



CROOKES
BROTHERS

Audited Annual Financial Statements

for the year ended 31 March 2024

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Approval of the Annual Financial Statements

FOR THE YEAR ENDED 31 MARCH 2024

The preparation of the consolidated and separate Annual Financial Statements that fairly represent the results of the Group in accordance with the Companies Act, No 71 of 2008 (Companies Act), IFRS[®] Accounting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards), the SA financial reporting requirements and JSE Listings requirements, is ultimately the responsibility of the Directors.

The Board also ensures an independent audit of the Financial Statements by the external auditors. The Board confirms that the internal accounting control systems have adequate verification and maintenance of accountability for the Group's assets, and assure the integrity of the Annual Financial Statements. There was no major breakdown in controls experienced during 2024 that could undermine the reliability of the Annual Financial Statements. Based on the financial performance of the Crookes Brothers Limited Group, its cash flow projection to the end of March 2025, secured funding lines, and positive solvency and liquidity tests, the Directors confirm their view that the Group will remain operational for the foreseeable future. The Annual Financial Statements were consequently prepared on a going concern basis.

At the Board meeting held on 27 June 2024, the Board of Directors approved the Annual Financial Statements and further authorised Mr. Larry Riddle and Mr. Kennett Sinclair in their respective capacities as Chairperson and Chief Executive Officer to sign off the Annual Financial Statements. The Annual Financial Statements which appear on pages 16 to 103, are therefore signed on its behalf by:



Larry Riddle
Chairperson



Kennett Sinclair
Chief Executive Officer

Durban
27 June 2024

CEO and CFO responsibility statement

FOR THE YEAR ENDED 31 MARCH 2024

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

- (a) The Annual Financial Statements set out on pages 16 to 103, fairly present in all material respects the financial position, financial performance and cash flows of the issuer in terms of IFRS;
- (b) To the best of our knowledge and belief, no facts have been omitted or untrue statements made that would make the Annual Financial Statements false or misleading;
- (c) Internal financial controls have been put in place to ensure that material information relating to the issuer and its consolidated subsidiaries have been provided to effectively prepare the financial statements of the issuer;
- (d) The internal financial controls are adequate and effective and can be relied upon in compiling the Annual Financial Statements, having fulfilled our role and function as Executive Directors with primary responsibility for implementation and execution of controls;
- (e) Where we are not satisfied, we have disclosed to the Audit Committee and the auditors the deficiencies in design and operational effectiveness of the internal financial controls and have taken steps to remedy the deficiencies; and
- (f) We are not aware of any fraud involving Directors.



Kennett Sinclair
Chief Executive Officer



Nigel Naidoo
Chief Financial Officer

Durban
27 June 2024

Compliance statement by the Group Company Secretary

FOR THE YEAR ENDED 31 MARCH 2024

The Group Company Secretary of Crookes Brothers Limited certifies that, in terms of section 88(2) of the Companies Act, No 71 of 2008, as amended, the Company has lodged with the Companies and Intellectual Property Commission of South Africa all such returns and notices as are required of a public company in terms of this Act and that all such returns are true, correct and up to date in respect of the financial year ended 31 March 2024.



Highway Corporate Services (Pty) Ltd
Company Secretary

Durban
27 June 2024

Preparation of the Annual Financial Statements

FOR THE YEAR ENDED 31 MARCH 2024

The consolidated and separate Annual Financial Statements, which appear on pages 16 to 103 have been prepared under the supervision of Nigel Naidoo, CA (SA) and were approved by the Board of Directors on 27 June 2024.



Nigel Naidoo
Chief Financial Officer

Durban
27 June 2024

Report of the Audit Committee

FOR THE YEAR ENDED 31 MARCH 2024

The Audit Committee is a statutory committee in terms of the Companies Act of South Africa and a committee of the Board of Directors. In addition to having specific statutory responsibilities in terms of the Companies Act and JSE Listings requirements, it assists the board through advising and making recommendations on financial reporting, oversight of internal financial controls, risk governance, external and internal audit functions and statutory and regulatory compliance of the Company and the Group.

Role

A formal charter, which details statutory and delegated duties, governs the committee's activities.

The function of the committee is to assist the Directors in discharging their responsibilities relating to the safeguarding of assets, the operation of adequate and effective systems and control processes, the preparation of fairly presented Financial Statements in compliance with all applicable legal and regulatory requirements and accounting standards, and the oversight of the external and internal audit appointments and functions.

Terms of reference

The committee has adopted formal terms of reference that have been approved by the Board of Directors. The committee has executed its duties during the past financial year in accordance with these terms of reference.

Composition and proceedings

The committee consists of three independent Non-Executive Directors. Details of committee members are disclosed in the integrated report. The Chief Executive Officer, Chief Financial Officer, senior financial and IT executives of the Company and representatives from the external and internal auditors attend the committee meetings by invitation. The auditors, both external and internal, have unrestricted access to the committee Chairperson or any other member of the committee as required.

Meetings

The committee is required to meet at least twice a year. The committee held two meetings during the period under review and there was full attendance at both meetings.

Statutory duties

In execution of its statutory duties during the financial year under review, the committee:

- nominated BDO and BDO audit partner, Mr. Ahmed Timol, as external auditor after considering BDO's independence;
- determined BDO's fees;
- considered BDO's terms of engagement;
- ensured that the appointment of BDO complied with the relevant provisions of the Companies Act of South Africa and King IV;
- pre-approved all non-audit service work with BDO;
- confirmed that there were no complaints relating to accounting practices and internal audit of the Company, the content or auditing of its financial statements, the internal financial controls of the Company and any other related matters;
- considered all key audit matters, specifically the valuation assumptions of Group biological assets and recoverability of investments in subsidiaries and loans to related parties;
- ensured that appropriate financial reporting procedures existed and are working;
- confirmed responsibilities to review information obtained from the auditors in terms of paragraph 3.84(g)(iii) of the JSE Listings Requirements;
- advised the Board on any matters concerning the Group and Company accounting policies, financial control, records and reporting where applicable; and
- supported the appropriateness of the going concern premise in the preparation of the financial statements.

Internal financial controls and internal audit

In execution of its delegated duties in this area, the committee has:

- reviewed and recommended the internal audit charter for approval;
- evaluated the independence, effectiveness and performance of the internal audit function;
- reviewed the effectiveness of the Company's system of key internal financial controls;
- reviewed the competence, qualifications and experience of the Group Company Secretary;
- reviewed significant issues raised by the external and internal audit process and the adequacy of corrective action in response to such findings;
- reviewed audit reports regarding the adequacy of accounting records; and
- reviewed policies and procedures for preventing and detecting fraud.

The Internal Audit Manager reported to the committee that, in his opinion, significant internal financial controls operated effectively during the period under review. The Internal Audit Manager reports directly to the committee and has unrestricted access to the committee Chairperson.

Based on the processes and assurances obtained, the committee believes that significant internal financial controls are effective.

Regulatory compliance

The committee has complied with all applicable legal, regulatory and other responsibilities.

IT governance

The committee has oversight responsibility for IT governance and manages the Group's adherence through various charters, plans, policies, procedures and practices. Management monitor IT governance and the adherence to various policies and procedures, and provides written feedback to the committee at each meeting. The committee is satisfied that the reports of management adequately address IT governance requirements, including the appropriateness of the IT strategy and policies, systems and network architecture, applications, disaster recovery and cyber security management.

Risk governance

The Board delegates overall risk governance to the committee. Through the monitoring of business, financial and other risks, the Committee satisfies itself that it dedicates sufficient time to this responsibility.

Effective 1 April 2024, the committee assumed all of the roles previously fulfilled by the Risk Committee.

External audit

Based on processes followed and assurances received, the committee is satisfied that BDO is independent of the Group and Company. It is the policy of the Group that any non-audit services are approved by the committee. BDO provided approved non-audit services during the year under review. These services have been assessed and do not impact their independence. The committee confirmed that no reportable irregularities were identified and reported by the external auditors in terms of the Auditing Professions Act. No 26 of 2005.

Report of the Audit Committee continued

FOR THE YEAR ENDED 31 MARCH 2024

JSE reporting

The committee evaluated the submissions made to it by the Group Company Secretary and management and is satisfied that the Group has met the JSE Listings Requirements and the requirements of the King IV Code. The committee has received and considered the findings in the JSE's reports for compliance with IFRS:

- Report back on proactive monitoring of Financial Statements in 2023.
- Amendments to the Equity and Debt Listings Requirements, dealing with Auditor Accreditation.

JSE reporting requirements 3.84(k)

The committee has considered the approach adopted by management to ensure that the CEO and CFO responsibility statement sign-off on the Financial Statements and internal financial reporting controls in terms of the JSE Listings Requirement 3.84(k) is appropriately supported. In satisfying itself in this regard, the committee has evaluated:

- the risk assessment and scoping framework, including the determination of materiality applied to ensure that significant areas of risk, complexity and judgement are included for the evaluation of internal financial reporting controls;
- the process followed for the evaluation of the design of existing internal financial reporting controls and the need for amending and/or supplementing those controls;
- the ongoing implementation of the aforementioned controls and whether they have operated effectively during the reporting period under review; and
- the findings of assurance providers, including management declarations and internal audit findings, following their assessment of the operating effectiveness of internal financial reporting controls.

Finance function

We believe that Nigel Naidoo CA (SA), the Chief Financial Officer for the period under review, possessed the appropriate expertise and experience to meet his responsibilities in that position. We are also satisfied with the expertise and adequacy of resources within the finance function. In making these assessments we have obtained feedback from both external and internal audit.

Based on the processes and assurances obtained we believe that the accounting practices are effective.

Financial Statements

Based on the processes and assurances obtained we recommend that the current Annual Financial Statements be approved by the Board.

On behalf of the Audit Committee



Farzanah Mall
Chairperson

Durban
26 June 2024

Directors' report

FOR THE YEAR ENDED 31 MARCH 2024

The Directors have pleasure in presenting the Annual Financial Statements of the Group and Company for the year ended 31 March 2024.

Nature of business

Crookes Brothers Limited is an agricultural business growing sugar cane, bananas and macadamia nuts in South Africa, Eswatini, Zambia and Mozambique, and has a long-term property development in Scottburgh, South Africa.

Share capital

The authorised share capital at 31 March 2024 consisted of 16 000 000 shares of 25 cents each (2023: 16 000 000). The Company has no unlisted securities.

The number of issued shares is 15 264 317 at 31 March 2024 (2023: 15 264 317).

The Company holds treasury shares and has repurchased 24 033 (2023: 130 865) of its own shares during the year under review, for the purposes of the Deferred Bonus Scheme (DBS). Refer to note 29.4.

The Directors propose that the general authority granted to them to repurchase ordinary shares be renewed at the forthcoming Annual General Meeting (AGM).

Financial results

Group profit for the year ended 31 March 2024 amounted to R89.3 million (2023: attributable loss R199.6 million), resulting in an earnings per share of 401.8 cents (2023: loss per share 1 284.9 cents). Headline earnings per share amounted to 334.5 cents (2023: headline loss 708.8 cents).

Full details of the financial position and results of the Group and Company are set out in the Annual Financial Statements.

Disposals

The deciduous operations previously disclosed as held for sale were disposed of during the financial year. Refer to note 5 of the Annual Financial Statements for further details.

Dividends

Notice is hereby given that a final gross ordinary dividend of 200 cents per share (2023: nil cents per share) has been declared out of income reserves for the year ended 31 March 2024. The final net ordinary dividend is 160 cents per share for ordinary shareholders who are not exempt from dividends tax. As at the date of this announcement, there were 15 264 317 ordinary shares in issue. Refer to note 16.

Directorate and Company Secretary

Brief *curricula vitae* of the current Directors are disclosed in the Integrated Report. Details of the share incentive scheme and Directors' remuneration appear in notes 37 and 40 of the Annual Financial Statements.

There were no changes to the Board during the reporting period under review.

Ziyanda Ngwenya resigned as the Company Secretary with effect from 31 March 2024. Highway Corporate Services (Pty) Ltd were appointed as Company Secretary with effect from 1 April 2024.

Interests of Directors in share capital

At 31 March 2024, the Directors of the Company held beneficial interests in 1 120 271 of the Company's issued ordinary shares (2023: 1 017 080). The register of interests of Directors and managers in the share capital of the Company is available for inspection at the registered office of the Company. Details of the shares held per individual director, as at 31 March 2024, are listed below:

Director	2024 Direct	2024 Indirect	2023 Direct	2023 Indirect
RGF Chance	800	100 000	800	100 000
TJ Crookes	–	925 532	–	916 280
KA Sinclair	6 666	77 136	–	–
N Naidoo	1 961	8 176	–	–
	9 427	1 110 844	800	1 016 280

Directors' report continued

FOR THE YEAR ENDED 31 MARCH 2024

In addition, at 31 March 2024, prescribed officers and managers of the Company held the following shares listed below:

	2024 Direct	2024 Indirect	2023 Direct	2023 Indirect
Prescribed officers				
RF Niven	10 000	12 094	10 000	–
LA Pretorius	228	3 193	–	–
M Khuzwayo [^]	5 549	–	–	–
Managers	14 528	57 443	10 000	–
	30 305	72 730	20 000	–

[^] Departed 31 December 2023.

Non-Executive Directors, Gary Vaughan-Smith and Tim Denton, represent the interests of Silverlands (SA) Plantations Sarl, which own 6 838 444 shares representing 44,8% of the issued share capital of the Company at year end (2023: 6 838 444).

There have been no changes to the Directors' interests between the end of the financial year and date of approval of the Annual Financial Statements.

Directors' remuneration

At the forthcoming AGM, shareholders will be requested to pass a non-binding advisory vote approving the Group's remuneration policy and a special resolution to approve director's fees payable to Non-Executive Directors with effect from 1 April 2024. In setting the proposed increases the Human Capital Committee has taken into account the fact that the Group's committee remuneration lags JSE norms.

The proposed director's fees for 2025 as approved by the Human Capital Committee are as follows:

	Current 2024 Rands per annum	Proposed 2025 Rands per annum
Board		
Chairperson	553 875	587 108
Other non-executive Board members	249 244	264 199
Audit Committee*		
Chairperson	132 930	140 906
Other members	55 388	58 711
Human Capital Committee		
Chairperson	49 849	52 840
Other members	33 235	35 229
Risk Committee		
Chairperson	49 849	–
Other Non-Executive Board members	33 235	–
Social and Ethics Committee		
Chairperson	49 849	52 840
Other Non-Executive Board members	33 235	35 229
Agriculture Committee		
Chairperson	49 849	52 840
Other members	33 235	35 229

* Effective 1 April 2024, the Board delegated all risk governance to the Audit Committee.

Group companies

The names and financial information with respect to the Company and its subsidiaries are disclosed in note 23 of the Annual Financial Statements. Information on joint venture and associate companies is disclosed in note 24 of the Annual Financial Statements.

Special resolutions adopted by the Company and its subsidiary companies

Apart from special resolutions approved at the Company's AGM, no other special resolutions were approved.

Major shareholders

Shareholders holding beneficially, directly or indirectly, in excess of 5% of the issued share capital of the Company are disclosed in note 40 of the Annual Financial Statements.

Auditors

At the forthcoming AGM, pursuant to the requirements of section 90(1), read with section 61(8)(c) of the Companies Act, shareholders will be requested to pass an ordinary resolution re-appointing BDO South Africa Inc as the Group's external auditors for the financial year ending 31 March 2025, with Mr Ahmed Timol acting as the designated audit partner.

Events after the reporting period

Events after the reporting period that have a significant effect in the affairs or financial position of the Group and Company are disclosed in note 42 of the Annual Financial Statements.

Going concern

The Directors consider that the Group and Company have adequate resources to continue operating for the foreseeable future and that it is therefore appropriate to adopt the going concern basis of accounting in preparing the Group and Company's Annual Financial Statements. Based on the financial performance of the Group, its cash flow projection to the end of March 2025, secure funding lines, and positive solvency and liquidity tests, the Group will remain operational for the foreseeable future.

Independent auditor's report

TO THE SHAREHOLDERS OF CROOKES BROTHERS LIMITED

Report on the Audit of the Consolidated and Separate Financial Statements

Opinion

We have audited the consolidated and separate financial statements of Crookes Brothers Limited (the group and company) set out on pages 16 to 103, which comprise the consolidated and separate statements of financial position as at 31 March 2024, and the consolidated and separate statements of profit or loss and other comprehensive income, consolidated and separate statements of changes in equity and the consolidated and separate statements of cash flows for the year then ended, and notes to the consolidated and separate financial statements, including material accounting policy information.

In our opinion, the consolidated and separate financial statements present fairly, in all material respects, the consolidated and separate financial position of Crookes Brothers Limited as at 31 March 2024, and its consolidated and separate financial performance and consolidated and separate cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and the requirements of the Companies Act of South Africa.

Basis for Opinion

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

Key Audit Matters

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

Biological Asset valuations

The entity's Biological Assets (standing cane, macadamia nuts and banana bunches) are stated at fair value less costs to sell, in accordance with IAS 41 *Agriculture*, at the harvesting stage and is a Level 3 fair value measurement in terms of the fair value hierarchy as established by IFRS 13 *Fair Value Measurement*.

Standing cane (applicable to the consolidated financial statements only)

The value of standing sugar cane is based on the current estimated cane price for the following season and sucrose content, less the estimated costs of harvesting and transport.

Significant judgement is required in estimating the expected cane yield, the maturity of the cane, the estimated sucrose content and the forecast sucrose price for various operating locations. The assessment is considered subjective since it is based on management's and the directors experience and expectations and relevant current external factors.

As a result, we determined the valuation of standing cane to be a matter of most significance to the audit of the current year consolidated financial statements.

Please refer to note 25 to the consolidated financial statements for the relevant disclosure.

Our procedures performed in considering the appropriateness of the valuation of standing sugar cane included the following, amongst others:

- Assessed the design, implementation and operating effectiveness of key controls over the valuation process;
- Evaluated the fair value methodology and the key measurements and assumptions applied by management and the directors in determining the fair value of the standing cane against the criteria in IAS 41 and IFRS 13;
- Performed detailed testing on the key inputs into the standing sugar cane valuation model, including area under crop, estimated yields, estimated sucrose content and forecast price to assess the reasonability and appropriateness of the data, by comparing the data to market and other external data, where applicable;
- Assessed the forecast price for reasonability by comparing the information to data obtained from external source;
- The crop age and factors used to discount the valuation against industry norms to assess the reasonability of the assumptions;
- A retrospective evaluation of the prior year estimated yields, estimated sucrose content and forecast price was performed by comparing the prior year estimates to the current year actuals attained. This was done in order to assess the reasonableness of management's and the directors' forecast ability;
- Performed analytical procedures to assess the fluctuations year-on-year for a 5-year period for price, yield and sucrose content to assess the accuracy of management's estimates;
- Performed sensitivity analyses on key judgements and estimates to assess the reasonability of the sensitivity disclosures;
- Inspected and recalculated the formulae per the model for mathematical accuracy; and
- Evaluated the adequacy of the disclosures against the requirements of IAS41 and IFRS 13.

Independent auditor's report continued

FOR THE YEAR ENDED 31 MARCH 2024

Key audit matter

How our audit addressed the key audit matter

Banana bunches (applicable to the consolidated financial statements only)

The value of the banana bunches is based on the estimated yield, multiplied by the forecast price per crop, less estimated costs of harvesting, haulage and pack house costs.

The price is impacted by expected quality achieved. This amount is then adjusted by a factor determined by management and the directors to take into account the maturity of the crop at reporting date. The significant judgements in the valuation are the price and expected yields. As a result, we determined the valuation of bananas to be a matter of most significance to the audit of the current year consolidated financial statements.

Please refer to note 25 to the consolidated financial statements for the relevant disclosure.

Our procedures performed in considering the appropriateness of the valuation of banana bunches included the following, amongst others:

- Assessed the design and implementation and operating effectiveness of key controls over the valuation process;
- Evaluated the fair value methodology and the key measurements and assumptions applied by management and the directors in determining the fair value of the banana bunches against the criteria in IAS 41 and IFRS 13;
- Agreed the forecasted prices to external sources and tested within the sensitivities performed;
- Assessed estimated yield against actual yield harvested to date;
- Evaluated the crop age and maturity factor used to discount the valuation against external sources to assess the reasonableness of the assumptions;
- Performed sensitivity analysis on key judgements and estimates to assess the reasonability of the sensitivity disclosures;
- Inspected and evaluated the formulae per the model for mathematical accuracy;
- Performed a retrospective evaluation by comparing the prior year estimates to current year actuals. This was done in order to assess the reasonableness of management's and the directors' estimates; and
- Evaluated the adequacy of the disclosures against the requirements of IAS41 and IFRS 13.

Macadamia nuts (applicable to the consolidated financial statements only)

The value of the macadamia nuts is based on the estimated yield, multiplied by the forecast price per crop, less estimated costs of harvesting, transport, packing and point of sale costs. The price is impacted by expected quality achieved. This amount is then adjusted by a factor determined by management and the directors to take into account the maturity of the crop at reporting date. The significant judgements in the valuation are the price and expected yields.

As a result, we determined the valuation of macadamia nuts to be a matter of most significance to the audit of the current year consolidated financial statements.

Please refer to note 25 to the consolidated financial statements for the relevant disclosure.

Our procedures performed in considering the appropriateness of the valuation of macadamia nuts included the following, amongst others:

- Assessed the design, implementation and operating effectiveness of key controls over the valuation process;
- Evaluated the fair value methodology and the key measurements and assumptions applied by management and directors in determining the fair value of the macadamia nuts against the criteria in IAS 41 and IFRS 13;
- Tested the forecasted price for reasonability by comparing to actual prices after year-end;
- Assessed estimated yields against actual yields harvested to date;
- Performed a retrospective evaluation on estimated yields and price by comparing the prior year estimates to current year actuals. This was done in order to assess the reasonableness and accuracy of management and the directors' estimates;
- The crop age, price risk factor and volume risk factor used to discount the valuation were evaluated against external sources to assess the reasonableness of the assumptions;
- Sensitivity analysis were performed on key judgements and estimates to assess the reasonability of the sensitivity disclosures;
- Inspected and evaluated the formulae per the model for mathematical accuracy; and
- Evaluated the adequacy of the disclosures against the requirements of IAS41 and IFRS 13.

Recoverability of investments in subsidiaries and loans to related parties to (separate financial statements only)

Investments and loans to subsidiaries is one of the largest asset categories on the statement of financial position of the separate financial statements. An impairment of these investments and related party loans would have a significant impact on the equity of the company.

In accordance with IAS 36 – *Impairment of assets*, the company shall assess at the end of each reporting period whether there is any indication that the asset may be impaired. Indicators of impairment were identified in subsidiaries with a negative net asset value.

Management uses either a net asset value, which is adjusted based on valuations report provided by management's expert, or discounted cash flow model to determine the value-in-use for each investment in subsidiary and assesses the recoverability of loans in terms of the IFRS 9 expected credit loss model.

There are judgements made and estimates involved in determining the inputs into these models, including:

- Revenue growth rate (including market share and volume growth);
- Expected changes to selling prices and direct costs during the period;
- Discount rate applied to the projected cash flows;
- Budgeted results; and
- Probability of default and loss given default.

Testing for impairment depends on the future results of the companies concerned which creates estimation uncertainty. In addition, there is significant scope for judgement in determining the assumptions underlying forecast results.

Due to the significance of the balances, as well as the judgments and estimates involved, we determined it to be a matter of most significance to the audit of the current year separate financial statements.

Please refer to note 23 to the separate financial statements for the relevant disclosure.

Investments in subsidiaries were evaluated for indicators of impairment in terms of IAS 36 and loans to subsidiaries were assessed to determine the recoverability in terms of the IFRS 9 expected credit loss model.

We performed various procedures, including the following:

- Assessed the design and implementation of key controls over the impairment process and calculations;
- Assessed the Net Asset Value for each investment (based on the investee trial balances at year end) to determine if the investment value was below the Net Asset Value;
- For those investments with Net Asset Values below the investment value, assessed management's calculation of an adjusted Net asset Value based on valuations reports provided by management's expert valuer.
- For those investments that still had impairment indicators, we utilised our internal valuation expertise and performed an independent assessment of the recoverable amount of the investment. Our independent assessment was evaluated against management's calculation and estimates involved, by performing the following procedures:
 - Assessed whether the discounted cash flow model used in management's valuation complied with the requirements of IAS 36;
 - Assessed the key assumptions used in calculating the discount rates against comparable companies and recalculated these rates;
 - Assessed the mathematical accuracy of the projected cash flows and assessed the growth rates against the company's historical performance and our knowledge of the business and industry;
 - Analysed the projected cash flows which creates estimation uncertainty in the model to determine whether they are reasonable and supportable given the company's historical performance, current macroeconomic climate and future performance of the industry; and
 - Assessed the key judgements in the valuation model to the sensitivity analyses, considered the potential impact of the downside changes in these key assumptions.
- Assessed the adequacy of the expected credit loss calculation performed by the management expert, by performing the following procedures:
 - Assessed the objectivity, competence and capabilities of the management expert by evaluating their qualifications and skillset;
 - Assessed the completeness and accuracy of data used in calculating the Probability of Default and Loss Given Default.
 - Assessed the key assumptions used by the expert in calculating the Probability of Default and Loss Given Default; and
 - Re-performed the calculation to assess the mathematical accuracy.
- Assessed the adequacy of the disclosure of these assumptions in accordance with IFRS Accounting Standards.

Independent auditor's report continued

FOR THE YEAR ENDED 31 MARCH 2024

Other Information

The directors are responsible for the other information. The other information comprises the information included in the document titled "Crookes Brothers Limited Annual Financial Statements for the year ended 31 March 2024", which includes the Directors' Report, the Audit Committee's Report and the Company Secretary's Certificate as required by the Companies Act of South Africa, which we obtained prior to the date of this report, and the 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 and the requirements of the Companies Act of South Africa, and for such internal control as the directors determine is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements

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

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

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

- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated and separate financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

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

Report on Other Legal and Regulatory Requirements

In terms of the IRBA Rule published in Government Gazette Number 39475 dated 4 December 2015, we report that BDO South Africa Incorporated has been the auditor of Crookes Brothers Limited for 4 years.

BDO South Africa Inc.

BDO South Africa Incorporated

Registered Auditors

Ahmed Timol

Director

Registered Auditor

28 June 2024

5A Rydall Vale Office Park
38 Douglas Saunders Drive
La Lucia, 4051

Statement of profit or loss and other comprehensive income

FOR THE YEAR ENDED 31 MARCH 2024

	Notes	Group		Company	
		2024 R'000	2023 R'000	2024 R'000	2023 R'000
CONTINUING OPERATIONS					
Revenue	6	727 913	615 730	64 781	60 922
Trading profit before expected credit losses, depreciation and impairments	7	124 677	19 535	12 503	11 201
Depreciation and impairments	8	(63 771)	(155 801)	(25 062)	(183 257)
Expected credit (losses)/reversals	9	(39)	(938)	11 920	(16 727)
Operating profit/(loss) before biological assets		60 867	(137 204)	(639)	(188 783)
Change in fair value of biological assets	10	50 296	(11 356)	-	-
Operating profit/(loss) after biological assets		111 163	(148 560)	(639)	(188 783)
Non-trading items	11	1 933	(5 200)	5	5 189
Operating profit/(loss) after non-trading items		113 096	(153 760)	(634)	(183 594)
Share of profit of joint venture and associate companies	24	3 317	1 993	-	-
Investment income	12	12 149	5 544	-	-
Finance costs	13	(52 329)	(44 553)	(17 135)	(8 100)
Profit/(loss) before tax		76 233	(190 776)	(17 769)	(191 694)
Tax (expense)/income	14	(24 710)	13 348	1 669	(1 423)
Profit/(loss) for the year from continuing operations		51 523	(177 428)	(16 100)	(193 117)
DISCONTINUED OPERATIONS					
Profit/(loss) for the year from discontinued operations	5	37 805	(22 147)	-	-
Profit/(loss) for the year		89 328	(199 575)	(16 100)	(193 117)
Attributable to:					
Owners of the Company		61 326	(196 134)	(16 100)	(193 117)
From continuing operations		22 555	(174 677)	(16 100)	(193 117)
From discontinued operations		38 771	(21 457)	-	-
Non-controlling interests		28 002	(3 441)	-	-
From continuing operations	29.6	28 968	(2 751)	-	-
From discontinued operations	29.6	(966)	(690)	-	-
		89 328	(199 575)	(16 100)	(193 117)
Items that will not be reclassified subsequently to profit or loss:					
Remeasurement of post-employment medical aid obligation [^]	34.1	192	61	192	61
Fair value loss arising on equity investments designated as FVTOCI [^]	29.2	-	(3 811)	-	-
Items that will be reclassified subsequently to profit or loss:					
Exchange differences on translating foreign operations	29.3	4 933	69 227	-	-
Other comprehensive income for the year, net of tax		5 125	65 477	192	61
Total comprehensive income/(loss) for the year		94 453	(134 098)	(15 908)	(193 056)
Attributable to:					
Owners of the Company		66 451	(130 657)	-	-
From continuing operations		27 680	(109 200)	-	-
From discontinued operations		38 771	(21 457)	-	-
Non-controlling interests		28 002	(3 441)	-	-
From continuing operations	29.6	28 968	(2 751)	-	-
From discontinued operations	29.6	(966)	(690)	-	-
		94 453	(134 098)	-	-
Earnings/(loss) per share (cents)					
From continuing and discontinued operations					
Basic	15.1	401.8	(1 284.9)	-	-
Diluted	15.2	401.8	(1 284.9)	-	-
Earnings/(loss) per share (cents)					
From continuing operations					
Basic	15.1	147.8	(1 144.3)	-	-
Diluted	15.2	147.8	(1 144.3)	-	-

[^] Disclosed net of taxation. Refer to note 14 for taxation effects.

Statement of financial position

AS AT 31 MARCH 2024

	Notes	Group		Company	
		2024 R'000	2023 R'000	2024 R'000	2023 R'000
ASSETS					
Non-current assets					
		1 089 897	1 062 101	597 174	566 700
Property, plant and equipment	17	618 271	618 969	3 416	3 620
Right-of-use assets	18	144 488	150 229	3 481	4 610
Investment property	19	121 701	114 118	–	–
Deferred tax assets	20	72 139	56 764	4 912	3 179
Financial assets	22	20 292	14 482	5 796	45
Investments in subsidiaries	23	–	–	536 994	513 991
Investment in joint venture and associate	24	113 006	107 539	42 575	41 255
		733 351	828 538	371 467	305 083
Current assets					
Biological assets	25	334 092	303 358	–	–
Inventories	26	129 817	140 705	–	–
Trade and other receivables	27	105 088	159 383	12 295	6 835
Current tax assets	21	4 219	13 846	268	–
Financial assets	22	3 076	2 210	800	–
Loans to subsidiaries	23	–	–	313 603	294 842
Retirement benefit surplus	34.2	2 007	1 838	2 007	1 838
Cash and bank balances	28	155 052	55 231	42 494	1 568
		733 351	676 571	371 467	305 083
Assets classified as held for sale	5	–	151 967	–	–
Total assets		1 823 248	1 890 639	968 641	871 783
EQUITY AND LIABILITIES					
Capital and reserves					
		1 087 491	1 008 644	560 653	576 106
Share capital	29.1	3 816	3 816	3 816	3 816
Share premium	29.1	222 455	222 455	222 455	222 455
Investment revaluation reserve	29.2	951	(2 860)	–	–
Foreign currency translation reserve	29.3	2 356	(2 577)	–	–
Treasury shares	29.4	(6 343)	(7 032)	(6 343)	(7 032)
Share-based payment reserve	29.5	7 025	8 154	7 025	8 154
Retained earnings		784 168	725 566	333 700	348 713
Equity attributable to owners of the Company		1 014 428	947 522	560 653	576 106
Non-controlling interests	29.6	73 063	61 122	–	–
		421 757	502 252	5 342	6 760
Non-current liabilities					
Borrowings – interest-bearing	30.1	16 000	102 918	–	–
Lease liabilities	32	162 647	163 587	2 856	3 971
Deferred tax liabilities	20	119 449	119 753	–	–
RTO obligation	19	72 610	68 915	–	–
Obligations to return leased farmland	31	48 565	44 290	–	–
Post-employment medical aid obligation	34.1	2 486	2 789	2 486	2 789
		314 000	379 743	402 646	288 917
Current liabilities					
Trade and other payables	35	57 057	82 229	3 717	7 905
Provisions	36	19 424	14 049	4 453	1 713
Current tax liabilities	21	3 822	188	336	188
Loans from subsidiaries	23	–	–	393 025	155 142
Borrowings – interest-bearing	30.1	219 734	270 793	–	123 000
Lease liabilities	32	9 345	8 124	1 115	969
RTO obligation	19	4 618	4 360	–	–
Total equity and liabilities		1 823 248	1 890 639	968 641	871 783

Statement of cash flows

FOR THE YEAR ENDED 31 MARCH 2024

	Notes	Group		Company	
		2024 R'000	2023 R'000	2024 R'000	2023 R'000
OPERATING ACTIVITIES					
Cash generated from/(utilised in) operations	28.2	206 859	(12 461)	(32 519)	7 287
Interest received	12.1	9 847	7 098	38 194	25 051
Interest paid	13.1	(47 187)	(38 904)	(17 135)	(8 100)
Taxes (paid)/received	14.1	(30 155)	(1 778)	(557)	4
Net cash generated by/(utilised in) operating activities		139 364	(46 045)	(12 017)	24 242
INVESTING ACTIVITIES					
Proceeds on redemption of financial assets		102	1	–	–
Unsecured loans advanced		(1 110)	–	–	–
Receipts from unsecured loans		200	5 000	200	–
Receipts from secured loans		632	2 038	–	–
Proceeds on disposal of property, plant and equipment		168 278	1 723	16	5 277
Investment in property, plant and equipment	17.3	(32 754)	(77 346)	(275)	(1 506)
Proceeds on disposal of investment property		–	2 139	–	–
Investment in investment property	19	(2 748)	(298)	–	–
Disposal of subsidiary	5.2	(71)	–	–	–
Capital contributions to subsidiary	23	–	–	(46 468)	(10 543)
Advances of loans to subsidiaries	23	–	–	(64 571)	(72 351)
Repayments of loans to subsidiaries	23	–	–	51 539	–
Funds advanced to joint venture and associate companies	24	(863)	(518)	(692)	(451)
Funds repaid by joint venture and associate companies	24	173	2 926	–	–
Dividend received from associate	24	–	3 538	–	–
Dividends received from unlisted investments	12.1	3	22	–	–
Net cash generated by/(utilised in) investing activities		131 842	(60 775)	(60 251)	(79 574)
FINANCING ACTIVITIES					
Proceeds from loans and borrowings	30.6	44 655	103 305	–	–
Repayment of loans and borrowings	30.6	(66 954)	(16 500)	–	–
Proceeds from general banking facilities	30.6	132 100	227 500	132 100	227 500
Repayment of general banking facilities	30.6	(255 100)	(184 500)	(255 100)	(184 500)
Advances from loans from subsidiary	23	–	–	334 208	76 623
Repayment of loans from subsidiary	23	–	–	(96 325)	(58 520)
Receipts from RTO obligation	19	6 522	3 744	–	–
Repayment of RTO obligation	19	(1 488)	(1 761)	–	–
Payment of lease liability	32.1	(8 530)	(7 310)	(969)	(706)
Purchase of treasury shares	29.4	(720)	(5 253)	(720)	(5 253)
Dividends paid – community partners	29.6	(15 300)	–	–	–
Net cash (utilised in)/generated by financing activities		(164 815)	119 225	113 194	55 144
Net increase/(decrease) in cash and cash equivalents		106 391	12 405	40 926	(188)
Cash and cash equivalents at beginning of the year		55 231	42 826	1 568	1 756
Differences arising on foreign currency translation		(6 570)	–	–	–
Cash and cash equivalents at end of the year	28.1	155 052	55 231	42 494	1 568

Statement of changes in equity

FOR THE YEAR ENDED 31 MARCH 2024

	Group								
	Share capital and premium R'000	Investment revaluation reserve R'000	Foreign currency translation reserve R'000	Treasury shares R'000	Share-based payment reserve R'000	Retained earnings R'000	Attributable to owners of the Company R'000	Non-controlling interests R'000	Total R'000
Balance at 31 March 2022	226 271	951	(71 804)	(1 779)	5 556	921 205	1 080 400	64 563	1 144 963
Loss for the year	–	–	–	–	–	(196 134)	(196 134)	(3 441)	(199 575)
Other comprehensive income	–	(3 811)	69 227	–	–	61	65 477	–	65 477
Total comprehensive loss for the year	–	(3 811)	69 227	–	–	(196 073)	(130 657)	(3 441)	(134 098)
Treasury shares purchased (note 29.4)	–	–	–	(5 253)	–	–	(5 253)	–	(5 253)
Share-based payment expense (note 29.5)	–	–	–	–	3 032	–	3 032	–	3 032
Share-based payment transfer (note 29.5)	–	–	–	–	(434)	434	–	–	–
Balance at 31 March 2023	226 271	(2 860)	(2 577)	(7 032)	8 154	725 566	947 522	61 122	1 008 644
Profit for the year	–	–	–	–	–	61 326	61 326	28 002	89 328
Other comprehensive income	–	–	4 933	–	–	192	5 125	–	5 125
Total comprehensive income for the year	–	–	4 933	–	–	61 518	66 451	28 002	94 453
Reserve realised on disposal of investments held at FVTOCI (note 29.2)	–	3 811	–	–	–	(3 811)	–	–	–
Elimination of non-controlling interest on disposal of Bellcro Farming (note 29.6)	–	–	–	–	–	–	–	(761)	(761)
Dividends declared and paid (note 16 and 29.6)	–	–	–	–	–	–	–	(15 300)	(15 300)
Treasury shares purchased (note 29.4)	–	–	–	(720)	–	–	(720)	–	(720)
Share-based payment expense (note 29.5)	–	–	–	–	1 175	–	1 175	–	1 175
Share-based payment vested (note 29.5)	–	–	–	1 409	(1 409)	–	–	–	–
Share-based payment transfer (note 29.5)	–	–	–	–	(895)	895	–	–	–
Balance at 31 March 2024	226 271	951	2 356	(6 343)	7 025	784 168	1 014 428	73 063	1 087 491
Note	29.1	29.2	29.3	29.4	29.5			29.6	

Statement of changes in equity continued

	Company								Total R'000
	Share capital and premium R'000	Investment revaluation reserve R'000	Foreign currency translation reserve R'000	Treasury shares R'000	Share- based payment reserve R'000	Retained earnings R'000	Attributable to owners of the Company R'000	Non- controlling interests R'000	
Balance at 31 March 2022	226 271	–	–	(1 779)	5 556	541 335	771 383	–	771 383
Loss for the year	–	–	–	–	–	(193 117)	(193 117)	–	(193 117)
Other comprehensive income	–	–	–	–	–	61	61	–	61
Total comprehensive loss for the year	–	–	–	–	–	(193 056)	(193 056)	–	(193 056)
Treasury shares purchased (note 29.4)	–	–	–	(5 253)	–	–	(5 253)	–	(5 253)
Share-based payment expense (note 29.5)	–	–	–	–	3 032	–	3 032	–	3 032
Share-based payment transfer (note 29.5)	–	–	–	–	(434)	434	–	–	–
Balance at 31 March 2023	226 271	–	–	(7 032)	8 154	348 713	576 106	–	576 106
Loss for the year	–	–	–	–	–	(16 100)	(16 100)	–	(16 100)
Other comprehensive income	–	–	–	–	–	192	192	–	192
Total comprehensive loss for the year	–	–	–	–	–	(15 908)	(15 908)	–	(15 908)
Treasury shares purchased (note 29.4)	–	–	–	(720)	–	–	(720)	–	(720)
Share-based payment expense (note 29.5)	–	–	–	–	1 175	–	1 175	–	1 175
Share-based payment vested (note 29.5)	–	–	–	1 409	(1 409)	–	–	–	–
Share-based payment transfer (note 29.5)	–	–	–	–	(895)	895	–	–	–
Balance at 31 March 2024	226 271	–	–	(6 343)	7 025	333 700	560 653	–	560 653
Note	29.1	29.2	29.3	29.4	29.5			29.6	

Consolidated segmental analysis

FOR THE YEAR ENDED 31 MARCH 2024

Products and services from which reportable segments derive their revenues

Information reported to the Chief Executive Officer (chief operating decision maker) for the purposes of resource allocation and assessment of segment performance, focuses on the types of goods or services delivered or provided, and in respect of the “sugar cane”, “deciduous fruit”, “bananas”, “macadamias” and “property” operations, the information is further analysed based on the different classes of customers in note 6. The Chief Executive Officer of the Company has chosen to organise the Group around differences in products and services across its farming and property operations. Other revenue streams that have no direct bearing on crop or property performance have been combined under “other operations”, which is disaggregated in note 6. “Unallocated” refers to specific income or expense transactions, as well as assets and liabilities that cannot be readily allocated to one or more of the Group’s reportable segments above. Unallocated therefore refers to “head office” corporate income and expenses, as well as pure head office related assets or liabilities. Tax expense is an unallocated corporate expense.

Information about reportable segments

Year to 31 March 2024	Sugar cane R'000	Deciduous fruit R'000	Bananas R'000	Macadamias R'000	Property R'000	Other operations R'000	Head office R'000	Total continuing operations R'000	Total discontinued operations R'000	Total R'000
Revenue – External	516 054	-	151 983	13 497	22 591	23 788	-	727 913	52 103	780 016
Operating profit before unallocated overheads	163 560	-	18 289	(49 120)	(8 834)	(2 673)	(3 104)	118 118	38 388	156 506
Corporate expenses	-	-	-	-	-	-	(57 251)	(57 251)	-	(57 251)
Operating profit before biological assets	163 560	-	18 289	(49 120)	(8 834)	(2 673)	(60 355)	60 867	38 388	99 255
Change in fair value of biological assets	41 523	-	(1 908)	10 681	-	-	-	50 296	(18 077)	32 219
Operating profit after biological assets	205 083	-	16 381	(38 439)	(8 834)	(2 673)	(60 355)	111 163	20 311	131 474
Gain on disposal of property, plant and equipment	(317)	-	125	295	-	-	6	109	14 437	14 546
Loss on disposal of equity investments	-	-	-	-	-	-	-	-	(65)	(65)
Loss on disposal of subsidiary	-	-	-	-	-	-	(623)	(623)	-	(623)
Provision for employee relocations and land restoration	-	-	-	-	-	-	-	-	6 050	6 050
Expected credit losses on financial assets	-	-	-	-	-	-	2 447	2 447	-	2 447
Share of profit of joint venture and associates	-	-	3 317	-	-	-	-	3 317	-	3 317
Investment income	-	-	-	-	-	-	12 149	12 149	4	12 153
Finance costs	-	-	-	-	-	-	(52 329)	(52 329)	-	(52 329)
Profit before tax	204 766	-	19 823	(38 144)	(8 834)	(2 673)	(98 705)	76 233	40 737	116 970
Tax expense	-	-	-	-	-	-	(24 710)	(24 710)	(2 932)	(27 642)
Profit after tax	204 766	-	19 823	(38 144)	(8 834)	(2 673)	(123 415)	51 523	37 805	89 328

Consolidated segmental analysis continued

Year to 31 March 2024	Sugar cane R'000	Deciduous fruit R'000	Bananas R'000	Macadamias R'000	Property R'000	Other operations R'000	Head office R'000	Total continuing operations R'000	Total discontinued operations R'000	Total R'000
Segmental assets	663 963	14 039	271 160	367 051	312 482	22 234	172 319	1 823 248	-	1 823 248
Segmental liabilities	(310 086)	(614)	(138 504)	(100 747)	(167 043)	(1 736)	(17 027)	(735 757)	-	(735 757)
Other information										
Capital expenditure on property, plant and equipment	21 889	1 282	11 939	8 517	57	824	275	44 783	-	44 783
Depreciation and impairments	34 010	-	7 990	16 579	2 032	1 591	1 569	63 771	-	63 771
Change in fair value of investment property	-	-	-	-	1 305	-	-	1 305	-	1 305
Year to 31 March 2023										
Year to 31 March 2023	Sugar cane R'000	Deciduous fruit R'000	Bananas R'000	Macadamias R'000	Property R'000	Other operations R'000	Head office R'000	Total continuing operations R'000	Total discontinued operations R'000	Total R'000
Revenue – External	404 584	-	121 176	35 521	31 741	22 708	-	615 730	65 617	681 347
Operating loss before unallocated overheads	56 597	-	(9 243)	(125 923)	1 784	(1 400)	-	(78 185)	(24 923)	(103 108)
Corporate expenses	-	-	-	-	-	-	(59 019)	(59 019)	-	(59 019)
Operating loss before biological assets	56 597	-	(9 243)	(125 923)	1 784	(1 400)	(59 019)	(137 204)	(24 923)	(162 127)
Change in fair value of biological assets	32 246	-	(2 970)	(40 632)	-	-	-	(11 356)	(71)	(11 427)
Operating loss after biological assets	88 843	-	(12 213)	(166 555)	1 784	(1 400)	(59 019)	(148 560)	(24 994)	(173 554)
Gain on disposal of property, plant and equipment	1 009	-	67	(2)	-	(31)	(52)	991	1	992
Provision for employee relocations and land restoration	-	-	-	-	-	-	-	-	(6 050)	(6 050)
Expected credit losses on financial assets	-	-	-	-	-	-	(6 191)	(6 191)	-	(6 191)
Share of profit of joint venture and associates	-	-	1 993	-	-	-	-	1 993	-	1 993
Investment income	-	-	-	-	-	-	5 544	5 544	12	5 556
Finance costs	-	-	-	-	-	-	(44 553)	(44 553)	-	(44 553)
Loss before tax	89 852	-	(10 153)	(166 557)	1 784	(1 431)	(104 271)	(190 776)	(31 031)	(221 807)
Tax income	-	-	-	-	-	-	13 348	13 348	8 884	22 232
Loss after tax	89 852	-	(10 153)	(166 557)	1 784	(1 431)	(90 923)	(177 428)	(22 147)	(199 575)

Consolidated segmental analysis continued

	Sugar cane R'000	Deciduous fruit R'000	Bananas R'000	Macadamias R'000	Property operations R'000	Other operations R'000	Head office R'000	Total continuing operations R'000	Total discontinued operations R'000	Total R'000
Year to 31 March 2023										
Segmental assets	637 519	72 410	270 906	341 701	319 832	21 771	74 533	1 738 672	151 967	1 890 639
Segmental liabilities	(286 269)	(23 428)	(143 578)	(94 040)	(189 641)	(2 038)	(143 001)	(881 995)	–	(881 995)
Other information										
Capital expenditure on property, plant and equipment	36 063	–	18 737	22 695	37	573	1 994	80 099	11 665	91 764
Depreciation and impairments	32 271	–	6 525	112 259	2 043	1 579	1 366	156 043	8 082	164 125
Change in fair value of investment property	–	–	–	–	1 192	–	–	1 192	–	1 192

Information about geographical areas and customers

Refer to note 6 for information about the geographical areas where the Group operates in, as well as an analysis of revenue by customer.

Inter-segment revenue

	Sugar cane R'000	Deciduous fruit R'000	Bananas R'000	Macadamias R'000	Property operations R'000	Other operations R'000	Head office R'000	Total continuing operations R'000	Adjustments R'000	Total R'000
Year to 31 March 2024										
Revenue – Internal	–	–	–	–	–	–	61 004	61 004	(61 004)	–
Year to 31 March 2023										
Revenue – Internal	–	–	–	–	–	–	59 475	59 475	(59 475)	–

All segment revenue, expenses, assets and liabilities are all directly attributable to the segments. Internal segment revenue between group segments are at arm's length. All intersegment transactions are eliminated on consolidation.

Notes to the financial statements

FOR THE YEAR ENDED 31 MARCH 2024

1. General information

Crookes Brothers Limited (the Company) is incorporated in the Republic of South Africa. The addresses of its registered office and principal place of business are disclosed in the inside back cover. The principal activities of the Company and its subsidiaries are described in the Directors' Report and note 23.

2. Adoption of new and revised standards

2.1 New and revised accounting standards applied with no material effect on the Financial Statements

The following new and revised accounting standards have been adopted in these Financial Statements. The application of these new and revised accounting standards has not had any material impact, on the amounts reported for the current and prior years and are mandatorily effective.

IFRS 17 Insurance Contracts	<p>On 18 May 2017, the IASB issued amendments to IFRS 17 which establishes the principles for the recognition, measurement, presentation and disclosure of insurance contracts and supersedes IFRS 4 Insurance Contracts. IFRS 17 outlines a general model, which is modified for insurance contracts with direct participation features, described as the variable fee approach. The amendments were effective for annual periods beginning 1 January 2023. In addition on 25 June 2020, the IASB issued "Amendments to IFRS 17" to address concerns and implementation challenges that were identified after IFRS 17 "Insurance Contracts" was published in 2017. The amendments were effective for annual periods beginning on or after 1 January 2023.</p> <p>There was no significant impact on the Group or Company financial statements.</p>
IAS 1 Presentation of Financial Statements	<p>On 23 January 2020, the IASB issued "Classification of Liabilities as Current or Non-current" and "Disclosure of Accounting Policies" amendments to IAS 1. Classification of Liabilities as Current or Non-current provides a more general approach to the classification of liabilities under IAS 1 based on the contractual arrangements in place at the reporting date. Disclosure of Accounting Policies amendments requires the disclosure of material accounting policy information rather than the significant accounting policies. These amendments were effective for annual periods beginning on or after January 2023.</p> <p>There was no significant impact on the Group or Company financial statements.</p>
IAS 8 Amendments on accounting estimates	<p>On 12 February 2021, the IASB issued "Definition of Accounting Estimates (Amendments to IAS 8)" to help entities to distinguish between accounting policies and accounting estimates. The amendments were effective for annual periods beginning on or after January 2023.</p> <p>There was no significant impact on the Group or Company financial statements.</p>
IAS 12 Amendments to Deferred Tax related to assets and liabilities arising from a single transaction	<p>On 7 May 2021, the IASB has amended IAS 12 Income taxes, to require the recognition of deferred tax on particular transactions that, on initial recognition, give rise to equal amounts of taxable and deductible temporary differences. The amendments were effective for annual periods beginning on or after 1 January 2023.</p> <p>There was no significant impact on the Group or Company financial statements.</p>
Interest rate benchmark reform (Amendments to IFRS 9, IAS 39 and IFRS 7) issued	<p>These amendments address the potential effects from IBOR reform on financial reporting. Adopting these amendments enables the Group to reflect the effects of transitioning from interbank offered rates (IBOR) to alternative benchmark interest rates without giving rise to accounting impacts that would not provide useful information to users of financial statements. The amendments were effective for annual periods beginning on or after 1 January 2020.</p> <p>The amendment will impact the Company's loans receivable with JIBAR-linked interest rates. No impact can be assessed at year end as no replacement rate has been formally announced.</p>

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

2.2 New and revised accounting standards in issue but not yet effective

<p>IFRS 10 and IAS 28 (Amendments) Sale or Contributions of Assets between an Investor and its Associate or Joint Venture</p>	<p>The amendments to IFRS 10 and IAS 28 deal with situations where there is a sale or contribution of assets between an investor and its associate or joint venture. Specifically, the amendments state that gains or losses resulting from the loss of control of a subsidiary that does not contain a business in a transaction with an associate or a joint venture that is accounted for using the equity method, are recognised in the parent's profit or loss only to the extent of the unrelated investors' interests in that associate or joint venture. The effective date is deferred by the IASB pending the outcome of its research project on the equity method of accounting.</p> <p>The Group's policy when there is loss of control of a subsidiary and an investment is retained in the former subsidiary via a joint venture or associate is to recognise profit or loss on disposal of the subsidiary only to the extent of the unrelated interest in the joint venture or associate.</p>
<p>IAS 1 Presentation of Financial Statements (Amendment: Classification of liabilities as current or non-current, disclosure of accounting policies and non-current liabilities with covenants)</p>	<p>In October 2022, the International Accounting Standards Board (IASB) issued Non-current Liabilities with Covenants, which amended IAS 1 Presentation of Financial Statements. The amendments improved the information an entity provides when its right to defer settlement of a liability for at least 12 months is subject to compliance with covenants. The amendments also responded to stakeholders' concerns about the classification of such a liability as current or non-current. In addition, the amendments require the entity to disclose all covenants which will affect the classification of the non-current liabilities with covenants in future periods. The amendments are effective for annual periods beginning on or after 1 January 2024.</p> <p>The Directors of the Company do not anticipate that the application of these amendments will have a significant impact on the Group or Company financial statements.</p>
<p>Amendment to IAS 21 Income Taxes – lack of exchangeability</p>	<p>In August 2023, the IASB amended IAS 21 to clarify when a currency is exchangeable into another currency and how a company estimates a spot rate when a currency lacks exchangeability. The amendments are effective for annual periods beginning on or after 1 January 2025.</p> <p>The Directors of the Company do not anticipate that the application of these amendments will have a significant impact on the Group or Company financial statements.</p>

3. Material accounting policies

BASIS OF PREPARATION

The Financial Statements have been consistently prepared in accordance with the accounting standards as adopted by the Independent Accounting Standards Board, SA Financial Reporting Requirements, the requirements of the Companies Act 2008 of South Africa and the JSE Listings Requirements. The historical cost basis is used except for investment property (see note 19), biological assets (see note 25) and certain financial instruments (see note 22) that are reported at fair value.

FOREIGN CURRENCIES

The functional currency of each entity within the Group is based on the currency of the primary economic environment in which that entity operates. The functional currency is determined by assessing the primary economic environment of the revenue, operating and capital expenditure and financing cash flows of the Group entity. For the purposes of the consolidated Financial Statements, the results and financial position of each entity are expressed in South African Rand, which is the functional currency of the Group, and the presentation currency for the consolidated Financial Statements.

Transactions in currencies other than in the entity's functional currency relate to the Group's Mozambique and Zambia operations. The results are recognised at the rates of exchange ruling on the date of the transaction. Monetary assets and liabilities denominated in such currencies are translated at the rates ruling at the date of the statement of financial position. Gains and losses arising on exchange differences are recognised in profit or loss. The financial statements of entities whose functional currencies are different from the Group's presentation currency which, because of its primary operating activities, is South African Rand, are translated as follows:

- Assets and liabilities at exchange rates prevailing on the statement of financial position date;
- Income and expense items at the average exchange rates for the period; and
- Equity items at the exchange rate prevailing on the date they arose.

Exchange differences on translating foreign operations are recognised in other comprehensive income.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

COMPARATIVE FIGURES

Comparative figures are restated in the event of a change in accounting policy or a prior period error or when required by the accounting standards or where restatement results in a more meaningful comparison to current year figures.

BASIS OF CONSOLIDATION

3.1 Interests in subsidiaries

At each reporting date, the Group reassesses whether or not it controls its investees if facts and circumstances indicate that there are changes to one or more of the three elements of control listed below:

- the Group has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

At the end of the current reporting period, the Group accounted for 14 investees as controlled subsidiaries (see note 23). All subsidiaries have the same financial reporting period of 31 March.

Of these 14 investees, the Group held the majority share capital and voting rights in 12 of them, thus giving the Group majority voting power to affect the operating and financial returns of these 12 investees.

With regards to the other two subsidiaries, Libcro Farming (Pty) Ltd (Libcro) and Mawecro Farming (Pty) Ltd (Mawecro), the non-controlling interests owned the majority of the issued share capital in these investees.

Even though the Group had less than a majority of the voting rights in these two investees, it was still able to demonstrate power over these investees and direct the relevant activities of these investees unilaterally. Refer to note 4.1 for all relevant facts and circumstances that the Group assessed in making this judgement.

Upon loss of control of a subsidiary, the Group derecognises the assets and liabilities of the subsidiary and recognises a gain or loss on the disposal. During the current year, the investment in Bellcro Farming (Bellcro) was disposed (see note 5).

Investments in subsidiaries in the Company Financial Statements are recognised at cost less impairments.

3.2 Interests in joint venture and associates

See note 24 for a list of associates that the Group has investments in. The Group exerts "significant influence" over these associates, which is the power to participate in the financial and operating policy decisions of these investees, but does not have control or joint control over the policies of these investees.

With respect to Silverlands Mozambique Holdings Limited (SMHL) (see note 24), the Group has acquired a joint venture, via a joint arrangement whereby the Group shares joint control of the arrangement and has rights to the net assets of SMHL through this joint arrangement. The Group has a contractually agreed sharing of control over the arrangement of SMHL's operations with SilverStreet Private Equity Strategies (SilverStreet), a subsidiary of the Group's majority shareholder Silverlands (SA) Plantations Sarl, a company incorporated in the United Kingdom. Any decisions regarding the relevant activities of SMHL require the unanimous consent of both the Group and SilverStreet.

The results and assets and liabilities of the Group's joint venture and associates are incorporated in these consolidated Financial Statements using the equity method of accounting. Under this equity method, the Group's investment in its joint venture and associates are initially recognised in the consolidated statement of financial position at cost and adjusted thereafter to recognise the Group's share of the profit or loss and other comprehensive income.

The Group transacts with all the investees' disclosed in note 24 on an arm's-length basis.

Investments in joint venture and associates in the Company Financial Statements are recognised at cost less impairments.

STATEMENT OF PROFIT OR LOSS TRANSACTIONS AND EVENTS

3.3 Revenue

The Group recognises revenue on the fulfilment of a performance obligation, which results in the irrevocable transfer of control to its customers, such that the Group is then entitled to the transaction prices associated with these sales.

Refer to note 6 for a summary of revenue by product and geographic region. The Group's revenue is largely made up of "farming" revenue in the form of sugar cane, deciduous fruit, bananas and macadamias and property revenue through the development and sale of residential units.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

Sugar cane

Revenue is recognised at a point in time when the cane is delivered to the sugar mills.

Deciduous fruit

Revenue is recognised at a point in time on delivery to Two-A-Day Group (TAD) and Western Cape Fruit Processors.

The current year revenue relates to prior season fruit that has been packed and sold by TAD. There are no variable considerations as the revenue is based on the remittance provided by TAD.

Deciduous revenue has been accounted for as a discontinued operation as per note 5.

Bananas

Revenue is recognised at a point in time on delivery of packed banana cartons to customers. The majority of the Group's bananas are sold to the Group's associate, Lebombo Growers (Pty) Ltd (Lebombo).

Macadamias

Revenue from the sale of macadamias is recognised at a point in time when the Group's various customers take delivery.

Property

Revenue from the sale of completed residential units is recognised at a point in time on transfer of ownership to buyers through occupation of a completed unit.

Other operations

Other operations revenue comprises revenue from rental income from leased buildings, tourism revenue and utility services related to the property development. The majority of sales proceeds are received over a 30-day period (in the case of rental income) and in cash with regards to the tourism segment.

Company revenue

The Company being purely an investment holding company, derives its revenue in the form of interest income, dividend income, management fees, consulting fees and surety fees from related parties. Company interest income is mainly charged to fellow subsidiaries at prime and Jibar-linked rates, and measurement is in accordance with IFRS 9. Dividend income earned is from fellow subsidiaries. Surety fees are charged at 2% of the average loan balance outstanding at each period end. Management and consulting fees are charged based on actual hours worked with an added arm's-length mark-up. Performance obligation is satisfied once the management or consulting service has been rendered.

3.4 Investment income

Dividend and interest income disclosed in note 12 are earned from the Group's range of financial assets and positive bank balances respectively. Due to the Company being an investment holding company (see note 3.3 above), investment income constitutes revenue in the Company's statement of profit or loss.

3.5 Taxation

Tax expense represents the sum of the current tax payable and deferred tax and is recognised in profit or loss, except when it relates to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

Current tax

The tax currently payable is based on taxable profit for the period. Taxable profit differs from "profit before tax" as reported in the statement of profit or loss and other comprehensive income because of items of income or expense that are taxable or deductible in other periods and items that are never taxable or deductible. The Group's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are recognised for deductible temporary differences and unused tax losses to the extent that it is probable that taxable profit will be available against which the deductible temporary differences can be utilised.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised based on tax laws and rates that have been enacted or substantively enacted at the reporting date.

3.6 Dividends

Dividends declared by the Group and Company to its shareholders and community partners (non-controlling interest) are charged against reserves in the period declared, and raised as an outstanding payable until settled. Refer to note 16 for details of dividends declared by the Group and Company.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

STATEMENT OF FINANCIAL POSITION LINE ITEMS

3.7 Property, plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and any accumulated impairment losses.

Freehold land and assets under construction are carried at cost, less any impairment loss.

Costs capitalised to bearer assets (sugar cane roots, banana palms and macadamia trees) include all direct costs of land preparation and planting.

The varied nature of property, plant and equipment result in a range of different depreciation rates being applied to assets. Depreciation guidelines are defined for asset classes, however, individual consideration is given to the appropriateness of the useful life applied to each individual asset which reflects management's estimate of the consumption of economic benefits inherent in the value of the asset.

During the year under review, property, plant and equipment was depreciated on the straight-line basis using the rates set out below:

• Land – owned	not depreciated
• Leased land in Mozambique	100 years
• Leased land in Zambia	100 years
• Buildings and housing	30 – 50 years
• Capital work-in progress	not depreciated until brought into use
• Plant and other assets	3 – 25 years
• Sugar cane roots	7 – 9 years
• Banana palms	9 years
• Macadamia trees	25 years

Depreciation is recognised directly in profit or loss. Management reviews the residual values, useful lives and depreciation methods annually.

On the disposal or scrapping of property, plant, equipment, the gain or loss arising thereon is recognised in profit or loss.

3.8 Borrowing costs

Finance costs incurred as a consequence of raising finance for a particular project, is capitalised to the associated "qualifying assets", as borrowing costs.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

3.9 Investment property

Residential units occupied by customers under revisionary sale and transfer obligation (RTO) arrangements are recognised by the Group as investment property. The customers in these cases are lessees, whilst the Group is a lessor, who holds these properties for capital appreciation over the RTO term. RTO units are initially measured at cost, and subsequently at fair value, with gains and losses arising from changes in fair value being recorded in profit or loss in the period in which they arise. Refer to note 19 for disclosure relating to investment property.

3.10 Impairment of non-financial assets

At the end of each reporting period, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that the assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). The recoverable amount of assets is the higher of fair value less costs of disposal and value-in-use.

Sugar cane roots that do not provide acceptable yields, are routinely grubbed out, and in some cases prior to the end of their expected useful lives. Refer to note 8 for details of impairment, to these bearer assets.

3.11 Financial instruments

On initial recognition, the Group measures its financial assets and financial liabilities at fair value.

Financial assets

At the end of the current reporting period, the Group held an interest in a number of financial assets in the form of equity investments in various co-ops and agribusinesses as well as loans receivable, trade receivables and cash in the bank. Refer to notes 22.1 and 22.2. These financial assets are classified as either fair value through other comprehensive income (FVTOCI) or amortised cost.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

Subsequent measurement

The investment in Elgin is held at fair value, with changes in fair value being recognised in FVTOCI and accumulated in the investment revaluation reserve.

With respect to the investments in Villiersdorp and other farming co-ops and agribusinesses, the fair values of these investments are not readily determinable. The investment in these companies is based on signed agreements, whereby the value of the shares to the Group in these companies, is limited to their cost. Therefore the Directors have measured these investments at cost, which they assess to be the closest approximation of fair value. Refer to note 22.4 for the judgements applied by the Directors in making this assessment.

Based on the contractual cash flows associated with trade and loan receivables, the Group measures these at amortised cost using the effective interest method.

Cash and cash equivalents which include cash on hand and in banks, are measured at amortised cost using the effective interest method.

Financial liabilities

The Group has financial liabilities, in the form of a bank overdraft, interest-bearing borrowings, RTO financial liability and trade and other payables. These financial liabilities are classified as financial liabilities at amortised cost.

The receipt of cash proceeds (excl. VAT) associated with RTO sales, results in an RTO financial liability and prepaid lease income.

The RTO financial liability is initially measured by discounting these proceeds at the South African prime lending rate and the SARS prescribed mortality rate of the purchaser or his/her spouse.

The prepaid lease income portion of the RTO obligation is initially measured at fair value, being the difference between the cash proceeds (excl. VAT) received and the RTO financial liability raised. This prepaid lease income is then amortised over the mortality period of the purchaser or his/her spouse, with the current year portion of lease income recognised in profit or loss, and the carrying amount of prepaid lease income subsequently measured at amortised cost.

Refer to notes 19, 23, 30, 32, 35 and 38 for disclosures related to financial liabilities.

Subsequent measurement

The financial liabilities are measured at amortised cost using the effective interest rate method.

Derecognition of financial liabilities

Financial liabilities are derecognised only when the obligation specified in the contract is discharged or cancelled or expires.

Impairment of financial assets

Regarding its financial assets the Group assess the expected credit losses associated with its debt instruments carried at amortised cost on a forward-looking basis. The amount of expected credit losses (ECLs) is updated at each reporting date to reflect changes in credit risk since initial recognition of the financial instrument. The Group assesses loans at amortised cost, trade receivables, other receivables and cash and cash equivalents for impairment.

Regarding its financial assets held at amortised cost, the Group recognises lifetime expected credit losses.

The Group applies the IFRS 9 simplified approach to measure expected credit losses which uses a lifetime expected credit loss allowance for all trade receivables.

Refer to note 9,11 and 38.3 for a detailed analysis.

3.12 Biological assets

The Group's biological assets comprise growing crops in the form of sugar cane, bananas and macadamias.

Biological assets are measured on initial recognition and at the end of each reporting date at fair value. Fair value is based on current estimated market prices for the following season, less the estimated costs of harvesting, transport, packing and point-of-sale costs.

3.13 Inventories

Inventories which include consumable stores (fertiliser, chemicals, fuel, spare parts etc), merchandise, livestock, property (development and sale) and grown nursery plants are valued at the lower of cost and net realisable value. Cost (excluding property) is calculated using the weighted average method. Net realisable value represents the estimated selling price less all estimated costs of completion or selling and distribution.

Property for development and sale relates to the Renishaw Hills development and includes the cost of land and development. The specific identification method is used to allocate costs to the individual units.

Redundant and slow-moving inventories are identified and written down to their net realisable values where necessary.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

3.14 Employee benefits

Retirement funds

In South Africa, the Company provides retirement benefits for its employees through the Crookes Brothers Retirement, Pension and Provident Funds. These funds are all defined contribution plans. The assets of the defined contribution schemes are held separately from those of the Company and are administered and controlled by trustees. Contributions to these defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

Retirement benefit surplus

The Crookes Brothers Pension Fund also operates an Employer Surplus Reserve Account. There are assets allocated to the employer in the employer surplus reserve accounts in the Crookes Brothers Pension and Retirement Funds.

The Company has elected to utilise this surplus to extinguish a portion of the post-retirement medical aid subsidy below. To this end, an additional liability for medical benefits in the funds' rules has been created, and this surplus has been utilised to cover these costs as disclosed in note 34.2.

In other geographical locations in which the Group operates – Eswatini, Zambia and Mozambique, contributions are made to state-managed retirement benefit schemes. These schemes are dealt with as payments to defined contribution plans where the Group's obligations under the plans are equivalent to those arising in a defined contribution retirement benefit plan. Additional severance liabilities in terms of legislative regulations are assessed annually and recognised as a provision. See note 36 for disclosure pertaining to severance allowance.

Post-employment medical aid obligation

Historically, qualifying employees have been granted certain post-retirement medical benefits. The post-retirement medical benefit option is now closed and the Company's obligation in respect of post-employment medical aid relate solely to past employees of the Company referred to as Continuation and Widow(er) Members (CAWMs). See note 34.1 for the actuarial valuation of the liability.

3.15 Non-current assets held for sale (NCAHFS) and Discontinued operations

The Group presents the results of a separate major line of business, separately, in the statement of profit or loss when it is classified as a discontinued operation. In addition, assets and liabilities, are classified as NCAHFS in the statement of financial position. NCAHFS are measured at the lower of carrying amount and fair value less costs to sell.

Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset (or disposal group) is available for immediate sale in its present condition. Refer to note 5 for management's assessment in classifying the deciduous operations, as discontinued.

3.16 Investment revaluation reserve

The investment revaluation reserve represents the cumulative gains and losses arising on the revaluation of financial assets referred to in note 22.1 that have been recognised in other comprehensive income. For equity instruments designated at FVTOCI the reserve is transferred to retained earnings when sold. This transfer is made within the statement of changes in equity.

3.17 Foreign currency translation reserve

Exchange differences relating to the translation of the results and net assets of the Group's Mozambican and Zambian subsidiaries from its functional currency of Mozambican Metical (MZN) and Zambian Kwacha (ZMW) to the Group's presentation currency of Rands (ZAR) which are recognised directly in other comprehensive income and accumulated in the foreign currency translation reserve.

3.18 Treasury shares

The Group and Company has purchased some of its own shares for the purpose of the Deferred Bonus Scheme (DBS). These are deemed treasury shares as they are conditionally returnable. Refer to the share-based payment reserve accounting policy for an explanation of the DBS. The costs relating to the acquisition of treasury shares as well as gains or losses on disposal or cancellation of treasury shares are recognised directly in equity.

Refer to note 29.4 for details on the treasury shares purchased.

3.19 Share-based payment reserve

The Company issues equity-settled share-based payments to certain executives and senior employees of the Company and its subsidiaries.

Equity-settled share-based payments are measured at fair value at the grant date. The fair value at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Group's estimate of the shares that will eventually vest, with a corresponding increase in equity.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled reserve. Refer to note 37 for disclosure relating to the employee share incentive scheme.

Share option scheme

Each employee share option converts into one ordinary share of the Company on exercise. No amounts are paid or payable by the recipient on receipt of the option. The options carry neither rights to dividends nor voting rights. Options may be exercised at any time from the date of vesting to the date of their expiry.

Options vest over a period of five years and all shares must be taken up by way of purchase and delivery by no later than 10 years after the date of grant, subject to Remuneration Committee approval. The exercise price of the option is not less than the market value of the ordinary shares on the day preceding the date of grant. IFRS 2 requires the fair value of equity instruments granted to be based on market prices, if available, and to take into account the terms and conditions upon which those equity instruments were granted. In the absence of market prices, fair value is estimated, using a valuation technique to estimate what the price of those equity instruments would have been on the measurement date in an arm's-length transaction between knowledgeable, willing parties. As employee share options are not traded, there is no market price available. Employees have been granted a call option in terms of the Scheme where the payoff on exercise is the difference between the market value of the Company's shares at that time less the strike price. Fair value of the share options is therefore determined using an option pricing model. The share options have been valued using the widely accepted Black-Scholes-Merton model. This model is used to value options traded openly in the market.

Deferred bonus scheme (DBS)

A portion of an employee's bonus is settled in forfeitable shares in the Company under the DBS. The DBS runs parallel to the Group's existing share option scheme. Under the DBS, qualifying management are granted shares, which enjoy all shareholder rights, including dividends and voting rights.

No more than 5% of the Company's total shares can be awarded, and no single employee will be permitted to hold more than 1% of the Company's shares. The shares purchased by the Group under the DBS are held as treasury shares by the Group until vesting date.

The shares will vest over five years, contingent upon continued employment. One-third of the shares will vest after three years, another third after four years, and the final third after five years. If the employee leaves before the end of this period, they will forfeit any unvested shares.

IFRS 2 requires the fair value of equity instruments granted to be based on market prices, if available, and to take into account the terms and conditions upon which those equity instruments were granted. The transaction is measured at the fair value of the equity instrument at the grant date.

Refer to notes 29.5 and 37 for disclosure relating to the DBS.

3.20 Obligations to return leased farmland

This relates to the valuations attributable to the carrying amount of bearer assets on farms in the Mpumalanga region which are owned by communities and leased to the Group as part of long-term 20- and 30-year leases. At the end of the current reporting period, the amortised cost of these liabilities was opposite but equal to the carrying amount of the associated bearer asset sugar cane roots and banana palms. Refer to note 31.

These liabilities are unsecured, interest-free and will be extinguished on handover of the bearer assets to the respective community land owners, on termination of the leases.

3.21 Leases

The Group – as lessee

The Group recognises right-of-use assets and lease liabilities in its statement of financial position.

For leases of a short-term (12 months or less) or low value assets of R100 000 or less (printers and copiers), the Group recognises the lease payments on a straight-line basis over the term of the lease.

Lease liabilities

The Group's lease liabilities are disclosed in note 32.

Lease payments included in the measurement of the lease liabilities comprise lease payments that depend on year-on-year CPI rates.

Lease payments are initially measured using the index rates at lease inception and subsequently measured by increasing the carrying amount to reflect interest on the lease liabilities (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

The Group remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- The lease payments change due to changes in the CPI rate or a change in expected payment, in which cases the lease liability is remeasured by discounting the revised lease payments using an unchanged discount rate.
- A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

Right-of-use assets

The Group's right-of-use assets are disclosed in note 18.

The right-of-use assets comprise the initial measurement of the corresponding lease liabilities, and any lease payments made. They are subsequently measured at cost less accumulated depreciation and impairment losses.

The Group's right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. In the case of the Mawecro and Libcro leases, these are depreciated over the lease terms of 20 and 30 years respectively. The Company lease is depreciated over five years.

Long-term leases with lease terms of 100 years have been classified in note 17 as leasehold land/land rights as these leases were purchased.

The Group applies IAS 36 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in the "Property, Plant and Equipment" and "Impairment" policy per 3.7 and 3.10 above.

Other lease arrangements

Variable rents that do not depend on an index or rate are not included in the measurement the lease liability and the right-of-use asset. The related payments are recognised as an expense in the period in which the event or condition that triggers those payments occurs and are included in profit or loss. The Group has applied the practical expedient for short-term leases with a term of 12 months or less and low-value leases with assets with a cost of R100 000 or less, which mainly comprise of office equipment. Refer to note 33 for a disclosure of the Group's lease payments recognised as an expense in profit or loss.

The Group – as lessor

Leases for which the Group is a lessor are classified as operating leases. Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease.

3.22 Provisions

The Group has legal obligations to its employees in the form of leave pay, bonus and severance pay provisions at the end of the current reporting period.

The provision for leave pay represents annual leave entitlements accrued by employees based on leave days not taken at financial year end multiplied by the applicable daily pay-rate. Leave is forfeited if not used in the following leave cycle or when it reaches the leave cap.

The provision for bonuses is payable to qualifying employees in terms of a "balanced scorecard", which refers to a weighting of Group and individual performance. The Board has the discretion to reduce or cancel the payment if one or more of the aforementioned criteria has not been achieved.

The provision for severance allowances is based on terms included in the collective agreements between the labour unions and the Group's Eswatini and Zambia subsidiaries. The severance allowance is calculated based on number of years' service, age of employee and the applicable daily pay-rate.

4. Judgements made by management and key sources of estimation uncertainty

Preparing Financial Statements in compliance with the accounting standards requires estimates and assumptions that affect reported amounts and related disclosures. Actual results could differ from these estimates. Key assumptions concerning the future, and other key sources of estimation uncertainty have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities within the next financial year. Certain accounting policies and key sources of estimation uncertainty have been identified as involving particularly complex or subjective judgements or assessments, as follows:

4.1 Control over subsidiaries

Libcro and Mawecro are subsidiaries of the Group, although the Group owns less than 50% equity share in each. Through the provision of working capital finance, the Group has the power to control the financial decision-making of these companies. Additionally, the Group stands surety for the subsidiaries revolving credit and term loan, which Libcro and Mawecro are unable to raise on the strength of their own balance sheet. The Group therefore has the power to control the financial decision-making of

Notes to the financial statements continued

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Libcro and Mawecro, ultimately affecting its returns. Therefore, the Directors concluded that the Group has control over Libcro and Mawecro, and accordingly, these entities have been recognised as subsidiaries in the consolidated Financial Statements.

4.2 Joint control over Silverlands Mozambique Holdings Limited (SMHL)

Note 24 describes that SMHL is a joint venture of the Group although the Group only owns a 49.5% ownership interest in SMHL. The Group has joint control over SMHL by virtue of a signed shareholder agreement with the other shareholder SilverStreet, which documents that the Group has joint control over the financial and operating affairs of SMHL.

4.3 Property, plant and equipment residual values and useful lives

Property, plant and equipment are depreciated over their useful lives taking into account residual values. The actual lives of the assets and residual values are assessed annually and are influenced by factors such as technological innovation, expected usage and maintenance programmes. Residual value assessments consider issues such as market conditions, the remaining life of the asset and projected disposal values.

4.4 Post-retirement medical obligations

Post-retirement medical obligations are provided for certain existing and former employees. See note 34.1. Actuarial valuations are based on assumptions which include employee turnover, mortality rates, the discount rate, the expected long-term rate of return of plan assets, healthcare costs, inflation rates and salary increments.

4.5 Fair value measurements and the valuation process over biological assets

The Group's biological assets are held at fair value. Under the supervision and review of the Chief Financial Officer, an experienced and qualified team of management accountants determine the appropriate valuation techniques and inputs used to arrive at the fair value of biological assets.

In estimating the fair value of the biological assets, the Group uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Group engages suitable leaders in the agricultural industry, which includes the South African Cane Growers Association, Lebombo Growers (Pty) Ltd and macadamia customers, to establish the appropriate valuation techniques and prices.

Refer to note 25.2 for the valuation inputs applied in determining the fair value of biological assets at the end of the reporting period and note 38 for the fair value hierarchy of the Group's biological assets.

4.6 Non-producing macadamia trees

The Group's macadamia orchards are accounted for under IAS 16. The Group capitalises a proportionate share of costs to the non-producing orchards. Management considered these costs to be directly attributable and necessarily incurred to build up the bearer asset to get it from a non-producing state to producing state.

4.7 Deferred tax assets

Deferred tax assets are raised to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits can be utilised. Those entities, where unused tax losses and unused tax credits exist, are viable trading companies for which the going concern basis of preparation remains appropriate as assessed by management. Tax losses in Mozambique may be carried forward subject to an expiry after five years. A reconciliation of the deferred tax balance is included in note 20.

4.8 Recoverability of investments in subsidiaries

In assessing the recoverability of the Company's investments in its subsidiaries, the Directors consider all forward-looking information in the form of discounted cash-flows (DCFs), project internal rates of return (IRR), as well as feasibility studies. The Company employs the use of independent external valuers to perform valuations of all its land (owned or leased), including all related immovable properties, dams, irrigation equipment and water-installations situated thereon.

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5. Discontinued operations

During the prior reporting period, the Directors resolved to dispose of the Group's remaining deciduous farms in the Western Cape. Consequently the deciduous operations were disposed of during the current year:

- The Group's 45% investment in Bellcro Farming was disposed of to the outside shareholder effective 1 October 2023. The six-month results have been included in the statement of profit or loss in discontinued operations and the balance sheet has been de-consolidated. Refer to note 5.2.
- The Group's Vyeboom farms in the Western Cape including associated investments in Two-A-Day were disposed of effective 30 November 2023. Refer to note 5.3 and 11 for further details on the disposal.

The above disposals constitute the disposal of a material reportable segment of the Group, therefore the results have been disclosed as a discontinued operation in the statement of profit or loss and cash flows for the year.

	Group	
	2024 R'000	2023 R'000
Statement of profit or loss		
Revenue	52 103	65 617
Trading profit/(loss) before expected credit losses and depreciation and impairments	38 388	(16 598)
Depreciation and impairments	–	(8 324)
Expected credit losses	–	(1)
Operating profit/(loss) before biological assets	38 388	(24 923)
Change in fair value of biological assets	(18 077)	(71)
Operating profit/(loss) after biological assets	20 311	(24 994)
Non-trading items	20 422	(6 049)
Operating profit/(loss) after non-trading items	40 733	(31 043)
Investment income	4	12
Profit/(loss) before tax	40 737	(31 031)
Tax expense	(2 932)	8 884
Profit/(loss) for the year from discontinued operations	37 805	(22 147)
Attributable to:		
Trading results of discontinued operations	27 313	(22 147)
Gain on disposal of Vyeboom Farms <i>net of taxation</i> (note 5.3)	10 492	–
	37 805	(22 147)
Statement of cash flows		
Net cash generated by operating activities	61 746	17 977
Net cash used in investing activities	166 201	(11 637)
Net increase in cash and cash equivalents	227 947	6 340
5.1 Assets classified as held for sale		
Statement of financial position		
Property, plant and equipment	–	151 881
Financial assets: Equity investments	–	86
	–	151 967

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5. Discontinued operations continued

	Group	
	2024 R'000	2023 R'000
5.2 Disposal of investment in subsidiary		
During the current year, the Group disposed of its shareholding in Bellcro Farming (Pty) Ltd. The net assets disposed of are as follows:		
Financial assets	19	–
Deferred tax asset	708	–
Inventories	251	–
Trade and other receivables	5 076	–
Current tax receivable	208	–
Cash and cash equivalents	71	–
Trade and other payables	(2 017)	–
Provisions	(96)	–
Loan	(2 836)	–
Non-controlling interests	(761)	–
Net carrying value of subsidiary at disposal date	623	–
Loss on disposal of investments	(623)	–
Proceeds on disposal	–	–
Less: cash and cash equivalents	(71)	–
Net cash outflow on disposal of subsidiary	(71)	–
The Bellcro Farming results included in the statement of profit or loss are as follows:		
Statement of profit or loss		
Revenue	3 245	5 922
Operating loss before biological assets	(769)	(2 066)
Change in fair value of biological assets	(1 648)	292
Operating loss after biological assets	(2 417)	(1 774)
Investment income	4	12
Loss before tax	(2 413)	(1 762)
Tax expense	656	506
Loss for the year from discontinued operations	(1 757)	(1 256)
5.3 Gain on disposal of Vyeboom Farms <i>net of taxation</i>		
Proceeds	171 779	–
Less: carrying value of assets sold	(153 181)	–
Less: selling costs	(4 226)	–
Gain on disposal of Vyeboom Farms (note 11)	14 372	–
Tax effect	(3 880)	–
	10 492	–

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	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
6. Revenue				
The following is an analysis of revenue for the year:				
By reportable segment				
Continuing operations				
Sugar cane	516 054	404 584	–	–
Bananas	151 983	121 176	–	–
Macadamias	13 497	35 521	–	–
Property	22 591	31 741	–	–
Other operations	23 788	22 708	–	–
Lease rental	8 142	8 798	–	–
Utility services related to property development	7 850	6 929	–	–
Tourism	7 796	6 981	–	–
Management and consulting fees	–	–	23 731	33 395
Surety fees	–	–	2 288	2 093
Investment income	–	–	38 762	25 434
	727 913	615 730	64 781	60 922
Discontinued operations				
Deciduous fruit	52 084	65 594	–	–
Other operations	–	–	–	–
Lease rental	19	23	–	–
	52 103	65 617	–	–
Total revenue	780 016	681 347	64 781	60 922
Timing of revenue recognition in terms of IFRS 15	771 855	672 526	26 019	35 488
At a point in time	764 005	665 597	–	–
Over time	7 850	6 929	26 019	35 488
Lease rental recognised in terms of IFRS 16	8 161	8 821	–	–
Investment income recognised in terms of IFRS 9	–	–	38 762	25 434
	780 016	681 347	64 781	60 922
By geographic segment				
South Africa – continuing operations	466 957	398 824	64 781	60 922
South Africa – discontinued operation	52 084	65 594	–	–
Foreign countries				
Eswatini	196 613	143 601	–	–
Zambia	50 865	37 807	–	–
Mozambique	13 497	35 521	–	–
	780 016	681 347	64 781	60 922

Notes to the financial statements continued

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	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
6. Revenue continued				
By customer percentage				
Continuing operations				
Sugar cane				
– RCL Foods, Sugar and Milling	35%	33%	–	–
– Illovo Sugar	31%	27%	–	–
Bananas				
– Lebombo Growers	17%	18%	–	–
– Various	2%	–	–	–
Macadamias				
– Various	2%	5%	–	–
Property				
– Various	3%	5%	–	–
Other operations				
– Various	3%	3%	–	–
Management and consulting fees				
– Related parties	–	–	36%	53%
– External customers	–	–	1%	2%
Surety fees				
– Related parties	–	–	4%	3%
Investment income				
– Related parties	–	–	55%	41%
– External customers	–	–	4%	1%
Discontinued operations				
Deciduous fruit				
– Two-A-Day	6%	7%	–	–
– Western Cape Fruit Processors	1%	2%	–	–
Other operations				
– Various	–	–	–	–
	100%	100%	100%	100%

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
6. Revenue continued				
By customer revenue				
Continuing operations				
Sugar cane				
– RCL Foods, Sugar and Milling	273 566	220 157	–	–
– Illovo Sugar	242 488	184 427	–	–
Bananas				
– Lebombo Growers	135 464	121 176	–	–
– Various	16 519	–	–	–
Macadamias				
– Various	13 497	35 521	–	–
Property				
– Various	22 591	31 741	–	–
Other operations				
– Various	23 788	22 708	–	–
Management and consulting fees				
– Related parties	–	–	22 669	32 372
– External customers	–	–	1 062	1 023
Surety fees				
– Related parties	–	–	2 288	2 093
Investment income				
– Related parties	–	–	36 046	25 011
– External customers	–	–	2 716	423
Discontinued operations				
Deciduous fruit				
– Two-A-Day	47 991	49 899	–	–
– Western Cape Fruit Processors	4 093	15 695	–	–
Other operations				
– Various	19	23	–	–
	780 016	681 347	64 781	60 922

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
7. Trading profit/(loss) before expected credit losses and depreciation and impairments				
Includes the following significant categories of income and expenses:				
Other gains/(losses):				
Net unrealised foreign exchange losses	(3 280)	(4 416)	–	–
Gain arising on changes in fair value of investment property (note 19)	1 305	1 358	–	–
Income from the sale of quarry stone	703	556	–	–
Consultancy fee income	3 861	2 616	–	–
Sundry income ¹	1 419	6 458	90	82
Post-employment medical aid credit (note 34.1)	40	30	40	30
Disclosable expenses:				
Direct costs ²	67 477	77 438	–	–
Agricultural costs ²	195 042	233 954	–	–
Haulage and transport expenses ²	37 360	39 633	–	–
Cost of property developed and sold	21 359	19 131	–	–
Auditors' remuneration				
Audit fees – current year provision	2 991	2 809	260	259
Audit fees – prior year	147	222	37	58
Audit fees – travel and disbursements	178	75	54	–
Fees for other services	98	217	98	177
Legal fees	1 174	4 478	386	268
Consulting and professional fees	6 202	6 459	1 552	972
Employee costs ³	215 035	239 027	33 208	30 292
Defined contribution costs ⁴	15 389	17 043	4 371	4 101
Foreign exchange loss on forward exchange contract	–	668	–	668
Lease payments for short-term and low value assets (note 33.1)	5 053	5 617	103	96

¹ The prior year sundry income includes proceeds from the sale of beans for R5.5 million in Mpumalanga, which is a "break-crop" related to the estate's sugar cane replant season.

² Employee costs directly related to these categories have been disclosed in employee costs.

³ The Group and Company employee costs include retrenchment expenses of R1.9 million (2023: nil) and share based payment expenses of R1.2 million (2023: R3 million).

⁴ The prior year was represented to disclose defined contribution costs separately.

Notes to the financial statements continued

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	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
8. Depreciation and impairments				
Depreciation	63 177	70 752	1 597	1 486
Leasehold land rights (note 17)	354	372	–	–
Buildings and housing (note 17)	1 532	1 909	28	1
Plant and other assets (note 17)	32 604	35 109	440	449
Bearer assets (note 17)	14 136	19 922	–	–
Right-of-use assets (note 18)	14 551	13 440	1 129	1 036
Impairments	594	93 373	23 465	181 771
Bearer assets: sugar cane (note 17.1)	594	363	–	–
Bearer assets: macadamias (note 17.1)	–	79 951	–	–
Buildings: macadamias (note 17.1)	–	12 498	–	–
Plant and other assets: macadamias (note 17.1)	–	561	–	–
Investments in subsidiaries (note 23)	–	–	23 465	181 771
	63 771	164 125	25 062	183 257
Attributable to:				
Continuing operations	63 771	155 801	25 062	183 257
Discontinued operations	–	8 324	–	–
	63 771	164 125	25 062	183 257
9. Expected credit losses (ECL)				
Trade and other receivables (note 27)	(39)	(939)	–	–
Loans to subsidiaries (note 23)	–	–	5 729	(10 536)
Financial assets (note 22)	–	–	6 191	(6 191)
	(39)	(939)	11 920	(16 727)
Attributable to:				
Continuing operations	(39)	(938)	11 920	(16 727)
Discontinued operations	–	(1)	–	–
	(39)	(939)	11 920	(16 727)
10. Change in fair value of biological assets				
Sugar cane	41 523	32 246	–	–
Deciduous fruit	(18 077)	(71)	–	–
Bananas	(1 908)	(2 970)	–	–
Macadamias	10 681	(40 632)	–	–
	32 219	(11 427)	–	–
Attributable to:				
Continuing operations	50 296	(11 356)	–	–
Discontinued operations	(18 077)	(71)	–	–
	32 219	(11 427)	–	–

Refer to note 25 for the key assumptions that have been used in determining the fair value.

Notes to the financial statements continued

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	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
11. Non-trading items				
Non-trading items cover those amounts that are usually capital in nature or not of an operational nature.				
In most cases non-trading items are those items excluded from headline earnings per share (HEPS) in accordance with the South African Institute of Chartered Accountants (SAICA) Circular 1/2023.				
Gains/(losses) on disposals of property, plant and equipment	14 481	992	5	5 189
Gain on disposal – Vyeboom farms ¹	14 372	–	–	–
Gain on disposal – Renishaw Property Developments ³	–	–	–	5 276
Net gains/(losses) on disposal – general items	109	992	5	(87)
Loss on disposal of subsidiary	(623)	–	–	–
Loss on disposal – Bellcro farming ²	(623)	–	–	–
Provisions				
Provision for employee relocations and land restoration ⁴	6 050	(6 050)	–	–
Expected credit losses (ECL)				
Financial assets (note 22)	2 447	(6 191)	–	–
	22 355	(11 249)	5	5 189
Attributable to:				
Continuing operations	1 933	(5 200)	5	5 189
Discontinued operations	20 422	(6 049)	–	–
	22 355	(11 249)	5	5 189

¹ The deciduous farms in the Western Cape, related moveable assets and investments were sold for a consideration of R172 million. Of the R172 million selling price, R2 460 was allocated to the Two-A-Day investments, R9.4 million to movable fixed assets and R162 million to the property and other immovable fixed assets. A further R28 million was paid by the buyer in respect of reimbursement of agricultural expenses incurred by the Group in relation to the preparation of the 2024 fruit harvest. The proceeds had been received in full by financial year end. Refer to note 5 for further details.

² The investment in the subsidiary Bellcro Farming (Pty) Ltd was disposed of to the remaining shareholders on 1 October 2023, for no consideration. Refer to note 5.2 for a reconciliation of the loss on disposal of R0.6 million.

³ A portion of the Renishaw farm earmarked for the precinct development was disposed of by the Company to its subsidiary Renishaw Property Developments. The property was then subsequently sold to an external buyer and recognised as property revenue in the prior year.

⁴ Costs relating to the relocation of employees and restoration of the farm boundary provided for in the prior year were reversed. These costs which the Group was required to incur prior to disposing of the deciduous Vyeboom farms in the Western Cape were instead factored in to the consideration.

Notes to the financial statements continued

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	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
12. Investment income				
Interest received on bank deposits	7 507	2 820	–	–
Interest received on loans	2 967	2 666	–	–
Other interest income [^]	1 577	–	–	–
Dividends received from unlisted equity investments	102	70	–	–
	12 153	5 556	–	–
<i>[^] Other interest income is largely made up of interest earned on sugar cane retention and Eskom deposits.</i>				
Attributable to:				
Continuing operations	12 149	5 544	–	–
Discontinued operations	4	12	–	–
	12 153	5 556	–	–
12.1 Reconciliation of investment income per statement of cash flows				
Per statement of profit or loss and other comprehensive income	12 153	5 556	38 762	25 434
Less non-cash portion:				
Interest on loans from associates	(1 036)	(1 010)	–	–
Interest on loans receivable	(1 922)	(1 454)	(568)	(383)
Dividends from unlisted equity investments	(99)	(48)	–	–
Interest previously accrued on financial assets and now received in cash	754	4 076	–	–
	9 850	7 120	38 194	25 051
13. Finance costs				
Interest on bank overdrafts and loans (note 30)	35 511	27 364	16 771	7 756
Interest on reversionary sale and transfer obligations (note 19)	3 179	3 531	–	–
Interest on lease liabilities (note 18.2)	13 547	13 452	349	344
Other interest expense	92	206	15	–
	52 329	44 553	17 135	8 100
13.1 Reconciliation of interest paid per statement of cash flows				
Per statement of profit or loss and other comprehensive income	52 329	44 553	17 135	8 100
Less non-cash portion:				
Interest on reversionary sale and transfer obligations	(3 179)	(3 531)	–	–
Interest accrued on borrowings	(4 885)	(3 971)	–	–
Interest previously accrued on borrowings and now settled in cash	2 922	1 853	–	–
	47 187	38 904	17 135	8 100
13.2 Net interest paid to Group's bankers				
Interest received on bank deposits (note 12)	7 507	2 820	2 138	37
Interest on bank overdrafts and loans (note 13)	(35 511)	(27 364)	(16 771)	(7 756)
	(28 004)	(24 544)	(14 633)	(7 719)

Notes to the financial statements continued

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	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
14. Tax expense				
Current tax	43 126	(1 180)	135	649
South Africa – current year	24 357	1 338	337	529
– prior year	(288)	(401)	100	–
– withholding tax	(238)	120	(302)	120
Eswatini – current year	16 602	623	–	–
– prior year	(12)	(3 923)	–	–
Zambia – current year	2 744	1 138	–	–
– prior year	(39)	(75)	–	–
Deferred tax	(15 413)	(22 439)	(1 733)	796
South Africa – current year	(15 565)	(25 702)	(1 806)	820
– prior year	174	(170)	73	(24)
Eswatini – current year	2 251	6 937	–	–
– prior year	12	3 923	–	–
Zambia – current year	(21)	841	–	–
– prior year	(11)	(20)	–	–
Mozambique – current year	(2 227)	(8 574)	–	–
– prior year	(26)	(164)	–	–
– effect of change in tax rate	–	490	–	–
	27 713	(23 619)	(1 598)	1 445
Recognised in:				
Profit or loss relating to continuing operations	24 710	(13 348)	(1 669)	1 423
Profit or loss relating to discontinued operations	2 932	(8 884)	–	–
Other comprehensive income (OCI)	71	(1 387)	71	22
	27 713	(23 619)	(1 598)	1 445

The Group has elected to present a reconciliation between the product of the accounting profit/(loss) multiplied by the South African tax rate and the total taxation charge/(relief) for the year, as well as a reconciliation between the South African statutory tax rate and the Group's effective tax rate.

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14. Tax expense continued

	Group				Company			
	2024		2023		2024		2023	
	%	R'000	%	R'000	%	R'000	%	R'000
Profit/(loss) before tax – continuing and discontinued operations		116 970		(221 807)		(17 769)		(191 694)
Tax using the South African statutory tax rate ¹	27.0	31 582	27.0	(59 888)	27.0	(4 798)	27.0	(51 757)
Effect of different tax rates of subsidiaries operating in other jurisdictions ² :								
Eswatini	0.3	343	(0.1)	130	–	–	–	–
Mozambique ³	8.7	10 197	(17.4)	38 521	–	–	–	–
Zambia	(3.4)	(4 008)	1.3	(2 864)	–	–	–	–
Aggregate statutory base tax rate	32.6	38 114	10.9	(24 101)	27.0	(4 798)	27.0	(51 757)
Adjusted for:								
Exempt equity accounted income from associate	(0.8)	(896)	0.2	(538)	–	–	–	–
Employment tax incentives exempt from tax	(0.3)	(409)	0.5	(1 000)	–	–	–	–
Gain on disposal of property, plant and equipment	(25.0)	(29 241)	0.7	(1 446)	–	–	0.7	(1 402)
Loss on disposal of property, plant and equipment	0.7	768	–	–	–	–	–	–
Exempt dividend income	–	(27)	–	(19)	–	–	–	–
Exempt interest income	–	(12)	–	(10)	(0.1)	(12)	–	(10)
Unrealised foreign exchange differences	–	(3)	–	43	–	–	–	–
Learnership allowances	–	–	0.2	(505)	–	–	–	–
Other aggregated exempt income								
– individually immaterial	(0.3)	(385)	–	(48)	1.7	(303)	–	(25)
Legal fees of a capital nature	–	17	(0.3)	761	(0.1)	15	–	47
Consulting fees of a capital nature	0.1	96	–	37	(0.5)	82	–	2
Non-deductible fines, penalties and interest	–	23	–	4	–	6	–	–
Non-deductible donations	–	4	–	17	–	–	–	8
Transfer pricing adjustments	0.4	454	(0.2)	345	(2.6)	454	(0.2)	345
Initiation fees paid to financial institutions of a capital nature	–	–	(0.1)	254	–	–	–	–
Unclaimed farming capital development expenditure added to base cost of assets	2.5	2 878	–	–	–	–	–	–
Other aggregated permanent disallowables								
– individually immaterial	0.9	1 001	(0.4)	787	(3.1)	558	(0.1)	130
ECL provision on financial assets and loans	(2.5)	(2 970)	(0.7)	1 527	25.4	(4 516)	(2.4)	4 516
Impairment of investment in subsidiaries	–	–	–	–	(35.7)	6 336	(25.6)	49 078
Impairment of financial assets	–	–	(0.6)	1 409	–	–	–	–
Withholding tax	0.3	336	(0.1)	286	(1.9)	336	(0.1)	286
Adjustment for income recognised in OCI	0.1	71	0.6	(1 387)	(0.4)	71	–	22
Unused tax losses not recognised as deferred tax assets	–	39	–	35	–	–	–	–
Effect of capital gains tax at an inclusion rate of 80.0% (2023: 80.0%)	15.4	18 045	(0.1)	270	–	–	(0.1)	229
Effect of change in tax rate	–	–	(0.2)	490	–	–	–	–
	23.9	27 903	10.3	(22 789)	10.0	(1 771)	(0.8)	1 469
Prior year overprovision	(0.2)	(190)	0.4	(830)	(1.0)	173	–	(24)
Tax using the effective rate of taxation	23.7	27 713	10.6	(23 619)	9.0	(1 598)	(0.8)	1 445

¹ The tax rate used for the 2024 and 2023 reconciliations above is the corporate tax rate of 27%, payable by corporate entities in the Republic of South Africa.

² The statutory tax rates of the other jurisdictions in which the Group's operations are located include Mozambique 5%, Eswatini 27.5% and Zambia 10%.

³ The corporate tax rate in Mozambique was reduced for farming entities from 32% to 10% during the prior financial year. The company benefits from investment incentives which discounts the corporate income tax rate by a further 50% up until 31 December 2025.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

14. Tax expense continued

	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
14.1 Reconciliation of taxes (paid)/received				
Balance at the beginning of the year	13 658	10 003	(188)	345
Current tax	(43 126)	1 180	(135)	(649)
Withholding tax written off	(238)	120	(302)	120
Exchange differences arising on translation	(51)	336	-	-
Withholding tax credits (interest and rental income)	207	239	-	-
Interest income	-	2	-	-
Disposal of investment in subsidiary	(208)	-	-	-
Net balance at the end of the year	(397)	(13 658)	68	188
Taxes (paid)/received	(30 155)	(1 778)	(557)	4

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

	Group	
	2024 cents	2023 cents
15. Earnings/(loss) per share		
15.1 Basic earnings/(loss) per share		
From continuing operations	147.8	(1 144.3)
From discontinued operations	254.0	(140.6)
Total basic earnings/(loss) per share	401.8	(1 284.9)
15.2 Diluted earnings/(loss) per share		
From continuing operations	147.8	(1 144.3)
From discontinued operations	254.0	(140.6)
Total diluted earnings/(loss) per share	401.8	(1 284.9)
Diluted earnings per share is capped at the basic earnings per share, as the current share-based payment rewards are anti-dilutive.		
	2024 R'000	2023 R'000
The earnings used in the calculation of basic and diluted earnings per share are as follows:		
Profit/(loss) for the year	89 328	(199 575)
From continuing operations	51 523	(177 428)
From discontinued operations	37 805	(22 147)
Adjusted for non-controlling interest	(28 002)	3 441
From continuing operations	(28 968)	2 751
From discontinued operations	966	690
Earnings/(loss) used in the calculation of basic and diluted earnings per share	61 326	(196 134)
From continuing operations	22 555	(174 677)
From discontinued operations	38 771	(21 457)
	2024 Number of shares	2023 Number of shares
The weighted average number of shares for the purposes of earnings and diluted earnings per share are as follows:		
Number of shares in issue at the beginning of the year	15 264 317	15 264 317
Weighted average number of shares for the purposes of basic earnings per share	15 264 317	15 264 317
Shares deemed to be issued for no consideration in respect of employee share options	189 537	222 197
Adjusted weighting based on average market price of options and average company share price for the year	(199 698)	(222 810)
Weighted average shares used in the calculation of diluted earnings per share	15 254 156	15 263 704
The diluted number of shares are less than the shares in issue, as the current share-based payment rewards are anti-dilutive. Therefore the earnings per share is not diluted.		

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

15. Earnings/(loss) per share continued

	Note	Group	
		Gross* R'000	Net R'000
15.3 Headline earnings/(loss) per share			
Reconciliation of headline earnings/(loss):			
2024			
Profit for the year attributable to owners of the Company			61 326
From continuing operations			22 555
From discontinued operations			38 771
Adjusted for:			
Net (profit)/loss on disposal of property plant and equipment [^]	11	(109)	29
Gain arising on disposal of discontinued operations – Vyeboom Farms	11	(14 372)	(10 492)
Loss arising on disposal of subsidiary – Bellcro farming	11	623	623
Loss arising on impairment of property, plant and equipment	8	594	434
Loss arising on changes in fair value of investment property [^]	19	174	108
Associate and joint venture:			
Gain arising on disposal of property, plant and equipment		(1 334)	(974)
Headline earnings		(14 424)	51 054
Attributable to:			
Continuing operations			22 999
Discontinued operations			28 055
			51 054
2023			
Loss for the year attributable to owners of the Company			(196 134)
From continuing operations			(174 677)
From discontinued operations			(21 457)
Adjusted for:			
Net gain on disposal of property plant and equipment [^]	11	(599)	(437)
Loss arising on impairment of property, plant and equipment	11	93 373	88 625
Loss arising on changes in fair value of investment property [^]	19	8	6
Associate and joint venture:			
Gains arising on disposal of property, plant and equipment		(358)	(261)
Headline loss		92 424	(108 201)
Attributable to:			
Continuing operations			(86 744)
Discontinued operations			(21 457)
			(108 201)

* Pre-tax amounts attributable to equity holders of the Company.

[^] Adjusted for non-controlling interest.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

15. Earnings/(loss) per share continued

	Group	
	2024 cents	2023 cents
15.3 Headline earnings/(loss) per share <small>continued</small>		
Headline earnings/(loss) per share	334.5	(708.8)
Headline earnings/(loss) per share is derived from headline earnings/(loss), divided by the weighted average number of shares in issue during the year.		
15.4 Diluted headline earnings/(loss) per share		
Headline earnings/(loss) per share (diluted)	334.5	(708.8)
Headline earnings/(loss) per share (diluted) is derived from headline earnings/(loss), divided by the weighted average number of shares in issue during the year after adjusting for the potentially dilutive shares, but is capped at the headline earnings/(loss) per share, as the current share based payment rewards are anti-dilutive.		

16. Dividends

In respect of the current year, the Directors propose that a final dividend of 200,0 cents per share (2023: Nil cents per share) be paid to shareholders on 12 August 2024. This dividend is subject to approval by shareholders at the Annual General Meeting and will be regarded as a distribution of reserves.

The proposed dividend is payable to all shareholders recorded in the register of the Company at close of business on the record date 8 August 2024. The total estimated dividend is R30.5 million.

	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
17. Property, plant and equipment				
Cost				
Freehold land	8 837	50 025	1 062	1 062
Leasehold land/land rights	23 687	24 158	–	–
Buildings	71 028	79 513	826	826
Property development infrastructure	56 912	56 650	–	–
Bearer assets	513 443	610 606	–	–
Plant and other assets ¹	404 692	413 433	4 086	3 191
Capital work in progress	8 540	23 299	–	612
	1 087 139	1 257 684	5 974	5 691
Accumulated depreciation and impairment				
Leasehold land/land rights	2 321	1 982	–	–
Buildings	29 632	30 921	523	499
Property development infrastructure	10 964	9 138	–	–
Bearer assets	236 423	260 853	–	–
Plant and other assets ¹	189 528	183 940	2 035	1 572
	468 868	486 834	2 558	2 071
Net book value	618 271	770 850	3 416	3 620

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
17. Property, plant and equipment continued				
Reconciliation of net book value				
Net book value at beginning of year	770 850	773 561	3 620	2 652
Additions:	44 783	91 764	275	1 506
– Buildings	601	2 923	–	–
– Property development infrastructure	–	–	–	–
– Bearer assets	23 754	57 020	–	–
– Plant and other assets	13 886	18 145	275	894
– Capital work in progress	6 542	13 676	–	612
Depreciation (note 8 for details by asset category) ²	(48 626)	(57 312)	(468)	(450)
Impairments (note 8 for details by asset category)	(594)	(93 373)	–	–
Adjustment to leased bearer assets (note 31)	(8 339)	(7 713)	–	–
Disposals (note 11):	(153 733)	(732)	(11)	(88)
– Freehold land	(41 188)	(82)	–	(82)
– Buildings	(9 881)	–	–	–
– Bearer assets	(87 762)	–	–	–
– Plant and other assets	(14 902)	(650)	(11)	(6)
Effect of foreign currency exchange differences	13 930	64 655	–	–
Net book value at end of year	618 271	770 850	3 416	3 620
Included in the financial statements as:				
Non-current	618 271	618 969	3 416	3 620
Current – held for sale (note 5.1)	–	151 881	–	–
	618 271	770 850	3 416	3 620
By geographic segment				
South Africa	195 890	330 598	3 416	3 620
Foreign countries				
Eswatini	121 428	128 349	–	–
Zambia	26 037	30 750	–	–
Mozambique	274 916	281 153	–	–
	618 271	770 850	3 416	3 620

¹ Included in this category are intangible assets with a cost and accumulated depreciation of R2.7 million (2023: R2.8 million), which relate to EIA approvals, water rights and ERP software.

² Useful lives of all asset categories except for freehold land and leasehold land/land rights were re-assessed during the prior year resulting in a change in estimate of R1.4 million.

The Group applies the depreciated historic cost model, in that property, plant and equipment is stated at cost less accumulated depreciation and any accumulated impairment losses. Freehold land is not depreciated, however leasehold land and land rights are amortised over the remaining period of the Group's leases in the jurisdictions they operate in. The leasehold land/land rights disclosed above relate to the purchase of 100-year leases in Mozambique and Zambia. The remaining lease terms are 88 years and 53 years, respectively. Refer to note 18 for other leased farmland disclosed as right-of-use assets.

The net book value/depreciated historic cost of the Group's freehold and land rights during the current reporting period totalled R30.2 million (2023: R72.2 million). A valuation conducted over the Group's land during the financial year determined the market value of the Group's land (including buildings and bearer assets) to be R1.59 billion (2023: R1.74 billion). The market value has been determined by a suitably qualified independent third party in accordance with the RICS Valuation – Global Standards, which incorporate the International Valuation Standards (the Red Book).

Market value is defined within RICS Valuation – Global as the estimated amount for which an asset or liability should exchange on the date of valuation between a willing buyer and a willing seller in an arm's-length transaction after proper marketing wherein the parties had acted knowledgeably, prudently and without compulsion. The independent third party valuation was performed in line with the market approach, which is based on comparing the subject properties with appropriate comparable transactions, together with evidence of demand within the vicinity of the subject properties, taking into account the size, location, aspect and other material factors. Refer to note 39 for details of the fair value hierarchy.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

17. Property, plant and equipment continued

17.1 Impairments

In testing for impairment, the Group tests assets on an individual basis, unless they cannot generate cash inflows independently of other assets. Therefore the Group has identified cash generating units (CGUs) across its segments to which it has allocated its assets for impairment testing. The Group recognised the following impairments, which were determined based on business operations:

Cash-generating unit (CGU)	Segment	Group	
		2024 R'000	2023 R'000
Mozambique macadamia operation ¹	Macadamias	–	93 010
Impairment of individual assets ²		594	363
Total net impairment loss		594	93 373

¹ In the prior year, an impairment loss was recognised for the macadamia operation due to poor harvest quality caused by above average rainfall and the downward turn in the macadamia prices resulting from oversupply and decreased demand in China. This year, the Group has observed an upturn in prices largely due to industry marketing efforts and demand from China. However, this has not led to a reversal of the impairment, as the Group remains uncertain on the time-frame of price recovery and has incorporated pricing probabilities in the recoverable value. The recoverable amount was determined based on the macadamia segments value-in-use (VIU). The calculation used cash flow projections for a 13-year period, based on approved financial budgets, taking into account managements price projections. Management used 13 years as the trees reach peak producing capacity in March 2037.

		Group	
		2024 R'000	2023 R'000
Basis of determining recoverable value		VIU	VIU
Recoverable value per DCF – VIU		283 003	260 000
Group's share of net asset value		277 269	353 010
Impairment allocated to property, plant and equipment		–	93 010
Bearer assets		–	79 951
Buildings		–	12 498
Plant and other assets		–	561
<i>Key assumptions</i>			
Discount rate (pre-tax nominal)	(%)	17.00	16.74
Perpetuity growth rate	(%)	5	3
Period	(years)	13	13
Macadamia price – budget (USD/kg)		2.23	–
<i>Key assumption sensitivities</i>			
Impact on calculation of recoverable amount:			
– Decrease in macadamia price by USD0.25 (decrease in value)		(46 858)	–
– Increase in macadamia price by USD0.25 (increase in value)		46 858	–
– Decrease in discount rate by 1% (increase in value)		31 012	43 465
– Increase in discount rate by 1% (decrease in value)		(28 080)	(36 743)
– Decrease in terminal growth rate by 0.5% (decrease in value)		(4 650)	(5 322)
– Increase in terminal growth rate by 0.5% (increase in value)		4 994	5 724

² This impairment includes R0.6 million (2023: R0.4 million) relating to the "grubbing" or removal of underperforming trees or roots before the bearer assets have reached their useful life. A bearer asset is considered to be underperforming if the yields are not in line with the expected standards.

Refer to note 8 for details by asset category.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

17. Property, plant and equipment continued

17.2 Details of encumbrances and assets pledged as security

Refer to note 30.7 for details of assets encumbered.

17.3 Property, plant and equipment acquired

	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
Additions	(44 783)	(91 764)	(275)	(1 506)
Borrowing costs capitalised	-	-	-	-
Land preparation costs transferred to income statement	(585)	-	-	-
Adjusted for non-cash additions:				
Leased bearer additions	12 614	14 418	-	-
Cash flow on investment in property, plant and equipment	(32 754)	(77 346)	(275)	(1 506)

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
18. Right-of-use assets				
18.1 Leased farmland				
Cost	203 340	194 530	–	–
Accumulated depreciation	(58 852)	(44 301)	–	–
Net book value	144 488	150 229	–	–
Head office lease				
Cost	–	–	5 646	5 646
Accumulated depreciation	–	–	(2 165)	(1 036)
Net book value	–	–	3 481	4 610
Reconciliation of net book value				
Net book value at beginning of year	150 229	148 787	4 610	–
Additions – new leases	–	5 646	–	5 646
Additions – remeasurement of CPI-linked lease payments	8 810	9 236	–	–
Depreciation	(14 551)	(13 440)	(1 129)	(1 036)
Net book value at end of year	144 488	150 229	3 481	4 610
Refer to note 3.21 of the accounting policies for details of the Group's right-of-use assets in its capacity as a lessee.				
At the end of the current reporting period, the remaining lease terms were as follows:				
– Mawecro farmland lease: 12 years				
– Libcro farmland lease: 15 years				
– Head office lease: 3.2 years				
All right-of-use assets are situated in South Africa.				
The Group does not have any options to purchase any of the above assets at the end of their associated lease terms. The Group's obligations are secured by the respective lessors' title to these leased assets.				
Refer to lease liabilities in note 32.				
18.2 Amounts recognised in profit or loss				
Depreciation expense on right-of-use assets (note 8)	14 551	13 440	1 129	1 036
Interest on lease liabilities (note 13)	13 547	13 452	349	344
Expenses relating to leases of low value assets (note 33.1)	432	440	61	53
Expenses relating to variable lease payments not included in the measurement of the lease liability (note 33.1)	4 621	5 177	42	43
	33 151	32 509	1 581	1 476

The Group has no short-term lease commitments at year end.

The variable lease payments above include variable lease terms that are linked to tonnages generated by farms upon which the Group's subsidiaries farm. The calculated lease rental is based on the actual tons achieved, which is inherently variable.

The remaining variable lease payments relate to the Group's archiving and storage costs and other immaterial rentals. Variable lease payments constitute up to 2% of the Group's entire lease payments, and are expected to be of a similar proportion in future years.

During the year, the total cash outflow for leases amounted to R25.8 million (2023: R25.3 million).

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

19. Residential units held under reversionary sale and transfer obligations (RTO)

	Group	
	2024 R'000	2023 R'000
Investment property ¹	121 701	114 118
RTO obligation ²	(77 228)	(73 275)
Net current value of RTO right	44 473	40 843
<p>The Group's property division primarily develops residential units, accounted for as inventory (see note 26), for normal sale. As a separate arrangement to a normal sale, customers are also offered an alternative to use the property under a "life right" style arrangement, referred to as a reversionary sale and transfer obligation (RTO).</p> <p>Revenue from a normal sale is recognised upon control passing to the customer. In this instance, the unit's selling price is recognised as revenue upon transfer of ownership through occupation by the customer. In the case of a RTO, the transaction is treated similar to a "lease arrangement", whereby the buyer is in substance a "lessee" for the duration of his or her natural life.</p> <p>The essence of a RTO contract is that the buyer (lessee) acquires the unit at a discount of between 25% and 30% of the cash selling price of other similar units offered under normal sale, on the basis that the Group has an option to repurchase the unit at the original discounted price paid by the lessee.</p> <p>1 The property division under this RTO arrangement is therefore in substance a "lessor". The property is held for the purpose of capital appreciation over the duration of the RTO term. The unit is therefore recognised as Investment Property, with fair value gains or losses in the unit's value recognised in profit or loss annually (FVTPL) as follows:</p> <p>Reconciliation of investment property fair value:</p>		
Fair value at beginning of year	114 118	113 637
Current year additions	2 748	298
Current year additions – transfer from inventory	3 530	3 241
Current year disposals	–	(2 454)
Conversion to normal sale	–	(1 796)
Fair value adjustment through profit or loss	1 305	1 192
Investment property	121 701	114 118
<p>Refer to note 39 for details of the fair value hierarchy of investment property, all of which is located in KwaZulu-Natal, South Africa.</p> <p>2 The "repurchase price" under a RTO arrangement payable by the property division is disclosed in the financial statements as RTO obligation, and comprises the following two components:</p>		
RTO financial liability	36 802	32 566
Prepaid lease income	40 426	40 709
RTO obligation	77 228	73 275
<p>Included in the financial statements as:</p>		
Non-current	72 610	68 915
Current	4 618	4 360
	77 228	73 275
<p>There were three (2023: two) RTO units sold during the current year for proceeds of R6.5 million (2023: R3.7 million).</p> <p>Included in lease income is an amount of R4.5 million (2023: R4.8 million) relating to the prepaid lease income liability. Refer to note 6.</p> <p>Reconciliation of RTO financial liability:</p>		
Opening balance	32 566	30 758
Current year additions	2 545	1 175
Interest	3 179	3 531
Settlement of liability	(1 488)	(1 761)
Conversion to normal sale	–	(1 137)
	36 802	32 566

Refer to note 3.11 of the accounting policies for details of measurement of RTO obligation.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
20. Deferred tax				
Tax on temporary differences resulting from:				
Agricultural capital development allowances	(36 578)	(46 907)	(76)	(101)
Property capital development allowances	(9 549)	(10 044)	–	–
Investment property	(30 932)	(28 779)	–	–
Reversionary sale and transfer obligations	9 936	8 880	–	–
Prepaid lease income	10 915	10 991	–	–
Consumable stores	(6 935)	(8 089)	–	–
Biological assets	(78 962)	(73 706)	–	–
Right-of-use assets	(39 012)	(40 562)	(940)	(1 245)
Lease liabilities	46 438	46 362	1 072	1 334
Provisions	7 628	8 682	2 615	3 101
Other timing differences*	1 146	(410)	2 089	90
Tax losses	78 869	70 867	152	–
Revaluation of financial assets	(274)	(274)	–	–
	(47 310)	(62 989)	4 912	3 179
The movement on the deferred tax balance for the year was as follows:				
Balance at beginning of year	(62 989)	(85 964)	3 179	3 975
Recognised in profit or loss:				
Current year charge	15 562	26 498	1 806	(820)
Agricultural capital development allowances	9 960	4 084	(6)	64
Property capital development allowances	495	312	–	–
Investment property	(422)	(292)	–	–
Reversionary sale and transfer obligations	(1 219)	488	–	–
Prepaid lease income	556	(924)	–	–
Consumable stores	1 104	(389)	–	–
Biological assets	(5 522)	(6 547)	–	–
Right-of-use assets	1 550	4 594	305	1 245
Lease liabilities	76	(3 116)	(262)	(1 334)
Provisions	(92)	2 623	(6)	799
Other timing differences*	1 005	223	1 660	51
Tax losses	8 071	25 442	115	(1 645)
Prior year charge	(149)	(3 569)	(73)	24
Less disposal of subsidiary	(708)	–	–	–
Effect of change in tax rate	–	(490)	–	–
Effect of foreign currency exchange differences	974	536	–	–
	(47 310)	(62 989)	4 912	3 179
Included in the statement of financial position as:				
Deferred tax assets (note 3.5 and 4.7)	72 139	56 764	4 912	3 179
Deferred tax liabilities	(119 449)	(119 753)	–	–
	(47 310)	(62 989)	4 912	3 179

* Other timing differences mainly relate to share-based payments and post retirement medical aid benefit.

Deferred taxation assets have been recognised on assessed losses and timing differences in the relevant entities which the Group believes it is probable that they will generate a taxable profit in the foreseeable future. The assessments are performed on a continuous basis.

The Group has assessed losses of R1.3 million (2023: R1.2 million) that have not been recognised as a deferred tax asset. These losses which relate to the Group's subsidiary MFL have not been raised as it not envisaged that there will be future taxable profits in the foreseeable future against which the deferred tax asset can be utilised.

Additionally, in Mozambique tax losses expire after five years with R2.5 million (2023: R0.2 million) due to expire at the end of 31 March 2025.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
21. Current tax				
Current tax assets	4 219	13 846	268	–
Current tax liabilities	(3 822)	(188)	(336)	(188)
	397	13 658	(68)	(188)

Notes	Number of shares held 2024	Number of shares held 2023	Group		Company	
			2024 R'000	2023 R'000	2024 R'000	2023 R'000

22. Financial assets

22.1 Equity investments: at FVTOCI

Elgin Co-operative Fruitgrowers	22.4.1	1 660 081	1 660 081	166	166	–	–
Villiersdorp Co-operative	22.4.2	343 571	330 311	687	661	–	–
Other farming co-operatives and agribusinesses	22.4.2	–	–	5	5	–	–
Two-A-Day Group	22.4.3	–	3 111 000	–	68	–	–
Two-A-Day Vacation Station	22.4.4	–	–	–	–	–	–
		2 003 652	5 101 392	858	900	–	–

22.2 Loans receivable: at amortised cost

Libuyile Community Trust	22.4.5			6 551	6 191	6 551	6 191
Bellcro Farming (Pty) Ltd	22.4.6			3 744	–	–	–
Komati Kortpad (Pty) Ltd	22.4.7			86	86	–	–
Mayo Macs SA	22.4.7			45	142	45	45
Delta Sieira Limitada	22.4.7			216	204	–	–
Imvelo Kraal (Pty) Ltd and other	22.4.8			13 232	13 521	–	–
Renishaw Hills Homeowners Association	22.4.9			1 925	1 925	–	–
Renishaw Estate Management Association	22.4.10			455	–	–	–
				26 254	22 069	6 596	6 236
Expected credit loss allowance							
Bellcro Farming (Pty) Ltd	22.4.6			(3 744)	–	–	–
Libuyile Community Trust	22.4.5			–	(6 191)	–	(6 191)
				(3 744)	(6 191)	–	(6 191)

22.3 Total financial assets

Non-current portion of equity investments: at FVTOCI				858	900	–	–
Non-current portion of loans receivable: at amortised cost				19 434	13 668	5 796	45
Current portion of loans receivable: at amortised cost				3 076	2 210	800	–
				23 368	16 778	6 596	45
Included in the financial statements as:							
Non-current				20 292	14 482	5 796	45
Current				3 076	2 210	800	–
Current – held for sale (note 5.1)				–	86	–	–
				23 368	16 778	6 596	45

Refer to accounting policies note 3.11 for the recognition and measurement principles applicable to these financial assets.

Fair value movements on equity investments arose as a result of the purchase of additional Villiersdorp Co-op shares and the disposal of the Two-A-Day investment as part of the Vyeboom farm disposal.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

22. Financial assets continued

22.4 Management judgements

- 22.4.1 The Directors have assessed the fair value of this investment against the net asset value and share price extracted from the latest available audited financial information for this Company. Refer to note 39 for details of the fair value hierarchy of this investment.
- 22.4.2 These investments which are required to be sold back to the co-ops at cost should the Group exit its shareholding. Given that the exit price of the shares in the co-op is at cost, the Directors' assessment of fair value is R687 142 (2023: R665 709).
- 22.4.3 The Two-A-Day Group (TAD) investment which was linked to the Group's deciduous farms, was sold as part of the Vyeboom farm and Bellcro Farming subsidiary disposals. Refer to note 5 for further details.
- 22.4.4 The Group held shares in an unlisted investment for purposes of an employee benefit scheme, in partnership with TAD. The investment which was fully impaired in the prior year, was sold as part of the Vyeboom farm disposal. Refer to note 5 for further details.
- 22.4.5 In 2017 a R4.3 million loan was advanced to the Libuyile Community Trust (LCT), an indirect non-controlling shareholder of the Group's subsidiary Libcro Farming (Pty) Ltd (Libcro Farming).
- As per the loan agreement, interest is charged in advance at 3.00% below the prevailing South African prime lending rate on the outstanding capital balance at the end of each month.
- The loan is unsecured, however, a condition precedent to the advancement of the loan was a granting to the Group of an extension to its lease agreement over the Libcro farms for a further 15 years from the original expiry date. The term of the lease agreement was therefore extended to the end of September 2038.
- During the year, the LCT board agreed to a quarterly re-payment of R0.2 million, allowing Libcro Farming to deduct this amount from the quarterly rental payment, to be remitted to CBL. The first re-payment of R0.2 million was made in March 2024.
- At year end, the Directors conducted an assessment of the loan's recoverability and noted a change in credit risk. This change arose from the LCT's ability to settle the loan using future lease rentals received. The ECL provision was therefore assessed to be immaterial, resulting in a reversal of the prior year ECL provision of R6.2 million. Refer to note 31 for further details on the lease.
- This loan is held at amortised cost in accordance with IFRS 9.
- 22.4.6 The Group provided financial assistance to Bellcro Farming (Pty) Ltd (Bellcro) to fund its working capital requirements whilst it was a subsidiary.
- The loan which was previously eliminated on consolidation as an inter-company loan has now been re-classified as an external loan receivable. The loan is unsecured and accrues interest at the prevailing South African prime lending rate plus 3%.
- This loan is held at amortised cost in accordance with IFRS 9. At year end the Directors assessed the recoverability of the loan and recognised an ECL provision of R3.8 million, as a result of the Group no longer controlling the operation.
- 22.4.7 Based on the contractual cash flows and business model associated with these receivables, of which repayments are annual, the Directors are satisfied that these are measured at amortised cost, and that any further ECL is immaterial.
- 22.4.8 On 1 April 2020, the Strathmore sugar cane farm in Malelane was disposed of to Imvelo Kraal (Pty) Ltd (Imvelo), at a purchase price of R16.5 million. R2 million was paid to the Group as a cash deposit upfront, with the balance of the purchase price of R14.5 million together with interest thereon, payable via an instalment sale agreement over 10 years.
- A minimum annual repayment of R2.2 million inclusive of interest at 8.5% is due each year.
- This loan is held at amortised cost in accordance with IFRS 9.
- In terms of the judgement applied, the Directors have assessed that any ECL is immaterial, due to the fact that the balance of the R14.5 million purchase price is fully secured against the title deed to the farm, which the Group still holds. The Group accordingly has recourse to take back the farm in the event of default by Imvelo.
- 22.4.9 The Group advanced an amount of R1.9 million to the Renishaw Hills Homeowners Association (RHOA) to finance security costs at the Renishaw Hills estate.
- The loan is unsecured, interest free and repayable at the later of the date of completion of the development, cancellation of developer rights or 1 January 2027.
- In terms of the judgement applied, the Directors have assessed that any ECL is immaterial, due to the fact that the loan is fully recoverable based on the strength of the RHOA balance sheet.
- 22.4.10 During the current year, the Group advanced an amount of R0.5 million to Renishaw Estate Management Association (REMA) to finance security costs. The loan is unsecured, interest free and repayable on completion of the development.
- In terms of the judgement applied, the Directors have assessed that any ECL is immaterial, due to the fact that the loan is fully recoverable based on the strength of the REMA balance sheet.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

22. Financial assets continued

22.5 Assessment of significant changes in credit risk

The Group regards “significant changes in credit risk” as factors (default, change in collateral, acts of insolvency and changes in business and economic conditions) arising that materially impact the likelihood of a counter-party defaulting on its payment obligations to the Group. Refer to note 38.3 for the Group’s credit risk policy.

The Group assessed that there was a decrease in the risk of default on the underlying LCT loan balance as discussed above in note 22.4.5.

The Group therefore in accordance with IFRS 9, recognises 12-month expected credit losses (ECL) for the remaining contracts, which during the year was assessed as immaterial and a lifetime ECL on the Bellcro loan as discussed in note 22.4.6.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

23. Investments in subsidiaries

Details of the Group's subsidiaries at the end of the reporting period are as follows:

Name of subsidiary	Principal activity	Place of incorporation and operation	Proportion of ownership interest and voting power held by the Group		Investment cost		Amounts owing by/(to) subsidiaries	
			2024 %	2023 %	2024 R'000	2023 R'000	2024 R'000	2023 R'000
Crookes Brothers South Africa (Pty) Ltd (CBSA)	Farming	South Africa	100	100	253 160	253 160	(200 745)	51 539
Mawecro Farming (Pty) Ltd (MAW) ¹	Farming	South Africa	49	49	30 365	30 365	–	–
Libcro Farming (Pty) Ltd (LIB) ¹	Farming	South Africa	45	45	–	–	530	5 536
Bellcro Farming (Pty) Ltd (BEL) ¹	Farming	South Africa	–	45	–	–	–	2 104
QBV South Africa (Pty) Ltd (QBV SA)	Farming	South Africa	100	100	–	–	–	–
Renishaw Property Developments (Pty) Ltd (RPD)	Property development and sale	South Africa	85	85	–	–	288 558	231 653
Renishaw Hills Developments (Pty) Ltd (RENH) ¹	Property development and sale	South Africa	85	85	18 598	26 389	47 459	19 697
Renserv (Pty) Ltd (REN)	Property services	South Africa	85	85	–	–	28 920	21 447
Mozambique Farms (Pty) Ltd (MOZ)	Agricultural holding company	South Africa	100	100	–	–	686	686
CBL Agri International (Pty) Ltd (AGR)	Agricultural holding company	South Africa	100	100	–	–	–	–
CBL Agri Zambia Limited (ZAM) ¹	Farming	Zambia	100	100	21	21	246	53
Crookes Plantations Limited (CPL)	Farming	Eswatini	100	100	830	830	(192 183)	(155 045)
Bar J Limited (BAR J) ¹	Agricultural land holding company	Eswatini	100	100	1 878	1 878	(97)	(97)
Murrimo Macadamias Lda (MML)	Farming	Mozambique	100	100	469 043	422 575	–	–
Murrimo Farming Lda (MFL)	Agricultural land holding company	Mozambique	100	100	19 733	19 733	–	–
					793 628	754 951	(26 626)	177 573
Less: Impairments					(205 236)	(171 771)	–	–
Murrimo Macadamias Lda					(185 790)	(162 325)	–	–
Murrimo Farming Lda					(19 446)	(19 446)	–	–
Less: Expected credit loss allowance					–	–	(4 807)	(10 536)
Crookes Brothers South Africa (Pty) Ltd					–	–	–	(2 861)
Renishaw Property Developments (Pty) Ltd					–	–	(2 690)	(1 045)
Renserv (Pty) Ltd					–	–	(2 117)	(6 630)
Less: Indirectly owned investments					(51 398)	(59 189)	(47 989)	(27 337)
Company's investment in subsidiaries					536 994	513 991	(79 422)	139 700

¹ Indirectly owned.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

23. Investments in subsidiaries continued

	Company	
	2024 R'000	2023 R'000
Reconciliation of: Company's investment in subsidiaries		
Shares at cost	254 012	254 012
Capital contributions ¹	488 218	441 750
Less: Impairments ²	(205 236)	(181 771)
Loans to subsidiaries ³	318 410	305 378
Less: Expected credit loss allowance ⁴	(4 807)	(10 536)
Loans from subsidiaries ⁵	(393 025)	(155 142)
	457 572	653 691

¹ These capital contributions are to MML and MFL, and are equity in nature.

² In the current year, impairments totalling R23.5 million (2023: R181.8 million) were recognised on investments held in MML and MFL, based on the recoverable amount calculated according to IAS 36 Impairment of assets. The recoverable amount was determined using the value in use (VIU), which was calculated using a discounted cash flow. Refer to note 17.1 for disclosure regarding events and circumstances that lead to the impairment.

	2024 R'000	2023 R'000
Recoverable value per DCF – VIU	283 003	260 000
Investment carrying amount – initial	306 468	441 771
Impairment of investment in Company	23 465	181 771
<i>Key assumptions</i>		
Discount rate (pre-tax nominal) (%)	17.00	16.74
Perpetuity growth rate (%)	5	3
Period (years)	13	13
Macadamia price – budget (USD/kg)	2.23	–
<i>Key assumption sensitivities</i>		
Impact on calculation of recoverable amount:		
Decrease in macadamia price by USD0.50 (decrease in value)	(46 858)	–
Increase in macadamia price by USD0.50 (increase in value)	46 858	–
Decrease in discount rate by 1% (increase in value)	31 012	43 465
Increase in discount rate by 1% (decrease in value)	(28 080)	(36 743)
Decrease in terminal growth rate by 0.5% (decrease in value)	(4 650)	(5 322)
Increase in terminal growth rate by 0.5% (increase in value)	4 994	5 724

³ These loans include unsecured working capital loans to CBSA, ZAM, REN and RPD, bear interest at prime and Jibar linked rates, and are repayable by mutual arrangement at the discretion of the Directors, subject to the affordability of the borrowing company.

⁴ In the prior year, an Expected Credit Loss (ECL) allowance was raised on the loans receivable from CBSA, RPD and REN. The ECL was re-assessed in the current year by an ECL measurement expert using Moody's analytics RiskCalc. The loans were valued based on the risk of the subsidiary under the general approach. If a loan is in stage 1, a one-year ECL is applied. Where credit risk increased significantly, a loan is regarded as being in stage 2 and a lifetime ECL is applied. If a loan is credit impaired, it is regarded as being stage 3 and a lifetime ECL is applied. Lifetime losses have been applied to the RPD and REN loans of R4.8 million.

⁵ These loans are unsecured loans from CBSA, CPL and Bar J, repayable by mutual arrangement at the discretion of the Directors, subject to the affordability of the borrowing company. The CPL and BAR J loans are interest free whereas the CBSA loan bears interest at a prime linked rate. The increase in these loans stems from surplus cash transferred from these subsidiaries to the holding company for investment within the Group. Consequently this has resulted in the Company's current liabilities exceeding its current assets.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

23. Investments in subsidiaries continued

	Company	
	2024 R'000	2023 R'000
Reconciliation of:		
Expected credit loss allowance		
Balance at beginning of the year	10 536	–
Expected credit loss allowance recognised	1 645	10 536
Expected credit loss allowance reversed	(7 374)	–
	4 807	10 536
	Company	
	2024 R'000	2023 R'000
Disclosure in the Company financial statements:		
Non-current assets: Investments in subsidiaries	536 994	513 991
Current assets: Loans to subsidiaries ¹	313 603	294 842
Current liabilities: Loans from subsidiaries ¹	(393 025)	(155 142)
	457 572	653 691

¹ The Directors consider the amortised costs of the loans to and from subsidiaries to approximate their fair value. Refer to note 38 for ECL considerations.

	Company				
	Opening balance R'000	Cash inflows R'000	Cash outflows R'000	Non-cash flows R'000	Closing balance R'000
Reconciliation of cash flows:					
Investment in subsidiaries					
2024					
Shares at cost	254 012	–	–	–	254 012
Capital contributions	441 750	–	46 468	–	488 218
Less: Impairments	(181 771)	–	–	(23 465)	(205 236)
Loans to subsidiaries	305 378	(51 539)	64 571	–	318 410
Less: Expected credit loss allowance	(10 536)	–	–	5 729	(4 807)
Loans from subsidiaries	(155 142)	(334 208)	96 325	–	(393 025)
	653 691	(385 747)	207 364	(17 736)	457 572
2023					
Shares at cost	254 012	–	–	–	254 012
Capital contributions	431 206	–	10 543	1	441 750
Less: Impairments	–	–	–	(181 771)	(181 771)
Loans to subsidiaries	233 026	–	72 351	1	305 378
Less: Expected credit loss allowance	–	–	–	(10 536)	(10 536)
Loans from subsidiaries	(137 037)	(76 623)	58 520	(2)	(155 142)
	781 207	(76 623)	141 414	(192 307)	653 691

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

23. Investments in subsidiaries continued

23.1 Details of non-wholly owned subsidiaries that have material non-controlling interests

Summarised financial information of the Group's subsidiaries that have a material non-controlling interest is set out in the table below.

These amounts disclosed are eliminated intra-group in the "Group" sections of these financial statements:

Summarised financial information	Bellcro Farming (Pty) Ltd		Libcro Farming (Pty) Ltd		Mawecro Farming (Pty) Ltd	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000	2024 R'000	2023 R'000
Statement of financial position						
Current assets	–	7 214	61 991	47 837	204 952	167 769
Non-current assets	–	71	51 639	53 898	199 532	196 861
Current liabilities	–	(4 145)	(22 874)	(23 505)	(39 616)	(38 035)
Non-current liabilities	–	–	(61 463)	(61 611)	(210 443)	(198 520)
Equity attributable to owners of the Company	–	(1 413)	(13 182)	(7 478)	(75 669)	(62 757)
Non-controlling interests	–	(1 727)	(16 111)	(9 141)	(78 756)	(65 318)
Statement of profit or loss						
Revenue	3 245	5 922	83 039	76 387	313 322	249 497
Net expenses	(5 658)	(7 684)	(65 859)	(74 646)	(236 604)	(246 751)
Profit/(loss) before tax	(2 413)	(1 762)	17 180	1 741	76 718	2 746
Tax expense	656	506	(4 505)	(349)	(20 369)	(229)
Profit/(loss) for the year	(1 757)	(1 256)	12 675	1 392	56 349	2 517
Proportion of non-controlling interests (%)	55	55	55	55	51	51
Profit/(loss) attributable to owners of the Company	(791)	(565)	5 704	626	27 611	1 233
Profit/(loss) attributable to non-controlling interests	(966)	(691)	6 971	766	28 738	1 284
	(1 757)	(1 256)	12 675	1 392	56 349	2 517
Statement of cash flows						
Net cash generated by/(utilised in) operating activities	(1 648)	469	15 323	6 356	75 832	15 835
Net cash generated by/(utilised in) investing activities	–	1	(3 835)	(42)	(8 264)	(5 673)
Net cash generated by/(utilised in) financing activities	733	472	(3 170)	(5 873)	(34 898)	(7 020)
Net increase/(decrease) in cash and cash equivalents	(915)	942	8 318	441	32 670	3 142
Dividends paid to non-controlling interests						
Mawewe Communal Property Association	–	–	–	–	15 300	–

23.2 Control over subsidiaries

Refer to note 3.1 for the control assessment criteria and to note 4.1 for the significant judgements made by management in assessing control over the subsidiaries listed in 23.1. Additionally, refer to note 5 for details on the disposal of the full investment in Bellcro Farming.

23.3 Significant restrictions

During the current reporting period, there were no restrictions on the Group or its subsidiaries ability to access or use the assets and settle the liabilities of the Group.

23.4 Financial support

During the current reporting period, the Group provided letters of continued financial support to subsidiary companies whose liabilities exceeded its assets, fairly valued. These subsidiaries included Renishaw Property Developments (Pty) Ltd, Renserv (Pty) Ltd, QBV SA (Pty) Ltd and Mozambique Farms (Pty) Ltd.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

24. Investment in joint venture and associate

Included in the Group's portfolio of investments is a joint venture and an associate, accounted for using the equity method.

There is no quoted market value for the investments in the joint venture and associate. Refer to note 4.2 for the judgments made by management in determining joint control over SMHL.

There were no dividends received during the year from the investees (2023: R3.5 million). There are no restrictions on the ability of the investees to transfer funds to the Group in the form of cash dividends or to repay loans or advances made by the Group, should the need arise.

Details of the Group's joint venture and associate at the end of the reporting period are as follows:

Name of investee	Type	Principal activity	Place of incorporation and principal place of business	Other relationship to Group	Proportion of ownership interest and voting power held by the Group	
					2024	2023
Silverlands Mozambique Holdings Limited	Joint venture	Banana farming	Mozambique	Fellow subsidiary of Group's majority shareholder SilverStreet	49.5%	49.5%
Lebombo Growers (Pty) Ltd	Associate	Banana marketing and distribution	South Africa	Co-operative partner and main banana customer	32.16%	32.16%

The Group's interest in the above investees is as per the below summarised information, all which are extracts of the investees financial statements prepared in accordance with IFRSs (adjusted by the Group for equity accounting purposes). In the case of the financial information for Silverlands Mozambique Holdings Limited (SMHL), this is based on unaudited financial statements. The SMHL financial year end is 31 December.

In the case of the financial information for Lebombo Growers (Pty) Ltd, this is based on the latest available unaudited financial information as at the date of reporting.

Details of the Group's equity accounted income earned from the joint venture and associate during the reporting period is as follows:

Statement of profit or loss and other comprehensive income	Silverlands Mozambique Holdings Limited		Lebombo Growers (Pty) Ltd*		Total equity accounted income from joint venture and associate	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000	2024 R'000	2023 R'000
Revenue	49 069	44 572	402 013	333 706	451 082	378 278
Expense ¹	(64 927)	(55 717)	(356 166)	(303 438)	(421 093)	(359 155)
Profit before tax	(15 858)	(11 145)	45 847	30 268	29 989	19 123
Tax expense	731	816	(12 245)	(8 172)	(11 514)	(7 356)
Profit for the year	(15 127)	(10 329)	33 602	22 096	18 475	11 767
Total comprehensive income for the year	(15 127)	(10 329)	33 602	22 096	18 475	11 767
Equity accounted share of profit	(7 488)	(5 113)	10 805	7 106	3 317	1 993

¹ Included in expenses for SMHL is depreciation of R13.8 million (2023: R11.2 million) and interest expenses of R7.6 million (2023: R6 million).

* With regards to Lebombo, the latest available financial information is as at 2023, hence the Group's share of net assets for reconciliation purposes to the carrying value of the investment, is the same year.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

24. Investments in joint venture and associate continued

Details of the Group's carrying value in the joint venture and associate at the end of the reporting period are as follows:

Details of investment	Silverlands Mozambique Holdings Limited		Lebombo Growers (Pty) Ltd*		Total investment in joint venture and associate	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000	2024 R'000	2023 R'000
Unlisted shares and loans	51 763	49 614	5 228	5 228	56 991	54 842
Share of retained earnings	(7 261)	227	63 276	52 470	56 015	52 697
Carrying value of investment	44 502	49 841	68 504	57 698	113 006	107 539

Details of the Company's carrying value in the joint venture at the end of the reporting period are as follows:

Name of investee	Type	Principal activity	Place of incorporation and principal place of business	Other relationship to group	Total investment in joint venture	
					2024 R'000	2023 R'000
Silverlands Mozambique Holdings Limited	Joint venture	Banana farming	Mozambique	Fellow subsidiary of Group's majority shareholder SilverStreet	42 575	41 255

Summarised assets and liabilities of the Group's material joint venture, associate companies together with their subsidiaries are as per the following financial information extracted from their latest available financial statements.

Statement of financial position	Silverlands Mozambique Holdings Limited		Lebombo Growers (Pty) Ltd	
	2024 R'000	2023 R'000	2023*	2022*
Non-current assets	126 677	171 756	106 921	96 461
Current assets	71 855	52 886	160 544	135 928
Total assets	198 532	224 642	267 465	232 389
Non-current liabilities	(65 958)	(94 338)	(5 408)	(2 827)
Current liabilities	(42 671)	(29 615)	(82 648)	(61 244)
Net assets	89 903	100 689	179 409	168 318
Group share of net assets*	44 502	49 841	57 698	54 131

* With regards to Lebombo, the latest available financial information is as at 2023, hence the Group's share of net assets for reconciliation purposes to the carrying value of the investment, is the same year.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

	Group	
	2024 R'000	2023 R'000
25. Biological assets		
25.1 Growing crops		
Fair value		
Sugar cane	284 478	245 572
Deciduous fruit	–	18 077
Bananas	20 076	21 984
Macadamias	29 538	17 725
	334 092	303 358
Analysis of fair values of growing crops:		
Fair value at beginning of year	303 358	306 088
Gains/(losses) arising from changes attributable to volume and price:	32 219	(11 427)
Sugar cane		
– (Loss)/gain arising from physical growth/yield	(7 367)	2 067
– (Loss)/gain arising from area under crop to be harvested	(9 286)	12 621
– Gain arising from price changes	58 176	17 558
Deciduous fruit		
– Gain arising from physical growth/yield	–	696
– (Loss)/gain arising from area under crop to be harvested	(18 077)	79
– Loss arising from price changes	–	(846)
Bananas		
– Gain arising from physical growth/yield	85	905
– Gain arising from area under crop to be harvested	1 714	2 182
– Loss arising from price changes	(3 707)	(6 057)
Macadamias		
– Gain/(loss) arising from physical growth/yield	10 040	(16 118)
– Gain/(loss) arising from price changes	641	(24 514)
Effect of foreign currency exchange differences	(1 485)	8 697
Fair value at end of year	334 092	303 358

In terms of IAS 41: Agriculture, growing crops, comprising sugar cane, deciduous fruit (apples and pears), bananas and macadamias are accounted for as biological assets and are measured and recognised at fair value. Changes in the fair value are included in profit or loss.

The fair value of growing crops is determined based on current market prices less estimated selling costs. Refer to note 39 for details of the fair value hierarchy of biological assets.

Refer to note 38 for financial risk management strategies.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

		Group	
		2024 R'000	2023 R'000
25. Biological assets continued			
25.2 Biological asset valuations			
The following key assumptions have been used in determining the fair value of biological assets:			
Sugar cane			
Expected area to harvest after 31 March			
– South Africa	(ha)	3 393	3 509
– Eswatini	(ha)	2 206	2 320
– Zambia	(ha)	406	429
Total area	(ha)	6 005	6 258
Estimated yields			
– South Africa	(tons/ha)	96.6	101.5
– Eswatini	(tons/ha)	95.5	100.4
– Zambia	(tons/ha)	141.5	135.9
Weighted average			
		99.2	103.5
Average maturity of crop at 31 March ¹			
– South Africa	(%)	64	64
– Eswatini	(%)	64	64
– Zambia	(%)	64	64
Estimated RV price/ton – South Africa ²	(Rands)	7 470	6 004
Estimated sucrose price/ton – Eswatini	(Rands)	6 439	5 223
Estimated ERC price/ton – Zambia ³	(Rands)	6 407	6 229
Deciduous fruit			
Expected area to harvest after 31 March	(ha)	–	182
Estimated yields	(tons/ha)	–	63.8
Average maturity of crop at 31 March ¹	(%)	–	83.1
Estimated net price/kg – apples and pears	(Rands)	–	3.58
Estimated packout			
– Class 1	(%)	–	43.7
– Class 2	(%)	–	15.6
– Class 3	(%)	–	13.1
– Juice	(%)	–	27.5
Bananas			
Expected area to harvest after 31 March			
– South Africa	(ha)	508.8	485.8
– Eswatini	(ha)	96	75
Estimated yields			
– South Africa	(tons/ha)	59.9	58.6
– Eswatini	(tons/ha)	57.2	60.1
Average maturity of crop at 31 March ¹			
– South Africa	(%)	50.0	50.0
– Eswatini	(%)	50.0	50.0
Estimated net price per carton			
– South Africa	(Rands)	89.16	102.76
– Eswatini	(Rands)	98.65	105.96
Macadamias			
Expected area to harvest after 31 March			
	(ha)	585.3	585.3
Estimated yields	(tons/ha)	1.71	1.11
Average maturity of crop at 31 March ¹	(%)	95	95
Estimated net price per ton	(Rands)	42 025	39 129

¹ Fixed and not subject to change, based on the Group's accounting policy and harvest programme which are not expected to vary from year to year.

² RV – Recoverable value

³ ERC – Estimated recoverable crystals

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
26. Inventories				
Consumable stores	37 186	40 415	–	–
Merchandise	449	501	–	–
Livestock	842	867	–	–
Property for development and sale	90 645	97 967	–	–
Nursery plants	695	955	–	–
	129 817	140 705	–	–
<p>During the current year, the cost of inventories (consumable stores, merchandise and plants) recognised as an expense in profit or loss was R157 million (2023: R193.8 million) and R21.4 million (2023: R19.2 million) for property for development and sale.</p> <p>The cost of consumable stores written-down to net-realizable value in the current year was R0.6 million (2023: R0.4 million). A Nursery plant obsolescence provision of R44 908 was raised during the current year.</p>				
27. Trade and other receivables				
Sugar cane revenue receivables	12 882	7 033	–	–
Deciduous fruit revenue receivables	13 186	46 513	–	–
Banana revenue receivables	9 148	19 835	–	–
Macadamia revenue receivables	2 077	3 617	–	–
Trade and rental debtors	17 195	22 871	10 188	5 358
Other receivables	12 628	16 212	1 488	863
Gross trade receivables	67 116	116 081	11 676	6 221
Less: Expected credit loss (ECL)	(2 914)	(2 875)	–	–
Net trade receivables	64 202	113 206	11 676	6 221
VAT refunds due	38 145	40 248	–	–
Prepayments	2 741	5 929	619	614
Total trade and other receivables	105 088	159 383	12 295	6 835
Reconciliation of ECL on trade receivables:				
Balance at beginning of the year	(2 875)	(1 936)	–	–
ECL raised on trade receivables	(56)	(1 075)	–	–
ECL reversed on trade receivables	17	136	–	–
Expected credit loss (ECL)	(2 914)	(2 875)	–	–

The Directors consider the amortised costs of trade and other receivables to approximate their fair value. In terms of IFRS 9, the Group applies the simplified approach and recognises lifetime ECL for trade receivables. Other receivables have been assessed for ECL using the general approach in accordance with IFRS 9.

Disclosures concerning the management of credit risk relating to all of the above categories of gross trade receivables have been provided in note 38.3.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

	Note	Group		Company	
		2024 R'000	2023 R'000	2024 R'000	2023 R'000
28. Cash and cash equivalents					
28.1 Cash and cash equivalents made up of:					
Cash and bank balances		155 052	55 231	42 494	1 568
		155 052	55 231	42 494	1 568
<p>All bank balances are assessed to have low credit risk at each reporting date as they are held with reputable banking institutions. See note 38.3 for the credit risk associated with cash and cash equivalents.</p>					
28.2 Reconciliation of profit/(loss) before tax to cash generated from/(utilised in) operations					
Profit/(loss) before tax from continuing operations		76 233	(190 776)	(17 769)	(191 694)
Profit/(loss) before tax from discontinued operations		40 737	(31 031)	–	–
Adjustments for non-cash items:					
Depreciation and impairments	8	63 771	164 125	25 062	183 257
Expected credit losses	9	39	939	(11 920)	16 727
Change in fair value of biological assets	10	(32 219)	11 427	–	–
Non-trading items	11	(22 355)	11 249	(5)	(5 189)
Investment Income	12	(12 153)	(5 556)	(38 762)	(25 434)
Finance costs	13	52 329	44 553	17 135	8 100
Share based payments	29.5	1 175	3 032	1 175	3 032
Unrealised foreign exchange losses	7	3 280	4 416	–	–
Change in fair value of investment property	19	(1 305)	(1 192)	–	–
Loss arising on disposal of investment property		–	315	–	–
RTO prepaid lease income	19	(4 464)	(4 827)	–	–
Conversion of RTO unit to normal sale		–	(508)	–	–
Consulting and legal costs capitalised to borrowings		–	1 481	–	–
Medical aid defined benefit costs recognised in profit or loss	34.1	(40)	(30)	(40)	(30)
Share of profit of joint venture and associate companies	24	(3 317)	(1 993)	–	–
Increase in stock obsolescence provision	26	45	–	–	–
Increase/(decrease) in provisions		5 542	(659)	2 740	(160)
Other non-cash items		(256)	(1 282)	(985)	4
Operating cash flows before working capital changes		167 042	3 683	(23 369)	(11 387)
Working capital changes:					
Decrease/(increase) in inventories		7 534	(23 224)	–	–
Decrease/(increase) in trade and other receivables		49 459	(16 231)	(5 460)	18 084
(Decrease)/increase in trade and other payables		(17 176)	23 311	(3 690)	590
Cash generated from/(utilised in) operations		206 859	(12 461)	(32 519)	7 287

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

	Group and Company	
	2024 R'000	2023 R'000
29. Capital, reserves and shareholding interests		
29.1 Share capital and share premium		
Authorised		
16 000 000 (2023:16 000 000) ordinary shares of 25 cents (2023: 25 cents) each	4 000	4 000
Issued		
15 264 317 (2023:15 264 317) ordinary shares of 25 cents (2023: 25 cents) each	3 816	3 816
Share premium	222 455	222 455
	226 271	226 271
The share capital movement for the year was as follows:		
Balance at the beginning of the year	226 271	226 271
Balance at the end of the year	226 271	226 271
	Number of Shares	Number of Shares
The shares in issue movement for the year was as follows:		
Balance at the beginning of the year	15 264 317	15 264 317
Balance at the end of the year	15 264 317	15 264 317
The shares in issue at the end of the current and prior year are fully paid up, carry one vote per share and a right to dividends.		
Under control of the Directors		
For the purposes of the employee share option scheme: 430 000 shares (2023: 430 000 shares) and deferred bonus scheme: 163 704 shares (2023: 175 179 shares).		
	Group	
	2024 R'000	2023 R'000
29.2 Investment revaluation reserve		
Balance at beginning of year	(2 860)	951
Fair value loss arising on equity investments	-	(5 220)
Tax effect of fair value loss	-	1 409
Disposal of equity investments held at FVTOCI	3 811	-
Balance at end of year	951	(2 860)
* Note re-presented to disaggregate tax effect.		
Refer to note 22.4.4 for details of the equity investments disposed of.		
29.3 Foreign currency translation reserve		
Balance at beginning of year	(2 577)	(71 804)
Exchange differences on translation of subsidiaries	4 933	69 227
Balance at end of year	2 356	(2 577)

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

	Group and Company	
	2024 R'000	2023 R'000

29. Capital, reserves and shareholding interests continued

29.4 Treasury shares

Balance at beginning of year	(7 032)	(1 779)
Shares purchased during the period	(720)	(5 253)
Shares vested during the period	1 409	–
Balance at end of year	(6 343)	(7 032)

Treasury shares arise from the Deferred Bonus Scheme (DBS), whereby a portion of an employee's bonus is settled in deferred bonus shares.

Under the DBS, qualifying management receive actual shares, which enjoy all shareholder rights, including dividends and voting rights. The DBS granted are held in escrow by the Escrow agent on behalf of the employees until the end of the vesting period.

In the current year, the Group purchased 24 033 shares (2023: 130 865 shares) for the Deferred Bonus Scheme from the public at face value. The weighted average price of the shares purchased is 3 877 cents (2023: 4 000 cents). Refer to note 37 for further details.

	Group and Company	
	2024 R'000	2023 R'000
29.5 Share-based payment reserve		
Balance at beginning of year	8 154	5 556
Share-based payment transfer	(895)	(434)
Share-based payment vested	(1 409)	–
Share-based payment expense	1 175	3 032
Balance at end of year	7 025	8 154

	Group	
	2024 R'000	2023 R'000

29.6 Non-controlling interests

Balance at beginning of year	61 122	64 563
Share of profit/(loss) for the year – continuing operations	28 968	(2 751)
Share of loss for the year – discontinued operations	(966)	(690)
Disposal of subsidiary – Bellcro Farming	(761)	–
Dividend to Mawewe Communal Property Association	(15 300)	–
Balance at end of year	73 063	61 122

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

30. Borrowings – interest-bearing

			Group		Company	
Type	Note		2024 R'000	2023 R'000	2024 R'000	2023 R'000
General banking facilities	Amortised cost	30.2	–	123 000	–	123 000
Loans	Amortised cost	30.3	235 734	250 711	–	–
			235 734	373 711	–	123 000
Included in the financial statements as:						
Non-current			16 000	102 918	–	–
Current			219 734	270 793	–	123 000
			235 734	373 711	–	123 000
30.1 Net debt						
Borrowings – interest-bearing		30	235 734	373 711	–	123 000
Cash and cash equivalents		28.1	(155 052)	(55 231)	(42 494)	(1 568)
			80 682	318 480	(42 494)	121 432
30.2 General banking facilities						
Rand Merchant Bank	Demand and seasonal	30.7 (A)	–	83 000	–	83 000
Rand Merchant Bank	Bridging	30.7 (A)	–	40 000	–	40 000
			–	123 000	–	123 000
30.3 Loans						
Akwandze Agricultural Finance	Revolving credit	30.7 (B)	31 081	24 517	–	–
Akwandze Agricultural Finance	Term loan	30.7 (C)	8 000	10 000	–	–
Investec Bank Limited	Term loan	30.7 (D)	5 435	24 579	–	–
Grindrod Bank Limited	Term loan	30.7 (E)	79 918	79 918	–	–
First National Bank Eswatini	Term loan	30.7 (F)	15 169	20 956	–	–
AgDevCo Limited	Term loan	30.7 (G)	96 131	90 741	–	–
			235 734	250 711	–	–

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

30. Borrowings – interest-bearing continued

30.4 Utilisation of general banking facilities

			Group			
	Type	Interest rate	Total facility R'000	Utilised R'000	Repaid R'000	Available R'000
2024						
Rand Merchant Bank	Demand and seasonal	Prime minus 0.65%	80 000	–	–	80 000
Rand Merchant Bank	Bridging	Prime plus 1.15%	40 000	–	(40 000)	–
First National Bank Eswatini	Overdraft	Prime	25 000	–	–	25 000
			145 000	–	(40 000)	105 000
2023						
Rand Merchant Bank	Demand and seasonal	Prime minus 0.65%	100 000	(83 000)	–	17 000
Rand Merchant Bank	Bridging	Prime plus 1.15%	40 000	(40 000)	–	–
First National Bank Eswatini	Overdraft	Prime	25 000	–	–	25 000
			165 000	(123 000)	–	42 000
			Company			
	Type	Interest rate	Total facility R'000	Utilised R'000	Repaid R'000	Available R'000
2024						
Rand Merchant Bank	Demand and seasonal	Prime minus 0.65%	80 000	–	–	80 000
Rand Merchant Bank	Bridging	Prime plus 1.15%	40 000	–	(40 000)	–
			120 000	–	(40 000)	80 000
2023						
Rand Merchant Bank	Demand and seasonal	Prime minus 0.65%	100 000	(83 000)	–	17 000
Rand Merchant Bank	Bridging	Prime plus 1.15%	40 000	(40 000)	–	–
			140 000	(123 000)	–	17 000

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

30. Borrowings – interest-bearing continued

30.5 Utilisation of loans

				Group		
	Type	Interest rate	Note	Loan granted R'000	Utilised R'000	Available for drawdown R'000
2024						
Akwandze Agricultural Finance	Revolving credit	Prime plus 1.0%	30.7 (B)	30 000	(30 000)	–
Akwandze Agricultural Finance	Term loan	Prime	30.7 (C)	10 000	(10 000)	–
Investec Bank Limited	Term loan	Prime minus 0.5%	30.7 (D)	47 352	(47 352)	–
Grindrod Bank Limited	Term loan	Prime	30.7 (E)	80 000	(79 918)	82
First National Bank Eswatini	Term loan	Prime plus 1.5%	30.7 (F)	40 000	(20 000)	20 000
AgDevCo Limited ¹	Term loan	USD 8%	30.7 (G)	150 762	(96 131)	54 631
				358 114	(283 401)	74 713
2023						
Akwandze Agricultural Finance	Revolving credit	Prime plus 1.0%	30.7 (B)	25 000	(25 000)	–
Akwandze Agricultural Finance	Term loan	Prime	30.7 (C)	10 000	(10 000)	–
Investec Bank Limited	Term loan	Prime minus 0.5%	30.7 (D)	47 352	(24 579)	22 773
Grindrod Bank Limited	Term loan	Prime	30.7 (E)	80 000	(79 918)	82
First National Bank Eswatini	Term loan	Prime plus 1.5%	30.7 (F)	40 000	(20 000)	20 000
AgDevCo Limited ¹	Term loan	USD 8%	30.7 (G)	142 410	(90 741)	51 669
				344 762	(250 238)	94 524

¹ Includes the effects of foreign currency exchange differences.

30.6 Reconciliation of borrowings – interest-bearing

Movements in borrowings for the year ended are as follows:

		Group				
		Opening balance R'000	Cash inflows ¹ R'000	Cash outflows ² R'000	Non-cash flows ³ R'000	Closing balance R'000
2024						
General banking facilities		123 000	132 100	(255 100)	–	–
Loans and borrowings		250 711	44 655	(66 954)	7 322	235 734
		373 711	176 755	(322 054)	7 322	235 734
2023						
General banking facilities		80 000	227 500	(184 500)	–	123 000
Loans and borrowings		147 497	103 305	(16 500)	16 409	250 711
		227 497	330 805	(201 000)	16 409	373 711
		Company				
		Opening balance R'000	Cash inflows ¹ R'000	Cash outflows ² R'000	Non-cash flows ³ R'000	Closing balance R'000
2024						
General banking facilities		123 000	132 100	(255 100)	–	–
2023						
General banking facilities		80 000	227 500	(184 500)	–	123 000

¹ Cash inflows include loan proceeds.

² Cash outflows include capital and interest re-payments.

³ Non-cash flows include interest accruals, foreign exchange differences, and foreign currency translations.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

30. Borrowings – interest-bearing continued

30.7 Summary of borrowing arrangements

- A. During the financial year, the Group repaid to Rand Merchant Bank (RMB) the R40 million bridging facility, and secured in its stead, a R80 million committed general banking facility (facility).

The facility includes a R50 million demand portion available all-year round, and a R30 million seasonal portion available between the months of January and June.

The terms of the seasonal portion notwithstanding, the entire facility is repayable on demand and bears interest at prime less 0.65% per annum.

The entire facility was undrawn as at year end.

In addition to the general banking facility, the following RMB short-term direct facilities are also available to the Group and Company:

Type	Term	Utilisation	Group and Company	
			2024 R'000	2023 R'000
Short-term direct	Demand facility	Corporate card	600	600
Short-term contingent	Demand facility	Guarantees	30	30
Settlement	Demand facility	Settlement	230	230
			860	860

The above facilities are secured by way of:

- An unlimited cession of debtors executed in favour of RMB by the Group's wholly owned subsidiary Crookes Brothers South Africa (Pty) Ltd.
 - An unlimited cession of credit balances (including bank accounts held) in favour of RMB by Crookes Brothers South Africa (Pty) Ltd.
 - A suretyship for the amount of R200 million by Crookes Brothers South Africa (Pty) Ltd in favour of RMB for the obligations of the Group.
 - A deed of pledge in respect of shares held in the Group's wholly owned subsidiary Crookes Plantations Limited (CPL).
 - A general corporate guarantee from the Group's wholly owned subsidiary CBL Agri Zambia Ltd.
- B. The Group's Mawecro and Libcro estates are the recipients of working capital loans from Akwandze Agricultural Finance (Akwandze). These loans are secured by way of a cession over the sugar cane proceeds paid by the mill and are refinanced annually at the discretion of the Directors.
- The Mawecro loan of R15 million accrues interest at prime plus 1% per annum and is fully repayable/refinanceable by September 2024.
 - The Libcro loan of R10 million accruing interest at prime per annum was fully repaid in February 2024 and refinanced at an increased amount of R15 million.

The loan accrues interest at prime plus 1% per annum and is fully repayable/refinanceable by February 2025.

- C. In addition to the revolving credit loans with Akwandze, the Group's Libcro estate is the recipient of a five-year term-loan from Akwandze for an amount of R10 million.

The loan bears interest at prime per annum and is secured by way of a cession over the sugar cane proceeds paid by the mill, payable over five equal capital repayments of R2 million each, commencing on 31 July 2023 and concluding on 31 July 2027.

- D. In the prior year, the Group's subsidiary Renishaw Hills Developments (Pty) Ltd secured a property development facility from Investec, to fund Phase 6 of its Renishaw Hills residential development.

The facility accrues interest at prime rate less 0.5% per annum, is repayable from 24-months of grant and is secured by way of:

- Registration of a first covering mortgage bond over the Phase 6 units.
- A parent guarantee from Crookes Brothers Limited (CBL).
- Subordination of the Group company loan from CBL, for the value of the facility.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

30. Borrowings – interest-bearing continued

30.7 Summary of borrowing agreements continued

- E.** The Grindrod Bank term loan provided to the Group's subsidiary Renishaw Hills Developments (Pty) Ltd, is secured by way of a guarantee from CBL to the value of R80 million and a deed of pledge of CBL's 85% shareholding in Renishaw Property Developments (Pty) Ltd (RPD).

In addition, CBL has subordinated its shareholder loan in RPD up to a value of R80m in favour of Grindrod. The loan bears interest at the prevailing South African prime rate. Monthly interest is capitalised to the loan, with the exception of when the loan amount reaches or exceeds R80 million, whereby the interest is then serviced in cash. Per the signed agreement, the full loan including capitalised interest is to be repaid on 15 June 2024.

- F.** In May 2022, the Group secured a R40 million five-year term loan from FNB Eswatini (FNB), to fund a banana expansion at its Eswatini operation.

The loan accrues interest at the quoted Eswatini prime rate plus 1.5%, and is payable quarterly.

Capital is repayable in 16 equal quarterly instalments, commencing from 30 June 2023 and concluding on 31 March 2027.

The loan is secured by way of:

- An unlimited general deed of suretyship by the Group's wholly owned Eswatini subsidiary Bar J Ltd, in favour of FNB for the obligations of Crookes Plantations Limited (CPL).
- A continuing mortgage bond over the CPL properties, for an amount of R65 million.
- A cession of credit balances held with FNB.
- A cession of short-term insurance cover on the CPL properties.

As at the end of the current reporting period, a total of R20 million (2023: R20 million) of the available R40 million loan facility had been drawn down.

Refer to note 30.8 for details relating to financial covenants applicable to this loan.

- G.** On 25 November 2020, the Group secured a US\$8 million (eight million US Dollars) 10-year term loan from AgDevCo Limited a UK-based Development Finance Institution, to fund the expansion of its macadamia operation in Mozambique.

The group enjoys a "capital holiday" for the first five years of the loan, with interest accruing at USD 8% per annum, payable semi-annually in arrears.

Capital repayments are then due over five equal portions of US\$1.6 million each, commencing on 31 December 2026 and concluding on 31 December 2030.

As at the end of the current reporting period, a total of US\$5 million (2023: US\$5 million) of the available facility had been drawn down.

The loan from AgDevCo is secured by:

- Quota pledges granted by CBL and fellow subsidiary Mozambique Farms (Pty) Ltd in favour of AgDevCo over the entire quota holdings in MML and MFL.
- An assignment by CBL over all loans advanced to MML and MFL.

Refer to note 30.8 for details relating to financial covenants applicable to this loan.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

30. Borrowings – interest-bearing continued

30.8 Financial covenants

The following Group subsidiaries are subject to lender-imposed financial covenants, effective for the current reporting period.

Murrimo Macadamias Lda	Requirement	AgDevCo Target times	31 March 2024		31 March 2023	
			Actual times	Covenant	Actual times	Covenant
Interest Coverage Ratio	≥	1.50	(6.70)	Breach	(10.25)	Breach
Debt Service Coverage Plus Cash Ratio	≥	1.30	(6.00)	Breach	(6.64)	Breach
Net Debt divided by EBITDA	<	4.00	(2.75)	Breach	(1.56)	Breach

On 30 April 2024, AgDevCo issued MML with a temporary financial covenant waiver until 31 March 2025, subject to conditions which the Group has accepted.

The conditions to the waiver include equity injections by CBL, the implementation of a remedial action plan and the maintenance of a “Debt Service Coverage Ratio” of at least 1, which replaces the previous obligation of 1.3.

The terms of the loan agreement notwithstanding, due to the fact that the loan covenants were breached, the loan has been classified as current.

CBL has provided MML with a letter of continued financial support, to ensure that MML is able to meet its obligations as and when they become due and payable, over the next 12 months.

Crookes Plantations Limited	Requirement	FNB Target times	31 March 2024		31 March 2023	
			Actual times	Covenant	Actual times	Covenant
Net Interest-Bearing Debt to EBITDA Ratio	≤	2.50	0.10	Pass	0.80	Pass
EBITDA Interest Cover Ratio	≥	4.00	27.30	Pass	9.30	Pass
Debt Service Cover Ratio	>	1.30	7.20	Pass	6.10	Pass

Crookes Plantations Limited has passed all Financial Covenants for the current reporting and measurement period.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

	Group	
	2024 R'000	2023 R'000
31. Obligations to return leased farmland		
Mawecro estate ¹	42 336	37 658
Libcro estate ²	6 229	6 632
	48 565	44 290
Reconciliation of movement:		
Opening balance	44 290	37 586
Additions to leased bearer assets	12 614	14 418
Depreciation on leased bearer assets	(8 339)	(7 714)
	48 565	44 290
Included in the financial statements as:		
Non-current	48 565	44 290
Current	–	–
	48 565	44 290

¹ This liability relates to a constructive obligation to return the leased Komatipoort farms in Mpumalanga to their original condition, on termination of the lease agreement with the Mawewe Communal Property Association (MCPA).

The original lease term is for a period of 20 years. At the end of the current reporting period, 12 years of the lease term was left remaining.

In 2021, the Nicoskamp farm operation was transferred to the Mawecro estate, and so too was the constructive obligation to return this portion of leased farmland. A separate lease agreement totalling 10 years was signed for this Nicoskamp portion of land. At the end of the current reporting period, 6 years of the lease term was remaining on the Nicoskamp lease.

² This liability relates to a contractual obligation to return the leased Libcro Malelane farms in Mpumalanga to their original condition, on termination of the lease agreement with Mthayiza Holdings (Pty) Ltd (MHO). The lease term runs up to September 2038. At the end of the current reporting period, 15 years of the lease term was left remaining.

The crop will remain in its current state until the farm is given back to the lessor and therefore the current year end value of the bearer is the best representation of the obligation to return the leased farmland.

	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
32. Lease liabilities				
Mawecro farm lease ¹	134 129	131 333	–	–
Libcro farm lease ²	33 892	35 438	–	–
Head office lease ³	3 971	4 940	3 971	4 940
	171 992	171 711	3 971	4 940
Included in the financial statements as:				
Non-current	162 647	163 587	2 856	3 971
Current	9 345	8 124	1 115	969
	171 992	171 711	3 971	4 940

¹ The Group through its subsidiary Mawecro Farming, signed a 20 year lease agreement with the Mawewe Communal Property Association, who are the owners of approximately 2 459 hectares of the Komati estate, upon which the Group farms sugar cane and bananas. Lease rentals are payable annually in advance and is based on a fixed Rand rate per hectare under crop, escalated annually by the consumer price index. As at the end of the current reporting period, 12 years remain on the Mawecro lease.

² The Group, through its subsidiary Libcro Farming, leases the Libcro Estate (sugar operation) from the Libuyile Community Trust (a joint venture partnership with the Libuyile community), based on a fixed Rand rate per hectare under crop, escalated annually by the consumer price index. Lease rentals are payable quarterly in arrears. As at the end of the current reporting period, 15 years remain on the Libcro lease.

³ The Company entered into an office floor lease agreement for its head office in Umhlanga for a total term of 5 years from May 2022. Rent escalates on an annual basis by 5% and is payable monthly.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
32. Lease liabilities continued				
Maturity analysis – undiscounted				
Year one	22 149	21 034	1 384	1 323
Year two	22 219	21 100	1 453	1 389
Year three	22 292	21 169	1 525	1 459
Year four	20 888	21 242	128	1 532
Year five	20 760	19 711	–	–
Onwards	155 440	167 915	–	–
	263 748	272 171	4 490	5 703
The Group does not face significant liquidity risk with regards to its lease liabilities. Lease liabilities are monitored within the Group's treasury function.				
All lease obligations are denominated in Rands.				
The discount rate applied by the Group for the current reporting period was 8.33% (2023: 8.33%) and 7.75% (2023: 7.75%) on the head office lease.				
Refer to note 3.21 of the accounting policies for details of the Group's lease liabilities in its capacity as a lessee. Refer to note 18 for details of the right-of-use asset.				
32.1 Reconciliation of lease liabilities				
Opening balance	171 711	164 139	4 940	–
Non-cash movements in lease liabilities:				
Additions – new leases	–	5 646	–	5 646
Additions – remeasurement of CPI linked lease payments	8 810	9 236	–	–
Interest	13 547	13 452	349	344
Cash movements in lease liabilities:				
Payment of lease liability	(22 077)	(20 762)	(1 318)	(1 050)
Rental payment	(8 530)	(7 310)	(969)	(706)
Portion disclosed as interest paid	(13 547)	(13 452)	(349)	(344)
	171 991	171 711	3 971	4 940
33. Other lease arrangements				
33.1 The group as a lessee				
Nicoskamp and Umkomaas farms ¹	4 100	4 322	–	–
Chamotte and Belleview farms ²	218	360	–	–
Leases of low value assets and other ³	735	935	103	96
Lease payments recognised as an expense in the year	5 053	5 617	103	96

¹ In October 2018, ownership of the Nicoskamp and Umkomaas farms in Mpumalanga, was transferred from the Department of Rural Development and Land Reform (the Dept) to the MCPA. In turn, the Group's remaining lease term was transferred to the MCPA along the exact same terms and conditions as enjoyed under the lease with the Dept. This arrangement expired on 30 June 2020, with the operation of this farm transferred to the MCPA. This operation was subsequently absorbed into the Mawecro estate during the 2021 financial year, with a new separate 10-year lease agreement entered into with the MCPA with annual lease rentals contingent on budgeted revenue. Lease scoped out of IFRS 16 as lease payments are variable.

² The Group leases two small farms in Malelane and the Western Cape called Chamotte and Belleview respectively. Sugar cane is farmed at Chamotte, whilst deciduous fruit is farmed at Belleview. These are annual leases renewable at the discretion of the respective lessors, nevertheless contain exclusively variable lease payments, in that the annual lease rentals are linked to the actual tonnages yielded which change year on year.

³ These remaining lease payments relate to rentals paid on behalf of employees, archiving and storage costs and equipment rental of the Group's copiers and printers. These rentals are over low value assets and are considered immaterial in relation to the Group's total other lease arrangements.

Refer to note 18.2 for further disclosure regarding amounts recognised in profit or loss relating to leases of low value assets and variable lease payments.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

	Group and Company	
	2024 R'000	2023 R'000
34. Net post-employment obligation		
Post-employment medical aid obligation (see note 34.1)	2 486	2 789
Retirement benefit surplus (see note 34.2)	(2 007)	(1 838)
Net obligation	479	951
34.1 Post-employment medical aid obligation		
Refer to accounting policy note 3.14. The closing fair value of the obligation to CAWMs is as follows:		
Net liability at beginning of year	2 789	2 902
Components recognised in profit or loss	(40)	(30)
Interest cost	300	291
Benefit payments	(340)	(321)
Components recognised in other comprehensive income (OCI)	(263)	(83)
Actuarial remeasurement loss net of tax	(192)	(61)
Tax effect of actuarial remeasurement	(71)	(22)
Net liability at end of year	2 486	2 789
The effects of a 1% change in the healthcare cost trend rates have an immaterial effect on the aggregate of the service and interest costs, as well as the value of the obligation itself.		
34.2 Retirement benefit surplus		
Refer to accounting policy note 3.14. The closing fair value of the surplus available to the Group is as follows:		
Opening fair value of plan assets	1 838	1 961
Components recognised in profit or loss	169	(123)
Closing fair value of plan assets	2 007	1 838
There are no member liabilities and the assets in fund is equal to the Employer Surplus Account. Therefore, the surplus in the fund is equal to the asset ceiling and the effect of the asset ceiling is Rnil. No restrictions apply.		

	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
35. Trade and other payables				
Trade payables and accruals	53 000	77 212	2 379	6 447
Income received in advance	–	328	–	–
Payroll accruals	4 057	4 689	1 338	1 458
	57 057	82 229	3 717	7 905

The carrying amount of trade and other payables approximates fair value as these are predominantly short-term and non-interest bearing.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
36. Provisions				
Leave pay	8 001	9 750	1 348	1 713
Bonuses	8 083	980	3 105	–
Severance allowances	3 340	3 319	–	–
	19 424	14 049	4 453	1 713

Reconciliation of net movements	Group			
	Leave pay R'000	Bonuses R'000	Severance allowances R'000	Total R'000
Balance at 1 April 2022	9 916	847	3 611	14 374
Payments/reversals	(5 270)	(848)	(950)	(7 068)
Provisions raised	5 364	981	594	6 939
Effect of foreign currency exchange differences	(260)	–	64	(196)
Balance at 31 March 2023	9 750	980	3 319	14 049
Payments/reversals	(6 819)	(971)	(1 507)	(9 297)
Provisions raised	5 096	8 125	1 619	14 840
Disposal of subsidiary	(87)	(9)	–	(96)
Effect of foreign currency exchange differences	61	(42)	(91)	(72)
Balance at 31 March 2024	8 001	8 083	3 340	19 424

Reconciliation of net movements	Company			
	Leave pay R'000	Bonuses R'000	Severance allowances R'000	Total R'000
Balance at 1 April 2022	1 873	–	–	1 873
Payments/reversals	(238)	–	–	(238)
Provisions raised	78	–	–	78
Balance at 31 March 2023	1 713	–	–	1 713
Payments/reversals	(390)	–	–	(390)
Provisions raised	25	3 105	–	3 130
Balance at 31 March 2024	1 348	3 105	–	4 453

Refer to accounting policies in note 3.22 for details of the above provisions, which are all current. The effects of discounting are negligible.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

37. Employee share incentive schemes

See accounting policy note 3.19.

37.1 Share options granted and unexpired

	Opening balance 1 April 2023	Options granted during the year	Weighted average option price (cents)	Options forfeited during the year	Options exercised during the year	Exercise price (cents)	Options as at 31 March 2024
Executive Directors							
KA Sinclair	35 000	–	4 471	–	–	–	35 000
Management	157 000	–	6 197	(29 000)	–	–	128 000
Total	192 000	–	5 826	(29 000)	–	–	163 000

	Opening balance 1 April 2022	Options granted during the year	Weighted average option price (cents)	Options forfeited during the year	Options exercised during the year	Exercise price (cents)	Options as at 31 March 2023
Executive Directors							
KA Sinclair	35 000	–	4 471	–	–	–	35 000
Management	190 000	–	6 150	(33 000)	–	–	157 000
Total	225 000	–	5 844	(33 000)	–	–	192 000

37.2 Share options available

	Number of shares 2024	Number of shares 2023
Shares reserved for the share option scheme	1 200 000	1 200 000
Shares issued and exercised by employees as at the end of the financial year	(430 000)	(430 000)
Options granted and unexpired as shown above	(163 000)	(192 000)
Balance available ¹	607 000	578 000

¹ The share options outstanding at the end of the year had a weighted average remaining contractual life of 78 days (2023: 181 days). The existing share options scheme has been replaced by the deferred bonus scheme and no further share options will be awarded to Directors or management.

37.3 Deferred bonus shares granted and unforfeited

The following table summarises the movements in the forfeitable deferred bonus scheme during the year.

Award date	Date option granted	Vesting date	Number of options granted	Price ¹ (cents)	Number of forfeitable shares vested	Number of forfeitable shares forfeited	Total forfeitable shares ²
19 October 2020	2020	Oct-23	74 910	4 360	(27 495)	(6 361)	41 054
15 July 2021	2021	Jul-24	100 269	4 420	(8 013)	(16 902)	75 354
17 August 2022	2022	Aug-25	20 000	4 034	–	–	20 000
21 June 2023	2023	Jun-26	20 000	3 188	–	–	20 000
			215 179		(35 508)	(23 263)	156 408

¹ The price reflects the market price on the date of the awards.

² At 31 March 2024, the fair value of these options based on a closing share price of R27.99 was R4.4 million.

Repurchased shares are held as treasury shares as required by the JSE Listings Requirements.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

37. Employee share incentive schemes continued

The table below shows the executive participants in the scheme and forfeitable shares granted to the executives and management.

	Opening balance 1 April 2023	Shares granted during the year	Weighted average grant price (cents)	Shares vested during the year	Shares forfeited during the year	Shares as at 31 March 2024
Executive Directors						
KA Sinclair	63 802	20 000	3 188	(6 666)	–	77 136
N Naidoo	10 137	–	–	(1 961)	–	8 176
Management	114 348	–	–	(26 881)	(16 371)	71 096
Total	188 287	20 000		(35 508)	(16 371)	156 408

	Opening balance 1 April 2022	Shares granted during the year	Weighted average grant price (cents)	Shares vested during the year	Shares forfeited during the year	Shares as at 31 March 2023
Executive Directors						
KA Sinclair	43 802	20 000	4 034	–	–	63 802
N Naidoo	10 137	–	–	–	–	10 137
Management	121 240	–	–	–	(6 892)	114 348
Total	175 179	20 000		–	(6 892)	188 287

37.4 Deferred bonus shares available for further grants

	Number of shares 2024	Number of shares 2023
Shares authorised for the deferred bonus scheme	763 200	763 200
Shares granted and vested as shown above	(35 508)	–
Shares granted and unexpired as shown above	(156 408)	(188 287)
Balance available ¹	571 284	574 913

¹ Remaining shares authorised to be utilised, from issued share capital, for settling obligations under the deferred bonus scheme.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

38. Financial instruments

Financial instruments consist primarily of cash deposits with banks and bank overdrafts, short-and medium-term investments, short-and medium-term loans, trade and other receivables and other payables, bank borrowings and loans to and from associates and subsidiaries. The Board is responsible for financial risk management for the Group.

Categories of financial instruments:	Notes	Group		Company	
		2024 R'000	2023 R'000	2024 R'000	2023 R'000
Financial assets					
FVTOCI					
Equity investments	22.1	858	900	–	–
At amortised cost					
Trade and other receivables	27	64 202	113 206	11 676	6 221
Cash and bank balances	28	155 052	55 231	42 494	1 568
Loans receivable	22.2	26 254	22 069	6 596	6 236
Loans to subsidiaries	23	–	–	318 410	305 378
Loans to joint venture and associates	40.1	23 142	20 993	13 953	12 634
		269 508	212 399	393 129	332 037
Financial liabilities					
At amortised cost					
Trade and other payables	35	57 057	82 229	3 717	7 905
Borrowings: interest-bearing	30	235 734	373 711	–	123 000
Reversionary sale and transfer obligations	19	36 802	32 566	–	–
Lease liabilities	32	171 992	171 711	–	–
Loans from subsidiaries	23	–	–	393 025	155 142
		501 585	660 217	396 742	286 047

(a) Classification and measurement of financial assets and financial liabilities

The Group does not hold any financial assets at FVTPL. For the remaining financial assets, it has always been management's election to measure them at either FVTOCI or amortised cost. Therefore, the Directors have concluded that there is no change in the current classification and measurement policies of the Group with regards to its financial assets, which has always been consistent with the provisions of IFRS 9.

Refer to notes 19, 23, 30, 32, 35 and 38 for disclosure related to the Group's financial liabilities.

(b) Impairment

Refer to note 38.3 for the Group's ECL assessment.

(c) Hedge accounting

The Group employs the use of Hedge Accounting for IFRS 9 purposes. A separate committee manages the risks and the hedging activities of the Group.

During the prior year hedging activities of the Group included forward exchange contracts which were entered into to hedge against the foreign exchange impact on macadamia receipts. These contracts were closed during the 2023 financial year with a net loss of R0.7 million. There were no hedging activities employed during the current financial year.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

38. Financial instruments continued

38.1 Interest rate risk management

Taking cognisance of the seasonality of the Group's cash flows and treasury risk, management positions the Company and Group's interest rate exposures according to expected movements in interest rates in the countries in which the Group operates. Interest rate profiles are as follows:

		Group				
		Variable rate		Fixed rate		
		Less than one year	Greater than one year	Less than one year	Greater than one year	Total borrowings
2024						
Borrowings and other financial liabilities	(R'000)	123 603	52 802	105 476	162 647	444 528
Total borrowings and other financial liabilities	(%)	28	12	24	36	100
2023						
Borrowings and other financial liabilities	(R'000)	180 052	135 484	98 865	163 587	577 988
Total borrowings and other financial liabilities	(%)	23	26	2	49	100
		Company				
		Variable rate		Fixed rate		
		Less than one year	Greater than one year	Less than one year	Greater than one year	Total borrowings
2024						
Borrowings	(R'000)	-	-	-	-	-
Total borrowings	(%)	-	-	-	-	-
2023						
Borrowings	(R'000)	123 000	-	-	-	123 000
Total borrowings	(%)	100	-	-	-	100

Fluctuations in interest rates impact on the return on short-term cash investments and the cost of financing activities giving rise to cash flow interest rate risk. The exposure to interest rate risk is managed through the Group's cash management system which enables the Group to maximise returns while minimising risks. The Group manages its interest rate risk by ensuring that demand deposit facilities are paid up regularly, to avoid treatment of the facilities as term loans by the financial institutions who provided the finance.

The Company and Group has not entered into any interest rate derivatives during the year.

			Group		Company	
Effective interest rate on borrowings	Type		2024	2023	2024	2023
Amounts due to local bankers	variable	%	11.10	11.25	11.10	9.41
Amounts due to foreign bankers	variable	%	11.00	10.25	-	-
Revolving credit loan – Akwandze (secured)	variable	%	12.75	12.25	-	-
Revolving credit loan – Akwandze (secured)	variable	%	12.75	11.25	-	-
Term loans – Akwandze	variable	%	11.75	11.25	-	-
Term loan – AgDevCo	fixed	%	8.00	8.00	-	-
Term loan – Grindrod	variable	%	11.75	11.25	-	-
Term loan – Investec	variable	%	11.25	10.75	-	-
Term loan – FNB Eswatini	variable	%	12.50	10.25	-	-
Lease liabilities	fixed	%	8.14	8.14	-	-

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

38. Financial instruments continued

38.1 Interest rate risk management continued

Based on year-end exposure to interest-bearing borrowings at variable rates, a 2.00% (200 basis points) change in interest rates will have a R3.5 million (2023: R6.3 million) effect on pre-tax profit or loss and a R2.6 million (2023: R4.6 million) impact on equity for the Group. Effect on the Company is immaterial.

Based on year-end exposure to bank balances and cash investments and loans receivable with yields linked to variable interest rates, a 2.00% (200 basis points) change in interest rates will have a R3.3 million (2023: immaterial) effect on pre-tax profit or loss and a R2.4 million (2023: immaterial) impact on equity for the Group. Effect on the Company is immaterial.

38.2 Liquidity risk management

The Group manages liquidity risk by monitoring forecast cash flows and ensuring that adequate unutilised borrowing facilities are maintained. The Company and Group has access to short-term financing facilities as described in note 30, of which R105 million was undrawn at year end (2023: undrawn: R64.8 million). See note 30.4.

Current borrowings have been disclosed in note 30 to the annual financial statements.

Trade and other payables have been disclosed in note 35 to the financial statements. All payables are due within one year and the impact of discounting them is not significant.

The Board regularly reviews and monitors the liquidity position and covenants of the Group. Refer to note 30.8 for further details on covenants.

The maturities of contractual liabilities are as follows:

	Group							Total R'000
	Carrying value R'000	<3 months R'000	>3 months <6 months R'000	>6 months <1 year R'000	>1 year <3 years R'000	>3 years <5 years R'000	>5 years R'000	
2024								
Trade and other payables	57 057	57 057	–	–	–	–	–	57 057
Revolving credit and term-loan arrangements	235 734	87 662	20 894	154 833	17 304	2 314	–	283 007
Reversionary sale and transfer obligations	36 802	–	–	–	–	–	82 496	82 496
Bank overdraft and facilities	–	–	–	–	–	–	–	–
Lease liabilities	171 992	18 066	1 359	2 724	44 511	41 648	155 440	263 748
	501 585	162 785	22 253	157 557	61 815	43 962	237 936	686 308
2023¹								
Trade and other payables	82 229	82 229	–	–	–	–	–	82 229
Revolving credit and term-loan arrangements	226 132	8 053	6 410	164 064	99 906	9 777	–	288 210
Reversionary sale and transfer obligations	32 566	–	–	–	–	–	77 540	77 540
Bank overdraft and facilities	147 579	–	–	147 579	–	–	–	147 579
Lease liabilities	171 711	16 986	1 354	2 694	42 269	40 953	167 915	272 171
	660 217	107 268	7 764	314 337	142 175	50 730	245 455	867 729

¹ Prior year re-presented for narrower time bands.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

38. Financial instruments continued

38.2 Liquidity risk management continued

	Company							Total R'000
	Carrying value R'000	<3 months R'000	>3 months <6 months R'000	>6 months <1 year R'000	>1 year <3 years R'000	>3 years <5 years R'000	>5 years R'000	
2024								
Trade and other payables	3 717	3 717	–	–	–	–	–	3 717
Term-loan arrangements	–	–	–	–	–	–	–	–
General banking facilities	–	–	–	–	–	–	–	–
Loans from subsidiaries ²	393 025	–	–	393 025	–	–	–	393 025
Lease liabilities	3 971	342	347	695	2 978	128	–	4 490
	400 713	4 059	347	393 720	2 978	128	–	401 232
2023¹								
Trade and other payables	7 905	7 905	–	–	–	–	–	7 905
Term-loan arrangements	–	–	–	–	–	–	–	–
General banking facilities	123 000	–	–	123 000	–	–	–	123 000
Loans from subsidiaries	155 142	–	–	155 142	–	–	–	155 142
Lease liabilities	4 940	345	331	647	2 848	1 532	–	5 703
	290 987	8 250	331	278 789	2 848	1 532	–	291 750

¹ Prior year re-presented for narrower time bands.

² The loans from CPL and BAR J, although disclosed as current, are not expected to be settled within the next 12 months. Refer to note 23 for repayment terms.

38.3 Credit risk management

Credit risk primarily relates to short-term cash and bank balances, financial assets in the form of loans receivable and trade and other receivables.

As part of its total investments in subsidiaries and joint venture and associates, the Company has granted loans to certain of these related parties.

In order to minimise credit risk, the Group has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Group regards “default” as the failure of a counterparty to honour its financial obligations to the Group.

The Group and Company considers their maximum exposure to credit risk to be:

	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
Cash and bank balances	155 052	55 231	42 494	1 568
Trade and other receivables	64 202	113 206	11 676	6 221
Loans receivable	26 254	22 069	6 596	6 236
Loans to subsidiaries	–	–	318 410	305 378
Loans to joint venture and associate	23 142	20 993	13 953	12 634
	268 650	211 499	393 129	332 037

Notes to the financial statements continued

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38. Financial instruments continued

38.3 Credit risk management continued

The Group and Company expected credit losses:

	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
Trade and other receivables	2 914	2 875	–	–
Loans receivable	3 744	6 191	–	6 191
Loans to subsidiaries	–	–	4 807	10 536
	6 658	9 066	4 807	16 727

In order to minimise credit risk, the Group has tasked its Executive Management Committee to develop and maintain the Group's credit risk ratings to categorise exposures according to their degree of risk of default. The credit rating information is supplied by independent rating agencies where available and, if not available, the Executive Management Committee uses other publicly available financial information and the Group's own trading records to rate its major customers and other debtors.

The Group's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties.

The Group's current credit risk grading framework comprises of the following categories:

Category	Description	Basis for recognising expected credit losses
Performing	The counterparty has a low risk of default and does not have any past-due amounts.	12-month ECL – stage 1
In default	Amount is past due and evidence indicates that the asset is credit impaired.	Lifetime ECL – stage 3
Write-off	There is evidence indicating that the debtor is in severe financial difficulty and the Group has no realistic prospect of recovery.	Amount is written off

Cash and bank balances

The Group limits its exposure in relation to cash balances by only dealing with well established financial institutions of high quality credit standings and limits the amount of credit exposure to any one counterparty. Refer to the inside back cover for details of the Group's bankers. All bank balances are assessed to have low credit risk at each reporting date as they are held with reputable banking institutions. The Group assesses its respective banks intrinsic creditworthiness before considering external factors, e.g. affiliate or government support. To this end, a stand-alone credit rating of BBB- is considered "high quality". During the current reporting period, the Group's banks met this credit rating criteria, accordingly the Directors concluded that any possible loss allowance on cash in bank was immaterial.

Loans receivable

Loans receivable measured at amortised cost are disclosed in note 22.2.

The amounts owed from co-ops and suppliers have strong credit ratings and a long business history with the Group. The Group employs an executive who sits on the Komati Kortpad Board. There has been no significant increase in the risk of default on the underlying balances since initial recognition. Refer to note 22.4 for the ECL assessments for this category.

The Group recognises 12-month ECLs for the unsecured loans advanced to the Libuyile Community Trust (LCT), Renishaw Estate Management Association (REMA) and Renishaw Hills Homeowners Association (RHOA). During the current reporting period, the Directors reassessed the risk of default on the underlying balances resulting in the reversal of the ECL provision raised on the LCT loan in the prior year and an ECL provision being raised on the Bellcro loan. Refer to note 22.4.5 and 22.4.6.

The Directors have considered forward-looking inputs around the RHOA and REMA loans, which include:

- RHOA and REMA have a strong balance sheet with a significant general and cash reserve, which continues to grow, providing sufficient collateral to the Group.
- The RHOA development continues to grow with a further nine units sold, adding further financial strength.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

38. Financial instruments continued

38.3 Credit risk management continued

Based on this underlying information, the Directors conclude that any ECL over these debtors will be immaterial. Refer to notes 22.4.9 and 22.4.10.

Regarding the instalment sale loan to Imvelo Kraal, the Group has recourse to take back the farm, as disclosed in note 22.4.8, accordingly any ECL on this loan is considered immaterial.

Loans to related party subsidiaries, joint venture and associates

Refer to note 23 for details of working capital loans granted by the Company to its related party subsidiaries, and to note 40 for the ECL considerations relevant to the Group's loans to its subsidiaries, joint venture and associates.

Guarantees

Refer to note 30.7 for details regarding borrowings where the Company provides surety or guarantee. The Company has performed an assessment on the subsidiaries ability to settle the borrowings in terms of IFRS 9. This was based on the current profitability, financial outlook and forward-looking information available.

Additionally, the fair value of the guarantee was measured at the date of issue and amortised to the financial period end date.

This amortised cost was compared to the ECL measured on a one-year or lifetime basis, depending on the stage and the higher of the two was assessed. The Company concluded the ECL to be immaterial.

Trade and other receivables

The Group and Company applies the simplified approach and recognises lifetime ECLs for trade and rental receivables. Other receivables apply the general ECL model.

Refer to note 27 for details of the various categories making up the Group's trade and other receivables.

Given that the revenue streams of the Group and Company have different risk profiles, the Directors disaggregated gross trade receivables into the following components when considering impairments:

	Group					
	Total R'000	Current R'000	30 days R'000	60 days R'000	90 days R'000	120+ days R'000
2024						
Trade and rental debtors ¹	12 683	2 297	74	383	1 242	8 687
Sugar cane revenue receivables ⁴	12 882	5 174	–	7 708	–	–
Deciduous fruit revenue receivables ²	13 186	5 655	3 677	3 854	–	–
Banana revenue receivables ³	13 660	–	13 660	–	–	–
Macadamia revenue receivables ⁵	2 077	2 077	–	–	–	–
Other receivables ⁷	12 628	12 628	–	–	–	–
	67 116	27 831	17 411	11 945	1 242	8 687
ECL	(2 914)	(11)	(10)	(10)	(7)	(2 876)
2023						
Trade and rental debtors ^{1&6}	22 871	16 401	1 398	406	484	4 182
Sugar cane revenue receivables ⁴	7 033	7 033	–	–	–	–
Deciduous fruit revenue receivables ²	46 513	3 304	3 663	3 837	6 056	29 653
Banana revenue receivables ³	19 835	–	19 835	–	–	–
Macadamia revenue receivables ⁵	3 617	3 617	–	–	–	–
Other receivables ⁷	16 212	16 212	–	–	–	–
	116 081	46 567	24 896	4 243	6 540	33 835
ECL	(2 875)	(19)	(16)	(21)	(380)	(2 439)

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

38. Financial instruments continued

38.3 Credit risk management continued

	Company					
	Total R'000	Current R'000	30 days R'000	60 days R'000	90 days R'000	120+ days R'000
2024						
Trade and rental debtors ¹	10 188	8 489	1 674	12	–	13
Other receivables ⁷	1 488	1 488	–	–	–	–
	11 676	9 977	1 674	12	–	13
ECL	–	–	–	–	–	–
2023						
Trade and rental debtors ¹	5 358	5 115	84	80	6	73
Other receivables ⁷	863	863	–	–	–	–
	6 221	5 978	84	80	6	73
ECL	–	–	–	–	–	–

	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
Concentration of credit risk by geographic segment				
South Africa	49 324	102 158	11 676	6 221
Foreign countries				
Eswatini	10 084	9 755	–	–
Zambia	5 264	86	–	–
Mozambique	2 444	4 082	–	–
	67 116	116 081	11 676	6 221

	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
Concentration of credit risk by reportable segment				
Sugar cane	17 617	13 978	–	–
Deciduous fruit	13 186	46 656	–	–
Bananas	27 453	32 161	–	–
Macadamias	3 138	4 776	–	–
Property	48	13 971	–	–
Other operations	2 514	2 300	–	–
Unallocated corporate	3 160	2 239	11 676	6 221
	67 116	116 081	11 676	6 221

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

38. Financial instruments continued

38.3 Credit risk management continued

The Directors considered forward-looking information in the form of various inputs, assumptions and estimation techniques to calculate the Group's overall ECL.

The Directors assessed R66.8 million (2023: R115.8 million) of the trade and other receivables specifically resulting in an ECL of R2.9 million (2023: R2.88 million) and the remaining R0.3 million (2023: R0.3 million) using the general approach which resulted in an immaterial ECL. See note 27. Detailed discussion relating to loss allowance including forward looking information is further explained below.

The risk profile associated with the above disaggregated debtors plays a key role in the "estimated credit loss" calculation of each of these categories of debtors.

Whilst historic payment behaviour is pertinent, the Group considers all current and forecast macroeconomic factors as well, including changes in debtor payment intervals, tenant deposit values (in the case of its rental debtors) and the performance of the industry of the debtor, in the case of the sugar milling, banana sale, macadamia sale and deciduous fruit segments.

Using the below forward looking input assumptions and techniques, and taking into consideration the various industry each debtor of significance operates in, the following notes per the above table of categories apply, in calculating the most appropriate ECL.

¹ Trade and rental debtors

Rental debtors consist of tenants renting buildings and houses on the various farms that the Group operates in. These tenants include employees, and also external companies and individuals unrelated to the Group.

Trade debtors comprise customers that procure various goods and services from the Group's farming divisions.

ECL allowance

Rental debtors

The majority of rental debtors were current and most of these tenants normally settle their outstanding balances, post 31 March each year. The Group calculated an immaterial ECL value for these rental debtors aged current as well as for those aged between 30 to 120 days.

Tenants with balances owing between 60 to 120 days were usually slow payers, however, deposits available were more than sufficient to cover any risk of shortfall.

Using the quantum of the deposits available, less the amount outstanding from 60 to 120 day tenants, the calculated ECL was immaterial.

For renters owing in 120+ days, the Group considered the following for each and every renter:

- Tenant deposit available
- Correspondence with renter concerning their business performance

The Group took the conservative approach by applying the full value of these debtors of R0.7 million (2023: R 0.68 million) as the calculated ECL.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

38. Financial instruments continued

38.3 Credit risk management continued

Trade debtors

In the current year, included in the balances of debtors aged 120+ days are the following:

- R4.9 million owed by a related party for cartons purchased on their behalf. The Directors assessed an immaterial ECL to this debtor.
- A customer that purchased seed cane from the Group to the value of R0.70 million which can not be traced. The Directors therefore continue to apply the full outstanding value as the calculated ECL for this debtor.
- A service provider agreed to refund the Group the value of R0.4 million which has still remained outstanding. The Directors therefore apply the full outstanding value as the calculated ECL for this debtor.
- R0.6 million owed by a service provider that collected prepaid electricity from tenants that has been put under business rescue. The Directors therefore applied the full value outstanding as the calculated ECL for this debtor.

Total ECL

A year-end ECL of R2.9 million (R0.7 million rental debtors and R2.2 million trade debtors) (2023: R2.88 million, rental debtors R0.68 million and R2.2 million trade debtors) was calculated as the maximum credit risk exposure to the Group. Refer to note 27 for a reconciliation of the loss allowance.

² Deciduous fruit revenue receivables

The deciduous fruit (DF) revenue receivable is expected to be paid within three months from financial year end, as per the ageing in the table provided.

TAD in its 20-year history with the Group has never defaulted on its payment obligations to the Group.

The Directors have therefore concluded, based on historical information and forward-looking assumptions provided, that the loss allowance is determined to be immaterial to Group earnings.

³ Banana revenue receivables

The banana revenue accrual raised at year end is based on the actual pool deliveries to the Group's banana customer.

Historically the accrual is always settled within one month of financial year end. Nevertheless an immaterial ECL was calculated for this debtor at year end. Refer to note 39 which deals with the sensitivity analysis of the price of a carton of bananas, which is negligible, due to the fact that revenue proceeds from banana deliveries over year end are received within two weeks of the new financial year.

⁴ Sugar cane revenue receivables

The sugar cane revenue accrual raised at year end relates to the final Illovo Sugar retention due to the Zambia operation and ERC price adjustment, as well as the final Illovo Sugar estimate payable to the Eswatini operation.

Historically payment has always been settled with the Group after year end, and these customers have never defaulted on payment to the Group.

Therefore at year end, and considering the impact of forward-looking information, the Directors assessed an immaterial ECL for these debtors.

⁵ Macadamia revenue receivables

The macadamia revenue accrual raised relates to the final remittance payment due from Mayo Macs and Green Farms.

Historically payment has always been settled with the Group shortly after year end, and these customers have never defaulted on payment to the Group.

Therefore at year end, considering the impact of forward-looking information, the Directors assessed an immaterial ECL for these debtors.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

38. Financial instruments continued

38.3 Credit risk management continued

⁶ Property revenue receivables

Included in the prior year trade debtors was an amount of R13.4 million relating to property revenue receivables for Renishaw Hills units that had been occupied by the customers and the full proceeds had been received by the Group's lawyers, held in trust, awaiting transfer. At year end the full amount had been received.

⁷ Other receivables

Other receivables consists of sundry receivables and deposits which the Directors have assessed an immaterial ECL.

38.4 Foreign currency risk management

The Group undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. Exchange rate exposure is managed by a separate committee as well as the Board of Directors.

During the prior year, macadamia export revenue was hedged through the use of forward exchange contracts. There were no hedging activities employed during the current financial year.

Besides the Republic of South Africa, the Group also operates in Eswatini, Zambia and Mozambique, the local currencies being the Emalangeneni (E), Kwacha (ZMW) and Metical (MZN) respectively. The Eswatini Emalangeneni ranks 1:1 with the South African Rand (ZAR), therefore no foreign currency translation differences arise when translating Eswatini monetary assets and monetary liabilities.

Year end spot rates applied by Group	2024	2023
ZAR/MZN	3.4205	3.6242
USD/MZN	64.4600	64.4600
ZAR/ZMW	1.3279	1.1981
USD/ZMW	25.0609	21.3100
USD/ZAR	18.9067	17.8013

The functional currency of the Group's, foreign operations, is assessed on an annual basis. There was no change in the functional currency of any of the foreign operations.

The carrying amounts of the Group's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

	Liabilities		Assets	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
Bank accounts (USD)	–	–	4 257	831
Bank accounts (MZN)	–	–	794	1 038
Bank accounts (ZMW)	–	–	17 155	20 333
Trade and other receivables (MZN)	–	–	2 444	24 179
Trade and other receivables (ZMW)	–	–	5 264	86
Interest-bearing shareholder loan (ZMW)	246	53	–	–
Interest-bearing term loan (USD)	96 131	90 741	–	–
Trade and other payables (MZN)	2 328	2 016	–	–
Trade and other payables (ZMW)	1 187	1 812	–	–
	99 892	94 622	29 914	46 467

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

38. Financial instruments continued

38.4 Foreign currency risk management continued

Sensitivity analysis

The following table details the Group's sensitivity to a 10% devaluation and appreciation in the Rand against the relevant foreign currencies:

10% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 10% change in foreign currency rates. The sensitivity analysis includes external loans as well as loans to foreign operations within the Group where the denomination of the loan is in a currency other than the functional currency of the lender or the borrower. A positive number below indicates an increase in profit or equity where the Rand strengthens 10% against the relevant currency. For a 10% weakening of the Rand against the relevant currency, there would be a comparable impact on the profit or equity, and the balances below would be negative.

	USD impact		MZN impact		ZMW impact	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000	2024 R'000	2023 R'000
Profit or loss and equity ¹	10 039	9 157	68	(2 113)	1 332	2 211

¹ From the above table, it is evident that a 10% change in the value of the Rand against the other currencies, will have a material impact on profit or loss and equity of the Group, particularly in terms of the Group's exposure as a result of the AgDevCo term loan granted to Murrimo, which is USD denominated.

The sensitivity analysis is also not a complete representation of the inherent foreign exchange risk in the trading and economic environment of Zambia during the current and prior financial years. This is because the reporting period end ZMW spot rate does not reflect the extreme month on month fluctuations in the average ZMW rate during the current and prior financial year. Likewise, the month on month average USD and MZN exchange rates remained volatile against the ZAR throughout the current and prior financial year, while the ZMW weakened against the ZAR in the current financial year.

38.5 Commodity price risk management

The Group is exposed to commodity price risk based on the various commodities it trades in and geographic territories it operates in.

The sugar price in South Africa, Eswatini and Zambia are government protected and regulated prices, therefore cannot be hedged by the Group.

In South Africa, the sale of sugar on the world market, as well as the related hedging activities, is undertaken by the South African Sugar Association (SASA).

Sugar cane price risk in Eswatini is not hedged by the Group and neither are foreign currency fluctuations relating to sugar cane sales in Zambia.

Commodity price risk arises from fluctuations in the prices for bananas sold in the local market. The Group, through its association with Lebombo Growers (Pty) Ltd (see note 24), markets the sale of bananas to receive the best possible prices. The price of bananas per carton is largely driven by demand and supply, and cannot be hedged by the Group.

The Group's macadamia development produced its sixth harvest of nuts during the current reporting period. Commodity price risk arises in the form of demand and supply, based on the changing appetites of consumers around the world due to the health benefits of macadamia nuts. Foreign exchange risk is hedged by the Group's co-op partner Mayo Macs SA, who pays the Group in ZAR. The remaining customers paid in USD for their purchase of macadamia nuts from the Group.

Refer to note 39 for a price sensitivity analysis performed over the commodities of the Group.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

38. Financial instruments continued

38.6 Sustainability and climate risk management

The Board of Directors and Agriculture Committee play key roles in overseeing the Group's sustainability strategy and performance. The Group is committed to using sustainable farming practices, increasing renewable energy usage and improving overall sustainability.

The Group's risk management framework addresses climate-related risks and outlines mitigation strategies. The Group continuously monitors the weather and ensures that the Group's assets are sufficiently insured on farms that are susceptible to climatic events.

38.7 Capital management

The Group manages its capital to ensure that it will be able to continue as a going-concern while maximising the return to stakeholders through the optimisation of the debt and equity balance. The Group's overall strategy is to maximise the internal rate of return associated with capital projects of an expansion, improvement and replacement nature, and remains unchanged from 2023. See note 41 for the budgeted capital expenditure of the Group.

The capital structure of the Group consists of net debt (bank overdraft, facilities and interest-bearing borrowings as detailed in note 30 offset by cash and bank balances) and equity (comprising issued share capital, reserves, retained earnings and non-controlling interests as detailed in note 29).

The Group is exposed to externally imposed capital requirements. See note 30 for details of financial institution imposed encumbrances and requirements.

The Group Risk Committee reviews the capital structure of the Company on a semi-annual basis, whilst the Board of Directors reviews the capital structure on an ongoing basis. As part of this review, the Directors considers the cost of capital and the risks associated with each class of capital. The Group has a target financial gearing ratio of 25% to 30%. This target financial gearing ratio is determined as interest-bearing debt, expressed as a percentage of shareholders' funds.

Gearing ratio

The Group reviews the capital structure on a quarterly basis. As part of the review, the Group considers the cost of capital and the risks associated with each class of capital.

The gearing ratio at the end of the reporting period was as follows:

	Group		Company	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
Debt ¹	235 734	373 711	–	123 000
Cash and bank balances ²	(155 052)	(55 231)	(42 494)	(1 568)
Net debt	80 682	318 480	(42 494)	121 432
Equity ³	1 087 491	1 008 644	560 653	576 106
Net debt to equity ratio	7.42%	31.58%	(7.58%)	21.08%

¹ Debt comprises bank overdraft, facilities and interest-bearing debt (non-current and current) as disclosed in note 30. For the purposes of the gearing ratio, the interest-free loan relating to the obligation to return leased farmland (see note 31) is excluded from debt, as this liability is offset by an opposite, but equal bearer asset (see note 17).

² Cash and bank balances include all bank balances, call and notice deposits.

³ Equity includes all capital and reserves of the Group that are managed as capital (see note 29).

During the reporting period, the Group's gearing ratio decreased significantly from 31.58% to 7.42%. This change reflects the Group's strategic effort to reduce leverage and strengthen its capital base. The reduction can largely be attributed to the sale of the Vyeboom farms which facilitated debt repayment and the improvement in operational performance that led to higher operating cash.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

39. Fair value measurements

The Directors are of the opinion that the carrying value of financial assets and liabilities approximates their fair value. Where the carrying amount of each class of financial assets and financial liabilities are a reasonable approximation of the fair value, the respective fair values are not disclosed.

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into levels 1 to 3 based on the degree to which the fair value is observable or based on observable inputs:

	Level 1 R'000	Level 2 R'000	Level 3 R'000	Total R'000
2024				
Investment property	–	121 701	–	121 701
Financial assets: equity investments	–	–	858	858
Biological assets	–	–	334 092	334 092
Property, plant and equipment – market value disclosure	–	–	1 591 375	1 591 375
	–	121 701	1 926 325	2 048 026
2023				
Investment property	–	114 118	–	114 118
Financial assets: equity investments	–	–	900	900
Biological assets	–	–	303 358	303 358
Property, plant and equipment – market value disclosure	–	–	1 742 200	1 742 200
	–	114 118	2 046 458	2 160 576

The above assets are measured at fair value on a recurring basis.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

39. Fair value measurements continued

The following table gives information about how the fair values of these assets are determined (in particular, the valuation technique(s) and inputs used):

Assets	Fair value as at 2024 R'000	Fair value as at 2023 R'000	Fair value hierarchy	Valuation technique(s) and key input(s)	Significant unobservable inputs to fair value	Relationship of unobservable inputs to fair value
Investment property	121 701	114 118	Level 2	Comparable sales method. Relevant selling price per square metre with respect to similar residential units or number of bedrooms.	None	None
Financial assets: equity investments	858	900	Level 3	Fair value approximates cost.	None	None
Biological assets	334 092	303 358	Level 3	Recoverable value. Current estimated market prices for the following season, less the estimated costs of harvesting, transport, packing and point-of-sale costs.	Refer to sensitivity analysis below for significant unobservable inputs.	In arriving at the fair value, the estimated price is applied against the expected area to harvest, together with the estimated yields and average maturity of the crop. The higher the estimated market price less the estimated costs, the higher the value of the biological assets.
Property, plant and equipment – market value disclosure	1 591 375	1 742 200	Level 3	Independent external property valuation.	Value per hectare determined per expert valuation.	A 10% change in the value per hectare will result in a change to market value disclosed by R159.2 million.

The Group's growing crops and agricultural produce are measured at fair value which is determined using estimated unobservable inputs and is categorised as level 3 under the fair value hierarchy. The unobservable inputs are disclosed in the fair value hierarchy.

Changes in the fair value of biological assets are included in profit or loss, with an increase of R32.2 million (2023: decrease of R11.4 million) being recognised in profit or loss in the current year. A reconciliation of the change in fair value for the year is included in note 25.1.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

39. Fair value measurements continued

The Group's valuation policy and methodology are fully disclosed in the accounting policies in note 3.12. The assumptions and valuation inputs are disclosed in notes 17,19, 22 and 25.2.

Sensitivity analysis – biological assets	Significant unobservable inputs	Range of unobservable inputs	Sensitivity of the input to fair value	
			%	R'000
2024				
Sugar cane	Price per ton	RSA: R7 470 Eswatini: R6 439 Zambia: R6 407	10%	33 323
	Direct costs per ton	RSA: R1 148 Eswatini: R892 Zambia: R847	10%	(4 876)
	Tons per hectare (yield)	RSA: 96.6 Eswatini: 95.5 Zambia: 141.5	10%	28 448
	Extraction rate	RV %: 13.2% Sucrose %: 13.7% ERC %: 12.2%	0.5%	10 692
Bananas	Price per carton	RSA: R89.16 Eswatini: R98.65	10%	3 179
	Direct costs per carton	RSA: R34.13 Eswatini: R29.29	10%	(1 171)
	Tons per hectare (yield)	RSA: 59.9 Eswatini: 57.2	10%	2 008
Macadamias	Price per ton	R42 025	10%	3 779
	Direct costs per ton	R9 173	10%	(825)
	Tons per hectare (yield)	1.71	10%	2 954
2023				
Sugar cane	Price per ton	RSA: R6 004 Eswatini: R5 223 Zambia: R6 229	10%	29 458
	Direct costs per ton	RSA: R1 040 Eswatini: R912 Zambia: R621	10%	(4 901)
	Tons per hectare (yield)	RSA: 101.50 Eswatini: 100.40 Zambia: 135.90	10%	24 558
	Extraction rate	RV %: 13.2% Sucrose %: 13.5% ERC %: 12%	0.5%	9 292
Deciduous fruit	Price per kg	R3.58	10%	2 386
	Direct costs per kg	R0.85	10%	(578)
	Tons per hectare (yield)	63.8	10%	1 808
	Packout %:			
	Class 1 to juice	43.7%	10%	(2 852)
	Class 1 to class 3	43.7%	10%	(4 400)
Bananas	Price per carton	RSA: R102.76 Eswatini: R105.96	10%	3 352
	Direct costs per carton	RSA: R35.22 Eswatini: R37.37	10%	(1 154)
	Tons per hectare (yield)	RSA: 58.6 Eswatini: 60.1	10%	2 198
Macadamias	Price per ton	R39 129	10%	2 286
	Direct costs per ton	R8 801	10%	(514)
	Tons per hectare (yield)	1.11	10%	1 772

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

39. Fair value measurements continued

A 10% sensitivity rate is used when reporting the fair value of the Groups biological assets in so far as its fluctuations relating to unobservable inputs.

Although a 10% sensitivity is not always reflective of extreme year on year movements in unobservable inputs that occur due to macro-economic, geo-political and climatic events outside of the Group's control.

The impact of a change in each of the biological asset unobservable inputs up or (down) would give rise to a positive or (negative) effect on pre-tax profit or loss.

Sensitivity analysis – biological assets	Significant unobservable inputs	Range of unobservable inputs	Sensitivity of the input to fair value	
			%	R'000
2023				
Deciduous fruit	Price per ton	R3.58	10%	(4 958)
	Packout %: Class 1 to class 3	43.7%	10%	(6 014)

The impact of a 10% decrease in the price or change in the packout of deciduous deliveries over year end (revenue receivables) will have the above negative effect on pre-tax profit or loss.

The impact of a 10% change in the price of a carton of bananas has a negligible effect on pre-tax profit or loss.

Likewise, revenue proceeds from banana deliveries over year end are received within two weeks of the new financial year. The revenue is essentially accrued for at this actual value received, hence there is no price movement due to the passage of time between accrual and actual receipt.

40. Related party transactions

During each year, the Group, in the ordinary course of business, enters into various transactions with related parties. Parties are considered to be related if one party has the ability to control or exercise significant influence over the other party in making financial and operating decisions. These transactions occurred under terms that are no more or less favourable than those arranged with third parties.

Joint venture and associate

Details of interests in joint venture and associates are set out in note 24 and are equity accounted.

Subsidiaries

Details of interests in subsidiaries are set out in note 23.

Balances and transactions between the Company and its subsidiaries, which are related parties of the Company, have been eliminated on consolidation at a Group level. Details of transactions between the Group and other related parties are disclosed below.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

40. Related party transactions continued

40.1 Trading transactions

During the current reporting period, the Group entities and Company entered into the following trading transactions with related parties.

	Group					
	Balances owing from/(to)		Sale of goods and services		Purchase of goods and services	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000	2024 R'000	2023 R'000
Silverlands Mozambique Holdings Limited						
Management fees ¹	-	-	2 617	2 309	-	-
Interest received ³	-	-	1 036	1 010	-	-
Current account ⁵	(16 753)	(17 167)	-	-	-	-
Loan to joint venture ⁷	23 142	20 993	-	-	-	-
Lebombo Growers (Pty) Ltd						
Banana marketing and transport costs paid	-	-	-	-	(51 078)	(57 606)
Dividend income	-	-	-	3 538	-	-
Current account ⁵	(2 632)	(3 000)	-	-	-	-
Banana pool accrual	13 160	10 923	-	-	-	-

Related party loans are unsecured, interest-free and shareholder loan accounts that are settled in cash, according to standard credit terms, being 30 days, 60 days or 90 days.

Repayment of the Silverlands/QBV loan takes place over a 60-day to 90-day credit term, subject to exchange control regulations and withholding tax considerations.

	Company					
	Balances owing from/(to)		Sale of goods and services		Purchase of goods and services	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000	2024 R'000	2023 R'000
Silverlands Mozambique Holdings Limited						
Management fees ¹	-	-	989	933	-	-
Loan to joint venture ⁷	13 953	12 634	-	-	-	-
Crookes Brothers South Africa (Pty) Ltd						
Management fees ¹	-	-	9 525	18 706	-	-
Share based payment	-	-	406	778	-	-
Interest received ³	-	-	4 224	3 425	-	-
Interest paid ³	-	-	(6 571)	-	-	-
Current account ⁵	10 218	1 952	-	-	-	-
Loan from subsidiary ⁶	(200 745)	51 539	-	-	-	-
Libcro Farming (Pty) Ltd						
Directors fees received ²	-	-	254	267	-	-
Management fees ¹	-	-	2 931	3 300	-	-
Surety fees received ⁴	-	-	388	180	-	-
Current account ⁵	6	74	-	-	-	-
Mawecro Farming (Pty) Ltd						
Directors fees received ²	-	-	1 800	1 800	-	-
Management fees ¹	-	-	4 000	2 123	-	-
Surety fees received ⁴	-	-	302	314	-	-
Current account ⁵	529	128	-	-	-	-

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

40. Related party transactions continued

40.1 Trading transactions continued

	Company					
	Balances owing from/(to)		Sale of goods and services		Purchase of goods and services	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000	2024 R'000	2023 R'000
Crookes Plantations Limited						
Management fees ¹	-	-	440	411	-	-
Current account ⁵	571	349	-	-	-	-
Loan from subsidiary ⁶	(192 183)	(155 045)	-	-	-	-
Bar J Limited						
Loan from subsidiary ⁶	(97)	(97)	-	-	-	-
CBL Agri Zambia Limited						
Management fees ¹	-	-	280	261	-	-
Interest received ³	-	-	43	37	-	-
Current account ⁵	338	209	-	-	-	-
Loan to subsidiary ⁶	246	53	-	-	-	-
Mozambique Farms (Pty) Ltd						
Loan to subsidiary ³	686	686	-	-	-	-
Murrimo Macadamias Lda						
Management fees ¹	-	-	1 495	3 092	-	-
Share based payment	-	-	104	226	-	-
Loan to subsidiary ⁶	468 772	422 304	-	-	-	-
Murrimo Farming Lda						
Loan to subsidiary ⁶	19 446	19 446	-	-	-	-
QBV South Africa (Pty) Ltd						
Current account ⁵	211	420	-	-	-	-
Renserv (Pty) Ltd						
Management fees ¹	-	-	458	428	-	-
Interest received ³	-	-	2 741	1 704	-	-
Current account ⁵	9	534	-	-	-	-
Loan to subsidiary ⁶	28 920	21 446	-	-	-	-
Renishaw Property Developments (Pty) Ltd						
Management fees ¹	-	-	1 028	553	-	-
Surety fees received ⁴	-	-	-	400	-	-
Interest received ³	-	-	29 038	19 844	-	-
Purchase of land	-	-	-	5 276	-	-
Current account ⁵	(455)	858	-	-	-	-
Loan to subsidiary ⁶	288 558	231 653	-	-	-	-
Renishaw Hills Developments (Pty) Ltd						
Management fees ¹	-	-	458	428	-	-
Surety fees received ⁴	-	-	1 598	1 199	-	-
Current account ⁵	(1 043)	647	-	-	-	-

¹ Management fees are charged to Group companies based on actual time spent by head office employees.

² Directors fees are charged to the Group companies, based on the representation on these respective Company boards by the Company's Directors.

³ Refer to note 23 for details of interest charged on these unsecured working capital loans.

⁴ Refer to note 3.3 for details of surety fees charged.

⁵ These current accounts are typically settled within 30 days and are interest-free.

⁶ Refer to note 23 for details of the Company's loans to and from its subsidiaries.

⁷ Refer to note 24 for details of the Group's investments in its related party joint venture and associate.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

40. Related party transactions continued

40.1 Trading transactions continued

ECL on loans to subsidiaries

The Group has performed an assessment on loans to subsidiaries in terms of IFRS 9 and has concluded that these loans represent loans at amortised cost, except for loans which are non repayable which are classified as equity.

Based on the current profitability, financial outlook and forward-looking information available, the Company has performed an ECL calculation for the loans receivable from its subsidiaries by taking into account their available cash resources, net liquid current assets and non-current assets available for settlement of the loan. These loans have thus been assessed for impairment using the lifetime basis. Refer to note 23 for the ECL allowance raised during the current year.

ECL on loans to joint venture and associate

The Group has performed an assessment on receivables from joint ventures and associates in terms of IFRS 9 and has concluded that these loans represent loans at amortised cost.

Based on the current profitability, financial outlook and forward-looking information available, the Company has performed an ECL calculation by taking into account their available cash resources, net liquid current assets and non-current assets available for settlement of the loan. Refer below for additional credit risk disclosures.

Silverlands Mozambique Holdings Limited

The loan to Silverlands Mozambique Holdings Limited (SMHL), is in relation to the Group's equity accounted share of the QBV banana operation in Mozambique.

See note 3.2. SMHL owes the Group R23.1 million (2023: R21 million), of which the Company is owed R14 million (2023: R12.6 million). In the case of the Company, it's 49.5% share of the net assets of SMHL amounts to R42.5 million (2023: R41.3 million), whilst the overall Group's share is R44.5 million (2023: R49.9 million). See note 24.

In assessing the lifetime ECL for the loan to SMHL, the Directors considered the following forward-looking information:

- The QBV operation has concluded initial phases of planting and is fully operational, harvesting and selling bananas.
- QBV exports its bananas into neighbouring South Africa to the Group's associate, Lebombo, therefore benefiting from hard currency prices.
- The Group and Silverstreet Capital are 100% shareholders in SMHL. The working capital loan in this context is a shareholder loan, which is fully within the control of the Group.
- The SMHL Group is fully capitalised with US\$4 million in equity, a US\$2 million OPIC loan and US\$4.5 million in DFI funding.
- The SMHL Group is generating a favorable EBITDA.
- The loan will be settled partly out of proceeds from the DFI funding, together with trading profits realised.

Based on the above mentioned forward-looking assumptions as well as the fact that the Group's share of the current NAV of SMHL is R44.5 million (2023: R49.9 million), the Directors are satisfied that there is sufficient security over this loan as at 31 March 2024, and have therefore deemed ECL to be immaterial.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

40. Related party transactions continued

40.2 Key management of Crookes Brothers Limited

In terms of IAS24 "Related Party Disclosures", key management are considered to be related parties. Executive management, which include Executive Directors, prescribed officers and general managers, are classified as key management.

The following transactions were carried out with key management individuals within the Group:

	2024 R'000	2023 R'000
– Short-term employee benefits	25 291	22 610
– Post-employment benefits	2 963	3 219
– Share-based payments settled	797	–
– Share-based payments expense	1 175	2 026
	30 226	27 855

40.3 Directors' emoluments

	Company				
	Salary R'000	Retirement and medical contributions R'000	Share based payments R'000	Other benefits R'000	Total R'000
Executive Directors and prescribed officers					
Year to 31 March 2024					
KA Sinclair	3 746	579	187	133	4 645
N Naidoo	2 463	374	55	71	2 963
RF Niven ¹	2 779	393	46	97	3 315
MC Khuzwayo ^{1, 2}	2 101	288	208	1 705	4 302
LA Pretorius ¹	1 945	283	6	63	2 297
	13 034	1 917	502	2 069	17 522
Year to 31 March 2023					
KA Sinclair	3 541	549	–	117	4 207
N Naidoo	2 204	340	–	73	2 617
RF Niven ¹	2 629	371	–	85	3 085
MC Khuzwayo ¹	2 314	366	–	74	2 754
LA Pretorius ¹	1 813	263	–	54	2 130
	12 501	1 889	–	403	14 793

¹ Prescribed officer.

² Departed 31 December 2023.

	Company			
	Directors' fees		Committee fees	
	2024 R'000	2023 R'000	2024 R'000	2023 R'000
Non-Executive Directors				
LW Riddle (Chairperson)	554	554	122	122
RGF Chance	249	249	188	188
TJ Crookes	249	249	67	67
TK Denton	249	249	83	83
F Mall	249	249	199	186
G Vaughan-Smith	249	249	33	33
ST Xaba	249	249	83	83
	2 048	2 048	775	762

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

40. Related party transactions continued

40.3 Directors' emoluments continued

See note 37 for details of Directors' and management share options granted and unexpired as at 31 March 2024.

Details of Directors' interests in share capital have been disclosed in the Directors' Report. All Directors of the Company have confirmed that they were not materially interested in any contract of significance with the Company or any of its subsidiaries which could have resulted in a conflict of interest during the year.

40.4 Shareholder information

Beneficial shareholders with a holding greater than 5% of the shares in issue	Group and Company	
	Number of shares	Percentage of shares in issue
Silverlands (SA) Plantations Sarl	6 838 444	44,80
Ellingham Estate (Pty) Ltd	840 000	5,50
	7 678 444	50,30

	Group	
	2024 R'000	2023 R'000
41. Budgeted capital expenditure		
Authorised by the Directors but not yet contracted		
– expansion and project development	3 999	22 603
– improvement	15 910	16 923
– replacement	16 580	1 131
– bearer asset planting	24 526	30 413
	61 015	71 070

The authorised budgeted capital expenditure for the following financial year includes the following Group capital requirements:

- R1.9 million for the expansion of the Eswatini banana segment, which includes a fence and an additional tractor and motor vehicle.
- R2.7 million for the expansion of the Macadamia segment, which includes spraycarts required for orchards that are coming into production.
- R0.7 million for the upgrade of servers and software that has reached end of life.
- R9.3 million relating to investment in further sub-surface drip irrigation and other irrigation initiatives to achieve better yields.
- R4.3 million relating to investment in infrastructure, implements and other farming equipment that will yield improvements.
- R5.2 million relating to the replacement of a ribbloc pipe for the Group's cane operation in Mpumalanga.
- R11.4 million relating to replacement of the Group's irrigation infrastructure, farming vehicles, implements and other farming equipment necessary to achieve consistent yields and comply with safety standards.
- R1.05 million relating to approvals for the Group's Renishaw Property Precinct development.
- R24.5 million relating to land preparation and planting expenditure confined to necessary replanting required at the Group's sugar cane and banana farms.

The above expenditure will be funded from the Group's liquid resources, shareholder loans, short-term borrowing facilities, term loans and instalment sale agreements.

Notes to the financial statements continued

FOR THE YEAR ENDED 31 MARCH 2024

42. Events after the reporting period

Group

In April 2024, during the ordinary course of business, the property division signed an agreement with a Developer, for the sale of its Renishaw Precinct shopping centre site. The sale is priced at R22.5 million (excl. VAT) and is conditional upon the installation of an estimated R14 million of infrastructure, funded by bank finance. An estimated net revenue of R8.5 million will be realised in the ordinary course of business. Subsequent to the sale of the shopping centre site, an agreement for the sale of the filling station site was concluded with another buyer for R6 million.

In June 2024, the Grindrod Bank (Grindrod) term loan of R80 million, due for settlement on 15 June 2024 was refinanced by Grindrod for a further period of three months. Grindrod and the Group's main bankers FirstRand Bank Limited have both expressed interest in refinancing the term-loan to assist the Property division to fund some of its building costs associated with the next phase of its residential development.

On 6 June 2024, the instalment sale loan receivable related to the sale of the Group's Strathmore farm in 2020, was early settled by the purchaser. An amount of R13.4 million was received being full and final settlement of the remaining capital and interest owed.

There were no other major changes in the affairs or financial position of the Group or its subsidiary companies since the end of the current reporting period.

Company

The Company has resolved to transfer the remaining Crookes Brothers South Africa (Pty) Ltd trading operations, which include tourism and sugar cane operations, to the Company, effective 1 April 2024.

There were no other major changes in the affairs or financial position of the Company or its subsidiary companies since the end of the current reporting period.

43. Going concern

The Directors consider that the Group and Company have adequate resources to continue operating for the foreseeable future and that it is therefore appropriate to adopt the going concern basis of accounting in preparing the Group's and Company's Financial Statements.

Based on the financial performance of the Group, its cash flow projection to the end of March 2025, secured funding and positive solvency and liquidity tests, the Group and Company will remain operational for the foreseeable future.

Share and shareholders' information

FOR THE YEAR ENDED 31 MARCH 2024

	Group and Company			
	Number of shareholdings	Percentage of shareholdings	Number of shares	Percentage of issued capital
Shareholder spread				
1 – 1 000 shares	431	64.91	49 252	0.32
1 001 – 10 000 shares	116	17.47	470 917	3.09
10 001 – 100 000 shares	99	14.91	3 363 958	22.04
100 001 – 1 000 000 shares	17	2.56	4 541 746	29.75
1 000 001 shares and over	1	0.15	6 838 444	44.80
	664	100.00	15 264 317	100.00
Non-public shareholders	12	1.81	7 883 631	51.65
Directors, Associates and Prescribed Officers	11	1.66	1 045 187	6.85
Shareholder (more than 10%)	1	0.15	6 838 444	44.80
Public shareholders	652	98.19	7 380 686	48.35
	664	100.00	15 264 317	100.00
Distribution of shareholders				
Close Corporations	3	0.45	17 100	0.11
Collective Investment Schemes	13	1.96	822 632	5.39
Individuals	528	79.52	1 559 917	10.22
Other Corporations	18	2.71	7 804 310	51.13
Private Companies	23	3.46	1 448 903	9.49
Public Companies	1	0.15	165 338	1.08
Retirement Benefit Funds	22	3.31	779 446	5.11
Trusts	56	8.43	2 666 671	17.47
	664	100.00	15 264 317	100.00
Fund managers with a holding greater than 3% of the shares in issue				
Camissa Asset Management			1 615 694	10.58
Oasis Crescent Management Company			875 053	5.73
			2 490 747	16.32
Beneficial shareholders with a holding greater than 3% of the shares in issue				
Silverlands (SA) Plantations Sarl			6 838 444	44.80
Ellingham Estate (Pty) Ltd			840 000	5.50
Government Employees Pension Fund			737 584	4.83
T.C.B. Crookes Grandchildren's Trust			700 000	4.59
Camissa Asset Management			599 835	3.93
			9 715 863	63.65

Corporate information

Company name:	Crookes Brothers Limited
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Website:	www.cbl.co.za
Share code:	CKS
Company registration number:	1913/000290/06
Company secretary:	Highway Corporate Services (Pty) Ltd
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Transfer secretaries:	Computershare Investor Services (Pty) Ltd
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Auditors:	BDO South Africa Inc.
Attorneys:	Livingston Leandy Inc.
Bankers:	FirstRand Bank Limited
Sponsor:	Questco Corporate Advisory (Pty) Ltd



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