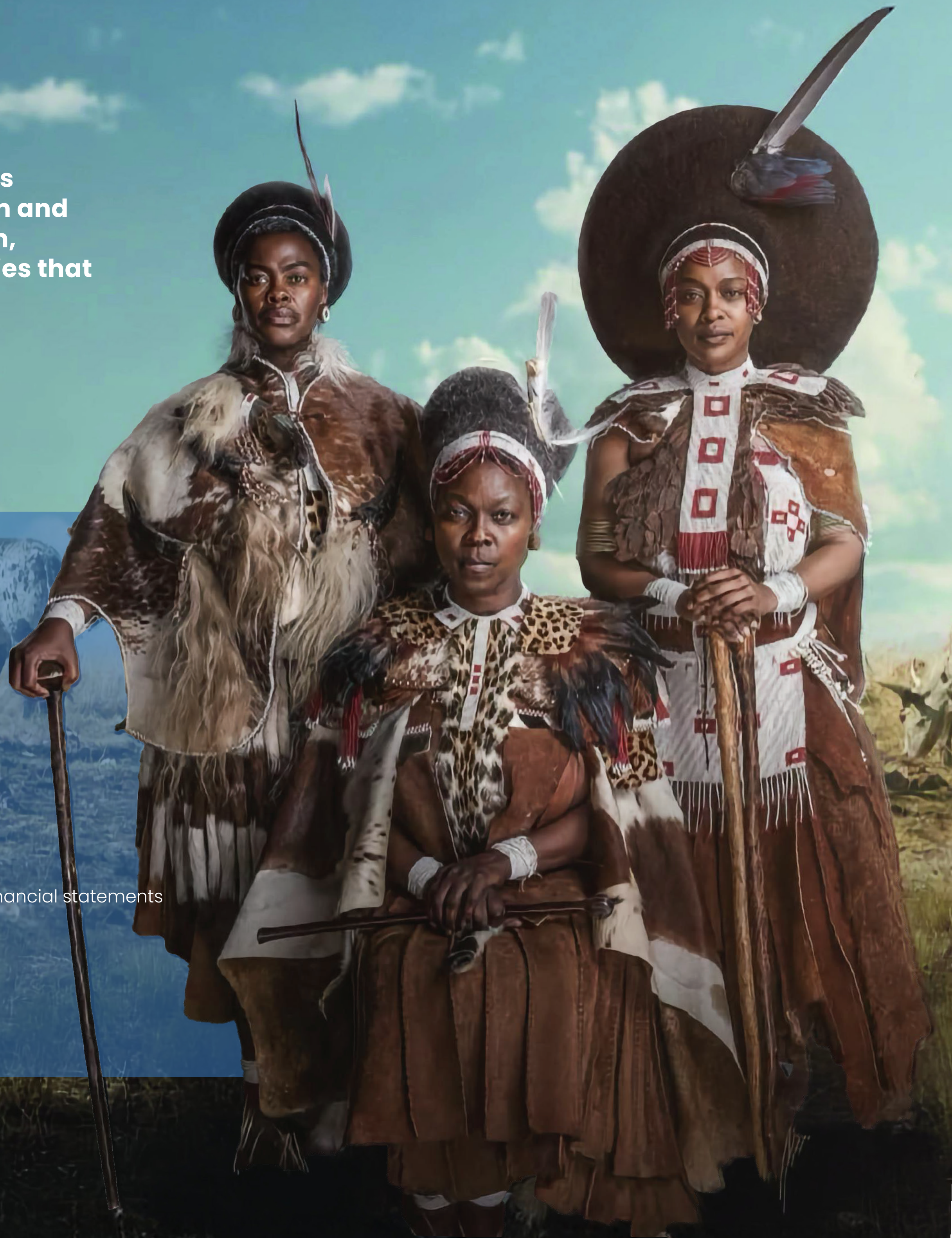
MultiChoice Group Limited
Summary consolidated financial statements

for the year ended 31 March 2025

MULTICHOICE
ENRICHING LIVES

We are Africa's leading entertainment platform and its most loved storyteller. Leveraging our unique platform and scale to build a broader consumer services ecosystem, we entertain, inform and empower African communities that inspire and build us in return.

Contents



Executive review of our performance

MultiChoice Group: unprecedented headwinds countered with focused management interventions

Group performance

Overview

The past two financial years have been a period of significant financial disruption for economies, corporates and consumers across sub-Saharan Africa due to challenging macro-economic factors. Combined with the impact of structural industry changes in video entertainment such as the rise of piracy, streaming services and social media, this has materially affected the overall performance of the MultiChoice Group. Over this period, the group lost 2.8m active linear subscribers and had to absorb a ZAR10.2bn negative impact on its topline due to local currency depreciation against the US dollar.

Management acted decisively to ensure that the group could withstand these headwinds, focusing on key areas within its control. This has meant maintaining a discipline of inflationary pricing, with price increases of ~5.7% in South Africa in FY25 (FY24: 5.6%) and an average of 31% in local currency in Rest of Africa (FY24: 27%), which enabled the group to offset subscriber volume pressures and deliver 1% year-on-year (YoY) organic revenue growth in the current financial year.

In addition, further efficiencies were implemented to manage costs and cash flows without unduly sacrificing the group's customer value proposition. In this regard, the group delivered ZAR3.7bn in cost savings, well ahead of management's initial ZAR2.0bn target (and the revised ZAR2.5bn target set at interims) and almost double the ZAR1.9bn saved in FY24. Despite these cost savings, the group's organic trading profit declined by 9% YoY due to the increased operating costs in Showmax in its peak investment year.

Importantly, the group returned to a positive equity position through a combination of cost savings, a stabilisation in currencies, and the accounting gain on the sale of 60% of the group's shareholding in its insurance business (NMSIS) to Sanlam.

Headline results

The group's performance was mixed, as the effects of a severely stretched consumer environment, combined with foreign currency and other macro headwinds, were countered by accelerated cost savings and cash management initiatives.

Linear subscribers were down 1.2m or 8% YoY to 14.5m active subscribers, with the loss evenly split between South African (0.6m) and Rest of Africa (0.6m). Although reflecting an improvement on FY24 trends, this indicates ongoing broad-based pressure across the group's entire customer base.

Active paying Showmax subscribers were up 44% YoY, reflecting healthy growth and gaining regional market share.

Group revenue declined by ZAR5.2bn or 9% YoY to ZAR50.8bn, mainly due to an 11% decline in subscription revenues (-1% organic) caused by foreign currency and subscriber volume headwinds and the deconsolidation of the NMSIS insurance business from December 2024. This was partially offset by inflationary pricing and new product growth (DStv Internet, DStv Stream and Extra Stream).

Trading profit, which declined by ZAR3.8bn or 49% YoY to ZAR4.0bn, was materially affected by the ZAR2.3bn organic increase in trading losses in Showmax and the ZAR5.2bn in foreign currency revenue losses, partially offset by a significant outperformance in delivering total cost savings of ZAR3.7bn.

Adjusted core headline earnings, the board's revised measure of the underlying performance of the business, shifted to a loss of ZAR0.8bn (FY24: earnings of ZAR1.3bn) due to lower trading profit and hedging losses reported in FY25 (compared to gains in FY24), partially offset by smaller losses on cash remittances from Nigeria.

The group incurred a free cash outflow of ZAR0.5bn in FY25 (FY24: inflow of ZAR0.6bn), impacted by lower profitability, higher lease repayments due to timing and partially offset by improved working capital management as well as a 29% YoY decline in capex.

The group remitted USD133m from Nigeria during the year (FY24: USD184m) at a weighted average rate of NGN1589:USD (FY24: NGN1044:USD). In the process, and across its markets with liquidity constraints, it incurred losses of USD6m (ZAR118m), compared to USD59m (ZAR1.1bn) in FY24. At year-end the group held USD12m in cash in Nigeria (FY24: SD39m), which was materially lower than the year before due to focused extraction efforts by in-country and group teams. Mozambique had a difficult election year, characterised by civil unrest and a hard currency liquidity crisis, which resulted in a cash build-up in market of USD35m at year-end.

Net interest costs reduced marginally on the prior year to ZAR1.3bn (FY24: ZAR1.4bn).

The group's share of equity-accounted losses reduced by 16% YoY to ZAR0.5bn. This amount includes four months of equity accounted profits from NMSIS and a narrowing of KingMakers' losses in ZAR, partially offset by an increase in losses from Moment as it expanded its operations.

At year-end the group held ZAR5.1bn in cash and cash equivalents and retains access to ZAR3.0bn in undrawn general borrowing facilities. A part of the ZAR12.0bn term loan was repaid early by using the ZAR0.9bn upfront proceeds from the NMSIS transaction (i.e. ZAR1.2bn, net of tax).

Executive review of our performance continued

Operational performance review

General Entertainment content (M-Net)

The General Entertainment business continued to cater to diverse local languages and cultural needs across the continent, with the group producing and curating stories in more than 45 languages and growing its local content library by 8% to 91 470 hours at the end of FY25.

In South Africa, the group's flagship reality format *Big Brother Mzansi* attracted a record-breaking 3.8 million views for its season finale with a significant increase in votes to 293 million. Afrikaans reality competition *Die Brug* earned a prestigious International Emmy Award nomination for Best Non-Scripted Entertainment, while *Carte Blanche* reaffirmed its position as one of South Africa's most trusted current affairs brands, with a notable increase in viewership during the election period. Other popular content properties were *Umkhokha: The Curse, Sibongile & The Dlaminis, Een Keer Om Die Son* and *Queen Modjadji.*

The group remains the leading local content producer on the continent, with *Big Brother Naija* once again attracting significant audiences in Nigeria in its ninth season, while Africa Magic Showcase delivered a robust slate of scripted content. Among the top-performing titles in the Rest of Africa was *Omera, Zari* and *Shanga* in Kenya, Ugandan drama series *Beloved*, Tanzanian telenovela *Jiya*, and the second season of Zambian reality series *Mutale Mwanza*. In response to Zambia's electricity supply challenges, the group developed and launched a dedicated loadshedding channel, as it did in South Africa during extended periods of loadshedding, in order to support impacted audiences who don't have catch-up functionality.

FY25 saw a ramp up in local content being produced for Showmax for its first full year of operation since its relaunch, with local shows breaking platform records, namely: *Youngins S2* in first-day views and total hours watched, *Adulting S3* in day-one acquisitions, *The Real Housewives: Ultimate Girls Trip South Africa* in highest unique views for a reality show, and *Tracking Thabo Bester* in documentary views. Meanwhile, *Single Kiasi S3* and *Wura* performed well in East Africa and Nigeria respectively. These local successes demonstrate our commitment to delivering engaging, high-quality content that resonates with our audiences across Africa.

On the international side, we secured popular content for our platforms like *Dune: Prophecy, House Of The Dragon, The Penguin, White Lotus S3* and *True Detective: Night Country,* while launching hits like *Matlock, Day Of The Jackal* and much anticipated spin-off series *Suits: LA*.

Sports content (SuperSport)

SuperSport had another memorable year of sports coverage, which included three senior men's and the women's ICC major cricket tournaments, an amazing Summer Olympics in Paris, EURO 2024 football and 13 men's Springbok Test matches. In addition, the United Rugby Championship and Currie Cup delivered strong growth, with viewership up 23% and 29% respectively from the previous season, while Dricus du Plessis's second UFC world title fight against Sean Strickland set a new MMA viewership record on SuperSport.

Football maintained strong viewership throughout the year, bolstered by the decision to make LaLiga available to lower-tier packages, and benefitting from the new UEFA Champions League format with an increased number of matches. Locally, the Soweto Derby in February 2025 was the most-watched derby ever.

Over the past year, SuperSport broadcast over 47 839 hours of live coverage, up 7% from last year, and was responsible for the production of 1 029 live events.

SuperSport Schools continues to redefine the landscape of school sports broadcasting. The platform increased its app user base by 46% to 1.2 million registered users, reaching almost 11 million unique viewers through the app and Channel 216 on DStv, and delivering over 50 000 hours of new content. This year also saw the SuperSport Schools channel being made available on SABC Plus, while the Schools SA20 cricket competition was launched in partnership with Cricket South Africa and SA20

South Africa Linear Pay-TV (MultiChoice South Africa)

The South African economy saw some signs of potential improvement in the current year as inflation eased, and the South African Reserve Bank started lowering interest rates. However, high unemployment, low economic growth and the ongoing effect of load reductions have meant that the South African consumer remains under significant financial pressure, which is negatively affecting businesses like MultiChoice that provides discretionary products and services. The ongoing cost-of-living crisis has meant that households are struggling to make ends meet and many had no choice but to give up their DStv subscription for the time being. At the same time, the South African market has been affected by the ongoing global shift in video consumption towards cheaper streaming services, social media video and free or pirated video services.

Against this background, the business experienced an 8% YoY decline in active subscribers to 7.0m. The negative trend was evident across all three market segments, suggesting that economic hardship and affordability remain a challenge across the board, while the non-recurrence of the Rugby World Cup in the prior year also affected YoY comparisons.

Underscoring the continued shift to streaming as broadband penetration grows, DStv Stream subscribers increased by 38%, with revenues up 48%. Extra Stream users were up 25% YoY, while revenues increased almost threefold in the first full year that this add-on service was offered. Further enhancements on the DStv Stream app led to improved customer experience and platform stability. The team also focused on growing DStv Internet within the fixed-wireless LTE space, which resulted in DStv Internet subscribers growing 45%, while revenues increased 85%.

Despite the impact of an average 5.7% weighted average pricing increase to offset the impact of cost inflation, the pressure on subscriber volumes resulted in subscription revenues declining 3% YoY. Decoder sales rose by 17% YoY on the back of increases in retail pricing to better manage subsidy investment in the current negative-growth environment. Overall, the South African segment revenues were down 1% YoY on an organic basis. On a reported basis, results were impacted by the deconsolidation of the NMSIS insurance business from December 2024 onwards (following the sale of a 60% stake to Sanlam), which led to consolidated

Executive review of our performance continued

insurance premium income declining by 19% and total segment revenues declining 2% YoY on a reported basis.

To offset the negative top-line impact caused by the tough macro environment, the South Africa segment focused on improvements in financial performance through its ongoing cost and cash flow optimisation programme. This was delivered through a wide range of initiatives, including cost savings in content and subsidies, reduced sales and marketing spend, lower discretionary spend and tight working capital management. It also included the simplification of its portfolio of businesses, such as the NMSIS transaction and the closure of the DStv Internet fibre business. The net result of these cost savings initiatives was a 7% YoY increase in trading profit despite the reduction in total revenues, while free cash flow was maintained at above ZAR6.0bn.

Rest of Africa Linear Pay-TV (MultiChoice Africa)

FY25 saw continued macro-economic challenges for the group's Rest of Africa segment. Local currency depreciation against the USD across several markets (most notably Nigeria, Angola, Ghana and Malawi), caused a 26% weighted average loss in revenues on a reported basis, which in turn resulted in a negative ZAR5.1bn revenue and ZAR3.1bn trading profit impact this year.

Inflation across key markets remained high (around 20% on a weighted average basis, above 30% in Nigeria and Angola) and caused pressure on customer spending. Subscriber activity was further affected by power shortages across Zambia, Zimbabwe and Malawi, ongoing power and fuel shortages in Nigeria, and civil unrest in Mozambique. Piracy also remains an ongoing challenge for the group across its footprint.

As a result of the above trading conditions, active subscribers declined 7% YoY, with Nigeria accounting for over half of this decline. At year-end the customer base totalled 7.5m similar to what was reported at the interim stage. Inflationary pricing of 31% on average was passed across the footprint, which enabled the segment to deliver 3% YoY organic revenue growth. Incorporating the impact of currency weakness resulted in reported revenues reflecting a 23% decline YoY.

Given the challenges in the group's operating environment, the Rest of Africa continued to lower its cost base through a reduction in spend on subsidies, marketing, content and transmission costs.

Following these actions, the segment delivered an organic trading profit of ZAR2.3bn. Incorporating the impact of currency weakness resulted in a reported trading loss of ZAR760m. A strong focus on cash management meant that total funding required for the Rest of Africa business was ZAR114m, USD16m lower than in FY24.

Advertising (DStv Media Sales)

Advertising revenues increased by 4% YoY on an organic basis, but declined 8% YoY on a reported basis once currency depreciation is taken into account.

In South Africa, DStv Media Sales was able to successfully monetise sports properties during the year, notably the Euro Championship, Olympics and Rugby Championship. It also saw positive momentum from improved TV ratings as loadshedding abated, which led to regained confidence from marketers to advertise on TV and counter the underlying secular shift toward digital advertising. The business continues to invest in technological solutions to sustain future performance, including dynamic ad insertion which acts to support improved ad personalisation in streamed linear and video-on-demand content.

The Rest of Africa business grew revenues on an organic basis as marquee content properties, the growth of indigenous brand spending and the expansion of the group's digital offerings in Nigeria more than offset the impact of the exit of high-profile international consumer brands from this market. Similar to the pressure in Rest of Africa subscription revenues, the impact of weaker currencies resulted in reported advertising revenues falling by 33% YoY.

Subscription Video-on-Demand (Showmax)

It has been just over a year since the group relaunched Showmax, targeting 44 markets across sub-Saharan Africa with the ambition of becoming the leading streaming platform on the continent. As a start-up business, Showmax focussed on enhancing its content line-up, bedding down distribution partnerships, expanding payment channel integrations and refining its go-to-market strategy.

Although the segment has lagged its initial growth targets, it has still delivered a healthy 44% growth in active paying subscribers and gained market share in the regional streaming market.

After focusing on key market launches in South Africa and Nigeria in FY24, Showmax expanded its local focus to Kenya and Tanzania through data partnerships with leading local telco partners, as well as Ghana, Uganda and Zambia through payment partnerships with leading local payment platforms.

To drive uptake of the Showmax Entertainment service, Showmax leveraged local content from the group's proprietary channels such as Mzansi Magic, KykNet and Africa Magic, while ramping up investment in local content by releasing 82 Showmax Originals (FY24: 59). Showmax also offered a rich international slate and exclusive content from Comcast's NBCUniversal and third-party content from international studios.

Showmax enhanced its mobile Premier League service during the course of the year to offer live streams of all the South African Premier Soccer League games and streamed elements of the Euros 2024 and Olympics.

It remains clear that streaming represents the future of video entertainment. Although the current levels of broadband and SVOD penetration across Africa are not yet at comparable levels to the rest of the world, they suggest significant long-term upside. However, data pricing would need to evolve further for this market segment to reach its full potential.

Aside from data costs, macro-economic challenges in markets like Nigeria have impacted short-term pricing and

Executive review of our performance continued

local investment decisions, while customer churn has been higher than expected and early distribution partnerships have generally disappointed.

Given the timing of the Showmax 2.0 launch in late FY24, YoY trends are not meaningful. However, stripping out the impact of the discontinuation of the Showmax Pro and Showmax Diaspora product lines in the prior year, revenues were up 5% YoY on an organic basis, with the uplift from growth in subscribers offset by lower average pricing and a different product mix. As FY25 was the peak investment year, reflected by a step-up in content costs to attract viewers and platform costs to create capacity, trading losses increased by 88% YoY.

Technology (Irdeto)

Irdeto delivered 5% YoY revenue growth (8% organic), as it continued to grow market share and delivered increased external customer revenue in all three of its market segments namely Video Entertainment, Gaming and Connected Transport.

External Video Entertainment revenue was up by 7% YoY in USD, well above industry levels due to key strategic customer wins. The implementation phase of the transformational project with Astro, the leading video entertainment provider in South-East Asia, contributed strongly to external top line growth.

Revenue derived from services to MultiChoice, which eliminate on group consolidation, declined by 13% YoY, with set-top box sales volumes in sub-Saharan Africa affected by lower subscriber volumes and the group's tactical decision to moderate subsidy spend in a low-growth environment in the interest of profitability and cash flow generation.

Irdeto's Gaming and Connected Transport segments grew revenue by 7% and 25% respectively YoY in USD, reflecting continued market adoption of Irdeto's product offerings in both segments. In Gaming, Irdeto expanded revenue from game releases in China and leveraged its core cyber security competencies to better service customers. In Connected Transport, Irdeto has deployed its digital key solution to the truck fleets of two of the three largest logistics companies operating in the US market, with its customers reporting significant improvements in utilisation and efficiency through using this solution.

Irdeto has also materially stepped up its focus to support the group in combatting piracy, which has become a challenge for broadcasters globally as pirate distribution of content via streaming websites and social media platforms increases. This past year, Irdeto ensured a 63% increase in the number of streaming piracy services that were raided or disconnected.

Interactive entertainment (KingMakers – December year end)

KingMakers delivered a solid performance in terms of organic growth and operational execution. Net Gaming Revenue (NGR) grew by 76% on an organic basis to USD106m, underpinned by a strong improvement in the underlying operating performance of the Nigerian business due to a better customer cohort, as well as revenue generation in the newly launched South African business.

Given the impact of the weak Naira on translation of financial performance, reported NGR was down 30% to USD103m. The Nigerian business remained EBITDA positive, but the investment to launch SuperSportBet in South Africa and the effects of a much weaker Naira (-43% YoY) resulted in an EBITDA loss for KingMakers of USD9m, compared to a profit of USD3m in the prior year. The business is sufficiently capitalised to fund its growth ambition and held cash balances of USD97m at end December.

BetKing Nigeria has maintained strong momentum. It is acquiring better quality first-time betters, as evidenced by the higher average wager per user, and is enjoying significant growth in its higher-margin online business.

SuperSportBet, the South African business that launched in 2024 is showing early signs of success and reported a material increase in monthly net gaming revenue over the year. As a new start-up, the business has been focusing on refining its business model, ensuring platform and operational stability and on working with the Western Cape Gambling and Racing Board to launch Aviator and other Casino offerings to fully round out the platform's i-Gaming portfolio offering.

Insurance (NMSIS – March year end)

The group now holds a 40% interest in NMS Insurance Services (SA) Limited (NMSIS), post the sale of a 60% majority stake to Sanlam Life Insurance Limited (Sanlam). The insurance business saw some weakness in total policyholders during FY25, but continued to perform well financially.

Policyholders declined by 13% YoY to 2.9m, as higher churn in the SA linear base negatively impacted the insurance business in a competitive insurance market and challenging consumer environment. Revenues grew 17% YoY to over ZAR1.1bn on the back of favourable mix given the shift from lower ARPU Device Insurance policies to higher ARPU Device Care Plan policies. NMSIS successfully launched its subscription waiver loss of income product in FY25. Trading profit was up 13% to ZAR425m on the back of revenue growth and benign trends in claims ratios.

Due to the group's loss of control of NMSIS, the financial results of NMSIS have been consolidated in the group's financial statements until 30 November 2024, after which NMSIS' earnings have been equity accounted in the group's consolidated financial statements.

Fintech (Moment – December year end)

Moment, which is now live in 44 African countries, continues to grow rapidly, with total payment volumes (TPV) reaching USD635m in its first full year of operation.

Having played a critical role in supporting payments for the Showmax 2.0 relaunch, Moment began onboarding the group's linear payment volumes. As at year-end, Moment was processing over USD1bn in run-rate payments for the group on an annualised basis, representing over half of the group's addressable payments (i.e. payments that can be feasibly migrated to the Moment platform).

In addition, during the year Moment has launched voucher management to unlock strategic distribution channels for Showmax, improved in-store payment collections during load shedding and network outages for DStv, launched "Pay on TV" by QR code to improve subscriber activity for DStv, and reduced cost of payments by ~5% for DStv payment channels that have gone live.

Moment completed its USD22m Seed Extension fundraise in May 2024, with the group contributing USD8m.

Executive review of our performance continued

Subsequent events

Groupe Canal+ S.A.S. (Canal+) mandatory offer update

On 21 May 2025, pursuant to the mandatory offer by Canal+ to acquire all the issued ordinary shares of the group not already owned by Canal+ (the Proposed Transaction) as announced on 4 June 2024, the South African Competition Commission (the Commission) announced that it had recommended that the South Africa Competition Tribunal (the Tribunal) approve the Proposed Transaction, subject to conditions relating to public interest considerations. The Proposed Transaction will now be considered by the Tribunal. The approval of the Tribunal and the fulfilment of the remaining conditions are required for the Proposed Transaction to become unconditional. The group and Canal+ had announced on 4 March 2025 that they had agreed to extend the long stop date for the Proposed Transaction from 8 April 2025 to 8 October 2025, with the extension providing sufficient time for the fulfilment of the conditions for the implementation of the Proposed Transaction.

Canal+'s ambition is to build a leading global video entertainment group. The proposed transaction represents not only a recognition of the value that has been created by MultiChoice over 40 years, but also a potential path to unlocking new possibilities across the continent. A combined group would be better positioned to address key structural challenges and opportunities resulting from the rapid digitalisation and globalisation of the media and entertainment sector. It would also allow for a diversification of risk across complementary geographic footprints, as well as greater scale and resources to bring customers the best entertainment and technology proposition.

Revision to terms of general borrowing facilities (GBFs)

Post year-end the group renewed its GBFs, resulting in a undrawn facility of ZAR3.0bn.

Additional funding contributed to Moment Holdings Limited (Moment)

During April 2025, the group contributed additional funding to Moment of USD6.5m in the form of a Simple Agreement for Future Equity (SAFE) note as part of a planned funding round set to take place in calendar year 2025. As and when the funding round takes place, MultiChoice will convert its SAFE note to equity.

KingMakers' dividend

Post the group's year-end the KingMakers board declared a USD11m dividend of which MultiChoice will receive its USD5.6m proportionate share in due course.

Dividend

In view of the group's commitments under the Cooperation Agreement with Canal+, as published in the Combined Offer Circular on 4 June 2024, no dividend has been declared.

Outlook

The group has three clear priorities for the year ahead. Firstly, the group aims to stabilise the topline in the video businesses through focused retention initiatives, while supporting rapid topline growth in the group's interactive entertainment, fintech and insurance investees. Secondly, management will continue to drive operating, cost and working capital efficiencies into the group to protect profitability and cash flows. Finally, the group will continue to work with Canal+ towards a successful close of their mandatory offer in order to unlock significant long-term benefits for the combined entities and their respective stakeholders.

Management has maintained a cost saving target of ZAR2.0bn for FY26, in order to continue on the journey to reset the business for a shifting trading environment. On the back of the group's topline initiatives and cost and cash flow interventions, the group aims to deliver margins for the SA segment in the mid-twenties range, to return the RoA segment back to profitability while limiting funding for the segment in FY26, and to improve trading losses in the Showmax segment.

Directorate

With effect from 1 April 2024, Elias Masilela took on the role of Deputy Chair and Lead Independent Director (LID). At the time, Jim Volkwyn stepped down as LID, but remained on the board as a non-executive director until the AGM in August 2024, when he decided not to stand for re-election. Encouraging progress in the Canal+ transaction during the course of April 2024 allowed Imtiaz Patel to step down from the role of Chair and the Board, with Elias Masilela taking over from him in line with the succession plan announced in September 2023.

The board reiterates its deep gratitude to Imtiaz Patel and Jim Volkwyn for their invaluable contributions to the group over many years.

Corporate social responsibility

As a level 1 B-BBEE rated business, the group continues to play its role as a responsible corporate citizen. ESG targets have formally been included in long-term incentives for management to heighten the focus on sustainability and governance in the group. These objectives include external measures, as well as targets where the group can use its platform to make a real difference on the African continent. These targets include supporting the local broadcasting industry and the development of women's and schools' sports.

The group also continues to provide investment into the MultiChoice Innovation Fund to support local entrepreneurs and into the Sports Development Trust to support investment in sporting infrastructure and sports codes in disadvantaged areas. The group invested a further ZAR241m into the two trusts in FY25 (FY24: ZAR267m).

Executive review of our performance continued

Preparation of the summary consolidated financial statements

The preparation of the summary consolidated financial statements was supervised by the group's chief financial officer, Mr Tim Jacobs CA(SA).

The group operates in 50 countries across sub-Saharan Africa as well as in several markets outside of Africa through the group's global technology business, Irdeto. The group's geographic footprint and operating business model results in significant exposure to foreign exchange volatility, largely due to revenues being earned in local African currencies against a meaningful proportion of the cost base being US dollar denominated as certain core products and services are sourced from international markets. This can have a material impact on reported revenue and trading profit metrics, as well as adjusted core headline earnings which incorporates the impact of the group's hedging activities and cash extraction losses incurred in markets like Nigeria from time to time.

Where relevant in this report, amounts and percentages have been adjusted for the effects of foreign currency, and exclude acquisitions and disposals, to better reflect underlying trends and sustainable operational performance. These adjustments (non-International Financial Reporting Standards (IFRS) performance measures) are referred to as organic when used. A reconciliation of additional non-IFRS performance measures (certain revenue, cost and trading profit metrics in constant currency, excluding the effects of changes in the composition of the group and excluding the impact of non-recurring and/or non-operational items from the group's sustainable operational performance, core headline earnings and adjusted core headline earnings and free cash flow, together with revenue YoY organic % change and operating expenses YoY organic % change) to the equivalent IFRS metrics is provided in note 15 of these summary consolidated financial statements. These non-IFRS performance measures constitute pro forma financial information in terms of the JSE Limited Listings Requirements.

The group's external auditor has not reviewed or reported on forecasts included in the summary consolidated financial statements. The audit report of the group's external auditor is included on page 31 and the reasonable assurance reports on non-IFRS measures is included on pages 37 and 39. The auditor's report does not necessarily report on all the information contained in the summary consolidated financial statements. Shareholders are therefore advised that, in order to obtain a full understanding of the nature of the auditor's engagement, they should obtain a copy of the auditor's report together with the full consolidated annual financial statements, available on the group's website at http://www.investors.multichoice.com/annual-results and at its registered office.

On behalf of the board

Elias Masilela
Chair

Calvo Mawela
Chief executive officer

Summary consolidated income statement

for the year ended 31 March 2025

	Note	2025 ZAR'm	2024 ZAR'm	% change
Revenue	2	**49 980**	54 999	(9)
Cost of providing services and sale of goods		**(29 210)**	(29 251)	–
Insurance service result	2(a)	**493**	589	
Insurance revenue		**780**	969	
Insurance service expense		**(287)**	(380)	
Selling, general and administration expenses[1]		**(17 193)**	(18 371)	6
Net impairment loss on trade receivables		**(352)**	(200)	
Other operating gains/(losses) – net	5	**946**	(686)	
Operating profit		**4 664**	7 080	(34)
Interest income	4	**745**	640	
Interest expense	4	**(2 008)**	(1 999)	
Net foreign exchange translation losses	4	**(975)**	(5 592)	
Share of equity-accounted results	6	**(494)**	(588)	
Impairment of equity-accounted investments	6	**–**	(164)	
Gain on disposal of subsidiary	7	**3 402**	–	
Other losses	5	**(104)**	(83)	
Profit/(loss) before taxation	5	**5 230**	(706)	>100
Taxation		**(3 450)**	(3 442)	
Profit/(loss) for the year		**1 780**	(4 148)	>100
Attributable to:				
Equity holders of the group		**1 194**	(3 974)	
Non-controlling interests		**586**	(174)	
		1 780	(4 148)	>100
Earnings per share				
Basic and diluted earnings/(loss) for the year (ZAR'm)		**1 194**	(3 974)	>100
Basic earnings/(loss) per ordinary share (SA cents)		**279**	(935)	>100
Diluted earnings/(loss) per ordinary share (SA cents)		**268**	(935)	>100

[1] *The decrease in selling, general and administration expenses is primarily due to the group's cost savings programme.*

Summary consolidated statement of comprehensive income

for the year ended 31 March 2025

	2025 ZAR'm	2024 ZAR'm
Profit/(loss) for the year	**1 780**	(4 148)
Total other comprehensive income for the year:		
Exchange gains arising on translation of foreign operations[1,2,3]	**250**	1 638
Hedging reserve[1]	**(15)**	(19)
– Net fair value (losses)/gains[4]	**(107)**	429
– Hedging reserve recycled to the income statement[4]	**89**	(433)
– Net tax effect of movements in hedging reserve[5]	**3**	(15)
Total comprehensive income/(loss) for the year	**2 015**	(2 529)
Attributable to:		
Equity holders of the group	**1 085**	(2 326)
Non-controlling interests	**930**	(203)
	2 015	(2 529)

[1] *These components of other comprehensive income may subsequently be reclassified to the summary consolidated income statement during future reporting periods.*

[2] *Relates to the translation of Rest of Africa, Technology and Showmax segments, which have a USD reporting currency.*

[3] *The movement relates primarily to the ZAR appreciation against the USD from a closing rate of ZAR18.93 in FY24 to ZAR18.31 in FY25. This movement is recognised in other reserves on the summary consolidated statement of changes in equity.*

[4] *The movement relates primarily to the ZAR appreciation against the USD from a closing rate of ZAR18.93 in FY24 to ZAR18.31 in FY25, a higher overall notional value of hedging contracts and a higher achieved average hedge rate.*

[5] *The movement relates to tax on net fair value gains/losses recognised in the South Africa segment as detailed in footnote 4 above which are taxed at 27%. Fair value gains/losses in the Rest of Africa segment, which offset the fair value gains/losses in South Africa, are non-taxable.*

Summary consolidated statement of financial position

as at 31 March 2025

	Note	2025 ZAR'm	2024 ZAR'm
ASSETS			
Non-current assets		**22 064**	22 695
Property, plant and equipment[1]		**8 387**	10 247
Goodwill and other intangible assets		**4 544**	4 496
Investments and loans		**349**	374
Contingent consideration	9	**850**	–
Investment in associates and joint ventures	6	**5 721**	4 564
Amounts due from related parties	10	**78**	87
Derivative financial instruments		**65**	–
Platform technology advances		**1 189**	1 476
Deferred taxation[2]		**881**	1 451
Current assets		**17 180**	20 841
Inventory		**1 287**	1 435
Programme and film rights[3]		**5 466**	6 117
Trade and other receivables[4]		**5 142**	5 835
Derivative financial instruments		**234**	179
Cash and cash equivalents		**5 051**	7 275
Assets held for sale	13	**–**	317
Total assets		**39 244**	43 853
EQUITY AND LIABILITIES			
Equity reserves attributable to the group's equity holders		**6 512**	4 907
Share capital		**454**	454
Other reserves		**(11 363)**	(11 706)
Retained earnings		**17 421**	16 159
Non-controlling interests		**(4 910)**	(5 975)
Total equity		**1 602**	(1 068)

	Note	2025 ZAR'm	2024 ZAR'm
Non-current liabilities		**20 253**	24 262
Lease liabilities[5]		**7 190**	9 101
Long-term loans[6]		**11 104**	12 043
Derivative financial instruments	9	**1 543**	2 801
Deferred taxation		**416**	317
Current liabilities		**17 389**	20 532
Lease liabilities[5]		**1 768**	2 642
Programme and film rights		**5 006**	5 256
Provisions		**306**	287
Accrued expenses and other current liabilities[7]		**8 099**	8 918
Derivative financial instruments		**53**	24
Taxation liabilities[8]		**2 157**	3 405
Liabilities directly associated with assets held for sale	13	**–**	127
Total equity and liabilities		**39 244**	43 853

1 *Decrease relates primarily to current period depreciation, reduced capital expenditure and the appreciation of the ZAR against the USD from a closing rate of ZAR18.93 in FY24 to ZAR18.31 in FY25.*

2 *The decrease relates primarily to future taxable temporary difference arising from the NMSIS contingent consideration receivable resulting in reduced deferred tax assets (note 9). Higher transponder lease payments made during the current year as well as foreign exchange gains on transponder leases resulted in less future deductible temporary differences on leases liabilities at 31 March 2025 which also resulted in reduced deferred tax assets.*

3 *Decrease relates primarily to the group's continued content cost savings initiatives and the realisation of content prepayments related to sporting events that took place during FY25.*

4 *Decrease relates primarily to lower clearing receipts due to higher remittances in the Rest of Africa segment, the utilisation of tax security deposits in Nigeria and the realisation of prepayments.*

5 *Decrease relates primarily to current year lease payments and the impact of the appreciation of the ZAR against the USD from a closing rate of ZAR18.93 in FY24 to ZAR18.31 in FY25 on translation of the group's USD lease liabilities.*

6 *In February 2025, the group made an early repayment of ZAR927m on the ZAR12.0bn syndicated term loan concluded in FY23.*

7 *Decrease relates primarily to the impact of the naira depreciation against the USD from a closing rate of NGN1 308.00 in FY24 to NGN1 537.77 in FY25, the timing of supplier payments and lower stock orders during FY25.*

8 *Decrease relates primarily to the resolution of a number of tax matters and the ZAR appreciation against the USD from a closing rate of ZAR18.93 in FY24 to ZAR18.31 in FY25.*

Summary consolidated statement of changes in equity

for the year ended 31 March 2025

	Share capital ZAR'm	Other reserves[1] ZAR'm	Retained earnings ZAR'm	Non-controlling interests ZAR'm	Total equity ZAR'm
Balance at 1 April 2023	454	(9 613)	18 876	(4 372)	5 345
Loss for the year	–	–	(3 974)	(174)	(4 148)
Other comprehensive income	–	1 648	–	(29)	1 619
Total comprehensive loss for the year	–	1 648	(3 974)	(203)	(2 529)
Treasury shares acquired[2]	–	(482)	–	–	(482)
Treasury shares disposed[3]	–	280	(280)	–	–
Hedging reserve basis adjustment[4]	–	(497)	–	(150)	(647)
Share-based compensation movement	–	–	543	–	543
Recognition of put option liability[5]	–	(3 042)	–	–	(3 042)
Purchase of shares for group share schemes[6]	–	–	(80)	–	(80)
Transaction with non-controlling interest[7]	–	–	1 074	(1 074)	–
Transactions with non-controlling interest[8]	–	–	–	1 223	1 223
Dividends declared[9]	–	–	–	(1 399)	(1 399)
Balance at 1 April 2024	**454**	**(11 706)**	**16 159**	**(5 975)**	**(1 068)**
Profit for the year	**–**	**–**	**1 194**	**586**	**1 780**
Other comprehensive income	**–**	**(109)**	**–**	**344**	**235**
Total comprehensive income for the year	**–**	**(109)**	**1 194**	**930**	**2 015**
Treasury shares disposed[3]	**–**	**478**	**(478)**	**–**	**–**
Hedging reserve basis adjustment[4]	**–**	**(26)**	**–**	**(7)**	**(33)**
Share-based compensation movement	**–**	**–**	**642**	**–**	**642**
Purchase of shares for group share schemes[6]	**–**	**–**	**(96)**	**–**	**(96)**
Transactions with non-controlling interest[8]	**–**	**–**	**–**	**1 552**	**1 552**
Dividends declared[9]	**–**	**–**	**–**	**(1 410)**	**(1 410)**
Balance at 31 March 2025	**454**	**(11 363)**	**17 421**	**(4 910)**	**1 602**

1 *Other reserves include treasury shares, the hedging reserve, fair value reserve and foreign currency translation reserve.*
2 *During FY24, the group acquired a further 5.3m treasury shares at an average price of ZAR91 per share to fund future RSU share awards. As at 31 March 2025, the group holds 13.5m (FY24: 17.7m) treasury shares at an average purchase price of ZAR97 (FY24: ZAR101) per share.*
3 *During the current and prior year, treasury shares were utilised to settle the group's share-based compensation benefits.*
4 *Relates to the basis adjustment net of tax gains of ZAR10m (FY24: ZAR163m) on other reserves and tax gains of ZAR3m (FY24: ZAR49m) on non-controlling interests on programme and film right assets as content comes into licence.*
5 *During FY24, the group recognised a put option liability for the right held by NBCUniversal Media, LLC to sell its minority stake in Showmax to MultiChoice at a predetermined date in the future (note 9).*
6 *Primarily relates to the settlement of share-based compensation benefits.*
7 *Relates to a dilution of MultiChoice Africa Holdings. BV's interest in MultiChoice Angola Limitada from 100% to 70% due to local shareholding requirements. MultiChoice Angola Limitada had a negative net asset value of Kz158.5bn (ZAR3.6bn) and there was no carrying value related to the non-controlling interest in MultiChoice Angola Limitada prior to this transaction. This transaction resulted in an increase of ZAR1.1bn in retained earnings and a decrease of ZAR1.1bn in non-controlling interest (note 12).*
8 *Relates to NBCUniversal Media LLC equity contributions into Showmax to fund their 30% of the business (note 11).*
9 *Non-controlling interests dividends relate primarily to dividends paid to Phuthuma Nathi (PN).*

Summary consolidated statement of cash flows

for the year ended 31 March 2025

	Note	2025 ZAR'm	2024 ZAR'm
Cash flows from operating activities			
Cash generated from operating activities		**6 908**	8 062
Interest income received		**972**	599
Interest costs paid		**(2 175)**	(1 791)
Dividends received from equity-accounted investment		**16**	12
Taxation paid		**(3 628)**	(3 659)
Net cash generated from operating activities		**2 093**	3 223
Cash flows from investing activities			
Property, plant and equipment acquired		**(516)**	(517)
Proceeds from sale of property, plant and equipment		**26**	6
Intangible assets acquired		**(353)**	(658)
Proceeds from sale of intangible assets		**23**	15
Proceeds from disposal of subsidiary, net of cash	7	**646**	–
Investment in associate	6	**–**	(151)
Loans to Enterprise Development Trust beneficiaries		**(21)**	(8)
Repayment of Enterprise Development Trust loans		**34**	13
Loan to equity-accounted investment		**–**	(14)
Repayment of loan by equity-accounted investment		**4**	–
Other movements in investments and loans		**35**	19
Net cash utilised in investing activities		**(122)**	(1 295)
Cash flows from financing activities			
Proceeds from long and short-term loans raised[1]		**–**	4 001
Repayments of long and short-term loans[2,3]		**(937)**	(382)
Repayments of lease liabilities		**(2 617)**	(2 188)
Repurchase of treasury shares		**–**	(482)
Purchases of shares for group share schemes[4]		**(87)**	(95)
Transactions with non-controlling interest	11	**1 552**	1 223
Dividends paid by subsidiaries to non-controlling shareholders[5]		**(1 410)**	(1 399)
Net cash (utilised in)/generated from financing activities		**(3 499)**	678

	Note	2025 ZAR'm	2024 ZAR'm
Net movement in cash and cash equivalents		**(1 528)**	2 606
Foreign exchange translation adjustments on cash and cash equivalents[6]		**(1 013)**	(2 555)
Cash and cash equivalents at the beginning of the year		**7 275**	7 541
Cash and cash equivalents previously classified as held-for-sale		**317**	–
Cash and cash equivalents classified as held-for-sale		**–**	(317)
Cash and cash equivalents at the end of the year		**5 051**	7 275

1 *In FY23, the group (through MultiChoice Group Treasury Services Proprietary Limited) concluded a ZAR12.0bn syndicated term loan to fund the group's working capital requirements. In FY23, ZAR8.0bn of this loan had been drawn down. During FY24, the group completed the second drawdown amounting to ZAR4.0bn. The loan has a five-year term and bears interest at three-month JIBAR +1.88%. The capital portion will be settled via bullet payments five years from each of the drawdown dates.*

2 *In February 2025, the group made an early repayment of ZAR927m on the ZAR12.0bn syndicated term loan concluded in FY23. This repayment was made specifically on tranche one of the term loan, being the ZAR8.0bn which was drawn down in FY23.*

3 *An amortising working capital loan of ZAR1.5bn was concluded in FY21. The loan had a three-year term and bore interest at three-month JIBAR +1.70%. As at 31 March 2024, this loan had been fully settled with ZAR375m paid in FY24.*

4 *Relates to the purchase of group shares, which were used to settle the group's share-based compensation awards.*

5 *Relates primarily to dividends paid to PN.*

6 *Includes losses of ZAR0.1bn (FY24: ZAR1.1bn) primarily incurred in Nigeria, within the Rest of Africa segment, due to differences between the official rate used by the group for translation and the parallel rate at which cash has been remitted.*

Segmental review

for the year ended 31 March 2025

	2025 ZAR'm Revenue			2024 ZAR'm Revenue			2025 ZAR'm	2024 ZAR'm
Revenue and trading profit	**External**	**Inter-segment**	**Total**	External	Inter-segment	Total	**Trading profit/ (loss)**	Trading profit/ (loss)
South Africa	**32 994**	**8 732**	**41 726**	33 556	7 928	41 484	**9 439**	8 792
Rest of Africa	**15 208**	**489**	**15 697**	19 661	193	19 854	**(760)**	1 325
Technology	**1 805**	**1 649**	**3 454**	1 724	1 905	3 629	**306**	396
Showmax	**753**	**292**	**1 045**	1 027	294	1 321	**(4 947)**	(2 636)
Eliminations	**–**	**(11 162)**	**(11 162)**	–	(10 320)	(10 320)	**–**	–
Total	**50 760**	**–**	**50 760**	55 968	–	55 968	**4 038**	7 877

	2025 ZAR'm					2024 ZAR'm				
Revenue by nature	**South Africa**	**Rest of Africa**	**Technology**	**Showmax**	**Total**	South Africa	Rest of Africa	Technology	Showmax	Total
Subscription fees	**25 661**	**13 797**	**–**	**750**	**40 208**	26 362	18 026	–	850	45 238
Advertising	**3 098**	**497**	**–**	**–**	**3 595**	3 173	744	–	–	3 917
Decoders	**1 249**	**547**	**–**	**–**	**1 796**	1 066	654	–	–	1 720
Installation fees	**226**	**–**	**–**	**–**	**226**	154	–	–	–	154
Technology contracts and licensing	**–**	**–**	**1 805**	**–**	**1 805**	–	–	1 724	–	1 724
Insurance premiums	**780**	**–**	**–**	**–**	**780**	969	–	–	–	969
Other revenue	**1 980**	**367**	**–**	**3**	**2 350**	1 832	237	–	177	2 246
Total external revenue	**32 994**	**15 208**	**1 805**	**753**	**50 760**	33 556	19 661	1 724	1 027	55 968

South Africa and total group revenues disclosed above include ZAR780m (FY24: ZAR969m) of insurance revenue which has been separately disclosed on the face of the summary consolidated income statement in line with *IFRS 17* disclosure requirements.

Segmental review continued

for the year ended 31 March 2025

Reconciliation of consolidated trading profit to consolidated operating profit

Operating segments are identified on the basis of internal reports about components of the group that are regularly reviewed by the chief operating decision-maker (CODM) in order to allocate resources to the segments and to assess their performance. The CODM has been identified as the executive directors of the group.

Trading profit as presented in the segment disclosure is the CODM and management's measure of each segment's operational performance. A reconciliation of the segmental trading profit to operating profit as reported in the income statement is provided below:

	2025 ZAR'm	2024 ZAR'm
Trading profit per segmental income statement	**4 038**	7 877
Adjusted for:		
Interest on transponder leases (note 4)	**375**	484
Amortisation of intangibles (other than software)	**(53)**	(52)
Other operating gains/(losses) – net (note 5)	**946**	(686)
Equity-settled share-based compensation	**(642)**	(543)
Operating profit per the income statement[1]	**4 664**	7 080

[1] *The summary consolidated income statement discloses all reporting items from consolidated operating profit to consolidated profit/(loss) before taxation.*

Notes to the summary consolidated financial statements

for the year ended 31 March 2025

1. Basis of presentation and accounting policies

The summary consolidated financial statements for the year ended 31 March 2025 are prepared in accordance with the requirements of the JSE Limited Listings Requirements for preliminary reports, and the requirements of the South African Companies Act No 71 of 2008, as amended (the Act) applicable to summary financial statements. The Listings Requirements require preliminary reports to be prepared in accordance with the framework concepts and the measurement and recognition requirements of IFRS® Accounting Standards as issued by the International Accounting Standards Board (IASB) and the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Pronouncements as issued by the Financial Reporting Standards Council and to also, as a minimum, contain the information required by *IAS 34 Interim Financial Statements*. The group also subscribes in all its activities to principles of best practice and corporate governance, as set out in the King IV Report on Corporate Governance for South Africa 2016 (King IV™). A copy of the full audited consolidated annual financial statements is available for inspection from the company secretary at the registered office of the group or can be downloaded from the group's website: https://investors.multichoice.com/annual-results.

The summary consolidated financial statements are presented on the going concern basis. While the group was in a negative net asset position as at 31 March 2024, it was primarily due to the recognition of foreign exchange translation losses on the USD-denominated non-quasi equity loans between MultiChoice Africa Holdings BV and MultiChoice Nigeria Limited as well as the recognition of a put option liability required to be recognised in terms of *IFRS 9 Financial instruments.* These transactions are non-cash in nature and if they were excluded, it would have resulted in the group being in a positive net asset position. The group has returned to a positive net asset position in FY25 and based on the group's forecasts, cash and cash equivalents as at 31 March 2025 and available facilities, the directors believe the group has sufficient resources to continue as a going concern into the foreseeable future.

The summary consolidated financial statements are presented in South African Rand (ZAR), which is the group's presentation currency, rounded to the nearest million. The summary consolidated statement of financial position was prepared using a closing USD exchange rate at 31 March 2025 of 18.31:1 (31 March 2024: 18.93:1), which has been utilised for the consolidation of the Rest of Africa, Technology and Showmax segments that have a USD presentation currency. The summary consolidated income statement and statement of comprehensive income were prepared using the average USD exchange rate for the year ended 31 March 2025 of 18.27:1 (31 March 2024: 18.76:1).

The summary consolidated financial statements contain information about MultiChoice Group Limited as a group. The individual company annual financial statements have been prepared separately and have been publicly issued on 11 June 2025. The individual company annual financial statements are available on the company's website, http://www.multichoice.com/, and at the registered office of the company.

The summary consolidated financial statements do not include all the notes normally included in a set of consolidated annual financial statements. Accordingly, this report is to be read in conjunction with the full consolidated annual financial statements for the year ended 31 March 2025.

The group has adopted all new and amended accounting pronouncements issued by the International Accounting Standards Board that are effective for financial years commencing 1 April 2024. None of the amendments had a material effect on the group's summary consolidated financial statements.

The summary consolidated financial statements have been prepared on the historical cost basis adjusted for the material effects of inflation where entities operate in hyperinflationary economies as required by *IAS 29 Financial Reporting in Hyperinflationary Economies*. The economies of Malawi and Ghana were assessed to be hyperinflationary effective 31 December 2024 and 31 December 2023 respectively. During FY25, in line with *IAS 29,* management performed assessments on the impact of the application of hyperinflationary accounting for both MultiChoice Malawi and MultiChoice Ghana. Based on these assessments, management have applied their judgement and have concluded that the application of *IAS 29* did not have a material impact on the summary consolidated financial statements and therefore no adjustments have been made related to hyperinflationary accounting for the year ended 31 March 2025.

Trading profit includes the interest expense on transponder lease liabilities and the derivative profit or loss impact relating to economic hedges (i.e. futures) against foreign currency movements, but excludes the amortisation of intangible assets (other than software), impairment/derecognition of assets, equity-settled share-based payment expenses, cash-settled share-based payment expenses on closure of schemes, severance provisions raised and other operating gains/losses.

Notes to the summary consolidated financial statements continued

for the year ended 31 March 2025

1. Basis of presentation and accounting policies continued

International tax reform – global minimum top-up tax

In December 2021, the Organisation for Economic Co operation and Development (OECD) introduced model rules for a unified global minimum corporate tax framework, referred to as the Pillar II rules or the GloBE rules. These regulations are aimed at multinational enterprise (MNE) groups with annual global revenues exceeding €750m. Their goal is to ensure that in-scope MNEs pay corporate tax on their income in every jurisdiction where they operate, at an effective tax rate of at least 15%.

These rules were enacted in South Africa through the Global Minimum Tax Act No. 46 of 2024 and the Global Minimum Tax Administration Act No. 47 of 2024 (collectively "the GMT legislation") for fiscal years starting on or after 1 January 2024.

The group falls within the scope of the GMT legislation and is therefore required to comply with the Pillar II rules. Consequently, for the 2025 financial year, the group is obliged to review the effective tax rate in each jurisdiction where it operates and pay a proportionate top-up corporate tax in South Africa for any jurisdiction where the effective tax rate is below 15%.

During FY25, the group conducted an assessment of its potential exposure under the GMT legislation and determined that there is no material top-up tax impact for the year ending 31 March 2025 in any of the jurisdictions where it operates. Additionally, the group is monitoring the implementation status of the Pillar II rules outside of South Africa to evaluate any potential impact.

The group determined that any top-up corporate tax, which would arise under GMT legislation, is an income tax in the scope of *IAS 12*. The group has applied the mandatory exception to recognising and disclosing information about deferred tax assets and liabilities related to Pillar II income taxes, in accordance with the *IAS 12*.

Notes to the summary consolidated financial statements continued

for the year ended 31 March 2025

2. Revenue

	2025 ZAR'm	2024 ZAR'm
Subscription fees	**40 208**	45 238
Advertising	**3 595**	3 917
Decoders	**1 796**	1 720
Installation fees	**226**	154
Technology contracts and licensing	**1 805**	1 724
Other revenue	**2 350**	2 246
	49 980	54 999
Timing of revenue recognition:		
Goods and services transferred over time	**42 710**	47 746
Goods and services transferred at a point in time	**7 270**	7 253
	49 980	54 999
The following table shows unsatisfied performance obligations resulting from long-term technology contracts, within the technology segment, as at 31 March 2025 and 31 March 2024:		
Aggregate amount of the transaction price allocated to long-term technology contracts that are partially or fully unsatisfied	**728**	302

Management expects that 45% of the transaction price allocated to the unsatisfied contracts as of 31 March 2025 will be recognised as revenue during FY26 (ZAR328m) and 22% (ZAR160m) will be recognised as revenue during FY27. The remaining 33% (ZAR240m) will be recognised as revenue in FY28 and thereafter. The amount disclosed above does not include variable consideration which is constrained.

Management expected that 36% of the transaction price allocated to the unsatisfied contracts as of 31 March 2024 would be recognised as revenue during FY25 (ZAR108m) and 32% (ZAR97m) would be recognised as revenue during FY26. The remaining 32% (ZAR97m) would be recognised as revenue in FY27 and thereafter. The amount disclosed above does not include variable consideration which is constrained.

All other technology contracts are for periods of one year or less or are billed based on time incurred. As permitted under *IFRS 15,* the transaction price allocated to these unsatisfied contracts is not disclosed and is also not material.

2(a) Insurance service revenue

Insurance premiums relate to insurance on device and life products. The revenue from insurance premiums is recognised over time, as and when the services are rendered. Premiums are payable in advance.

The insurance business was effectively sold on 30 November 2024 (refer to note 7), therefore the current year insurance service result only represents eight months of trading while NMSIS was a subsidiary of the group.

	2025 ZAR'm	2024 ZAR'm
Insurance service revenue		
Insurance revenue	**780**	969
Insurance service expense		
Incurred claims and other incurred attributable service expenses	**(166)**	(172)
Acquisition expenses	**(121)**	(208)
Total insurance service expense	**(287)**	(380)
Insurance service result	**493**	589

Notes to the summary consolidated financial statements continued

for the year ended 31 March 2025

3. Headline earnings

	2025 ZAR'm	2024 ZAR'm
Basic and diluted earnings/(loss) attributable to equity holders of the group	**1 194**	(3 974)
– Dilution gain on partial sale of associate (note 5)	**(10)**	(40)
– Impairment of equity-accounted investments	**–**	164
– Impairment of other assets	**7**	–
– Impairment of currency depreciation features	**–**	19
– Impairment of intangible assets and software not yet available for use (note 5)	**19**	1 282
– Gain on disposal of subsidiary (note 7)	**(3 402)**	–
– Profit on sale of intangible assets	**(19)**	(14)
– Profit on sale of property, plant and equipment	**(9)**	(2)
– Reversal of impairment of programme and film rights	**(26)**	(55)
– Reversal of impairment of property, plant and equipment	**–**	(172)
	(2 246)	(2 792)
– Total tax effects of adjustments	**451**	(151)
– Total non-controlling interest effects of adjustments	**689**	(95)
Headline loss	**(1 106)**	(3 038)
Basic and diluted headline loss for the year (ZAR'm)	**(1 106)**	(3 038)
Basic headline loss per ordinary share (SA cents)	**(258)**	(715)
Diluted headline loss per ordinary share (SA cents)[1]	**(258)**	(715)
Net number of ordinary shares issued (million)		
– at year-end[2,3]	**429**	425
– at year-end (including treasury shares)[2]	**443**	443
– weighted average for the year	**428**	425
– diluted weighted average for the year[1,4]	**428**	425

[1] *As at 31 March 2025, 16.5m RSUs have been awarded to employees and remain unvested, however due to the group's FY25 basic and diluted headline loss for the year, the impact of these RSUs is anti-dilutive and therefore these RSUs have been excluded from the diluted weighted average number of ordinary shares for FY25. As at 31 March 2024, 15.8m RSUs were awarded and unvested resulting in an anti-dilutive impact in the prior year.*

[2] *As at 31 March 2025, the group held 13.5m treasury shares which resulted in a decrease in the number of ordinary shares issued (FY24: 17.7m treasury shares).*

[3] *During FY25, there were no share repurchases made by the MultiChoice Group Restricted Share Plan Trust (a fellow group company). During FY24, an additional 5.3m shares were repurchased by the MultiChoice Group Restricted Share Plan Trust as part of a share buy-back to fund specific RSU share awards. 4.2m (FY24: 2.4m) RSUs were exercised during the year which reduced the number of treasury shares held by the group at 31 March 2025.*

[4] *The diluted weighted average number of shares used in the calculation of the diluted earnings per ordinary share (SA cents) disclosed in the consolidated income statement is 445m. As at 31 March 2025, 16.5m RSUs have been awarded to employees and remain unvested resulting in a dilutive impact on earnings per ordinary share in the current year. As at 31 March 2024, 15.8m RSUs were awarded and unvested, however due to the group's FY24 basic and diluted loss for the year, the impact of these RSUs is anti-dilutive and therefore these RSUs were excluded from the diluted weighted average number of ordinary shares for FY24.*

Notes to the summary consolidated financial statements continued

for the year ended 31 March 2025

4. Interest (expense)/income

	2025 ZAR'm	2024 ZAR'm
Interest expense		
Loans and overdrafts[1]	**(1 175)**	(1 021)
Leases[2]	**(414)**	(546)
Other[3]	**(419)**	(432)
	(2 008)	(1 999)

[1] *FY25 relates primarily to interest on working capital term loans of ZAR1 173m (FY24: ZAR966m).*
[2] *Relates primarily to transponder leases of ZAR375m (FY24: ZAR484m).*
[3] *Relates primarily to interest accrued on actual and potential exposures to revenue authorities in the Rest of Africa of ZAR74m (FY24: ZAR127m) and the discounting of liabilities in relation to programme and film rights of ZAR311m (FY24: ZAR248m).*

	2025 ZAR'm	2024 ZAR'm
Interest income		
Loans and bank accounts	**398**	424
Other	**347**	216
	745	640

A significant portion of the group's operations are exposed to foreign exchange risk. The table below presents the net loss from this foreign exchange exposure and incorporates effects of qualifying forward exchange contracts that hedge this risk.

	2025 ZAR'm	2024 ZAR'm
Net loss from foreign exchange translation and fair value adjustments on derivative financial instruments		
On translation of non-quasi equity loans[1]	**(1 036)**	(4 633)
On translation of assets and liabilities[2]	**257**	305
Losses on cash remittances[3]	**(117)**	(1 084)
On translation of transponder leases[2]	**252**	(531)
Gains on translation of forward exchange contracts[4]	**1 126**	1 937
Losses on translation of forward exchange contracts[4]	**(1 457)**	(1 586)
Net foreign exchange translation losses	**(975)**	(5 592)

[1] *Relates to non-quasi equity foreign exchange losses on foreign denominated intergroup loans within the group.*
[2] *Movement primarily relates to ZAR appreciation against the USD from a closing rate of ZAR18.93 in FY24 to ZAR18.31 in FY25.*
[3] *Includes losses within the Rest of Africa segment, due to differences between the official rate used by the group for translation and the parallel rate at which cash has been remitted.*
[4] *The movement relates primarily to the ZAR appreciation against the USD from a closing rate of ZAR18.93 in FY24 to ZAR18.31 in FY25, a higher overall notional value of hedging contracts and a higher achieved average hedge rate.*

Notes to the summary consolidated financial statements continued

for the year ended 31 March 2025

5. Profit/(loss) before taxation

In addition to the items already detailed, profit/(loss) before taxation has been determined after taking into account, *inter alia*, the following:

	2025 ZAR'm	2024 ZAR'm
Depreciation of property, plant and equipment	**(2 318)**	(2 556)
Amortisation	**(254)**	(271)
– software	**(201)**	(219)
– other intangible assets	**(53)**	(52)
Net realisable value adjustments on inventory, net of reversals[1]	**151**	(109)
Other operating gains/(losses) – net		
Impairment of intangible assets and software not yet available for use[2]	**(19)**	(1 282)
Profit on sale of property, plant and equipment	**9**	2
Profit on sale of intangible assets	**19**	14
Reversal of impairment of property, plant and equipment	**–**	172
Impairment of other assets	**(7)**	(2)
Write-off of cash and cash equivalents[3]	**(378)**	–
Fair value adjustments (note 9)	**1 322**	410
	946	(686)
Other losses		
Acquisition-related costs[4]	**(114)**	(123)
Dilution gain[5,6]	**10**	40

1 *Net realisable value adjustments relate to decoder subsidies in South Africa and the Rest of Africa segments.*

2 *FY24 relates primarily to the impairment of information technology software as part of the group's periodic asset review process and follows a strategic decision to discontinue the group's technology modernisation project.*

3 *Following the revocation of Heritage Bank's banking licence by the Central Bank of Nigeria on 3 June 2024 and its subsequent liquidation, the group wrote off its receivable relating to the cash held with the bank.*

4 *Relates to acquisition related project costs incurred by the group on potential as well as successful acquisitions, disposals or partnerships.*

5 *The group contributed funding to Moment's Seed+ funding round in the fourth quarter of FY24, but the funding round only closed in May 2024. Following additional contributions from other investors, the group's fully diluted shareholding in Moment decreased from 29.6% at 31 March 2024 to 28.5% at 31 March 2025. The group's share of the additional funding contributed exceeded the carrying value of the effective disposal through dilution, resulting in a dilution gain of ZAR10m.*

6 *During FY24, the group, along with other founding backers and new investors, contributed to Moment's Seed+ funding round. Following the additional contributions, the group's fully diluted shareholding in Moment increased from 25.5% to 29.6% and the fair value of Moment increased, which ultimately resulted in the group recognising a dilution gain of ZAR40m.*

Notes to the summary consolidated financial statements continued

for the year ended 31 March 2025

6. Investment in associates and joint ventures

	Note	2025 ZAR'm	2024 ZAR'm
Investment in associates	(a)	**5 699**	4 549
Investment in joint ventures		**22**	15
		5 721	4 564
a) Investment in associates			
Blue Lake Ventures Limited (KingMakers)[1]		**3 668**	4 253
NMS Insurance Services (SA) Limited (NMSIS)[1]		**1 824**	–
Moment Holdings Limited (Moment)[2]		**126**	224
Questar Auto Technologies (Questar)		**–**	–
Zendascape Proprietary Limited (AURA)		**–**	5
AURA BV		**36**	32
Bidstack Group PLC (Bidstack)		**–**	–
Africa Cricket Development Proprietary Limited (SA20)		**45**	35
		5 699	4 549

[1] *The group considers KingMakers and NMSIS as its only material associates.*

[2] *Decreased due to the group recognising its share of Moment's net loss during the current year.*

KingMakers

Movement in carrying value of KingMakers investment:

		2025 ZAR'm	2024 ZAR'm
Opening balance		**4 253**	4 558
Share of net loss of associate		**(302)**	(391)
Share of other comprehensive income/(loss) of associate		**7**	(41)
Amortisation of intangible assets identified on acquisition		**(152)**	(160)
Foreign exchange translation adjustment		**(138)**	287
Closing balance		**3 668**	4 253

The group has assessed its KingMakers investment and concluded that no impairment was necessary during FY25 and FY24.

Notes to the summary consolidated financial statements continued

for the year ended 31 March 2025

6. Investment in associates and joint ventures continued

NMSIS

During FY25, the group sold a 60% controlling interest in NMSIS as explained in note 7 and note 13. Following the sale, the group retained a 40% shareholding in NMSIS, which along with the group's right to appoint 2 of the 5 non-executive directors, gives the group significant influence. Thus, the group's investment in NMSIS has been equity accounted as an associate.

The fair value of the investment in associate, and effectively the cost of the investment at the date of sale to Sanlam Life Insurance Limited is ZAR1.8bn.

	2025 ZAR'm
Movement in carrying value of NMSIS investment:	
Opening balance	**–**
Retained investment carried at cost	**3**
Fair value step-up	**1 800**
Share of net profit of associate	**44**
Amortisation of intangible assets identified on acquisition[1]	**(23)**
Closing balance	**1 824**

[1] *Relates to amortisation of separately identifiable intangible assets considered in the final purchase price allocation.*

As at 31 March 2025, there were no impairment indicators relating to the investment in NMSIS.

Moment

In FY24, the group, along with other founding shareholders and new investors, contributed to Moment's Seed+ funding round. Moment raised an additional USD19m of funding as at 31 March 2024, with the group contributing USD8m (ZAR151m), and new external participants placing a post-money valuation on the business of USD82m. The additional contribution by the group resulted in an increase in ownership from 25.5% to 29.6% on a fully diluted basis at 31 March 2024.

Moment's Seed+ funding round only closed in May 2024. Following additional contributions from other investors, the group's fully diluted shareholding in Moment decreased from 29.6% at 31 March 2024 to 28.5% at 31 March 2025. The group's share of the additional funding contributed exceeded the carrying value of the effective disposal through dilution, resulting in a dilution gain of ZAR10m.

Moment was assessed to be an associate based on the group's board representation (1 of 4 directors) and was initially measured at cost.

Questar

During FY24, the group assessed its investment in Questar for impairment. This assessment was due to the company being in a loss-making position and forecasting these losses to continue. Following the assessment, the group determined that the carrying value of the investment exceeded the recoverable amount of USDnil and an impairment loss of USD3.5m (ZAR66m) was recognised.

Questar was assessed to be an associate based on the group's board representation (1 of 8 directors) and was initially measured at cost.

Notes to the summary consolidated financial statements continued

for the year ended 31 March 2025

6. Investment in associates and joint ventures continued

AURA and AURA B.V.

During FY25, the group sold its investment in Zendascape Proprietary Limited (trading as AURA) for ZAR5m. The sale of this investment did not result in the group recognising a profit or loss.

AURA was assessed to be an associate based on the group's board representation (1 of 8 directors) and was initially measured at cost.

During FY24, AURA B.V. raised USD3.5m of funding, with the group not participating in the funding round. As a result, the group's shareholding diluted from 13.5% to 9.6%.

During FY25, the group invested an additional USD0.3m (ZAR5m) in AURA B.V. As a result, the group's shareholding increased from 9.6% to 11.7%.

AURA B.V. was assessed to be an associate based on the group's board representation (1 of 9 directors) and was initially measured at cost.

Bidstack

During FY24, Bidstack shares were suspended on the London Stock Exchange and the company went into administration. The group assessed its Bidstack investment and concluded that the investment should be fully impaired, resulting in an impairment loss of USD5m (ZAR98m).

Bidstack was assessed to be an associate based on the group's board representation (1 of 8 directors) and was initially measured at cost.

7. Disposal of controlling interest in NMSIS

On 30 November 2024 (the effective date), MultiChoice Proprietary Ltd (MultiChoice), a subsidiary of MultiChoice South Africa Holdings Ltd (MCSAH) and the ultimate holding company MultiChoice Group Limited, sold 60% of its shareholding in its NMSIS subsidiary to Sanlam Life Insurance Limited (Sanlam), a wholly owned subsidiary of Sanlam Limited.

As at 31 March 2024, the NMSIS subsidiary was classified as a disposal group held for sale as disclosed in note 13.

The transaction price included upfront cash proceeds of ZAR1.2bn and a potential performance-based cash earn-out (contingent consideration) of up to a maximum consideration of ZAR1.5bn that is contingent upon the amount of gross written premiums (GWPs) generated by NMSIS for the calendar year ending 31 December 2026.

The transaction resulted in the loss of control of NMSIS for the group, due to Sanlam's majority shareholding and their ability to direct the relevant activities of NMSIS (post-sale) through their board representation, given Sanlam's right to appoint 3 of the 5 non-executive directors and to nominate the CEO and CFO of NMSIS.

The transaction also resulted in the recognition of a post-tax gain on disposal of ZAR3.0bn, principally as a result of disposing of the group's controlling interest in NMSIS, after taking into account the consideration expected (comprising upfront cash proceeds and a potential earnout), the fair value of the group's remaining 40% interest in NMSIS and the carrying value of the net assets of NMSIS derecognised.

Notes to the summary consolidated financial statements continued

for the year ended 31 March 2025

7. Disposal of controlling interest in NMSIS continued

	2025 ZAR'm
Cash proceeds	1 200
Contingent consideration (note 9)	850
Fair value of remaining 40% interest held	1 800
Total consideration	**3 850**
Carrying value of assets and liabilities of NMSIS as at 30 November 2024:	
Total assets[1]	697
Total liabilities	(249)
Net assets derecognised	**448**

[1] *Total assets derecognised includes cash and cash equivalents of ZAR554m. As at 31 March 2024, NMSIS held cash and cash equivalents of ZAR317m which the group classified as held for sale (note 13). Prior to the sale, NMSIS generated additional cash and cash equivalents of ZAR237m.*

	2025 ZAR'm
Pre-tax gain on disposal	3 402
Less: taxation	(443)
Post–tax gain on disposal	**2 959**
Cash proceeds	**1 200**
Net cash in NMSIS disposed of	(554)
Proceeds from disposal of subsidiary, net of cash	**646**

The remaining 40% interest in NMSIS held by the group was measured at fair value in accordance with *IFRS 10:25(b)* and has subsequently been accounted for using the equity method for investments in associates, as reflected in note 6. The fair value of the remaining interest was determined using a discounted cash flow valuation. The key inputs used in the discounted cash flow valuation included a weighted average cost of capital (WACC) and a perpetuity growth rate (PGR). A 1% increase in the WACC rate would result in the fair value of the investment decreasing by ZAR283m, while a 1% decrease in the WACC rate would result in the fair value of the investment increasing by ZAR344m. A 1% decrease in the PGR would result in the fair value of the investment decreasing by ZAR91m, while a 1% increase in the PGR would result in the fair value of the investment increasing by ZAR103m.

Notes to the summary consolidated financial statements continued

for the year ended 31 March 2025

8. Commitments and contingent liabilities

Commitments relate to amounts for which the group has contracted, but that have not yet been recognised as obligations in the summary consolidated statement of financial position.

Commitments

	2025 ZAR'm	2024 ZAR'm
– Capital expenditure	**12**	6
– Programme and film rights[1]	**41 369**	48 463
– Decoders[2]	**1 082**	1 396
– Lease commitments	**21**	26
– Peacock platform fees[3]	**5 819**	6 825
– Transponder lease commitments[4]	**60**	–
– Other	**2 510**	3 188
	50 873	59 904

[1] *Decreased due to the group's cost savings programme and major sports rights and other content coming into licence in the current year.*
[2] *Decreased due to the group's current decoder stock levels and lower forecast sales volumes.*
[3] *Decreased due to the underlying obligations being fulfilled in relation to the Peacock platform licence.*
[4] *Increased due to the group entering into a new short-term transponder lease with Eutelsat, effective 1 April 2025, to extend the term of the E36B transponder lease.*

The group operates a number of businesses in jurisdictions where taxes may be payable on certain transactions or payments. The group continues to seek relevant advice and works with its advisers to identify and quantify such tax exposures. The group's current assessment of possible but unlikely withholding and other tax exposures, including interest and potential penalties, amounts to approximately ZARnil (FY24: ZAR0.5bn). No provision has been made as at 31 March 2025 for these possible exposures.

Notes to the summary consolidated financial statements continued

for the year ended 31 March 2025

9. Fair value of financial instruments

The group's activities expose it to a variety of financial risks such as market risk (including currency risk, fair value interest rate risk, cash flow interest rate risk and price risk), credit risk and liquidity risk.

Fair values are determined using observable and non-observable inputs, which reflect the market conditions in their expectations of future cash flows related to the asset or liability at 31 March 2025.

The group's financial instruments that are measured at fair value are categorised as follows:

Financial instrument	**Fair value 2025 ZAR'm**	Fair value 2024 ZAR'm	Valuation method	Level in fair value hierarchy
Financial assets				
Contingent consideration	**850**	–	Probability-adjusted approach	Level 3
Investments held at fair value through profit or loss (Trust Machines SPV, LLC)	**306**	253	Based on the latest value internally measured by the investee	Level 3
Investments held at fair value through profit or loss	**–**	24	Unit trusts comprising quoted prices in a public market	Level 2
Forward exchange contracts	**287**	163	Fair value derived from forward exchange rates that are publicly available	Level 2
Futures contracts	**9**	11	Quoted prices in a public market	Level 1
Currency depreciation features	**3**	5	Discounted cash flow techniques	Level 3
Financial liabilities				
Put option liability	**1 443**	2 712	Discounted cash flow techniques	Level 3
Forward exchange contracts	**50**	26	Fair value derived from forward exchange rates that are publicly available	Level 2
Derivative option	**99**	87	Monte Carlo Simulation option pricing model	Level 3
Interest rate swap	**4**	–	Present value of the estimated future cash flows based on observable yield curves	Level 2

Notes to the summary consolidated financial statements continued

for the year ended 31 March 2025

9. Fair value of financial instruments continued

The following table shows a reconciliation of the group's material level 3 financial instruments:

	Financial asset		Financial liabilities	
	Contingent consideration ZAR'm	Investments held at fair value through profit or loss (Trust Machines SPV, LLC) ZAR'm	Put option liability ZAR'm	Derivative option ZAR'm
Balance at 1 April 2023	–	237	–	(142)
Additions	–	–	(3 042)	–
Fair value gains recognised in the income statement (note 5)[1]	–	–	524	64
Foreign exchange gains/(losses) recognised in the income statement (note 5)[1]	–	16	(194)	–
Foreign exchange losses recognised in other comprehensive income	–	–	–	(9)
Balance at 1 April 2024	**–**	**253**	**(2 712)**	**(87)**
Fair value gains/(losses) recognised in the income statement (note 5)[1]	**–**	**62**	**1 182**	**(15)**
Gain on sale of subsidiary (note 7)	**850**	**–**	**–**	**–**
Foreign exchange (losses)/gains recognised in the income statement (note 5)[1]	**–**	**(9)**	**106**	**–**
Foreign exchange (losses)/gains recognised in other comprehensive income	**–**	**–**	**(19)**	**3**
Balance at 31 March 2025	**850**	**306**	**(1 443)**	**(99)**

[1] *Relates to unrealised gains and losses.*

Contingent consideration

The contingent consideration (earn-out) constitutes a financial asset under *IFRS 9*, which is accounted for at fair value through profit or loss. The fair value is estimated using unobservable (level 3) inputs. The contingent consideration is solely based on one variable, being the amount of GWPs generated by NMSIS for the calendar year ending 31 December 2026. The contingent consideration is valued using a probability-adjusted weighted expected outcome, discounted using a WACC of 21%, to arrive at the fair value of the contingent consideration. GWP paths are based on management's base revenue projections, with multiple potential GWP paths estimated around the base projections within the range of ZAR1.4bn to ZAR2.4bn. Accordingly, the key input used in the valuation was the forecasted GWP paths. A 10% decrease in each forecast GWP path would result in the contingent consideration decreasing by ZAR111m, while a 10% increase in each forecast GWP path would result in the contingent consideration increasing by ZAR111m. At the date of sale to Sanlam, the contingent consideration was determined to have a fair value of ZAR850m.

The fair value of the contingent consideration at 31 March 2025 remains at ZAR850m, based on the updated model, after taking into account actual performance to date and revised GWP forecasts.

Notes to the summary consolidated financial statements continued

for the year ended 31 March 2025

9. Fair value of financial instruments continued

Put option liability

During FY24, the group concluded a partnership with Comcast NBCUniversal. The shareholders agreement includes a put option that permits NBCUniversal to put its 30% shareholding in Showmax Africa Holdings Limited to the group at a predetermined date in the future. The put option is exercisable on the seventh anniversary of the launch date and, if exercised, the group would be required to pay the aggregate price equal to the fair market value of Showmax Africa Holdings Limited shares. The put option was initially measured at fair value and subsequently measured at fair value through profit or loss. The recognition of the put option liability does not factor in any probability of exercise and is an accounting adjustment that is required by *IFRS 9* as applicable when a parent company has exposure to a put option over a minority stake in a subsidiary entity. The key inputs used in the discounted cash flow valuation included a WACC and a PGR. A 1% increase in the WACC rate would result in the put option liability decreasing by ZAR403m, while a 1% decrease in the WACC rate would result in the put option liability increasing by ZAR480m. A 0.5% decrease in the PGR would result in the put option liability decreasing by ZAR90m, while a 0.5% increase in the PGR would result in the put option liability increasing by ZAR97m.

The net movement in FY25 in the value of the fair value of the put option since 31 March 2024 has been primarily driven by the following factors:

- The use of a higher blended WACC (+150bps) and lower blended PGR (-50bps) due to changes in underlying market inputs and changes in methodology.
- The incorporation of the latest Showmax three-year budget and 10-year business plan.
- A stronger spot ZAR against the USD on translation of the USD put option liability at 31 March 2025.

Investments held at fair value through profit or loss (Trust Machines SPV, LLC)

The group initially measured the investment at fair value and subsequently measured it at fair value through profit or loss. As at 31 March 2025, the valuation technique and significant inputs driving fair value determination remained unchanged from 31 March 2024 and the investment had a fair value of ZAR306m (USD17m) (FY24: ZAR253m (USD13m)).

Currency depreciation features

Currency depreciation features relate to clauses in content acquisition agreements that provide the group with protection in the event of significant depreciation of the group's functional currency relative to the currency of the content acquisition agreement. The fair value of currency depreciation features is measured through the use of discounted cash flow techniques. Key inputs used in measuring fair value include the terms and benchmark rates contained in content acquisition agreements and average spot exchange rates prevailing at the relevant measurement dates.

Derivative option

In FY22, as part of the additional acquisition of shares in KingMakers, 10% of the shares in KingMakers were issued to the KingMakers share scheme. This resulted in the group reducing its shareholding to 18% (before the acquisition transaction was finalised). The subscription was for an amount of USD11m on loan account to the KingMakers share scheme. The loan account will be due and payable after 10 years. The only source of return for the ESOP will be through the shareholding in KingMakers. The only security on the loan for the group are the KingMakers shares themselves that have been issued. Management assessed the transaction and concluded that the substance is that the group issued an instrument with a similar profile as an option instrument and therefore accounted for the transaction as such. The derivative option liability was initially measured at fair value and subsequently measured at fair value through profit or loss. As at 31 March 2025, the derivative option liability had a fair value of USD5.4m (ZAR99m) (FY24: USD4.6m (ZAR87m)). The key inputs in using the Monte Carlo Simulation included the fair value of KingMakers of USD582.4m (ZAR10.7bn) (FY24: USD439.7m (ZAR8.3bn)), a volatility of 54% (FY24: 46.19%) and a dividend yield of 2.5% (FY24: 5%). The group used the USD risk-free swap curve to determine the risk-free rate. A 20.0% (FY24: 20.5%) increase or decrease in the fair value of KingMakers would result in the option liability increasing or decreasing by USD1.8m or ZAR34m (FY24: USD1.4m or ZAR27m). A 5% decrease in the volatility rate would result in the option liability decreasing by USD0.3m or ZAR4.9m (FY24: USD0.4m or ZAR7.4m), a 5% increase in the volatility rate would result in the option liability increasing by USD0.4m or ZAR6.5m (FY24: USD0.4m or ZAR6.7m).

The carrying values of all other financial instruments are considered to be a reasonable approximation of their fair values.

Notes to the summary consolidated financial statements continued

for the year ended 31 March 2025

10. Related party transactions and balances

During FY25, the group received advertising and sponsorship revenue of ZAR58m (FY24: ZAR54m) from KingMakers. This revenue has been recognised by the group in advertising revenue in note 2.

During FY25, the group recognised Moment transactions costs of ZAR265m in relation to DStv and Showmax payments. These costs have been recognised by the group in cost of providing services and sale of goods.

During FY25, the group received management and premium collection fees of ZAR77m from NMSIS. This revenue has been recognised by the group in other revenue in note 2.

As at 31 March 2025, the group recognised a receivable with Moment of ZAR208m in relation to DStv and Showmax payments. This receivable is expected to realise in FY26. The receivable has been recognised by the group in trade and other receivables.

As at 31 March 2025, the group recognised a payable to NMSIS for ZAR117m in relation to insurance premiums collected on their behalf. This payable is expected to be repaid in early FY26. The payable has been recognised by the group in trade and other payables.

The group did not enter into any other material related party transactions during FY25 other than key management remuneration and directors' remuneration as disclosed below.

Key management remuneration

	2025 ZAR'm	2024 ZAR'm
Consolidated		
Short-term employee benefits	**212**	214
Long-term post-employment benefits	**9**	14
Share-based payment charge	**102**	128
Remuneration paid to key management	**323**	356
Non-executive directors		
Directors' fees	**28**	66

Key management remuneration and participation in share-based incentive plans

For shares listed on a recognised stock exchange as follows:

1 058 902 (FY24: 1 233 647) MCG shares were allocated during the 2025 financial year and an aggregate of 2 906 523 (FY24: 3 131 259) MCG shares were allocated and unvested as at 31 March 2025.

For share appreciation rights (SARs) and other schemes in unlisted companies as follows:

11 162 (FY24: 4 125) Irdeto RSUs were allocated during the 2025 financial year and an aggregate of 23 151 (FY24: 24 945) Irdeto RSUs were allocated and unvested as at 31 March 2025.

Nil (FY24: 362 956) Phantom Performance Shares were allocated during the 2025 financial year and an aggregate of 523 015 (FY24: 621 748) Phantom Performance Shares were allocated and unvested as at 31 March 2025.

111 872 (FY24: 32 782) Showmax RSUs were allocated during the 2025 financial year and an aggregate of 142 294 (FY24: 32 782) Showmax RSUs were allocated and unvested as at 31 March 2025.

Notes to the summary consolidated financial statements continued

for the year ended 31 March 2025

11. MultiChoice and Comcast's NBCUniversal partnership

During FY23, the group entered into an agreement to form a new partnership with Comcast Corporation, through its subsidiary NBCUniversal Media, LLC (NBCUniversal). The transaction closed and was effective on 4 April 2023.

The Showmax group (Showmax Africa Holdings Limited) is 70% owned, and controlled, by MultiChoice and 30% owned by NBCUniversal. The total subscription price for the sale of 30% of the existing Showmax business was an amount of USD29m (ZAR536m), which was received on 4 April 2023 and contributed to Showmax on this date. This subscription price was recognised in non-controlling interests in the consolidated statement of changes in equity in FY24. The group accounts for Showmax as a subsidiary due to having the majority of voting rights and 100% board representation.

During FY25 and FY24, in order to fund the working capital requirements of the Showmax group, Showmax Africa Holdings Limited received USD85m (ZAR1 552m) (FY24: USD36m (ZAR687m)) in equity funding from NBCUniversal. This funding is recognised in non-controlling interests in the summary consolidated statement of changes in equity.

12. MultiChoice Angola Limitada dilution of interest

In FY20, to comply with local shareholder requirements, MultiChoice Africa Holdings BV Group (MAH) entered into a quota sale and purchase agreement with an outside third party. Under this agreement, MAH granted the third-party a loan to buy 30% equity. The loan was repayable over five years and there was no security against the loan other than the 30% equity. Until the loan is fully repaid, the third party does not have control over the equity and only upon full repayment of the loan would the 30% equity be held by the third party in his own name.

During FY24, the third party settled the loan in full and 30% of MultiChoice Angola Limitada's equity was transferred to the third party. As a result, MAH's effective interest in MultiChoice Angola Limitada as at 31 March 2024 decreased from 100% to 70%. On the date of loan settlement, MultiChoice Angola Limitada had a negative net asset value of Kz158.5bn (ZAR3.6bn) and there was no carrying value related to the non-controlling interest in MultiChoice Angola Limitada prior to this transaction and no further cash consideration was received. This transaction resulted in an increase of ZAR1.1bn in retained earnings and a decrease of ZAR1.1bn in non-controlling interest.

13. NMS Insurance Services (SA) Limited – Disposal group held for sale

In FY24, MultiChoice Proprietary Ltd (MultiChoice), a subsidiary of MultiChoice South Africa Holdings Ltd (MCSAH) and the ultimate holding company MCG received a formal offer from Sanlam Life Insurance Limited to buy a 60% shareholding in the group's insurance business, NMSIS. The MultiChoice board accepted this offer, subject to due diligence and regulatory approvals.

As at 31 March 2024, MultiChoice expected the sale to be concluded within six months after year-end and the disposal group was classified as held for sale in terms of *IFRS 5 Non-current Assets Held for Sale and Discontinued Operations*.

On reclassification of the assets and liabilities to held-for-sale, the group performed an assessment on the fair value of the assets and liabilities and no impairment was required.

During FY25, all regulatory approvals were completed and the sale was concluded with an effective date of 30 November 2024.

The following assets and liabilities were reclassified as held for sale in relation to the disposal group as at 31 March 2024.

	2025 ZAR'm	2024 ZAR'm
Non-current assets held for sale		
Assets		
Property, plant and equipment	–	*
Cash and cash equivalents	–	317
Assets held for sale	–	317

* *Amounts less than ZAR1m*

Notes to the summary consolidated financial statements continued

for the year ended 31 March 2025

13. NMS Insurance Services (SA) Limited – Disposal group held for sale continued

	2025 ZAR'm	2024 ZAR'm
Liabilities directly associated with asset held for sale		
Trade payables	–	2
Deferred income	–	52
Accrued expenses	–	39
Taxes and other statutory liabilities	–	34
Liabilities directly associated with assets held for sale	–	127
Net assets directly associated with the disposal group	–	190

14. Subsequent events

Groupe Canal+ S.A.S. (Canal+) mandatory offer update

On 21 May 2025, pursuant to the mandatory offer by Canal+ to acquire all the issued ordinary shares of the group not already owned by Canal+ (the Proposed Transaction) as announced on 4 June 2024, the South African Competition Commission (the Commission) announced that it had recommended that the South Africa Competition Tribunal (the Tribunal) approve the Proposed Transaction, subject to conditions relating to public interest considerations. The Proposed Transaction will now be considered by the Tribunal. The approval of the Tribunal and the fulfilment of the remaining conditions are required for the Proposed Transaction to become unconditional. The group and Canal+ had announced on 4 March 2025 that they had agreed to extend the long stop date for the Proposed Transaction from 8 April 2025 to 8 October 2025, with the extension providing sufficient time for the fulfilment of the conditions for the implementation of the Proposed Transaction.

Canal+'s ambition is to build a leading global video entertainment group. The proposed transaction represents not only a recognition of the value that has been created by MultiChoice over 40 years, but also a potential path to unlocking new possibilities across the continent. A combined group would be better positioned to address key structural challenges and opportunities resulting from the rapid digitalisation and globalisation of the media and entertainment sector. It would also allow for a diversification of risk across complementary geographic footprints, as well as greater scale and resources to bring customers the best entertainment and technology proposition.

Revision to terms of general borrowing facilities (GBFs)

Post year-end the group renewed its GBFs, resulting in a undrawn facility of ZAR3.0bn.

Additional funding contributed to Moment

During April 2025, the group contributed additional funding to Moment of USD6.5m in the form of a SAFE note (Simple Agreement for Future Equity) as part of a planned funding round set to take place in calendar year 2025. As and when the funding round takes place, MultiChoice will convert its SAFE note to equity.

KingMakers' dividend

Post the group's year-end the KingMakers board declared a USD11m dividend of which MultiChoice will receive its USD5.6m proportionate share in due course.

Other

There have been no other events that occurred after the reporting date that could have a material impact on the summary consolidated financial statements.

EY
102 Rivonia Road
Sandton
Private Bag X14
Sandton
2146

Ernst & Young Incorporated
Co. Reg. No. 2005/002308/21
Tel: +27 (0) 11 772 3000
Fax: +27 (0) 11 772 4000
Docex 123 Randburg
ey.com

Independent auditor's report on the summarised consolidated financial statements

To the shareholders of MultiChoice Group Limited

Opinion

The audited summarised consolidated financial statements of MultiChoice Group Limited, contained in the accompanying summarised report, which comprise the summary consolidated income statement, summary consolidated statement of comprehensive income, summary consolidated statement of financial position as at 31 March 2025, summary consolidated statement of changes in equity and summary consolidated statement of cash flows for the year then ended, and related notes 1 to 14, are derived from the audited consolidated financial statements of MultiChoice Group Limited for the year ended 31 March 2025.

In our opinion, the accompanying summarised consolidated financial statements are consistent, in all material respects, with the audited consolidated financial statements, in accordance with the requirements of the JSE Limited Listings Requirements for summarised reports, as set out in note 1 of the summarised consolidated financial statements, and the requirements of the Companies Act of South Africa as applicable to summarised financial statements.

Summarised consolidated financial statements

The summarised consolidated financial statements do not contain all the disclosures required by IFRS Accounting Standards as issued by the International Accounting Standards Board and the requirements of the Companies Act of South Africa as applicable to annual financial statements. Reading the summarised consolidated financial statements and the auditor's report thereon, therefore, is not a substitute for reading the audited consolidated financial statements and the auditor's report thereon.

The audited consolidated financial statements and our report thereon

We expressed an unmodified audit opinion on the audited consolidated financial statements in our report dated 11 June 2025. That report also includes the communication of key audit matters. Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period.

Directors' responsibility for the summarised consolidated financial statements

The directors are responsible for the preparation of the summarised consolidated financial statements in accordance with the requirements of the JSE Limited Listings Requirements for summarised reports, set out in note 1 to the summarized consolidated financial statements, and the requirements of the Companies Act of South Africa as applicable to summarised financial statements.

Auditor's responsibility

Our responsibility is to express an opinion on whether the summarised consolidated financial statements are consistent, in all material respects, with the audited consolidated financial statements based on our procedures, which were conducted in accordance with *International Standard on Auditing (ISA) 810 (Revised), Engagements to Report on Summary Financial Statements.*

Ernst & Young Inc.

Ernst & Young Inc.
Director: CE Trollope
Registered Auditor

11 June 2025
Johannesburg, South Africa

Notes to the summary consolidated financial statements continued

for the year ended 31 March 2025

15. Non-IFRS performance measures and *pro forma* information

The group has presented certain revenue, cost and trading profit metrics in constant currency, excluding the effects of changes in the composition of the group and excluding the impact of non-recurring and/or non-operational items from the group's sustainable operational performance, core headline earnings, adjusted core headline earnings and free cash flow, together with certain measures used in the calculation of debt ratios, being net debt and EBITDA (EBITDA is measured on a 12-month basis between 1 April 2024 and 31 March 2025 and represents earnings before interest, taxes, depreciation and amortisation) (the "non-IFRS performance measures" or the "*pro forma* financial information"). The non-IFRS performance measures are compiled in terms of the JSE Listings Requirements and the Guide on *Pro Forma* Financial Information, issued by SAICA, and are the responsibility of the board of directors and are presented for illustrative purposes only. *Pro forma* information presented on a non-IFRS basis has been extracted from the information underlying the group's summary consolidated financial statements, the quality of which the board is satisfied with.

Shareholders are advised that, due to the *pro forma* nature of the non-IFRS performance measures and the fact that it has been extracted from the information underlying the group's summary consolidated financial statements, they may not necessarily fairly present the group's financial position, changes in equity, results of operations or cash flows.

The non-IFRS performance measures have been prepared to illustrate the impact changes in foreign exchange rates, material changes in the composition of the group from corporate merger and acquisition activity and excluding the impact of non-recurring and/or non-operational items from the group's sustainable operational performance, core headline earnings, adjusted core headline earnings and free cash flow, together with certain measures used in the calculation of debt ratios, being net debt and EBITDA for the year ended 31 March 2025. The following methodology was applied in calculating the non-IFRS performance measures:

1. Foreign exchange/constant currency adjustments have been calculated by adjusting the current year's results to the prior year's average foreign exchange rates, determined as the average of the monthly exchange rates for that year. The constant currency results, arrived at using the methodology outlined above, are compared to the prior period's actual IFRS results. The relevant average exchange rates (relative to the South African Rand) used for the group's most significant functional currencies, were US dollar (FY25: 18.27; FY24: 18.76); Nigerian Naira (FY25: 85.50; FY24: 46.68); Angolan Kwanza (FY25: 49.50; FY24: 42.13); Kenyan Shilling (FY25: 7.11; FY24: 7.79) and Zambian Kwacha (FY25: 1.47; FY24: 1.17).
2. Adjustments made for changes in the composition of the group (or group composition changes) relate to discontinued products, acquisitions, mergers and disposals of subsidiaries. For mergers, the group composition adjustments include a portion of the prior year results of the entity with which the merger took place. For disposals, adjustments are made to remove the revenue and trading profit/loss of the disposed entity from the previous reporting period to the extent that there is no comparable revenue or trading profit/loss information in the current period and, in subsequent reporting periods, to ensure that the previous reporting period does not contain revenue and trading profit/loss information relating to the disposed business. For discontinued products, adjustments are made to remove the revenue and trading profit/loss related to the discontinued product/s from the previous reporting period to the extent that there is no comparable revenue or trading profit/loss information in the current period and, in subsequent reporting periods, to ensure that the previous reporting period does not contain revenue and trading profit/loss information relating to the discontinued product/s. On 30 November 2024, the group sold its investment in NMSIS and it was derecognised as a subsidiary. As a result, the group has adjusted prior period and current period results directly related to NMSIS. In November 2023, ahead of the Showmax re-launch, the group discontinued two Showmax products, Showmax Pro and Showmax diaspora. As a result, the group has adjusted prior period subscription fees and operating expenses related to these two products. There were no other changes in the composition of the group during the respective reporting periods.
3. Excluding the impact of non-recurring and/or non-operational items from the group's sustainable operational performance, core headline earnings, adjusted core headline earnings and free cash flow.
4. The net debt: EBITDA ratio has been calculated as net debt of ZAR15.0bn (FY24: ZAR16.5bn) divided by rolling 12-month EBITDA of ZAR6.6bn (FY24: ZAR10.8bn). Net debt has been calculated on 31 March 2025 as total interest-bearing debt, including transponder leases, less cash and cash equivalents. EBITDA is measured on a 12-month basis between 1 April 2024 and 31 March 2025 and represents earnings before interest, taxes, depreciation and amortisation.

The *pro forma* financial information has been reported on by the group's auditors. Their independent auditor's reasonable assurance reports on the compilation thereof are included on page 37 and 39.

Notes to the summary consolidated financial statements continued

for the year ended 31 March 2025

15. Non-IFRS performance measures and *pro forma* information continued

The adjustments to the amounts reported in terms of IFRS that have been made in arriving at the non-IFRS performance measures are presented in the tables below:

15.1 Non-IFRS measures: key performance indicators

As at 31 March	2024 Reported	2025 Currency impact	2025 Organic growth	2025 Reported	YoY % change	YoY organic % change
Subscribers ('000)[1]	15 685	**n/a**	**(1 180)**	**14 505**	(8)	(8)
South Africa	7 607	**n/a**	**(589)**	**7 018**	(8)	(8)
Rest of Africa	8 078	**n/a**	**(591)**	**7 487**	(7)	(7)
ARPU (ZAR)[2]						
Blended	229	**(25)**	**18**	**222**	(3)	8
South Africa[3]	281	**–**	**11**	**292**	4	4
Rest of Africa	173	**(47)**	**22**	**148**	(14)	13
90-day active subscribers ('000)[4]	20 934	**n/a**	**(2 342)**	**18 592**	(11)	(11)
South Africa	8 551	**n/a**	**(614)**	**7 937**	(7)	(7)
Rest of Africa	12 383	**n/a**	**(1 728)**	**10 655**	(14)	(14)
90-day active ARPU (ZAR)[2]						
Blended	170	**(19)**	**19**	**170**	–	11
South Africa[3]	246	**–**	**13**	**259**	5	5
Rest of Africa	113	**(32)**	**19**	**100**	(12)	17

1 *Subscriber numbers are a non-IFRS unaudited operating measure of the actual number of paying subscribers at the end of the respective period, regardless of the type of programming package to which they subscribe.*

2 *ARPU represents a non-IFRS unaudited operating measure of the average revenue per subscriber (or user) in the business on a monthly basis. The group calculates ARPU by dividing average monthly subscription fee revenue for the period (total subscription fee revenue during the period divided by the number of months in the period) by the average number of subscribers during the period (the number of subscribers at the beginning of the period plus the number of subscribers at the end of the period, divided by two). Subscription fee revenue includes Access fees and BoxOffice rental income but excludes decoder insurance premiums and reconnection fees which are disclosed as other revenue in terms of IFRS.*

3 *South Africa ARPU and 90-day active ARPU as at 31 March 2024 has been restated from ZAR290 and ZAR254 respectively. With the Showmax segment now reported as a separate segment, Showmax subscription fee revenue which was historically included in the South Africa ARPU calculations has been removed.*

4 *Defined as all subscribers that have an active primary/principal subscription within the 90-day period on or before reporting date.*

Notes to the summary consolidated financial statements continued

for the year ended 31 March 2025

15. Non-IFRS performance measures and *pro forma* information continued

15.2 *Pro forma* information: group financials including segmental analysis

15.2.1 Segmental results

Year ended 31 March	2024 IFRS ZAR'm	2025 Impact of group composition changes[1,2] ZAR'm	2025 Currency impact ZAR'm	2025 Organic growth ZAR'm	2025 IFRS ZAR'm	YoY % change	YoY organic % change
Revenue	55 968	**(484)**	**(5 203)**	**479**	**50 760**	(9)	1
South Africa	33 556	**(189)**	**–**	**(373)**	**32 994**	(2)	(1)
Rest of Africa	19 661	**–**	**(5 121)**	**668**	**15 208**	(23)	3
Technology	1 724	**–**	**(49)**	**130**	**1 805**	5	8
Showmax	1 027	**(295)**	**(33)**	**54**	**753**	(27)	5
Trading profit	7 877	**(137)**	**(2 990)**	**(712)**	**4 038**	(49)	(9)
South Africa	8 792	**(85)**	**–**	**732**	**9 439**	7	8
Rest of Africa	1 325	**–**	**(3 081)**	**996**	**(760)**	>(100)	75
Technology	396	**–**	**29**	**(119)**	**306**	(23)	(30)
Showmax	(2 636)	**(52)**	**62**	**(2 321)**	**(4 947)**	(88)	(88)

[1] *The South Africa adjustments relate to the financial impact of the NMSIS subsidiary which was disposed of during FY25. NMSIS generated a trading profit of ZAR290m for eight months in FY25 (FY24: ZAR375m for 12 months).*

[2] *The Showmax adjustments relate to the FY24 financial impact of Showmax Pro and Showmax diaspora which were discontinued during FY24.*

15.2.2 Revenue and costs by nature

Year ended 31 March	2024 IFRS ZAR'm	2025 Impact of group composition changes ZAR'm	2025 Currency impact ZAR'm	2025 Organic growth ZAR'm	2025 IFRS ZAR'm	YoY % change	YoY organic % change
Revenue	55 968	**(484)**	**(5 203)**	**479**	**50 760**	(9)	1
Subscription fees	45 238	**(295)**	**(4 441)**	**(294)**	**40 208**	(11)	(1)
Advertising	3 917	**–**	**(495)**	**173**	**3 595**	(8)	4
Decoders	1 720	**–**	**(206)**	**282**	**1 796**	4	16
Technology contracts and licensing	1 724	**–**	**(49)**	**130**	**1 805**	5	8
Insurance premiums	969	**(189)**	**–**	**–**	**780**	(20)	–
Other revenue	2 400	**–**	**(12)**	**188**	**2 576**	7	8
Operating expenses	48 091	**(347)**	**(2 213)**	**1 191**	**46 722**	(3)	2
Content	20 994	**(109)**	**(93)**	**(361)**	**20 431**	(3)	(2)
Decoder purchases	4 205	**–**	**(118)**	**(171)**	**3 916**	(7)	(4)
Staff costs[3]	6 754	**(25)**	**(287)**	**(358)**	**6 084**	(10)	(5)
Sales and marketing	3 120	**(87)**	**(149)**	**(702)**	**2 182**	(30)	(23)
Transponder costs	2 448	**–**	**(52)**	**(200)**	**2 196**	(10)	(8)
Other[4]	10 570	**(126)**	**(1 514)**	**2 983**	**11 913**	13	28

[3] *Excludes equity-settled share-based payment expense.*

[4] *Increase relates primarily to additional Showmax operating costs which include the costs of the new Showmax platform.*

Notes to the summary consolidated financial statements continued

for the year ended 31 March 2025

15. Non-IFRS performance measures and *pro forma* information continued

15.3 Non-IFRS measures: core headline earnings and adjusted core headline earnings

Reconciliation of headline earnings to core headline earnings and adjusted core headline earnings

Core headline earnings excludes non-recurring and non-operating items – we believe this is a useful measure of the group's sustainable operating performance. However, core headline earnings is not a defined term under IFRS and may not be comparable with similarly titled measures reported by other companies.

Given the ongoing disconnect between the official naira rate, which is used for reporting purposes, and the unofficial parallel naira rate, which is the rate at which cash is remitted from Nigeria, the board has taken the decision to introduce an adjusted core headline earnings measure to include the impact of the losses on cash remittances post tax and minorities in an earnings measure.

	2025 ZAR'm	2024 ZAR'm	% change
Headline loss attributable to shareholders (IFRS)	**(1 106)**	(3 038)	
Adjusted for (after tax effects and non-controlling interests):[1]			
– Amortisation of other intangible assets[2]	**202**	192	
– Acquisition-related costs	**114**	91	
– Equity-settled share-based payment expense	**519**	471	
– Foreign currency (gains)/losses and fair value adjustments	**(462)**	3 458	
– Realised (losses)/gains on forward exchange contracts	**(336)**	1 014	
– Write-off of cash and cash equivalents[3]	**299**	–	
– Settlement costs related to cancelled contracts	**65**	–	
Core headline (loss)/earnings (ZAR'm)	**(705)**	2 188	>(100)
Core headline (loss)/earnings per ordinary share issued (SA cents)	**(165)**	515	>(100)
Diluted core headline (loss)/earnings per ordinary share issued (SA cents)[4]	**(165)**	495	>(100)

1 *Based on information underlying the summary consolidated financial statements of the group for the years ended 31 March 2025 and 2024.*

2 *Includes ZAR175m (FY24: ZAR160m) related to the amortisation of intangible assets identified based on the final purchase price allocation fair-values on acquisition of KingMakers and NMSIS.*

3 *Relates to the write-off of the USD21m receivable relating to the cash held with Heritage Bank before its licence was revoked and the bank was liquidated, net of minority adjustments and translated into ZAR.*

4 *As at 31 March 2025, 16.5m RSUs have been awarded to employees and remain unvested, however due to the group's FY25 core headline loss for the year, the impact of these RSUs is anti-dilutive and therefore these RSUs have been excluded from the diluted weighted average number of ordinary shares for FY25. As at 31 March 2024, 15.8m RSUs have been awarded to employees and remain unvested resulting in a dilutive impact in the prior year. The diluted weighted average number of ordinary shares issued for FY24 was 442m.*

Notes to the summary consolidated financial statements continued

for the year ended 31 March 2025

15. Non-IFRS performance measures and *pro forma* information continued

15.3 Non-IFRS measures: core headline earnings and adjusted core headline earnings continued

	2025 ZAR'm	2024 ZAR'm	% change
Core headline (loss)/earnings (ZAR'm)	**(705)**	2 188	>(100)
Adjusted for:			
Losses on cash remittances (net of tax effects and non-controlling interests)	**(93)**	(859)	
Adjusted core headline (loss)/earnings (ZAR'm)	**(798)**	1 329	>(100)
Adjusted core headline (loss)/earnings per ordinary share issued (SA cents)	**(186)**	313	>(100)
Diluted adjusted core headline (loss)/earnings per ordinary share issued (SA cents)[1]	**(186)**	301	>(100)

[1] *As at 31 March 2025, 16.5m RSUs have been awarded to employees and remain unvested, however due to the group's FY25 adjusted core headline loss for the year, the impact of these RSUs is anti-dilutive and therefore these RSUs have been excluded from the diluted weighted average number of ordinary shares for FY25. As at 31 March 2024, 15.8m RSUs have been awarded to employees and remain unvested resulting in a dilutive impact in the prior year. The diluted weighted average number of ordinary shares issued for FY24 was 442m.*

15.4 Non-IFRS measures: free cash flow

Reconciliation of cash generated from operating activities to free cash flow

	2025 ZAR'm	2024 ZAR'm	% change
Cash generated from operating activities	**6 908**	8 062	(14)
Adjusted for:			
– Lease repayments[1]	**(2 992)**	(2 672)	
– Net capital expenditure	**(820)**	(1 154)	
– Investment income	**16**	12	
– Taxation paid	**(3 628)**	(3 659)	
Free cash (outflow)/inflow	**(516)**	589	>(100)

[1] *Includes the capital portion of all lease repayments and only interest on leased transponders.*

Shape the future
with confidence

EY
102 Rivonia Road
Sandton
Private Bag X14
Sandton
2146

Ernst & Young Incorporated
Co. Reg. No. 2005/002308/21
Tel: +27 (0) 11 772 3000
Fax: +27 (0) 11 772 4000
Docex 123 Randburg
ey.com

Independent auditor's assurance report on the compilation of constant currency *pro forma* financial information included in the summary consolidated financial statements for the year ended 31 March 2025

To the Directors of MultiChoice Group Limited

We have completed our assurance engagement to report on the compilation of constant currency *pro forma* financial information of MultiChoice Group Limited and its subsidiaries (collectively, the "**Group**"), by the directors.

The constant currency *pro forma* financial information, as set out on pages 32 to 34 of the Summary Consolidated Financial Statements for the year ended 31 March 2025 consists of the conversion of the segmental results and revenue and costs by nature (together, the "**Base Information**") to a constant currency (collective, the "**Constant Currency *Pro forma* Financial Information**"). The applicable criteria on the basis of which the directors have compiled the Constant Currency *Pro forma* Financial Information are specified in the JSE Limited ("**JSE**") Listings Requirements and described in note 15 on page 32 of the Summary Consolidated Financial Statements for the year ended 31 March 2025.

The Constant Currency *Pro forma* Financial Information has been compiled by the directors to illustrate the impact of converting revenue, trading profit, revenue by nature, operating expenses to a constant currency by adjusting the current year's results with the prior year's average foreign exchange rates, determined as the average of the monthly exchange rates for that year (collectively, the "**Constant Currency *Pro forma* Adjustments**"). As part of this process, information about the Group's consolidated financial performance has been extracted by the directors from the Group's consolidated annual financial statements for the year ended 31 March 2025, on which an auditor's report was issued on 11 June 2025.

Directors' Responsibility for the Constant Currency *Pro forma* Financial Information

The directors are responsible for compiling the Constant Currency *Pro forma* Financial Information on the basis of the applicable criteria specified in the JSE Listings Requirements and described in Note 15 on page 32 of the Summary Consolidated Financial Statements for the year ended 31 March 2025.

Our Independence and Quality Management

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

The firm applies International Standard on Quality Management 1 ("**ISQM 1**") *Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements* which requires the firm to design, implement and operate a system of quality management, including documented policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Independent Auditor's Responsibility

Our responsibility is to express an opinion about whether the Constant Currency *Pro forma* Financial Information has been compiled, in all material respects, by the directors on the basis specified in the JSE Listings Requirements and described in Note 15 on page 32 of the Summary Consolidated Financial Statements for the year ended 31 March 2025 based on our procedures performed.

We conducted our engagement in accordance with the International Standard on *Assurance Engagements (ISAE) 3420, Assurance Engagements to Report on the Compilation of Pro Forma Financial Information Included in a Prospectus*, which is applicable to an engagement of this nature, issued by the International Auditing and Assurance Standards Board. This standard requires that we plan and perform procedures to obtain reasonable assurance about whether the Constant Currency *Pro forma* Financial Information has been compiled, in all material respects, on the basis specified in the JSE Listings Requirements.

For purposes of this engagement, we are not responsible for updating or reissuing any reports or opinions on any historical financial information used in compiling the Constant Currency *Pro forma* Financial Information, nor have we, in the course of this engagement, performed an audit or review of the financial information used in compiling the Constant Currency *Pro forma* Financial Information.

EY
102 Rivonia Road
Sandton
Private Bag X14
Sandton
2146

Ernst & Young Incorporated
Co. Reg. No. 2005/002308/21
Tel: +27 (0) 11 772 3000
Fax: +27 (0) 11 772 4000
Docex 123 Randburg
ey.com

Shape the future with confidence

Independent auditor's assurance report on the compilation of constant currency *pro forma* financial information included in the summary consolidated financial statements for the year ended 31 March 2025 continued

The purpose of Constant Currency *Pro forma* Financial Information included in the Summary Consolidated Financial Statements for the year ended 31 March 2025 is solely to illustrate the impact of the Constant Currency *Pro forma* Adjustments on unadjusted financial information of the Group as if the conversion to a constant currency had occurred for purposes of the illustration. Accordingly, we do not provide any assurance that the actual outcome of the conversion to a constant currency would have been as presented.

A reasonable assurance engagement to report on whether the Constant Currency *Pro forma* Financial Information has been compiled, in all material respects, on the basis of the applicable criteria involves performing procedures to assess whether the applicable criteria used by the directors in the compilation of the Constant Currency *Pro forma* Financial Information provides a reasonable basis for presenting the significant effects directly attributable to the Constant Currency *Pro forma* Adjustments and to obtain sufficient appropriate evidence about whether:

- The related Constant Currency *Pro forma* Adjustments give appropriate effect to those criteria; and
- The Constant Currency *Pro forma* Financial Information reflects the proper application of those adjustments to the unadjusted financial information.

Our procedures selected depend on our judgment, having regard to our understanding of the nature of the Group, the Constant Currency *Pro forma* Adjustments in respect of which the Constant Currency *Pro forma* Financial Information has been compiled, and other relevant engagement circumstances.

Our engagement also involves evaluating the overall presentation of the Constant Currency *Pro forma* Financial Information.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

In our opinion, the Constant Currency *Pro forma* Financial Information has been compiled, in all material respects, on the basis of the applicable criteria specified in the JSE Listings Requirements and described in Note 15 on page 32 of the Summary Consolidated Financial Statements for the year ended 31 March 2025.

Ernst & Young Inc.

Ernst & Young Inc.
Director: CE Trollope
Registered Auditor

11 June 2025
Johannesburg, South Africa

Appendix A:

Our procedures were performed in respect of the Constant Currency Pro forma Financial Information as contained in the currency impact column on pages 33 to 34 read together with Note 15 on page 32 of the Summary Consolidated Financial Statements for the year-ended 31 March 2025.

EY
102 Rivonia Road
Sandton
Private Bag X14
Sandton
2146

Ernst & Young Incorporated
Co. Reg. No. 2005/002308/21
Tel: +27 (0) 11 772 3000
Fax: +27 (0) 11 772 4000
Docex 123 Randburg
ey.com

Shape the future with confidence

Independent auditor's assurance report on the compilation of non-IFRS financial information included in the summary consolidated financial statements for the year ended 31 March 2025

To the Directors of MultiChoice Group Limited

We have completed our assurance engagement to report on the compilation of *pro forma* financial information of MultiChoice Group Limited and its subsidiaries (collectively, the "**Group**"), by the directors.

The *pro forma* financial information, as set out on pages 32 to 36 of the Summary Consolidated Financial Statements for the year ended 31 March 2025, consists of the organic growth of the segmental results, revenue and costs by nature, core headline earnings, adjusted core headline earnings, free cash flow net debt, EBITDA and the related notes thereto (collectively, the "**Non-IFRS Financial Information**"). The applicable criteria on the basis of which the directors have compiled the Non-IFRS Financial Information are specified in the JSE Limited ("**JSE**") Listings Requirements and described in Note 15 on page 32 of the Summary Consolidated Financial Statements for the year ended 31 March 2025.

The Non-IFRS Financial Information has been compiled by the directors to illustrate the impact of material changes in the composition of the Group from corporate merger and acquisition activity and excluding the impact of non-recurring and/or non-operational items from the Group's sustainable operational performance, core headline earnings, adjusted core headline earnings and free cash flow, together with certain measures used in the calculation of debt ratios, being net debt and EBITDA for the year ended 31 March 2025. As part of this process, information about the Group's financial position, and financial performance has been extracted by the directors from the Summary Consolidated Financial Statements for the year ended 31 March 2025, on which an auditor's report was issued on 11 June 2025.

Directors' Responsibility for the Non-IFRS Financial Information

The directors are responsible for compiling the Non-IFRS Financial Information on the basis of the applicable criteria specified in the JSE Listings Requirements and described in Note 15 on page 32 of the Summary Consolidated Financial Statements for the year ended 31 March 2025.

Our Independence and Quality Management

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

The firm applies International Standard on Quality Management 1 ("**ISQM 1**") *Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements* which requires the firm to design, implement and operate a system of quality management, including documented policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

Independent Auditor's Responsibility

Our responsibility is to express an opinion about whether the Non-IFRS Financial Information has been compiled, in all material respects, by the directors on the basis specified in the JSE Listings Requirements and described in Note 15 on page 32 of the Summary Consolidated Financial Statements for the year ended 31 March 2025 based on our procedures performed.

We conducted our engagement in accordance with the International Standard on Assurance Engagements (ISAE) 3420, *Assurance Engagements to Report on the Compilation of Pro Forma Financial Information Included in a Prospectus,* which is applicable to an engagement of this nature, issued by the International Auditing and Assurance Standards Board. This standard requires that we plan and perform procedures to obtain reasonable assurance about whether the Non-IFRS Financial Information has been compiled, in all material respects, on the basis specified in the JSE Listings Requirements.

For purposes of this engagement, we are not responsible for updating or reissuing any reports or opinions on any historical financial information used in compiling the Non-IFRS Financial Information, nor have we, in the course of this engagement, performed an audit or review of the financial information used in compiling the Non-IFRS Financial Information.

The purpose of the Non-IFRS Financial Information included in the Summary Consolidated Financial Statements for the year ended 31 March 2025, is to illustrate how the unadjusted

EY
102 Rivonia Road
Sandton
Private Bag X14
Sandton
2146

Ernst & Young Incorporated
Co. Reg. No. 2005/002308/21
Tel: +27 (0) 11 772 3000
Fax: +27 (0) 11 772 4000
Docex 123 Randburg
ey.com

Shape the future with confidence

Independent auditor's assurance report on the compilation of non-IFRS financial information included in the summary consolidated financial statements for the year ended 31 March 2025 continued

financial information of the entity has been impacted by the adjustments, as described in the basis of preparation. Accordingly, we do not provide any assurance that the actual outcome of the adjustments made would have been as presented.

A reasonable assurance engagement to report on whether the Non-IFRS Financial Information has been compiled, in all material respects, on the basis of the applicable criteria involves performing procedures to assess whether the applicable criteria used by the directors in the compilation of the Non-IFRS Financial Information provides a reasonable basis for presenting the significant effects directly attributable to the adjustments made and to obtain sufficient appropriate evidence about whether:

- The related *pro forma* adjustments give appropriate effect to those criteria; and
- The Non-IFRS Financial Information reflects the proper application of those adjustments to the unadjusted financial information.

Our procedures selected depend on our judgment, having regard to our understanding of the nature of the Group, and the adjustments made in respect of which the Non-IFRS Financial Information has been compiled, and other relevant engagement circumstances.

Our engagement also involves evaluating the overall presentation of the Non-IFRS Financial Information.

We believe that the evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Opinion

In our opinion, the Non-IFRS Financial Information has been compiled, in all material respects, on the basis of the applicable criteria specified in the JSE Listings Requirements and described in Note 15 on page 32 of the Summary Consolidated Financial Statements for the year ended 31 March 2025.

Ernst & Young Inc.

Ernst & Young Inc.
Director: CE Trollope
Registered Auditor

11 June 2025
Johannesburg

Administration and corporate information

Company secretary
Carmen Miller
MultiChoice City
144 Bram Fischer Drive,
Randburg, 2194,
South Africa
cosec@multichoice.com
Tel: +27 (0)11 289 4888/3657

Registered office
MultiChoice City
144 Bram Fischer Drive,
Randburg, 2194,
South Africa
PO Box 1502, Randburg, 2125,
South Africa
Tel: +27 (0)11 289 6604

Registration number
2018/473845/06
Incorporated in South Africa

External auditor
Ernst and Young Inc.
102 Rivonia Road,
Sandton, 2196,
Gauteng,
South Africa

Transfer secretaries
Singular Systems Proprietary Limited
(Registration number: 2002/001492/07)
25 Scott Street, Waverley, 2090
PO Box 1266, Bramley, 2018
Tel: +27 (0)870 150 342/3
multichoice@singular.co.za

ADR programme
The Bank of New York Mellon

Shareholder relations department

Global BuyDIRECT^{SM}
462 South 4th Street, Suite 1600,
Louisville, KY 40202
United States of America
(PO Box 505000, Louisville, KY 40233-5000)

Sponsor
Merchantec Proprietary Limited (Merchantec Capital)
(Registration number: 2008/027362/07)
13th Floor Illovo Point, 68 Melville Rd, Sandton, 2196
PO Box 41480, Craighall, Johannesburg, 2024, South Africa
Tel: +27 (0)11 325 6363

Attorneys
Webber Wentzel
90 Rivonia Road, Sandton
PO Box 91771, Marshalltown, Johannesburg,
2107, South Africa
Tel: +27 (0)11 530 5000

Investor relations
Meloy Horn
InvestorRelations@multichoice.com
Tel: +27 (0)11 289 3320

MultiChoice

ENRICHING LIVES

www.multichoice.com

MultiChoice Group Limited

Consolidated annual financial statements
for the year ended 31 March 2025

Statement of responsibility by the board of directors

for the year ended 31 March 2025

The consolidated annual financial statements are the responsibility of the directors of MultiChoice Group Limited. In discharging this responsibility, the directors rely on management to prepare the consolidated annual financial statements presented on pages 1 to 103 in accordance with IFRS® Accounting Standards as issued by the International Accounting Standards Board (IASB) and Interpretations as issued by the IFRS Interpretations Committee (IFRIC), the South African Institute of Chartered Accountants (SAICA) Financial Reporting Guides as issued by the Accounting Practices Committee (APC), Financial Reporting Pronouncements as issued by the Financial Reporting Standards Council (FRSC), the Johannesburg Stock Exchange (JSE) Listings Requirements and the requirements of the South African Companies Act, No 71 of 2008 as amended (the Act). The group also subscribes in all its activities to principles of best practice and corporate governance, as set out in the King IV Report on Corporate Governance for South Africa 2016 (King IV™). In conformity with IFRS Accounting Standards, the consolidated annual financial statements include amounts based on judgements and estimates made by management. The information given is comprehensive and presented in a responsible manner.

The directors accept responsibility for the preparation, integrity and fair presentation of the consolidated annual financial statements. No facts have been omitted or untrue statements made that would make the consolidated annual financial statements false or misleading. Internal financial controls have been put in place to ensure that material information relating to MultiChoice Group Limited and its consolidated subsidiaries and equity-accounted associates have been provided to effectively prepare the consolidated annual financial statements. The group operates in an established control environment, which is documented and regularly reviewed. The group's risk committee plays an integral role in risk management.

The group’s internal audit function, which operates unimpeded by operational management, and has unrestricted access to the group’s audit committee, assesses and, when necessary, recommends improvements to the system of internal control and accounting practices, based on audit plans that take cognisance of the relative degrees of risk of each function or aspect of the business.

The directors believe that the group has adequate resources to continue operations as a going concern in the foreseeable future, based on budgets, cash flow forecasts and available cash resources. The consolidated annual financial statements, reflecting the current financial position and existing borrowing facilities, support the viability of the group. The preparation of the consolidated annual financial statements was supervised by the group’s Chief Financial Officer, Tim Jacobs CA(SA). These results were made public on 11 June 2025.

The independent auditing firm Ernst & Young Inc., which was given unrestricted access to all financial records and related data, including minutes of all meetings of shareholders, the board of directors and committees of the board, has audited the consolidated annual financial statements. The directors believe that all representations made to the independent external auditors during their audit were valid and appropriate. Ernst & Young Inc.'s unqualified audit report is presented on pages 17 to 22.

The consolidated annual financial statements were approved by the board of directors on 11 June 2025 and are signed on its behalf by:

Elias Masilela	**Calvo Mawela**
Chair	*Chief executive officer (CEO)*

Company Secretary's Certification and CEO and CFO responsibility statement

for the year ended 31 March 2025

Company Secretary's Certification

In terms of section 88(2)(e) of the Companies Act No 71 of 2008, in my capacity as company secretary of MultiChoice Group Limited, I confirm that for the year ended 31 March 2025 the company has lodged with the Registrar of Companies and the Companies and Intellectual Property Commission, all such returns and notices as are required of a public company in terms of the Companies Act and that all such returns and notices are, to the best of my knowledge, true, correct and up to date.

Carmen Miller
Company Secretary
11 June 2025

CEO and CFO responsibility statement

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

(a) The consolidated annual financial statements set out on pages 1 to 103, fairly present in all material respects, the financial position, changes in equity, results of operations and cash flows of MultiChoice Group Limited in terms of IFRS Accounting Standards;
(b) To the best of our knowledge and belief, no facts have been omitted, or untrue statements made that would make the consolidated annual financial statements false or misleading;
(c) Internal financial controls have been put in place to ensure that material information relating to MultiChoice Group Limited and its consolidated subsidiaries has been provided to effectively prepare the consolidated annual financial statements of MultiChoice Group Limited;
(d) The internal financial controls are adequate and effective and can be relied upon in compiling the consolidated 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 any deficiencies in design and operational effectiveness of the internal financial controls, and have remediated the deficiencies; and
(f) We are not aware of any fraud involving directors.

Calvo Mawela
Chief executive officer (CEO)
11 June 2025

Tim Jacobs
Chief financial officer (CFO)
11 June 2025

I am pleased to present the report of the audit committee (the committee) for the year ended 31 March 2025 (FY25). The committee submits this report, as required by section 94 of the South African Companies Act No 71 of 2008 (the Act).

Members of the audit committee and attendance at meetings

The committee consists of only independent non-executive directors and meets at least three times per year in accordance with its charter. All members act independently, are financially literate, have sound business and financial acumen and comply with all other requirements of section 94 of the Act. The committee has unrestricted access to group information falling within the committee's mandate and liaises with management on the information it requires to carry out its responsibilities.

During FY25, five meetings were held. The internal and external auditors, in their respective capacity as auditors to the group, attended and reported at all formal meetings of the committee. Both internal and external auditors have unrestricted access to the committee through the chair as well as the opportunity at one meeting per year to report to the committee in the absence of management. The chairperson of the board, group CEO, group CFO and group deputy CFO, group company secretary and group general counsel, while not members, attend committee meetings by invitation.

The names of the members who were in office during FY25, and up to the date of this report, and the details of the committee meetings attended by each of the members are reflected below.

Name of member	Qualifications	Attendance	Category
L Stephens	BBSc, BCom (Hons), CA(SA), CD(SA)	5/5	Independent non-executive (chair)
CM Sabwa	BCom (Accounting), CPA(K)	4/5	Independent non-executive
E Masilela*	BSocSci (Economics and statistics) and MSc (Economic Policy and Analysis)	-	Independent non-executive
JH du Preez	CA(SA), CD(SA)	5/5	Independent non-executive

** Following his appointment as chair of the board, E Masilela stepped down as a member of the audit committee with effect from 23 April 2024 and therefore was only eligible to attend committee meetings thereafter by invitation.*

The board and the nomination committee unanimously recommend to shareholders at the Annual General Meeting (AGM) that the current committee members be re-elected.

Responsibilities

The committee has adopted formal terms of reference, delegated by the board of directors, as set out in its charter.

The committee has discharged its responsibilities in terms of its charter and ascribed to it in terms of the Act through the performance of the following:

Financial controls

- Review and approve for presentation to and approval by the board, the consolidated annual/summary/abridged financial statements, integrated annual reports, interim and preliminary reports, long form and short form financial results announcements, and any other group press releases with material financial or internal control impacts. These reviews included:
  - taking appropriate steps to ensure the consolidated annual and interim financial statements were prepared in accordance with IFRS Accounting Standards and in the manner required by the Act.
  - considering and, when appropriate, making recommendations on internal financial controls.
  - dealing with concerns or complaints on accounting policies, internal audit, the auditing or content of the consolidated annual and interim financial statements, and internal financial controls.
  - reviewing key audit matters raised by the external auditor and management's response thereto.
  - reviewing legal matters that could have a significant impact on the consolidated annual financial statements.
  - compiling a report to be inserted in the consolidated annual financial statements, describing how the audit committee carried out its functions.
- Disclose in the integrated annual report significant matters that the audit committee has considered in relation to the consolidated annual financial statements, and how these were addressed by management.
- Reviewed the ability of the group to continue as a going concern, including the group's dividend recommendation and an analysis of the group's liquidity and solvency and recommend it to the board for approval.

External Auditor

- Receive all audit reports directly from the external auditor.
- Annually review the external auditor's performance and disclose the committee's views on the quality of the external audit, with reference to audit quality indicators such as those that may be included in inspection reports issued by external audit regulators.
- Evaluate the lead partner of the external auditor, Charles Edgar Trollope, who will be subject to rotation as required by the South African Companies Act.
- Present the committee's conclusions on the external auditor to the board, preceding the annual request to shareholders to approve the appointment of the external auditor.
- Approve the external auditor's terms of engagement and remuneration.
- Evaluate and provide commentary on the external auditor's audit plans, scope of findings, identified issues and reports.
- Develop a policy for the board to approve non-audit services performed by the external auditor. Approve non-audit services provided by the external auditor in accordance with this policy
- Present the committee's conclusions in respect of the nomination for appointment as external auditors to the MultiChoice Group Limited (MCG) board and consideration of audit firm rotation as required by applicable regulations, preceding the annual request to MCG shareholders to approve the appointment of the external auditors.

Internal Audit

- Approve and recommend to the board for approval, the internal audit charter, which must be reviewed periodically.
- Oversee the internal audit function and assist the board in fulfilling the following responsibilities:
  - set the direction for internal audit arrangements needed to provide objective and relevant assurance, thereby contributing to the effectiveness of governance, risk management and control processes.
  - ensure that arrangements for internal audit provide for the necessary skills and resources to address the complexity and volume of risk faced by the group, and that internal audit is supplemented as required by specialists.
  - confirm the appointment of the head of the group's internal audit function and periodically review his/her performance.
  - monitor that internal audit follows an approved risk-based internal audit plan, review the organisational risk profile regularly, and propose adaptations to the internal audit plan accordingly.
  - ensure internal audit provides a statement annually as to the effectiveness of the group's governance, risk management and control processes.
  - ensure the internal audit function is subject to an external, independent quality review every four years.
  - obtain confirmation annually from the head of the group's internal audit function that internal audit conforms to a recognised industry code of ethics and internal auditing standards.
  - review internal audit and the risk committee's reports to the audit committee.

Combined Assurance

- Ensure that the arrangements for assurance services are effective in achieving the following objectives:
  - enabling an effective internal control environment,
  - supporting the integrity of information used for internal decision-making by management, the board and its committees, and
  - supporting the integrity of external reports.
- Ensure a combined assurance model is applied which incorporates and optimises the various assurance services and functions so that, taken as a whole, they support the objectives of assurance.
- Ensure that the combined assurance model is designed and implemented to effectively cover the group's significant risks and material matters through a combination of assurance service providers and functions as is appropriate for the group.
- Disclose in the integrated annual report the arrangements in place for combined assurance and the committee's views on its effectiveness.

Other matters

- Review procedures to ensure that the listing requirements of the Johannesburg Stock Exchange (JSE) are complied with.
- Review practices with reference to the King IV™ Code on Corporate Governance and make specific disclosures recommended by the code.
- Monitor compliance with board-approved group levels of authority.
- Establish procedures for the receipt, retention and treatment of complaints received on accounting, internal control, auditing matters, risk management and management of other fraudulent activities, including procedures for confidential, anonymous reporting by employees.
- Annually evaluate the performance and appropriateness of the expertise and experience of the chief financial officer and the finance function and disclose the results in the integrated annual report.
- Evaluate the effectiveness of risk management, financial controls and governance processes.
- Review audit committee reports and charters of all major subsidiaries, as well as their annual assessment of charter compliance.
- Review the JSE Limited's report on the proactive monitoring of consolidated annual financial statements, as well as other JSE Limited communications directed at audit committees, and ensure correct application in the group's reported financial information.

Key areas of focus during FY25

The committee's key focus areas during the year included:

- discharging its functions in terms of its charter.
- assessing the impact of changes to accounting standards and the JSE Listings Requirements.
- reviewing implementation of King IV™ recommendations.
- approving external audit fees.
- focusing regularly on the group's working capital requirements and ensuring that the group continues to operate as a going concern.
- review of the group's treasury risks including illiquid cash, foreign exchange and counterparty risk management.
- oversight and conclusion of the group's audit firm rotation selection process.
- reviewing at each meeting the accounting for taxation provisions and contingencies.
- oversight of the adoption of and transition to the 2024 International Institute of Internal Auditors (IIA) standards which came into effect on 9 January 2025.
- reviewing at each meeting the schedule of non-audit services provided by external audit and ensuring compliance with the group policy.
- reviewing financial trading updates prior to release on the SENS.

Financial statement reporting issues

The committee's main responsibility in relation to the group's financial reporting is to review, with both management and the external auditor, the appropriateness of the consolidated annual and interim financial statements with its primary focus being on:

- the quality and acceptability of accounting policies and practices,
- material areas where significant judgements have been made, along with any significant assumptions or estimates, or where significant issues have been discussed with or challenged by the external auditor, and
- an assessment of whether the consolidated annual and interim financial statements, taken as a whole, are fair and balanced.

The significant judgements, issues and conclusions reached, or actions taken by the committee in relation to the FY25 consolidated annual financial statements are outlined below.

Each of the matters were discussed with the external auditor and, where appropriate, have been addressed as key audit matters in the report on the audit of the consolidated annual financial statements on pages 17 to 22.

<table>
<tr><th>Key audit matter description</th><th>How the audit committee addressed the matter</th></tr>
<tr><td>

KingMakers Impairment

As disclosed in note 24 to the financial statements, during our 31 March 2025 year-end audit, the MultiChoice's equity accounted investment in Blue Lake Ventures ("KingMakers") was subject to an impairment assessment in accordance with *IAS 36 Impairment of Assets*.

The determination of the fair value amount of the Group's investment in KingMakers relies on the judgements applied and key assumptions made by management in assessing, amongst others:

- the impact of the Nigerian Naira devaluation on the discounted future cashflows for the Nigeria operations; and
- for the South African operations, which is in its early stage of operations, the discounted future cashflows impacted by the losses incurred.

Management made use of its own experts to review the methodology, assumptions and inputs used in the valuation model.

In assessing the above, we were required to utilise our valuation specialists on our audit team. There was significant audit attention on the following key assumptions within the valuation model for both Nigeria and South Africa:

- The assumptions underpinning the forecasted 10-year gross gaming revenue with specific emphasis on the local currency perpetuity growth rate, stakes and bonuses and other cost assumptions.
- The weighted average cost of capital used to discount the cash flows of the underlying entities that make up the consolidated Blue Lake Ventures; and
- In respect of the foreign operations, the forecasted exchange rates applied in translation of the discounted cash flows in order to capture the foreign exchange uncertainty.

As a result of the significant attention on the above matters by us with our specialists we considered the fair value of the Group's investment in KingMakers, a key audit matter.

Refer to note 24: Investment in associates and joint ventures

</td><td>

This reporting matter was addressed by the audit committee as follows:

- Discussion around management's valuation, including the disclosures in the consolidated financial statements around significant management judgements;
- Reliance on the review outcomes from KingMakers management;
- Review of the external auditors report, specifically the areas dealing with the work performed around the KingMakers valuation;
- Challenging the key impairment indicators and their alignment to the committee's understanding of the group.

Consequently, the audit committee was satisfied with the approach adopted in the consolidated annual financial statements and the fact that no impairment of KingMakers was necessary.

</td></tr>
</table>

Other reporting matters

The committee has reviewed and is satisfied with the adequacy and effectiveness of accounting policies, financial and other internal control systems, and the financial reporting processes which are operating effectively.

Internal audit

The committee is responsible for ensuring that the group's internal audit function is independent and has the necessary resources, standing and authority in the group to discharge its duties.

The committee oversees cooperation between internal and external auditors and serves as a link between the board of directors and these functions. The group's head of internal audit reports functionally to the chair of the committee and administratively to the group CFO. An assessment of the effectiveness of the internal audit function, as well as the head of internal audit, is performed annually by the committee. Based on the assessment, the committee is of the opinion that the internal audit function, as well as the head of internal audit, are effective.

Effectiveness of the group's internal financial controls

The committee reports to the board that it is of the opinion that, based on enquiries made and the reports from the internal and external auditors on findings from the audit of the consolidated annual financial statements, the risk management processes and systems of internal control of the group were effective for the year under review. No material weaknesses in financial controls of the group were reported for the year under review.

Independence and effectiveness of the external auditor

Ernst & Young Inc. (EY) was the appointed auditor of the group for FY25. The committee believes that EY has observed the highest level of business and professional ethics. The committee is satisfied that EY has, at all times, acted with unimpaired independence.

Details of fees paid to EY are disclosed in note 6 to the consolidated annual financial statements. All non-audit services provided by EY were approved by the committee during the current financial year in accordance with the board-approved policy on non-audit services performed by the external auditor. The audit committee approved the provision of non-audit services that it believes are routine and recurring services that would not impair the independence of EY and are consistent with the principles of the Code of Professional Conduct set by the Independent Regulatory Board for Auditors. Approved services included general consulting advice and tax consulting advice such as tax compliance. Services approved for FY25 amounted to ZARnil (FY24: ZAR1.4m) for tax consulting and ZAR2.5m (FY24: ZAR1.9m) for other services.

During FY25, the committee reviewed representations by EY and, after conducting its own review, confirmed the independence of EY. The quality of the external audit for FY25 was reviewed, focusing on a range of factors considered relevant to audit quality and feedback from EY on their performance against their own objectives. Based on this review, the committee concluded the external audit to be satisfactory.

The partner responsible for the audit is required to rotate every five years. Charles Edgar Trollope has been the audit partner for the last two financial years.

The committee, in accordance with paragraph 3.84(g)(iii) of the JSE Listings Requirements, confirms that it assessed the suitability of EY and the designated auditor, Charles Edgar Trollope. The committee, as part of its assessment, requested and reviewed the information detailed in paragraph 3.84(g)(iii) of the JSE Listings Requirements from the external auditor.

Recommended external auditor for FY26

The committee recommends the reappointment of EY as the group's external auditor, with Charles Edgar Trollope being the designated auditor, at the upcoming AGM. This appointment would continue until the completion of the audit for the financial year ending 31 March 2026.

MultiChoice Group Limited has on recommendation from the audit committee, decided to change its external auditors to Deloitte Africa. A phased transition approach is being taken. Deloitte Africa will be appointed by the majority of entities outside of South Africa. EY will be reappointed as the external auditors of the group for FY26 (the period of 1 April 2025 until 31 March 2026). Deloitte Africa will take over the audit for the group from 1 April 2026.

Confidential meetings

Audit committee agendas provide for confidential meetings between committee members and the internal and external auditors, separately and independently from management.

Expertise and experience of the group's CFO and the finance function

As required by the King IV™ principle 8 practice 59.f and the JSE Limited Listings Requirements 3.84(g), the audit committee has satisfied itself that the group CFO has the appropriate expertise and experience. In addition, the committee satisfied itself that the composition, experience and skills set of the finance function met the group's requirements. Based on an assessment performed annually, the committee is of the opinion that the finance function, as well as the CFO, is effective.

Combined assurance

The board does not only rely on the adequacy of the embedded internal control process in the business but considers reports on the effectiveness of risk management activities from the risk committee. The committee ensures that the assurance functions of management as well as internal and external audit are sufficiently integrated and is satisfied that these together are effective for combined assurance. The board obtains assurance through the following:

- Senior management and the risk committee considers the group's risk strategy and policy, along with the effectiveness and efficiency thereof. The risk committee also considers the adequacy of risk management strategies, systems of internal control, risk profiles and legal compliance. The audit committee receives assurance from the risk committee that risk management activities are sufficient and effective.
- Information technology governance is assessed by the committee through reporting at each meeting from the group chief information officer.
- The annual renewal of insurance (including directors' and officers' insurance) is specifically considered together with risk management and the group's external insurance consultants.
- The committee considers the systems of internal control, reviews internal audit reports, and reviews the independence of the auditor, the extent and nature of audit engagements, the scope of work and the external audit reports and findings.
- This committee also reviews the level of disclosure in the consolidated annual financial statements and the appropriateness of accounting policies adopted by management and jointly with the risk committee considers material issues of fraud and reporting on fraud.
- The board reviews the performance of the committee against its charter.

The chair of the committee reports to the board at the board meeting following each committee meeting on matters addressed by the committee at its last meeting.

Discharge of responsibilities

The committee determined that, during FY25, it had discharged its legal and other responsibilities as outlined in terms of its charter, details of which are included in the full corporate governance report at www.multichoice.com. The board concurred with this assessment.

Key focus areas going forward

The committee's key focus areas for the next financial year include:

- discharging its functions in terms of its charter.
- focusing regularly on the group's working capital requirements and ensuring that the group continues to operate as a going concern.
- review of the group's treasury risks including foreign exchange and hedging practice, liquidity, management of debt and covenants and counterparty risk management.
- monitoring the performance and audit quality of external auditors.
- reviewing at each meeting the management of tax matters together with the accounting for taxation provisions and contingencies.
- reviewing at each meeting the schedule of non-audit services provided by external audit and ensuring compliance with the group policy.
- review of material group programme updates including internal audit's assurance assessment thereof.
- review internal audit updates and any control matters arising from internal audit reviews, including remediation plans from management.
- review and approve, where necessary, any related party transactions.
- review of the accounting treatment and financial statement disclosures for any material transactions.

Louisa Stephens
Chair: Audit committee
11 June 2025

1. Nature of business

MultiChoice Group Limited and its subsidiaries (MultiChoice or the group) operate video-entertainment subscription-based platforms in South Africa and sub-Saharan Africa (50 countries in total) and offer services through direct-to-home satellite broadcast television (DTH), digital terrestrial television (DTT), and linear and subscription video on demand (SVOD) over-the-top (OTT) streaming video. The group's commercial video-entertainment services provide packages of audio-visual programming to consumers for a monthly charge. The group has also expanded in recent years beyond video entertainment and has non-controlling investments in interactive entertainment and fintech segments which offer a broader range of relevant and curated products and services to the wider group's established customer base.

2. Group performance overview

The past two financial years have been a period of significant financial disruption for economies, corporates and consumers across sub-Saharan Africa due to challenging macro-economic factors. Combined with the impact of structural industry changes in video entertainment such as the rise of piracy, streaming services and social media, this has materially affected the overall performance of the MultiChoice Group. Over this period, the group lost 2.8m active linear subscribers and had to absorb a ZAR10.2bn negative impact on its topline due to local currency depreciation against the US dollar.

Management acted decisively to ensure that the group could withstand these headwinds, focusing on key areas within its control. This has meant maintaining a discipline of inflationary pricing, with price increases of ~5.7% in South Africa in FY25 (FY24: 5.6%) and an average of 31% in local currency in Rest of Africa (FY24: 27%), which enabled the group to offset subscriber volume pressures and deliver 1% year-on-year (YoY) organic revenue growth in the current financial year.

In addition, further efficiencies were implemented to manage costs and cash flows without unduly sacrificing the group's customer value proposition. In this regard, the group delivered ZAR3.7bn in cost savings, well ahead of management's initial ZAR2.0bn target (and the revised ZAR2.5bn target set at interims) and almost double the ZAR1.9bn saved in FY24. Despite these cost savings, the group's organic trading profit declined by 9% YoY due to the increased operating costs in Showmax in its peak investment year.

Importantly, the group returned to a positive equity position through a combination of cost savings, a stabilisation in currencies, and the accounting gain on the sale of 60% of the group's shareholding in its insurance business (NMSIS) to Sanlam.

Headline results

The group's performance was mixed, as the effects of a severely stretched consumer environment, combined with foreign currency and other macro headwinds, were countered by accelerated cost savings and cash management initiatives.

Linear subscribers were down 1.2m or 8% YoY to 14.5m active subscribers, with the loss evenly split between South African (0.6m) and Rest of Africa (0.6m). Although reflecting an improvement on FY24 trends, this indicates ongoing broad-based pressure across the group's entire customer base.

Active paying Showmax subscribers were up 44% YoY, reflecting healthy growth and gaining regional market share.

Group revenue declined by ZAR5.2bn or 9% YoY to ZAR50.8bn, mainly due to an 11% decline in subscription revenues (-1% organic) caused by foreign currency and subscriber volume headwinds and the deconsolidation of the NMSIS insurance business from December 2024. This was partially offset by inflationary pricing and new product growth (DStv Internet, DStv Stream and Extra Stream).

Trading profit, which declined by ZAR3.8bn or 49% YoY to ZAR4.0bn, was materially affected by the ZAR2.3bn organic increase in trading losses in Showmax and the ZAR5.2bn in foreign currency revenue losses, partially offset by a significant outperformance in delivering total cost savings of ZAR3.7bn.

Adjusted core headline earnings, the board's revised measure of the underlying performance of the business, shifted to a loss of ZAR0.8bn (FY24: earnings of ZAR1.3bn) due to lower trading profit and hedging losses reported in FY25 (compared to gains in FY24), partially offset by smaller losses on cash remittances from Nigeria.

The group incurred a free cash outflow of ZAR0.5bn in FY25 (FY24: inflow of ZAR0.6bn), impacted by lower profitability, higher lease repayments due to timing and partially offset by improved working capital management as well as a 29% YoY decline in capex.

2. Group performance overview (continued)

Headline results (continued)

The group remitted USD133m from Nigeria during the year (FY24: USD184m) at a weighted average rate of NGN1589:USD (FY24: NGN1044:USD). In the process, and across its markets with liquidity constraints, it incurred losses of USD6m (ZAR118m), compared to USD59m (ZAR1.1bn) in FY24. At year-end the group held USD12m in cash in Nigeria (FY24: USD39m), which was materially lower than the year before due to focused extraction efforts by in-country and group teams. Mozambique had a difficult election year, characterised by civil unrest and a hard currency liquidity crisis, which resulted in a cash build-up in market of USD35m at year-end.

Net interest costs reduced marginally on the prior year to ZAR1.3bn (FY24: ZAR1.4bn).

The group's share of equity-accounted losses reduced by 16% YoY to ZAR0.5bn. This amount includes four months of equity accounted profits from NMSIS and a narrowing of KingMakers' losses in ZAR, partially offset by an increase in losses from Moment as it expanded its operations.

At year-end the group held ZAR5.1bn in cash and cash equivalents and retains access to ZAR3.0bn in undrawn general borrowing facilities. A part of the ZAR12.0bn term loan was repaid early by using the ZAR0.9bn upfront proceeds from the NMSIS transaction (i.e. ZAR1.2bn, net of tax).

3. Operational performance review

General Entertainment content (M-Net)

The General Entertainment business continued to cater to diverse local languages and cultural needs across the continent, with the group producing and curating stories in more than 45 languages and growing its local content library by 8% to 91 470 hours at the end of FY25.

In South Africa, the group's flagship reality format *Big Brother Mzansi* attracted a record-breaking 3.8 million views for its season finale with a significant increase in votes to 293 million. Afrikaans reality competition *Die Brug* earned a prestigious International Emmy Award nomination for Best Non-Scripted Entertainment, while *Carte Blanche* reaffirmed its position as one of South Africa's most trusted current affairs brands, with a notable increase in viewership during the election period. Other popular content properties were *Umkhokha: The Curse, Sibongile & The Dlaminis, Een Keer Om Die Son* and *Queen Modjadji.*

The group remains the leading local content producer on the continent, with *Big Brother Naija* once again attracting significant audiences in Nigeria in its ninth season, while Africa Magic Showcase delivered a robust slate of scripted content. Among the top-performing titles in the Rest of Africa was *Omera, Zari* and *Shanga* in Kenya, Ugandan drama series *Beloved*, Tanzanian telenovela *Jiya*, and the second season of Zambian reality series *Mutale Mwanza*. In response to Zambia's electricity supply challenges, the group developed and launched a dedicated loadshedding channel, as it did in South Africa during extended periods of loadshedding, in order to support impacted audiences who don't have catch-up functionality.

FY25 saw a ramp up in local content being produced for Showmax for its first full year of operation since its relaunch, with local shows breaking platform records, namely: *Youngins S2* in first-day views and total hours watched, *Adulting S3* in day-one acquisitions, *The Real Housewives: Ultimate Girls Trip South Africa* in highest unique views for a reality show, and *Tracking Thabo Bester* in documentary views. Meanwhile, *Single Kiasi S3* and *Wura* performed well in East Africa and Nigeria respectively. These local successes demonstrate our commitment to delivering engaging, high-quality content that resonates with our audiences across Africa.

On the international side, we secured popular content for our platforms like *Dune: Prophecy, House Of The Dragon, The Penguin, White Lotus S3* and *True Detective: Night Country*, while launching hits like *Matlock, Day Of The Jackal* and much anticipated spin-off series *Suits: LA.*

3. Operational performance review (continued)

Sports content (SuperSport)

SuperSport had another memorable year of sports coverage, which included three senior men's and the women's ICC major cricket tournaments, an amazing Summer Olympics in Paris, EURO 2024 football and 13 men's Springbok Test matches. In addition, the United Rugby Championship and Currie Cup delivered strong growth, with viewership up 23% and 29% respectively from the previous season, while Dricus du Plessis's second UFC world title fight against Sean Strickland set a new MMA viewership record on SuperSport.

Football maintained strong viewership throughout the year, bolstered by the decision to make LaLiga available to lower-tier packages, and benefitting from the new UEFA Champions League format with an increased number of matches. Locally, the Soweto Derby in February 2025 was the most-watched derby ever.

Over the past year, SuperSport broadcast over 47 839 hours of live coverage, up 7% from last year, and was responsible for the production of 1 029 live events.

SuperSport Schools continues to redefine the landscape of school sports broadcasting. The platform increased its app user base by 46% to 1.2 million registered users, reaching almost 11 million unique viewers through the app and Channel 216 on DStv, and delivering over 50 000 hours of new content. This year also saw the SuperSport Schools channel being made available on SABC Plus, while the Schools SA20 cricket competition was launched in partnership with Cricket South Africa and SA20.

South Africa Linear Pay-TV (MultiChoice South Africa)

The South African economy saw some signs of potential improvement in the current year as inflation eased, and the South African Reserve Bank started lowering interest rates. However, high unemployment, low economic growth and the ongoing effect of load reductions have meant that the South African consumer remains under significant financial pressure, which is negatively affecting businesses like MultiChoice that provides discretionary products and services. The ongoing cost-of-living crisis has meant that households are struggling to make ends meet and many had no choice but to give up their DStv subscription for the time being. At the same time, the South African market has been affected by the ongoing global shift in video consumption towards cheaper streaming services, social media video and free or pirated video services.

Against this background, the business experienced an 8% YoY decline in active subscribers to 7.0m. The negative trend was evident across all three market segments, suggesting that economic hardship and affordability remain a challenge across the board, while the non-recurrence of the Rugby World Cup in the prior year also affected YoY comparisons.

Underscoring the continued shift to streaming as broadband penetration grows, DStv Stream subscribers increased by 38%, with revenues up 48%. Extra Stream users were up 25% YoY, while revenues increased almost threefold in the first full year that this add-on service was offered. Further enhancements on the DStv Stream app led to improved customer experience and platform stability. The team also focused on growing DStv Internet within the fixed-wireless LTE space, which resulted in DStv Internet subscribers growing 45%, while revenues increased 85%.

Despite the impact of an average 5.7% weighted average pricing increase to offset the impact of cost inflation, the pressure on subscriber volumes resulted in subscription revenues declining 3% YoY. Decoder sales rose by 17% YoY on the back of increases in retail pricing to better manage subsidy investment in the current negative-growth environment. Overall, the South African segment revenues were down 1% YoY on an organic basis. On a reported basis, results were impacted by the deconsolidation of the NMSIS insurance business from December 2024 onwards (following the sale of a 60% stake to Sanlam), which led to consolidated insurance premium income declining by 19% and total segment revenues declining 2% YoY on a reported basis.

To offset the negative top-line impact caused by the tough macro environment, the South Africa segment focused on improvements in financial performance through its ongoing cost and cash flow optimisation programme. This was delivered through a wide range of initiatives, including cost savings in content and subsidies, reduced sales and marketing spend, lower discretionary spend and tight working capital management. It also included the simplification of its portfolio of businesses, such as the NMSIS transaction and the closure of the DStv Internet fibre business. The net result of these cost savings initiatives was a 7% YoY increase in trading profit despite the reduction in total revenues, while free cash flow was maintained at above ZAR6.0bn.

3. Operational performance review (continued)

Rest of Africa Linear Pay-TV (MultiChoice Africa)

FY25 saw continued macro-economic challenges for the group's Rest of Africa segment. Local currency depreciation against the USD across several markets (most notably Nigeria, Angola, Ghana and Malawi), caused a 26% weighted average loss in revenues on a reported basis, which in turn resulted in a negative ZAR5.1bn revenue and ZAR3.1bn trading profit impact this year.

Inflation across key markets remained high (around 20% on a weighted average basis, above 30% in Nigeria and Angola) and caused pressure on customer spending. Subscriber activity was further affected by power shortages across Zambia, Zimbabwe and Malawi, ongoing power and fuel shortages in Nigeria, and civil unrest in Mozambique. Piracy also remains an ongoing challenge for the group across its footprint.

As a result of the above trading conditions, active subscribers declined 7% YoY, with Nigeria accounting for over half of this decline. At year-end the customer base totalled 7.5m similar to what was reported at the interim stage. Inflationary pricing of 31% on average was passed across the footprint, which enabled the segment to deliver 3% YoY organic revenue growth. Incorporating the impact of currency weakness resulted in reported revenues reflecting a 23% decline YoY.

Given the challenges in the group's operating environment, the Rest of Africa continued to lower its cost base through a reduction in spend on subsidies, marketing, content and transmission costs.

Following these actions, the segment delivered an organic trading profit of ZAR2.3bn. Incorporating the impact of currency weakness resulted in a reported trading loss of ZAR760m. A strong focus on cash management meant that total funding required for the Rest of Africa business was ZAR114m, USD16m lower than in FY24.

Advertising (DStv Media Sales)

Advertising revenues increased by 4% YoY on an organic basis but declined 8% YoY on a reported basis once currency depreciation is taken into account.

In South Africa, DStv Media Sales was able to successfully monetise sports properties during the year, notably the Euro Championship, Olympics and Rugby Championship. It also saw positive momentum from improved TV ratings as loadshedding abated, which led to regained confidence from marketers to advertise on TV and counter the underlying secular shift toward digital advertising. The business continues to invest in technological solutions to sustain future performance, including dynamic ad insertion which acts to support improved ad personalisation in streamed linear and video-on-demand content.

The Rest of Africa business grew revenues on an organic basis as marquee content properties, the growth of indigenous brand spending and the expansion of the group's digital offerings in Nigeria more than offset the impact of the exit of high-profile international consumer brands from this market. Similar to the pressure in Rest of Africa subscription revenues, the impact of weaker currencies resulted in reported advertising revenues falling by 33% YoY.

Subscription Video On Demand (Showmax)

It has been just over a year since the group relaunched Showmax, targeting 44 markets across sub-Saharan Africa with the ambition of becoming the leading streaming platform on the continent. As a start-up business, Showmax focussed on enhancing its content line-up, bedding down distribution partnerships, expanding payment channel integrations and refining its go-to-market strategy.

Although the segment has lagged its initial growth targets, it has still delivered a healthy 44% growth in active paying subscribers and gained market share in the regional streaming market.

After focusing on key market launches in South Africa and Nigeria in FY24, Showmax expanded its local focus to Kenya and Tanzania through data partnerships with leading local telco partners, as well as Ghana, Uganda and Zambia through payment partnerships with leading local payment platforms.

To drive uptake of the Showmax Entertainment service, Showmax leveraged local content from the group's proprietary channels such as Mzansi Magic, KykNet and Africa Magic, while ramping up investment in local content by releasing 82 Showmax Originals (FY24: 59). Showmax also offered a rich international slate and exclusive content from Comcast's NBCUniversal and third-party content from international studios.

3. Operational performance review (continued)

Subscription Video On Demand (Showmax) (continued)

Showmax enhanced its mobile Premier League service during the course of the year to offer live streams of all the South African Premier Soccer League games and streamed elements of the Euros 2024 and Olympics.

It remains clear that streaming represents the future of video entertainment. Although the current levels of broadband and SVOD penetration across Africa are not yet at comparable levels to the rest of the world, they suggest significant long-term upside. However, data pricing would need to evolve further for this market segment to reach its full potential.

Aside from data costs, macro-economic challenges in markets like Nigeria have impacted short-term pricing and local investment decisions, while customer churn has been higher than expected and early distribution partnerships have generally disappointed.

Given the timing of the Showmax 2.0 launch in late FY24, YoY trends are not meaningful. However, stripping out the impact of the discontinuation of the Showmax Pro and Showmax Diaspora product lines in the prior year, revenues were up 5% YoY on an organic basis, with the uplift from growth in subscribers offset by lower average pricing and a different product mix. As FY25 was the peak investment year, reflected by a step-up in content costs to attract viewers and platform costs to create capacity, trading losses increased by 88% YoY.

Technology (Irdeto)

Irdeto delivered 5% YoY revenue growth (8% organic), as it continued to grow market share and delivered increased external customer revenue in all three of its market segments namely Video Entertainment, Gaming and Connected Transport.

External Video Entertainment revenue was up by 7% YoY in USD, well above industry levels due to key strategic customer wins. The implementation phase of the transformational project with Astro, the leading video entertainment provider in South-East Asia, contributed strongly to external top line growth.

Revenue derived from services to MultiChoice, which eliminate on group consolidation, declined by 13% YoY, with set-top box sales volumes in sub-Saharan Africa affected by lower subscriber volumes and the group's tactical decision to moderate subsidy spend in a low-growth environment in the interest of profitability and cash flow generation.

Irdeto's Gaming and Connected Transport segments grew revenue by 7% and 25% respectively YoY in USD, reflecting continued market adoption of Irdeto's product offerings in both segments. In Gaming, Irdeto expanded revenue from game releases in China and leveraged its core cyber security competencies to better service customers. In Connected Transport, Irdeto has deployed its digital key solution to the truck fleets of two of the three largest logistics companies operating in the US market, with its customers reporting significant improvements in utilisation and efficiency through using this solution.

Irdeto has also materially stepped up its focus to support the group in combatting piracy, which has become a challenge for broadcasters globally as pirate distribution of content via streaming websites and social media platforms increases. This past year, Irdeto ensured a 63% increase in the number of streaming piracy services that were raided or disconnected.

Interactive entertainment (KingMakers – December year-end)

KingMakers delivered a solid performance in terms of organic growth and operational execution. Net Gaming Revenue (NGR) grew by 76% on an organic basis to USD106m, underpinned by a strong improvement in the underlying operating performance of the Nigerian business due to a better customer cohort, as well as revenue generation in the newly-launched South African business.

Given the impact of the weak Naira on translation of financial performance, reported NGR was down 30% to USD103m. The Nigerian business remained EBITDA positive, but the investment to launch SuperSportBet in South Africa and the effects of a much weaker Naira (-43% YoY) resulted in an EBITDA loss for KingMakers of USD9m, compared to a profit of USD3m in the prior year. The business is sufficiently capitalised to fund its growth ambition and held cash balances of USD97m at end December.

BetKing Nigeria has maintained strong momentum. It is acquiring better quality first-time betters, as evidenced by the higher average wager per user, and is enjoying significant growth in its higher-margin online business.

SuperSportBet, the South African business that launched in 2024 is showing early signs of success and reported a material increase in monthly net gaming revenue over the year. As a new start-up, the business has been focusing on refining its business model, ensuring platform and operational stability and on working with the Western Cape Gambling and Racing Board to launch Aviator and other Casino offerings to fully round out the platform's i-gaming portfolio offering.

3. Operational performance review (continued)

Insurance (NMSIS – March year-end)

The group now holds a 40% interest in NMS Insurance Services (SA) Limited (NMSIS), post the sale of a 60% majority stake to Sanlam Life Insurance Limited (Sanlam). The insurance business saw some weakness in total policyholders during FY25 but continued to perform well financially.

Policyholders declined by 13% YoY to 2.9m, as higher churn in the SA linear base negatively impacted the insurance business in a competitive insurance market and challenging consumer environment. Revenues grew 17% YoY to over ZAR1.1bn on the back of favourable mix given the shift from lower ARPU Device Insurance policies to higher ARPU Device Care Plan policies. NMSIS successfully launched its subscription waiver loss of income product in FY25. Trading profit was up 13% to ZAR425m on the back of revenue growth and benign trends in claims ratios.

Due to the group's loss of control of NMSIS, the financial results of NMSIS have been consolidated in the group's financial statements until 30 November 2024, after which NMSIS' earnings have been equity accounted in the group's consolidated financial statements.

Fintech (Moment – December year-end)

Moment, which is now live in 44 African countries, continues to grow rapidly, with total payment volumes (TPV) reaching USD635m in its first full year of operation.

Having played a critical role in supporting payments for the Showmax 2.0 relaunch, Moment began onboarding the group's linear payment volumes. As at year-end, Moment was processing over USD1bn in run-rate payments for the group on an annualised basis, representing over half of the group's addressable payments (i.e. payments that can be feasibly migrated to the Moment platform).

In addition, during the year Moment has launched voucher management to unlock strategic distribution channels for Showmax, improved in-store payment collections during load shedding and network outages for DStv, launched "Pay on TV" by QR code to improve subscriber activity for DStv, and reduced cost of payments by ~5% for DStv payment channels that have gone live.

Moment completed its USD22m Seed Extension fundraise in May 2024, with the group contributing USD8m.

4. Subsequent events

Groupe Canal+ S.A.S. (Canal+) mandatory offer update

On 21 May 2025, pursuant to the mandatory offer by Canal+ to acquire all the issued ordinary shares of the group not already owned by Canal+ (the Proposed Transaction) as announced on 4 June 2024, the South African Competition Commission (the Commission) announced that it had recommended that the South Africa Competition Tribunal (the Tribunal) approve the Proposed Transaction, subject to conditions relating to public interest considerations. The Proposed Transaction will now be considered by the Tribunal. The approval of the Tribunal and the fulfilment of the remaining conditions are required for the Proposed Transaction to become unconditional. The group and Canal+ had announced on 4 March 2025 that they had agreed to extend the long stop date for the Proposed Transaction from 8 April 2025 to 8 October 2025, with the extension providing sufficient time for the fulfilment of the conditions for the implementation of the Proposed Transaction.

Canal+'s ambition is to build a leading global video entertainment group. The proposed transaction represents not only a recognition of the value that has been created by MultiChoice over 40 years, but also a potential path to unlocking new possibilities across the continent. A combined group would be better positioned to address key structural challenges and opportunities resulting from the rapid digitalisation and globalisation of the media and entertainment sector. It would also allow for a diversification of risk across complementary geographic footprints, as well as greater scale and resources to bring customers the best entertainment and technology proposition.

Revision to terms of general borrowing facilities (GBFs)

Post year-end the group renewed its GBFs, resulting in a undrawn facility of ZAR3.0bn.

Additional funding contributed to Moment Holdings Limited (Moment)

During April 2025, the group contributed additional funding to Moment of USD6.5m in the form of a SAFE note (Simple Agreement for Future Equity) as part of a planned funding round set to take place in calendar year 2025. As and when the funding round takes place, MultiChoice will convert its SAFE note to equity.

4. Subsequent events (continued)

KingMakers' dividend

Post the group's year-end the KingMakers board declared a USD11m dividend of which MultiChoice will receive its USD5.6m proportionate share in due course.

5. Corporate social responsibility

As a level 1 B-BBEE rated business, the group continues to play its role as a responsible corporate citizen. ESG targets have formally been included in long-term incentives for management to heighten the focus on sustainability and governance in the group. These objectives include external measures, as well as targets where the group can use its platform to make a real difference on the African continent. These targets include supporting the local broadcasting industry and the development of woman's and schools' sports.

The group also continues to provide investment into the MultiChoice Innovation Fund to support local entrepreneurs and into the Sports Development Trust to support investment in sporting infrastructure and sports codes in disadvantaged areas. The group invested a further ZAR241m into the two trusts in FY25 (FY24: ZAR267m).

6. Dividend

In view of the group's commitments under the Cooperation Agreement with Canal+, as published in the Combined Offer Circular on 4 June 2024, no dividend has been declared.

7. Outlook

The group has three clear priorities for the year ahead. Firstly, the group aims to stabilise the topline in the video businesses through focused retention initiatives, while supporting rapid topline growth in the group's interactive entertainment, fintech and insurance investees. Secondly, management will continue to drive operating, cost and working capital efficiencies into the group to protect profitability and cash flows. Finally, the group will continue to work with Canal+ towards a successful close of their mandatory offer in order to unlock significant long-term benefits for the combined entities and their respective stakeholders.

Management has maintained a cost saving target of ZAR2.0bn for FY26, in order to continue on the journey to reset the business for a shifting trading environment. On the back of the group's topline initiatives and cost and cash flow interventions, the group aims to deliver margins for the SA segment in the mid-twenties range, to return the RoA segment back to profitability while limiting funding for the segment in FY26, and to improve trading losses in the Showmax segment.

8. Share capital

There were no changes in the group's share capital during the year. Refer to note 27.

9. Property, plant and equipment

At 31 March 2025 the group's investment in property, plant and equipment amounted to ZAR8.4bn (FY24: ZAR10.2bn). Details are reflected in note 17.

Capital commitments at 31 March 2025 amounted to ZAR11.6m (FY24: ZAR6.1m). Refer to note 13.

10. Directorate

With effect from 1 April 2024, Elias Masilela took on the role of Deputy Chair and Lead Independent Director (LID). At the time, Jim Volkwyn stepped down as LID but remained on the board as a non-executive director until the AGM in August 2024, when he decided not to stand for re-election. Encouraging progress in the Canal+ transaction during the course of April 2024 allowed Imtiaz Patel to step down from the role of Chair and the Board, with Elias Masilela taking over from him in line with the succession plan announced in September 2023.

The board reiterates its deep gratitude to Imtiaz Patel and Jim Volkwyn for their invaluable contributions to the group over many years.

No other changes have been made to the directorate of the group.

10. Directorate (continued)

The directors' names, details and meeting attendance are presented below and the group company secretary's name, business and postal addresses are presented on page 102. Directors' shareholdings in the issued share capital of the group are disclosed in note 33.

Directors and attendance at meetings during the 2025 financial year:

	Date first appointed	Board	Audit	Risk	Remuneration	Nomination	Social and ethics	Category
		Attendance						
MI Patel[1]	6 December 2018	1/1	*	-	*	-	*	NE
E Masilela[1,2]	6 December 2018	7/7	*	4/4	*	1/1	*	INE
JJ Volkwyn[3]	6 December 2018	2/2	*	*	1/1	1/1	*	INE
KD Moroka	6 December 2018	7/7	*	*	4/4	3/3	4/4	INE
L Stephens	6 December 2018	7/7	5/5	4/4	*	3/3	*	INE
CM Sabwa	14 May 2019	7/7	4/5	3/4	*	*	4/4	INE
FA Sanusi	5 July 2019	7/7	*	*	*	*	4/4	INE
JH du Preez	1 April 2021	7/7	5/5	4/4	4/4	*	*	INE
D Klein	1 September 2023	7/7	*	*	4/4	*	*	INE
A Zappia	1 September 2023	7/7	*	*	*	*	*	INE
CP Mawela	6 December 2018	7/7	*	4/4	*	*	3/4	Executive - CEO
TN Jacobs	6 December 2018	7/7	*	4/4	*	*	4/4	Executive - CFO

NE - Non-executive director.
INE - Independent non-executive director.
** Not a member*
1 MI Patel stepped down as chair and non-executive director and the board appointed E Masilela as chair with effect from 23 April 2024. Accordingly, MI Patel was only eligible to attend 1 of the 7 board meetings and none of the risk and nomination committee meetings held during the reporting period.
2 E Masilela was appointed to the nomination committee with effect from 12 November 2024 and therefore he was only eligible to attend 1 of the 3 nomination committee meetings held during the reporting year.
3 JJ Volkwyn stepped down as lead independent director (LID) on 1 April 2024. E Masilela filled the role of lead independent director with effect from 1 April 2024 for a short period until he took up the role as chair of the board on 23 April 2024. JJ Volkwyn also retired from the board and the remuneration and nomination committees with effect from 28 August 2024 and therefore he was only eligible to attend 2 of the 7 board meetings, 1 of the 4 remuneration committee meetings and 1 of the 3 nomination committee meetings held during the reporting period.

11. Group company secretary

Carmen Miller has been the appointed group company secretary since 11 June 2020.

EY
102 Rivonia Road
Sandton
Private Bag X14
Sandton
2146

Ernst & Young Incorporated
Co. Reg. No. 2005/002308/21
Tel: +27 (0) 11 772 3000
Fax: +27 (0) 11 772 4000
Docex 123 Randburg
ey.com

Independent Auditor's Report

To the Shareholders of MultiChoice Group Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of MultiChoice Group Limited and its subsidiaries ('the Group') set out on pages 23 to 101 which comprise of the consolidated statement of financial position as at 31 March 2025, and the consolidated income statement, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 31 March 2025, and its consolidated financial performance and consolidated cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and the requirements of the Companies Act of South Africa.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group in accordance with the Independent Regulatory Board for Auditors' Code of Professional Conduct for Registered Auditors (IRBA Code) and other independence requirements applicable to performing audits of financial statements of the Group and 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 of the Group and 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.

In terms of the IRBA Rule on Enhanced Auditor Reporting for the Audit of Financial Statements of Public Interest Entities, published in Government Gazette Number 49309 dated 15 September 2023 (EAR Rule) we report:

Final Materiality

The ISAs recognise that:

- misstatements, including omissions, are considered to be material if the misstatements, individually or in the aggregate, could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements;
- judgments about materiality are made in light of surrounding circumstances, and are affected by the size or nature of a misstatement, or a combination of both; and
- judgments about matters that are material to users of the financial statements consider users as a group rather than as specific individual users, whose needs may vary greatly.

The amount we set as materiality represents a quantitative threshold used to evaluate the effect of misstatements to the financial statements as a whole based on our professional judgment. Qualitative factors are also considered in making final determinations regarding what is material to the financial statements.

We determined final materiality for the Group to be R406,000,000, which is based on 0,8% of Revenue.

We have identified that an activity-based measure, being Revenue, as the most appropriate basis due to the nature of the Group and which is a prominent metric utilised by users of the financial statements against which to evaluate the financial performance of the Group. This is consistent with our understanding of the Group's business, industry within which it operates, and our assessment of financial information provided by the Group. Our review of information provided by the Group confirms our view.

Group Audit Scope

Our assessment of audit risk, our evaluation of materiality and our allocation of performance materiality determine our audit scope for each component within the Group. Taken together, this enables us to form an opinion on the consolidated financial statements. We take into account the size and risk profile of the components in the Group. In addition, we further consider the organisation of the Group and effectiveness of group wide controls, changes in the business environment, and other factors such as our experience in prior years and recent internal audit results when assessing the level of work to be performed at each component of the Group. Our process focuses on identifying and assessing the risk of material misstatements of the Group financial statements as a whole including, with respect to the consolidation process.

In establishing our overall approach to the Group audit, we determined the type of work that needed to be undertaken at each of the components by us, as the primary audit engagement team, or by component auditors under our instruction.

In selecting components, we perform risk assessment activities across the Group and its components to identify risks of material misstatement. We then identify how the nature and size of the account balances at the components contribute to those risks and thus determine which account balances require an audit response. We then consider for each component the degree of risk identified (whether pervasive or not) and the number of accounts requiring audit responses to assign either a full or specific scope (including specified procedures) to each component. We involved component auditors in this risk assessment process.

In our assessment of the residual account balances not covered by the audit procedures, we considered whether these could give rise to a risk of material misstatement of the Group financial statements. This assessment included performing overall analytical procedures at Group level.

Of the 12 components selected, we identified:

- 6 components ("full scope components") which were selected based on the pervasiveness of risk in those components and for which we therefore performed procedures on what we considered to be the entire financial information of the component.
- 6 components ("specific scope components") where our procedures were more focussed or limited to specific accounts which we considered had the potential for the greatest impact on the significant accounts in the financial statements given the specific risks identified.

At a Group level we also tested the consolidation process and performed analytical review procedures over components not in scope.

Key Audit Matters

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

We have fulfilled the responsibilities described in the *Auditor's Responsibilities for the Audit of the Consolidated Financial Statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

In terms of the EAR Rule, we are required to report the outcome of audit procedures or key observations with respect to the key audit matters and these are included below.

<table>
<tr><th>Key audit matter description</th><th>How the matter was addressed in the audit</th></tr>
<tr><td>
<u>KingMakers Impairment</u>
As disclosed in Note 24 to the financial statements, during our 31 March 2025 year-end audit, the MultiChoice's equity accounted investment in Blue Lake Ventures ("KingMakers") was subject to an impairment assessment in accordance with IAS 36 Impairment of Assets.
The determination of the fair value amount of the Group's investment in KingMakers relies on the judgements applied and key assumptions made by management in assessing, amongst others:

the impact of the Nigerian Naira devaluation on the discounted future cashflows for the Nigeria operations; and
for the South African operations, which is in its early stage of operations, the discounted future cashflows impacted by the losses incurred.

Management made use of its own experts to review the methodology, assumptions and inputs used in the valuation model.
In assessing the above, we were required to utilise our valuation specialists on our audit team. There was significant audit attention on the following key assumptions within the valuation model for both Nigeria and South Africa:

The assumptions underpinning the forecasted 10-year gross gaming revenue with specific emphasis on the local currency perpetuity growth rate, stakes and bonuses and other cost assumptions.
The weighted average cost of capital used to discount the cash flows of the underlying entities that make up the consolidated Blue Lake Ventures; and
In respect of the foreign operations, the forecasted exchange rates applied in translation of the discounted cash flows in order to capture the foreign exchange uncertainty.

As a result of the significant attention on the above matters by us with our specialists we considered the fair value of the Group's investment in KingMakers, a key audit matter.
</td><td>
Our audit procedures amongst others, included:

We obtained management's valuation of the Kingmaker investment and evaluated the assumptions and judgements applied by management in calculating the discounted future cashflows used in calculating the fair value of the investment for the Nigerian and South African markets.
To perform this evaluation, we assessed the key assumptions against:

historic achievements,
the current market environment, making reference to independent data, and
what a market participant could achieve through comparisons to other publicly available data.

We assessed the objectivity, competence and capabilities of management's experts with reference to their qualifications and professional experience in the relevant industry, and the scope of work as agreed with management.
We involved our valuation specialists to assist in assessing the appropriateness of the principles and methodologies applied by management in its valuation model against acceptable industry methods and to assist in assessing the discount rates against external market references.
We involved our valuation specialists to assist in assessing the inputs used by management in determining the weighted average cost of capital through independently calculating the weighted average cost of capital using independent information and assessing this against managements determined discount rates.
We involved our valuation specialists to assist in performing sensitivity analyses on the key assumptions applied by management in the discounted cash flow models for the Nigerian and South African operations to assess the impact that an expected change could have on the fair value of the investment. The impact of the foreign exchange rate uncertainty was specifically considered on the gross

</td></tr>
</table>

Key audit matter description	How the matter was addressed in the audit
Refer to Note 24: Investments in associates and joint venture	gaming revenue, bonuses, stakes, local currency perpetuity growth rates, cost growth, terminal growth and discount rates (the variables) by forecasting future exchange rates based on independent market trends and historic movements. We applied these forecasted exchange rates to the cashflows to evaluate the impact on the valuation. In addition, we tested the variables as follows: ▪ Discussed the historic performance of the variables based on independent market sources with industry experts; ▪ Obtained an understanding of management's forecasting process and compared their forecasted results to results achieved historically; and ▪ Assessed the gross gaming revenue forecast to publicly available information of competitors, including information available from the South African and Nigerian Gambling regulation boards to assess the feasibility of the amounts forecasted.
Key Observation Based on the procedures performed over the KingMakers Impairment, we identified areas of discussions with management and after resolution we were able to conclude on our procedures.	

Other Information

The directors are responsible for the other information. The other information comprises the information included in the 103 page document titled "MultiChoice Group Limited Consolidated Annual Financial Statements for the year ended 31 March 2025", and the information included in the 38-page document titled "MultiChoice Group Limited Annual Financial Statements for the year ended 31 March 2025", which includes the Directors' Report to Shareholders, Report of the Audit Committee and the Company Secretary's Certification as required by the Companies Act of South Africa and the 158 page document titled "MultiChoice Group Limited Integrated Annual Report 2025 for the year ended 31 March 2025". Other information does not include the consolidated or the separate financial statements and our auditor's report thereon.

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

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

Responsibilities of the Directors for the Consolidated Financial Statements

The directors are responsible for the preparation and fair presentation of the consolidated 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 financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Our objectives are to obtain reasonable assurance about whether the consolidated 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 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 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 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 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 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 to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the Group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for the purposes 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 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 Ernst & Young Inc. have been the auditors of MultiChoice Group Limited for 2 years.

Ernst & Young Inc.

Ernst & Young Inc.

Director: CE Trollope

Registered Auditor

11 June 2025

Johannesburg, South Africa

Consolidated statement of financial position

as at 31 March 2025

	Note	2025 ZAR'm	2024 ZAR'm
Assets			
Non-current assets		**22 064**	**22 695**
Property, plant and equipment	17	**8 387**	10 247
Goodwill and other intangible assets	22	**4 544**	4 496
Investments and loans		**349**	374
Contingent consideration	30	**850**	-
Investment in associates and joint ventures	24	**5 721**	4 564
Amounts due from related parties	29	**78**	87
Derivative financial instruments	11	**65**	-
Platform technology advances	25	**1 189**	1 476
Deferred taxation	9	**881**	1 451
Current assets		**17 180**	**20 841**
Inventory	19	**1 287**	1 435
Programme and film rights	18	**5 466**	6 117
Trade and other receivables	20	**5 142**	5 835
Derivative financial instruments	11	**234**	179
Cash and cash equivalents	21	**5 051**	7 275
Assets held for sale	26	**-**	317
TOTAL ASSETS		**39 244**	**43 853**
Equity and Liabilities			
Equity reserves attributable to the group's equity holders		**6 512**	**4 907**
Share capital	27	**454**	454
Other reserves	28	**(11 363)**	(11 706)
Retained earnings		**17 421**	16 159
Non-controlling interests		**(4 910)**	(5 975)
TOTAL EQUITY		**1 602**	**(1 068)**
Non-current liabilities		**20 253**	**24 262**
Lease liabilities	11	**7 190**	9 101
Long-term loans	11	**11 104**	12 043
Derivative financial instruments	11	**1 543**	2 801
Deferred taxation	9	**416**	317
Current liabilities		**17 389**	**20 532**
Lease liabilities	11	**1 768**	2 642
Programme and film rights	11	**5 006**	5 256
Provisions	15	**306**	287
Accrued expenses and other current liabilities	14	**8 099**	8 918
Derivative financial instruments	11	**53**	24
Taxation liabilities		**2 157**	3 405
Liabilities directly associated with assets held for sale	26	**-**	127
TOTAL EQUITY AND LIABILITIES		**39 244**	**43 853**

The accompanying notes are an integral part of the consolidated annual financial statements.

Consolidated income statement

for the year ended 31 March 2025

	Note	2025 ZAR'm	2024 ZAR'm
Revenue	5	**49 980**	54 999
Cost of providing services and sale of goods	6	**(29 210)**	(29 251)
Insurance service result	5(a)	**493**	589
Insurance revenue		***780***	*969*
Insurance service expense		***(287)***	*(380)*
Selling, general and administration expenses	6	**(17 193)**	(18 371)
Net impairment loss on trade receivables	20	**(352)**	(200)
Other operating gains/(losses) - net	7	**946**	(686)
Operating profit		**4 664**	**7 080**
Interest income	12	**745**	640
Interest expense	12	**(2 008)**	(1 999)
Net foreign exchange translation losses	12	**(975)**	(5 592)
Share of equity-accounted results	24	**(494)**	(588)
Impairment of equity-accounted investments	24	**-**	(164)
Gain on disposal of subsidiary	23	**3 402**	-
Other losses	7	**(104)**	(83)
Profit/(loss) before taxation		**5 230**	**(706)**
Taxation	8	**(3 450)**	(3 442)
Profit/(loss) for the year		**1 780**	**(4 148)**
Attributable to:			
Equity holders of the group		**1 194**	(3 974)
Non-controlling interests		**586**	(174)
		1 780	**(4 148)**
Earnings per share			
Basic and diluted earnings/(loss) for the year (ZAR'm)		**1 194**	(3 974)
Basic earnings/(loss) per ordinary share (SA cents)	4	**279**	(935)
Diluted earnings/(loss) per ordinary share (SA cents)		**268**	(935)

The accompanying notes are an integral part of the consolidated annual financial statements.

Consolidated statement of comprehensive income

for the year ended 31 March 2025

	2025 ZAR'm	2024 ZAR'm
Profit/(loss) for the year	**1 780**	**(4 148)**
Total other comprehensive income for the year:		
Exchange gains arising on translation of foreign operations[1,2,3]	**250**	1 638
Hedging reserve[1]	**(15)**	(19)
- Net fair value (losses)/gains[4]	**(107)**	429
- Hedging reserve recycled to the income statement[4]	**89**	(433)
- Net tax effect of movements in hedging reserve[5]	**3**	(15)
Total comprehensive income/(loss) for the year	**2 015**	**(2 529)**
Attributable to:		
Equity holders of the group	**1 085**	(2 326)
Non-controlling interests	**930**	(203)
	2 015	**(2 529)**

1 These components of other comprehensive income may subsequently be reclassified to the consolidated income statement during future reporting periods.
2 Relates to the translation of Rest of Africa, Technology and Showmax segments, which have a USD reporting currency.
3 The movement relates primarily to the ZAR appreciation against the USD from a closing rate of ZAR18.93 in FY24 to ZAR18.31 in FY25. This movement is recognised in other reserves on the consolidated statement of changes in equity.
4 The movement relates primarily to the ZAR appreciation against the USD from a closing rate of ZAR18.93 in FY24 to ZAR18.31 in FY25, a higher overall notional value of hedging contracts and a higher achieved average hedge rate.
5 The movement relates to tax on net fair value gains/losses recognised in the South Africa segment as detailed in footnote 4 above which are taxed at 27%. Fair value gains/losses in the Rest of Africa segment, which offset the fair value gains/losses in South Africa, are non-taxable.

The accompanying notes are an integral part of the consolidated annual financial statements.

Consolidated statement of changes in equity

for the year ended 31 March 2025

	Share capital ZAR'm	Other reserves[1] ZAR'm	Retained earnings ZAR'm	Non-controlling interests ZAR'm	Total equity ZAR'm
Balance at 1 April 2023	**454**	**(9 613)**	**18 876**	**(4 372)**	**5 345**
Loss for the year	-	-	(3 974)	(174)	(4 148)
Other comprehensive income	-	1 648	-	(29)	1 619
Total comprehensive loss for the year	**-**	**1 648**	**(3 974)**	**(203)**	**(2 529)**
Treasury shares acquired[2]	-	(482)	-	-	(482)
Treasury shares disposed[3]	-	280	(280)	-	-
Hedging reserve basis adjustment[4]	-	(497)	-	(150)	(647)
Share-based compensation movement	-	-	543	-	543
Recognition of put option liability[5]	-	(3 042)	-	-	(3 042)
Purchase of shares for group share schemes[6]	-	-	(80)	-	(80)
Transaction with non-controlling interest[7]	-	-	1 074	(1 074)	-
Transactions with non-controlling interest[8]		-	-	1 223	1 223
Dividends declared[9]	-	-	-	(1 399)	(1 399)
Balance at 1 April 2024	**454**	**(11 706)**	**16 159**	**(5 975)**	**(1 068)**
Profit for the year	**-**	**-**	**1 194**	**586**	**1 780**
Other comprehensive income	**-**	**(109)**	**-**	**344**	**235**
Total comprehensive income for the year	**-**	**(109)**	**1 194**	**930**	**2 015**
Treasury shares disposed[3]	**-**	**478**	**(478)**	**-**	**-**
Hedging reserve basis adjustment[4]	**-**	**(26)**	**-**	**(7)**	**(33)**
Share-based compensation movement	**-**	**-**	**642**	**-**	**642**
Purchase of shares for group share schemes[6]	**-**	**-**	**(96)**	**-**	**(96)**
Transactions with non-controlling interest[8]	**-**	**-**	**-**	**1 552**	**1 552**
Dividends declared[9]	**-**	**-**	**-**	**(1 410)**	**(1 410)**
Balance at 31 March 2025	**454**	**(11 363)**	**17 421**	**(4 910)**	**1 602**

1 Other reserves include treasury shares, the hedging reserve, fair value reserve and foreign currency translation reserve (note 28).
2 During FY24, the group acquired a further 5.3m treasury shares at an average price of ZAR91 per share to fund future RSU share awards. As at 31 March 2025, the group holds 13.5m (FY24: 17.7m) treasury shares at an average purchase price of ZAR97 (FY24: ZAR101) per share.
3 During the current and prior year, treasury shares were utilised to settle the group's share-based compensation benefits.
4 Relates to the basis adjustment net of tax gains of ZAR10m (FY24: ZAR163m) on other reserves and tax gains of ZAR3m (FY24: ZAR49m) on non-controlling interests on programme and film right assets as content comes into licence.
5 During FY24, the group recognised a put option liability for the right held by NBCUniversal Media, LLC to sell its minority stake in Showmax to MultiChoice at a predetermined date in the future (note 30).
6 Primarily relates to the settlement of share-based compensation benefits.
7 Relates to a dilution of MultiChoice Africa Holdings. B.V.'s interest in MultiChoice Angola Limitada from 100% to 70% due to local shareholding requirements. MultiChoice Angola Limitada had a negative net asset value of Kz158.5bn (ZAR3.6bn) and there was no carrying value related to the non-controlling interest in MultiChoice Angola Limitada prior to this transaction. This transaction resulted in an increase of ZAR1.1bn in retained earnings and a decrease of ZAR1.1bn in non-controlling interest (note 23).
8 Relates to NBCUniversal Media LLC equity contributions into Showmax to fund their 30% of the business (note 23).
9 Non-controlling interests dividends relate primarily to dividends paid to Phuthuma Nathi (PN).

The accompanying notes are an integral part of the consolidated annual financial statements.

Consolidated statement of cash flows

for the year ended 31 March 2025

	Note	2025 ZAR'm	2024 ZAR'm
Cash flows from operating activities			
Cash generated from operating activities	10	**6 908**	8 062
Interest income received		**972**	599
Interest costs paid		**(2 175)**	(1 791)
Dividends received from equity-accounted investment		**16**	12
Taxation paid		**(3 628)**	(3 659)
Net cash generated from operating activities		**2 093**	**3 223**
Cash flows from investing activities			
Property, plant and equipment acquired	17	**(516)**	(517)
Proceeds from sale of property, plant and equipment		**26**	6
Intangible assets acquired	22	**(353)**	(658)
Proceeds from sale of intangible assets		**23**	15
Proceeds from disposal of subsidiary, net of cash	23	**646**	-
Investment in associate	24	**-**	(151)
Loans to Enterprise Development Trust beneficiaries		**(21)**	(8)
Repayment of Enterprise Development Trust loans		**34**	13
Loan to equity-accounted investment		**-**	(14)
Repayment of loan by equity-accounted investment		**4**	-
Other movements in investments and loans		**35**	19
Net cash utilised in investing activities		**(122)**	**(1 295)**
Cash flows from financing activities			
Proceeds from long and short-term loans raised	11	**-**	4 001
Repayments of long and short-term loans	11	**(937)**	(382)
Repayments of lease liabilities	11	**(2 617)**	(2 188)
Repurchase of treasury shares		**-**	(482)
Purchases of shares for group share schemes[1]		**(87)**	(95)
Transactions with non-controlling interest	23	**1 552**	1 223
Dividends paid by subsidiaries to non-controlling shareholders[2]		**(1 410)**	(1 399)
Net cash (utilised in)/generated from financing activities		**(3 499)**	**678**
Net movement in cash and cash equivalents		**(1 528)**	2 606
Foreign exchange translation adjustments on cash and cash equivalents[3]		**(1 013)**	(2 555)
Cash and cash equivalents at the beginning of the year		**7 275**	7 541
Cash and cash equivalents previously classified as held-for-sale		**317**	-
Cash and cash equivalents classified as held-for-sale		**-**	(317)
Cash and cash equivalents at the end of the year	21	**5 051**	**7 275**

1 Relates to the purchase of group shares, which were used to settle the group's share-based compensation awards.
2 Relates primarily to dividends paid to PN.
3 Includes losses of ZAR0.1bn (FY24: ZAR1.1bn) primarily incurred in Nigeria, within the Rest of Africa segment, due to differences between the official rate used by the group for translation and the parallel rate at which cash has been remitted.

The accompanying notes are an integral part of the consolidated annual financial statements.

TABLE OF CONTENTS **Page**

1. Basis of preparation

The consolidated annual financial statements have been prepared in accordance with IFRS® Accounting Standards as issued by the International Accounting Standards Board (IASB) and Interpretations as issued by the IFRS Interpretations Committee (IFRIC), the South African Institute of Chartered Accountants (SAICA) Financial Reporting Guides as issued by the Accounting Practices Committee (APC), Financial Reporting Pronouncements as issued by the Financial Reporting Standards Council (FRSC), the Johannesburg Stock Exchange (JSE) Listings Requirements and the requirements of the South African Companies Act No 71 of 2008 as amended (the Act). The group also subscribes in all its activities to principles of best practice and corporate governance, as set out in the King IV Report on Corporate Governance for South Africa 2016 (King IV™).

The consolidated annual financial statements include amounts based on judgements and estimates made by management.

The consolidated annual financial statements are prepared using the historic cost convention apart from certain financial instruments (including derivative instruments) which are stated at fair value.

The consolidated annual financial statements are presented on the going concern basis. While the group was in a negative net asset position as at 31 March 2024, it was primarily due to the recognition of foreign exchange translation losses on the USD-denominated non-quasi equity loans between MultiChoice Africa Holdings B.V. and MultiChoice Nigeria Limited as well as the recognition of a put option liability required to be recognised in terms of *IFRS 9 - Financial instruments*. These transactions are non-cash in nature and if they were excluded it would have resulted in the group being in a positive net asset position. The group has returned to a positive net asset position in FY25 and based on the group's forecasts, cash and cash equivalents as at 31 March 2025 and available facilities, the directors believe the group has sufficient resources to continue as a going concern into the foreseeable future.

The consolidated annual financial statements are presented in South African Rand (ZAR), which is the group’s presentation currency, rounded to the nearest million. The consolidated statement of financial position was prepared using a closing USD exchange rate at 31 March 2025 of 18.31:1 (31 March 2024: 18.93:1), which has been utilised for the consolidation of the Rest of Africa, Technology and Showmax segments that have a USD presentation currency. The consolidated income statement and statement of comprehensive income were prepared using the average USD exchange rate for the year ended 31 March 2025 of 18.27:1 (31 March 2024: 18.76:1).

These consolidated annual financial statements contain information about MultiChoice Group Limited as a group. The individual company annual financial statements have been prepared separately and have been publicly issued on 11 June 2025. The individual company annual financial statements are available on the company's website, www.multichoice.com, and at the registered office of the company.

The group has adopted all new and amended accounting pronouncements issued by the IASB that are effective for financial years commencing 1 April 2024. A number of amendments to accounting pronouncements are effective from 1 January 2024, but they do not have a material effect on the group’s consolidated annual financial statements. The assessment of these pronouncements has been provided in note 2.

The consolidated annual financial statements have been prepared on the historical cost basis adjusted for the material effects of inflation where entities operate in hyperinflationary economies as required by *IAS 29 Financial Reporting in Hyperinflationary Economies*. The economies of Malawi and Ghana were assessed to be hyperinflationary effective 31 December 2024 and 31 December 2023 respectively. During FY25, in line with *IAS 29*, management performed assessments on the impact of the application of hyperinflationary accounting for both MultiChoice Malawi and MultiChoice Ghana. Based on these assessments management have applied their judgement and have concluded that the application of *IAS 29* did not have a material impact on the consolidated annual financial statements and therefore no adjustments have been made related to hyperinflationary accounting for the year ended 31 March 2025.

Trading profit includes the interest expense on transponder lease liabilities and the derivative profit or loss impact relating to economic hedges (i.e. futures) against foreign currency movements, but excludes the amortisation of intangible assets (other than software), impairment/derecognition of assets, equity-settled share-based payment expenses, cash-settled share-based payment expenses on closure of schemes, severance provisions raised and other operating gains/losses.

2. Principal accounting policies

The principal accounting policies applied in the preparation of the consolidated annual financial statements are set out in the relevant notes.

The accounting policies have been consistently applied to all years presented other than for the impact of the new accounting pronouncements adopted during the current year.

The group adopted the following new accounting pronouncements, set out below, during the current year.

Accounting pronouncement	Adoption impact
Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants - Amendments to IAS 1	The amendments to IAS 1, effective 1 January 2024, address the classification of liabilities as current or non-current, particularly those with covenants, to improve information provided to users of financial statements. These amendments clarify how covenants affect a company's right to defer settlement of a liability and require disclosures about the risk of non-current liabilities becoming repayable within 12 months. The amendments did not have a material impact for the group apart from additional disclosure requirements which have been applied.
Lease Liability in a Sale and Leaseback – Amendments to IFRS 16	The amendment to IFRS 16 Leases, effective 1 January 2024, specifies the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction, to ensure the seller-lessee does not recognise any amount of the gain or loss that relates to the right of use it retains. The amendments had no impact on the group's annual financial statements for the current reporting period.
Disclosures: Supplier Finance Arrangements - Amendments to IAS 7 and IFRS 7	The amendments, effective January 1, 2024, specify disclosure requirements to enhance the current requirements, which are intended to assist users of financial statements in understanding the effects of supplier finance arrangements on an entity's liabilities, cash flows and exposure to liquidity risk. The amendments had no impact on the group's annual financial statements for the current reporting period.
International Tax Reform – Pillar II Model Rules - Amendments to IAS 12 (effective immediately upon issuance, but certain disclosure requirements are effective later)	In May 2023, the Board issued amendments to IAS 12, which introduce a mandatory exception in IAS 12 from recognizing and disclosing deferred tax assets and liabilities related to Pillar ll income taxes. The amendments clarify that IAS 12 applies to income taxes arising from tax law enacted or substantively enacted to implement the Pillar ll Model Rules published by the Organization for Economic Cooperation and Development (OECD), including tax law that implements qualified domestic minimum top-up taxes. Such tax legislation, and the income taxes arising from it, are referred to as 'Pillar ll legislation' and 'Pillar ll income taxes', respectively. The amendments did not have a material impact for the group apart from additional disclosure requirements which have been applied.

Accounting judgements and sources of estimation uncertainty

The preparation of the consolidated annual financial statements necessitates the use of estimates, assumptions and judgements by management. These estimates and assumptions affect the reported amounts of assets, liabilities and contingent assets and liabilities at the statement of financial position date as well as reported income and expenses. Although estimates are based on management's best knowledge and judgement of current facts as at the statement of financial position date, the actual outcomes may differ.

Where relevant, the group has provided sensitivity analysis demonstrating the impact of changes in key estimates and assumptions on reported results.

2. Principal accounting policies

Accounting judgements and sources of estimation uncertainty (continued)

The significant accounting estimates and judgements have been set out in the note to which it relates, these are:

	Note reference	Estimate/judgement relates to:	Judgement versus Estimate
Equity compensation benefits	6	Valuation/estimates of vesting	Estimate
Taxation liabilities	8	Uncertainties around timing, quantum and amount	Judgement
Deferred taxation assets	9	Uncertainties around future financial performance	Judgement
Leases	11	Determination of the incremental borrowing rate	Estimate
Property, plant and equipment	17	Residual values and useful lives	Estimate
Programme and film rights	18	Amortisation period	Estimate
Goodwill and other intangible assets	22	Impairment	Estimate
Investment in associates and joint ventures	24	Purchase price allocation valuation	Estimate
Investment in associates and joint ventures	24	KingMakers recoverable amount or valuation	Estimate
Showmax Put option Liability	30	Valuation of the Showmax Put option liability	Estimate

Uncertain tax positions

The group is committed to conducting its tax affairs in accordance with the tax legislation of the jurisdictions in which the group operates. All interpretations by management are made with reference to the specific facts and circumstances of the transaction and in the context of relevant legislation, practice and directives. Judgement is involved in determining whether there are uncertain tax positions. The revenue authorities in various jurisdictions in which the group operates routinely review historic transactions undertaken and tax law interpretations made by the group. There are occasions where the group's interpretation of tax law may be challenged by the revenue authorities. The consolidated annual financial statements include provisions that reflect the group's assessment of liabilities which might reasonably be expected to materialise as part of their review. The group is satisfied that adequate provisions have been made to cater for the resolution of uncertain tax matters and that the resources required to fund such potential settlements, where necessary, are sufficient.

International tax reform – global minimum top-up tax

In December 2021, the Organisation for Economic Co-operation and Development (OECD) introduced model rules for a unified global minimum corporate tax framework, referred to as the Pillar ll rules or the GloBE rules. These regulations are aimed at multinational enterprise (MNE) groups with annual global revenues exceeding €750m. Their goal is to ensure that in-scope MNEs pay corporate tax on their income in every jurisdiction where they operate, at an effective tax rate of at least 15%.

These rules were enacted in South Africa through the Global Minimum Tax Act No. 46 of 2024 and the Global Minimum Tax Administration Act No. 47 of 2024 (collectively "the GMT legislation") for fiscal years starting on or after 1 January 2024.

The group falls within the scope of the GMT legislation and is therefore required to comply with the Pillar ll rules. Consequently, for the 2025 financial year, the group is obliged to review the effective tax rate in each jurisdiction where it operates and pay a proportionate top-up corporate tax in South Africa for any jurisdiction where the effective tax rate is below 15%.

During FY25, the group conducted an assessment of its potential exposure under the GMT legislation and determined that there is no material top-up tax impact for the year ending 31 March 2025 in any of the jurisdictions where it operates. Additionally, the group is monitoring the implementation status of the Pillar ll rules outside of South Africa to evaluate any potential impact.

The group determined that any top-up corporate tax, which would arise under GMT legislation, is an income tax in the scope of *IAS 12*. The group has applied the mandatory exception to recognising and disclosing information about deferred tax assets and liabilities related to Pillar ll income taxes, in accordance with the *IAS 12*.

Environmental responsibility

Most of the group's office buildings are environmentally friendly or, where possible, retrofitted for energy and water efficiency. Our primary environmental impact arises from using coal-fired electricity, which is the primary source of energy in many of the countries where we operate. During electricity outages, we use fuel such as diesel to power generators. The group measures its carbon footprint from scope 1 and 2 emissions according to the Greenhouse Gas Protocol. The group has assessed the potential climate change risk as not material to the consolidated annual financial statements.

PART I. SEGMENTS

3. Segmental information

Operating segments are identified on the basis of internal reports about components of the group that are regularly reviewed by the chief operating decision maker (CODM) in order to allocate resources to the segments and to assess their performance. The CODM has been identified as the executive directors of the group.

In FY24, the CODM identified Showmax as an additional significant operating segment.

The group has identified its operating segments based on its business by geography or product as follows: South Africa, Rest of Africa, Technology and Showmax. Below are the types of services and products from which each segment generates revenue:

South Africa – offers digital satellite television and online services (including subscription and transactional video on demand) to subscribers in South Africa.

Rest of Africa – offers digital satellite television, online services (including subscription and transactional video on demand) to subscribers across 49 African countries and digital terrestrial television services in 8 African countries, excluding South Africa.

Technology – through the Irdeto group, provides digital content management, cybersecurity and anti-piracy services to group companies and customers globally to protect, manage and monetise digital media on multiple platforms.

Showmax - offers subscription video-on-demand (SVOD) / over-the-top (OTT) services to streaming subscribers in South Africa and the Rest of Africa.

Sales between the above segments are eliminated in the “Eliminations” row in the tables below. All transactions between segments are at arm's length. Unless the contrary is indicated in the footnotes the revenue from external parties and all other items of income, expenses, profits and losses reported in the segment report are measured in a manner consistent with that in the consolidated income statement.

The revenues from external customers for each major group of products and services are disclosed in note 5. The group is not reliant on any one major customer as the group’s products are primarily consumed by the general public in a large number of countries.

Segmental revenue and results

South Africa and total group revenues disclosed below includes ZAR780m (FY24: ZAR969m) of insurance revenue which has been separately disclosed on the face of the consolidated income statement in line with *IFRS 17* disclosure requirements.

Years ended 31 March	**2025 (ZAR'm)**			**2024 (ZAR'm)**		
Revenue	**External**	**Inter-segment**	**Total**	**External**	**Inter-segment**	**Total**
South Africa	**32 994**	**8 732**	**41 726**	33 556	7 928	41 484
Rest of Africa	**15 208**	**489**	**15 697**	19 661	193	19 854
Technology	**1 805**	**1 649**	**3 454**	1 724	1 905	3 629
Showmax	**753**	**292**	**1 045**	1 027	294	1 321
Eliminations	**-**	**(11 162)**	**(11 162)**	-	(10 320)	(10 320)
Total	**50 760**	**-**	**50 760**	**55 968**	**-**	**55 968**

3. Segmental information (continued)

	2025 (ZAR'm)					2024 (ZAR'm)				
Revenue by nature	**South Africa**	**Rest of Africa**	**Technology**	**Showmax**	**Total**	**South Africa**	**Rest of Africa**	**Technology**	**Showmax**	**Total**
Subscription fees	**25 661**	**13 797**	**-**	**750**	**40 208**	26 362	18 026	-	850	45 238
Advertising	**3 098**	**497**	**-**	**-**	**3 595**	3 173	744	-	-	3 917
Decoders	**1 249**	**547**	**-**	**-**	**1 796**	1 066	654	-	-	1 720
Installation fees	**226**	**-**	**-**	**-**	**226**	154	-	-	-	154
Technology contracts and licensing	**-**	**-**	**1 805**	**-**	**1 805**	-	-	1 724	-	1 724
Insurance premiums	**780**	**-**	**-**	**-**	**780**	969	-	-	-	969
Other revenue	**1 980**	**367**	**-**	**3**	**2 350**	1 832	237	-	177	2 246
Total external revenue	**32 994**	**15 208**	**1 805**	**753**	**50 760**	**33 556**	**19 661**	**1 724**	**1 027**	**55 968**

2025

	ZAR'm Year ended 31 March 2025						
	Revenue	**COPS[1]**	**SGA[2]**	**Depreciation**	**Software amortisation**	**Lease interest[3]**	**Trading profit/ (loss)**
South Africa	**41 726**	**(22 463)**	**(8 212)**	**(1 175)**	**(175)**	**(262)**	**9 439**
Rest of Africa	**15 697**	**(10 746)**	**(4 565)**	**(1 033)**	**-**	**(113)**	**(760)**
Technology	**3 454**	**(1 332)**	**(1 687)**	**(105)**	**(24)**	**-**	**306**
Showmax	**1 045**	**(2 750)**	**(3 235)**	**(5)**	**(2)**	**-**	**(4 947)**
Eliminations	**(11 162)**	**9 614**	**1 548**	**-**	**-**	**-**	**-**
Total	**50 760**	**(27 677)**	**(16 151)**	**(2 318)**	**(201)**	**(375)**	**4 038**

3. Segmental information (continued)

2024

	Revenue	COPS[1]	SGA[2]	Depreciation	Software amortisation	Lease interest[3]	Trading profit/ (loss)
	ZAR'm Year ended 31 March 2024						
South Africa	41 484	(22 196)	(8 838)	(1 173)	(166)	(319)	8 792
Rest of Africa	19 854	(11 823)	(5 288)	(1 249)	(4)	(165)	1 325
Technology	3 629	(1 170)	(1 912)	(130)	(21)	-	396
Showmax	1 321	(1 513)	(2 412)	(4)	(28)	-	(2 636)
Eliminations	(10 320)	9 113	1 207	-	-	-	-
Total	**55 968**	**(27 589)**	**(17 243)**	**(2 556)**	**(219)**	**(484)**	**7 877**

1 Refers to cost of providing services and sale of goods. Segmental COPS includes insurance service expense of ZAR287m (FY24: ZAR380m) (note 5(a)) but excludes depreciation of ZAR1 760m (FY24: ZAR1 944m) (note 6) and amortisation of ZAR60m (FY24: ZAR98m) (note 22).

2 Refers to selling, general and administration expenses. Segmental SGA includes net impairment losses on trade receivables of ZAR352m (FY24: ZAR200m) but excludes depreciation of ZAR558m (FY24: ZAR612m) (note 6), amortisation of ZAR194m (FY24: ZAR173m) (note 22) and equity-settled share-based compensation of ZAR642m (FY24: ZAR543m) (note 6).

3 Relates to interest on transponder leases only.

	2025 (ZAR'm)						2024 (ZAR'm)					
COPS and SGA by nature	**South Africa**	**Rest of Africa**	**Technology**	**Showmax**	**Eliminations**	**Total**	**South Africa**	**Rest of Africa**	**Technology**	**Showmax**	**Eliminations**	**Total**
Content[1]	**18 024**	**5 160**	**-**	**2 662**	**(6 469)**	**19 377**	18 270	5 667	-	1 288	(5 377)	19 848
Decoders purchases	**2 151**	**1 408**	**357**	**-**	**-**	**3 916**	1 742	2 174	289	-	-	4 205
Staff costs[2]	**3 693**	**1 335**	**1 885**	**225**	**-**	**7 138**	3 595	1 401	2 094	810	-	7 900
Sales and marketing	**975**	**732**	**32**	**443**	**-**	**2 182**	1 430	878	43	769	-	3 120
Other	**5 832**	**6 676**	**745**	**2 655**	**(4 693)**	**11 215**	5 997	6 991	656	1 058	(4 943)	9 759
	30 675	**15 311**	**3 019**	**5 985**	**(11 162)**	**43 828**	**31 034**	**17 111**	**3 082**	**3 925**	**(10 320)**	**44 832**

1 Segmental content costs excludes staff costs of ZAR1 054m (FY24: ZAR1 146m) which is allocated to staff costs in the above disclosure.
2 Segmental staff costs includes staff costs of ZAR1 054m (FY24: ZAR1 146m), but excludes equity settled share-based compensation of ZAR642m (FY24: ZAR543m).

	2025 ZAR'm	2024 ZAR'm

3. Segmental information (continued)

Trading profit as presented in the segment disclosure is the CODM and management's measure of each segment's operational performance. A reconciliation of the segmental trading profit to operating profit as reported in the income statement is provided below:

	2025	2024
Trading profit per segmental income statement	**4 038**	7 877
Adjusted for:		
Interest on transponder leases (note 12)	**375**	484
Amortisation of intangibles (other than software)	**(53)**	(52)
Other operating gains/(losses) - net (note 7)	**946**	(686)
Equity-settled share-based compensation	**(642)**	(543)
Operating profit per the income statement[1]	**4 664**	**7 080**

1 The consolidated income statement discloses all reporting items from consolidated operating profit to consolidated profit before taxation.

Geographical information

The group operates in the following geographical areas:

Africa - The group derives revenues from video-entertainment platform services and technology products and services predominately to individual consumers. The group is domiciled in South Africa which is managed and consequently presented separately. The main markets throughout the Rest of Africa include Nigeria, Angola, Kenya and Zambia. The Rest of Africa is managed independently by a dedicated team and is consequently presented as a single segment.

Europe - The group generates revenue from technology products and services provided by subsidiaries based in the Netherlands, France and the United Kingdom. These revenues are primarily business to business.

Other - The group generates revenue from technology products and services provided by subsidiaries primarily based in Canada, the United States of America, Brazil and India.

	Africa				
31 March 2025	**South Africa ZAR'm**	**Rest of Africa ZAR'm**	**Europe ZAR'm**	**Other ZAR'm**	**Total ZAR'm**
External consolidated revenue[1]	**33 628**	**15 327**	**1 197**	**608**	**50 760**
Consolidated assets[2]	**11 861**	**6 138**	**653**	**-**	**18 652**

	Africa				
31 March 2024	**South Africa ZAR'm**	**Rest of Africa ZAR'm**	**Europe ZAR'm**	**Other ZAR'm**	**Total ZAR'm**
External consolidated revenue[1]	34 330	19 913	1 173	552	55 968
Consolidated assets[2]	10 891	7 627	789	-	19 307

1 South Africa and total revenue disclosed above includes ZAR780m (FY24: ZAR969m) of insurance revenue which has been separately disclosed on the face of the consolidated income statement in line with IFRS 17 disclosure requirements.
2 Consolidated assets includes property, plant and equipment, goodwill and other intangible assets and Investments in associates and joint ventures.

Revenue is allocated to a geographic area based on the location of subscribers or users/customers.

Assets are allocated to a geographic area based on the location of the assets, subscribers or customers.

PART II. INCOME STATEMENT

4. Earnings per share

Earnings per share (EPS) is a measure of the group's profit for the year allocated to each outstanding ordinary share. It is calculated by dividing profit after tax attributable to equity holders of the group by the weighted average number of ordinary shares in issue during the year, excluding treasury shares.

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares and is based on the profit after tax attributable to equity holders of the group, adjusted for the after tax dilutive effect. The company has dilutive potential ordinary shares which comprise restricted share units (RSU) issued in terms of the group's share scheme. In the event that potential ordinary shares are anti-dilutive these RSUs are not taken into account.

The group is required to calculate headline earnings per share in accordance with the JSE Listings Requirements, determined by reference to the South African Institute of Chartered Accountants' Circular 1/2023 'Headline Earnings'. Headline earnings per share is calculated by dividing headline earnings by the weighted average number of shares in issue during the year, excluding treasury shares.

Years ended 31 March		**2025**				**2024**			
Reconciliation of basic and diluted earnings/(loss) to basic and diluted headline loss	**Note**	**Gross ZAR'm**	**Taxation ZAR'm**	**Non-controlling interests ZAR'm**	**Net ZAR'm**	**Gross ZAR'm**	**Taxation ZAR'm**	**Non-controlling interests ZAR'm**	**Net ZAR'm**
Basic and diluted earnings/(loss) attributable to equity holders of the group					**1 194**				(3 974)
Headline earnings adjustments:									
Dilution gain on partial sale of associate	7	**(10)**	**-**	**-**	**(10)**	(40)	-	-	(40)
Gain on disposal of subsidiary	23	**(3 402)**	**443**	**685**	**(2 274)**	-	-	-	-
Impairment of other assets	7	**7**	**-**	**-**	**7**	-	-	-	-
Impairment of currency depreciation features		**-**	**-**	**-**	**-**	19	(5)	(3)	11
Impairment of equity-accounted investments	24	**-**	**-**	**-**	**-**	164	-	-	164
Impairment of intangible assets and software not yet available for use	22	**19**	**(5)**	**(3)**	**11**	1 282	(164)	(103)	1 015
Reversal of impairment of property, plant and equipment	17	**-**	**-**	**-**	**-**	(172)	-	-	(172)
Reversal of impairment of programme and film rights	18	**(26)**	**7**	**4**	**(15)**	(55)	15	9	(31)
Profit on sale of intangible assets	7	**(19)**	**4**	**3**	**(12)**	(14)	4	2	(8)
Profit on sale of property, plant and equipment	7	**(9)**	**2**	**-**	**(7)**	(2)	(1)	-	(3)
Basic and diluted headline loss attributable to equity holders of the group					**(1 106)**				**(3 038)**

	2025 ZAR'm	2024 ZAR'm
4. Earnings per share (continued)		
Basic and diluted headline loss for the year (ZAR'm)	**(1 106)**	(3 038)
Basic headline loss per ordinary share (SA cents)	**(258)**	(715)
Diluted headline loss per ordinary share (SA cents)[1]	**(258)**	(715)
Net number of ordinary shares issued (million)		
- at year-end[2,3]	**429**	425
- at year-end (including treasury shares)[2]	**443**	443
- weighted average for the year	**428**	425
- diluted weighted average for the year[1,4]	**428**	425

1 As at 31 March 2025, 16.5m RSUs have been awarded to employees and remain unvested, however due to the group's FY25 basic and diluted headline loss for the year, the impact of these RSUs is anti-dilutive and therefore these RSUs have been excluded from the diluted weighted average number of ordinary shares for FY25. As at 31 March 2024, 15.8m RSUs were awarded and unvested resulting in an anti-dilutive impact in the prior year.
2 As at 31 March 2025, the group held 13.5m treasury shares which resulted in a decrease in the number of ordinary shares issued (FY24: 17.7m treasury shares).
3 During FY25, there were no share repurchases made by the MultiChoice Group Restricted Share Plan Trust (a fellow group company). During FY24, an additional 5.3m shares were repurchased by the MultiChoice Group Restricted Share Plan Trust as part of a share buy-back to fund specific RSU share awards. 4.2m (FY24: 2.4m) RSUs were exercised during the year which reduced the number of treasury shares held by the group at 31 March 2025.
4 The diluted weighted average number of shares used in the calculation of the diluted earnings per ordinary share (SA cents) disclosed in the consolidated income statement is 445m. As at 31 March 2025, 16.5m RSUs have been awarded to employees and remain unvested resulting in a dilutive impact on earnings per ordinary share in the current year. As at 31 March 2024, 15.8m RSUs were awarded and unvested, however due to the group's FY24 basic and diluted loss for the year, the impact of these RSUs is anti-dilutive and therefore these RSUs were excluded from the diluted weighted average number of ordinary shares for FY24.

5. Revenue

The group recognises revenue from the following major sources:

- **Subscription fees**
- **Decoder sales**
- **Installation revenue**
- **Advertising revenue**
- **Technology contracts and licensing**
- **Other revenue**

Revenue is measured as the fair value of the consideration received or receivable from the sale of goods and services in the ordinary course of the group's activities. Revenue is shown net of value-added tax, returns, rebates and discounts and after eliminating sales within the group. The group recognises revenue when it transfers control of a product or service to a customer.

Subscription fees

Pay-television, subscription video-on-demand, transactional video-on-demand and access fees are earned over the period the services are provided. Subscription revenue arises from the monthly advanced billing of subscribers for pay-television and online services provided by the group. Residential subscribers are required to pay subscription fees in advance, while commercial subscribers are required to pay within 30 days. Revenue is recognised in the month the service is rendered. Subscription revenue received in advance of the service being provided is recorded as a contract liability (deferred income) as part of accrued expenses and other current liabilities and recognised as revenue in the month the service is provided.

Decoder sales

Revenue is recognised at a point in time, when the devices are provided to the customer. Payments for the devices are either received upon delivery of the device or through extension of credit to the customer. Repayment terms for credit sales are up to 24 months, however the extended repayment terms are deemed insignificant to the group.

Installation revenue

Installation revenue on devices is recognised when the device is installed and the customer is connected. Payments for the installation are either received upon delivery of the device or through extension of credit to the customer. Repayment terms for credit sales are up to 24 months, however the extended repayment terms are deemed insignificant to the group.

	2025 ZAR'm	2024 ZAR'm

5. Revenue (continued)

Advertising revenue

The group primarily derives advertising revenues from advertisements broadcast on its video-entertainment platforms and shown online on its websites and instant messaging windows as well as sponsorship revenues earned on major broadcast events. Advertising revenues from video-entertainment platforms are recognised upon showing. Online advertising revenues are recognised over the period in which the advertisements are displayed. Sponsorship revenues are recognised over the period of the event. Advertising revenue is billed in arrears with average 45-day payment terms.

Technology contracts and licensing

For contracts with multiple obligations (e.g. maintenance and other services), the transaction price is allocated between each of the performance obligations based on the price that the group would charge if the goods or services were sold separately.

The group recognises revenue allocated to maintenance and support fees, for on-going customer support and product updates, ratably over the period of the relevant contracts. Contract periods generally range from between 3-5 years. Payments for maintenance and support fees are generally made in advance and are non-refundable. Revenue received in advance of the service being provided is recorded as a contract liability (deferred income) as part of accrued expenses and other current liabilities and recognised as revenue in the month the service is provided. For revenue allocated to consulting services and for consulting services sold separately, the group recognises revenue as the related services are performed.

The group enters into arrangements whereby application software is licensed to network operators. Where all of the software under the arrangement has been delivered, the revenue is recognised based on the number of subscribers at a point in time. Under arrangements where the group has committed to deliver unspecified future applications, the revenue earned on the delivered applications is ratably recognised over the subscription period. Standard payment terms for network operators are 30 days.

Other revenue

Other revenue primarily comprises of sub-licensing revenue relating to the provision of content to other broadcasters and reconnection fees relating to amounts charged to customers for the reconnection of their pay-television services. The revenue from sub-licensing is recognised over time as content and services are delivered. The revenue from reconnection fees is recognised at a point in time when the customer has been reconnected.

	2025	2024
Subscription fees	**40 208**	45 238
Advertising	**3 595**	3 917
Decoders	**1 796**	1 720
Installation fees	**226**	154
Technology contracts and licensing	**1 805**	1 724
Other revenue	**2 350**	2 246
	49 980	**54 999**
Timing of revenue recognition:		
Goods and services transferred over time	**42 710**	47 746
Goods and services transferred at a point in time	**7 270**	7 253
	49 980	**54 999**

The following table shows unsatisfied performance obligations resulting from long-term technology contracts as at 31 March 2025 and 31 March 2024.

	2025	2024
Aggregate amount of the transaction price allocated to long-term technology contracts that are partially or fully unsatisfied	**728**	302

Management expects that 45% of the transaction price allocated to the unsatisfied contracts as of 31 March 2025 will be recognised as revenue during FY26 (ZAR328m) and 22% (ZAR160m) will be recognised as revenue during FY27. The remaining 33% (ZAR240m) will be recognised as revenue in FY28 and thereafter. The amount disclosed above does not include variable consideration which is constrained.

	2025 ZAR'm	2024 ZAR'm

5. Revenue (continued)

Management expected that 36% of the transaction price allocated to the unsatisfied contracts as of 31 March 2024 would be recognised as revenue during FY25 (ZAR108m) and 32% (ZAR97m) would be recognised as revenue during FY26. The remaining 32% (ZAR97m) would be recognised as revenue in FY27 and thereafter. The amount disclosed above does not include variable consideration which is constrained.

All other technology contracts are for periods of one year or less or are billed based on time incurred. As permitted under *IFRS 15*, the transaction price allocated to these unsatisfied contracts is not disclosed and is also not material.

5(a) Insurance service result

Insurance premiums relate to insurance on device and life products. The revenue from insurance premiums is recognised over time, as and when the services are rendered. Premiums are payable in advance.

The insurance business was effectively sold on 30 November 2024 (refer to note 23), therefore the current year insurance service result only represents eight months of trading while NMSIS was a subsidiary of the group.

	2025 ZAR'm	2024 ZAR'm
Insurance service revenue		
Insurance revenue	**780**	969
Insurance service expense		
Incurred claims and other incurred attributable service expenses	**(166)**	(172)
Acquisition expenses	**(121)**	(208)
Total insurance service expense	**(287)**	**(380)**
Insurance service result	**493**	**589**

6. Expenses by nature

Operating profit includes the following items:

	2025 ZAR'm	2024 ZAR'm
(a) Cost of providing services and sale of goods (COPS)		
Content[1]	**20 431**	20 994
Decoder purchases	**3 916**	4 205
Depreciation: Owned assets (note 17)	**259**	427
Depreciation: Right-of-use asset for transponders (note 17)	**1 501**	1 517
Agency commissions	**959**	971
Subscriber transaction fees	**483**	512
Other[2]	**1 661**	625
	29 210	**29 251**

1 Included in content is amortisation and impairment of programme and film rights of ZAR14.2bn (FY24: ZAR14.9bn). Refer to note 18.
2 Includes various cost items such as licence fees, communication and network costs.

	2025 ZAR'm	2024 ZAR'm
(b) Selling, general and administration expenses (SGA)		
Employee costs	**6 726**	7 298
Sales and marketing	**2 182**	3 120
Depreciation: Owned assets (note 17)	**425**	413
Depreciation: Right-of-use asset for buildings (note 17)	**124**	189
Depreciation: Right-of-use asset for vehicles (note 17)	**9**	10
Short-term leases	**36**	39
Auditors remuneration	**120**	92
Software licence costs	**1 014**	1 173
Maintenance costs	**868**	1 180
Consulting costs	**689**	710
Other[1]	**5 000**	4 147
	17 193	**18 371**

1 Includes various cost items such as administration and general overhead costs.

6. Expenses by nature (continued)

(c) Employee-related expenditure

Employee remuneration is charged to the income statement and recognised as an expense in the period in which the employees render the related service.

Short-term employee benefits

Short-term employee benefits include salaries and wages, medical-aid contributions, paid vacation leave, sick leave and incentive bonuses.

Long-term employee benefits

Long-term employee benefits are those benefits that are expected to be wholly settled more than 12 months after the end of the annual reporting period in which the services have been rendered and are discounted to their present value.

Retirement benefits

The group provides retirement benefits to its full-time employees, by means of monthly contributions to a defined contribution pension fund. The assets of this fund are held in separate trustee administered funds. The group's contribution to the retirement fund is recognised as an expense in the period in which the employees render the related service.

Termination benefits

The group recognises termination benefits when it is demonstrably committed to either terminate the employment of employees before the normal retirement date or provide termination benefits as a result of an offer made to encourage voluntary redundancy.

Where termination benefits fall due more than 12 months after the reporting period, they are discounted. In the case of an offer made to encourage voluntary redundancy, the measurement of termination benefits is based on the number of employees expected to accept the offer. Termination benefits are immediately recognised as an expense in the consolidated income statement.

Equity-settled share-based compensation benefits

MultiChoice Group Limited (MCG) operates a number of equity-settled compensation plans which allow certain employees the right to receive ordinary shares in MCG after a prescribed period and for some participants (the executive committee and certain key members of senior management) subject to performance conditions. In terms of these plans, employees are offered awards in the form of either, restricted stock units (RSUs), RSUs with performance conditions (PSUs) and Phantom Performance Shares (PPS). As MCG grants these awards and has the obligation to settle the awards in MCG shares, the schemes have been recognised as equity-settled.

All awards are granted subject to the completion of a requisite service period by employees, ranging from two to five years. The awards granted vest in tranches which results in a comparatively higher charge in earlier years.

Equity-settled share-based payments are measured at fair value at the date of the grant. The fair value determined at the grant date of the equity-settled share-based payments is charged as employee costs, with a corresponding increase in equity, on a straight-line basis over the period that the employees become unconditionally entitled to the shares, adjusted to reflect management's estimate of the awards that will vest. These equity-settled share-based payments are not subsequently revalued. In respect of RSU's, awards are automatically settled in MCG equity instruments on the vesting date.

6. Expenses by nature (continued)

Staff costs

The total cost of employment of all employees, including subsidiary executive directors, was:

	Note	2025 ZAR'm	2024 ZAR'm
Salaries, wages and bonuses		**6 214**	6 997
Equity-settled share-based compensation	6.4	**642**	543
Retirement benefit costs		**416**	392
Medical aid fund contributions		**325**	355
Severance		**21**	49
Other costs[1]		**162**	108
Total staff costs		**7 780**	**8 444**
Included in cost of providing services and sale of goods[2,3]		**1 054**	1 146
Included in selling, general and administration expenses		**6 726**	7 298
		7 780	**8 444**

1 Other costs primarily includes training and recruitment costs.
2 Primarily relates to local production staff costs which gets included within content costs.
3 Staff costs included in COPS are allocated to the following line items, salaries, wages and bonuses ZAR921m (FY24: ZAR999m), retirement benefit costs ZAR94m (FY24: ZAR101m), and other costs ZAR39m (FY24: ZAR46m).

6.1. Restricted share units (RSUs) and performance related restricted share units (PSUs)

Employees of the group participate in the MCG Restricted Stock Plan Trust (the trust) which has allocated awards as shown in the table below since FY21. Restricted share units (RSU) and performance share units (PSU) are granted to employees by MultiChoice Group Limited who has the obligation to settle the awards. As such, the RSU awards are classified as equity-settled.

Award date	Staff level	Split of award	Vesting period	Vesting split
Before 27 August 2020	Rest of organisation	100% RSU	5 years	25% equally from year 2 to 5
After 27 August 2020	Rest of organisation (excluding executive committee/certain senior managers)	100% RSU	4 years	50% equally in year 3 and 4
Before November 2020	Executive committee	50% RSU 50% PSU	4 years	50% equally in year 3 and 4
November 2020	Executive committee/certain senior managers	25% RSU 75% PSU	RSU: 4 years PSU: 3 years	RSU: 50% equally in year 3 and 4 PSU: 100% in year 3
March 2021 onwards	Executive committee/certain senior managers	100% PSU	3 years	100% in year 3

For awards before 18 June 2022, performance conditions include core headline earnings per share, return on capital employed and cumulative free cash flow over a 3-year period. For awards on 18 June 2022, performance conditions include core headline earnings per share growth, free cash flow conversion ratio, Nigeria cash extraction, total shareholder return and environmental, social, and governance (ESG) over a 3-year period. For awards on or after 18 June 2023, performance conditions include core headline earnings per share growth, investment growth, free cash flow conversion ratio, Nigeria cash extraction, total shareholder return and environmental, social, and governance (ESG) over a 3-year period. For awards on or after 18 June 2024, performance conditions include adjusted core headline earnings per share growth, investment growth, free cash flow conversion ratio, total shareholder return and environmental, social, and governance (ESG) over a 3-year period.

The vesting percentages for each measure, for performance below threshold, at threshold, target, and stretch and above is 0%, 50%, 75% and 100% respectively, with linear interpolation between these levels.

In all of the above RSU allocations, RSUs are automatically settled with participants on the vesting date and do not have an exercise price.

6. Expenses by nature (continued)

6.1. Restricted share units (RSUs) and performance related restricted share units (PSUs) (continued)

The shares in terms of the RSU scheme are administered by The MultiChoice Group Restricted Share Plan Trust (the trust), which is a consolidated entity of the group. The shares are acquired on market and are held as treasury shares until such time as they vest. Forfeited shares are reallocated in subsequent grants. Under the terms of the trust deed, MultiChoice Group Limited and its subsidiaries are required to provide the trust with the necessary funding for the acquisition of the shares at the time of the grant.

Under the RSU scheme the maximum aggregate number of MCG shares which may be issued to settle awards is 22 125 634 (RSU scheme limit). As at 31 March 2025, the group has utilised 12 552 709 (FY24: 12 552 709) of the RSU scheme limit.

Movement in number of RSUs	**MultiChoice Group RSU**
Outstanding at 31 March 2023	**14 034 155**
Granted during the year	6 666 947
Exercised during the year	(2 388 012)
Forfeited during the year	(2 504 228)
Outstanding at 31 March 2024	**15 808 862**
Granted during the year	6 296 195
Exercised during the year	(4 207 409)
Forfeited during the year	(1 445 728)
Outstanding at 31 March 2025	**16 451 920**
Weighted average remaining contractual life (years)	3.1

The fair value of the RSUs at grant date (weighted average: FY25: ZAR104.36 (FY24: ZAR95.43)) was estimated by taking the market value of the MCG shares on that date less the present value of future dividends that will not be received by employees during the vesting period.

The fair value of the equity-settled RSUs are calculated at grant date using the Bermudan binomial tree model, taking into account the following significant assumptions:

Weighted average	**MultiChoice Group RSU**
2024	
Risk-free interest rate (%)	9.1
Expected volatility (%)	37.4
Expected dividend yield (%)	-
Expiry date (years)	4.0
2025	
Risk-free interest rate (%)	**11.6**
Expected volatility (%)	**32.0**
Expected dividend yield (%)	**-**
Expiry date (years)	**4.0**

6.2. Irdeto phantom share option scheme

During FY21, the group created a new phantom share option scheme for the employees of the Technology segment, Irdeto. This was done to align Irdeto long term incentives to the Irdeto business objectives, rather than those of the overall group. As the scheme will be settled with MCG shares, it has been classified as an equity-settled share based payment arrangement. Awards without performance conditions vest over four years, with awards vesting in two equal tranches in years three and four. Awards with performance conditions vest 100% after three years.

For awards before 18 June 2024, performance conditions include total revenue, external business revenues, earnings before interest, tax, depreciation, and amortisation (EBITDA) and cumulative free cash flow over a 3 year period. The vesting percentages for each measure, for performance below threshold, at threshold, target, and stretch and above is 0%, 50%, 75% and 100% respectively, with linear interpolation between these levels.

6. Expenses by nature (continued)

6.2. Irdeto phantom share option scheme (continued)

For awards on or after 18 June 2024, performance conditions include total revenue in the third year, EBITDA in the third year and cumulative free cash flow over a 3 year period. The vesting percentages for each measure, for performance below threshold, at threshold, target, and stretch and above is 0%, 50%, 75% and 100% respectively, with linear interpolation between these levels.

Settlement of the awards will take place on exercise by delivery of MCG shares, up to the expiry date four years post vesting.

The scheme is valued using a fixed, pre-determined multiple of demonstrated sustainable EBITDA to eliminate subjectivity in the valuation as far as possible. This is calculated as (Valuation EBITDA x EBITDA Multiple) plus net cash, less net debt.

Movement in number of Irdeto options	**Number of options**
Outstanding at 31 March 2023	**383 677**
Granted during the year	134 196
Exercised during the year	(77 192)
Forfeited during the year	(38 930)
Outstanding at 31 March 2024	**401 751**
Granted during the year	145 273
Exercised during the year	(109 196)
Forfeited during the year	(59 534)
Outstanding at 31 March 2025	**378 294**

The weighted average fair value of the phantom shares at grant date was USD40.02 (FY24: USD51.22). The fair value of the awards were calculated using the Bermudan binomial tree model, taking into account the following significant assumptions:

Weighted average	**2025**	**2024**
Fair value of phantom shares at measurement date (USD)	**40**	51
Risk-free interest rate[1] (%)	**4.7**	4.6
Annual suboptimal rate[2] (%)	**100.0**	122.5
Expected volatility[3] (%)	**52.8**	43.9
Weighted average remaining contractual life (years)	**3.4**	3.4
Option life (years)	**4.5**	6.7

1 Based on the zero rate bond yield.
2 Based on the portion of vested options that were exercised annually.
3 Determined using historical daily share prices of listed companies with similar operations to Irdeto.

6.3. MCG Phantom Performance Share scheme

In FY21, the group initiated a new long-term incentive scheme, the Phantom Performance Share (PPS) scheme. The value of this scheme is linked to the value of the portfolio of new investments. PPS units will vest over five years in two equal tranches in years four and five. The returns are measured based on the growth in portfolio valuations. The minimum vesting performance threshold is portfolio growth of 12.5% per annum, and 100% vesting is achieved at a growth in the portfolio value of 25% per annum, with linear interpolation between these levels. Vested units are settled on exercise by delivery of MCG shares, up to the tenth anniversary of the award date. The scheme will be settled with MCG shares and therefore it has been classified as an equity-settled share based payment arrangement.

Movement in number of PPS units	**Number of units**
Outstanding at 31 March 2023	**315 456**
Granted during the year	428 754
Forfeited during the year	(29 332)
Outstanding at 31 March 2024	**714 878**
Outstanding at 31 March 2025	**714 878**

6. Expenses by nature (continued)

6.3. MCG Phantom Performance Share scheme (continued)

The fair value of the awards were calculated using the Bermudan binomial tree model, taking into account the following significant assumptions:

Weighted average	2025	2024
Fair value of PPS Units at measurement date (ZAR)	**100.8**	34.9
Risk-free interest rate[1] (%)	**9.9**	8.4
Annual suboptimal rate[2] (%)	**100.0**	100.0
Expected volatility[3] (%)	**36.5**	26.4
Weighted average remaining contractual life (years)	**4.2**	4.5
Option life (years)	**10.0**	10.0

1 Based on the zero rate bond yield.
2 Based on the portion of vested options that were exercised annually.
3 Determined using historical daily share prices of MCG shares.

6.4. Showmax Restricted Share Unit plan

In FY24, the group created a new restricted share option scheme for the employees of the group involved with the Showmax business. The purpose of the scheme is to provide those employees with an opportunity to have an economic interest in the company and to directly benefit from an increase in the equity value of the company, thereby aligning employees interests with those of the group.

For awards before 18 June 2024, performance conditions include total revenue, earnings before interest, tax, depreciation, and amortisation (EBITDA), cumulative free cash flow over a 3 year period and the paying subscriber closing base in year 3. The vesting percentages for each measure, for performance below threshold, at threshold, target, and stretch and above is 0%, 50%, 75% and 100% respectively, with linear interpolation between these levels.

For awards on or after 18 June 2024, performance conditions include total net revenue, EBITDA, free cash flow in the third year and the paying subscriber closing base in year 3. The vesting percentages for each measure, for performance below threshold, at threshold, target, and stretch and above is 0%, 50%, 75% and 100% respectively, with linear interpolation between these levels.

Awards without performance conditions vest over four years, with awards vesting in two equal tranches in years three and four. Awards with performance conditions vest 100% after three years.

Settlement of the awards will take place on exercise by delivery of MCG shares, up to the expiry date seven years post-vesting.

The scheme is valued using a company enterprise value to eliminate subjectivity in the valuation as far as possible. This is calculated as follows:

- the greater of the Revenue Multiple Valuation and the EBITDA Multiple Valuation plus net cash, less net debt.

The weighted average fair value of the phantom shares at grant date was FY25: USD11.10 (FY24: USD27.50).

Movement in number of Showmax units	Number of options
Outstanding at 31 March 2023	-
Granted during the year	144 944
Forfeited during the year	(22 505)
Outstanding at 31 March 2024	**122 439**
Granted during the year	442 477
Forfeited during the year	(40 513)
Outstanding at 31 March 2025	**524 403**

6. Expenses by nature (continued)

6.4. Showmax Restricted Share Unit plan (continued)

Weighted average	2025	2024
Fair value of phantom shares at measurement date (USD)	**11.1**	27.5
Risk-free interest rate[1] (%)	**4.6**	4.6
Annual suboptimal rate[2] (%)	**122.5**	122.5
Expected volatility[3] (%)	**42.9**	58.5
Weighted average remaining contractual life (years)	**3.0**	3.0
Option life (years)	**7.0**	9.6

1 Based on the zero rate bond yield.
2 Based on the portion of vested options that were exercised annually.
3 Determined using historical daily share prices of listed companies with similar operations to Showmax.

7. Other gains/(losses) - net

Other operating gains/(losses) - net	**Note**		
Impairment of intangible assets and software not yet available for use	22	**(19)**	(1 282)
Profit on sale of property, plant and equipment		**9**	2
Profit on sale of intangible assets		**19**	14
Reversal of impairment of property, plant and equipment	17	**-**	172
Impairment of other assets		**(7)**	(2)
Fair value adjustments	30	**1 322**	410
Write-off of cash and cash equivalents[1]		**(378)**	-
		946	**(686)**
Other losses			
Acquisition-related costs[2]		**(114)**	(123)
Dilution gain[3,4]		**10**	40

1 Following the revocation of Heritage Bank's banking licence by the Central Bank of Nigeria on 3 June 2024 and its subsequent liquidation, the group wrote-off its receivable relating to the cash held with the bank.
2 Relates to acquisition related project costs incurred by the group on potential as well as successful acquisitions, disposals or partnerships.
3 The group contributed funding to Moment's Seed+ funding round in the fourth quarter of FY24, but the funding round only closed in May 2024. Following additional contributions from other investors, the group's fully diluted shareholding in Moment decreased from 29.6% at 31 March 2024 to 28.5% at 31 March 2025. The group's share of the additional funding contributed exceeded the carrying value of the effective disposal through dilution, resulting in a dilution gain of ZAR10m.
4 During FY24, the group, along with other founding backers and new investors, contributed to Moment's Seed+ funding round. Following the additional contributions, the group's fully diluted shareholding in Moment increased from 25.5% to 29.6% and the fair value of Moment increased, which ultimately resulted in the group recognising a dilution gain of ZAR40m.

8. Taxation

The tax charge is determined based on taxable income for the year and includes current tax, deferred tax and dividend withholding tax.

The current tax charge is the tax payable on the taxable income for the financial year applying enacted or substantively enacted tax rates.

Deferred tax is provided for on all temporary differences between the carrying amount of assets and liabilities for accounting purposes and the amounts used for tax purposes. No deferred tax is provided on temporary differences relating to:

- the initial recognition of goodwill; and
- investments in subsidiaries and interests in joint arrangements to the extent that the temporary difference will probably not reverse in the foreseeable future and the control of the reversal of the temporary difference lies with the parent, investor, joint venturer or joint operator.

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which deductible temporary differences and unused tax losses can be utilised.

8. Taxation (continued)

Deferred tax assets are recognised for the carry forward amount of unused tax losses relating to the group's operations where there is evidence that it is probable that sufficient taxable profits will be available in the future to utilise all tax losses carried forward. The estimated tax losses available may be subject to various statutory limitations as to its usage. The group has not recognised any deferred tax assets for carry forward unused tax losses in any of the years presented.

The holding company statutory tax rate for the current and prior financial year is 27%.

Dividends paid to shareholders that are not exempted from dividend withholding tax under South African tax law are subject to dividend withholding tax at a rate of 20%. This tax is on the shareholders and is not recognised in the consolidated income statement.

Major components of the tax expense

	2025 ZAR'm	2024 ZAR'm
Current		
South Africa	**2 609**	2 106
Current year	**2 663**	2 188
Adjustments in respect of current income tax of previous year	**(54)**	(82)
Foreign taxation	**178**	1 317
Current year	**148**	1 312
Adjustments in respect of current income tax of previous year	**30**	5
	2 787	**3 423**
Deferred tax - relating to the origination and reversal of temporary differences		
South Africa	**644**	30
Current year	**662**	(24)
Prior year	**(18)**	54
Foreign taxation - Current year	**19**	(11)
	663	**19**
Total taxation per income statement	**3 450**	**3 442**

Reconciliation of taxation

	2025 ZAR'm	2024 ZAR'm
Taxation at statutory rate of 27% (FY24: 27%)	**1 412**	(191)
Adjusted for:		
Non-deductible expenses[1]	**870**	469
Prior period over provision of taxes	**(42)**	(22)
Non-taxable income[2]	**(1 496)**	(250)
Differences not provided for	**2 130**	2 893
Unrecognised RoA losses[3] and other unprovided timing differences[4]	**2 136**	2 894
Assessed losses utilised	**(6)**	(1)
Foreign withholding taxes and other direct taxes[5]	**1 092**	1 077
Movement in uncertain tax positions[6]	**(715)**	(53)
Tax adjustment for foreign taxation rates	**66**	(640)
Tax attributable to equity-accounted earnings	**133**	159
Taxation per Income statement	**3 450**	**3 442**

1 Includes expenditure, interest and penalties which are not deductible in terms of local in-country tax regulations.
2 Includes impact of the sale of investments, tax incentives and income items that are not taxable in terms of local in-country tax legislation.
3 Comprises of unrecognised losses on which no deferred tax asset was raised as it is not probable that there will be sufficient taxable profits against which these losses will be utilised. Rest of Africa ZAR814m (FY24: ZAR2.2bn), Showmax ZAR1.1bn (FY24: R594m). The decrease from prior year primarily due to reduced foreign exchange losses in MultiChoice Nigeria Limited.
4 Other unprovided timing differences relate to temporary differences. These include costs of ZAR171m (FY24: ZAR81m), and exchange differences ZAR0.6m (FY24: ZAR45m).
5 Withholding and other taxes incurred across Rest of Africa territories.
6 Primarily relates to the resolution of a number of tax matters during the current year.

8. Taxation (continued)

The group is subject to income taxes in numerous jurisdictions. As a result, significant judgement is required in determining the group's provision for income taxes. There are numerous calculations and transactions for which the ultimate tax position is uncertain during the ordinary course of business.

The group recognises tax liabilities for anticipated tax issues based on estimates of whether the payment of additional taxes will be probable. In determining whether an interpretation and/or application of the various tax rules may result in a dispute of which the outcome may not be favourable to the group, the group seeks, where relevant, expert advice to determine whether an unfavourable outcome is probable, possible or remote. Where payment is determined to be possible but not probable the tax exposure is disclosed as a contingent liability, refer to note 13.

Where the final outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred tax in the period in which such determination is made.

9. Deferred taxation

Reconciliation of deferred tax asset

	2025 ZAR'm	2024 ZAR'm
At beginning of year	**1 134**	914
Debited to income statement[1]	**(663)**	(19)
Credited to other comprehensive income and directly through equity	**16**	197
Foreign exchange effects	**(22)**	42
	465	**1 134**

1 The increase primarily relates to the capital gains tax impact linked to the NMSIS contingent consideration receivable (note 30). Higher transponder lease payments made during the current year as well as foreign exchange gains on transponder leases also contributed to the increase as these resulted in less future deductible temporary differences on leases liabilities at 31 March 2025 resulting in reduced deferred tax assets.

Deferred tax is attributable to the following temporary differences:

	2025 ZAR'm	2024 ZAR'm
Assets		
Provisions and other current liabilities	**340**	437
Lease liabilities	**1 703**	2 152
Income received in advance	**189**	210
Receivables and other current assets	**66**	65
Other[1]	**229**	310
	2 527	**3 174**
Liabilities		
Property, plant and equipment	**(26)**	(34)
Intangible assets	**(23)**	(54)
Receivables and other current assets	**(89)**	(58)
Right-of-use assets	**(944)**	(1 133)
Programme and film rights	**(345)**	(303)
Hedging reserve	**(57)**	(75)
Other[2]	**(578)**	(383)
	(2 062)	**(2 040)**

1 Other includes programme and film rights, tax losses carried forward and unrealised foreign exchange gains.
2 Other includes derivative liabilities and share-based compensation.

For all temporary differences noted, the current year movement has been recognised in profit and loss with the exception of changes in the fair value of derivative financial instruments that relate to cash flow hedges which have been recognised in other comprehensive income.

The group has tax losses carried forward of approximately ZAR16.0bn (FY24: ZAR15.5bn). A summary of the tax losses carried forward at 31 March by tax jurisdiction and the expected expiry dates are set out below:

9. Deferred taxation (continued)

2025	**Rest of Africa ZAR'm**	**Latin America, Europe and USA[1] ZAR'm**	**Total ZAR'm**
Expires in year one	**416**	**309**	**725**
Expires in year two	**529**	**567**	**1 096**
Expires in year three	**491**	**1 024**	**1 515**
Expires in year four	**181**	**1 295**	**1 476**
Expires in year five	**384**	**998**	**1 382**
Expires after year five	**7 125**	**2 704**	**9 829**
	9 126	**6 897**	**16 023**

2024	**Rest of Africa ZAR'm**	**Latin America, Europe and USA[1] ZAR'm**	**Total ZAR'm**
Expires in year one	333	112	445
Expires in year two	747	340	1 087
Expires in year three	558	586	1 144
Expires in year four	217	1 058	1 275
Expires in year five	363	1 339	1 702
Expires after year five	6 009	3 843	9 852
	8 227	**7 278**	**15 505**

1 Technology segment tax jurisdictions.

Unrecognised temporary differences

	2025	2024
Deductible temporary differences relating to the group's investment in KingMakers (note 24) for which no deferred tax asset/liability has been recognised	**3 532**	3 189
Unrecognised deferred tax asset relating to the above temporary difference	**954**	861

A temporary difference of ZAR3.5bn (FY24: ZAR3.2bn) has arisen as a result of the group recognising an impairment loss on its KingMakers investment in the prior years as well as through the recognition of its share of KingMakers losses since acquisition. However, a deferred tax asset has not been recognised in the current or prior year as it is not probable that the temporary difference will reverse in the foreseeable future.

PART III. CASH FLOWS AND LIABILITY MANAGEMENT

10. Cash generated from operations

	Note	2025 ZAR'm	2024 ZAR'm
Operating profit		**4 664**	**7 080**
Adjustments:			
Non-cash and other		**17 838**	18 395
Depreciation and amortisation	17/22	**2 572**	2 827
Share-based compensation expenses	6	**642**	543
Net realisable value adjustments on inventory[1]	19	**265**	591
Reversal of net realisable value adjustments on inventory	19	**(416)**	(482)
Net impairment loss on trade receivables	20	**352**	200
Amortisation of platform technology advances		**246**	-
Hedge accounting revaluations		**40**	(248)
Amortisation and impairment of programme and film rights	18	**14 217**	14 911
Movement in legal and tax provisions	15	**167**	122
Impairment of intangible assets and software not yet available for use	22	**19**	1 282
Fair value adjustments[2]	7	**(1 322)**	(410)
Write-off of cash and cash equivalents	7	**378**	-
Other[2,3]		**678**	(941)
Working capital		**(15 594)**	**(17 413)**
Cash movement in trade and other receivables		**(656)**	(1 943)
Cash movement in accrued expenses and other current liabilities		**(1 543)**	118
Cash movement in programme and film rights		**(13 616)**	(14 781)
Cash movement in inventory		**221**	(807)
Cash generated from operating activities		**6 908**	**8 062**

1 Primarily relates to an increase in decoder prices during the year.
2 The FY24 other non-cash line has been restated from (1 351) to (941) in order to disclose the prior year fair value adjustments separately and enhance the disclosure. This restatement did not impact any of the primary statements nor did it impact any other financial information previously presented.
3 FY25 primarily relates to the recognition of bonus provisions in the South Africa and Rest of Africa segments and the raising of VAT accruals in the Rest of Africa segment. FY24 primarily relates to the reversal of VAT accruals previously raised in the Rest of Africa segment.

11. Liabilities funding operations

The group's long-term sources of financing primarily consist of term loans to finance the group's working capital requirements, lease liabilities for transponder capacity and amounts due for programme and film rights.

Financial liabilities include current and non-current debt. Financial liabilities are classified as current unless the borrowing entity has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

Financial liabilities, other than those arising under leases, are initially recognised at fair value, net of transaction costs incurred and are subsequently stated at amortised cost.

Financial liabilities are derecognised when the obligation in the contract is discharged, cancelled or has expired. Premiums or discounts arising from the difference between the fair value of debt raised and the amount repayable at maturity date are charged to the consolidated income statement as interest expense based on the effective interest rate method.

Leases

Lease liabilities are initially measured at the present value of the lease payments and are subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect lease payments made.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the group, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

11. Liabilities funding operations (continued)

To determine the incremental borrowing rate, the group:

- where possible, uses recent third-party financing received, adjusted to reflect changes in financing conditions since this financing was received;
- uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk for leases held by the group, which does not have recent third-party financing; and/or
- makes adjustments specific to the lease, e.g. term, country, currency and security.

At inception, the rate used for transponder leases is determined using a 3 month US LIBOR plus a premium of 1.75% for the incremental borrowing rate. The incremental borrowing rate is unchanged for the duration of lease. The interest rate applicable to the interest that accrues is not indexed to the 3 month US LIBOR. Following the cessation of the 3 month US LIBOR on 30 June 2023, the group performed an assessment and no material impact was noted.

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated). The group applies judgement in assessing whether it is reasonably likely that options will be exercised. Factors considered include how far in the future an option occurs, the group's business planning cycle, significance of related leasehold improvements and past history of terminating/not renewing a lease.

The group is not exposed to potential future increases in variable lease payments based on an index or rate.

Lease payments are allocated between principal and finance cost. The finance cost is charged to the consolidated income statement over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Certain lease contracts include both lease and non-lease components. The group has elected the practical expedient to account for non-lease components as part of its lease liabilities and right-of-use assets.

Leases are derecognised from the consolidated statement of financial position when, and only when, it is extinguished (i.e. when the obligation specified in the contract is discharged, cancelled or expires). The difference between the carrying amount of a financial liability (or part of a financial liability) extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, shall be recognised in the consolidated income statement. An exchange between an existing borrower and lender of debt instruments with substantially different terms shall be accounted for as an extinguishment of the original lease and the recognition of a new lease. Similarly, a substantial modification of the terms of an existing lease or a part of it (whether or not attributable to the financial difficulty of the debtor) shall be accounted for as an extinguishment of the original lease and the recognition of a new lease.

Derivative instruments and hedge accounting

Hedging strategy

The group applies hedging where economically viable for periods up to 36 months as part of its foreign currency risk management strategy which is reviewed regularly by the group risk committee and the board of directors. This provides certainty in terms of future financial assets and obligations denominated in foreign currency and allows the group to set achievable financial plans and deliver sustainable returns to shareholders. This is applied in the South Africa, Rest of Africa and Technology segments through forward exchange contracts (FECs), non-deliverable forwards (NDFs) and futures instruments in Nigeria.

Hedging of foreign currency costs

In the South Africa segment, where entities have ZAR as their functional currency, the group uses FECs to hedge exposures arising from its cash obligations denominated in US dollars and Euros. These include transponder lease payments and US dollar and Euro denominated payments to purchase sport and general entertainment content. The group treasury policy states that this is performed for all cash obligations within the next 18 months and can be extended up to 36 months for contractually committed exposures, unless the deviation is approved by the board of directors.

11. Liabilities funding operations (continued)

Hedging of local currency remittances

Where economical, FECs, NDFs and futures (hedging instruments) are used to hedge currency risk relating to local currency remittances in the Rest of Africa segment. This is performed by implementing hedging instruments centrally to secure a foreign exchange rate for all cash to be extracted in the future for periods up to 13 months in markets such as Nigeria, Kenya, Zambia and Ghana. This protects the group against foreign currency depreciation (especially in markets which experience liquidity challenges) and provides certainty of cash remittance rates in markets where FECs and NDFs are used.

Hedging of operating costs in the Technology segment

The Technology segment utilises FECs and NDFs to hedge operational costs to provide certainty of foreign exchange rates for financial planning purposes.

Hedge accounting

The group applies hedge accounting where all the relevant criteria are met.

The group designates hedging instruments taken out as either a cash flow hedge or fair value hedge as follows:

- *Cash flow hedge*: hedge of the foreign currency risk of a firm commitment to purchase programming and channels, operating costs in the Technology segment and in the Rest of Africa for local in-country remittances;
- *Fair value hedge*: hedge of the fair value of recognised transponder lease liabilities and in the Rest of Africa for local in-country remittances and futures in Nigeria.

FECs and NDFs in the Rest of Africa segment are designated as cash flow hedges whilst the Nigerian futures are designated as fair value hedges.

Changes in the fair value of FECs that are designated, and qualify, as cash flow hedges are recognised in other comprehensive income and the ineffective part of the hedge is recognised in the consolidated income statement. The amounts deferred in other comprehensive income are transferred to the consolidated income statement and classified as income or expense in the same periods during which the hedged transaction affects the consolidated income statement. The amounts transferred are recognised in either 'cost of providing services and sale of goods' or 'selling, general and administration expenses'. To the extent that amounts deferred in other comprehensive income pertain to hedges of programme and film rights, these amounts are subsequently transferred to the initial cost of the asset when it is recognised in the consolidated statement of financial position (basis adjustment) and is recognised subsequently to the consolidated income statement as the asset is amortised. This basis adjustment is presented directly in the consolidated statement of changes in equity and not through other comprehensive income.

Changes in the fair value of derivatives that are designated, and qualify, as fair value hedges are recorded in the consolidated income statement, along with changes in the fair value of the hedged asset or liability that is attributable to the hedged risk. These are presented in 'interest (expense)/income' (note 12).

Hedge effectiveness is determined at the inception of the hedge relationship, and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged item and hedging instrument.

For hedges of foreign currency purchases, the group enters into hedge relationships where the critical terms (notional value and timing of exposure) of the hedging instrument match the terms of the hedged item. In addition, the gain or loss on the hedged item (which for transponder lease liabilities is designated as the portion of the contractual cash flows covered by forward exchange contracts) is compared to the gain or loss on the hedging instrument to ensure the hedging relationship is effective. The group therefore performs a qualitative and quantitative assessment of effectiveness.

Rebalancing occurs when adjustments need to be made to the hedged instrument due to a material change in the underlying hedged item. This is treated as a continuation of the hedging relationship.

Hedge ineffectiveness is assessed and recognised immediately in the consolidated income statement before adjusting the hedging relationship.

	2025 ZAR'm	2024 ZAR'm

11. Liabilities funding operations (continued)

In hedges of foreign currency purchases, ineffectiveness may arise if the timing of the forecast transaction changes significantly from what was originally estimated, the total amount of the hedged item reduces or if there are changes in the credit risk of either party to the hedging relationship.

Hedge accounting is discontinued in its entirety when the hedging relationship no longer meets the risk management objective, the hedging relationship no longer complies with the qualifying criteria or the hedging instrument has been sold or terminated.

Partial discontinuation occurs when a portion of the forecast transaction is no longer highly probable, or a portion of the hedged item is no longer part of the hedging relationship due to an adjustment to the hedge ratio (percentage cover in relation to highly probable forecasted transactions).

	2025 ZAR'm	2024 ZAR'm
(a) Interest-bearing: Lease liabilities	**7 190**	**9 101**
Total liabilities	**8 958**	11 743
Less: Current portion	**(1 768)**	(2 642)
(b) Interest-bearing: Loans and other liabilities (A)	**11 074**	**12 004**
Total liabilities	**11 074**	12 004
Less: Current portion	**-**	-
(c) Non-interest-bearing: Programme and film rights	**-**	**-**
Total liabilities	**5 006**	5 256
Less: Current portion	**(5 006)**	(5 256)
(d) Non-interest-bearing: Loans and other liabilities (B)	**30**	**39**
Total liabilities	**30**	39
Total non-current liabilities	**18 294**	21 144
Total non-current loans and other liabilities (A)+(B)	**11 104**	12 043

The impact of these liabilities on the group's liquidity is disclosed in note 16.

Reconciliation of liabilities arising from financing activities	**Lease liabilities 2025 ZAR'm**	**Interest bearing liabilities 2025 ZAR'm**	**Non-Interest bearing liabilities 2025 ZAR'm**
Balance at 1 April 2024	**11 743**	**12 004**	**39**
Additional liabilities recognised	**233**	**-**	**-**
Repayments[1,2]	**(3 031)**	**(2 100)**	**(10)**
Interest accrued	**414**	**1 173**	**-**
Foreign exchange translation[3]	**(401)**	**(3)**	**1**
Balance at 31 March 2025	**8 958**	**11 074**	**30**
Less: Current portion	**(1 768)**	**-**	**-**
Non-current liabilities	**7 190**	**11 074**	**30**

1 In February 2025, the group made an early repayment of ZAR927m on the ZAR12.0bn syndicated term loan concluded in FY23. This repayment was made specifically on tranche one of the term loan, being the ZAR8.0bn which was drawn down in FY23.
2 Capital repayments of ZAR2 617m are included in repayment of lease liabilities within financing activities and ZAR414m is included as part of interest costs paid within operating activities in the cash flow statement. Capital repayments of ZAR927m are included in repayment of long and short-term loans within financing activities and ZAR1 173m is included as part of interest costs paid within operating activities in the cash flow statement.
3 This item is non-cash in nature.

11. Liabilities funding operations (continued)

Reconciliation of liabilities arising from financing activities	Lease liabilities 2024 ZAR'm	Interest bearing liabilities 2024 ZAR'm	Non-Interest bearing liabilities 2024 ZAR'm
Balance at 1 April 2023	13 102	8 377	44
Additional liabilities recognised[1]	102	4 000	1
Repayments[1,2,3]	(2 734)	(1 341)	(7)
Interest accrued	546	966	-
Foreign exchange translation[4]	727	2	1
Balance at 31 March 2024	11 743	12 004	39
Less: Current portion	(2 642)	-	-
Non-current liabilities	9 101	12 004	39

1 In FY23, the group (through MultiChoice Group Treasury Services Proprietary Limited) concluded a ZAR12.0bn syndicated term loan to fund the group's working capital requirements. In FY23, ZAR8.0bn of this loan had been drawn down. During FY24, the group completed the second drawdown amounting to ZAR4.0bn. The loan has a five-year term and bears interest at three-month JIBAR +1.88%. The capital portion will be settled via bullet payments five years from each of the drawdown dates.
2 An amortising working capital loan of ZAR1.5bn was concluded in FY21. The loan had a three-year term and bore interest at three-month JIBAR + 1.70%. As at 31 March 2024, this loan had been fully settled with ZAR375m paid in FY24.
3 Capital repayments of ZAR2 188m are included in repayment of lease liabilities within financing activities and ZAR546m is included as part of interest costs paid within operating activities in the cash flow statement. Capital repayments of ZAR375m are included in repayment of long and short-term loans within financing activities and ZAR966m is included as part of interest costs paid within operating activities in the cash flow statement.
4 This item is non-cash in nature.

a) Interest-bearing: Lease liabilities

Asset leased	Related platform[1]	Years of final repayment (calendar year)	Weighted average year-end interest rate	2025 ZAR'm	2024 ZAR'm
Transponder 1-21[2]	SA DTH	2027-2031	3.50-4.98%	**6 193**	7 820
E36 B&C transponder[2]	RoA DTH	2025-2031	3.93-6.00%	**2 177**	3 181
IS33e Intelsat transponder	RoA DTT	2024-2026	3.59-6.80%	**116**	178
Land and buildings		2024-2037	1.00-32.10%	**428**	530
Other assets		2025-2029	8.00-14.75%	**44**	34
Total lease liabilities				**8 958**	**11 743**

1 South Africa direct-to-home (SA DTH), Rest of Africa direct-to-home (RoA DTH) and Rest of Africa digital terrestrial television (RoA DTT).
2 All transponder leases are denominated in US dollars.

(b) Interest-bearing: Loans and other liabilities

Unsecured	Loan utilised for	Currency of year-end balance	Years of final repayment (calendar year)	Weighted average year-end interest rate	2025 ZAR'm	2024 ZAR'm
Austrian government	Research and development	EUR	2024	0.75%	**-**	2
Term loan	Vehicle finance	INR	2027	7.13%	**1**	2
Term loan	Working capital	ZAR	2028	3 month JIBAR + 1.88%	**11 073**	12 000
Total					**11 074**	**12 004**

11. Liabilities funding operations (continued)

The working capital term loan is subject to the following covenants:

- Leverage ratio below or equal to 2.5 times. The leverage ratio is calculated as net debt (defined as the aggregate amount of all interest-bearing debt and lease liabilities (note 11) less cash and cash equivalents excluding any restricted cash (note 21)) divided by earnings before interest, tax, depreciation and amortization or EBITDA (defined as operating profit after adding back depreciation, amortisation, other operating gains/losses, impairment of assets and reversal of impairment of assets). The leverage ratio was 2.26 as at 31 March 2025 (FY24: 1.53).
- Interest cover ratio above or equal to 4.0 times. The interest cover ratio is calculated as EBITDA (as defined above) divided by net interest (note 12) (defined as total interest expense less total interest income). The interest cover ratio was 5.26 as at 31 March 2025 (FY24: 7.94).

Both covenants are tested on a rolling 12-month basis on each measurement date, which falls on 31 March and 30 September each year.

As part of the group's going concern assessment at year-end and based on current and expected operating conditions, management is confident in the group's ability to continue to comply with these covenants going forward.

(c) Non-interest-bearing: Programme and film rights

Unsecured	**Currency of year-end balance**	**Years of final repayment (calendar year)[1]**	**2025 ZAR'm**	**2024 ZAR'm**
Various trade suppliers	ZAR	2025	**1 327**	3 748
Various trade suppliers	USD	2025	**3 400**	1 374
Various trade suppliers	EUR	2026	**32**	114
Various trade suppliers	GBP	2025	**2**	18
Various trade suppliers	KES	2025	**51**	2
Various trade suppliers	NGN	2026	**102**	-
Various trade suppliers	Various	2026	**92**	-
Total programme and film rights			**5 006**	**5 256**

1 Relates to the length of studio contracts and does not correlate to the recognition of liabilities. In line with the accounting policy of the group (note 18), all liabilities are current in nature.

(d) Management of foreign currency exposure on cash obligations

A significant portion of the group's cash obligations under contracts for transponder leases as well as programming and channels are denominated in US Dollars and Euros. In the Rest of Africa segment, for local in-country remittances forward foreign exchange cover is either not available in certain territories or is uneconomical and accordingly exposures in those territories are not hedged. The group uses forward exchange contracts, non-deliverable forwards (NDFs) and futures to hedge the exposure to foreign currency risk. The group generally covers forward 100% of highly probable forecasted exposures in foreign currency for a minimum of 18 months and committed exposures up to three years. This results in the group typically taking out cover as follows:

- *Programming and channels and operating costs:* 100% of all highly probable forecasted exposures to purchase programming and channels and operating costs except in territories where forward exchange cover is not available or is uneconomical.
- *Transponder lease payments:* due to the long-term nature of the transponder lease agreements, the group only takes out cover for up to three years of lease payments. A portion of the foreign exchange movement in the recognised lease liability is therefore unhedged.

Market Risk

The group uses a combination of forward exchange contracts, non-deliverable forwards and futures to hedge its exposure to foreign currency risk. Under the group's policy, an economic relationship should exist between the hedged item and hedging instrument.

The group designates the contracted forward rate of foreign currency hedges in the hedge relationships. The contracted forward rate is determined with reference to relevant market exchange rates. The differential between the contracted forward rate and the spot market exchange rate is defined as the forward points. This differential is discounted where it is material.

11. Liabilities funding operations (continued)

The fair value of the derivative financial instruments, and whether those derivatives were designated in a hedge relationship or not, is set out below:

	2025 ZAR'm	2024 ZAR'm
Non-current assets		
Forward exchange contracts	**65**	-
Current assets	**234**	179
Forward exchange contracts	**222**	163
Futures contracts	**9**	11
Currency depreciation features	**3**	5
Non-current liabilities	**(1 543)**	**(2 801)**
Forward exchange contracts	**(1)**	(2)
Derivative option (note 30)	**(99)**	(87)
Put option liability (note 30)	**(1 443)**	(2 712)
Current liabilities	**(53)**	**(24)**
Interest rate swap	**(4)**	-
Forward exchange contracts	**(49)**	(24)
Net derivative liabilities	**(1 297)**	**(2 646)**

The following amounts were recognised in the consolidated income statement in relation to forward exchange contracts:

	2025 ZAR'm	2024 ZAR'm
Net (loss)/gain on forward exchange contracts	**(331)**	351

Movements in the hedging reserve related to cash flow hedges are detailed below. The amount deferred is expected to realise over three years in line with the maturity of the forward exchange contracts.

	2025 ZAR'm	2024 ZAR'm
Opening balance	**73**	598
Net fair value gains recognised in other comprehensive income	**(107)**	429
Derecognised and added to asset	**(48)**	(859)
Derecognised and reported in revenue	**21**	(95)
Derecognised and reported in cost of providing services and sale of goods	**40**	(248)
Derecognised and reported in finance cost	**28**	(90)
Tax effects	**16**	197
Non-controlling interests	**13**	141
Closing balance	**36**	**73**

11. Liabilities funding operations (continued)

Exposure to foreign currency on uncovered commitments

The below details the group's uncovered commitments that are denominated in a currency other than the functional currency of the settling entity:

Uncovered commitments:	**2025 Currency amount of commitments 'm**	**2025 ZAR'm**	**2024 Currency amount of commitments 'm**	**2024 ZAR'm**
US dollar[1]	**727**	**13 314**	1 373	25 990
South African Rands	**158**	**158**	143	143
Euro[2]	**53**	**1 052**	19	369
Other currencies[3]	**19 449**	**504**	21 439	1 122
		15 028		**27 624**

1 The decrease in uncovered USD commitments relates primarily to the execution of more forward exchange contracts in the current year as a result of commitments coming into the 36 month hedging window and major sports rights and other content coming into licence in FY25.
2 The increase in uncovered Euro commitments relate to higher commitments for Euro sports rights which have not been hedged by the group.
3 Primarily includes Nigerian naira, Ugandan shilling, Kenyan shilling, and Tanzanian shilling. The decrease in local currency uncovered commitments primarily relates to lower outstanding commitments owing to the unwinding of contracts.

Effects of hedge accounting on financial position and performance

The effects of the foreign currency related hedging instruments on the group's financial position and performance are as follows:

Forward exchange contracts	**2025**		**2024**	
	Cash flow hedges	**Fair value hedges**	**Cash flow hedges**	**Fair value hedges**
Carrying amount per currency pair - asset/(liability) (ZAR'm)				
- USD/ZAR	**195**	**69**	106	49
- EUR/ZAR	**(1)**	**(4)**	(14)	1
- Other[1]	**(12)**	**(16)**	(2)	1
	182	**49**	**90**	**51**
Notional amount per currency pair - buy/(sell)				
- USD/ZAR - (USD'm)	**585**	**272**	302	144
- Other	[1]	[1]	[1]	[1]
Maturity date range	**April 2025 - April 2026**	**April 2025 - April 2026**	April 2024 - February 2025	April 2024 - February 2025
Hedge ratio per currency pair				
- USD/ZAR	**100 %**	**100 %**	100 %	100 %
- Other	[1]	[1]	[1]	[1]
Change in value of hedged item used to determine hedge effectiveness per currency pair - gain/(loss) (ZAR'm)				
- USD/ZAR	**1 201**	**(117)**	1 982	336
- EUR/ZAR	**-**	**(1)**	(24)	(8)
- Other	**(35)**	**(74)**	72	(10)
	1 166	**(192)**	**2 030**	**318**
Weighted average hedged rate per currency pair for the year				
- USD/ZAR	**18.34**	**18.32**	18.71	18.80
- Other	[1]	[1]	[1]	[1]

1 Other relates to multiple immaterial hedging currency pairs.

11. Liabilities funding operations (continued)

Sensitivity analysis

Foreign exchange risk

Some entities in the group have a functional currency other than the US dollar. These entities hold significant US dollar liabilities, (e.g. Transponder leases (Note 11(a)), resulting in foreign exchange profit and loss exposures (note 12). In addition, a significant portion of the group's programme and film rights purchases are in US dollar whereas the corresponding revenues are in local currencies, which exposes the group to cash flow foreign exchange risk. As explained in note 11(d) the group enters into hedging arrangements to partially mitigate this risk.

The group's sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for the above percentage change in foreign currency rates.

A 10% weakening of the Rand against the US Dollar, Euro and British Pound would result in profit after tax decreasing by ZAR911.9m (FY24: ZAR446.3m). Changes in other equity would increase by ZAR0.9bn (FY24: ZAR0.5bn). A 10% strengthening of the Rand against the US Dollar, Euro and British Pound would result in the inverse result from the sensitivity provided above.

A 10% weakening of the Nigerian naira official exchange rate and parallel exchange rate against the US dollar would result in profit after tax decreasing by ZAR0.2bn (FY24: ZAR0.5bn). Changes in other equity would decrease by ZAR2.8bn (FY24: ZAR2.6bn). A 10% strengthening of the naira against the US dollar would result in the inverse result from the sensitivity provided above.

Interest rate risk

The majority of the group's borrowings relate to transponder leases that have fixed interest rates (note 11(a)) and term loans that have variable interest rates (note 11(b)).

The group is primarily exposed to interest rate fluctuations of the South African Repo/JIBAR, US/GBP LIBOR and EURIBOR rates. The following changes in the rates represent management's best estimate of the impact of the change in rates on the group at the respective year-ends:

- South African Repo/JIBAR rate increases by 100 basis points (FY24: increases by 100 basis points)

- US/GBP LIBOR and EURIBOR rates increases by 100 basis points each (FY24: increases by 100 basis points each)

If interest rates changed as stipulated above and all other variables were held constant, specifically foreign exchange rates, the group's profit after tax would decrease by ZAR57.2m (FY24: ZAR76.8m). A decrease in interest rates would result in the inverse result from the sensitivity provided.

Other equity would be unaffected by the above changes in interest rates (FY24: ZARnil).

JIBAR is expected to be replaced by ZARONIA in the future, which would require the group to update any agreements currently using JIBAR. As at 31 March 2025, there is no fixed date at which the transition will be effective. The impact and risks associated with the transition will be analysed during FY26 and the group will continue to engage with its funding providers.

Group policy is to maintain a minimum fixed/floating interest rate target ratio of 50% on all external long-term external debt outstanding (excluding leases). The ZAR12.0bn working capital term loan and KingMakers transaction term loan concluded in FY24 and FY23 respectively were not swapped into a fixed rate, as it would have been uneconomical for the group and this decision was approved by the risk committee. During FY25, the group entered into a 12 month fixed rate swap on a portion, being ZAR3.0bn, of the ZAR12.0bn working capital term loan. The group’s borrowings at a variable rate were denominated in ZAR.

	2025 ZAR'm	2024 ZAR'm
12. Interest (expense)/income		
Interest expense		
Loans and overdrafts[1]	**(1 175)**	(1 021)
Leases[2]	**(414)**	(546)
Other[3]	**(419)**	(432)
	(2 008)	**(1 999)**

1 FY25 relates primarily to interest on working capital term loans of ZAR1 173m (FY24: ZAR966m).
2 Relates primarily to transponder leases of ZAR375m (FY24: ZAR484m).
3 Relates primarily to interest accrued on actual and potential exposures to revenue authorities in the Rest of Africa of ZAR74m (FY24: ZAR127m) and the discounting of liabilities in relation to programme and film rights of ZAR311m (FY24: ZAR248m).

	2025 ZAR'm	2024 ZAR'm
Interest income		
Loans and bank accounts	**398**	424
Other	**347**	216
	745	**640**

A significant portion of the group's operations are exposed to foreign exchange risk. The table below presents the net loss from this foreign exchange exposure and incorporates effects of qualifying forward exchange contracts that hedge this risk.

	2025 ZAR'm	2024 ZAR'm
Net loss from foreign exchange translation and fair value adjustments on derivative financial instruments		
On translation of non-quasi equity loans[1]	**(1 036)**	(4 633)
On translation of assets and liabilities[2]	**257**	305
Losses on cash remittances[3]	**(117)**	(1 084)
On translation of transponder leases[2]	**252**	(531)
Gains on translation of forward exchange contracts[4]	**1 126**	1 937
Losses on translation of forward exchange contracts[4]	**(1 457)**	(1 586)
Net foreign exchange translation losses	**(975)**	**(5 592)**

1 Relates to non-quasi equity foreign exchange losses on foreign denominated intergroup loans within the group.
2 Movement primarily relates to ZAR appreciation against the USD from a closing rate of ZAR18.93 in FY24 to ZAR18.31 in FY25.
3 Includes losses within the Rest of Africa segment, due to differences between the official rate used by the group for translation and the parallel rate at which cash has been remitted
4 The movement relates primarily to the ZAR appreciation against the USD from a closing rate of ZAR18.93 in FY24 to ZAR18.31 in FY25, a higher overall notional value of hedging contracts and a higher achieved average hedge rate.

13. Commitments and contingencies

The group is subject to commitments and contingencies, which occur in the normal course of business, including legal proceedings and claims that cover a wide range of matters. The group plans to fund these commitments and contingencies, should they materialise, out of internally generated funds and existing facilities.

Commitments

(a) Capital expenditure

Commitments in respect of contracts placed for capital expenditure at 31 March 2025 amount to ZAR11.6m (FY24: ZAR6.1m).

(b) Programme and film rights

At 31 March 2025 the group had entered into contracts for the purchase of programme and film rights. The group's commitments in respect of these contracts amount to ZAR41.4bn (FY24: ZAR48.5bn). The group's programme and film rights commitments decreased due to the group's cost savings program and major sports rights and other content coming into licence in the current year.

13. Commitments and contingencies (continued)

(c) Decoders

At 31 March 2025 the group had entered into contracts for the purchase of decoders. The group's commitments in respect of these contracts amount to ZAR1.1bn (FY24: ZAR1.4bn). The group's decoder commitments decreased due to the group's current decoder stock levels and lower forecast sales volumes.

(d) Guarantees

The group has guarantees of ZAR4.2bn (FY24: ZAR5.4bn) primarily in respect of obligations for service contracts and sports rights. The group's guarantees decreased due to the underlying obligations being fulfilled on major sports rights in the current year.

(e) Assets pledged as security

The group pledged property, plant and equipment with a net carrying value of ZAR5.2bn (FY24: ZAR6.7bn) as security against certain assets acquired in terms of leases. Refer to note 17 for further details.

(f) Peacock platform fees

At 31 March 2024 the group, through Showmax, entered into a contract with Peacock TV LLC (Peacock) for the use of a Showmax branded version of the Peacock content streaming platform. In addition, Peacock provides managed services to facilitate and support Showmax's use of this platform. At 31 March 2025, the group's commitments in respect of this contract, over the next 6 years amounted to ZAR5.8bn (FY24: ZAR6.8bn over 7 years).

(g) Transponder lease commitments

On 31 March 2025, the group's E36B transponder lease agreement reached the end of its term. The group, through MultiChoice Africa Holdings B.V., entered into a new short-term transponder lease with Eutelsat, effective 1 April 2025, to extend the term of this lease, while also modifying one of its existing leases (E36C) with the effect that the total transponder capacity on both leases before and after remains unchanged. This contract is fully payable in FY26. The group's commitment in respect of this contract, over and above amounts already recognised in the consolidated statement of financial position, amounts to ZAR60.5m (FY24: ZARnil).

(h) Other commitments

At 31 March 2025 the group had entered into contracts for the receipt of various services. These service contracts are for transmission services, computer and decoder support services, access to networks and contractual relationships with customers, suppliers and employees. The group's commitments in respect of these agreements amount to ZAR2.5bn (FY24: ZAR3.2bn).

(i) Lease commitments

The group has the following short-term and low value lease commitments:

	2025 ZAR'm	2024 ZAR'm
Minimum lease payments due		
Payable in year one	**12**	11
Payable later than one year but not later than five	**9**	15
	21	**26**

The group leases office equipment (low value), warehouse (short-term) and office buildings (short-term) under various non-cancellable leases.

	2025 ZAR'm	2024 ZAR'm

13. Commitments and contingencies (continued)

Contingencies

Taxation matters

The group operates a number of businesses in jurisdictions where taxes may be payable on certain transactions or payments. The group continues to seek relevant advice and works with its advisers to identify and quantify such tax exposures. The group's current assessment of possible but unlikely withholding and other tax exposures, including interest and potential penalties, amounts to approximately ZARnil (FY24: ZAR0.5bn). No provision has been made as at 31 March 2025 for these possible exposures.

14. Accrued expenses and other current liabilities

	2025 ZAR'm	2024 ZAR'm
Trade payables[1]	**1 671**	2 175
Deferred income[2]	**2 793**	2 985
Accrued expenses	**1 672**	1 601
Taxes and other statutory liabilities	**679**	737
Employee benefits	**1 071**	1 166
Bonus accrual	**793**	851
Accrual for leave	**262**	266
Severance	**16**	49
Other current liabilities	**213**	254
	8 099	**8 918**

1 Decrease relates primarily to the timing of supplier payments.
2 Primarily relates to subscription fees, billed and received from customers for a subscription period that extends beyond the end of the financial year (contract liabilities) ZAR1 803m (FY24: ZAR1 970m). Other deferred income represents amounts received from customers in advance of the billing date for renewal of their next period of service amounting to ZAR895m (FY24: ZAR950m). Both categories of deferred income at the end of the year are recognised during the following year as the subscription services are provided.

15. Provisions

	2025 ZAR'm	2024 ZAR'm
Warranties	**64**	40
Legal and tax provisions	**223**	227
Lease decommissioning provisions	**19**	20
	306	**287**

Warranty provisions arise from the group’s obligation to repair decoders under a 12-month warranty period in the South Africa and Rest of Africa segments. These provisions are therefore expected to be fully utilised in the next 12 months, with warranty provisions on new decoder sales being recognised.

The group is currently involved in various litigation matters. The legal and tax provisions have been estimated based on legal counsel and management’s estimates of costs and probable claims. These also include estimated amounts related to other regulatory matters. Legal proceedings tend to be unpredictable in terms of timing of settlement, however management’s best estimate is that these matters will be resolved within the next 12 months.

Lease decommissioning provisions are recognised at the present value of anticipated costs to restore leased office premises back to base building specifications in the Technology segment. These outflows are contractually required over the next 12 months.

15. Provisions (continued)

The movement in legal and tax and lease decommissioning provisions during the year was as follows:

	2025 ZAR'm	2024 ZAR'm
Legal and tax provisions:		
Balance at 1 April	**227**	159
Additional provisions charged to the income statement	**181**	164
Provisions reversed to the income statement	**(14)**	(42)
Provisions charged to other accounts	**-**	18
Provisions utilised	**(164)**	(66)
Foreign currency translation effects	**(7)**	(6)
Balance at 31 March	**223**	**227**
Lease decommissioning provisions:		
Balance at 1 April	**20**	19
Foreign currency translation effects	**(1)**	1
Balance at 31 March	**19**	**20**

16. Liquidity management

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions. The group's borrowing capacity is governed by the group treasury policy and limitations from bank covenants on existing facilities.

	2025 ZAR'm	2024 ZAR'm
Committed/on call[1]	**4 665**	4 095

1 The group's short-term facilities increased due to limit reallocation following the reduction of bank guaranteed content rights.

The following analysis details the remaining contractual maturity of the group's non-derivative and derivative financial liabilities. The analysis is based on the undiscounted cash flows of financial liabilities based on the earliest date on which the group can be required to settle the liability. The analysis includes both interest and principal cash flows.

31 March 2025	**Carrying value ZAR'm**	**Contractual cash flows ZAR'm**	**0-12 months ZAR'm**	**1-5 years ZAR'm**	**5 years+ ZAR'm**
Non-derivative financial liabilities					
Interest-bearing: Lease liabilities	**8 959**	**9 934**	**2 071**	**6 290**	**1 573**
Interest-bearing: Loans and other liabilities	**11 075**	**14 361**	**1 045**	**13 316**	**-**
Non-interest-bearing: Programme and film rights	**5 006**	**5 346**	**5 346**	**-**	**-**
Non-interest-bearing: Loans and other liabilities	**30**	**30**	**-**	**30**	**-**
Trade payables	**1 671**	**1 671**	**1 671**	**-**	**-**
Accrued expenses and other current liabilities	**1 725**	**1 725**	**1 725**	**-**	**-**
Derivative financial (liabilities)/assets					
Forward exchange contracts - inflow	**287**	**311**	**241**	**70**	**-**
Forward exchange contracts - outflow	**(50)**	**(51)**	**(49)**	**(2)**	**-**
Futures contracts	**9**	**9**	**9**	**-**	**-**
Currency depreciation features	**3**	**3**	**3**	**-**	**-**
Put option liability (note 30)	**(1 443)**	**(1 443)**	**-**	**-**	**(1 443)**
Derivative option (note 30)	**(99)**	**(99)**	**-**	**-**	**(99)**
	27 173	**31 797**	**12 062**	**19 704**	**31**

16. Liquidity management (continued)

31 March 2024	Carrying value	Contractual cash flows	0-12 months	1-5 years	5 years+
	ZAR'm	ZAR'm	ZAR'm	ZAR'm	ZAR'm
Non-derivative financial liabilities					
Interest-bearing: Lease liabilities	11 743	13 179	2 955	7 283	2 941
Interest-bearing: Loans and other liabilities	12 004	16 956	1 193	15 763	-
Non-interest-bearing: Programme and film rights	5 256	5 566	5 452	114	-
Non-interest-bearing: Loans and other liabilities	39	39	-	39	-
Trade payables	2 175	2 175	2 175	-	-
Accrued expenses and other current liabilities	1 670	1 670	1 670	-	-
Derivative financial (liabilities)/assets					
Forward exchange contracts - inflow	163	177	177	-	-
Forward exchange contracts - outflow	(26)	(26)	(24)	(2)	-
Futures contracts	11	11	11	-	-
Currency depreciation features	5	5	5	-	-
Put option liability (note 30)	(2 712)	(2 712)	-	-	(2 712)
Derivative option (note 30)	(87)	(87)	-	-	(87)
	30 241	**36 953**	**13 614**	**23 197**	**142**

PART IV. ASSETS TO SUPPORT OUR OPERATIONS

17. Property, plant and equipment

The group's property, plant and equipment is acquired either as an outright purchase or, in the case of transmission equipment and certain land and buildings, by entering into a lease.

Property, plant and equipment is stated at cost plus any cost to prepare these assets for their intended use, less accumulated depreciation and accumulated impairment losses.

Subsequent costs, including major renovations, are included in an asset's carrying value or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the group and the cost of the item can be measured reliably. Repairs and maintenance are charged to the consolidated income statement.

Right-of-use assets are initially measured at cost. The cost consists of the initial lease liability plus any lease payments made to the lessor at or before the commencement date (less any lease incentives received), plus the initial estimate of the restoration costs and any initial direct costs incurred by the group.

Right-of-use assets are subsequently measured at cost less any accumulated depreciation and impairment losses and adjusted for certain remeasurements of the lease liability. Right-of-use assets are depreciated over the shorter of the assets' useful lives and the lease term on a straight-line basis. Lease payments, under the right-of-use model, are disclosed as depreciation and interest expense.

Land is not depreciated as it's deemed to have an indefinite life. All other property, plant and equipment is depreciated to its estimated residual value on a straight-line basis over its expected useful life.

The depreciation methods estimated remaining useful lives and residual values are reviewed at least annually. The estimation of the useful lives of property, plant and equipment is based on historic performance as well as expectations about future use and therefore requires a significant degree of judgement to be applied by management.

	South Africa	**Rest of Africa**	**Technology**
Buildings - owned	10 to 50 years	5 to 50 years	n/a
Right-of-use – Buildings - leased	5 years	5 to 50 years	1 to 10 years
Improvements to buildings - owned	4 to 50 years	5 to 50 years	n/a
Improvements to buildings - leased	5 years	n/a	3 to 10 years
Manufacturing equipment	n/a	n/a	5 years
Office equipment	2 to 10 years	2 to 5 years	3 to 5 years
Computer equipment	1 to 10 years	3 to 5 years	1 to 5 years
Furniture	5 years	2 to 5 years	n/a
Vehicles	2 to 10 years	4 to 5 years	n/a
Transmission equipment - owned	5 to 20 years	5 to 10 years	n/a
Right-of-use – transmission equipment - leased	15 years	3 to 15 years	n/a

The carrying value of work-in-progress primarily comprises digital terrestrial transmission broadcasting equipment and land and buildings that are under construction.

The group recognised impairment losses of ZARnil (FY24: ZARnil) on property, plant and equipment.

In FY24, the group recognised a reversal of impairment losses of ZAR172m on property, plant and equipment, relating to Mozambique DTT transmission sites due to GOtv Mozambique generating profits and forecasting these profits to continue. The reversal of impairment losses has been included in other gains/(losses) - net in the consolidated income statement. The recoverable amounts of these assets amounted to ZAR172m. The recoverable amount was determined based on a value-in-use calculation.

The group has pledged property, plant and equipment with a carrying value of ZAR5.2bn (FY24: ZAR6.7bn) as security against certain assets acquired in terms of leases. The pledge primarily relates to assets acquired in terms of transponder leases. The pledge would come into effect should default on the lease payments occur.

17. Property, plant and equipment (continued)

	Land and buildings ZAR'm	Right-of-use - buildings ZAR'm	Transmission equipment ZAR'm	Right-of-use - transmission equipment ZAR'm	Vehicles, furniture, computers and office equipment[1] ZAR'm	Total ZAR'm
1 April 2024						
Cost	2 868	1 110	6 368	21 216	2 472	34 034
Accumulated depreciation and impairment	(1 219)	(594)	(5 641)	(14 532)	(1 875)	(23 861)
Carrying value at 1 April 2024	1 649	516	727	6 684	597	10 173
Foreign currency translation effects	(4)	(44)	(3)	(87)	(16)	(154)
Transfer from work-in-progress	32	-	154	-	3	189
Acquisitions[2]	37	77	126	138	143	521
Disposals/scrappings[3]	(1)	(18)	(1)	-	(4)	(24)
Depreciation	(112)	(124)	(320)	(1 501)	(261)	(2 318)
31 March 2025						
Cost	2 810	954	6 505	14 743	2 447	27 459
Accumulated depreciation and impairment	(1 209)	(547)	(5 822)	(9 509)	(1 985)	(19 072)
Carrying value excluding work-in-progress	1 601	407	683	5 234	462	8 387
Work-in-progress[4]						-
Total carrying value at 31 March 2025						8 387

1 Includes leased vehicles, furniture, computers & office equipment with a carrying values of ZAR24.7m as at 31 March 2025.
2 Includes non-cash acquisitions of ZAR151m.
3 Includes non-cash scrappings of ZAR7m.
4 Movements in work-in-progress during FY25 relate to transfers out of work-in-progress amounting to ZAR189m, foreign exchange translation effects of ZAR31m and acquisitions of ZAR146m.

17. Property, plant and equipment (continued)

	Land and buildings ZAR'm	Right-of-use - buildings ZAR'm	Transmission equipment ZAR'm	Right-of-use - transmission equipment ZAR'm	Vehicles, furniture, computers and office equipment[2] ZAR'm	Total ZAR'm
1 April 2023						
Cost[1]	2 978	1 220	6 922	20 547	2 691	34 358
Accumulated depreciation and impairment[1]	(1 212)	(568)	(6 169)	(12 545)	(1 919)	(22 413)
Carrying value at 1 April 2023[1]	1 766	652	753	8 002	772	11 945
Foreign currency translation effects[1]	(119)	(26)	(169)	198	(62)	(178)
Transfer from work-in-progress	23	-	49	-	4	76
Acquisitions[3]	73	79	389	1	196	738
Disposals/scrappings[4]	(2)	-	(20)	-	(2)	(24)
Impairment	-	-	172	-	-	172
Depreciation	(92)	(189)	(447)	(1 517)	(311)	(2 556)
31 March 2024						
Cost[1]	2 868	1 110	6 368	21 216	2 472	34 034
Accumulated depreciation and impairment[1]	(1 219)	(594)	(5 641)	(14 532)	(1 875)	(23 861)
Carrying value excluding work-in-progress[1]	1 649	516	727	6 684	597	10 173
Work-in-progress[5]						74
Total carrying value at 31 March 2024						**10 247**

1 The FY23 and FY24 cost, accumulated depreciation and impairment amounts, and the FY24 foreign currency translation effects amounts previously disclosed have been restated as the amounts previously disclosed were incorrect. This restatement is between categories and did not result in a restatement of the total FY24 and FY23 carrying value of property, plant and equipment. Further, this restatement did not impact any of the primary statements nor did it impact any other financial information previously presented. The impact of the restatement is disclosed below.
2 Includes leased vehicles, furniture, computers and office equipment with a carrying values of ZAR26.3m as at 31 March 2024.
3 Includes non-cash acquisitions of ZAR221m.
4 Includes non-cash scrappings of ZAR20m.
5 Movements in work-in-progress during FY24 relate to transfers out of work-in-progress amounting to ZAR76m, foreign exchange translation effects of ZAR114m and acquisitions of ZAR80m.

FY23 opening balance restatement:

	Amount previously disclosed ZAR'm	Restated amount ZAR'm	Net impact ZAR'm
Land and buildings			
Balance at 1 April 2023			
Cost	2 630	2 978	348
Accumulated depreciation and impairment	(818)	(1 212)	(394)
Carrying value at 1 April 2023	**1 812**	**1 766**	**(46)**
Foreign currency translation effects	(116)	(119)	(3)
31 March 2024			
Cost	2 498	2 868	370
Accumulated depreciation and impairment	(800)	(1 219)	(419)
Carrying value excluding work-in-progress	**1 698**	**1 649**	**(49)**

17. Property, plant and equipment (continued)

	Amount previously disclosed ZAR'm	Restated amount ZAR'm	Net impact ZAR'm
Right-of-use - buildings			
Balance at 1 April 2023			
Cost	1 558	1 220	(338)
Accumulated depreciation and impairment	(1 001)	(568)	433
Carrying value at 1 April 2023	**557**	**652**	**95**
Foreign currency translation effects	(32)	(26)	6
31 March 2024			
Cost	1 470	1 110	(360)
Accumulated depreciation and impairment	(1 055)	(594)	461
Carrying value excluding work-in-progress	**415**	**516**	**101**

	Amount previously disclosed ZAR'm	Restated amount ZAR'm	Net impact ZAR'm
Vehicles, furniture, computers and office equipment			
Balance at 1 April 2023			
Cost	2 737	2 691	(46)
Accumulated depreciation and impairment	(1 916)	(1 919)	(3)
Carrying value at 1 April 2023	**821**	**772**	**(49)**
Foreign currency translation effects	(59)	(62)	(3)
31 March 2024			
Cost	2 521	2 472	(49)
Accumulated depreciation and impairment	(1 872)	(1 875)	(3)
Carrying value excluding work-in-progress	**649**	**597**	**(52)**

18. Programme and film rights

Programme and film rights are recognised at cost when the rights come into licence or the period to which the sports event relates commences. The group may make prepayments for programme and film rights which are recognised as prepayment assets within programme and film rights on the consolidated statement of financial position, until such time as the asset meets the criteria for initial recognition as a programme and film right.

The operating cycle for content is 18-24 months which is based on either the average period it takes to generate new content or the average license period of the acquired content. Therefore, unless the average periods are expected to exceed 24 months, programme and film rights are classified as current in the consolidated statement of financial position.

The group often contracts for programme and film rights in advance. These non-cancellable contracts are disclosed as commitments (refer note 13), unless a prepayment has been made.

18. Programme and film rights (continued)

The table below reflects the accounting policies applicable to programme and film rights, split between general entertainment programming (it should be noted that local sports productions follow the same accounting policy) and sports events rights:

	General entertainment	**Sports events rights**
Nature	Rights to broadcast programmes, series and films including local productions (including co-productions).	Rights to broadcast sports events.
Initial recognition and measurement		
Date recognised as an asset	*Purchased:* Date the rights come into license. *Produced:* Capitalised as incurred.	Start of the period to which the events relate.
Measurement on initial recognition	*Purchased (no prepayment):* Purchase price translated at spot rate on the purchase date. *Purchased (prepayment):* The right will be recorded at the spot rate on prepayment date for the portion of the right prepaid and at the spot rate on licence date for the portion of the licence not prepaid. *Produced:* All costs necessary to produce and complete a programme. Costs in excess of the expected net realisable value of the production are assessed on an ongoing basis and expensed accordingly.	*Purchased (no prepayment):* Purchase price translated at spot rate on the date of initial recognition. *Purchased (prepayment):* Any amounts prepaid are recognised at the spot rate on the date of each payment transaction. A blended rate results on initial recognition based on the weighting and timing of advance payments made. Payments made to negotiate and secure the broadcasting of sports events are expensed as incurred.
	Gains and losses recognised on forward exchange contracts entered into to hedge foreign currency cash flows are capitalised to the asset on the date of initial recognition.	
Subsequent measurement		
Pattern of recognition as an expense	Content rights are amortised over the period in which the economic benefits are expected to be consumed, based on the pattern of usage and management's assessment of their continued utility. Where content is no longer expected to generate future benefits, the remaining carrying amount is expensed immediately.	Based on the period to which the events relate.
Average period over which expense is recognised	Programme and film rights are typically amortised over a period reflecting their expected consumption, which may include usage-based metrics or contractual terms.	Sports rights are expensed on a straight-line basis over the period to which the events relate.
Impairment	Unscreened content is assessed at the end of each reporting period. Unscheduled content which cannot be utilised on the group's platforms is then written off immediately.	Sports rights are assessed for impairment by assessing the likelihood of the sporting event being cancelled based on facts and circumstances available as well as contractual rights to recover these rights through cash.

	2025 ZAR'm	2024 ZAR'm
18. Programme and film rights (continued)		
Cost price	**14 139**	14 605
Accumulated amortisation and impairment	**(10 679)**	(10 982)
Carrying value of programme and film rights assets	**3 460**	3 623
Prepayments for programme and film rights[1]	**2 006**	2 494
Total programme and film rights	**5 466**	**6 117**

1 Includes work-in-progress amounts related to co-productions amounting to ZAR35m (FY24: ZAR42m).

The movement in programme and film right assets for the year is set out below:

	2025 ZAR'm	2024 ZAR'm
Cost	**14 605**	13 855
Accumulated amortisation and impairment	**(10 982)**	(10 568)
Opening carrying value at 1 April	**3 623**	3 287
Acquisitions	**14 054**	15 247
Amortisation and impairment[1]	**(14 217)**	(14 911)
Closing carrying value at 31 March	**3 460**	3 623
Cost	**14 139**	14 605
Accumulated amortisation and impairment	**(10 679)**	(10 982)

1 FY25 includes ZAR26m (FY24: ZAR55m) reversal of impairment losses within the South Africa segment primarily relating to rights which regained commercial value during the year. This occurs where content can be rescheduled and utilised again across the group. The reversal of impairment of programme and film rights has been recognised in cost of providing services and sale of goods within the consolidated income statement.

Change in accounting estimate

The consolidated annual financial statements reflect a change in accounting estimate concerning the amortisation of film and programme rights related to Showmax produced content. Previously, these assets, comprising movies and series produced primarily for the Showmax streaming platform, were amortised on a straight-line basis over an estimated useful life of 18 months. However, this method did not adequately reflect the consumption patterns in a subscription video on demand model, where on-demand access allows for extended viewing, typically with higher initial engagement.

Effective from 1 April 2024, management revised the estimated pattern of consumption of the economic benefits embodied within this category of content. This revised accounting estimate is crucial for a more faithful representation of how the economic benefits of Showmax originals are consumed. By aligning the amortisation schedule with expected viewership, the cost of the content is recognized more accurately in the periods where it generates the most value in terms of subscriber engagement. This improved matching of expenses with the revenues derived from content consumption offers a clearer and more meaningful view of Showmax's financial performance over time, enhancing the reliability of financial reporting for stakeholders.

Consequently, the amortisation method for Showmax produced content has been changed to an accelerated basis over an estimated useful life of 36 months, with 60% of the cost amortised in the first year, 30% in the second year, and 10% in the third year. This revised amortisation profile is considered to better reflect the expected pattern of economic benefit consumption, aligning the recognition of content costs more closely with the anticipated viewership and value generated over the content's lifecycle on the Showmax platform. In accordance with *IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors*, this change in accounting estimate has been applied prospectively, with the effect of the change being recognised in the current and future periods.

18. Programme and film rights (continued)

Management applied the change in estimate from 1 April 2024 and the impact to the 31 March 2025 year is set out below:

Country	**Forecast Amortisation ZAR'm**	**Adjusted Amortisation ZAR'm**	**Impact ZAR'm**
South Africa	397	341	56
Kenya	62	53	9
Ghana	6	5	1
Nigeria	52	44	8
Tanzania	3	3	-
	520	**446**	**74**

This change in accounting estimate resulted in a ZAR54m (net of tax of ZAR20m) increase in profit for the current year.

19. Inventory

Inventory is stated at the lower of cost and net realisable value (NRV). The cost of inventory is determined by means of the weighted average method.

Net realisable value is the estimate of the selling price, less the costs of completion and selling expenses. Allowances are made for obsolete, unusable and unsaleable inventory and for latent damage first revealed when inventory items are taken into use or offered for sale.

Net realisable value write-downs relate primarily to decoder subsidies. The group sells decoders below cost as part of its marketing strategy to acquire subscribers. However, decoders are not necessarily sold at the same time as a customer signs up for a subscription service, therefore the two events are considered as separate transactions.

The group has reviewed its costing of inventories (decoders and associated components) and is satisfied that the appropriate considerations have been taken into account in measuring inventories.

	2025 ZAR'm	2024 ZAR'm
Decoders and associated components	**1 567**	1 874
Allowance for slow-moving and obsolete inventories	**(280)**	(439)
	1 287	**1 435**

The total allowance charged to the consolidated income statement to write inventory down to net realisable value amounted to ZAR265m (FY24: ZAR591m). The total provision utilised amounted to ZAR416m (FY24: ZAR482m).

20. Trade and other receivables

Trade and other receivables consist primarily of invoiced amounts from normal trading activities. The group has a relatively homogenous customer base, which is primarily residential in nature and is dispersed across many geographical areas. Trade and other receivables are recognised initially at fair value and subsequently stated at amortised cost using the effective interest rate method, less expected credit losses. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition. The group always recognises lifetime expected credit losses for trade receivables. The expected credit losses on these financial assets are estimated using a provision matrix based on the group's historical credit loss experience over a minimum period of 12 months, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast of conditions at the reporting date, including time value of money where appropriate. The group has identified inflation, GDP and the unemployment rate of the countries in which it sells its goods and services to be the most relevant factors, and accordingly adjusts the historical loss rates based on expected changes in these factors. Once a debt is considered irrecoverable it is written off as a bad debt.

The group has based the measurement of the expected credit losses on an unbiased, probability-weighted amount that is determined by evaluating a range of possible outcomes and reflecting the time value of money. The group operates a prepaid business model which limits exposure to credit losses on subscriptions revenues, the group's major revenue stream.

Expected credit losses

Trade receivables from commercial subscriptions and hardware

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

To measure the expected credit losses, trade receivables from the sales of commercial subscriptions and hardware have been grouped based on shared credit risk characteristics and the days past due.

Commercial receivables entail subscription fees charged to non-residential customers which primarily comprises hospitality customers. Hardware receivables relate to decoder sales to distributors and retailers who sell the group's product. Both commercial and hardware customers are primarily extended 30 day payment terms.

The majority of these hardware receivables relate to retailers with low credit risk as they have a low risk of default and a strong capacity to meet contractual cash flow obligations as and when they become due. The group identifies specific credit loss allowances if these receivables are greater than 90 days.

Receivables are written-off after 365 days. No specific write-offs were recognised by the group during the current or prior year.

Trade receivables from technology customers

The majority of technology contract assets are subject to *IFRS 9* impairment tests. The group has applied the full lifetime expected credit loss method on a similar basis to trade receivables of commercial subscriptions and hardware sales. Defaults are considered based on contractual terms which are determined on a contract by contract basis.

Other receivables relating to sundry services and sales

The group applies an internal expected credit loss model on a similar basis to trade receivables of commercial subscriptions and hardware sales to measure the expected credit losses which uses a lifetime expected loss allowance for other receivables. Defaults are considered based on contractual terms which are determined on a contract by contract basis. After IFRS 9 assessments were conducted by the group, the expected credit loss was not determined to be material as the suppliers are reputable international entities and the group has not identified any factors which would result in the non-delivery of services, tax credits or receipts.

	2025 ZAR'm	2024 ZAR'm

20. Trade and other receivables (continued)

Related party receivables

In assessing the expected credit loss on related party receivable balances, the following was considered:

- Whether the borrower has sufficient available highly liquid current assets (which can be accessed immediately after taking into consideration any more senior external or internal loans which would need to be repaid) to repay the outstanding related party if the loan was demanded at reporting date. If sufficient highly liquid current assets could be accessed the probability of default would approximate 0%.
- If it was determined that the borrower does not have sufficient highly liquid current assets, the group would allow the borrower to continue trading or to sell assets over a period of time. A review of a cash flow forecast is performed to give an indication of the expected trading cash flows and/or liquid assets expected to be generated during the recovery period. The expected credit losses is limited to the effect of discounting the amount due on the loan over the period until cash is realised and repaid to the group. *IFRS 9* requires the discount rate to be the loan's effective interest rate. The related party receivables are interest free and repayable on demand and such have an effective interest rate of 0%. Accordingly, for such loans, discounting over the recovery period has no effect.

Upon assessment the expected credit loss was determined as immaterial.

As at 31 March 2025, the directors were unaware of any significant unprovided and/or uninsured concentrations of credit risk.

	2025 ZAR'm	2024 ZAR'm
Trade receivables	**2 961**	3 258
Expected credit losses	**(603)**	(897)
Net trade receivables	**2 358**	2 361
Other receivables	**2 784**	**3 474**
Prepayments[1]	**777**	909
Staff debtors	**8**	17
Nigeria tax security deposits	**-**	130
VAT and related taxes receivable	**626**	666
Sundry deposits	**40**	44
Other receivables[2]	**1 333**	1 708
Total trade and other receivables	**5 142**	**5 835**

The movement in the expected credit loss for trade receivables during the year was as follows:	2025 ZAR'm	2024 ZAR'm
Opening balance at 1 April	**(897)**	(712)
Additional allowances charged to the income statement	**(372)**	(275)
Allowances reversed through the income statement	**20**	75
Allowances utilised	**632**	2
Foreign currency translation effects	**14**	13
	(603)	**(897)**

1 Primarily relates to service level agreement prepayments, software licenses, transponder leases and inventory.
2 Primarily includes transmission debtors, Moment receipts (FY25: ZAR208m), accrued income (FY25: ZAR202m, FY24: ZAR95m) and clearing receipts (FY25: ZAR277m, FY24: ZAR684m).

The group has not pledged any of its trade receivables as security against its leases or other liabilities.

The group's maximum exposure to credit risk at the reporting date is the carrying value of the trade receivables mentioned above. The group does not hold any form of collateral as security relating to trade receivables.

Write offs mainly relate to residential customers with debt exceeding a 3 year period, where the debt has prescribed. Once a debtor has been written off, the group no longer pursues the collection of the debtor.

20. Trade and other receivables (continued)

The ageing of trade receivables as well as the expected credit loss per age class is presented below:

	2025			2024		
	Carrying value ZAR'm	Impairment ZAR'm	Loss rate (%)[1]	Carrying value ZAR'm	Impairment ZAR'm	Loss rate (%)[1]
Current	**815**	**(74)**	**9**	**941**	**(118)**	**13**
Commercial subscriptions and hardware	***601***	***(50)***	***8***	*669*	*(80)*	*12*
Technology customers	***214***	***(24)***	***11***	*272*	*(38)*	*14*
Past due 30 to 59 days	**850**	**(163)**	**19**	**524**	**(110)**	**21**
Commercial subscriptions and hardware	***819***	***(158)***	***19***	*479*	*(103)*	*22*
Technology customers	***31***	***(5)***	***16***	*45*	*(7)*	*16*
Past due 60 to 89 days	**371**	**(73)**	**20**	**286**	**(80)**	**28**
Commercial subscriptions and hardware	***365***	***(72)***	***20***	*282*	*(80)*	*28*
Technology customers	***6***	***(1)***	***17***	*4*	*-*	*-*
Past due 90 to 119 days	**244**	**(49)**	**20**	**293**	**(70)**	**24**
Commercial subscriptions and hardware	***243***	***(49)***	***20***	*290*	*(70)*	*24*
Technology customers	***1***	***-***	***-***	*3*	*-*	*-*
Past due 120 days and older	**681**	**(244)**	**36**	**1 214**	**(519)**	**43**
Commercial subscriptions and hardware	***652***	***(240)***	***37***	*1 163*	*(512)*	*44*
Technology customers	***29***	***(4)***	***14***	*51*	*(7)*	*14*
	2 961	**(603)**	**20**	**3 258**	**(897)**	**28**

1 The total expected loss rate (%) represents an average percentage.

21. Cash and cash equivalents

Cash and cash equivalents are carried in the statement of financial position at amortised cost. Cash and cash equivalents comprise cash on hand and demand deposits, and other short-term highly liquid investments that are readily convertible within 3 months to a known amount of cash and are subject to an insignificant risk of changes in value.

Cash and cash equivalents consist of:

	2025	2024
Cash at bank and on hand	**5 051**	7 275

Cash and cash equivalents consists of South African accounts denominated in Rands and foreign bank accounts. Foreign accounts are translated into South African Rands using the closing spot rate at year-end. All foreign accounts translated at year-end amounted to ZAR4.5bn (FY24: ZAR4.9bn). Of the ZAR4.5bn, ZAR2.6bn (FY24: ZAR2.0bn) is held by entities with a different functional currency to the related cash and cash equivalents balances which exposes the group to foreign currency risk. Foreign accounts include US dollar accounts amounting to ZAR3.1bn (FY24: ZAR3.4bn) and Nigerian naira accounts of ZAR0.1bn (FY24: ZAR0.7bn).

Included in cash and cash equivalents are cash balances amounting to ZARnil (FY24: ZAR215m) that primarily relate to fixed deposits with maturity dates shorter than 3 months, in terms of insurance regulations in South Africa, relating to the group's insurance business.

Included in cash and cash equivalents is an amount of ZAR0.9bn (FY24: ZAR0.7bn) relating to cash balances held by subsidiaries where lack of in-country foreign exchange liquidity restricts the ability of subsidiaries to remit cash to intermediate holding companies in US dollars. These cash balances are primarily held in Mozambique and Nigeria. Local currency can still be utilised in-country and is therefore not considered restricted.

21. Cash and cash equivalents (continued)

The group is exposed to certain concentrations of credit risk relating to its cash and cash equivalents in the Rest of Africa. It places its cash and cash equivalents, where possible, with major banking groups and high-quality institutions with relatively high credit ratings in that country. The group's treasury policy is designed to limit exposure to any one institution and the group invests its excess cash and cash equivalents in low-risk investment accounts. The counterparties that are used by the group are evaluated on a continuous basis. At the reporting date cash and cash equivalents were held with numerous financial institutions. As required by *IFRS 9*, cash balances have been assessed for expected credit losses. This has been performed through assessment of the counterparty risk of the related financial institutions where the cash is held, through adjusted credit risk factors. No expected credit losses have been provided for in the current or previous financial year as these were immaterial.

The risk rating grade of cash and cash equivalents are set out below. Given these credit ratings, management does not expect any counterparty to fail to meet its obligations.

2025	**External credit ratings**	**Cash and cash equivalents ZAR'm**
South Africa	BB- to BB	**2 518**
Offshore USD Reporting Entities	CCC+ to AAA	**773**
Rest of Africa	CCC+ to AA	**1 760**
		5 051
2024		
South Africa	BB- to BB	3 801
Offshore USD Reporting Entities	B- to A+	1 432
Rest of Africa	CCC+ to A-	2 042
		7 275

22. Goodwill and other intangible assets

Goodwill in a business combination is recognised at the acquisition date when the consideration transferred, and the recognised amount of non-controlling interests exceeds the fair value of the net identifiable assets of the entity acquired. Goodwill is tested for impairment annually or more frequently if there is an indicator of impairment.

Intangible assets with finite useful lives are amortised using the straight-line method over their estimated useful lives.

Amortisation periods for intangible assets with finite useful lives vary in accordance with the expected benefits that are to be derived.

Patents	5 to 10 years
Title rights	5 to 10 years
Brand names and trademarks	8 to 30 years
Software	2 to 10 years
Intellectual property rights	20 to 30 years
Customer-related assets	8 to 10 years

An impairment loss recognised for an asset in prior years is reversed if there has been a change in the estimates used to determine the asset’s recoverable amount since the last impairment loss was recognised and the revised recoverable amount exceeds the carrying amount. The reversal of such an impairment loss is recognised in "Other operating gains/(losses) - net" in the consolidated income statement.

22. Goodwill and other intangible assets (continued)

	Goodwill ZAR'm	Software ZAR'm	Other ZAR'm	Total ZAR'm
1 April 2024				
Cost	**4 876**	**3 063**	**4 435**	**12 374**
Accumulated amortisation and impairment	**(1 355)**	**(2 515)**	**(4 241)**	**(8 111)**
Carrying value at 1 April 2024	**3 521**	**548**	**194**	**4 263**
Foreign currency translation effects	**(6)**	**(4)**	**(8)**	**(18)**
Acquisitions	**-**	**172**	**16**	**188**
Transfers from work-in-progress	**-**	**188**	**-**	**188**
Disposals/scrappings	**-**	**-**	**(4)**	**(4)**
Impairment	**-**	**(2)**	**(17)**	**(19)**
Amortisation	**-**	**(201)**	**(53)**	**(254)**
31 March 2025				
Cost	**4 792**	**3 361**	**4 334**	**12 487**
Accumulated amortisation and impairment	**(1 277)**	**(2 660)**	**(4 206)**	**(8 143)**
Carrying value excluding work-in-progress	**3 515**	**701**	**128**	**4 344**
Work-in-progress[1]				**200**
Total carrying value at 31 March 2025				**4 544**

1 Movements in work-in-progress during FY25 relates to transfers out of work-in-progress to software and other intangible assets amounting to ZAR188m and acquisitions of ZAR155m.

	Goodwill ZAR'm	Software ZAR'm	Other ZAR'm	Total ZAR'm
1 April 2023				
Cost	4 788	1 870	4 266	10 924
Accumulated amortisation and impairment	(1 277)	(1 307)	(4 092)	(6 676)
Carrying value at 1 April 2023	3 511	563	174	4 248
Foreign currency translation effects	10	8	(51)	(33)
Acquisitions	-	226	124	350
Transfers from work-in-progress	-	157	-	157
Disposals/scrappings	-	-	(1)	(1)
Impairment[1]	-	(187)	-	(187)
Amortisation	-	(219)	(52)	(271)
31 March 2024				
Cost	4 876	3 063	4 435	12 374
Accumulated amortisation and impairment	(1 355)	(2 515)	(4 241)	(8 111)
Carrying value excluding work-in-progress	3 521	548	194	4 263
Work-in-progress[2]				233
Total carrying value at 31 March 2024				**4 496**

1 Relates to the impairment of the group's old Showmax platform (ZAR41m) and the impairment of information technology software as part of the group's periodic asset review process, and follows a strategic decision to discontinue the group's technology modernisation project in FY24.
2 Movements in work-in-progress during FY24 relates to transfers out of work-in-progress to software and other intangible assets amounting to ZAR157m, acquisitions of ZAR370m (includes ZAR62m of non-cash acquisitions) primarily related to the group's technology modernisation projects and the impairment of information technology software related to the group's technology modernisation project of ZAR1.1bn.

22. Goodwill and other intangible assets (continued)

Software and software not yet available for use - FY24

The FY24 carrying amounts of work-in-progress and software intangible assets included the group's Technology Modernisation (Tech Mod) programme with a carrying amount of ZAR111m and ZAR87m respectively.

The MultiChoice South Africa (MCSA) business ran a multi-year Tech Mod programme to upgrade the MultiChoice Group's digital, customer, billing, payments, partnerships and data capabilities. As at 31 March 2024, four modules had been implemented, being the automated digital marketing, business partnerships, DStv for business and the field sales and services modules.

MCSA and the MultiChoice Group as a whole were, however, faced with unprecedented macro-economic and foreign exchange headwinds in FY24, prompting a major cost reduction initiative across MCSA and the broader MultiChoice Group. This initiative included an evaluation of the costs to complete and run the Tech Mod programme. The cost to complete the Tech Mod programme was considered to be too onerous for MCSA and the MultiChoice Group to absorb at the time.

As a result of management's decision to end the Tech Mod programme, with support from a value-in-use calculation, MCSA processed an impairment charge of ZAR1.1bn against the carrying value for software not in use of ZAR1.2bn and an impairment charge of ZAR146m against a carrying value for software intangible assets of ZAR233m. As a result, software intangible assets included an unimpaired balance of ZAR87m and work-in-progress included a balance of ZAR111m relating to the Tech Mod modules that had been successfully implemented or were due to be completed in the near future.

Impairment methodology - Value-in-use

The recoverable amount of the Technology Modernisation project was determined based on a value-in-use calculation. The calculation mainly used cash flow projections based on financial budgets approved by management, covering a finite six-year operational forecast period. Cash flow forecasts were derived from an analysis of historic performance and knowledge of the current market, together with the group's views on the future achievable growth and the impact of committed initiatives, the results of which are reviewed by management on at least an annual basis. Management made certain assumptions as to incremental revenue growth in the operational period in accordance with guidance obtained from industry specialists. In determining the value-in-use, the forecasted cash flows were discounted using the group's pre-tax discount rate. The value-in-use amounted to ZAR633m.

Key assumptions and sensitivity analysis:

The key assumptions applied in the value-in-use model was a 18.0% pre-tax discount rate which was derived from the group's weighted average cost of capital as well as the forecasted cash flows reflecting expected benefits to be derived from the project.

Management performed sensitivity analysis on the key assumptions in the impairment model using reasonable possible changes in these key assumptions:

- **Discount rate**: The discount rate used reflected both time value of money and other specific risks relating to the technology modernisation project. An increase of one percentage point in the discount rate would have decreased the value-in-use by ZAR32m. A decrease of one percentage point in the discount rate would have increased the value-in-use by ZAR35m (FY23: ZAR213m).
- **Growth rate**: The group used steady growth rates to extrapolate revenues for the budget period cash flows. The growth rates were consistent with publicly available information relating to long-term average growth rates. An increase of one percentage point in the growth rate would have increased the value-in-use by ZAR12m. A decrease of one percentage point in the growth rate would have decreased the value-in-use by ZAR10m.
- **Forecasted cash flows**: The forecasted cash flows for the project's operational period, reflected the forecasted South Africa and Rest of Africa subscriber revenue growth for the operational period and the incremental revenue to be derived. An increase of three percentage points in the forecasted revenue cash flows would have resulted in an increase in the value in-use by ZAR43m and a decrease of three percentage points in the forecasted revenue cash flows would have resulted in a decrease in the value-in-use by ZAR40m.

22. Goodwill and other intangible assets (continued)

Impairment testing of goodwill

The group recognised impairment losses on goodwill of ZARnil (FY24: ZARnil).

The group has allocated goodwill to various cash-generating units. The recoverable amounts of these cash-generating units have been determined based on value in use calculations. Value in use is based on discounted cash flow calculations. The group based its cash flow calculations on three year budgeted and forecast information approved by the board of directors. Long-term average growth rates for the respective countries in which the entities operate or, where more appropriate, the growth rate of the cash-generating units, were used to extrapolate cash flows into the future. The discount rates used reflect specific risks relating to the relevant cash-generating units and the countries in which they operate while maximising the use of market observable data.

The group allocated goodwill to the following segments of cash-generating units:

31 March 2025 **Segments of cash-generating units**	**Carrying value** **ZAR'm**	**Basis of determination of recoverable amount**	**Pre-tax discount rate** **%**	**Growth rate** **%**
Technology	273	Value in use	12.4	(1.3)
South Africa	3 242	Value in use	19.2	1.2
	3 515			

31 March 2024 **Segments of cash-generating units**	**Carrying value** **ZAR'm**	**Basis of determination of recoverable amount**	**Pre-tax discount rate** **%**	**Growth rate** **%**
Technology	282	Value in use	12.4	(2.0)
South Africa	3 239	Value in use	24.6	4.2
	3 521			

The discount rate calculation is based on the specific circumstances of the group and its operating segments and is derived from its weighted average cost of capital, as a starting point. Pre-tax discount rates have been applied as value in use was determined using pre-tax cash flows. Impairment testing is performed using the appropriate local currency cash flows, and accordingly, discount rates take into account country risk premiums and inflation differentials as appropriate.

The group used steady growth rates to extrapolate revenues beyond the budget period cash flows. The growth rates were consistent with publicly available information relating to long-term average growth rates for each of the markets in which the respective CGU operated.

A reasonable change in the inputs used to the determine the value in use would not result in an impairment being recognised.

23. Investments in subsidiaries

All subsidiaries (except MultiChoice Angola Limitada which has a 31 December financial year-end due to in-country regulatory requirements) have the same financial year-end as MultiChoice Group Limited.

The following information relates to the group's interest in its significant subsidiaries:

Name of subsidiary	Effective % interest 2025	Effective % interest 2024	Nature of business	Country of incorporation	Functional currency	Direct/ indirect
South Africa						
MultiChoice South Africa Holdings Proprietary Limited	**76.8**	76.8	Investment holding	South Africa	ZAR	Direct
Electronic Media Network Proprietary Limited (M-Net)	**76.8**	76.8	Video-entertainment content provider	South Africa	ZAR	Indirect
SuperSport International Holdings Proprietary Limited	**76.8**	76.8	Video-entertainment content provider	South Africa	ZAR	Indirect
DStv Media Sales Proprietary Limited	**76.8**	76.8	Commercial airtime sales	South Africa	ZAR	Indirect
MultiChoice Proprietary Limited	**76.8**	76.8	Subscription television	South Africa	ZAR	Indirect
MultiChoice South Africa Proprietary Limited	**76.8**	76.8	Investment holding	South Africa	ZAR	Indirect
MultiChoice Support Services Proprietary Limited	**76.8**	76.8	Subscriber management and technical support services	South Africa	ZAR	Indirect
MultiChoice Group Treasury Services Proprietary Limited	**100.0**	100.0	Treasury services	South Africa	ZAR	Direct
MultiChoice Group Services Proprietary Limited	**100.0**	100.0	Support services	South Africa	ZAR	Direct
MultiChoice Group Holdings B.V.	**100.0**	100.0	Investment holding company for Dutch fiscal unity	The Netherlands	USD	Indirect
Mwendo Holdings B.V.	**100.0**	100.0	Foreign investment holding company	The Netherlands	USD	Indirect
Rest of Africa						
MultiChoice Africa Holdings B.V. Group	**100.0**	100.0	Investment holding/ subscription television	The Netherlands	USD	Indirect
MultiChoice Nigeria Limited	**79.0**	79.0	Subscription television	Nigeria	NGN	Indirect
MultiChoice Uganda Limited	**100.0**	100.0	Subscription television	Uganda	UGX	Indirect
MultiChoice Angola Limitada	**70.0**	70.0	Subscription television	Angola	AOA	Indirect
MultiChoice Zambia Limited	**51.0**	51.0	Subscription television	Zambia	ZMK	Indirect
MultiChoice Kenya Limited	**60.0**	60.0	Subscription television	Kenya	KSH	Indirect
MultiChoice Tanzania Limited	**87.8**	87.8	Subscription television	Tanzania	TSH	Indirect
Technology						
Irdeto B.V.	**100.0**	100.0	Technology development	The Netherlands	USD	Indirect
Showmax						
Showmax Africa Holdings Limited	**70.0**	70.0	Subscription video-on-demand (SVOD)/over-the-top (OTT) services	United Kingdom	USD	Indirect

23. Investments in subsidiaries (continued)

MultiChoice and Comcast NBCUniversal partnership

During FY23, the group entered into an agreement to form a new partnership with Comcast Corporation, through its subsidiary NBCUniversal Media, LLC (NBCUniversal). The transaction closed and was effective on 4 April 2023.

The Showmax group (Showmax Africa Holdings Limited) is 70% owned, and controlled, by MultiChoice and 30% owned by NBCUniversal. The total subscription price for the sale of 30% of the existing Showmax business was an amount of USD29m (ZAR536m), which was received on 4 April 2023 and contributed into Showmax on this date. This subscription price was recognised in non-controlling interests in the consolidated statement of changes in equity in FY24. The group accounts for Showmax as a subsidiary due to having the majority of voting rights and 100% board representation.

During FY25 and FY24, in order to fund the working capital requirements of the Showmax group, Showmax Africa Holdings Limited received USD85m (ZAR1 552m) (FY24: USD36m (ZAR687m)) in equity funding from NBCUniversal. This funding is recognised in non-controlling interests in the consolidated statement of changes in equity.

MultiChoice Angola Limitada dilution of interest

In FY20, to comply with local shareholder requirements, MultiChoice Africa Holdings B.V. Group (MAH) entered into a quota sale and purchase agreement with an outside third-party. Under this agreement, MAH granted the third-party a loan to buy 30% equity. The loan was repayable over five years and there was no security against the loan other than the 30% equity. Until the loan is fully repaid, the third-party does not have control over the equity and only upon full repayment of the loan would the 30% equity be held by the third-party in his own name.

During FY24, the third-party settled the loan in full and 30% of MultiChoice Angola Limitada's equity was transferred to the third-party. As a result, MAH's effective interest in MultiChoice Angola Limitada as at 31 March 2024 decreased from 100% to 70%. On the date of loan settlement, MultiChoice Angola Limitada had a negative net asset value of Kz158.5bn (ZAR3.6bn) and there was no carrying value related to the non-controlling interest in MultiChoice Angola Limitada prior to this transaction and no further cash consideration was received. This transaction resulted in an increase of ZAR1.1bn in retained earnings and a decrease of ZAR1.1bn in non-controlling interest.

Disposal of controlling interest in NMS Insurance Services (SA) Limited (NMSIS)

On 30 November 2024 (the effective date), MultiChoice Proprietary Ltd (MultiChoice), a subsidiary of MultiChoice South Africa Holdings Ltd (MCSAH) and the ultimate holding company MultiChoice Group Limited, sold 60% of its shareholding in its NMSIS subsidiary to Sanlam Life Insurance Limited (Sanlam), a wholly owned subsidiary of Sanlam Limited.

As at 31 March 2024, the NMSIS subsidiary was classified as a disposal group held for sale as disclosed in note 26.

The transaction price included upfront cash proceeds of ZAR1.2bn and a potential performance-based cash earn-out (contingent consideration) of up to a maximum consideration of ZAR1.5bn that is contingent upon the amount of gross written premiums (GWPs) generated by NMSIS for the calendar year ending 31 December 2026.

The transaction resulted in the loss of control of NMSIS for the group, due to Sanlam's majority shareholding and their ability to direct the relevant activities of NMSIS (post-sale) through their board representation, given Sanlam's right to appoint 3 of the 5 non-executive directors and to nominate the CEO and CFO of NMSIS.

The transaction also resulted in the recognition of a post-tax gain on disposal of ZAR3.0bn, principally as a result of disposing of the group's controlling interest in NMSIS, after taking into account the consideration expected (comprising upfront cash proceeds and a potential earn-out), the fair value of the group's remaining 40% interest in NMSIS and the carrying value of the net assets of NMSIS derecognised.

	2025 ZAR'm	2024 ZAR'm
23. Investments in subsidiaries (continued)		
Cash proceeds	**1 200**	
Contingent consideration (note 30)	**850**	
Fair value of remaining 40% interest held	**1 800**	
Total consideration	**3 850**	
Carrying value of assets and liabilities of NMSIS as at 30 November 2024:		
Total assets[1]	**697**	
Total liabilities	**(249)**	
Net assets derecognised	**448**	

1 Total assets derecognised includes cash and cash equivalents of ZAR554m. As at 31 March 2024, NMSIS held cash and cash equivalents of ZAR317m which the group classified as held for sale (note 26). Prior to the sale, NMSIS generated additional cash and cash equivalents of ZAR237m.

	2025 ZAR'm	2024 ZAR'm
Pre-tax gain on disposal	**3 402**	
Less: taxation	**(443)**	
Post–tax gain on disposal	**2 959**	
Cash proceeds	**1 200**	
Net cash in NMSIS disposed of	**(554)**	
Proceeds from disposal of subsidiary, net of cash	**646**	

The remaining 40% interest in NMSIS held by the group was measured at fair value in accordance with *IFRS 10:25(b)* and has subsequently been accounted for using the equity method for investments in associates, as reflected in note 24. The fair value of the remaining interest was determined using a discounted cash flow valuation. The key inputs used in the discounted cash flow valuation included a weighted average cost of capital (WACC) and a perpetuity growth rate (PGR). A 1% increase in the WACC rate would result in the fair value of the investment decreasing by ZAR283m, while a 1% decrease in the WACC rate would result in the fair value of the investment increasing by ZAR344m. A 1% decrease in the PGR would result in the fair value of the investment decreasing by ZAR91m, while a 1% increase in the PGR would result in the fair value of the investment increasing by ZAR103m.

23. Investments in subsidiaries (continued)

The summarised financial information contained below relates to subsidiaries of the group that are considered to have material non-controlling interests:

	MultiChoice Nigeria Limited	MultiChoice Nigeria Limited	MultiChoice South Africa Holdings Proprietary Limited	MultiChoice South Africa Holdings Proprietary Limited
	31 March 2025 ZAR'm	31 March 2024 ZAR'm	31 March 2025 ZAR'm	31 March 2024 ZAR'm
Summarised statement of financial position				
Non-current assets	**307**	366	**13 901**	12 467
Current assets	**1 238**	1 623	**33 811**	32 802
Assets classified as held-for-sale	**-**	-	**-**	317
Total assets	**1 545**	**1 989**	**47 712**	**45 586**
Non-current liabilities	**21 600**	22 165	**16 503**	18 918
Current liabilities	**10 188**	10 160	**12 735**	13 078
Liabilities classified as held-for-sale	**-**	-	**-**	127
Total liabilities	**31 788**	**32 325**	**29 238**	**32 123**
Accumulated non-controlling interests	**(6 351)**	(6 371)	**3 554**	2 460
Summarised income statement				
Revenue	**4 248**	7 434	**41 595**	42 192
Net (loss)/profit for the year[1]	**(5 122)**	(25 264)	**10 291**	5 985
Other comprehensive (loss)/income	**-**	-	**(19)**	30
Total comprehensive (loss)/income	**(5 122)**	**(25 264)**	**10 272**	**6 015**
Total comprehensive (loss)/income attributable to non-controlling interests[2]	**(235)**	(913)	**2 379**	1 393
Dividends paid to non-controlling interests	**-**	-	**1 277**	1 277
Non-controlling interest movements directly through equity	**-**	-	**(7)**	(150)
Summarised statement of cash flows				
Cash flows generated from operating activities	**160**	986	**7 261**	3 527
Cash flows utilised in investing activities	**(32)**	(48)	**12**	(958)
Cash flows utilised in financing activities	**(1)**	14	**(7 797)**	(2 895)

1 MultiChoice Nigeria Limited includes losses of ZAR0.1bn (FY24: ZAR1.1bn) due to differences between the Nigerian official rate used by the group for translation of results and the Nigerian parallel rate at which cash has been remitted. Losses of ZAR4.0bn (FY24: ZAR20.9bn) have been recognised on the translation of quasi equity loans and losses of ZAR0.4bn (FY24: ZAR4.8bn) on the translation of non-quasi equity loans.

2 Translation losses on quasi equity loans of ZAR4.0bn (FY24: ZAR20.9bn) are reclassified directly to equity at the MultiChoice Africa Holdings B.V. consolidated level. As a result, the disclosed total comprehensive loss attributable to non-controlling interest in Nigeria excludes the impact of these losses.

24. Investment in associates and joint ventures

	Note	2025 ZAR'm	2024 ZAR'm
Investment in associates	(a)	**5 699**	4 549
Investment in joint ventures	(b)	**22**	15
		5 721	**4 564**

Associates are entities over which the group exercises significant influence, but which it does not control or jointly control. Joint ventures are arrangements in which the group contractually shares control over an activity with others and in which the parties have rights to the net assets of the arrangement.

Investments in associates and joint ventures are accounted for in terms of the equity method. The acquired share in the investee's identifiable net assets, as well as goodwill arising, is calculated using fair value information at the date of acquiring the interest. Goodwill is included in the carrying value of the investment in the associate or joint venture.

Where the reporting periods of associates and joint ventures (equity accounted investments) are not coterminous with that of the group and/or it is impracticable for the relevant equity-accounted investee to prepare financial statements as of 31 March, the group applies an appropriate lag period of not more than three months in reporting the results of the equity accounted investees. Significant transactions and events that occur between the non-coterminous reporting periods are adjusted for. The group exercises judgement when determining the transactions and events for which adjustments are made.

The group's share of other comprehensive income and other changes in net assets of associates and joint ventures is recognised in the consolidated statement of comprehensive income.

a) Investment in associates

The carrying values of the group's investments in its unlisted/listed associates are detailed below:

	2025 ZAR'm	2024 ZAR'm
Blue Lake Ventures Limited (KingMakers)[1]	**3 668**	4 253
NMS Insurance Services (SA) Limited (NMSIS)[1]	**1 824**	-
Moment Holdings Limited (Moment)[2]	**126**	224
Questar Auto Technologies (Questar)	**-**	-
Zendascape Proprietary Limited (AURA)	**-**	5
AURA B.V.	**36**	32
Bidstack Group PLC (Bidstack)	**-**	-
Africa Cricket Development Proprietary Limited (SA20)	**45**	35
	5 699	**4 549**

1 The group considers KingMakers and NMSIS as its only material associates.
2 Decreased due to the group recognising its share of Moment's net loss during the current year.

24. Investment in associates and joint ventures (continued)

Name of company	Effective interest 2025 %	Effective interest 2024 %	Nature of the business	Country of incorporation[1]	Functional currency	Year end
Blue Lake Ventures Limited	**51.2**	51.2	Investment holding (sports betting)	Mauritius	USD	December
NMS Insurance Services (SA) Limited	**40.0**	-	Provide niche personal lines insurance products and life insurance products	South Africa	ZAR	March
Moment Holdings Limited	**28.5**	29.6	Fin-tech	United Kingdom	GBP	December
Questar Auto Technologies	**2.9**	6.8	Cybersecurity for autonomous vehicles	Israel	USD	December
Zendascape Proprietary Limited	**-**	13.5	Home security and medical response technology platform	South Africa	ZAR	February
AURA B.V.	**11.7**	9.6	Investment holding	Netherlands	EUR	February
Bidstack Group PLC	**12.1**	12.1	In-game advertising platform	United Kingdom	GBP	December
Africa Cricket Development Proprietary Limited	**30.0**	30.0	Ownership, operation and management of professional Twenty20 cricket tournament	South Africa	ZAR	April

1 Associates' principle place of business is the same as country of incorporation.

KingMakers

The group owns 49.23% in Blue Lake Ventures Limited, a interactive entertainment business (operating as KingMakers). However, the group considered the economic ownership to be 51.23% due to the sale of shares to the KingMakers' share scheme, which was considered to be the issuance of an option liability as explained in note 30.

Significant judgements have been made with regards to determining that the group exercises significant influence and not control over KingMakers. This includes consideration of voting rights and the ability to direct the relevant activities of KingMakers. It was concluded that the group does not have control over KingMakers but rather has significant influence through its board representation, in particular, that the group only has the right to appoint 3 of the 7 directors. Thus, the group's investment in KingMakers has been equity accounted as an associate.

NMSIS

During FY25, the group sold a 60% controlling interest in NMSIS as explained in note 23 and note 26. Following the sale, the group retained a 40% shareholding in NMSIS, which along with the group's right to appoint 2 of the 5 non-executive directors, gives the group significant influence. Thus, the group's investment in NMSIS has been equity accounted as an associate.

The fair value of the investment in associate, and effectively the cost of the investment at the date of sale to Sanlam is ZAR1.8bn.

Moment

In FY24, the group, along with other founding shareholders and new investors, contributed to Moment's Seed+ funding round. Moment raised an additional USD19m of funding as at 31 March 2024, with the group contributing USD8m (ZAR151m), and new external participants placing a post-money valuation on the business of USD82m. The additional contribution by the group resulted in an increase in ownership from 25.5% to 29.6% on a fully diluted basis at 31 March 2024.

Moment's Seed+ funding round only closed in May 2024. Following additional contributions from other investors, the group's fully diluted shareholding in Moment decreased from 29.6% at 31 March 2024 to 28.5% at 31 March 2025. The group's share of the additional funding contributed exceeded the carrying value of the effective disposal through dilution, resulting in a dilution gain of ZAR10m.

Moment was assessed to be an associate based on the group's board representation (1 of 4 directors) and was initially measured at cost.

	2025 ZAR'm	2024 ZAR'm

24. Investment in associates and joint ventures (continued)

Questar

During FY24, the group assessed its investment in Questar for impairment. This assessment was due to the company being in a loss-making position and forecasting these losses to continue. Following the assessment, the group determined that the carrying value of the investment exceeded the recoverable amount of USDnil and an impairment loss of USD3.5m (ZAR66m) was recognised.

Questar was assessed to be an associate based on the group's board representation (1 of 8 directors) and was initially measured at cost.

AURA and AURA B.V.

During FY25, the group sold its investment in Zendascape Proprietary Limited (trading as AURA) for ZAR5m. The sale of this investment did not result in the group recognising a profit or loss.

AURA was assessed to be an associate based on the group's board representation (1 of 8 directors) and was initially measured at cost.

During FY24, AURA B.V. raised USD3.5m of funding, with the group not participating in the funding round. As a result, the group's shareholding diluted from 13.5% to 9.6%.

During FY25, the group invested an additional USD0.3m (ZAR5m) in AURA B.V.. As a result, the group's shareholding increased from 9.6% to 11.7%.

AURA B.V. was assessed to be an associate based on the group's board representation (1 of 9 directors) and was initially measured at cost.

Bidstack

During FY24 Bidstack shares were suspended on the London Stock exchange and the company went into administration. The group assessed its Bidstack investment and concluded that the investment should be fully impaired, resulting in an impairment loss of USD5m (ZAR98m).

Bidstack was assessed to be an associate based on the group's board representation (1 of 8 directors) and was initially measured at cost.

SA20

During FY23, the group (through SuperSport) acquired 30% of the equity of Africa Cricket Development (Pty) Ltd (SA20) through a share subscription for a nominal value. Africa Cricket Development (Pty) Ltd is responsible for the ownership, operation and management of the annual SA20 professional cricket tournament in South Africa.

SA20 was assessed to be an associate based on the group's board representation (2 of 6 directors) and was initially measured at cost.

Movement in carrying value of KingMakers investment:

	2025 ZAR'm	2024 ZAR'm
Opening balance	**4 253**	4 558
Share of net loss of associate	**(302)**	(391)
Share of other comprehensive income/(loss) of associate	**7**	(41)
Amortisation of intangible assets identified on acquisition[1]	**(152)**	(160)
Foreign exchange translation adjustment	**(138)**	287
Closing balance	**3 668**	**4 253**

1 Relates to amortisation of separately identifiable intangible assets considered in the final purchase price allocation.

	2025 ZAR'm	2024 ZAR'm

24. Investment in associates and joint ventures (continued)

Summarised financial information of KingMakers:

The summarised financial information presented below represents the financial information of KingMakers for the year ended 31 December 2024 and 2023.

Statement of comprehensive loss:		
Revenue	**1 943**	2 757
Cost of providing services and sale of goods	**(1 436)**	(2 077)
Gross profit	**507**	680
Other operating income[1]	**-**	-
Other operating expenses[1]	**(1 302)**	(1 504)
Operating loss[1]	**(795)**	(824)
Finance income[1]	**115**	146
Finance costs	**(1)**	(8)
Net foreign exchange losses[1]	**(277)**	(684)
Loss before taxation	**(958)**	(1 370)
Taxation	**(11)**	232
Net loss for the year	**(969)**	(1 138)
Other comprehensive income/(loss)	**42**	(80)
Total comprehensive loss for the year	**(927)**	**(1 218)**

1 The 31 December 2023 summarised financial information of KingMakers has been restated as the amounts previously disclosed for other operating income, other operating expenses and operating loss were incorrect. Other operating income related to finance income and therefore has been disclosed on its own line below operating loss (ZAR146m reallocation), while other operating expenses previously disclosed included net foreign exchange translation losses (ZAR684m reallocation). This restatement is purely disclosure related and did not impact any of the primary statements nor did it impact the share of KingMakers' losses recognised in FY24.

Statement of financial position as at 31 December 2024 and 2023:		
Non-current assets	**1 276**	1 984
Current assets[1]	**1 924**	2 293
Total assets	**3 200**	**4 277**
Non-current liabilities	**403**	572
Current liabilities	**412**	285
Total liabilities	**815**	**857**

1 The current assets of KingMakers includes cash and cash equivalents of ZAR1.8bn (FY24: ZAR2.1bn).

Reconciliation of summarised financial information to carrying value of KingMakers investment:		
Group's share in the net assets	**1 219**	1 741
Goodwill	**4 615**	4 770
Fair value step-up as a result of the additional interest acquired	**(109)**	(132)
Impairment of associate	**(2 057)**	(2 126)
Carrying amount of the investment	**3 668**	**4 253**

No dividends have been declared by the associate since acquisition.

There have been no significant transactions in the three month lag period from 1 January 2025 to 31 March 2025.

24. Investment in associates and joint ventures (continued)

Impairment testing of KingMakers investment

As at 31 March 2025, the group assessed its investment in KingMakers for impairment.

This assessment was conducted due to:

1) the depreciation in the value of the Nigeria naira (NGN) against the US dollar (USD) during FY25, with the year-end spot and average NGN depreciating against the USD by 18% and 78% respectively YoY, and

2) the early stage of the SuperSportBet offering in South Africa, where the business experienced delays in securing certain key licences, which in turn delayed the launch of certain product offerings.

Counterbalancing these factors was the strong performance by the Nigerian business against budgets in local currency, encouraging user traction observed in the SuperSportBet despite the delays and the reduction of central overheads in KingMakers along with other economic enhancements to the underlying business.

The recoverable amount of the group's investment in KingMakers was determined based on the higher of the value in use and the fair value less costs of disposal. Based on the group's assessment, the fair value less costs of disposal value is higher than value in use and therefore represents the recoverable amount of the investment.

The fair value less costs of disposal value was calculated using a sum-of-the-parts (SOTP) aggregation of the discounted cash flow (DCF) valuations of each underlying entity within the KingMakers group. The group has functional operating entities in Nigeria (under the BetKing brand) and South Africa (under the SuperSportBet brand) and a number of central cost centres and holding company entities.

The fair value less costs of disposal based on a SOTP build up (ZAR5.5bn) showed headroom above the group's book value as at 31 March 2025 (ZAR3.7bn). Accordingly, no impairment was warranted as the investment in associate balance is recoverable.

Key inputs into the valuation were:
- Ten-year explicit forecast period followed by a perpetuity value calculation;
- Nigeria local currency weighted average cost of capital (WACC) of 29.1% and local currency perpetuity growth rate (PGR) of 12.3%;
- South Africa local currency WACC of 18.7% and local currency PGR of 4.6%;
- A combined discount for lack of marketability and lack of control of 10.0%;
- New market launches that are planned, but not yet live, were excluded from the valuation.

Key valuation assumption	**Increase/(decrease) in key valuation assumption:**	**Increase/(decrease) in KingMakers valuation**
WACC[1]	+/- 2.5% change in WACC	+/- ZAR278m
Perpetuity growth rate (PGR)[2]	+/- 10% change in PGR	+/- ZAR135m
Marketability and minority discount[3]	+/- 10% change in discount	+/- ZAR60m

1 The WACC rates used incorporate local or US-based risk-free rates using 20-year bonds, country risk premiums and inflation differentials as relevant, market-driven equity risk premiums, peer-referenced market betas, 10-year swap rates, and certain additional, judgmental risk premiums and/or credit spreads for company size, stage of development and other risk factors not accounted for in cash flow forecasts, and country-specific tax rates.
2 The terminal growth rates used typically reference long-term inflation assumptions for a given market and may incorporate an element of real growth for early-stage entities, although always less than the long-term nominal GDP growth assumptions for a given market on a combined basis.
3 The marketability and minority discount used is limited to a combined 10% given the compelling growth opportunity for the KingMakers business in a sector that is growing rapidly across the globe and in our markets, and the close working relationship between the MultiChoice and KingMakers group.

As at 31 March 2024, the group assessed its investment in KingMakers for impairment. This assessment was conducted due to the significant depreciation in the value of the Nigerian naira (NGN) against the US dollar (USD) during FY24, with the year-end spot and average NGN depreciating against the USD by 64% and 50% respectively YoY. Counterbalancing the weaker naira was the strong local performance by the Nigerian business, the successful transition to a new group management team and new strategic focus for KingMakers, the successful launch of SuperSportBet in South Africa with encouraging early user traction, and the reduction of central overheads in KingMakers along with other economic enhancements to the underlying business.

The recoverable amount of the group's investment in KingMakers was determined based on the higher of the value in use and the fair value less costs of disposal. Based on the group's assessment, the fair value less costs of disposal estimate was higher than value in use, hence represented the recoverable amount.

24. Investment in associates and joint ventures (continued)

The fair value less costs of disposal value was calculated on the same basis as the current year described above and was broadly in line with the book value of the group's investment in KingMakers, indicating that no impairment (or reversal of impairment) was warranted as at 31 March 2024.

The fair value less costs of disposal value was determined using the discounted cash flow (DCF) method after which the valuation was then reduced by applying a marketability discount of 10% and a minority discount of 0%. The group used 10-year projected cash flow models which is consistent with the KingMakers' business plan developed by management and approved by those charged with governance at KingMakers. Cash flow forecasts were derived from an analysis of historic performance, knowledge of the current markets and future growth in the South African market.

Significant judgement was exercised with respect to the following key assumptions utilised in determining the fair value less costs of disposal:

EBITDA (forecast cash flows)	• EBITDA forecasts are based on past experience and management's future expectations of business performance. • The EBITDA drivers for KingMakers are the number of betting stakes placed which are increased annually by forecasted annual growth rates.
Growth rates	• Growth rates used were determined using gaming specific market data, past performance and future market expectations. • The average growth rates used for EBITDA over the 10-year forecast period ranged between 5% - 66%[1]
Discount rates (WACC)	• Weighted average cost of capital (WACC) reflects specific risks relating to the relevant operations and regions in which KingMakers operate. • For certain operations, risk adjustments are made to WACC used when discounting cash flows. • WACC computations include: - country risk premiums, - betas from comparable companies, - risk free rate yields on 20-year SA and US bonds, adjusted for inflation differentials. • The post-tax discount rates for the Nigerian and South Africa markets were 29.1% and 18.7% respectively.
Perpetuity growth rate	• The perpetuity growth rates considered the steady growth rates that would appropriately extrapolate cash flows beyond the forecasted periods once the business has been assumed to reach maturity. • The perpetuity growth rate used for the Nigerian and South African markets were 12.30% and 4.60% respectively, which align with long term inflation forecasts based on publicly available information and analysts' projections.
Marketability discount	• A marketability discount of 10% was applied as management are of the view that the future potential of KingMakers is viable enough to support a discount on the lower end.
Minority discount	• The group considered a 0% minority discount to be reasonable as management applied a higher small stock premium in the overall discount rate to effectively take into consideration the impact of being a non-controlling shareholder.

1 The margin range takes into account the rapid expansion in new regions and normalised growth in more established regions.

	2025 ZAR'm	2024 ZAR'm

24. Investment in associates and joint ventures (continued)

A reasonable change in the key assumptions above would impact the impairment as follows:

Key assumptions:	Change in assumption (%):	Increase in impairment (ZAR'm):
Discount rates	1.0	383
Terminal growth rates	(1.0)	185
Marketability discount	2.5	152
Minority discount	5.0	303

Movement in carrying value of NMSIS investment:

	2025	2024
Opening balance	-	
Retained investment carried at cost	3	
Fair value step-up	1 800	
Share of net profit of associate	44	
Amortisation of intangible assets identified on acquisition[1]	(23)	
Closing balance	**1 824**	

1 Relates to amortisation of separately identifiable intangible assets considered in the final purchase price allocation.

Summarised financial information of NMSIS:

The summarised financial information presented below represents the financial information of NMSIS for the four-month period since the investment was initially recognised as an associate.

	2025	2024
Statement of comprehensive income since initial recognition:		
Revenue	416	
Cost of providing services and sale of goods	(119)	
Gross profit	**297**	
Other operating costs	(162)	
Operating profit	**135**	
Net finance income	16	
Profit before taxation	**151**	
Taxation	(41)	
Net profit for the year	**110**	
Other comprehensive income	-	
Total comprehensive income for the year	**110**	
Statement of financial position as at 31 March 2025:		
Current assets[1]	811	
Total assets	**811**	
Current liabilities	258	
Total liabilities	**258**	

1 The current assets of NMSIS includes cash and cash equivalents of ZAR0.7bn.

	2025 ZAR'm	2024 ZAR'm

24. Investment in associates and joint ventures (continued)

Reconciliation of summarised financial information to carrying value of NMSIS investment:

Group's share in the net assets	**221**	
Goodwill[1]	**1 564**	
Fair value of identifiable intangible assets recorded[2]	**62**	
Amortisation of intangible assets identified on acquisition	**(23)**	
Carrying amount of the investment	**1 824**	

1 Goodwill relates the excess of the fair value of the 40% interest (ZAR1.8bn) above 40% of net assets acquired (ZAR177m) and 40% of the customer intangible asset, net of deferred tax (ZAR61m).
2 Based on the final purchase price allocation fair values wherein a separately identifiable asset, being the customer relationships of ZAR84m was identified. Significant judgment was exercised on the identification and valuation of the customer list acquired within NMSIS. The customer intangible asset was valued using a Multi-Period Excess Earnings Method. The significant assumptions taken into account to value this intangible asset included the forecasted revenue growth rates, attrition rates, EBIT margins, contributory asset charges and discount rate.

No dividends have been declared by the associate since initial recognition.

Impairment testing of NMSIS investment

There were no impairment indicators relating to the investment in NMSIS as at 31 March 2025.

As at 31 March 2025 the group's associates had no contingent liabilities.

b) Investment in joint ventures

All of these entities are unlisted. They are all incorporated and have their principal place of business in South Africa. All these entities have the South African Rand as their functional currency:

Name of company	**Effective interest 2025 %**	**Effective interest 2024 %**	**Carrying value 2025 ZAR'm**	**Carrying value 2024 ZAR'm**
Titans Cricket Proprietary Limited[1]	**50**	50	**21**	14
SuperSportSAS Proprietary Limited[2]	**50**	50	**1**	1
			22	**15**

1 30 April year-end.
2 30 June year-end.

As at 31 March 2025 the group's joint ventures had no contingent liabilities.

25. Platform technology advances

Platform technology advances	**1 189**	1 476

During FY24 and FY23, advances were provided by the group to NBCUniversal in order to commence the customisation of the Peacock TV LLC's technology stack for use in the Showmax business.

These advances are non-refundable and were initially recognised by the group at the advance date spot rate.

The platform was licensed by the group for an initial period of seven years. During FY24, the platform was successfully launched and as a result these advances are expensed through the consolidated income statement on a straight-line basis over this seven year period.

	2025 ZAR'm	2024 ZAR'm

PART V. OTHER DISCLOSURES

26. Assets held for sale

NMS Insurance Services (SA) Limited – Disposal group held for sale

In FY24, MultiChoice Proprietary Ltd (MultiChoice), a subsidiary of MultiChoice South Africa Holdings Ltd (MCSAH) and the ultimate holding company MultiChoice Group Limited received a formal offer from Sanlam Life Insurance Limited to buy a 60% shareholding in the group's insurance business, NMS Insurance Services (SA) Ltd (NMSIS). The MultiChoice board accepted this offer, subject to due diligence and regulatory approvals.

As at 31 March 2024, MultiChoice expected the sale to be concluded within six months after year-end and the disposal group was classified as held for sale in terms of *IFRS 5 Non-current Assets Held for Sale and Discontinued Operations.*

On reclassification of the assets and liabilities to held-for-sale, the group performed an assessment on the fair value of the assets and liabilities and no impairment was required.

During FY25, all regulatory approvals were completed and the sale was concluded with an effective date of 30 November 2024.

The following assets and liabilities were reclassified as held for sale in relation to the disposal group as at 31 March 2024.

	2025 ZAR'm	2024 ZAR'm
Assets		
Property, plant and equipment	-	*
Cash and cash equivalents	-	317
Assets held for sale	**-**	**317**

** Amounts less than ZAR1m*

	2025 ZAR'm	2024 ZAR'm
Liabilities directly associated with asset held for sale		
Trade payables	-	2
Deferred income	-	52
Accrued expenses	-	39
Taxes and other statutory liabilities	-	34
Liabilities directly associated with assets held for sale	**-**	**127**
Net assets directly associated with the disposal group	**-**	**190**

27. Share capital

	2025 ZAR'm	2024 ZAR'm
Authorised		
1 000 000 000 ordinary no par value shares		
Issued		
442 512 678 (FY24: 442 512 678) ordinary shares	**454**	454

27. Share capital (continued)

Capital management

The group's objectives when managing capital are to safeguard its ability to continue as a going concern, so that it can continue to provide adequate returns to shareholders and benefits for other stakeholders by pricing products and services commensurately with the level of risk.

The group relies upon distributions, including dividends, from its subsidiaries to generate the funds necessary to meet the obligations and other cash flow requirements of the group, in particular the Rest of Africa and Showmax segments.

The group optimises the management of its capital through a centralised treasury holding company structure. This structure is approved by the South African Reserve Bank (SARB) and is managed by the group treasury function, under the supervision of the group chief financial officer. Key responsibilities of the group treasury include:

- Centralised cash management and yield maximisation;
- Foreign currency risk management (including the group hedging programme) on behalf of operating entities;
- Treasury policy compliance; and
- Group funding requirements.

Funding to subsidiaries is provided through a combination of loans and share capital, depending on country-specific requirements including legislation. Intergroup loan funding is generally considered to be part of the capital structure.

The group follows a risk-based approach to the determination of the optimal capital structure. The group manages its capital structure and makes adjustments in light of changes in economic conditions, the requirements of the financial covenants and the risk characteristics of the underlying assets. In order to maintain or modify the capital structure, the group may adjust the amount of dividends paid to shareholders, return capital to shareholders through share buy-backs, issue new shares or sell assets to reduce debt.

The group does not have a formal leverage policy. The group has specific financial covenants in place with certain financial institutions to govern its overall debt levels. The leverage ratio (defined as, net debt to EBITDA) should be below or equal to 2.5 times and the interest cover ratio (defined as, EBITDA to net interest) should be above or equal to 4 times. The financial covenants are tested on a rolling 12-month basis on each measurement date, which falls on 31 March and 30 September each year. As at 31 March 2025, 31 March 2024 and prior measurement dates, the financial covenants relating to leverage and interest cover were met.

There are no direct foreign exchange restrictions between banks of the Common Monetary Area (CMA) member countries in respect of cross-border transactions; however, since 30 September 2024, all electronic funds transfers (EFTs), debit, and credit payments between CMA countries are treated as cross-border transactions subject to enhanced regulatory oversight to comply with international anti-money laundering standards. Lesotho, Namibia, and Eswatini maintain their own monetary authorities and legislation, coordinated under the CMA framework governed by the multilateral monetary agreement. Cross-border payments within the CMA must now be processed through the Southern African Development Community real-time gross settlement (SADC-RTGS) system, which may impact processing times and costs. Investments and transfers of funds in Rand to/from South Africa and other CMA countries generally do not require prior approval from the South African Reserve Bank (SARB), although certain transactions require appropriate reporting and compliance with updated exchange control regulations as outlined in recent SARB circulars. South African registered private, public and listed companies are allowed to transfer capital for foreign direct investment purposes to any country outside the CMA, but based on the quantum of the investment the transfer is subject to authorised dealer or SARB approval.

MultiChoice Group Treasury Services Proprietary Limited is a registered domestic treasury management company with SARB and therefore allowed to hold African and offshore operations for foreign direct investment purposes.

	2025 ZAR'm	2024 ZAR'm

28. Other reserves

Other reserves as disclosed in the consolidated statement of changes in equity consists of the following reserves.

	Treasury shares ZAR'm	Hedging reserve ZAR'm	Fair value reserve ZAR'm	Foreign currency translation reserve ZAR'm	Total other reserves ZAR'm
Balance at 1 April 2023	**(1 600)**	**598**	**(395)**	**(8 216)**	**(9 613)**
Exchange gains on translation of foreign operations[1]	-	-	-	1 676	1 676
Net hedging reserve movements - net of tax	-	(28)	-	-	(28)
Hedging reserve basis adjustment[2]	-	(497)	-	-	(497)
Recognition of put option liability[3]	-	-	(3 042)	-	(3 042)
Treasury shares acquired[4]	(482)	-	-	-	(482)
Treasury shares disposed[5]	280	-	-	-	280
Balance at 1 April 2024	**(1 802)**	**73**	**(3 437)**	**(6 540)**	**(11 706)**
Exchange losses on translation of foreign operations[1]	-	-	-	(98)	(98)
Net hedging reserve movements - net of tax	-	(11)	-	-	(11)
Hedging reserve basis adjustment[2]	-	(26)	-	-	(26)
Treasury shares disposed[5]	478	-	-	-	478
Balance at 31 March 2025	**(1 324)**	**36**	**(3 437)**	**(6 638)**	**(11 363)**

1 Relates to the translation of Rest of Africa, Technology and Showmax segments, which have a USD reporting currency.
2 Relates to the basis adjustment on programme and film right assets as content comes into licence.
3 During FY24, the group recognised a put option liability for the right held by NBCUniversal Media, LLC to sell its minority stake in Showmax to MultiChoice at a predetermined date in the future (note 30).
4 During FY24, the group acquired a further 5.3m treasury shares at an average price of ZAR91 per share to fund future RSU share awards.
5 During the current and prior year, treasury shares were utilised to settle the group’s share based compensation benefits.

29. Related parties

The group entered into transactions and has balances with related parties, including associates, directors (key management personnel), and shareholders. Transactions and balances that are eliminated on consolidation are not included below (note 23). The transactions and balances with related parties are disclosed below:

(a) Related party balances

	Note	2025	2024
Amounts due from related parties: Non-current	(i)	**78**	87

(i) Amounts due from related parties: Non-current	**Nature of relationship**	2025	2024
Bidstack Group PLC (Bidstack)	Associate	**-**	12
Other	Equity investees	**78**	75
		78	**87**

As at 31 March 2025, the group recognised a receivable with Moment of ZAR208m in relation to DStv and Showmax payments. This receivable is expected to realise in FY26. The receivable has been recognised by the group in trade and other receivables.

As at 31 March 2025, the group recognised a payable to NMSIS for ZAR117m in relation to insurance premiums collected on their behalf. This payable is expected to be repaid in early FY26. The payable has been recognised by the group in trade and other payables.

The balance due from Bidstack was unsecured and had fixed repayment terms and carried interest at 10% per annum. During FY25, the group received ZAR4m in repayments and the remainder of the loan was impaired.

Balances due from equity investees are unsecured, have fixed terms of repayment and carry interest at 1 year LIBOR plus 2.25%.

29. Related parties (continued)

(b) Related party transactions

During FY25, the group received advertising and sponsorship revenue of ZAR58m (FY24: ZAR54m) from KingMakers. This revenue has been recognised by the group in advertising revenue in note 5.

During FY25, the group recognised Moment transactions costs of ZAR265m in relation to DStv and Showmax payments. These costs have been recognised by the group in cost of providing services and sale of goods.

During FY25, the group received management and premium collection fees of ZAR77m from NMSIS. This revenue has been recognised by the group in other revenue in note 5.

The group did not enter into any other material related party transactions during FY25 other than key management remuneration and directors remuneration as disclosed below.

Key management remuneration

	2025 ZAR'm	2024 ZAR'm
Consolidated		
Short-term employee benefits	212	214
Long-term post-employment benefits	9	14
Share-based payment charge	102	128
Remuneration paid to key management	**323**	**356**
Non-executive directors		
Directors' fees	**28**	**66**

Key management remuneration and participation in share-based incentive plans

For shares listed on a recognised stock exchange as follows:

1 058 902 (FY24: 1 233 647) MCG shares were allocated during the 2025 financial year and an aggregate of 2 906 523 (FY24: 3 131 259) MCG shares were allocated and unvested as at 31 March 2025.

For share appreciation rights (SARs) and other schemes in unlisted companies as follows:

11 162 (FY24: 4 125) Irdeto RSUs were allocated during the 2025 financial year and an aggregate of 23 151 (FY24: 24 945) Irdeto RSUs were allocated and unvested as at 31 March 2025.

Nil (FY24: 362 956) Phantom Performance Shares were allocated during the 2025 financial year and an aggregate of 523 015 (FY24: 621 748) Phantom Performance Shares were allocated and unvested as at 31 March 2025.

111 872 (FY24: 32 782) Showmax RSUs were allocated during the 2025 financial year and an aggregate of 142 294 (FY24: 32 782) Showmax RSUs were allocated and unvested as at 31 March 2025.

30. Fair value of financial instruments

The calculation of fair value requires various inputs into the valuation methodologies used.

The source of the inputs used affects the reliability and accuracy of the valuations. Significant inputs have been classified into the hierarchical levels in line with *IFRS 13 Fair value measurement*, as shown below.

Level 1: Quoted prices in active markets for identical assets or liabilities

Level 2: Inputs other than quoted prices that are observable for the asset or liability (directly or indirectly).

Level 3: Inputs for the asset or liability that are unobservable.

(a) Fair value of instruments measured at fair value

The group's financial instruments that are measured at fair value are categorised as follows:

Financial instrument	Fair value 2025 ZAR'm	Fair value 2024 ZAR'm	Valuation method	Level in fair value hierarchy
Financial assets				
Contingent consideration	**850**	-	Probability-adjusted approach	Level 3
Investments held at fair value through profit or loss (Trust Machines SPV, LLC)	**306**	253	Based on the latest value internally measured by the investee	Level 3
Investments held at fair value through profit or loss	**-**	24	Unit trusts comprising of quoted prices in a public market	Level 2
Forward exchange contracts	**287**	163	Fair value derived from forward exchange rates that are publicly available	Level 2
Futures contracts	**9**	11	Quoted prices in a public market	Level 1
Currency depreciation features	**3**	5	Discounted cash flow techniques	Level 3
Financial liabilities				
Put option liability	**1 443**	2 712	Discounted cash flow techniques	Level 3
Forward exchange contracts	**50**	26	Fair value derived from forward exchange rates that are publicly available	Level 2
Derivative option	**99**	87	Monte Carlo Simulation option pricing model	Level 3
Interest rate swap	**4**	-	Present value of the estimated future cash flows based on observable yield curves	Level 2

30. Fair value of financial instruments (continued)

The following table shows a reconciliation of the group's material level 3 financial instruments:

	Financial asset		Financial liabilities	
	Contingent consideration	Investments held at fair value through profit or loss (Trust Machines SPV, LLC)	Put option liability	Derivative option
	ZAR'm	ZAR'm	ZAR'm	ZAR'm
Balance at 1 April 2023	-	237	-	(142)
Additions	-	-	(3 042)	-
Fair value gains recognised in the income statement (note 7)[1]	-	-	524	64
Foreign exchange gains/(losses) recognised in the income statement (note 7)[1]	-	16	(194)	-
Foreign exchange losses recognised in other comprehensive income	-	-	-	(9)
Balance at 1 April 2024	-	253	(2 712)	(87)
Fair value gains/(losses) recognised in the income statement (note 7)[1]	-	62	1 182	(15)
Gain on sale of subsidiary (note 23)	850	-	-	-
Foreign exchange (losses)/gains recognised in the income statement (note 7)[1]	-	(9)	106	-
Foreign exchange (losses)/gains recognised in other comprehensive income	-	-	(19)	3
Balance at 31 March 2025	850	306	(1 443)	(99)

1 Relates to unrealised gains and losses.

Contingent consideration

The contingent consideration (earn-out) constitutes a financial asset under *IFRS 9*, which is accounted for at fair value through profit or loss. The fair value is estimated using unobservable (level 3) inputs. The contingent consideration is solely based on one variable, being the amount of gross written premiums (GWPs) generated by NMSIS for the calendar year ending 31 December 2026. The contingent consideration is valued using a probability-adjusted weighted expected outcome, discounted using a WACC of 21% to arrive at the fair value of the contingent consideration. GWP paths are based on management's base revenue projections, with multiple potential GWP paths estimated around the base projections within the range of ZAR1.4bn to ZAR2.4bn. Accordingly, the key input used in the valuation was the forecasted GWP paths. A 10% decrease in each forecast GWP path would result in the contingent consideration decreasing by ZAR111m, while a 10% increase in each forecast GWP path would result in the contingent consideration increasing by ZAR111m. At the date of sale to Sanlam, the contingent consideration was determined to have a fair value of ZAR850m.

The fair value of the contingent consideration at 31 March 2025 remains at ZAR850m, based on the updated model, after taking into account actual performance to date and revised GWP forecasts.

Put option liability

During FY24, the group concluded a partnership with Comcast NBCUniversal. The shareholders agreement includes a put option that permits NBCUniversal to put its 30% shareholding in Showmax Africa Holdings Limited to the group at a predetermined date in the future. The put option is exercisable on the seventh anniversary of the launch date and, if exercised, the group would be required to pay the aggregate price equal to the fair market value of Showmax Africa Holdings Limited shares. The put option was initially measured at fair value and subsequently measured at fair value through profit or loss. The recognition of the put option liability does not factor in any probability of exercise and is an accounting adjustment that is required by *IFRS 9* as applicable when a parent company has exposure to a put option over a minority stake in a subsidiary entity. The key inputs used in the discounted cash flow valuation included a weighted average cost of capital (WACC) and a perpetuity growth rate (PGR). A 1% increase in the WACC rate would result in the put option liability decreasing by ZAR403m, while a 1% decrease in the WACC rate would result in the put option liability increasing by ZAR480m. A 0.5% decrease in the PGR would result in the put option liability decreasing by ZAR90m, while a 0.5% increase in the PGR would result in the put option liability increasing by ZAR97m.

30. Fair value of financial instruments (continued)

The net movement in FY25 in the value of the fair value of the put option since 31 March 2024 has been primarily driven by the following factors:

- The use of a higher blended WACC (+150bps) and lower blended PGR (-50bps) due to changes in underlying market inputs and changes in methodology.
- The incorporation of the latest Showmax three-year budget and ten-year business plan.
- A stronger spot ZAR against the USD on translation of the USD put option liability at 31 March 2025.

Investments held at fair value through profit or loss (Trust Machines SPV, LLC)

The group initially measured the investment at fair value and subsequently measured it at fair value through profit or loss. As at 31 March 2025, the valuation technique and significant inputs driving fair value determination remained unchanged from 31 March 2024 and the investment had a fair value of ZAR306m (USD17m) (FY24: ZAR253m (USD13m)).

Currency depreciation features

Currency depreciation features relate to clauses in content acquisition agreements that provide the group with protection in the event of significant depreciation of the group's functional currency relative to the currency of the content acquisition agreement. The fair value of currency depreciation features is measured through the use of discounted cash flow techniques. Key inputs used in measuring fair value include the terms and benchmark rates contained in content acquisition agreements and average spot exchange rates prevailing at the relevant measurement dates.

Derivative option

In FY22, as part of the additional acquisition of shares in KingMakers, 10% of the shares in KingMakers were issued to the KingMakers share scheme. This resulted in the group reducing its shareholding to 18% (before the acquisition transaction was finalised). The subscription was for an amount of USD11m on loan account to the KingMakers share scheme. The loan account will be due and payable after 10 years. The only source of return for the ESOP will be through the shareholding in KingMakers. The only security on the loan for the group are the KingMakers shares themselves that have been issued. Management assessed the transaction and concluded that the substance is that the group issued an instrument with a similar profile as an option instrument and therefore accounted for the transaction as such. The derivative option liability was initially measured at fair value and subsequently measured at fair value through profit or loss. As at 31 March 2025, the derivative option liability had a fair value of USD5.4m (ZAR99m) (FY24: USD4.6m (ZAR87m)). The key inputs in using the Monte Carlo Simulation included the fair value of KingMakers of USD582.4m (ZAR10.7bn) (FY24: USD439.7m (ZAR8.3bn)), a volatility of 54% (FY24: 46.19%) and a dividend yield of 2.5% (FY24: 5%). The group used the USD risk-free swap curve to determine the risk-free rate. A 20.0% (FY24: 20.5%) increase or decrease in the fair value of KingMakers would result in the option liability increasing or decreasing by USD1.8m or ZAR34m (FY24: USD1.4m or ZAR27m). A 5% decrease in the volatility rate would result in the option liability decreasing by USD0.3m or ZAR4.9m (FY24: USD0.4m or ZAR7.4m), a 5% increase in the volatility rate would result in the option liability increasing by USD0.4m or ZAR6.5m (FY24: USD0.4m or ZAR6.7m).

The carrying values of all other financial instruments are considered to be a reasonable approximation of their fair values.

31. Subsequent events

Groupe Canal+ S.A.S. (Canal+) mandatory offer update

On 21 May 2025, pursuant to the mandatory offer by Canal+ to acquire all the issued ordinary shares of the group not already owned by Canal+ (the Proposed Transaction) as announced on 4 June 2024, the South African Competition Commission (the Commission) announced that it had recommended that the South Africa Competition Tribunal (the Tribunal) approve the Proposed Transaction, subject to conditions relating to public interest considerations. The Proposed Transaction will now be considered by the Tribunal. The approval of the Tribunal and the fulfilment of the remaining conditions are required for the Proposed Transaction to become unconditional. The group and Canal+ had announced on 4 March 2025 that they had agreed to extend the long stop date for the Proposed Transaction from 8 April 2025 to 8 October 2025, with the extension providing sufficient time for the fulfilment of the conditions for the implementation of the Proposed Transaction.

Canal+'s ambition is to build a leading global video entertainment group. The proposed transaction represents not only a recognition of the value that has been created by MultiChoice over 40 years, but also a potential path to unlocking new possibilities across the continent. A combined group would be better positioned to address key structural challenges and opportunities resulting from the rapid digitalisation and globalisation of the media and entertainment sector. It would also allow for a diversification of risk across complementary geographic footprints, as well as greater scale and resources to bring customers the best entertainment and technology proposition.

	2025 ZAR'm	2024 ZAR'm

31. Subsequent events (continued)

Revision to terms of general borrowing facilities (GBFs)

Post year-end the group renewed its GBFs, resulting in a undrawn facility of ZAR3.0bn.

Additional funding contributed to Moment Holdings Limited (Moment)

During April 2025, the group contributed additional funding to Moment of USD6.5m in the form of a SAFE note (Simple Agreement for Future Equity) as part of a planned funding round set to take place in calendar year 2025. As and when the funding round takes place, MultiChoice will convert its SAFE note to equity.

KingMakers' dividend

Post the group's year-end the KingMakers board declared a USD11m dividend of which MultiChoice will receive its USD5.6m proportionate share in due course.

Other

There have been no other events that occurred after the reporting date that could have a material impact on the consolidated annual financial statements.

32. Recently issued accounting standards

The following new standards, interpretations and amendments to existing standards are not yet effective as at 31 March 2025 and have not been early adopted by the group. The group does not expect the changes to materially impact the consolidated annual financial statements.

Standard/Interpretation	Title	Effective date
IAS 21 The effects of changes in foreign exchange rates	*Lack of exchangeability*	Effective 1 January 2025
IFRS 9 Financial Instruments and IFRS 7 Financial Instruments: Disclosures	*Classification and measurement of Financial Instruments*	Effective 1 January 2026
IFRS 18 Presentation and Disclosure in Financial Statements	*Presentation and Disclosures in Financial Statements*	Effective 1 January 2027
IFRS 19 - Subsidiaries without Public Accountability: Disclosures	*Subsidiaries without Public Accountability: Disclosures*	Effective 1 January 2027
IFRS 10 Consolidated Financial Statements and IAS 28 Investments in Associate and Joint Ventures	*Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*	Effective date deferred indefinitely

33. Directors' emoluments

	2025 ZAR'm	2024 ZAR'm
Executive directors and prescribed officers emoluments	**44.16**	**42.60**
Non-executive directors		
Fees for services as directors of the group	**17.52**	63.10
Fees for services as directors of other group companies	**10.08**	3.10
	27.60	66.20
	71.76	**108.80**

No director has a notice period of more than one year.

The company directors' service contracts do not include predetermined compensation as a result of termination that would exceed one year's salary and benefits and none are linked to any restraint payments.

33. Directors' emoluments (continued)

The individual directors received the following remuneration and emoluments:

2025	**Salary and other allowances**	**Annual cash bonuses and performance related payments**	**Pension contributions paid on behalf of the director**	**Total**
Executive directors	**ZAR'm**	**ZAR'm**	**ZAR'm**	**ZAR'm**
CP Mawela[1]	17.57	8.11	1.59	27.27
TN Jacobs[1]	10.69	5.63	0.57	16.89
	28.26	**13.74**	**2.16**	**44.16**

1 Prescribed officer

2024	**Salary and other allowances**	**Annual cash bonuses and performance related payments**	**Pension contributions paid on behalf of the director**	**Total**
Executive directors	**ZAR'm**	**ZAR'm**	**ZAR'm**	**ZAR'm**
CP Mawela[1]	18.02	7.11	1.58	26.71
TN Jacobs[1]	9.40	5.95	0.54	15.89
	27.42	**13.06**	**2.12**	**42.60**

1 Prescribed officer

Executive directors' annual performance payment is based on financial, operational and discrete objectives, which were approved by the remuneration committee in advance. The on-target percentage of the bonus is 80% of annual total cost to company. With exceptional company and individual performance, an executive can earn in excess of this, however this is capped at 106% of total annual cost to company. Remuneration is earned for services rendered in connection with the carrying on of the affairs of the company.

	Directors' remuneration		**Directors' fees[1]**		**Committee and trustee fees[2,3]**		
2025	**Paid for services to the group**	**Paid for services to other group companies**	**Paid for services to the group**	**Paid for services to other group companies**	**Paid for services to the group**	**Paid for services to other group companies**	**Total**
Non-executive directors	**ZAR'm**	**ZAR'm**	**ZAR'm**	**ZAR'm**	**ZAR'm**	**ZAR'm**	**ZAR'm**
JH du Preez	-	-	0.85	0.16	0.56	-	1.57
E Masilela[4]	-	-	3.28	-	0.21	-	3.49
KD Moroka	-	-	0.85	0.16	0.54	0.32	1.87
L Stephens	-	-	0.85	-	0.90	0.38	2.13
JJ Volkwyn[5,6]	2.74	-	-	-	-	-	2.74
CM Sabwa	-	-	0.85	-	0.66	0.16	1.67
FA Sanusi	-	-	0.85	-	0.13	-	0.98
MI Patel[7,8]	1.80	-	-	-	-	-	1.80
A Zappia[9]	-	-	1.25	7.99	-	-	9.24
D Klein	-	-	0.85	0.91	0.35	-	2.11
	4.54	**-**	**9.63**	**9.22**	**3.35**	**0.86**	**27.60**

1 Non-executive directors receive an annual fee for their attendance at board meetings.
2 Committee fees include fees for the attendance of the audit committee, risk committee, remuneration committee, nomination committee and the social and ethics committee meetings of the board.
3 Trustee fees include fees for the attendance of the various trustee meetings of the group. An additional fee may be paid to directors for work done as directors with specific expertise.
4 Appointed as chair with effect from 23 April 2024.
5 Director's remuneration based on consultancy agreement for professional advisory services to the group and its subsidiaries.
6 Retired with effect from 28 August 2024.
7 Director remuneration based on a service and restraint agreement for the provision of various strategic and advisory support services to the group.
8 Resigned as chair with effect from 23 April 2024.
9 A Zappia earns additional fees for his role as a director on the Showmax board. Showmax board fees have been translated to ZAR based on the 31 March 2025 currency rate.

33. Directors' emoluments (continued)

2024	Directors' remuneration		Directors' fees[1]		Committee and trustee fees[2,3]		
Non-executive directors	**Paid for services to the group ZAR'm**	**Paid for services to other group companies ZAR'm**	**Paid for services to the group ZAR'm**	**Paid for services to other group companies ZAR'm**	**Paid for services to the group ZAR'm**	**Paid for services to other group companies ZAR'm**	**Total ZAR'm**
JH du Preez	-	-	0.81	0.12	0.54	-	1.47
E Masilela	-	-	0.81	-	0.38	-	1.19
KD Moroka[4]	0.39	-	0.81	0.12	0.52	0.31	2.15
L Stephens	-	-	0.81	-	0.86	0.50	2.17
JJ Volkwyn[5]	6.49	-	-	-	-	-	6.49
CM Sabwa	-	-	0.81	-	0.63	0.15	1.59
FA Sanusi	-	-	0.81	-	0.13	-	0.94
MI Patel[6,7]	46.93	-	-	-	-	-	46.93
A Zappia[8]	-	-	0.62	1.66	-	-	2.28
D Klein[9]	-	-	0.62	0.24	0.13	-	0.99
	53.81	**-**	**6.10**	**2.14**	**3.19**	**0.96**	**66.20**

1 Non-executive directors receive an annual fee for their attendance at board meetings.
2 Committee fees include fees for the attendance of the audit committee, risk committee, remuneration committee, nomination committee and the social and ethics committee meetings of the board.
3 Trustee fees include fees for the attendance of the various trustee meetings of the group. An additional fee may be paid to directors for work done as directors with specific expertise.
4 Director's remuneration based on consultancy agreement for professional advisory services to the group and its subsidiaries. This consultancy agreement ended on 30 June 2023.
5 Director's remuneration based on consultancy agreement for professional advisory services to the group and its subsidiaries.
6 Director remuneration based on a service and restraint agreement for the provision of various strategic and advisory support services to the group.
7 Director's remuneration includes a ZAR23.4m bonus received as a result of the successful completion of the Showmax partnership with Comcast during FY24.
8 As at 31 March 2024, all fees have been accrued for but not yet paid.
9 Director fees for services to other group companies have not been paid, however these fees have been accrued for as at 31 March 2024.

Non-executive directors are subject to regulations on appointment and rotation in terms of the company's memorandum of incorporation and the South African Companies Act.

Directors' interest in the group's share incentive schemes

For details of the various share plans within the group refer to note 6.

2025

Name	Share plan	Offer date	Number of shares	Offer price	Release date	Option fair value R
CP Mawela	MultiChoice Group RSU[1]	10-Jun-20	51 149	0.00	10-Jun-25	77.91
		18-Jun-22	143 872	0.00	18-Jun-25	100.93
		18-Jun-23	219 152	0.00	18-Jun-26	96.99
		18-Jun-24	204 018	0.00	18-Jun-27	102.69
			618 191			
	Phantom Performance Share Plan 2021[2]	31-Mar-21	42 767	0.00	12-Jun-25	100.84
		31-Mar-21	42 767	0.00	31-Mar-26	97.53
		20-Jun-22	4 720	0.00	20-Jun-26	231.76
		20-Jun-22	4 721	0.00	20-Jun-27	220.85
		20-Jun-23	60 956	0.00	20-Jun-27	34.87
		20-Jun-23	60 957	0.00	20-Jun-28	34.87
			216 888			
	The Showmax Restricted Share Unit plan[2]	20-Jun-23	5 357	0.00	20-Jun-26	27.50
		20-Jun-24	39 480	0.00	20-Jun-27	11.10
			44 837			

33. Directors' emoluments (continued)

2025

Name	Share plan	Offer date	Number of shares	Offer price	Release date	Option fair value R
TN Jacobs	MultiChoice Group RSU[1]	10-Jun-20	21 207	0.00	10-Jun-25	77.91
		18-Jun-22	90 383	0.00	18-Jun-25	100.93
		18-Jun-23	125 636	0.00	18-Jun-26	96.99
		18-Jun-24	119 838	0.00	18-Jun-27	102.69
			357 064			
	Phantom Performance Share Plan 2021[2]	31-Mar-21	28 579	0.00	12-Jun-25	100.84
		31-Mar-21	28 580	0.00	31-Mar-26	97.53
		20-Jun-22	2 965	0.00	20-Jun-26	231.76
		20-Jun-22	2 966	0.00	20-Jun-27	220.85
		20-Jun-23	34 945	0.00	20-Jun-27	34.87
		20-Jun-23	34 946	0.00	20-Jun-28	34.87
			132 981			
	The Showmax Restricted Share Unit plan[2]	20-Jun-23	3 071	0.00	20-Jun-26	27.50
		20-Jun-24	23 754	0.00	20-Jun-27	11.10
			26 825			

2024

Name	Share plan	Offer date	Number of shares	Offer price	Release date	Option fair value R
CP Mawela	MultiChoice Group RSU[1]	18-Jun-19	61 162	0.00	18-Jun-24	130.80
		10-Jun-20	51 147	0.00	10-Jun-24	82.32
		10-Jun-20	51 149	0.00	10-Jun-25	77.91
		17-Nov-20	10 103	0.00	17-Nov-24	105.08
		18-Jun-22	143 872	0.00	18-Jun-25	100.93
		18-Jun-23	219 152	0.00	18-Jun-26	96.99
			536 585			
	Phantom Performance Share Plan 2021[2]	31-Mar-21	42 767	0.00	31-Mar-25	100.84
		31-Mar-21	42 767	0.00	31-Mar-26	97.53
		20-Jun-22	4 720	0.00	20-Jun-26	231.76
		20-Jun-22	4 721	0.00	20-Jun-27	220.85
		20-Jun-23	60 956	0.00	20-Jun-27	34.87
		20-Jun-23	60 957	0.00	20-Jun-28	34.87
			216 888			
	The Showmax Restricted Share Unit plan[2]	20-Jun-23	5 357	0.00	20-Jun-26	27.50
			5 357			

33. Directors' emoluments (continued)

2024

Name	Share plan	Offer date	Number of shares	Offer price	Release date	Option fair value R
TN Jacobs	MultiChoice Group RSU[1]	18-Jun-19	15 769	0.00	18-Jun-24	130.80
		10-Jun-20	21 207	0.00	10-Jun-24	82.32
		10-Jun-20	21 207	0.00	10-Jun-25	77.91
		17-Nov-20	7 457	0.00	17-Nov-24	105.08
		18-Jun-22	90 383	0.00	18-Jun-25	100.93
		18-Jun-23	125 636	0.00	18-Jun-26	96.99
			281 659			
	Phantom Performance Share Plan 2021[2]	31-Mar-21	28 579	0.00	31-Mar-25	100.84
		31-Mar-21	28 580	0.00	31-Mar-26	97.53
		20-Jun-22	2 965	0.00	20-Jun-26	231.76
		20-Jun-22	2 966	0.00	20-Jun-27	220.85
		20-Jun-23	34 945	0.00	20-Jun-27	34.87
		20-Jun-23	34 946	0.00	20-Jun-28	34.87
			132 981			
	The Showmax Restricted Share Unit plan[2]	20-Jun-23	3 071	0.00	20-Jun-26	27.50
			3 071			

2024

Name	Share plan	Offer date	Number of shares	Offer price	Release date	Option fair value R
MI Patel	MultiChoice Group RSU[1]	18-Jun-19	25 774	0.00	18-Jun-24	130.80
			25 774			

1 50% of RSUs awarded between June 2019 and September 2020, 75% of RSUs awarded in November 2020, and 100% of RSUs awarded in June 2022, June 2023 and June 2024 are subject to performance conditions.
2 100% of Phantom Performance Share Scheme awards and Showmax RSU awards issued are subject to performance conditions.

33. Directors' emoluments (continued)

Directors' interest in MultiChoice Group Limited shares

The directors of MultiChoice Group Limited (and their associates) had the following beneficial interest in MultiChoice Group Limited ordinary shares at 31 March:

2025

Name	**Direct**	**Indirect**	**Total**
CP Mawela[1]	591 177	-	591 177
TN Jacobs[2]	240 058	-	240 058
MI Patel[3]	-	-	-
	831 235	**-**	**831 235**

1 112 268 shares acquired through exercise of MultiChoice Group RSU offer in March 2024 (92.93% vesting % achieved). 112 309 shares acquired through exercise of MultiChoice Group RSU offer in June 2024. 10 103 shares acquired through exercise of MultiChoice Group RSU offer in November 2024.
2 75 024 shares acquired through exercise of MultiChoice Group RSU offer in March 2024 (92.93% vesting % achieved). 36 976 shares acquired through exercise of MultiChoice Group RSU offer in June 2024. 7 457 shares acquired through exercise of MultiChoice Group RSU offer in November 2024.
3 Mr MI Patel stepped down as chair and non-executive director with effect from 23 April 2024.

2024

Name	**Direct**	**Indirect**	**Total**
MI Patel[1]	25 774	-	25 774
CP Mawela[2]	356 497	-	356 497
TN Jacobs[3]	120 601	-	120 601
	502 872	**-**	**502 872**

1 25 774 shares acquired through exercise of MultiChoice Group RSU offer in June 2023.
2 112 309 shares acquired through exercise of MultiChoice Group RSU offers in June 2023. 70 717 shares acquired through exercise of MultiChoice Group RSU offers in November 2023.
3 36 975 shares acquired through exercise of MultiChoice Group RSU offers in June 2023. 52 195 shares acquired through exercise of MultiChoice Group RSU offers in November 2023.

There have been no further changes to the directors’ interests in the table above between the end of the financial year and 11 June 2025.

Company secretary

Carmen Miller
MultiChoice City
144 Bram Fischer Drive,
Randburg, 2194,
South Africa
cosec@multichoice.com
Tel: +27 (0)11 289 4888/3657

Registered office

MultiChoice City
144 Bram Fischer Drive,
Randburg, 2194,
South Africa
PO Box 1502, Randburg, 2125,
South Africa
Tel: +27 (0)11 289 6604

Registration number

2018/473845/06
Incorporated in South Africa

External Auditor

Ernst & Young Inc.
102 Rivonia Road,
Sandton, 2196,
Gauteng,
South Africa

Transfer secretaries

Singular Systems Proprietary Limited
(Registration number: 2002/001492/07)
25 Scott Street, Waverley, 2090
PO Box 1266, Bramley, 2018
Tel: +27 (0)870 150 342/3
multichoice@singular.co.za

ADR programme

The Bank of New York Mellon

Shareholder relations department

Global BuyDIRECT^{SM}
462 South 4th Street, Suite 1600,
Louisville, KY 40202
United States of America
(PO Box 505000, Louisville, KY 40233-5000)

Sponsor

Merchantec Proprietary Limited (Merchantec Capital)
(Registration number: 2008/027362/07)
13th Floor Illovo Point, 68 Melville Rd, Sandton, 2196
PO Box 41480, Craighall, Johannesburg, 2024, South Africa
Tel: +27 (0)11 325 6363

Attorneys

Webber Wentzel
90 Rivonia Road, Sandton
PO Box 91771, Marshalltown, Johannesburg,
2107, South Africa
Tel: +27 (0)11 530 5000

Investor relations

Meloy Horn
InvestorRelations@multichoice.com
Tel: +27 (0)11 289 3320

Size of holdings	Number of shareholders	Ordinary shares	% held
1 – 1000 shares	28 130	2 530 466	0.57 %
1001 – 10 000 shares	1 305	3 783 034	0.85 %
10 001 – 100 000 shares	382	13 342 414	3.02 %
100 001 – 1 000 000 shares	123	34 145 920	7.72 %
More than 1 000 000 shares	36	388 710 844	87.84 %
	29 976	**442 512 678**	**100.00 %**

The following shareholders hold 5% or more of the ordinary issued share capital of the group:

Name	Ordinary shares	% held
Groupe Canal+ S.A.S.	200 030 591	45.20 %
Public Investment Corporation	52 049 800	11.76 %
M&G Investments	36 434 104	8.23 %
Allan Gray	30 855 126	6.97 %

Public shareholder spread

To the best knowledge of the directors, the spread of public shareholders in terms of paragraph 4.25 of the JSE Limited Listings Requirements at 31 March 2025 was 96.74%, represented by 29 964 shareholders holding 428 108 251 ordinary shares in the group.

Non-public shareholder spread

The non-public shareholders of the group, comprising 12 shareholders, holding 3.26% and represented by 14 404 427 ordinary shares, are analysed as follows:

Category	Ordinary shares	% of ordinary issued share capital
Share schemes[1]	13 465 042	3.04 %
Treasury shares[1]	89 461	0.02 %
Directors[2]	842 833	0.19 %
Trustees	7 091	0.00 %
Controlling shareholders (>35% voting rights)[3,4]	-	- %

1 At 31 March 2025, the groups share register reflected that the groups share schemes held 13.6m shares, however due to JSE Limited's T+3 trading cycle, 0.1m shares traded by the groups share scheme on 31 March 2025 had not yet reflected on the share register. 0.1m shares traded by the groups share scheme were considered to have transferred as at 31 March 2025 and therefore the group has disclosed 13.5m treasury shares in the consolidated annual financial statements.
2 Includes shares held by directors of the group (831 235 shares) and shares held by directors of major subsidiaries (11 598 shares).
3 Beneficial ownership includes the direct shareholding held by an entity, as well as its indirect shareholding (i.e. held by institutions who manages funds on its behalf).
4 Per the JSE listings requirements, as amended, Groupe Canal+ S.A.S. are not considered to be a non-public shareholder as their voting rights at annual general meetings, together with other foreign shareholders, are generally limited to 20% and they are not entitled to appoint or remove directors.