Remgro Limited

Interim Report

Unaudited Results

for the six months ended

— 31 December 2024 —

and cash dividend declaration

Registration number 1968/006415/06
ISIN ZAE000026480
JSE and A2X Share code REM

Salient features

672 CENTS (UP BY 38.6%)	**Headline earnings** per share
R276.89 (UP BY 10.3%) since 30 June 2024	**Intrinsic net asset value** per share
96 CENTS (UP BY 20.0%)	**Interim dividend** per share

Contents

Introduction

Introduction

The first half of the 2025 financial year saw a positive trend in delivering against Remgro's stated strategic focus of disciplined capital allocation and active partnership to drive performance in its underlying portfolio companies. This is evidenced by the marked improvements in earnings contributions across the portfolio. Whilst the steadfast focus on unlocking performance within the portfolio and integrating the series of corporate actions that have continued to affect Remgro's results continues, Remgro is pleased that these concerted efforts are bearing fruit. Notwithstanding this progress, much work still needs to be done to further unlock and optimise the performance of the portfolio and Remgro remains committed to staying the course on this and embedding the discipline, processes and capabilities that will underpin a high-performance culture.

Looking more broadly, the period under review was still characterised by a degree of global macroeconomic and geopolitical instability. In contrast, the local operating environment continued to show signs of moderation, fuelled by improved investor and consumer confidence, ongoing traction on political reform and a positive trend in key economic indicators. This has, and continues to give the Group the impetus to focus on the things within its control, with our immediate priority remaining the focus on disciplined capital allocation and driving sustainable performance in the underlying portfolio companies. Remgro also continues to play its part, with other stakeholders and partners, in contributing towards re-establishing South Africa as a desirable investment destination. We believe that these efforts aimed at improving not only our own portfolio performance, but also the environment that we operate in, provide the building blocks to deliver on our strategic imperative to unlock long-term value for our shareholders.

Group profile

Originally established in the 1940s by the late Dr Anton Rupert, Remgro's investment portfolio has evolved substantially since then and currently includes investee companies across nine platforms. The Company is listed on the Johannesburg Stock Exchange (JSE), operated by the JSE Limited in South Africa under the "Financials – Financial Services – Investment Banking and Brokerage Services – Diversified Financial Services" sector, with the share code "REM". From 3 January 2022, the Company also has a secondary listing on the A2X. Remgro's interests consist mainly of investments in the healthcare, consumer products, financial services, infrastructure and industrial sectors. Remgro's most significant investments (and percentages interest therein) are as follows: Mediclinic Group Limited (Mediclinic) (50.0%), OUTsurance Group Limited (OUTsurance Group) (30.5%), Community Investment Ventures Holdings Proprietary Limited (CIVH) (57.0%), Discovery Limited (Discovery) (7.7%), Heineken Beverages Holdings Limited (Heineken Beverages) (18.8%), RCL Foods Limited (RCL Foods) (79.9%), Siqalo Foods Proprietary Limited (Siqalo Foods) (100.0%), Air Products South Africa Proprietary Limited (Air Products) (50.0%), FirstRand Limited (FirstRand) (1.6%), TotalEnergies Marketing South Africa Proprietary Limited (TotalEnergies) (24.9%), Kagiso Tiso Holdings Proprietary Limited (KTH) (43.5%) and Rainbow Chicken Limited (Rainbow) (80.0%). These investments contribute approximately 87% to Remgro's intrinsic net asset value (INAV after tax).

Group reporting

As an investment holding company, traditional measurements of performance, such as sales or gross profit, are not meaningful criteria for evaluating the Group's performance. Therefore, management uses "headline earnings", "intrinsic net asset value" and "cash at the centre" to evaluate the performance of the Group on a continuous basis. These concepts are used throughout this report to provide shareholders with a better understanding of Remgro's results.

For purposes of determining the intrinsic net asset value, the unlisted investments are shown at *IFRS 13: Fair value measurement* valuations and the listed investments are shown at closing stock exchange prices. In ensuring the veracity of Remgro's intrinsic net asset valuations, a Valuation Subcommittee assists the Audit and Risk Committee to gain assurance on the valuations of Remgro's unlisted investments and recommends these valuations to the Remgro Board. This function has become increasingly important as Remgro's portfolio has evolved towards more unlisted investments.

Introduction (continued)

Group reporting (continued)

Corporate actions may lead to significant items being recognised in the income statement that may not be excluded from the calculation of headline earnings. In these instances, the Group may disclose an alternative earnings measure excluding these items in order to promote comparability between reporting periods.

In accordance with paragraph 3.4(b)(v) of the JSE Listings Requirements, the Company again confirms the use of headline earnings per share for trading statement purposes. This is still considered to be an appropriate measure given that, as an investment holding company, the assessment of headline earnings is a key performance measure.

Group financial review

Salient features

	Unaudited 31 Dec 2024	*% Change*	Unaudited 31 Dec 2023 Restated[1]
Headline earnings (R million)	**3 728**	*38.7*	2 687
– per share (cents)	**672**	*38.6*	485
Ordinary interim dividends per share (cents)	**96**	*20.0*	80

1. TotalEnergies' contribution to Remgro's headline earnings for the six months to 31 December 2023 was restated. Refer to "Restatement of comparative numbers" on page 30 for further detail.

	Unaudited 31 Dec 2024	*% Change*	Audited 30 June 2024
Intrinsic net asset value per share (R)	**276.89**	*10.3*	251.01
Remgro share price (R)	**155.10**	*14.0*	136.09
Percentage discount to intrinsic net asset value (%)	**44.0**	*180bps*	45.8

Results in context

For the period under review, headline earnings increased by 38.7% from the restated R2 687 million to R3 728 million, while headline earnings per share (HEPS) increased by 38.6% from the restated 485 cents to 672 cents. The increase in headline earnings can be summarised as follows:

- Much improved operational performances from the majority of the investee companies, of which the most significant are:
  - increased contributions from Rainbow (+R237 million), RCL Foods (+R224 million), OUTsurance Group (+R195 million) and Mediclinic (excluding the Mediclinic acquisition costs – refer below) (+R152 million) due to improved operational performances;
  - Heineken Beverages (excluding the Heineken *IFRS 3* impact – refer below) returning to profitability, driven by volume growth and margin recovery (+R274 million);
  - partly offset by lower contributions from TotalEnergies (-R331 million), mainly due to higher negative stock revaluations, and CIVH (-R147 million), mainly due to increased borrowing costs due to higher average debt balances and a negative fair value adjustment on an interest rate hedge.

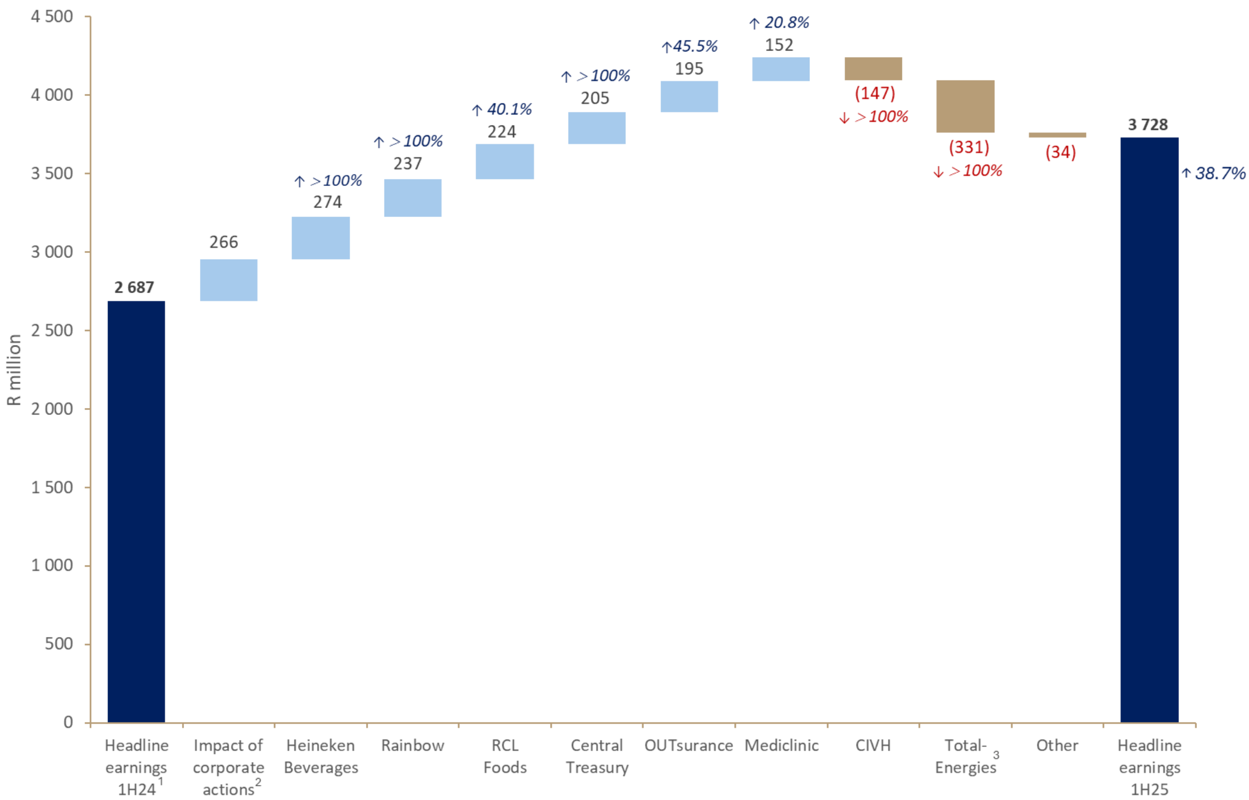
Group financial review (continued)

Results in context (continued)

- Lower finance costs due to the redemption of the preference shares (+R226 million).
- The impact of significant corporate actions implemented during the previous financial years decreasing to R77 million (31 December 2023: R343 million), which include the following:
  - Remgro's portion of the *IFRS 3* amortisation and depreciation charges amounting to R77 million (31 December 2023: R178 million) relating to the additional assets identified when Heineken Beverages obtained control over Distell Group Holdings Limited (Distell) and Namibia Breweries Limited (Namibia Breweries) (the Distell/Heineken transaction) (Heineken *IFRS 3* impact); and
  - Remgro's portion of transaction costs amounting to R165 million, which were incurred in respect of the acquisition, through Remgro's 50% interest in Manta Bidco Limited (Manta Bidco), which is jointly owned by Remgro and MSC Mediterranean Shipping Company SA (MSC), of the entire issued ordinary share capital of Mediclinic (the Mediclinic acquisition) in the comparative period.

More details are provided under *"Commentary on investees' performance"*.

Headline earnings for the period ended 31 December 2024 (R million)



(1) Refer to "Restatement of comparative numbers" on page 30 for further detail.
(2) Change in impact of significant corporate action items between the 1H24 and 1H25 financial years.
(3) Included in TotalEnergies' contribution are negative stock revaluations of R403 million (31 December 2023: negative stock revaluations of R8 million).

Group financial review (continued)

Contribution to headline earnings by reporting platform

R million	Unaudited Six months ended 31 Dec 2024	% Change	31 Dec 2023 Restated[1]	Audited year ended 30 June 2024
Healthcare	**883**	*56.0*	566	1 515
Consumer products	**1 298**	*183.4*	458	934
Financial services	**661**	*40.6*	470	1 163
Infrastructure	**(142)**	*(483.8)*	37	(33)
Industrial	**493**	*(33.8)*	745	1 425
Diversified investment vehicles	**181**	*0.6*	180	235
Media	**67**	*1.5*	66	156
Portfolio investments	**350**	*(19.5)*	435	812
Social impact investments	**(21)**	*(23.5)*	(17)	(29)
Central treasury				
– finance income	**200**	*(9.5)*	221	379
– finance costs	**(95)**	*70.4*	(321)	(498)
Other net corporate costs	**(147)**	*3.9*	(153)	(412)
Headline earnings	**3 728**	*38.7*	2 687	5 647

1. *Refer to "Restatement of comparative numbers" on page 30 for further detail.*

Refer to pages 15 and 16 for the segmental information.

Group financial review (continued)

Commentary on investees' performance

Healthcare

Mediclinic's contribution to Remgro's headline earnings, which includes the contribution of Manta Bidco, amounted to R883 million (31 December 2023: R566 million), representing an increase of 56.0%. As a result of the Mediclinic acquisition, Remgro's indirect interest in Mediclinic increased from 44.6% to 50.0% (or by 5.4%) during June 2023. As Mediclinic has a March year-end, the comparative period included Remgro's portion of the Mediclinic results for the two months ended 31 May 2023 at 44.6% and for the four months to 30 September 2023 at 50.0%. Mediclinic's contribution in the comparative period also included transaction costs of R165 million relating to the Mediclinic acquisition. Excluding these transaction costs, Mediclinic's contribution to headline earnings increased from R731 million to R883 million (or 20.8%).

Mediclinic (including Manta Bidco) reports adjusted earnings, which removes volatility associated with certain types of significant income and charges from headline earnings, to assess financial and operational performance and as a method to provide investors and analysts with complementary information to better understand its financial performance. These adjustments include the portion of the above-mentioned transaction costs incurred by Mediclinic. In US dollar terms, Mediclinic's (including Manta Bidco) reported adjusted earnings for the six months ended 30 September 2024 increased by 25% to $83 million (30 September 2023: $66 million). Mediclinic delivered satisfying results against a backdrop of a persistently challenging operating environment, particularly in Switzerland where simultaneous pressure on tariffs and operating costs is impacting the performance of healthcare service providers. The Mediclinic board and management team are responding to these challenges through a comprehensive plan aimed at reducing costs, improving efficiencies and adapting the business to a path of sustainability and growth. Mediclinic's performance was driven by good volume growth across all the divisions. Revenue was up 6% to $2 337 million (up 5% in constant currency terms) driven by a 2.3% growth in inpatient admissions and a 2.1% growth in day cases. Adjusted EBITDA was up 13% to $323 million (up 12% in constant currency terms), and the adjusted EBITDA margin was 13.8% (30 September 2023: 13.0%), reflecting good revenue growth and cost efficiencies, partially offset by higher consumable and supply costs mainly because of ongoing mix changes. Adjusted depreciation and amortisation were up 3% to $159 million, reflecting ongoing investment in facilities and equipment across the three divisions. The adjusted operating profit increased by 26% to $166 million (up 25% in constant currency terms).

Consumer products

Heineken Beverages' contribution to Remgro's headline earnings amounted to a loss of R11 million (31 December 2023: a loss of R386 million). Heineken Beverages' contribution includes amortisation and depreciation charges of R77 million (31 December 2023: R178 million) relating to the additional assets identified when Heineken Beverages obtained control over Distell and Namibia Breweries. Excluding these charges, Heineken Beverages' contribution amounted to a profit of R66 million (31 December 2023: a loss of R208 million). Excluding Namibia Breweries, Heineken Beverages achieved high-single-digit volume and revenue growth for the six months ended 31 December 2024. Beer achieved low-teens volume growth, led by *Heineken®*, *Windhoek* and *Amstel*. The new returnable *Heineken®* glass bottle was successfully launched in the first quarter of the 2024 calendar year at a more affordable price point, whilst increasing portfolio profitability. The wine portfolio, led by *Paarl Perle* and *JC Le Roux*, achieved low-single-digit volume growth. Spirits achieved low-teens growth. The cider and ready-to-drink portfolio outperformed the market, led by *Savanna* achieving high-single-digit volume growth and *Bernini* achieving high-twenties volume growth. Namibia Breweries achieved mid-teens volume and revenue growth. The integration of the standalone constituents of Heineken Beverages was completed during the 2024 calendar year, positioning Heineken Beverages as a strong challenger with a competitive, multicategory business model.

Group financial review (continued)

Commentary on investees' performance (continued)

Consumer products (continued)

In addition to Heineken Beverages' contribution, Remgro also accounted for amortisation and depreciation charges of R26 million in the comparative period compared to R Nil for the period under review. These charges relate to the additional assets identified when Remgro obtained significant influence over Heineken Beverages. The decrease in charges is mainly due to some of the additional assets identified being fully impaired and/or amortised.

RCL Foods' contribution to Remgro's headline earnings amounted to R783 million (31 December 2023: R559 million), representing an increase of 40.1%. RCL Foods discloses underlying headline earnings from continuing operations, which excludes:

- the earnings of Rainbow and the Vector Logistics segment due to their classification as discontinued operations;
- the *IFRS 9* fair value adjustments on commodity contracts entered into as part of the raw material procurement strategy;
- the partial recovery of the special sugar levy raised by South African Sugar Association (SASA) in the 2023 financial year; and
- advisor costs relating to the discontinued operations,

to provide users of RCL Foods' results with relevant information and measures used by itself to assess performance.

RCL Foods reported an increase in underlying headline earnings from continuing operations of 29.2%, largely driven by the Baking and Groceries business units, as well as the Sugar business unit maintaining its positive momentum. The Baking business unit delivered an improved performance, despite muted volumes in most categories. Groceries delivered an improved result driven by a favourable product mix in pet food with more focus placed on premium brands, improved margins resulting from lower raw-material input costs, savings initiatives, production efficiencies and reduced loadshedding. After two consecutive years of record financial performance, the Sugar business unit continued to deliver strong results, despite lower world market pricing and increased sugar imports. The Sugar business unit benefitted from a higher share of the local industry through a bigger crop and a drop in the KwaZulu Natal's coastal crop.

The headline earnings contribution from **Siqalo Foods** amounted to R255 million (31 December 2023: R237 million), representing an increase of 7.6%. The trading environment showed signs of recovery during the period under review. Siqalo Foods was able to offset inflationary cost pressure through a focused savings agenda and this allowed the business to drive profitable volume growth resulting in a 2.3% increase in volumes and a 5.9% increase in operational EBITDA for the period. Operational EBITDA excludes *IFRS 9* fair value adjustments on commodity and foreign exchange contracts entered as part of the raw material procurement strategy.

Rainbow's contribution to Remgro's headline earnings amounted to R255 million (31 December 2023: R18 million). Rainbow's strong financial performance was driven by consistent operational improvements, improved agricultural performance, enhanced efficiencies and a disciplined focus on cost management, together with lower commodity pricing relative to the comparative period. Rainbow's reported revenue for the period under review increased by 8.9% largely due to improved channel mix, focus on product mix management and higher volumes. The reduction in costs related to energy loadshedding and Avian Influenza (AI) delivered a combined positive benefit to the business.

Capevin Holdings Proprietary Limited's (Capevin) contribution to Remgro's headline earnings decreased by 70.2% to R17 million (31 December 2023: R57 million). Capevin's profit from continuing operations, which excludes the profit of Gordon's Gin due to the disposal of this distribution agreement in the comparative period, decreased by 71.2% to R49 million (31 December 2023: R170 million). This decrease is largely driven by the decline in global sales of Scotch whisky, as well as the exit of the distribution and marketing of wine and *Amarula* (Heineken Beverages trade marks)

Group financial review (continued)

Commentary on investees' performance (continued)

Consumer products (continued)

in certain international markets at the end of the 2024 financial year. The Scotch whisky sector, in particular high margin single malts, has experienced a significant slowdown in shipments to global markets compared to the previous period. The ongoing geopolitical and macroeconomic uncertainty coupled with high inflation and interest rates significantly impacted consumers where continuous cost pressure along with a decrease in disposable income resulted in softer demand and downtrading. The distribution and marketing of wine and *Amarula* contributed approximately 20% of total revenue in the comparative period.

Financial services

OUTsurance Group's contribution to Remgro's headline earnings amounted to R624 million (31 December 2023: R429 million), representing an increase of 45.5%. On a normalised basis, which excludes non-operational items and accounting anomalies, OUTsurance Group reported an increase of 52.9% in earnings. This increase is mainly due to a higher contribution from OUTsurance Holdings Limited (OUTsurance), the most significant asset in OUTsurance Group.

OUTsurance's normalised earnings increased by 43.5%. The increase in earnings was driven by significantly less natural peril claims incurred by Youi and OUTsurance SA, coupled with strong organic premium growth and higher investment income. The increase was partly offset by a material increase in the share-based payments expense, which is linked to the indexed performance of the OUTsurance Group share price, and higher start-up losses incurred by OUTsurance Ireland. Gross written premium grew by 17.4% supported by satisfactory organic growth across the operating segments, notwithstanding premium inflation, which remained sticky over the period. Annualised new business increased by 17.9% from a higher base achieved in the prior period. The claims ratio decreased from 59.1% to 53.0% due to the lower natural peril claims, improvement in working claims experience and higher prior year reserve releases. Through disciplined cost control, both Youi and OUTsurance SA delivered structural improvements in the cost base of all the operating segments. OUTsurance Life also delivered a strong operating performance driven by new business generation and cost efficiencies.

Business Partners Limited's (Business Partners) contribution to Remgro's headline earnings decreased by 9.8% to R37 million (31 December 2023: R41 million), mainly due to a higher credit loss provision.

Infrastructure

CIVH's contribution to Remgro's headline earnings amounted to a loss of R141 million (31 December 2023: a profit of R6 million). The decrease in earnings is mainly due to increased borrowing costs due to higher average debt balances and a negative fair value adjustment on an interest rate hedge, totalling R232 million (Remgro's portion being R132 million). CIVH's revenue for the six months ended 30 September 2024 increased by 7.9% to R3 387 million (30 September 2023: R3 140 million) supported by subscriber uptake growth at Vumatel Proprietary Limited (Vumatel) and increased demand for Dark Fibre Africa Proprietary Limited's (DFA) fibre-to-the-business (FTTB) products. CIVH's EBITDA from continuing operations for the same period increased by 6.5% as the business deliberately increased security related and maintenance costs to ensure the safety of its workforce and maintenance service provider staff in the field, while maintaining a high standard of network uptime and service levels.

SEACOM Capital Limited's (SEACOM) contribution to Remgro's headline earnings amounted to R2 million (31 December 2023: R32 million). The decrease in earnings is mainly due to once-off cable repair costs.

Group financial review (continued)

Commentary on investees' performance (continued)

Industrial

Air Products' contribution to Remgro's headline earnings increased by 20.1% to R341 million (31 December 2023: R284 million). Air Products' turnover increased by 9.3% for their six months ended 30 September 2024, while operating profit for the same period increased by 21.0%. The large Onsite Plant and Pipeline supply businesses benefitted from favourable demand from large customers and stable and reliable plant operations aided cost containment. Bulk liquid supply volumes showed some growth, particularly in the food, beverage and mining sectors and moderating distribution cost inflation contributed to improved profitability. The Packaged Gases business, which supplies a wide variety of gases and ancillary products to a broad range of customers in many industries, showed volume growth in all areas. These included welding, cutting and fabrication activities, mining, plant maintenance activity and food processing and packaging. Cost efficiency improvements were also a material factor in profitability improvement.

TotalEnergies' contribution to Remgro's headline earnings amounted to a loss of R19 million (restated 31 December 2023: a profit of R312 million). TotalEnergies' contribution includes negative stock revaluations amounting to R403 million (31 December 2023: negative stock revaluations of R8 million). The stock revaluations in both periods resulted from the volatility in the Brent Crude price. Excluding these revaluations, the contribution increased by 20.0% to R384 million (31 December 2023: R320 million), mainly due to an improved Marketing performance after the 2024 industry margin increase, as well as Supply import performance above the basic fuel price (BFP), partly offset by a decline in volumes.

Wispeco Holdings Proprietary Limited's (Wispeco) contribution to Remgro's headline earnings increased by 3.6% to R142 million (31 December 2023: R137 million). The increase in earnings is mainly due to higher revenue and gross profit margin in the aluminium extrusion business. Efficiencies and economy of scale benefits supported the profit margin achieved for the period under review. Turnover for the period increased by 2.9% to R2 030 million (31 December 2023: R1 973 million) due to volume growth and higher selling prices linked to the elevated international commodity price for aluminium.

Diversified investment vehicles

KTH's contribution to Remgro's headline earnings amounted to R166 million (31 December 2023: R185 million). The comparative period included a positive fair value adjustment on KTH's investment in Momentum Group Limited (Momentum) preference shares of R113 million (Remgro's portion being R49 million). These preference shares were converted to Momentum ordinary shares during June 2024. Excluding the positive fair value adjustment, KTH's contribution increased mainly due to higher income from its equity accounted investments.

Media

eMedia Investments Proprietary Limited's (eMedia Investments) contribution to Remgro's headline earnings increased by 4.3% to R48 million (31 December 2023: R46 million). The prolonged break from loadshedding has seen an increase in television viewership which, in turn, has seen improved television advertising revenue relative to a subdued multi-year base. The results were negatively impacted by higher than usual legal fees relating to the legal dispute with MultiChoice, which has now been settled, and the performance of Media Film Service, which has not yet fully recovered from the impact of the writers and actors' strike in Hollywood. Despite difficult economic conditions, eMedia Investments managed to increase its television advertising revenue by 8% for their six months ended 30 September 2024, which is more than the slight increase in total television advertising spend. The biggest contributor to the increased revenue has been the sustained prime-time market share. eMedia Investments managed to remain the biggest broadcaster with an overall prime-time share of 35.0% at the end of September 2024 (31 March 2024: 33.5%). Due to the imminent analogue switch-off, eMedia Investments is campaigning for analogue consumers to migrate to Openview. The activated set-top boxes for Openview reached 3 532 785 at the end of September 2024 (31 March 2024: 3 428 523).

Group financial review (continued)

Commentary on investees' performance (continued)

Portfolio investments

The contribution from portfolio investments to headline earnings amounted to R350 million (31 December 2023: R435 million), representing a decrease of 19.5%. The decrease is mainly due to the disposal of Remgro's interest in **Momentum** during June 2024 resulting in the dividends from Momentum being R Nil (31 December 2023: R86 million). Dividends were also received from **FirstRand** and **Discovery** of R237 million (31 December 2023: R240 million) and R78 million (31 December 2023: R56 million), respectively. The decrease in the dividends from FirstRand is due to the partial disposal of FirstRand shares during the period under review. Remgro's interest in FirstRand decreased to 1.6% at 31 December 2024 (30 June 2024: 2.2%).

Other portfolio investments include the dividends received from British American Tobacco plc (BAT) and Reinet Investments SCA (Reinet) totaling R35 million (31 December 2023: R53 million).

Social impact investments

Social impact investments primarily consist of interests in the **Blue Bulls** rugby franchise, Stellenbosch Academy of Sport Proprietary Limited (**SAS**) and Stellenbosch Football Club Proprietary Limited (**SFC**).

Central treasury and other net corporate income/(costs)

Finance income amounted to R200 million (31 December 2023: R221 million). This decrease is mainly due to a lower average cash balance, resulting from the redemption of the preference shares, partly offset by the proceeds on disposal of Remgro's interest in Momentum and the partial disposal of FirstRand shares. Finance costs were lower at R95 million (31 December 2023: R321 million) due to the aforesaid redemption. Other net corporate costs amounted to R147 million (31 December 2023: R153 million).

Earnings

Total earnings amounted to a profit of R3 658 million (restated 31 December 2023: a loss of R1 638 million). This increase in earnings is mainly due to the increase in headline earnings discussed above (R1 041 million), the impairment of Remgro's investment in Heineken Beverages in the comparative period (R4 257 million) and Remgro's portion of the impairments of Heineken Beverages' goodwill that was created through the Distell/Heineken transaction in the comparative period (R1 050 million). The increase was partly offset by profits realised in the comparative period relating to the disposal of the investment in DC Foods Proprietary Limited, Remgro's portion of the profit realised by RCL Foods on the disposal of its Vector Logistics business and Remgro's portion of the profit realised by Capevin on the termination of the Gordon's Gin agreement.

Intrinsic net asset value

Remgro's intrinsic net asset value per share increased by 10.3% from R251.01 at 30 June 2024 to R276.89 at 31 December 2024. Remgro also paid a final dividend for the year ended 30 June 2024 of 184 cents per share during November 2024. The closing share price at 31 December 2024 was R155.10 (30 June 2024: R136.09), representing a discount of 44.0% (30 June 2024: 45.8%) to the intrinsic net asset value. Refer to page 16 for full details.

Group financial review (continued)

Investment activities

The material investment activities during the period under review were as follows:

RCL Foods: Separation of Rainbow

On 3 June 2024, the RCL Foods board approved the formal separation of its poultry operation via a listing of the ordinary shares of Rainbow on the Main Board of the JSE and a pro rata distribution *in specie* of the Rainbow shares to shareholders. The effective date of the unbundling was 1 July 2024 and Remgro received 714 057 943 Rainbow shares, in the ratio of one Rainbow share for every one RCL Foods share held. Remgro's shareholding in Rainbow mirrored the shareholding that was held in RCL Foods at that time, being an interest of 80.2%. Therefore, the Rainbow investment remains classified as a subsidiary.

FirstRand

During November 2022 and March 2023 Remgro entered a series of options (narrow zero cost collars with two-year terms) to hedge the value of 60 000 000 of its FirstRand shares. Remgro classifies its investment in FirstRand as a financial instrument at fair value through other comprehensive income. The 60 000 000 FirstRand shares were hedged on a 1:1 basis and the zero cost collars were recognised at fair value with changes in the fair value also accounted for in other comprehensive income. Remgro was entitled to dividends declared at pre-contracted levels.

30 000 000 of these FirstRand shares with call strike price of R77.96 per FirstRand share became exercisable during the period under review and Remgro decided to retain those FirstRand shares where the FirstRand share price was below the call strike price, while selling those shares where the FirstRand share price was above the call strike price to net settle the option liabilities. Consequently, Remgro disposed of 21 000 000 FirstRand shares for a total amount of R1 637 million (or R77.96 per share) and retained 9 000 000 FirstRand shares.

At 31 December 2024 the zero cost collar on the remaining 30 000 000 FirstRand hedged shares amounted to a liability of R104 million (30 June 2024: R309 million).

During the period under review, Remgro also disposed of 10 283 261 FirstRand shares in the open market for a total amount of R868 million (or R84.42 per share). As a result of these disposals, Remgro's interest in FirstRand decreased from 2.2% at 30 June 2024 to 1.6% at 31 December 2024.

Pembani Remgro Infrastructure Funds

During the period under review, Remgro invested a further R3 million in the Pembani Remgro Infrastructure Fund I (PRIF I) and received distributions of R7 million, thereby increasing its cumulative investment to R669 million and cumulative distribution received to R889 million. Remgro also made a further investment of $11 million in the Pembani Remgro Infrastructure Fund II (PRIF II), thereby increasing its cumulative investment in this fund to $12 million.

At 31 December 2024, the fair values of Remgro's investment in PRIF I and PRIF II amounted to R350 million and $10 million, respectively. The remaining commitments to PRIF I and PRIF II amounted to R7 million and $68 million, respectively.

Asia Partners Funds

During the period under review, Remgro invested a further $4 million in Asia Partners II LP (Asia Partners II), thereby increasing its cumulative investments in this fund to $15 million.

At 31 December 2024, the fair values of Remgro's investments in Asia Partners I and Asia Partners II amounted to $26 million and $15 million, respectively, and the remaining commitments to the funds amounted to $4 million and $32 million, respectively.

Group financial review (continued)

Investment activities (continued)

CIVH

As previously reported, Vodacom Proprietary Limited (Vodacom) and CIVH entered into transaction agreements whereby Vodacom would, through a combination of assets of approximately R4.2 billion and cash of at least R6.0 billion, acquire a minimum of 30%, with the option to acquire from CIVH a further 10%, of the ordinary shares of a newly created wholly owned subsidiary of CIVH (namely Maziv Proprietary Limited (Maziv)). Maziv holds *inter alia* CIVH's current interests in Vumatel and DFA. As a result of the proposed transaction, Remgro's indirect interest in DFA and Vumatel will dilute with the entrance of Vodacom as a shareholder, however, Remgro will also obtain an indirect interest in the assets contributed by Vodacom. The aforementioned terms are subject to ongoing negotiation between the parties in order to extend the longstop date and allow more time for the regulatory approval to be obtained. During October 2024, the Competition Tribunal prohibited the proposed transaction and Remgro still awaits the Competition Tribunal's detailed reasons for prohibiting the transaction. The transaction parties have lodged a notice of appeal with the Competition Appeal Court that will be supplemented upon receipt of the Competition Tribunal's reasons for the prohibition. The Competition Appeal Court dates have been set down for 22 to 24 July 2025. Remgro and CIVH remain committed to the proposed transaction and firmly believe that, should the implementation of the proposed transaction ultimately be permitted by the Competition Appeal Court, it will deliver significant benefits to South African consumers and the broader economy. These include the very real and tangible positive social impacts relating to critical issues such as the democratisation of the internet in lower income areas, greater access to cheaper fibre to the broader South Africa, as well as the potential for job creation, and ultimately growth of the economy.

Other

Other smaller investments amounted to R48 million.

Events after 31 December 2024

Other than the above-mentioned events, there were no other significant events subsequent to 31 December 2024.

Financing activities

During the 2016 financial year Remgro (through its wholly owned subsidiary Remgro Healthcare Holdings Proprietary Limited (RHH)) issued Class A cumulative preference shares of R3.5 billion (four-year tenure and a fixed dividend rate of 7.7%) and Class B cumulative preference shares of R4.366 billion (five-year tenure and a fixed dividend rate of 8.3%). During March 2019 Remgro extended the maturity dates of the Class A preference shares to 15 January 2024 (at a fixed dividend rate of 7.5%) and the Class B preference shares to 17 March 2025 (at a fixed dividend rate of 7.8%).

On 5 December 2023, Remgro early redeemed R3.5 billion of the Class B preference shares and, on 12 December 2023, Remgro extended the redemption of the R3.5 billion Class A preference shares to 17 March 2025 (previously 15 January 2024), while negotiating a lower dividend rate of 7.42% on those preference shares. On 28 June 2024, Remgro early redeemed the remaining R866 million Class B preference shares and also R1.0 billion of the Class A preference shares. On 5 December 2024, Remgro early redeemed the remaining R2.5 billion Class A preference shares.

Group financial review (continued)

Treasury shares

At 30 June 2024, 13 350 149 Remgro ordinary shares (2.5%) were held as treasury shares by a wholly owned subsidiary of Remgro. Of the 13 350 149 shares, 6 766 473 shares were held for the purpose of hedging Remgro's share schemes (Remgro scheme shares), while 6 583 676 shares were held pursuant to a general share repurchase programme (Remgro repurchased shares). These Remgro repurchased shares were acquired as part of an ongoing strategic focus on returning value to shareholders through a disciplined capital allocation plan.

During the period under review 906 084 Remgro scheme shares were utilised to settle Remgro's obligation towards scheme participants.

At 31 December 2024, 12 444 065 Remgro ordinary shares (2.4%) were held as treasury shares of which 5 860 389 shares were Remgro scheme shares and 6 583 676 shares were Remgro repurchased shares.

Cash resources at the centre

The Company's cash resources at 31 December 2024 were as follows:

	Unaudited 31 December 2024			Audited 30 June
R million	**Local**	**Offshore**	**Total**	2024
Per consolidated statement of financial position	**3 571**	**3 827**	**7 398**	6 789
Investment in money market funds	**2 862**	**-**	**2 862**	2 699
Less: Cash of operating subsidiaries	**(2 596)**	**(174)**	**(2 770)**	(2 666)
Cash at the centre	**3 837**	**3 653**	**7 490**	6 822

On 31 December 2024, approximately 38% (R2 812 million) of the available cash at the centre was invested in money market funds which are not classified as cash and cash equivalents on the statement of financial position.

Directorate and Company Secretary

There were no changes to the directorate in the six months under review. In light of the recent amendments to the Companies Act, Mr Pieter Uys resigned as a member of the Social and Ethics and Sustainability Committee, as he is not a director of the Company. The name of the Social and Ethics and Sustainability Committee was also changed to the Social and Ethics Committee as referred to in the amended Companies Act.

Mr Luche Joubert was appointed as Company Secretary of Remgro Limited with effect from 1 November 2024.

Declaration of cash dividend

Declaration of dividend No. 49

Notice is hereby given that an interim gross dividend of 96 cents (31 December 2023: 80 cents) per share has been declared out of income reserves in respect of both the ordinary shares of no par value and the unlisted B ordinary shares of no par value, for the six months ended 31 December 2024.

The Board is satisfied that the Company is solvent and liquid, thus confirming that the Company has sufficient capital and reserves after the payment of the interim dividend, to support its operations for the foreseeable future.

A dividend withholding tax of 20% or 19.20 cents per share will be applicable, resulting in a net dividend of 76.80 cents per share, unless the shareholder concerned is exempt from paying dividend withholding tax or is entitled to a reduced rate in terms of an applicable double-tax agreement.

The issued share capital at the declaration date is 529 217 007 ordinary shares and 39 056 987 B ordinary shares. The income tax number of the Company is 9500-124-71-5.

Dates of importance:

Last day to trade in order to participate in the dividend	Monday, 14 April 2025
Shares trade ex dividend	Tuesday, 15 April 2025
Record date	Thursday, 17 April 2025
Payment date	Tuesday, 22 April 2025

Share certificates may not be dematerialised or rematerialised between Tuesday, 15 April 2025, and Thursday, 17 April 2025, both days inclusive.

In terms of the Company's Memorandum of Incorporation, dividends will only be transferred electronically to the bank accounts of shareholders. In the instance where shareholders do not provide the Transfer Secretaries with their banking details, the dividend will not be forfeited but will be marked as "unclaimed" in the share register until the shareholder provides the Transfer Secretaries with the relevant banking details for payout.

Signed on behalf of the Board of Directors.

Johann Rupert.

Johann Rupert
Chairman

Jannie Durand
Chief Executive Officer

Stellenbosch
Approved by the Board: 24 March 2025
SENS release date: 25 March 2025

Segment report - Composition of headline earnings

R million	Unaudited Six months ended 31 Dec 2024	% Change	Six months ended 31 Dec 2023 Restated[1]
Healthcare			
Mediclinic	**883**	*56.0*	566
Consumer products			
Heineken Beverages – entity contribution	**(11)**	*97.2*	(386)
– *IFRS 3* charge[2]	**-**	*100.0*	(26)
RCL Foods	**783**	*40.1*	559
Siqalo Foods – entity contribution	**255**	*7.6*	237
– *IFRS 3* charge[2]	**(1)**	*-*	(1)
Rainbow	**255**	*1 316.7*	18
Capevin	**17**	*(70.2)*	57
Financial services			
OUTsurance Group	**624**	*45.5*	429
Business Partners	**37**	*(9.8)*	41
Infrastructure			
CIVH	**(141)**	*(2 450.0)*	6
SEACOM	**2**	*(93.8)*	32
Other infrastructure investments	**(3)**	*(200.0)*	(1)
Industrial			
Air Products	**341**	*20.1*	284
TotalEnergies[1]	**(19)**	*(106.1)*	312
Wispeco	**142**	*3.6*	137
Other industrial investments	**29**	*141.7*	12
Diversified investment vehicles			
KTH	**166**	*(10.3)*	185
Other diversified investment vehicles	**15**	*400.0*	(5)
Media			
eMedia Investments	**48**	*4.3*	46
Other media investments	**19**	*(5.0)*	20
Portfolio investments			
Discovery	**78**	*39.3*	56
FirstRand	**237**	*(1.3)*	240
Momentum	**-**	*(100.0)*	86
Other portfolio investments	**35**	*(34.0)*	53
Social impact investments	**(21)**	*(23.5)*	(17)
Central treasury			
Finance income	**200**	*(9.5)*	221
Finance costs	**(95)**	*70.4*	(321)
Other net corporate costs	**(147)**	*3.9*	(153)
Headline earnings	**3 728**	*38.7*	2 687
Weighted number of shares (million)	**555.1**	*0.1*	554.5
Headline earnings per share (cents)	**672**	*38.6*	485

1. *Refer to "Restatement of comparative numbers" on page 30 for further detail.*
2. *IFRS 3 charge represents the amortisation and depreciation expenses, net of tax, relating to the additional assets identified when Remgro obtained control over these entities.*

Segment report - Composition of intrinsic net asset value

R million	Unaudited 31 December 2024 Book value	Unaudited 31 December 2024 Intrinsic value[1]	Unaudited 30 June 2024 Book value Restated[2]	Audited 30 June 2024 Intrinsic value[1]
Healthcare				
Mediclinic[3]	**44 212**	**42 285**	40 027	40 756
Consumer products				
Heineken Beverages	**6 609**	**7 164**	6 624	7 071
RCL Foods[3&4]	**7 852**	**6 784**	10 499	10 525
Siqalo Foods[3]	**6 329**	**6 182**	6 339	6 103
Rainbow[3]	**3 445**	**2 592**	-	-
Capevin[3]	**1 916**	**1 695**	1 953	1 777
Financial services				
OUTsurance Group	**5 890**	**31 218**	6 099	21 792
Business Partners[3]	**1 428**	**1 378**	1 392	1 345
Infrastructure				
CIVH	**6 737**	**14 889**	6 907	14 497
SEACOM	**118**	**828**	131	683
Other infrastructure investments	**37**	**37**	40	40
Industrial				
Air Products	**1 393**	**5 774**	1 299	5 972
TotalEnergies[2]	**2 661**	**3 881**	2 726	3 467
Wispeco[3]	**1 937**	**1 911**	1 795	1 906
Other industrial investments	**253**	**255**	225	289
Diversified investment vehicles				
KTH	**2 205**	**3 028**	2 119	2 797
Prescient China Equity Fund	**1 196**	**1 196**	1 054	1 054
Invenfin	**613**	**716**	669	767
Other diversified investment vehicles	**1 414**	**1 414**	1 095	1 095
Media				
eMedia Investments[3]	**954**	**646**	936	601
Other media investments	**166**	**223**	184	186
Portfolio investments				
Discovery	**8 302**	**8 302**	5 761	5 761
FirstRand[5]	**5 672**	**5 672**	7 572	7 572
Other portfolio investments	**824**	**824**	717	717
Social impact investments	**176**	**176**	162	162
Central treasury				
Cash at the centre[6]	**7 490**	**7 490**	6 822	6 822
Debt at the centre	**-**	**-**	(2 503)	(2 503)
Other net corporate assets	**1 273**	**1 988**	1 473	2 193
Intrinsic net asset value (INAV)	**121 102**	**158 548**	112 117	143 447
Potential CGT liability[7]		**(4 645)**		(4 156)
INAV after tax	**121 102**	**153 903**	112 117	139 291
Issued shares after deduction of shares repurchased (million)	**555.8**	**555.8**	554.9	554.9
INAV after tax per share (Rand)	**217.88**	**276.89**	202.04	251.01
Remgro share price (Rand)		**155.10**		136.09
Percentage discount to INAV		**44.0**		45.8

1. *For purposes of determining the intrinsic net asset value, unlisted investments are shown at IFRS 13: Fair value measurement valuations and listed investments are shown at closing stock exchange prices.*
2. *Refer to "Restatement of comparative numbers" on page 30 for further detail.*
3. *Remgro determined the recoverable amounts for Mediclinic, RCL Foods, Siqalo Foods, Rainbow, Capevin, Business Partners, Wispeco and eMedia Investments which are in excess of the investments' carrying values.*
4. *The intrinsic value of RCL Foods included the Rainbow rights at 30 June 2024.*
5. *The intrinsic value for FirstRand includes the investment at market value less deferred capital gains tax (CGT) on the investment, as well as the after tax zero cost collar hedge on 30 000 000 (30 June 2024: 60 000 000) FirstRand shares amounting to a liability of R81 million (30 June 2024: R243 million).*
6. *Cash at the centre excludes cash held by subsidiaries that are separately valued above (mainly RCL Foods, Rainbow, Siqalo Foods, Capevin and Wispeco).*
7. *The potential CGT liability is calculated on the specific identification method using the most favourable calculation for investments acquired before 1 October 2001 and also taking into account the corporate relief provisions. In addition to FirstRand, the deferred CGT on other investments at fair value through other comprehensive income is included in the investee line item above.*

Group financial statements

Condensed consolidated statement of financial position

R million	31 December 2024	Unaudited 31 December 2023 Restated[1]	30 June 2024 Restated[1]
Assets			
Non-current assets			
Property, plant and equipment	**11 114**	10 040	10 558
Investment properties	**496**	485	494
Intangible assets	**10 627**	10 645	10 627
Investments – Equity accounted[1]	**74 120**	69 251	70 038
Investments – Financial assets at fair value through other comprehensive income (FVOCI)	**21 164**	22 826	19 933
Financial assets at fair value through profit and loss (FVPL)	**114**	150	114
Retirement benefits	**399**	351	386
Long-term loans and debtors	**20**	41	19
Deferred taxation	**302**	208	194
	118 356	113 997	112 363
Current assets	**29 571**	26 050	26 815
Inventories	**9 918**	8 953	8 497
Biological agricultural assets	**1 132**	1 113	1 320
Debtors and short-term loans	**8 199**	8 119	7 431
Loans to equity accounted investments	**6**	12	6
Financial assets at FVPL	**32**	17	22
Taxation	**23**	34	50
Investment in money market funds	**2 862**	1 675	2 699
Cash and cash equivalents	**7 398**	6 126	6 789
	29 570	26 049	26 814
Assets held for sale	**1**	1	1
Total assets	**147 927**	140 047	139 178
Equity and liabilities			
Stated capital	**13 416**	13 416	13 416
Reserves[1]	**109 513**	98 259	100 688
Treasury shares	**(1 827)**	(1 991)	(1 987)
Shareholders' equity	**121 102**	109 684	112 117
Non-controlling interest	**7 152**	7 320	7 047
Total equity	**128 254**	117 004	119 164
Non-current liabilities	**9 706**	12 059	7 030
Retirement benefits	**51**	53	51
Long-term loans	**3 438**	5 987	1 421
Lease liabilities	**782**	490	531
Deferred taxation	**5 276**	5 376	4 903
Trade and other payables	**159**	-	124
Hedge derivatives	**-**	153	-
Current liabilities	**9 967**	10 984	12 984
Trade and other payables	**8 626**	7 470	7 812
Short-term loans	**317**	2 967	4 476
Lease liabilities	**217**	170	195
Financial liabilities at FVPL	**12**	28	53
Hedge derivatives	**104**	97	309
Taxation	**691**	252	139
Total equity and liabilities	**147 927**	140 047	139 178
Net asset value per share (Rand)			
– At book value	**R217.88**	R197.66	R202.04
– At intrinsic value	**R276.89**	R236.95	R251.01

1. *Refer to "Restatement of comparative numbers" on page 30 for further detail.*

Group financial statements (continued)

Condensed consolidated income statement

R million	Unaudited Six months ended 31 December 2024	Unaudited Six months ended 31 December 2023 Restated[1]	Audited Year ended 30 June 2024
Continuing operations			
Revenue	**26 395**	25 414	50 424
Inventory expenses	**(15 423)**	(15 542)	(30 621)
Staff costs	**(3 897)**	(3 517)	(7 282)
Depreciation	**(623)**	(547)	(1 126)
Other net operating expenses	**(4 465)**	(4 302)	(8 712)
Trading profit	**1 987**	1 506	2 683
Dividend income	**366**	465	860
Interest received	**433**	436	786
Finance costs	**(295)**	(549)	(933)
Impairment of investments, assets and goodwill[1]	**-**	(4 260)	(4 339)
Reversal of impairment of investments and assets	**9**	-	11
Loss allowances on loans	**-**	(15)	(3)
Profit/(loss) on sale and dilution of investments	**(2)**	332	366
Consolidated profit/(loss) before tax	**2 498**	(2 085)	(569)
Taxation	**(608)**	(597)	(948)
Consolidated profit/(loss) after tax	**1 890**	(2 682)	(1 517)
Share of after-tax profit of equity accounted investments[1]	**2 032**	906	2 799
Net profit/(loss) for the period from continuing operations	**3 922**	(1 776)	1 282
Discontinued operations			
Profit for the period from discontinued operations	**-**	857	1 094
Net profit/(loss) for the period	**3 922**	(919)	2 376
Attributable to:			
Equity holders	**3 658**	(1 638)	1 241
Continuing operations	**3 658**	(2 003)	814
Discontinued operations	**-**	365	427
Non-controlling interest	**264**	719	1 135
Continuing operations	**264**	227	468
Discontinued operations	**-**	492	667
	3 922	(919)	2 376
Equity accounted investments			
Share of after-tax profit of equity accounted investments[1]			
Profit before taking into account impairments and non-recurring items	**3 168**	2 337	5 663
Net impairment of investments, assets and goodwill	**(150)**	(905)	(1 176)
Profit on the sale of investments	**79**	185	183
Profit before tax and non-controlling interest	**3 097**	1 617	4 670
Taxation	**(904)**	(570)	(1 563)
Non-controlling interest	**(161)**	(141)	(308)
	2 032	906	2 799
Continuing operations	**2 032**	906	2 799
Discontinued operations	**-**	-	-

1. *Refer to "Restatement of comparative numbers" on page 30 for further detail.*

Group financial statements (continued)

Headline earnings reconciliation

R million	Unaudited Six months ended 31 December 2024	Unaudited Six months ended 31 December 2023 Restated[1]	Audited Year ended 30 June 2024
Continuing operations			
Net profit/(loss) for the period attributable to equity holders (earnings)	**3 658**	(2 003)	814
Impairment of equity accounted investments[1&2]	**-**	4 257	4 257
Reversal of impairment of equity accounted investments	**(9)**	-	(11)
Impairment of property, plant and equipment	**-**	3	57
Impairment of intangible and other assets	**-**	-	25
Profit on sale and dilution of equity accounted investments	**-**	(297)	(298)
Loss on sale and dilution of equity accounted investments	**2**	-	-
Profit on disposal of property, plant and equipment	**(49)**	(82)	(165)
Loss on disposal of property, plant and equipment	**1**	7	32
Profit on disposal of subsidiary	**-**	(35)	(68)
Non-headline earnings items included in equity accounted earnings of equity accounted investments	**148**	711	908
– (Profit)/loss on disposal of property, plant and equipment	**77**	(9)	(85)
– Profit on sale of investments[1]	**(79)**	(186)	(213)
– Loss on sale of investments	**-**	1	30
– Impairment of investments, assets and goodwill[1&3]	**150**	905	1 176
Taxation effect of adjustments	**(40)**	115	73
Non-controlling interest	**17**	15	22
Headline earnings from continuing operations	**3 728**	2 691	5 646
Discontinued operations			
Net profit for the period attributable to equity holders (earnings)	**-**	365	427
Profit on disposal of intangible assets[3]	**-**	(691)	(991)
Profit on sale of subsidiary	**-**	(256)	(244)
Recycling of foreign currency translation reserves	**-**	(15)	(15)
Taxation effect of adjustments	**-**	116	168
Non-controlling interest	**-**	477	656
Headline earnings from discontinued operations	**-**	(4)	1
Total headline earnings from continuing and discontinued operations	**3 728**	2 687	5 647

1. *Refer to "Restatement of comparative numbers" on page 30 for further detail.*
2. *The comparative periods relate to the impairment of the investment in Heineken Beverages.*
3. *"Impairment of investments, assets and goodwill" from equity accounted investments for the comparative period includes Remgro's portion of the impairments of Heineken Beverages' goodwill that was created through the Distell/Heineken transaction.*

Group financial statements (continued)

Earnings and dividends

Cents	Unaudited Six months ended 31 December 2024	Unaudited Six months ended 31 December 2023 Restated[1]	Audited Year ended 30 June 2024
Headline earnings per share			
– Basic	**672**	485	1 018
Continuing operations	**672**	486	1 018
Discontinued operations	**-**	(1)	-
– Diluted	**666**	480	1 008
Continuing operations	**666**	481	1 008
Discontinued operations	**-**	(1)	-
Earnings per share			
– Basic	**659**	(295)	224
Continuing operations	**659**	(361)	147
Discontinued operations	**-**	66	77
– Diluted	**653**	(295)	218
Continuing operations	**653**	(361)	141
Discontinued operations	**-**	66	77
Dividends per share			
Ordinary	**96**	80	264
– Interim	**96**	80	80
– Final	**-**	-	184

1. *Refer to "Restatement of comparative numbers" on page 30 for further detail.*

Number of shares

	Unaudited 31 December 2024	Unaudited 31 December 2023	Audited 30 June 2024
Ordinary shares of no par value	**529 217 007**	529 217 007	529 217 007
Unlisted B ordinary shares of no par value	**39 056 987**	39 056 987	39 056 987
Total number of shares in issue	**568 273 994**	568 273 994	568 273 994
Number of shares held in treasury			
Ordinary shares repurchased and held in treasury	**(12 444 065)**	(13 370 578)	(13 350 149)
	555 829 929	554 903 416	554 923 845
Weighted number of shares	**555 100 721**	554 535 313	554 726 814

In determining earnings per share and headline earnings per share the weighted number of shares was taken into account.

Group financial statements (continued)

Condensed consolidated statement of comprehensive income

R million	Unaudited Six months ended 31 December 2024	Unaudited Six months ended 31 December 2023 Restated[1]	Audited Year ended 30 June 2024
Continuing operations			
Net profit/(loss) for the period	**3 922**	(1 776)	1 282
Other comprehensive income, net of tax	**6 341**	(2 386)	(2 578)
Items that may be reclassified subsequently to the income statement:			
Exchange rate adjustments	**1 894**	(2 320)	(2 718)
Fair value adjustments for the period	**-**	(159)	-
Deferred taxation on fair value adjustments	**-**	34	-
Reclassification of other comprehensive income to the income statement	**-**	13	1
Other comprehensive income of equity accounted investments[1]	**1 338**	(350)	(442)
Items that will not be reclassified to the income statement:			
Fair value adjustments for the period	**3 556**	350	19
Deferred taxation on fair value adjustments	**(219)**	(62)	497
Capital Gains Taxation on disposal of FVOCI investments	**(436)**	(8)	(463)
Remeasurement of post-employment benefit obligations	**-**	-	27
Deferred taxation on remeasurement of post-employment benefit obligations	**-**	-	(8)
Change in reserves of equity accounted investments[1]	**208**	116	509
Comprehensive income for the period – continuing operations	**10 263**	(4 162)	(1 296)
Discontinued operations			
Net profit for the period	**-**	857	1 094
Other comprehensive income, net of tax	**-**	(3)	(3)
Comprehensive income for the period – discontinued operations	**-**	854	1 091
Total comprehensive income for the period	**10 263**	(3 308)	(205)
Total comprehensive income attributable to:			
Equity holders	**9 963**	(4 019)	(1 269)
Continuing operations	**9 963**	(4 382)	(1 694)
Discontinued operations	**-**	363	425
Non-controlling interest	**300**	711	1 064
Continuing operations	**300**	220	398
Discontinued operations	**-**	491	666
	10 263	(3 308)	(205)

1. *Refer to "Restatement of comparative numbers" on page 30 for further detail.*

Group financial statements (continued)

Condensed consolidated statement of changes in equity

R million	Stated and issued capital	Treasury shares	Equity reserves	Other reserves	Fair value reserves	Retained earnings	Share-holders' equity	Non-controlling interest	Total equity
Balances at 1 July 2023 – as previously reported	13 416	(1 438)	13 850	8 161	(1 203)	83 134	115 920	6 521	122 441
Prior year restatement[1]	-	-	(653)	-	-	-	(653)	-	(653)
Restated balances at 1 July 2023	13 416	(1 438)	13 197	8 161	(1 203)	83 134	115 267	6 521	121 788
Total comprehensive income for the year	-	-	(1 783)	(739)	250	1 003	(1 269)	1 064	(205)
Net profit for the year	-	-	-	-	-	1 241	1 241	1 135	2 376
Other comprehensive income for the year	-	-	(1 783)	(739)	250	(238)	(2 510)	(71)	(2 581)
Dividends paid	-	-	-	-	-	(1 330)	(1 330)	(307)	(1 637)
Transactions with non-controlling shareholders	-	-	-	(81)	-	99	18	(236)	(218)
Transfer between reserves	-	42	661	(42)	(334)	(327)	-	-	-
Businesses disposed	-	-	-	-	-	-	-	(9)	(9)
Long-term share incentive scheme reserve	-	135	-	22	-	-	157	14	171
Purchase of treasury shares by wholly owned subsidiary	-	(726)	-	-	-	-	(726)	-	(726)
Restated balances at 30 June 2024 (unaudited)	13 416	(1 987)	12 075	7 321	(1 287)	82 579	112 117	7 047	119 164
Total comprehensive income for the period	**-**	**-**	**2 857**	**449**	**2 773**	**3 884**	**9 963**	**300**	**10 263**
Net profit for the period	**-**	**-**	**-**	**-**	**-**	**3 658**	**3 658**	**264**	**3 922**
Other comprehensive income for the period	**-**	**-**	**2 857**	**449**	**2 773**	**226**	**6 305**	**36**	**6 341**
Dividends paid	**-**	**-**	**-**	**-**	**-**	**(1 021)**	**(1 021)**	**(252)**	**(1 273)**
Transactions with non-controlling shareholders	**-**	**-**	**(1)**	**(14)**	**-**	**(1)**	**(16)**	**28**	**12**
Transfer between reserves	**-**	**38**	**851**	**22**	**(706)**	**(205)**	**-**	**-**	**-**
Long-term share incentive scheme reserve	**-**	**122**	**-**	**(63)**	**-**	**-**	**59**	**29**	**88**
Balances at 31 December 2024 (unaudited)	**13 416**	**(1 827)**	**15 782**	**7 715**	**780**	**85 236**	**121 102**	**7 152**	**128 254**
Balances at 1 July 2023 – as previously reported	13 416	(1 438)	13 850	8 161	(1 203)	83 134	115 920	6 521	122 441
Prior year restatement[1]	-	-	(653)	-	-	-	(653)	-	(653)
Restated balances at 1 July 2023	13 416	(1 438)	13 197	8 161	(1 203)	83 134	115 267	6 521	121 788
Total comprehensive income for the period	-	-	(2 981)	457	298	(1 793)	(4 019)	711	(3 308)
Net profit/(loss) for the period[1]	-	-	-	-	-	(1 638)	(1 638)	719	(919)
Other comprehensive income for the period[1]	-	-	(2 981)	457	298	(155)	(2 381)	(8)	(2 389)
Dividends paid	-	-	-	-	-	(886)	(886)	(2)	(888)
Transactions with non-controlling shareholders	-	-	-	12	-	(31)	(19)	94	75
Transfer between reserves and other movements[1]	-	41	(42)	(41)	(8)	50	-	-	-
Business disposed	-	-	-	-	-	-	-	(9)	(9)
Long-term share incentive scheme reserve	-	132	-	(65)	-	-	67	5	72
Purchase of treasury shares by wholly owned subsidiary	-	(726)	-	-	-	-	(726)	-	(726)
Restated balances at 31 December 2023 (unaudited)[1]	13 416	(1 991)	10 174	8 524	(913)	80 474	109 684	7 320	117 004

1. *Refer to "Restatement of comparative numbers" on page 30 for further detail.*

Group financial statements (continued)

Condensed consolidated statement of cash flows

R million	Unaudited Six months ended 31 December 2024	31 December 2023	Audited Year ended 30 June 2024
Cash flows – operating activities			
Cash generated from operations	**1 596**	358	3 625
Interest received	**426**	439	740
Taxation paid	**(417)**	(558)	(1 498)
Dividends received	**1 547**	1 339	2 873
Finance costs	**(255)**	(556)	(968)
Cash available from operating activities	**2 897**	1 022	4 772
Dividends paid	**(1 273)**	(888)	(1 637)
Cash inflow from operating activities	**1 624**	134	3 135
Cash flows – investing activities			
Investment in property, plant and equipment and other assets	**(823)**	(840)	(1 948)
Proceeds on disposal of property, plant and equipment and other assets	**80**	79	210
Proceeds on disposal of Gordon's Gin Distribution Rights	**-**	700	1 000
Proceeds on disposal of assets held for sale[1]	**-**	1 185	1 218
Proceeds on disposal of investments and loans[2]	**2 505**	94	2 997
Additions to investments and loans	**(327)**	(112)	(259)
Refund of Vector Logistics sale proceeds	**(100)**	-	-
Investment in money market funds	**(343)**	-	-
Withdrawal of money market funds	**180**	2 907	1 883
Cash inflow from investing activities	**1 172**	4 013	5 101
Cash flows – financing activities			
Loans repaid[3]	**(2 777)**	(3 503)	(5 728)
Loans advanced	**437**	351	253
Lease payments	**(116)**	(87)	(189)
Transactions with non-controlling shareholders	**-**	-	(301)
Purchase of treasury shares	**-**	(726)	(726)
Other movements	**12**	75	81
Cash outflow from financing activities	**(2 444)**	(3 890)	(6 610)
Net increase in cash and cash equivalents	**352**	257	1 626
Exchange rate profit/(loss) on foreign cash	**117**	(86)	(111)
Cash and cash equivalents at the beginning of the period	**6 704**	5 189	5 189
Cash and cash equivalents at the end of the period	**7 173**	5 360	6 704
Cash and cash equivalents – per statement of financial position	**7 398**	6 126	6 789
Bank overdraft	**(225)**	(766)	(85)

1. *The comparative periods included the proceeds on disposal of Vector Logistics and DC Foods.*
2. *The period ended 31 December 2024 includes the disposal of FirstRand shares of R2 505 million. The year ended 30 June 2024 included the disposal of the investment in Momentum for R2 678 million.*
3. *The period ended 31 December 2024 includes the early redemption of Remgro's preference shares amounting to R2 500 million (31 December 2023: R3 500 million; 30 June 2024: R5 366 million).*

Group financial statements (continued)

Additional information

1. Accounting policies

The interim report is prepared in accordance with the recognition and measurement principles of International Financial Reporting Standards (IFRS® Accounting Standards) as issued by the International Accounting Standards Board (IASB), hereafter referred to as 'IFRS', including *IAS 34: Interim Financial Reporting*, and the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Reporting Pronouncements as issued by the Financial Reporting Standards Council, and in accordance with the requirements of the Companies Act (No. 71 of 2008), as amended, and the Listings Requirements of the JSE Limited. The financial statements have been prepared under the supervision of the Chief Financial Officer, Neville Williams CA(SA). The interim report has not been audited or reviewed.

These financial statements incorporate accounting policies that are consistent with those of the previous financial periods. During the period under review various IFRS standards, interpretations and amendments became effective, but their implementation had no material impact on the results of either the current or prior periods.

2. Equity accounted investments

	Unaudited		
R million	**31 December 2024**	31 December 2023 Restated[1]	30 June 2024 Restated[1]
Associates[1]	**22 732**	22 247	22 671
Joint ventures	**51 388**	47 004	47 367
Investments – equity accounted	**74 120**	69 251	70 038
Loans to equity accounted investments – current	**6**	12	6
	74 126	69 263	70 044
Equity accounted investments reconciliation			
Carrying value at the beginning of the period[1]	**70 044**	75 827	75 827
Share of net attributable profit[1]	**2 032**	906	2 799
Dividends received	**(1 156)**	(871)	(2 036)
Investments made	**4**	7	20
Exchange rate differences	**1 631**	(2 142)	(2 426)
Net impairments[1&2]	**9**	(4 257)	(4 246)
Equity accounted movements on reserves	**1 546**	(234)	67
Other movements	**16**	27	39
Carrying value at the end of the period	**74 126**	69 263	70 044

1. *Refer to "Restatement of comparative numbers" on page 30 for further detail.*
2. *The comparative periods included impairments relating to Heineken Beverages.*

Group financial statements (continued)

Additional information (continued)

2. Equity accounted investments (continued)

At 31 December 2024, **Mediclinic** and **eMedia Investments**' carrying values exceeded their fair values by R1 927 million and R308 million, respectively. It was considered whether impairment indicators are present for these investments and concluded that this is not the case as both investments' values in use exceeded their carrying values and both investments are profitable and cash flow positive. Accordingly, the possible impairment of the investments will be reassessed at the financial year end.

Heineken Beverages' fair value exceeds its carrying value at 31 December 2024 by R555 million. It was considered whether a partial reversal of impairment was justified. Although the investment's turnaround strategy is bearing fruit, the factors that resulted in the initial impairment, are still present. Accordingly, it was decided to not reverse a portion of the impairment at this time.

3. Investments at fair value through other comprehensive income (FVOCI)

R million	Unaudited 31 December 2024	Unaudited 31 December 2023	Audited 30 June 2024
Carrying value at the beginning of the period	**19 933**	22 564	22 564
Fair value adjustments for the period[1]	**3 410**	350	236
Investments made	**305**	71	186
Exchange rate adjustments	**82**	(64)	(71)
Disposals[2]	**(2 566)**	(90)	(2 977)
Other movements	**-**	(5)	(5)
Carrying value at the end of the period	**21 164**	22 826	19 933

1. *Fair value adjustments at 31 December 2024 mainly consist of positive fair value adjustments from Discovery amounting to R3 079 million.*
2. *During the period under review, disposals mainly consist of 21 000 000 FirstRand hedged shares which were disposed for a consideration of R1 637 million and a further 10 283 261 FirstRand shares which were disposed for a consideration of R868 million. The net fair value gain realised on disposal of R1 142 million was transferred from fair value reserves to retained earnings. Capital gains tax amounting to R433 million were incurred on these transactions and accounted for in other comprehensive income. For the year ended 30 June 2024, disposals mainly consisted of 122 908 061 Momentum shares which were disposed during June 2024 for a consideration of R2 678 million, net of transaction costs through an accelerated book build offering. The net fair value gain realised on disposal of R622 million was transferred from fair value reserves to retained earnings. Capital gains tax of R451 million was incurred in this transaction and accounted for in other comprehensive income.*

Group financial statements (continued)

Additional information (continued)

4. Long-term loans

R million	Unaudited 31 December 2024	Unaudited 31 December 2023	Audited 30 June 2024
Nil (31 December 2023: 20 000) (30 June 2024: 14 289) Class A 7.42% cumulative redeemable preference shares (prior period: dividend rate of 7.5%)[1&2]	**-**	3 502	2 503
Nil (31 December 2023: 1 985) (30 June 2024: nil) Class B 7.8% cumulative redeemable preference shares [1&2]	**-**	865	-
Various other loans	**3 463**	3 690	3 264
	3 463	8 057	5 767
Short-term portion of long-term loans[1&2]	**(25)**	(2 070)	(4 346)
	3 438	5 987	1 421

1. *Refer to "Financing activities" on page 12 for details pertaining to the redemption and refinancing of preference shares.*
2. *The remaining 14 289 Class A cumulative preference shares were early redeemed on 5 December 2024.*

R million	Unaudited 31 December 2024	Unaudited 31 December 2023	Audited 30 June 2024
5. Additions to and replacement of property, plant and equipment	**1 182**	869	2 004
6. Capital and investment commitment (Including amounts authorised, but not yet contracted for)	**3 595**	3 665	3 211
7. Guarantees and contingent liabilities	**29**	7	-
8. Dividends received from equity accounted investments set off against investments	**1 156**	871	2 036
9. Related party transactions No significant related party transactions arose during the period under review. Refer to "investment activities" under "Group financial review" for full disclosure of related party transactions.			

Group financial statements (continued)

Additional information (continued)

10. Fair value remeasurements

The following methods and assumptions are used to determine the fair value of each class of financial instruments:

- Financial instruments at fair value and investment in money market funds: fair value is based on quoted market prices or, in the case of unlisted instruments, appropriate valuation methodologies, being discounted cash flow, liquidation valuation or actual net asset value of the investment.
- Derivative instruments: The fair values of derivative instruments, which are included in financial instruments at FVPL, are determined by using appropriate valuation methodologies and mark-to-market valuations.

Financial instruments measured at fair value, are disclosed by level of the following fair value hierarchy:

Level 1 – Quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2 – Inputs (other than quoted prices included within level 1) that are observable for the asset or liability, either directly (as prices) or indirectly (derived from prices); and

Level 3 – Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The following table illustrates the fair values of financial assets and liabilities that are measured at fair value, by hierarchy level:

R million	Level 1	Level 2	Level 3	Total
31 December 2024 (unaudited)				
Assets				
Non-current assets				
Financial assets at FVOCI	**19 221**	**-**	**1 943**	**21 164**
Financial assets at FVPL	**-**	**-**	**114**	**114**
Current assets				
Financial assets at FVPL	**-**	**32**	**-**	**32**
Investment in money market funds	**2 862**	**-**	**-**	**2 862**
	22 083	**32**	**2 057**	**24 172**
Liabilities				
Current instruments at FVPL	**-**	**12**	**-**	**12**
Hedge derivatives	**-**	**104**	**-**	**104**
	-	**116**	**-**	**116**
31 December 2023 (unaudited)				
Assets				
Non-current assets				
Financial assets at FVOCI	21 012	-	1 814	22 826
Financial assets at FVPL	-	-	150	150
Current assets				
Financial assets at FVPL	-	17	-	17
Investment in money market funds	1 675	-	-	1 675
	22 687	17	1 964	24 668
Liabilities				
Non-current liabilities				
Hedge derivatives	-	153	-	153
Current liabilities				
Current instruments at FVPL	-	28	-	28
Hedge derivatives	-	97	-	97
	-	278	-	278

Group financial statements (continued)

Additional information (continued)

10. Fair value remeasurements (continued)

R million	Level 1	Level 2	Level 3	Total
30 June 2024 (audited)				
Assets				
Non-current assets				
Financial assets at FVOCI	18 314	1	1 618	19 933
Financial assets at FVPL	-	-	114	114
Current assets				
Financial assets at FVPL	-	22	-	22
Investment in money market funds	2 699	-	-	2 699
	21 013	23	1 732	22 768
Liabilities				
Current instruments at FVPL	-	53	-	53
Hedge derivatives	-	309	-	309
	-	362	-	362

The following table illustrates the reconciliation of the carrying value of level 3 assets at the beginning and end of the period:

R million	Financial assets at FVOCI	Financial assets at FVPL	Total
Assets			
Balances at 1 July 2024	**1 618**	**114**	**1 732**
Additions	**305**	**-**	**305**
Exchange rate adjustment	**32**	**-**	**32**
Fair value adjustments through other comprehensive income	**(12)**	**-**	**(12)**
Balances at 31 December 2024	**1 943**	**114**	**2 057**

Level 3 financial assets consist mainly of investments in the Asia Partners Fund I LP and Asia Partners Fund II LP (Asia Partners Funds), the Pembani Remgro Infrastructure Funds (PRIF) and Bolt Technology OÜ amounting to R769 million (30 June 2024: R672 million), R536 million (30 June 2024: R326 million) and R403 million (30 June 2024: R352 million), respectively.

Asia Partners and PRIF are valued based on the fair value of each investment's underlying assets, which are valued using a variety of valuation methodologies. Listed entities are valued at the last quoted share price on the reporting date, whereas unlisted entities' valuation methods include discounted cash flow valuations, appropriate earnings and revenue multiples. The Asia Partners Funds consist of cash balances and nine different investments of which 85% (30 June 2024: eight investments, 94%) is measured using option pricing models. Six of PRIF's eight assets were valued using the discounted cash flow method.

Bolt Technology OÜ is valued using a revenue multiple that is determined with reference to a peer set.

Remgro's unlisted investments classified as level 3 financial instruments are widely held. Accordingly, changes in the assumptions used to value the above-mentioned unlisted investments will not have a significant impact on Remgro's financial statements.

The fair value of the financial instruments approximates their carrying value on 31 December 2024.

Group financial statements (continued)

Additional information (continued)

11. Segment revenue

R million	Unaudited Six months ended 31 December 2024	Unaudited Six months ended 31 December 2023	Audited Year ended 30 June 2024
Consumer products			
RCL Foods	**13 355**	12 751	25 795
Rainbow	**7 880**	7 287	14 527
Capevin	**1 136**	1 481	2 659
Siqalo Foods	**1 931**	1 883	3 594
Industrial			
Wispeco	**2 030**	1 973	3 759
Other	**63**	39	90
Total revenue from continuing operations	**26 395**	25 414	50 424

Disaggregated revenue information

R million	Unaudited Six months ended 31 December 2024	Unaudited Six months ended 31 December 2023	Audited Year ended 30 June 2024
RCL Foods			
RCL Foods Value-Added Business	**12 834**	12 621	24 844
Groceries	**2 804**	2 735	5 313
Baking	**4 635**	4 587	9 137
Sugar	**5 395**	5 299	10 394
Receipt from SASA	**681**	372	1 417
Sales between RCL Foods' business units	**(114)**	(282)	(558)
Group	**157**	132	281
	13 558	12 843	25 985
Rainbow[1]			
Chicken	**6 956**	6 438	12 746
Animal Feed	**3 627**	3 542	7 186
Sales between Rainbow's business units	**(2 745)**	(2 742)	(5 502)
Other	**57**	49	97
	7 895	7 287	14 527
Capevin			
Spirits	**1 113**	1 308	2 360
Other	**23**	173	299
	1 136	1 481	2 659
Siqalo Foods			
Spreads	**1 933**	1 883	3 594
Wispeco			
Extrusions and related products	**1 751**	1 730	3 238
Other	**279**	243	521
	2 030	1 973	3 759
Other	**63**	39	90
Elimination of intersegment revenue[2]	**(220)**	(92)	(189)
Total revenue from continuing operations	**26 395**	25 414	50 424

1. *On 1 July 2024 RCL Foods separated and distributed its poultry business, Rainbow, as a dividend in specie. This has resulted in Rainbow being disclosed as a separate segment.*
2. *RCL Foods accounts for an administration fee received from Siqalo Foods as revenue. This revenue is transferred to intergroup administration fee received.*

Group financial statements (continued)

Additional information (continued)

11. Segment revenue (continued)

Geographical segmental information: Revenue from continuing operations relating to Capevin and Wispeco amounting to R1 155 million (31 December 2023: R1 347 million), is derived from outside of South Africa.

The segmental net profit for the period of R3 922 million (31 December 2023: a net loss of R1 776 million) consists of the profit of RCL Foods (being R1 187 million (31 December 2023: R1 015 million)), Rainbow (being R317 million), Capevin (being R51 million (31 December 2023: R772 million)), Siqalo Foods (being R171 million (31 December 2023: R155 million)), Wispeco (being R144 million (31 December 2023: R139 million)) and other segments (being R2 052 million (31 December 2023: a net loss of R3 857 million)).

12. Events after 31 December 2024

There were no other significant events subsequent to 31 December 2024.

13. Restatement of comparative numbers

The results for the six months ended 31 December 2023 contained two errors:

TotalEnergies

During the finalisation of TotalEnergies' annual financial statements for its year ended 31 December 2023, it was determined that the fair value of its disposal group, being mainly its investment in Natref, was initially incorrectly accounted for. TotalEnergies reclassified its Natref investment as a disposal group on 30 June 2023 resulting in an impairment of the disposal group of R2 624 million (Remgro's portion being R653 million) on that date. This error led to a higher write-down of the affected net assets in TotalEnergies, mainly relating to its portion of Natref's stock, for its six months ended 31 December 2023 and consequently in Remgro's results for the comparative period. Accordingly, TotalEnergies' contribution to Remgro's earnings for the comparative period was understated by Remgro's portion of this incorrect write-down. Remgro has now reperformed the equity accounting for the investment based on TotalEnergies' annual financial statements for the year ended 31 December 2023, which led to the restatement of Remgro's interim results for the comparative period, as well as to the restatement of Remgro's carrying value in TotalEnergies on 1 July 2023. Apart from the restatement of Remgro's carrying value in TotalEnergies on 1 July 2023, this error did not impact Remgro's results for the year ended 30 June 2024, including having no impact on earnings, earnings per share, headline earnings nor headline earnings per share.

Heineken Beverages

Heineken Beverages accounted for an impairment of goodwill at the end of its financial year ended 31 December 2023 in its preliminary results reported to Remgro. Remgro equity accounted its portion of this goodwill impairment during its six months ended 31 December 2023. At 31 December 2023, Remgro's carrying value of Heineken Beverages exceeded its fair value by R3 488 million and the investment was impaired to its recoverable amount. During the finalisation of Heineken Beverages' 2023 annual financial statements, the goodwill impairment amount accounted by Heineken Beverages was reduced. Remgro reperformed the equity accounting of its investment in Heineken Beverages, which led to a higher impairment by Remgro of R769 million on its investment in Heineken Beverages. Heineken Beverages' reduced impairment amount caused a reallocation of the required impairment between different line items in Remgro's income statement, namely impairment of investments and equity accounted impairment of investments. This error did not impact Remgro's results for the year ended 30 June 2024, including having no impact on earnings, earnings per share, headline earnings nor headline earnings per share.

The impact of these errors on the comparative numbers is set out below.

R million	Previously reported	Total-Energies	Heineken Beverages	Restated
Statement of financial position at 30 June 2024				
Investments – Equity accounted	70 691	(653)	-	70 038
Total assets	139 831	(653)	-	139 178
Reserves	101 341	(653)	-	100 688
Shareholders' equity	112 770	(653)	-	112 117
Total equity	119 817	(653)	-	119 164
Total equity and liabilities	139 831	(653)	-	139 178

Group financial statements (continued)

13. Restatement of comparative numbers (continued)

R million	Previously reported	Total-Energies	Heineken Beverages	Restated
Statement of financial position at 31 December 2023				
Investments – Equity accounted	69 154	97	-	69 251
Total assets	139 950	97	-	140 047
Reserves	98 162	97	-	98 259
Shareholders' equity	109 587	97	-	109 684
Total equity	116 907	97	-	117 004
Total equity and liabilities	139 950	97	-	140 047
Income statement for the six months ended 31 December 2023				
Impairments of investments, assets and goodwill	(3 491)	-	(769)	(4 260)
Consolidated profit/(loss) before tax	(1 316)	-	(769)	(2 085)
Consolidated profit/(loss) after tax	(1 913)	-	(769)	(2 682)
Share of after-tax profit/(loss) of equity accounted investments	(619)	756	769	906
Net profit/(loss) for the period from continuing operations	(2 532)	756	-	(1 776)
Net profit/(loss) for the period	(1 675)	756	-	(919)
Attributable to:				
Equity holders	(2 394)	756	-	(1 638)
Continuing operations	(2 759)	756	-	(2 003)
Statement of other comprehensive income for the six months ended 31 December 2023				
Net (loss)/profit for the period – continuing operations	(2 532)	756	-	(1 776)
Other comprehensive income, net of tax – continuing operations	(2 380)	(6)	-	(2 386)
Comprehensive income for the period – continuing operations	(4 912)	750	-	(4 162)
Total comprehensive income for the period	(4 058)	750	-	(3 308)
Total comprehensive income attributable to:				
Equity holders	(4 769)	750	-	(4 019)
Continuing operations	(5 132)	750	-	(4 382)
Headline earnings for the six months ended 31 December 2023				
Net profit/(loss) for the period attributable to equity holders (earnings)	(2 759)	756	-	(2 003)
- Impairment of equity accounted investments	3 488	-	769	4 257
- Non-headline earnings items included in equity accounted earnings of equity accounted investments				
- Profit on sale of investments	(188)	2	-	(186)
- Impairment of investments, assets and goodwill	1 858	(184)	(769)	905
Headline earnings from continuing operations	2 117	574	-	2 691
Total headline earnings from continuing and discontinued operations	2 113	574	-	2 687
Statement of changes in equity for the six months ended 31 December 2023				
Total comprehensive income for the period	(4 058)	750	-	(3 308)
Retained earnings	81 243	-	(769)	80 474
Equity reserves	9 308	97	769	10 174
Shareholders' equity	109 587	97	-	109 684
Total equity	116 907	97	-	117 004
Earnings measures (cents) for the six months ended 31 December 2023				
Earnings per share from continuing operations				
Basic	(498)	137	-	(361)
Diluted	(498)	137	-	(361)
Headline earnings per share from continuing operations				
Basic	382	104	-	486
Diluted	379	102	-	481
Earnings per share				
Basic	(432)	137	-	(295)
Diluted	(432)	137	-	(295)
Headline earnings per share				
Basic	381	104	-	485
Diluted	378	102	-	480

Information on unlisted investments

Mediclinic

For commentary on Mediclinic, refer to the Summary of Manta Bidco's results for the six months ended 30 September 2024 on Remgro's website at www.remgro.com, which was released on SENS on 22 November 2024.

CIVH

CIVH has a March year-end and therefore its results for the six months ended 30 September 2024 have been included in Remgro's results for the period under review. The contribution of CIVH's operations to Remgro's headline earnings for the period under review amounted to a loss of R141 million compared to a profit of R6 million in the comparative period.

CIVH's headline earnings for the period amount to a loss of R248 million (30 September 2023: profit of R11 million). The results of CIVH for the comparative period included a profit for the reversal of a guarantee provision of R39 million from discontinued operations, while the current period's results were negatively impacted by a fair value loss on an interest rate hedge of R98 million. Investments were made in the network to support long-term growth. Higher maintenance costs (up by R26 million), increased depreciation and amortisation charges (up by R47 million) and increased borrowing costs (up by R134 million), due to higher average debt balances, have also contributed to the decrease in profitability.

The CIVH group is, however, operationally cash generative and continues to reinvest any excess operating cash flow and capital into expanding its operations and network footprint, whilst continuing to limit overbuild in key markets. CIVH's revenue for the six months ended 30 September 2024 increased by 7.9% to R3 387 million (30 September 2023: R3 140 million) supported by subscriber uptake growth at Vumatel and increased demand for DFA's fibre-to-the-business (FTTB) products. EBITDA from continuing operations have increased by 6.5% from R2 085 million to R2 220 million driven by revenue growth as demand from enterprise and retail customers contributed to increased uptake. The CIVH group has increased its spending on security related and maintenance costs in order to ensure the safety of its workforce and maintenance service provider staff in the field, while maintaining a high standard of network uptime and service levels. These additional costs have resulted in a slight erosion in its EBITDA margins against the comparative period, but is expected to normalise over the near term.

DFA is the premier open-access fibre infrastructure and connectivity provider in South Africa. It builds, installs, manages and maintains a fibre network to transmit metro and long-haul telecommunications traffic, which is leased to its customers (telecommunication companies and internet service providers (ISPs)) using an open-access wholesale commercial model. DFA has in excess of 14 351 km of fibre assets and owns fibre networks in Johannesburg, Cape Town, Durban, Midrand, Centurion and Pretoria, as well as in smaller metros, such as East London, Polokwane, Tlokwe, Emalahleni and George, to name a few.

DFA group's revenue for the six months ended 30 September 2024 increased by 3.5% to R1 388 million (30 September 2023: R1 341 million) driven through demand in its FTTB vertical. The annuity revenue base at 30 September 2024 was R228 million per month up by 6.0% from R215 million at 30 September 2023.

Vumatel is an open-access fibre-to-the-home (FTTH) provider and leases its infrastructure to ISPs, who in turn provide broadband retail internet services to its end customers.

Vumatel is the FTTH leader in both the homes passed and connected homes market in South Africa achieving a market share of approximately 33% measured on both these metrics. Vumatel remains a growth asset for the group as it continues infrastructure expansion into identified lower Living Standards Measure (LSM) areas and accelerating connections in both its traditional core network and lower LSM reach areas.

Vumatel group's revenue for the six months ended 30 September 2024 increased by 11.1% to R2 019 million compared to R1 818 million in the comparative period, driven through its fibre infrastructure expansion programme and subscriber uptake growth for the period.

Information on unlisted investments (continued)

CIVH (continued)

Maziv continues to support various CSI initiatives aimed at creating sustainable ecosystems in the communities in which the business operates. The goal is to contribute meaningfully and sustainably to these communities, leading to strong ties that talk to the essence of the brand, a distinction that will set Maziv apart from the competition. Focus areas include education, safety, environment and healthcare. The business remains committed to its schools project, where 788 schools have been connected with 1 Gbps service offering.

Heineken Beverages

Heineken Beverages has a December year-end. The contribution to Remgro's headline earnings, which consists of Remgro's portion of Heineken Beverages' results for the six months ended 31 December 2024, amounted to a loss of R11 million (31 December 2023: loss of R386 million). Heineken Beverages' contribution includes amortisation, depreciation and realisation of stock charges of R77 million (31 December 2023: R178 million) relating to the additional assets identified when Heineken Beverages obtained control over Distell and Namibia Breweries on 26 April 2023. Excluding these charges, Heineken Beverages' contribution amounted to a profit of R66 million (31 December 2023: loss of R208 million).

The integration of the standalone constituents of Heineken Beverages was completed during the 2024 calendar year, positioning Heineken Beverages as a strong challenger with a competitive, multicategory business model.

Excluding Namibia Breweries, Heineken Beverages achieved high-single-digit volume and revenue growth for the six months ended 31 December 2024. During this period beer achieved low-teens volume growth, led by *Heineken®*, *Windhoek* and *Amstel*. The new returnable *Heineken®* glass bottle was successfully launched in the first quarter of the 2024 calendar year at a more affordable price point, whilst increasing portfolio profitability. The wine portfolio, led by *Paarl Perle* and *JC Le Roux*, achieved low-single-digit volume growth. Spirits achieved low-teens growth. The cider and ready-to-drink portfolio outperformed the market, led by *Savanna* achieving high-single-digit volume growth and *Bernini* achieving high-twenties volume growth.

For the six months ended 31 December 2024, Namibia Breweries achieved strong mid-teens volume and revenue growth.

In addition to Heineken Beverages' contribution, Remgro also accounted for amortisation and depreciation charges of R26 million in the comparative period compared to R Nil for the period under review. These charges relate to the additional assets identified when Remgro obtained significant influence over Heineken Beverages. The decrease in charges is mainly due to some of the additional assets identified being fully impaired and/or amortised.

Siqalo Foods

Siqalo Foods manufactures spreads, which are sold under market-leading trade marks such as *Rama*, *Flora*, *Stork* and *Rondo* within the Southern African Customs Union territories.

Siqalo Foods' contribution to Remgro's headline earnings for the six months under review amounted to R255 million (31 December 2023: R237 million), excluding additional *IFRS 3* amortisation of R1 million (31 December 2023: R1 million).

The trading environment has shown signs of recovery in the first half of the financial year. Siqalo Foods has been able to offset inflationary cost pressure through a focused savings agenda and this allowed the business to drive profitable volume growth resulting in a 2.3% increase in volumes and a 5.9% increase in operational EBITDA for the period under review. Operational EBITDA excludes *IFRS 9* fair value adjustments on commodity and foreign exchange contracts entered in as part of the raw material procurement strategy. The *IFRS 9* fair value adjustments for the period

Information on unlisted investments (continued)

Siqalo Foods (continued)

under review amounted to a positive adjustment of R8 million (31 December 2023: R Nil). Oil commodity markets have risen materially since the start of the 2025 financial year and will negatively impact profitability for the remainder of the financial year.

The spreads category remained under pressure with marginal year-on-year (over the last 12 months) volume growth of 0.1%. Siqalo Foods continued its steady performance in this category with a slight decline of 1.9% on its 12-month moving average value market share to 68.7% at 31 December 2024 (31 December 2023: 70.6%). Similarly, Siqalo Foods had a decline of 3.3% on its 12-month moving average volume market share to 59.3% as at 31 December 2024 (31 December 2023: 62.6%). The business remains focused on driving profitable volume growth while growing the brands in the long term.

A management services contract remains in place with RCL Foods that governs certain services that RCL Foods' Shared Services platform provides to Siqalo Foods on an arm's length basis. The result is an innovative alternative business model, leveraging the capabilities within the wider Remgro Group of companies.

Capevin

Capevin's contribution to Remgro's headline earnings, which consists of Remgro's portion of Capevin's results for the six months ended 31 December 2024, amounted to R17 million compared to R57 million in the comparative period.

CVH Spirits is the largest operating company within Capevin. This entity contains the Scotch whisky assets comprising of Single Malts brands of *Bunnahabhain*, *Deanston*, *Tobermory* and *Ledaig* and also the Blended Scotch trademarks of *Scottish Leader* and *Black Bottle*. Previously the company also continued to manage the distribution and marketing of wine (e.g. *Nederburg*) and *Amarula* on behalf of Heineken Beverages in certain international markets. At the end of the 2024 financial year, all wine and *Amarula* brands have been carved out from Capevin and returned to Heineken Beverages. Capevin's six month comparison is not possible due to the significant contribution that wine and *Amarula* made to the comparative period's revenue and profit.

In addition to the Scotch whisky assets, Capevin also owns a small number of properties in Stellenbosch from which it earns rental income.

Capevin delivered an operating profit from continuing operations, which excludes the profit of Gordon's Gin due to the disposal of this distribution agreement in the comparative period, of R96 million for the six months to 31 December 2024 (31 December 2023: R285 million). Capevin's profit from continuing operations decreased by 71.2% to R49 million (31 December 2023: R170 million). This decrease is largely driven by the decline in global sales of Scotch whisky, as well as the exit of the distribution and marketing of wine and *Amarula.* The distribution and marketing of wine and *Amarula* contributed approximately 20% of total revenue in the comparative period. The Scotch whisky sector experienced a very challenging six months with a significant slowdown (>20%) in shipments to global markets compared to the previous period. The ongoing geopolitical and macroeconomic uncertainty coupled with high inflation and interest rates significantly impacted consumers where continuous cost pressure along with a decrease in disposable income resulted in softer demand and downtrading. In particular, Capevin's biggest Scotch whisky markets of Taiwan, USA and China delivered a decline in revenue as consumers continued to spend cautiously. Similar trends have been reported by the large multinational spirit companies where other spirit categories (e.g. *Cognac*) has seen significant declines in the core markets of China and USA. Careful and disciplined management of operating expenditure helped to offset some of the topline challenges and this area remains a priority while the company navigates the current challenging trading environment.

Information on unlisted investments (continued)

Capevin (continued)

Despite the challenging global trading environment Capevin is continuing its strategy to distill and lay down inventory for future demand. Capevin also continues to invest in its trademarks to grow and build brand equity for long-term growth.

Capevin paid a dividend of R1 per share in December 2024, with Remgro receiving R73 million.

Air Products

Air Products has a September year-end and its results for the six months ended 30 September 2024 have been included in Remgro's results for the period under review. Air Products' contribution to Remgro's headline earnings for the period under review increased by 20.1% to R341 million (30 September 2023: R284 million).

Turnover for Air Products' six months ended 30 September 2024 increased by 9.3% to R2 981 million (30 September 2023: R2 727 million), while the company's operating profit for the same period increased by 21.0% to R941 million (30 September 2023: R778 million).

Air Products manufactures and distributes a variety of industrial and specialty gases that are supplied to a wide range of industries including steel, chemicals, oil refining, resource minerals, glass, pulp and paper, food packaging, as well as general manufacturing, fabrication and welding.

The large Onsite Plant and Pipeline supply business benefitted from favourable demand from large customers and stable and reliable plant operations during the period under review aided cost containment. New business opportunities are scarce because large project developments in local target markets are not being pursued. Bulk liquid supply volumes showed some growth, particularly in the food, beverage and mining sectors and moderating distribution cost inflation contributed to improved profitability.

The Packaged Gases business, which supplies a wide variety of gases and ancillary products to a broad range of customers in many industries, showed volume growth in all areas. These included welding, cutting and fabrication activities, mining, plant maintenance activity and food processing and packaging. Cost efficiency improvements were also a material factor in profitability improvement.

TotalEnergies

TotalEnergies has a December year-end and its results for the six months ended 31 December 2024 have been included in Remgro's results for the period under review. TotalEnergies' contribution to Remgro's headline earnings amounted to a loss of R19 million (restated 31 December 2023: a profit of R312 million).

TotalEnergies' turnover for the six months ended 31 December 2024 decreased by 18.9% to R44 638 million (31 December 2023: R55 016 million), mainly due to the decrease of global oil prices affecting the average basic fuel price (BFP). BFP for petrol and diesel products were 15% and 19% lower in the 2024 calendar year compared to the 2023 calendar year. These decreases mainly occurred from June to December 2024.

Negative stock revaluations for the six months amounted to R2 218 million (31 December 2023: negative stock revaluations of R43 million). The stock revaluations in both periods resulted from the volatility in the Brent Crude price, especially in the second half of the 2024 calendar year with the BFP for ULP95 moving from as high as R12.54 per liter at the end of May 2024 to as low as R9.72 per liter at the end of November 2024. Excluding these revaluations, TotalEnergies' headline earnings increased by 20.6% to R1 546 million (31 December 2023: R1 282 million), mainly due to an improved Marketing performance after the 2024 industry margin increase, as well as Supply import performance above the BFP, partly offset by a decline in volumes.

Information on unlisted investments (continued)

KTH

KTH is a leading black-owned investment holding company with a strong and diversified asset portfolio comprising a mix of listed and private investments in the media, financial services, industrial services and healthcare sectors.

KTH's contribution to Remgro's headline earnings for the period under review amounted to a profit of R166 million (31 December 2023: R185 million). The comparative period included a positive fair value adjustment on KTH's investment in Momentum preference shares of R113 million (Remgro's portion being R49 million). Excluding the positive fair value adjustment, KTH's contribution increased by 16.2% from R185 million to R215 million. The positive fair value adjustment was driven by the increase in Momentum's share price over the period. These preference shares were converted to Momentum ordinary shares during June 2024. KTH's investment in Momentum's ordinary shares is equity accounted in accordance with *IAS 28*.

Excluding the positive fair value adjustment above, KTH's earnings increased mainly due to:

- Income from equity accounted investments, which increased by 66.5% from R155 million to R258 million;
- Net finance income of R29 million as opposed to net finance costs of R13 million in the comparative period - the increase was driven by the reduction in KTH's debt and positive returns on cash balances;
- Partly offset by:
  - Some of the Kagiso Media Proprietary Limited subsidiaries' revenue performances that were negatively impacted by adverse trading conditions resulting in lower operating profits; and
  - An increase in production and once-off costs for Lupo Bakery Proprietary Limited

During the period, KTH disposed of *circa* 28 million ordinary shares in Momentum for *circa* R800 million (R28.50 per share), settled its A preference share facility using internally generated cash and paid a dividend of R57 million to its shareholders in November 2024.

Wispeco

Wispeco is a vertically integrated manufacturing business with a large distribution network across Southern Africa. The Crealco brand of architectural products for the building sector is the benchmark in the industry. The Wispeco group also manufactures brass castings and is a supplier of high-quality fire sprinkler frames that are exported to the USA.

Wispeco's headline earnings for the six months under review amounted to R142 million (31 December 2023: R137 million). The increase is a result of both the revenue and the gross profit margin increasing mainly in the aluminium extrusion business. Turnover for the six months ended 31 December 2024 increased by 2.9% to R2 030 million (31 December 2023: R1 973 million) and resulted from volume growth and higher selling prices linked to the elevated international commodity price for aluminium. Efficiencies and economies of scale benefits supported the profit margin achieved for the period.

Wispeco remains focused on customer service with speed of delivery being a key strategic driver in the make-to-order aluminium extrusion business. Recent investments ensured that sufficient capacity is available to elevate and maintain customer service levels. New export opportunities for brass sprinkler frames are being unlocked with favorable longer-term prospects.

Business Partners

Business Partners has a March year-end and its results for the six months ended 30 September 2024 have been included in Remgro's results for the period under review. Business Partners' contribution to Remgro's headline earnings for the period under review amounted to R37 million (30 September 2023: R41 million).

Information on unlisted investments (continued)

Business Partners (continued)

Business Partners is a specialist financial services company providing risk finance, technical assistance and mentorship to small and medium enterprises (SMEs) in South Africa, Kenya, Rwanda, Uganda, Malawi and Namibia. The company's investment property portfolio is located across South Africa and consists of industrial and retail premises primarily serving the business accommodation needs of SMEs. Revenues comprise interest, rental income and capital returns from its investment portfolios, in addition to fees earned for services rendered.

The SME sector has not demonstrated significant signs of recovery as the overhang of the historical negative trading conditions remains evident in sticky and elevated credit risk. Business Partners' total revenue (which includes net interest income, net property revenue, investment income and gains and other income) increased by 4.8% to R360 million (30 September 2023: R344 million). The increase is mainly attributed to improved investment income and gains and income from associated companies. The increase in net interest income of 2.8% is largely attributed to the marginal increase in the average prime interest rate over the period. Credit risk remained at elevated levels despite progress made in resolving distressed investments. Clients not meeting their repayment obligations decreased from 37.2% of the total portfolio at the end of March 2024 to 35.1% at the end of September 2024. Net credit losses increased to R27 million (30 September 2023: R10 million).

Business Partners increased its investment activity, and the number of investments disbursed increased from 90 (R319 million) for the six months to 30 September 2023 to 114 (R466 million) for the six months to 30 September 2024.

SEACOM

Remgro has an effective economic interest of 30% in SEACOM. SEACOM is a converged information and communication technology (ICT) services provider serving Digital Infrastructure and Digital Services markets in Africa and beyond. Through its Digital Infrastructure business unit, SEACOM operates diverse subsea and terrestrial fibre-optic connectivity networks with global reach; while SEACOM Digital Services provides cloud, cybersecurity and managed communication services to enterprise clients mainly in the Southern and Eastern regions of Africa.

SEACOM has a December year-end. Its results for the six months to 31 December 2024 have been included in Remgro's results for the period under review. SEACOM's contribution to Remgro's headline earnings for the period under review amounted to R2 million (31 December 2023: R32 million). The decrease in headline earnings mainly relates to once-off cable repair costs incurred as a result of cable breaks experienced just before commencement of the reporting period.

The results for the period reflected a positive trajectory with higher revenue in both the Digital Services and Digital Infrastructure business units and a solid performance after normalising the results for the impact of once-off cable repair costs.

The business has continued to service demand for enterprise managed services including cybersecurity and cloud services, which has resulted in increased revenue for the SEACOM Digital Services business unit.

eMedia Investments

eMedia Investments is the only investment of eMedia Holdings Limited (eMedia Holdings). Refer to the commentary of eMedia Holdings, listed on the JSE, which was released on SENS on 25 November 2024.

Directorate

Non-executive directors

Johann Rupert (*Chairman*), F Robertson* (*Deputy Chairman*),
S E N De Bruyn*, N P Mageza*,
J Malherbe, P J Moleketi*, M Morobe*,
P J Neethling, G G Nieuwoudt*,
K S Rantloane*, A E Rupert
(* *Independent*)

Executive directors

J J Durand (*Chief Executive Officer*),
M Lubbe, N J Williams,
C P F Vosloo *(Alternate to J J Durand)*

Corporate information

Secretary

L J Joubert

Listings

Primary listing – JSE Limited

Sector: Financials – Financial Services – Investment Banking and Brokerage Services – Diversified Financial Services

Secondary listing – A2X

Business address and registered office

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Transfer Secretaries

Computershare Investor Services Proprietary Limited
Rosebank Towers, 15 Biermann Avenue, Rosebank 2196
(Private Bag X9000, Saxonwold 2132)

Auditors

Ernst & Young Inc.
Cape Town, South Africa

Sponsor

Rand Merchant Bank
(A division of FirstRand Bank Limited)

Website

www.remgro.com