were fully provided for and transferred to from Stage 2 to Stage 3, due to deterioration in their financial position and need for funding.
The ECL of R1.8m on the loan receivable from Balkan Real Estate relates to a claim by the borrower, but the loan remains in stage 1.

2023: A loan with a gross carrying amount of R2 774 000 was transferred from stage 1 to stage 2 due to a deterioration in trading conditions. ECLs related to these loans were subsequently calculated at R2 767 000.

N5.4 Trade receivables
N5.4.1 Trade receivables: ECL - simplified approach

Trade receivables consist of lease receivables for rentals, deposits and recoveries due from tenants. They are measured at amortised cost and subject to the simplified approach when calculating expected credit losses.

The Group applies the simplified approach to determine the expected credit losses for trade receivables resulting in a calculation of lifetime expected credit losses. ECLs are calculated on an individual receivable level taking into account projected loss levels and economic factors affecting the particular mall or type of retailer. With respect to the European portfolio tenant deposits are taken into consideration when calculating the ECLs.

Trade receivables are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, among others, insolvency or significant financial difficulties of the tenant, default on payment terms and vacation or abandonment of the leased premises. Impaired trade receivables are derecognised when all reasonable efforts to collect the amounts outstanding have failed and they are assessed as uncollectible.

Trade receivables are considered to be in default when the debtor is in breach of the terms of their lease.

N. FINANCIAL RISK MANAGEMENT

N5 CREDIT RISK AND SENSITIVITY

N5.4 Trade receivables

N5.4.2 Total receivables by geographic segment

GROUP

Rand thousands	SA	EE	Total
2024			
Gross trade receivables	122 223	54 251	**176 474**
Cumulative ECLs	(33 280)	(5 751)	**(39 031)**
Net carrying amount	**88 943**	**48 500**	**137 443**
2023			
Gross trade receivables	125 680	105 424	**231 104**
Cumulative ECLs	(33 415)	(46 780)	**(80 195)**
Net carrying amount	**92 265**	**58 644**	**150 909**

N5.4.3 Aged receivables and ECLs

GROUP

Rand thousands	Current	30 days	60 days	90^{+} days	Total
2024					
Gross trade receivables	126 324	14 973	7 487	27 690	**176 474**
Impaired	8 414	7 464	5 731	25 717	**47 326**
Not impaired	117 910	7 509	1 756	1 973	**129 148**
Cumulative ECLs	(5 642)	(3 924)	(4 862)	(24 603)	**(39 031)**
Net carrying amount	**120 682**	**11 049**	**2 625**	**3 087**	**137 443**
Impaired trade receivables as a % of Gross trade receivables	7%	50%	77%	93%	**27%**
2023					
Gross trade receivables	143 183	12 131	7 686	68 104	**231 104**
Impaired	11 130	7 369	5 333	65 009	**88 841**
Not impaired	132 053	4 762	2 353	3 095	**142 263**
Cumulative ECLs	(9 350)	(5 775)	(4 466)	(60 604)	**(80 195)**
Net carrying amount	**133 833**	**6 356**	**3 220**	**7 500**	**150 909**
Impaired trade receivables as a % of Gross trade receivables	8%	61%	69%	95%	**38%**

COMPANY

	Current	30 days	60 days	90^{+} days	Total
2024					
Gross trade receivables	82 117	8 680	6 942	22 934	**120 673**
Impaired	8 414	6 646	5 361	21 154	**41 575**
Not impaired	73 703	2 034	1 581	1 780	**79 098**
Cumulative ECLs	(5 642)	(3 106)	(4 492)	(20 039)	**(33 279)**
Net carrying amount	**76 475**	**5 574**	**2 450**	**2 895**	**87 394**
% of Gross trade receivables that are impaired	10%	77%	77%	92%	**34%**
2023					
Gross trade receivables	86 661	7 654	5 082	23 969	**123 366**
Impaired	10 364	6 241	4 268	21 062	**41 935**
Not impaired	76 297	1 413	814	2 907	**81 431**
Cumulative ECLs	(8 585)	(4 647)	(3 400)	(16 717)	**(33 349)**
Net carrying amount	**78 076**	**3 007**	**1 682**	**7 252**	**90 017**
% of Gross trade receivables that are impaired	12%	82%	84%	88%	**34%**

N. FINANCIAL RISK MANAGEMENT
N5 CREDIT RISK AND SENSITIVITY
N5.4 Trade receivables
N5.4.5 Exposure and mitigating balances

Rand thousands	*Note*	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Maximum exposure		137 443	150 909	87 394	90 017
Gross trade receivables	*F2.2.1*	176 474	231 104	120 673	123 366
Cumulative ECLs	*F2.2.1/N5.4.6*	(39 031)	(80 195)	(33 279)	(33 349)
Mitigating balances		579 906	579 025	265 513	254 909
Bank guarantees on behalf of tenants in favour of the Group		434 384	448 188	169 600	174 246
Tenant deposits held by the Group	*I3.2*	145 523	130 837	95 913	80 663
Excludes assets classified as held-for-sale					

N5.4.6 ECL Movement for the year

	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
Balance at the beginning of the year	80 195	99 778	33 349	56 695
Changes in ECLs - trade receivables	26 526	(16 611)	12 346	(39)
Receivables written off during the year[1]	(64 758)	(11 612)	(12 416)	(23 307)
Currency translation difference	(2 932)	8 640	-	-
Balance at the end of the year	**39 031**	**80 195**	**33 279**	**33 349**

[1] Balances written off are no longer subject to enforcement activities

N5.5 Other receivables: ECL - general approach

Included in other receivables for the current year are prepayments and municipal deposits to which the Group has applied the general approach when calculating ECLs. The application of this approach on other receivables had an immaterial impact.

N5.6 Cash and cash equivalents
N5.6.1 Cash and cash equivalents: ECL - general approach

Cash and cash equivalents comprise cash deposits with leading banks and units held in money market funds in the jurisdictions in which the Group companies operate. Impairment losses on cash and cash equivalents are measured on a 12-month expected credit loss basis. No material ECLs are anticipated in respect of cash and cash equivalents given the credit ratings and/or financial position and standing of the counterparties.
The credit ratings for the counterparty financial institutions as well as the exposure concentration of cash and cash equivalents with each financial institution, are as follows:

N5.6.2 Exposure concentration

	Credit rating 2024	Credit rating 2023	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
South Africa				*Percentages*		
ABSA Bank Ltd	Ba2	Ba2	51.2	66.8	51.2	66.4
Standard Bank Group	Baa3	Ba3	31.7	20.2	31.6	20.6
Nedbank Group	Baa3	Ba2	13.2	11.8	13.5	11.9
Rand Merchant Bank/FirstRand Group	Ba2	Ba2	1.3	1.2	1.1	1.1
Investec Ltd	Ba2	n/a	0.5	-	0.5	-
Other	n/a	n/a	2.1	0.0	2.1	0.0
Total exposure - South Africa			**100.0**	**100.0**	**100.0**	**100.0**

South Africa - Carrying amounts by credit rating	GROUP 2024	GROUP 2023	COMPANY 2024	COMPANY 2023
		Rand thousands		
Baa3	137 391	-	135 053	-
Ba2	162 090	298 263	157 783	293 132
Ba3	-	75 588	-	75 588
Other	6 411	124	6 411	124
Total exposure - South Africa	**305 892**	**373 975**	**299 247**	**368 844**

N. FINANCIAL RISK MANAGEMENT

N5 CREDIT RISK AND SENSITIVITY

N5.6.2 Exposure concentration

	Credit rating		GROUP		COMPANY	
	2024	**2023**	**2024**	**2023**	**2024**	**2023**
Europe			*Percentages*			
DSK Bank	BBB-	BBB	21.3	24.7	n/a	n/a
Raiffeisen Bank Austria d.d.	Baa2	n/a	-	16.1	n/a	n/a
Erste Group Bank AG	A1	A2	26.6	6.6	n/a	n/a
Intesa Sanpaolo Luxembourg	BBB	BBB	18.2	5.4	n/a	n/a
Komercijalna Banka AD Skopje	Unrated	Unrated	17.2	18.2	n/a	n/a
Nedbank	BB-	n/a	0.0	-	n/a	n/a
Standard Bank Group	BB-	BB+	16.7	29.0	n/a	n/a
Total exposure - Europe			**100.0**	**100.0**	**n/a**	**n/a**
Europe - Carrying amounts by credit rating			*Rand thousands*			
A1			124 497	43 277	n/a	n/a
BBB-			99 845	161 289	n/a	n/a
BBB			85 039	35 017	n/a	n/a
Baa2			-	104 967	n/a	n/a
BB-			78 488	189 591	n/a	n/a
Unrated			80 297	119 781	n/a	n/a
Total exposure - Europe			**468 166**	**653 922**	**n/a**	**n/a**
Sub-Saharan Africa			*Percentages*			
Standard Bank Group	Ba3	Ba3	67.8	11.1	n/a	n/a
Stanbic IBTC	AA$_{(NG)}$	AAA$_{(NG)}$	12.6	9.3	n/a	n/a
RMB Nigeria	Aa-$_{(NG)}$	Aa-	19.4	72.4	n/a	n/a
Zenith Bank PLC	Caa1	Caa1	0.2	7.2	n/a	n/a
Total exposure - Sub-Saharan Africa			**100.0**	**100.0**	**n/a**	**n/a**
Sub-Saharan Africa - Carrying amounts by credit rating			*Rand thousands*			
AAA$_{(NG)}$		Held-for-sale	-	16 023	n/a	n/a
AA$_{(NG)}$		Held-for-sale	3 640	-		
Aa-$_{(NG)}$		Held-for-sale	5 624	-	n/a	n/a
Aa-		Held-for-sale	-	125 410	n/a	n/a
Ba2		Held-for-sale	11 386	-	n/a	n/a
Ba2			8 239	-	n/a	n/a
Ba3			-	19 183	n/a	n/a
Caa1		Held-for-sale	48	12 590	n/a	n/a
Total exposure - Sub-Saharan Africa			**28 937**	**173 206**	**n/a**	**n/a**

O. OTHER INFORMATION

O1.1 EVENTS AFTER THE REPORTING DATE

O1.1 Dividend declaration

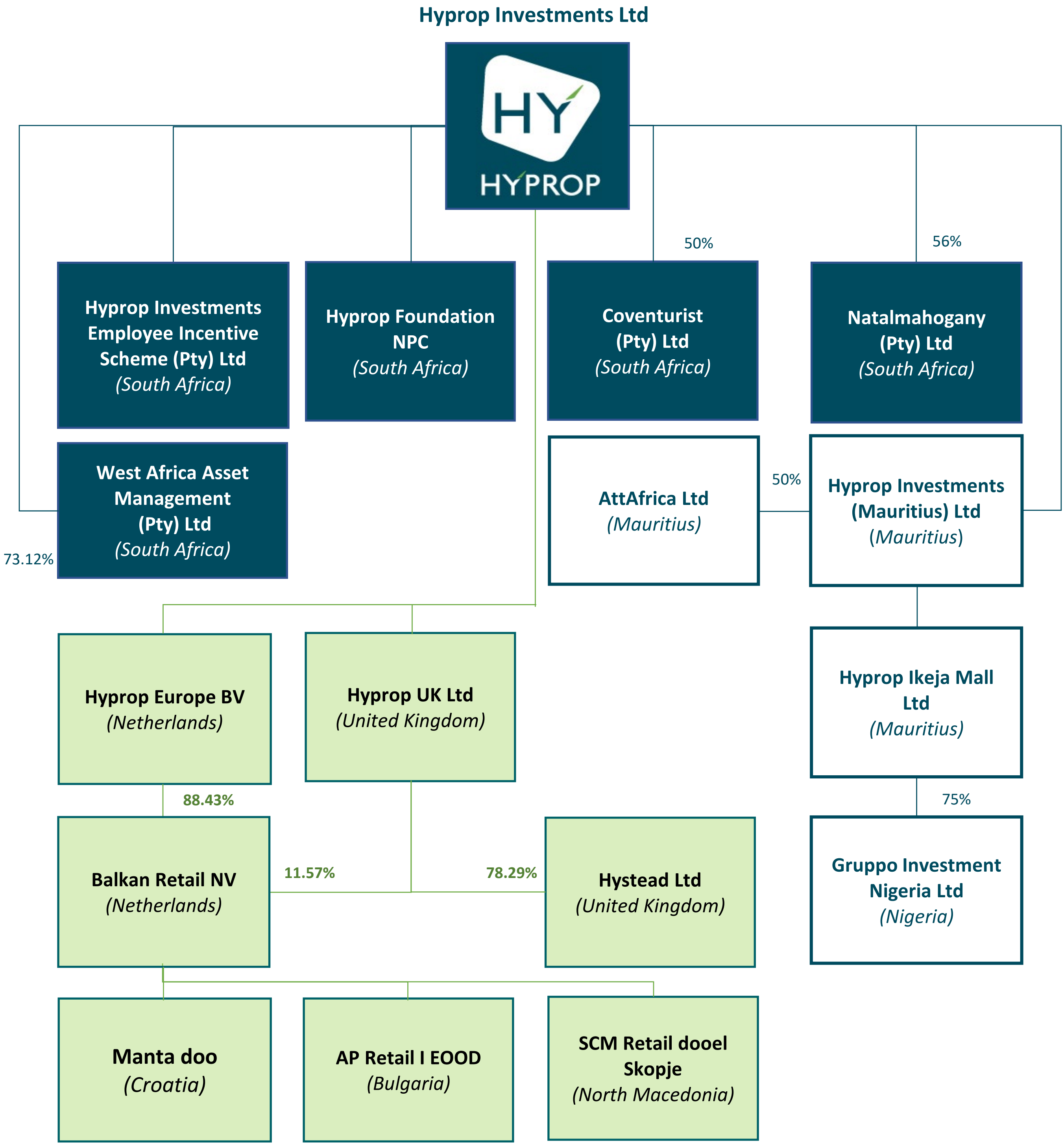
On 16 September 2024 the Board resolved to declare a dividend for the year ended 30 June 2024 of 280.00000 cents per share.

O1.2 Disposal of investments in Sub-Saharan Africa

On 7 August 2024 agreements were signed by Hyprop Mauritius (as one of the sellers) for the disposal of its shares in and claims against AttAfrica and Hyprop Ikeja to Lango Real Estate Limited. See note E6 - *Assets and liabilities Held-for-sale and discontinued operations* for further details.

O. OTHER INFORMATION

O2 GROUP STRUCTURE AT 30 JUNE 2024



All holdings are 100% unless otherwise specified and dormant entities are excluded.

O. OTHER INFORMATION

O3 SUBSIDIARIES

The Group's direct and indirect holdings in subsidiaries are summarised below:

Name and Country of incorporation/ operation	Status	Nature of activities	2024 % held[1]	2023 % held[1]
Incorporated in South Africa				
Hyprop Investments Employee Incentive Scheme (Pty) Ltd	Active	Hedging the obligations arising from share awards made to employees.	100	100
Hyprop Foundation NPC	Active	Coordination of Hyprop's corporate social investment initiatives.	100	100
African Land Investments (Pty) Ltd	Dormant[2]	Dormant[2]	100	100
West Africa Asset Management (Pty) Ltd	Active	Asset management services for properties in Sub-Saharan Africa.	73.12	73.12
Natalmahogany (Pty) Ltd	Active	Developer and operator of NTER	56.04	56.04
PSV Investments (Pty) Ltd	Dormant[2]	Dormant[2]	100	n/a
Incorporated in the United Kingdom				
Hyprop UK Ltd	Active	Intermediate holding company	100	100
Hystead Ltd	Active	Intermediate holding company	78.29	78.29
Incorporated in the Netherlands				
Hyprop Europe BV	Active	Holding company for European subsidiaries	100	100
Balkan Retail NV	Active	Intermediate holding company	100	100
KH Retail BV	Deregistered	Intermediate holding company	n/a	100
KH Holdco BV	Deregistered	Intermediate holding company	n/a	100
Incorporated in North Macedonia				
SCM Retail dooel Skopje	Active	Owner of Skopje City Mall	100	100
Incorporated in Bulgaria				
AP Retail I EOOD	Active	Owner of The Mall, Sofia	100	100
Incorporated in Croatia				
Manta doo	Active	Owner of City Center one East and City Center one West	100	100
Incorporated in Mauritius				
Hyprop Investments (Mauritius) Ltd	Active	Indirect investment in and development of income-producing properties in Sub-Saharan Africa.	100	100
Hyprop Ikeja Mall Ltd	Active/Held-for-sale	Holding company for Gruppo.	100	100
Incorporated in Nigeria				
Gruppo Investment Nigeria Ltd	Active/Held-for-sale	Owner of Ikeja City Mall.	75	75

[1] Proportion of ownership interest and voting power held by the Group.

[2] Dormant company means a company that is not trading and has no income.

Notes to the consolidated and separate financial statements

O. OTHER INFORMATION

O4 JOINT ARRANGEMENTS AND ASSOCIATES

The Group's direct and indirect holdings in joint arrangements and associates (and the resultant effective economic interests) are summarised below:

For a Group structure see note O2 - *Group structure.*

Name	Principal place of business	Partner/co-investor	% held 2024	% held 2023
Joint operations				
Canal Walk Shopping Centre	Cape Town, South Africa	Ellerine Brothers	80	80
The Glen Shopping Centre	Johannesburg, South Africa	Ellerine Brothers	75.16	75.16
Joint venture – held through Hyprop Mauritius				
AttAfrica Ltd	Mauritius	AIH International Ltd	50	50
Associates				
Coventurist (Pty) Ltd	South Africa	EmpiriQ	50	50

O5 PROPERTIES

Properties in which the group has direct/indirect interests.

SOUTH AFRICA	% held	EUROPE	% held	SUB-SAHARAN AFRICA	% held
Canal Walk	80	City Center one East	100	Ikeja City Mall[2]	75
The Glen	75.16	City Center one West	100		
CapeGate	100	Skopje City Mall	100		
Clearwater Mall	100	The Mall	100		
Hyde Park Corner	100				
Rosebank Mall	100				
Somerset Mall	100				
Table Bay Mall	100				
Woodlands Boulevard	100				
17 Baker Street[1]	100				
Cradock Heights[1]	100				

[1] *Stand-alone offices*

[2] *Held-for-sale*

P. PROPERTY DISCLOSURES
P1 JSE PROPERTY DISCLOSURES
P1.1 Detailed property disclosures

Listed companies that carry out property-related activities are subject to additional disclosure requirements relating to their property portfolio and financial information in terms of the JSE Listings Requirements. The tables below exclude properties classified as held-for-sale and disclosures for offices are for standalone offices only. Rental escalations relate to new leases and amendments made during the financial year.

GROUP 2024	Location	Revenue attributable to the Group R'000	Total GLA m^2	Rent R /m^2	RETAIL GLA m^2	RETAIL Vacancy m^2	RETAIL Vacancy %	RETAIL Rental escalation %	OFFICE GLA m^2	OFFICE Vacancy m^2	OFFICE Vacancy %	OFFICE Rental escalation %	Average annualised property rental yield %
GEOGRAPHICAL PROFILE													
SOUTH AFRICA		**2 982 548**	**720 800**	**272**	**675 581**	**12 386**	**1.8**	**6.6**	**45 219**	**12 384**	**27.4**	**6.8**	**8.1**
Gauteng		1 535 711	368 002	236	332 241	8 784	2.6	6.6	35 761	10 952	30.6	6.8	9.0
Western Cape		1 446 837	352 798	310	343 340	3 602	1.0	6.6	9 458	1 432	15.1	6.8	7.3
SECTORAL PROFILE													
RETAIL		**2 964 925**	**713 944**	**273**	**675 581**	**12 386**	**1.8**	**6.6**	**38 363**	**9 996**	**26.1**	**6.8**	**8.1**
Super regional													
Canal Walk	*Cape Town*		156 989	376	147 531				9 458				
Large regional													
Clearwater Mall	*Johannesburg*		85 762	289	85 762				-				
The Glen	*Johannesburg*		78 732	224	78 732				-				
Woodlands Boulevard	*Pretoria*		73 496	202	73 496				-				
CapeGate	*Cape Town*		64 755	262	64 755				-				
Somerset Mall	*Somerset West*		70 193	302	70 193				-				
Rosebank Mall	*Johannesburg*		84 180	233	65 944				18 236				
Table Bay Mall	*Cape Town*		60 861	200	60 861				-				
Regional													
Hyde Park Corner	*Johannesburg*	206 765	38 976	277	28 307				10 669				
OFFICES		**17 623**	**6 856**	**158**	**-**	**-**	**-**	**-**	**6 856**	**2 388**	**34.8**	**6.5**	**7.9**
TOTAL SOUTH AFRICAN PORTFOLIO		**2 982 548**	**720 800**	**272**	**675 581**	**12 386**	**1.8**	**6.6**	**45 219**	**12 384**	**27.4**	**6.8**	**8.1**

Notes to the consolidated and separate financial statements

P. PROPERTY DISCLOSURES

P1 JSE PROPERTY DISCLOSURES

P1.1 Detailed property disclosures

GROUP 2024	Location	Revenue attributable to the Group R'000	Total GLA m^2	Rent R /m^2	RETAIL GLA m^2	RETAIL Vacancy m^2	RETAIL Vacancy %	RETAIL Rental escalation %	OFFICE GLA m^2	OFFICE Vacancy m^2	OFFICE Vacancy %	OFFICE Rental escalation %	Average annualised property rental yield %
GEOGRAPHICAL PROFILE													
EUROPE		**1 386 814**	**187 730**	**519**	**187 730**	**248**	**0.1**	**Note 1**	**-**	**-**	**-**	**-**	**8.1**
SECTORAL PROFILE													
RETAIL		**1 386 814**	**187 730**	**519**	**187 730**	**248**	**0.1**	**Note 1**	**-**	**-**	**-**	**-**	**8.1**
City Center one East	*Zagreb*		47 260	704	47 260								
City Center one West	*Zagreb*		42 080	770	42 080								
The Mall	*Sofia*		61 577	479	61 577								
Skopje City Mall	*Skopje*		36 813	554	36 813								
TOTAL EUROPEAN PORTFOLIO		**1 386 814**	**187 730**	**519**	**187 730**	**248**	**0.1**	**Note 1**	**-**	**-**	**-**	**-**	**8.1**
TOTAL GROUP		**4 369 362**	**908 530**		**863 311**	**12 634**			**45 219**	**12 384**	**-**	**-**	

Note 1: The majority of contractual rentals are subject to annual/monthly indexation adjustments based on published indices. Certain indexation adjustments are subject to caps.

P. PROPERTY DISCLOSURES

P1 JSE PROPERTY DISCLOSURES

P1.2 Tenant grading

Tenants in the portfolio are categorised by grade as follows:

A grade: Large national tenants, large listed tenants and major franchises (including all national retailers and tenants in large listed groups).

B grade: Smaller national and listed tenants, medium-sized franchises, medium to large retailers.

C grade: Smaller line stores.

2024	Portfolio lease revenue[1,2] R'000	Lease revenue attributable to the Group R'000	Revenue contribution %	Rentable area (GLA) m^2	GLA contribution %	Revenue per m^2/ month (Rands)[2]
South Africa						
A grade	1 231 375	1 131 852	55.7	488 870	70.2	221
B grade	571 358	520 071	25.8	123 200	17.7	399
C grade - (705 tenants)	408 944	367 961	18.5	83 960	12.1	424
Total	**2 211 677**	**2 019 885**	**100.0**	**696 030**	**100.0**	**277**
Europe						
A grade		599 540	43.2	116 860	62.2	428
B grade		611 264	44.1	59 087	31.5	862
C grade - (151 tenants)		176 034	12.7	11 783	6.3	1 245
Total		**1 386 838**	**100.0**	**187 730**	**100.0**	**616**
Total portfolio						
A grade		1 731 392	50.8	605 730	68.5	261
B grade		1 131 336	33.2	182 287	20.6	549
C grade - (856 tenants)		543 995	16.0	95 743	10.8	525
Total		**3 406 723**	**100.0**	**883 760**	**100.0**	**349**

[1] Portfolio lease income refers to the total lease income for the properties (notwithstanding that the Group may have a lower ownership percentage) and is used to calculate the Revenue contribution and Revenue per m^2.

[2] Only three months of revenue for Table Bay Mall included.

P1.3 Lease expiry profiles

P1.3.1 Lease expiry profile by revenue (%)

Lease expiry profile by revenue (%)	FY2025	FY2026	FY2027	FY2028	FY2029+
South Africa					
Retail	40.1	17.3	15.0	11.7	15.9
Offices	54.9	26.9	4.6	4.6	8.9
Total	**40.4**	**17.5**	**14.8**	**11.6**	**15.7**
Europe					
Retail	11.5	12.4	19.5	13.1	43.5

P1.3.2 Lease expiry profile by rentable area (%)

	Vacancy	FY2025	FY2026	FY2027	FY2028	FY2029+
South Africa						
Retail	1.8	36.2	13.6	12.2	11.5	24.7
Offices	27.4	39.0	9.9	3.7	2.9	17.1
Total	**3.4**	**36.3**	**13.4**	**11.7**	**10.9**	**24.2**
Europe						
Retail	0.1	7.9	9.0	20.2	12.4	50.4

Q. PROPERTY DISCLOSURES

Q2 SA REIT RATIOS

The SA REIT RATIOs include the calculation of SA REIT Funds from Operations (FFO), Funds from operations per share (FFOPS) and other Pro-forma information (collectively referred to as "Pro-forma Financial Information"). Pro-forma Financial Information constitutes Pro-forma measures and is pro-forma financial information in terms of the JSE Listings Requirements.

Basis of preparation: Pro-forma Financial information

The Pro-forma Financial Information has been compiled to provide investors with performance metrics that are commonly used in the industry to enable direct comparison of South African Real Estate Investment Trusts. Due to its nature the Pro-forma Financial Information may not fairly present the results of operations of Hyprop Investments Ltd and the Group.

The Directors are responsible for compiling the Pro-forma Financial Information on the basis of the Applicable Criteria specified in the JSE Listings Requirements, including the JSE Guidance Letter: Presentation of pro forma financial information, dated 4 March 2010.

The independent reporting accountant's assurance report on the Pro-forma financial information is available on the Group's website at https://www.hyprop.co.za/results-center.php

Q2.1 SA REIT Funds from Operations per share

		GROUP	
Rand thousands	*Note*	**2024**	**2023**
Profit for the year attributable to Shareholders of the Company		**1 019 761**	**1 521 216**
Adjusted for:-			
Accounting/specific adjustments:-		**254 994**	**(290 070)**
Changes in fair value - Investment property	*E1.4.3*	(409 117)	(434 145)
Amortisation of intangible assets	*D4.1*	20	-
Asset impairments / reversals of impairments		445 459	2 767
Deferred taxation expense	*D7.3*	150 668	40 928
Straight-line rental revenue accrual	*D1.2*	67 964	100 380
Adjustments arising from investing activities:-		**(4 951)**	**5 576**
Gains or losses on disposal / scrapping of:			
- Investment property and PPE		(4 951)	5 576
Foreign exchange and hedging items:-		**185 084**	**(56 026)**
Changes in fair value - Derivative instruments	*H2.3*	185 084	(56 026)
Other adjustments:-		**(196 042)**	**39 013**
Non-controlling interests in respect of the above adjustments		(196 042)	30 238
PDI Transaction - additional purchase consideration		-	8 775
SA REIT FFO		**1 258 846**	**1 219 709**
Number of shares outstanding at end of period *(net of treasury shares)*		**379 502 169**	358 084 019
SA REIT FFO per share (cents)		**331.7**	**340.6**
Company-specific adjustments (cents per share)		**38.7**	**64.6**
Capital and other items		(0.2)	(11.5)
Unrealised foreign exchange losses		18.3	34.0
Equity accounted losses		20.6	42.1
Distributable income per share (cents)		**370.4**	**405.2**

SA REIT DISCLOSURES - unaudited

Q. PROPERTY DISCLOSURES

Q2 SA REIT RATIOS

Q2.2 SA REIT Net Asset Value

		GROUP	
Rand thousands	*Note*	**2024**	**2023**
Reported NAV attributable to the parent		**22 893 401**	**22 699 719**
Adjustments:			
Dividend to be declared/reinvested		(1 062 606)	(1 071 744)
Total derivatives	*H2.2*	(121 719)	(268 752)
Goodwill and intangible assets		(58)	(59)
Net deferred taxation liability	*I1.2*	1 215 030	1 112 002
SA REIT NAV		**22 924 048**	**22 471 166**
Shares outstanding			
Number of shares in issue at period end *(net of treasury shares)*	*G1.3*	379 502 169	358 084 019
Effect of dilutive instruments	*B3.2*	1 168 241	1 253 125
Diluted number of shares outstanding		**380 670 410**	**359 337 144**
SA REIT NAV per share (R)		**60.22**	**62.54**

Q2.3 SA REIT loan-to-value ratio

Total borrowings *(incl held-for-sale)*	*H1.2*	15 762 593	15 220 834
Financial guarantees	*H3.3*	7 015	-
Less:			
Cash and cash equivalents *(including held-for-sale)*		(802 995)	(1 201 103)
Add/Less:			
Total derivatives*(incl held-for-sale)*	*H2.2*	(121 719)	(268 753)
Net debt		**14 844 894**	**13 750 978**
Total assets – per SFP		40 618 877	39 870 697
Less:			
Cash and cash equivalents *(including held-for-sale)*		(802 995)	(1 201 103)
Derivative financial assets		(165 830)	(287 981)
Intangible assets		(58)	(59)
Trade and other receivables *(including held-for-sale)*		(245 722)	(267 443)
Carrying amount of property-related assets		**39 404 272**	**38 114 111**
SA REIT loan-to-value ratio		**37.7%**	**36.1%**

See note H4 - *Covenants and capital management* for details of the Company's loan-to-value ratio, as calculated by the Group's major lenders, and compliance with banking covenants.

SA REIT DISCLOSURES - unaudited

Q. PROPERTY DISCLOSURES

Q2 SA REIT RATIOS

Q2.4 SA REIT cost-to-income ratio

Rand thousands	Note	GROUP 2024	2023
Expenses			
Property expenses	*D4.1*	1 995 782	1 945 030
Other operating expenses	*D4.2*	171 765	150 527
Exclude:			
Depreciation expense in relation to PPE of an administrative nature	*D4.2*	(1 695)	(1 625)
Amortisation of intangibles	*D4.1*	(20)	-
Company specific adjustments			
Changes in ECLs - trade receivables	*N5.4.6*	26 526	(16 611)
Operating costs		**2 192 358**	**2 077 321**
Rental income			
Rental and other lease revenue	*D1.2*	3 683 466	3 365 508
Recoveries revenue	*D1.2*	969 425	965 694
Gross rental income		**4 652 891**	**4 331 202**
SA REIT cost-to-income ratio		**47.1%**	**48.0%**

Q2.5 SA REIT administrative cost-to-income ratio

Expenses			
Other operating expenses	*D4.2*	171 765	150 527
Administrative costs		**171 765**	**150 527**
Rental income			
Rental and other lease revenue	*D1.2*	3 683 466	3 365 508
Recoveries revenue	*D1.2*	969 425	965 694
Gross rental income		**4 652 891**	**4 331 202**
SA REIT administrative cost-to-income ratio		**3.7%**	**3.5%**

Q2.6 SA REIT GLA vacancy rate - TOTAL[1]

GLA of vacant space(m^2)	25 485	23 199
GLA of total property portfolio(m^2)	930 753	868 278
SA REIT GLA vacancy rate	**2.7%**	**2.7%**

[1] *The GLA and vacancy reported above relates to all consolidated properties of the Group including those held-for-sale.*

SA REIT DISCLOSURES - unaudited

Q. PROPERTY DISCLOSURES
Q2 SA REIT RATIOS
Q2.7 SA REIT Cost of debt
Q2.7.1 Cost of debt - ZAR

Percentage	GROUP 2024	2023
Variable interest-rate borrowings		
Floating reference rate plus weighted average margin	10.0	10.3
Pre-adjusted weighted average cost of debt	**10.0**	**10.3**
Adjustments:		
Impact of interest rate derivatives	(0.5)	(1.6)
Amortised raising fees	0.1	0.2
All-in weighted average cost of debt	**9.4**	**8.9**

Q2.7.2 Cost of debt - EUR

Variable interest-rate borrowings		
Floating reference rate plus weighted average margin	5.9	5.9
Pre-adjusted weighted average cost of debt	**5.9**	**5.9**
Adjustments:		
Impact of interest rate derivatives	(1.0)	(2.0)
All-in weighted average cost of debt	**4.9**	**3.9**

Q2.7.3 Cost of debt - USD

Variable interest-rate borrowings		
Floating reference rate plus weighted average margin	11.4	11.3
Pre-adjusted weighted average cost of debt	**11.4**	**11.3**
Adjustments:		
Impact of interest rate derivatives	(1.9)	(1.4)
All-in weighted average cost of debt	**9.5**	**9.9**

Q2.8 Initial yield on property acquisitions

Net initial yield - Table Bay Mall	7.75	-

Additional information - unaudited

R1 EARNINGS RECONCILIATIONS

R1.1 Reconciliation of net income before value adjustments to distributable income

	GROUP	
Rand thousands	**2024**	**2023**
Net income before value adjustments	**1 226 533**	**1 078 476**
Adjustments to calculate distributable income	**178 990**	**372 409**
Straight-line rental revenue accrual	67 964	100 380
Taxation adjustments	(104 064)	(74 646)
Loss from equity accounted investments	78 057	150 694
Capital items for distribution purposes	91 666	163 295
Non-controlling interests	45 367	32 686
Distributable income	**1 405 523**	**1 450 885**
Weighted average number of shares for calculating distributable income per share	379 502 169	358 084 019
Distributable income per share (cents)	370.4	405.2
Dividend per share (cents)	280.0	299.3

Additional information - unaudited

R2 FIVE-YEAR REVIEW

	GROUP				
Rand thousands	**2024**	**2023**	**2022**	**2021**	**2020**
Revenue	**4 736 353**	**4 373 940**	**3 120 763**	**2 781 339**	**3 102 342**
Changes in ECLs - trade receivables	(26 526)	16 611	(8 810)	(72 253)	(77 682)
Property expenses	(1 995 782)	(1 945 030)	(1 375 342)	(1 178 249)	(1 139 721)
Net property income	**2 714 045**	**2 445 521**	**1 736 611**	**1 530 837**	**1 884 939**
Other operating income	8 925	13 508	32 022	55 341	18 783
Other operating expenses	(171 765)	(150 527)	(132 266)	(122 718)	(89 130)
Net foreign exchange (losses)/gains	(153 304)	(224 869)	(21 109)	(51 778)	2 088
Operating income	**2 397 901**	**2 083 633**	**1 615 258**	**1 411 682**	**1 816 680**
Net interest	(1 093 311)	(854 463)	(493 887)	(521 971)	(548 395)
Interest income	70 623	53 040	74 207	26 842	88 997
Interest expense	(1 163 934)	(907 503)	(568 094)	(548 813)	(637 392)
Net operating income	**1 304 590**	**1 229 170**	**1 121 371**	**889 711**	**1 268 285**
Guarantee fee income	-	-	-	3 635	22 111
Dividend income	-	-	-	19 833	120 630
Loss from equity accounted investments	(78 057)	(150 694)	(68 209)	(4 016)	-
Net income before value adjustments	**1 226 533**	**1 078 476**	**1 053 162**	**909 163**	**1 411 026**
Changes in fair value	224 033	490 171	690 934	(1 661 020)	(4 620 263)
Investment property	409 117	434 145	459 403	(1 587 323)	(4 668 419)
Other investments	-	-	-	-	(45 172)
Financial asset - Hystead	-	-	(7 159)	(235 738)	314 528
Derivative instruments	(185 084)	56 026	238 690	162 041	(221 200)
Profit/(loss) on disposal of investment property	4 951	-	(1 135)	-	-
Changes in ECLs - loans receivable	(3 804)	(2 767)	-	-	(289 974)
Changes in ECLs - financial guarantees	-	-	-	16 665	(16 665)
Impairment of goodwill	-	-	(433 432)	-	-
Impairment of assets held-for-sale and discontinued operations	(441 655)	-	-	-	-
PDI Transaction - additional purchase consideration	-	(8 775)	-	-	-
Impairment of intangible assets	-	-	(16 197)	-	-
Derecognition of financial guarantees	-	-	65 865	-	-
Profit/(loss) before taxation	**1 010 058**	**1 557 105**	**1 359 197**	**(735 192)**	**(3 515 876)**
Taxation	(254 731)	(71 581)	(15 024)	(101 500)	(7 150)
Profit/(loss) for the year	**755 327**	**1 485 524**	**1 344 173**	**(836 692)**	**(3 523 026)**
Profit/(loss) for the year attributable to shareholders of the Company	1 019 761	1 521 216	1 345 164	(811 620)	(3 401 849)
Investment property at fair value *(excluding investment property held-for-sale and discontinued operations)*	37 332 253	34 824 584	32 393 622	22 091 100	24 665 964
Distributable income per share (cents)	370	405	343	337	493

Shareholders' information - unaudited

as at 30 June 2024

S1 SHAREHOLDERS ANALYSIS

S1.1 Shareholder spread

Shareholder spread	Number of shareholdings	% of number of shareholdings	Number of shares	% of number of shares in issue
1 – 1 000 shares	3 347	52.3	874 533	0.2
1 001 – 10 000 shares	2 007	31.3	6 691 833	1.8
10 001 – 100 000 shares	695	10.8	22 632 523	5.9
100 001 – 1 000 000 shares	293	4.6	95 461 867	25.1
Over 1 000 000 shares	63	1.0	254 738 377	67.0
Total	**6 405**	**100.1**	**380 399 133**	**100.0**

S1.2 Distribution of shareholders

Distribution of shareholders	Number of shareholdings	% of number of shareholdings	Number of shares	% of number of shares in issue
Banks/Brokers	68	1.1	35 204 768	9.3
Close Corporations	55	0.9	1 513 098	0.4
Endowment Funds	69	1.1	1 680 648	0.4
Individuals	4 661	72.8	11 793 223	3.1
Insurance Companies	40	0.6	12 398 750	3.3
Investment Companies	1	0.0	145 194	0.0
Medical Schemes	26	0.4	6 269 364	1.6
Mutual Funds	312	4.9	134 332 448	35.3
Nominees & Trusts	16	0.2	88 742	0.0
Other Corporations	32	0.5	522 244	0.1
Private Companies	219	3.4	10 233 520	2.7
Public Companies	4	0.1	11 674	0.0
Retirement Funds	303	4.7	157 402 114	41.4
Treasury - Hyprop Employee Incentive Scheme	1	0.0	896 964	0.2
Sovereign Wealth Funds	2	0.0	371 504	0.1
Trusts	596	9.3	7 534 878	2.0
Total	**6 405**	**100.0**	**380 399 133**	**100.0**

S1.3 Shareholder type

Shareholder type	Number of shareholdings	% of number of shareholdings	Number of shares	% of number of shares in issue
Non-public shareholders	6	0.10	83 731 355	21.9
Directors	4	0.06	168 446	0.0
Treasury - Hyprop Employee Incentive Scheme	1	0.02	896 964	0.2
Holdings of more than 10%	1	0.02	82 665 945	21.7
Public shareholders	6 399	99.90	296 667 778	78.1
Total	**6 405**	**100.0**	**380 399 133**	**100.0**

S1.4 Beneficial holdings greater than 5% of the issued shares

Beneficial holdings greater than 5% of the issued shares	Number of shares	% of number of shares in issue
Government Employees Pension Fund	82 665 945	21.7
Allan Gray	20 848 283	5.5
Eskom Pension and Provident Fund	20 842 006	5.5
Total	**124 356 234**	**32.7**

S2 SHAREHOLDERS' DIARY

	Provisional dates
Financial year end	June 2024
Publication of financial results[1]	September 2024
Annual report available to shareholders[1]	October 2024
Annual general meeting[1]	November 2024
Publication of interim results[1]	March 2025

[1] *These dates are provisional and are subject to change.*

S3 DISTRIBUTION DETAILS

Cents per share	2024	2023
12 months ended 30 June	280.0	299.3
Total	**280.0**	**299.3**

The Board has approved and notice is hereby given of a final dividend of 280.00000 cents per share for the year ended 30 June 2024.

The dividend is payable to Hyprop shareholders in accordance with the timetable set out below:

Last date to trade cum dividend	Tuesday, 8 October 2024
Shares trade ex dividend	Wednesday, 9 October 2024
Record date	Friday, 11 October 2024
Payment date	Monday, 14 October 2024

The above dates and times are subject to change. Any changes will be released on SENS.

Share certificates may not be dematerialised or rematerialised between Wednesday, 9 October 2024 and Friday, 11 October 2024, both days inclusive.

In respect of dematerialised shareholders, the dividend will be transferred to the Central Securities Depository Participant ("CSDP") accounts/broker accounts on Monday, 14 October 2024. Certificated shareholders' dividend payments will be posted on or about Monday, 14 October 2024.

Ordinary shares of no par value in issue at 30 June 2024:	380 399 133
Income tax reference number of Hyprop Investments Limited:	94205177715

Shareholders are advised that the dividend meets the requirements of a "qualifying distribution" for the purposes of section 25BB of the Income Tax Act, No 58 of 1962 (Income Tax Act). The dividends on the shares will be taxable dividends for South African tax purposes in terms of section 25BB of the Income Tax Act.

Tax implications for SA resident shareholders

Dividends received by or accrued to SA tax residents must be included in the gross income of such shareholders and will not be exempt from income tax in terms of the exclusion to the general dividend exemption contained in section 10(1)(k)(i)(aa) of the Income Tax Act because they are dividends distributed by a REIT. These dividends are, however, exempt from dividend withholding tax (dividend tax) in the hands of SA resident shareholders, provided that the SA resident shareholders have provided to the CSDP or broker, as the case may be, in respect of uncertificated shares, or the company, in respect of certificated shares, a DTD(EX) form (dividend tax: declaration and undertaking to be made by the beneficial owner of a share) to prove their status as SA residents. If resident shareholders have not submitted the above-mentioned documentation to confirm their status as SA residents, they are advised to contact their CSDP or broker, as the case may be, to arrange for the documents to be submitted before the dividend payment.

S3 DISTRIBUTION DETAILS

Tax implications for non-resident shareholders

Dividends received by non-resident shareholders from a REIT will not be taxable as income and instead will be treated as ordinary dividends, which are exempt from income tax in terms of the general dividend exemption section 10(1)(k) of the Income Tax Act. Any dividend received by a non-resident from a REIT is subject to dividend tax at 20%, unless the rate is reduced in terms of any applicable agreement for the avoidance of double taxation (DTA) between SA and the country of residence of the non-resident shareholder. Assuming dividend tax will be withheld at a rate of 20%, the net amount due to non-resident shareholders would be 224 cents per share. A reduced dividend withholding tax rate in terms of the applicable DTA may only be relied on if the non-resident shareholder has provided the following forms to their CSDP or broker, as the case may be, in respect of uncertificated shares, or the company, in respect of certificated shares:

- A declaration that the dividend is subject to a reduced rate as a result of the application of the DTA;
- A written undertaking to inform the CSDP, broker or the company, as the case may be, should the circumstances affecting the reduced rate change or the beneficial owner cease to be the beneficial owner, both in the form prescribed by the Commissioner of the South African Revenue Service. If applicable, non-resident shareholders are advised to contact the CSDP, broker or the company to arrange for the abovementioned documents to be submitted before dividend payment, if such documents have not already been submitted.

S4 ADMINISTRATION

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2196

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2193

TRANSFER SECRETARY

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Rosebank
2196

Postal address
Computershare Investor Services (Pty) Ltd
Private bag X9000
Saxonwold
2132

S5 Glossary

African Land	African Land Investments (Pty) Ltd
AFS	Annual financial statements
ARC	Audit and risk committee
AttAfrica	AttAfrica Ltd
AttAfrica SA	AttAfrica SA (Pty) Ltd
Board	The board of directors of Hyprop
CEO	The chief executive officer of Hyprop
CFC	Controlled Foreign Company, as defined in the South African Income Tax Act, No. 58 of 1962
CFO	The chief financial officer of Hyprop. This individual serves as the "executive financial director" as required by section 3.84(f) of the JSE Listings Requirements
Conditional shares	Conditional shares as defined in the LTIP rules
Company or Hyprop	Hyprop Investments Ltd
Covid-19	A novel strain of coronavirus that became a global pandemic in early 2020
CUP	The Group long-term employee incentive scheme/ The conditional share plan which was replaced by the LTIP from July 2022.
DCM	The debt capital market (DCM) operated by the Johannesburg Stock Exchange.
Deferred awards	Deferred awards as defined in the LTIP rules
ECL(s)	Expected credit losses
EE	Eastern Europe
EmpiriQ	EmpiriQ Technologies (Pty) Ltd, the co-investor in Natalmahogany
ETTP	Entrepreneurship To The Point
Euribor	The Euro Interbank Offered Rate, being the average interest rate at which a large panel of European banks borrow funds from one another
FVLCTS	Fair value less cost to sell
FVTPL	Fair value though profit or loss
FVTOCI	Fair value through other comprehensive income
GLA	Gross lettable area
Group	Hyprop Investments Ltd and its subsidiaries
Gruppo	Gruppo Investment Nigeria Ltd (owner of Ikeja City Mall)
Hyprop Europe	Hyprop Europe B.V. (a Netherlands registered company and holder of the Group's European investments)
Hyprop Europe Group	Hyprop Europe and its subsidiaries
Hyprop Foundation	Hyprop Foundation NPC
Hyprop Ikeja	Hyprop Ikeja Mall Ltd
Hyprop Mauritius	Hyprop Investments (Mauritius) Ltd
Hyprop Employee Incentive Scheme	Hyprop Investments Employee Incentive Scheme (Pty) Ltd
Hyprop UK	Hyprop UK Ltd (a UK registered company and the direct holding company of Hystead)
Hyprop UK Group	Hyprop UK Ltd and its subsidiary

Hystead	Hystead Ltd (a UK registered company)
IFRS	International Financial Reporting Standards
Ikeja or Ikeja City Mall	Ikeja City Mall, the property owned by Gruppo
Jibar	The Johannesburg Interbank Average Rate, the money market rate that is used in South Africa as a reference for setting the interest rate on loans
LTIP	The new long-term incentive plan approved by shareholders on 20 July 2022.
LTPA	Long-term performance awards under the LTIP. These awards replaced the CUP awards from July 2022.
LTV	Loan-to-value ratio
Natalmahogany	Natalmahogany (Pty) Ltd owner of the NTER software systems (previously SOKO district software systems).
NAV	Net asset value
NCI	Non-controlling interest
NTER	A digital leasing platform and software system developed by Natalmahogany and used to operate SOKO districts.
OCI	Other comprehensive income
PDI	PDI Investment Holdings Ltd (and/or its successors in title Homestead Group Holdings Limited and AMZ Holdings), the non-controlling shareholder(s) in Hystead
REIT	Real estate investment trust
Restricted Shares	Restricted shares as defined in the LTIP rules
SA	South Africa
SAICA	South African Institute of Chartered Accountants
SA REIT	The SA REIT Association, a representative umbrella body for South African REITs
SA REIT FFO	*Funds from Operations* as defined by the SA REIT Association's best practice recommendations
SA REIT NAV	*Net asset value* as defined by the SA REIT Association's best practice recommendations
SCE	Statements of changes in equity
SCF	Statements of cash flows
SDEV	SD DEVPOOL2 (Pty) Ltd an entity engaged in BBBEE enterprise development
SFP	Statements of financial position
SOCI	Statements of profit or loss and other comprehensive income
Sofr	The Secured Overnight Financing Rate (SOFR), a benchmark interest rate for dollar-denominated derivatives and loans
SOKO district	A marketplace operated by Rosebank Mall
SSA	Sub-Saharan Africa (other than SA)
TNAV	Tangible net asset value
WAAM	West Africa Asset Management (Pty) Ltd
WALE	Weighted average lease expiry period in years