PEPKOR
Holdings Limited

REVIEWED ANNUAL RESULTS

FOR THE YEAR ENDED 30 SEPTEMBER 2025

IT'S IN OUR DNA.

PEPKOR GROWS HEPS[1] BY 23.4% – STRATEGIC DELIVERY COUPLED WITH MARKET-LEADING RESULTS

PERFORMANCE HIGHLIGHTS[2]

Revenue
R95.3bn
12.0%

Gross profit margin
39.8%
150 bps

Operating profit
R11.1bn
13.2%

HEPS
161 cents
14.8%
23.4% normalised[1]

Cash generated
R10.9bn
Strategic investment in FoneYam

Return on net assets
24.0%

Dividend declared
53.0 cents
9.2%

6 000th store opened

R60bn
throughput enabled by Flash

Continued market share dominance
- **2 out of 3 babieswear sales**
- **1 out of 2 kidswear sales**
- **3 out of 4 schoolwear sales**
- **1 out of 5 homeware sales**
- **8 out of 10 prepaid cellular handsets sold**
- **Additional overall gains in market share[3]**

Top 30
FTSE Responsible Investment index inclusion

Strategic initiatives implemented during FY25

Off-price market entry
– Choice Clothing (strategic acquisition)

Adultwear expansion
– Ayana launched

Distribution capability leveraged
– Skooch courier launch
– Dark store expansion

Customer platform expansion
>10 million customers added on A+, FoneYam, Abacus and +more

1 Normalised headline earnings per share (HEPS) growth is adjusted for the remeasurement of uncertain tax provisions in the prior year (FY24), reflecting a more representative growth rate for the current year (FY25). Refer to the pro forma financial information for further details.
2 Continuing operations.
3 Retail Liaison Committee & GfK 12mma data – September 2025.

GROUP PERFORMANCE –
continuing operations

Pepkor delivered record profit growth in the 2025 financial year, underpinned by strong operational performance in addition to successful execution of a number of strategic initiatives. These initiatives have entrenched the group's unique business model, leveraging its physical retail footprint to fuel a digital ecosystem anchored in solving customer needs.

The group's results evidence delivery against our objectives of consistent, quality earnings growth, while unlocking scalable future growth opportunities from embedded fintech, telecommunications and informal market adjacencies.

Pepkor's core retail business outperformed the market, delivering strong trading and market share gains. The group further entrenched its position as a leading integrated retail and consumer platform, expanding its customer reach across both physical and digital channels, surpassing 6 000 retail stores and adding more than 10 million customers across its digital ecosystem this year.

The Flash business maintained strong momentum within the informal and fintech market, leveraging its extensive trader network and fintech ecosystem reach to further accelerate its growth and profitability.

The consumer and operating environment showed notable improvement compared to the previous year. This positive trend was supported by lower inflation and unemployment, modest GDP growth, reduced interest rates, enhanced port efficiency, the successful implementation of the two-pot retirement system reform, and improved electricity availability. However, some structural challenges remain, including ageing public infrastructure and rising spending on gaming, which continues to add pressure on household budgets.

Despite these headwinds, Pepkor's resilient business model once again proved its defensiveness and adaptability, underpinning the group's ability to deliver sustainable long-term value creation.

> We continue to build a unique position of trust among millions of our customers, solving their needs and making life's essentials affordable and accessible – it's in our DNA."
>
> **PIETER ERASMUS**
> Chief executive officer

Strategic execution – driving expansion and delivering profits

Entering new customer segments

Announced on 26 November 2024, the acquisition of Choice Clothing (Choice) was implemented on 1 June 2025 – marking the group's entry into the semi-formal off-price retail segment.

Choice operates 105 stores with the potential to expand to over 300 stores. While remaining a standalone entrepreneurial business, it will benefit from PEP's capability and infrastructure in sourcing, supply chain and financial services.

Expanding market share in adultwear

The Ayana brand was launched in Speciality to target the fashion-focused women's mid-market segment, using 32 existing standalone Ackermans Woman's store sites in addition to launching an online offering.

Leveraging distribution capabilities

The group continued to leverage the Lifestyle division's e-commerce and last-mile distribution infrastructure and capability:

- Lifestyle's internal systems and delivery capabilities were expanded with the launch of the Skooch internal courier business. Skooch will distribute the majority of the 7.1 million PAXI parcels, resulting in significant logistics cost savings to the group.
- Lifestyle's existing dark store capability was expanded to include all the Speciality brands, improving online sales fulfilment efficiency and reducing last-mile delivery costs.

Customer platform expansion

During the year, more than 10 million customers were added across A+ retail credit, FoneYam cellular handset rental, Abacus insurance and the +more platform.

Pepkor's digital capability and omnichannel ecosystem continue to build strong momentum, leveraging the group's trusted brands, extensive retail footprint and unparalleled customer acquisition power across both physical and digital channels.

- Online sales increased by 17% year-on-year.
- The +more platform surpassed 12 million members within just 18 months of launch.

> Retail continues to drive the vast majority of our revenue, delivering consistent cash-generative growth, and that will continue to be the case into the future as the group leverages scale across its embedded fintech, telco and informal market adjacencies to drive future growth optionality. It truly has been an exceptional year for Pepkor."
>
> **SEAN CARDINAAL**
> Chief operating officer

FINANCIAL PERFORMANCE

Strong revenue growth, improved margin, strong cash generation and increased returns

Group revenue increased by 12.0% to R95.3 billion. The Clothing and general merchandise (CGM) segment increased revenue by 8.9% to R66.9 billion, and the Furniture, appliances and electronics (FAE) segment increased revenue by 7.2% to R11.8 billion. The FinTech segment increased revenue by 31.1% to R16.6 billion, driven by 61.4% growth in financial services and 13.7% growth in Flash.

Gross profit margin expanded by 150 basis points to 39.8%, benefiting from growth in FinTech. While an increased cellular mix caused downward pressure on the overall retail gross profit margin, margin was maintained in the core clothing, footwear and home (CFH) space.

Ongoing revenue increased by 9.5% to R2.1 billion, exceeding internal targets.

Operating costs increased by 12.5% (excluding debtors' costs, depreciation and amortisation), inflated by costs incurred to build capacity in the execution of strategic initiatives, customer acquisition, additional marketing and corporate activity. Excluding this, operating costs increased by 8.0%.

Debtors' costs increased by 62.3% to R4.1 billion, driven by growth in retail credit and cellular rentals.

Operating profit (before capital items) increased by 13.2% to R11.1 billion due to positive trading and good cost management.

Net finance costs increased by 4.1% to R3.0 billion, benefiting from lower interest rates and successful interventions to reduce the cost of funding.

HEPS increased by 14.8% to 161 cents. On a normalised basis, HEPS increased by 23.4% when excluding the benefit of a lower effective tax rate applicable in the prior year. (Refer to the pro forma financial information on page 31 of this announcement).

Inventory levels increased by 6.3% to R18.6 billion as a result of a larger store base and new retail formats, Ayana and Choice.

Gearing levels remained within the targeted range of between 0.5 and 1 times net debt-to-EBITDA at 0.77 times, with net debt (excluding IFRS 16 lease liabilities) of R8.9 billion.

R10.9 billion cash was generated by operations, notwithstanding the strategic investment made in FoneYam. Excluding this investment, cash conversion was 82%.

Return on net assets, which excludes, among others, the impact of goodwill and intangibles, increased to 24.0%.

> The group achieved strong cash generation and enhanced returns notwithstanding high levels of strategic investment made during the year."
>
> **RIAAN HANEKOM**
> Chief financial officer

OPERATIONAL PERFORMANCE

RETAIL SEGMENTS

Group merchandise sales (sales) increased by 8.8% for the year, and like-for-like sales increased by 6.5%.

- In southern Africa (excluding PEP Africa and Avenida), like-for-like sales increased by 7.4%.
- Outside southern Africa (PEP Africa and Avenida), like-for-like sales increased by 8.9% in constant currency but decreased by 3.1% in rand terms.

Trading in South Africa during the first half of FY25 benefited from the introduction of the two-pot retirement system, which increased consumer spending during the first half. Improved product availability and price execution supported performance, and the group ended the year in a healthy and clean stock position.

Group cash sales increased by 6% and credit sales increased by 28%. Cash sales represent 84% of total sales and the group credit sales mix increased to 16% from 14% in the prior year.

Retail selling price inflation in CFH across PEP, Ackermans and Speciality (in aggregate) amounted to 6.2% for the year.

269 new stores were opened (168 net). This excludes 32 Ayana stores and 105 Choice stores acquired. The total store footprint expanded by 4.1% to 6 158 stores.

PEP increased sales by 10.8%, with like-for-like sales growth of 9.3%. The brand continued to expand its footprint with 95 new store openings, bringing the total store base to 2 693. PEP maintained its Best Price Leadership (BPL) position, widening the pricing gap versus competitors and gaining market share in Babies, Kids, School, Adult and Home (RLC). PEP Home continued its strong growth trajectory, opening 45 new stores to reach a total of 468 stores. In cellular, PEP sold 9.2 million handsets during the year, reflecting an increase of 12.2%.

Sales growth	FY25 Total sales growth %	FY25 Like-for-like sales growth %
Retail segments	**8.8**	**6.5**
Clothing and general merchandise segment	9.1	6.8
PEP	10.8	9.3
Ackermans	7.2	7.1
Speciality	8.3	3.0
PEP Africa^	21.5	22.3
Avenida^	12.9	1.8
Furniture, appliances and electronics segment Lifestyle	7.2	4.7

^ Constant currency sales growth.

RETAIL SEGMENTS continued

Ackermans increased sales by 7.2% and like-for-like growth of 7.1%. 46 Ackermans Woman stores were closed during the year and 50 new Ackermans stores were opened, increasing the store base to 1 036. Full-price sales improved, and the brand ended the year with a clean stock position. Ackermans achieved market share gains in Kids during the fourth quarter and expanded into adjacent product categories, including menswear in 80 stores during the second half of the year, with plans to expand to 200 stores in FY26. A new beauty range was also launched in November 2025 across 400 stores. Ackermans sold 3.1 million cellular handsets during the year, with growth of 17.0%.

The Speciality division delivered sales growth of 8.3%, with like-for-like sales up 3.0%, impacted by poor performance in Shoe City. The division opened 59 new stores (excluding 32 Ayana stores), bringing the total store base to 977. Market share gains were achieved in the adult and kidswear categories (RLC). Dunns delivered good performance and sold 327 000 cellular handsets during the year, reflecting an increase of 18.9%. Tekkie Town delivered a strong recovery in the second half, despite a competitive branded footwear market. Refinery expanded to 179 stores and Refinery Junior performed well, extending the brand into the kidswear category. The Ayana mid-market brand launched successfully in February 2025 across 32 stores, receiving a positive customer response.

Lifestyle increased sales by 7.2% with like-for-like sales growth of 4.7%. Online sales grew by 15%, supported by digital integration initiatives. The division opened 43 new stores, taking the total to 925. Lifestyle outperformed the market across several key product categories in Home and Tech (GfK).

PEP Africa maintained trading momentum despite trade disruptions in Mozambique during the first quarter. In constant currency terms, sales increased by 21.5%, with like-for-like growth of 22.3%, although results were adversely impacted by currency devaluation in rand terms.

Avenida increased sales by 12.9%, with like-for-like sales growth of 1.8% in constant currency terms. Targeted interventions in merchandise, product allocation and distribution supported a return to positive like-for-like growth from the second quarter onwards, with 8.8% like-for-like sales achieved for the fourth quarter. Avenida celebrated its 200th store opening during the year, with expansion deliberately limited to 19 new stores to refine the business model and position for long-term growth in this high-potential market.

FINTECH SEGMENT

Financial services

Retail credit

Retail credit facilitated 16% of sales across the group's retail brands, up from 14% in the prior year, supporting increased customer spend and cross-shopping within the Pepkor ecosystem.

CGM credit sales increased by 29.4%. The A+ credit book increased by 40.1% to R9.2 billion, expanded to 3.5 million active accounts, with a record 1.3 million new accounts added during the year. The proportion of customers able to purchase remained stable at 74%, reflecting strong credit quality and effective affordability management. Provisions and non-performing loans remained stable.

In Lifestyle, credit sales increased by 18.1%. The Connect credit book increased by 13.0% to R2.2 billion with improved non-performing loans and a lower provision level, based on a new collections system that enhanced collections.

Connectivity

Pepkor continued to gain market share in cellular. Cellular handset sales increased by 17% to 13.5 million units, with the group now responsible for eight out of ten prepaid handset sales in South Africa (GfK), up from 7.5 last year. Smartphone penetration continued to rise, accounting for 65% of handsets sold, compared to 60% in the prior year, driven by affordability initiatives such as FoneYam.

FoneYam, Pepkor's innovative cellular handset rental product launched in 2024, delivered strong growth, surpassing 2 million active customers, with average monthly activations of 170 000, up from 120 000 a year ago, reflecting strong customer demand for affordable smartphone access.

Lending

Capfin increased its loan base to 373 000 loans and the credit book increased by 39.5% to R4.6 billion. Provisions remained stable and non-performing loans within the tolerable range.

Insurance

Abacus increased revenue by 78.4% to R829 million and continued to expand its embedded and bundled insurance offerings across the group's brands, leveraging the Pepkor ecosystem and distribution capability.

Embedded insurance delivered the strongest growth, supported by seamless product integration. During the year, 7.1 million PAXI parcels were covered, and the offering was successfully extended to FoneYam in November 2024, covering 1.9 million devices.

In funeral cover, 360 000 policies were sold during the year, covering more than 1 million lives, demonstrating continued customer trust and brand reach.

Informal market

Flash, the group's fintech and informal market platform, delivered 23% growth in throughput to R60 billion, supported by product diversification and digital innovation.

The Trader division ended the year with 170 000 active traders, while the number of acquiring devices increased to 68 000, driving a 37.6% increase in tapped value to R21 billion.

The Aggregation division increased throughput by 70%, driven by higher voucher spend and an expanding partner network. Voucher redemptions grew 34% to 372 million.

Flash revenue increased by 13.7% to R9.1 billion, with operating profit up 32.7% to R819 million.

Strategic initiatives implemented after FY25

Post year-end, the following strategic initiatives were implemented:

Scaling the Lifestyle business

The acquisition of Shoprite's furniture businesses (OK Furniture and House & Home) announced 3 September 2024 will add approximately 400 stores to the Lifestyle division's 925-store base.

The transaction enhances the group's position in furniture, bedding, appliances and electronics, expanding reach into under-represented regions. Synergistic opportunities exist across supply chain, logistics and financial services, leveraging Lifestyle's integrated systems and data-driven capabilities.

Implementation of the non-South African component (66 stores) was completed on 1 October 2025, following Competition Commission approval.

Implementation of the South African component is delayed pending review by competition authorities. Intervention by a competitor was overturned on appeal, but they have indicated an intention to seek further legal recourse.

Expanding market share in adultwear

Significant progress was made in strengthening Pepkor's under-represented position in adultwear through both organic and acquisitive strategic initiatives. The acquisition of Legit and other Retailability businesses, announced 25 March 2025 and implemented 2 November 2025, added 469 stores to Speciality's 977-store base, with the potential to unlock scale and synergy through leveraging competencies across the retail value chain, including financial services. This acquisition will drive significant market share gains in womenswear.

A new Refinery format was launched in October 2025, expanding the brand into a larger format and into the activewear product category.

As part of management's ongoing assessment of return on capital and effort, the decision was made to close the sub-scale and underperforming Shoe City format. The 113 stores will be closed or converted into other group formats during the first half of FY26.

Omnichannel expansion

PEP Home successfully launched online during October 2025, expanding PEP's online presence.

Expanding financial services capability

Pepkor has developed extensive capability in financial services over the years, including retail credit, lending, bill payments, money transfers and insurance. This foundation, combined with the group's retail footprint, proven ability to acquire customers and brand equity, provides the ideal platform for expansion of the group's financial services offering.

To this end, the group received regulatory approval (subject to certain conditions) from the Prudential Authority in terms of section 13(1) of the Banks Act to establish a banking presence in South Africa.

This strategy advanced further with the acquisition of Cloudbadger Technologies on 1 October 2025, a South Africa-based fintech Software as a Service (SaaS) provider offering a modern financial services platform.

Home expansion
OK Furniture and House & Home non-RSA, Boardmans (strategic acquisitions)

Adultwear expansion
Legit, Swagga, Style (strategic acquisition), New Refinery format, Shoe City closure

Omnichannel expansion
PEP Home launched online

Financial services capability expansion
Cloudbadger (strategic acquisition), Banking presence establishment

> "The group's well-established financial services capability and strength in retail and distribution are powerful ingredients to take this to the next level of serving customer needs in the financial services space."

GARTH NAPIER
Chief commercial officer

Outlook and strategic priorities for FY26

The FY25 results underscore the group's ability to execute successfully on its unique business model, translating physical reach into a digital, transactional ecosystem which monetises across multiple verticals – including retail, financial services, telecommunications, fintech and the informal market. With record growth in profitability delivered in FY25, the group has established a solid foundation for FY26.

In the year ahead, focus will be on the integration of recent acquisitions, bedding down new retail formats, and further building out the group's digital capability and omnichannel ecosystem. The expansion of fintech and financial services remains a key strategic priority, with numerous opportunities identified to deepen customer engagement and enhance accessibility, while maintaining cost discipline.

The group will open between 250 and 300 new stores in FY26, extending the group's physical presence and improving access for customers across markets. In addition, targeted merger and acquisition opportunities continue to be evaluated to strengthen and diversify the group's portfolio in fintech and its geographic footprint, evaluated against our return criteria, capital allocation framework and in line with our stated strategic priorities.

Trading for the seven weeks ended 15 November 2025 must be viewed in the context of the group's strong prior-year base, which benefited from the initial tranche of two-pot withdrawals. Pepkor has the highest base compared to retail peers.

For the seven-week period ended 15 November 2025, group sales increased by 5.3% from a prior year base of 14.6%, in line with management's plans and as anticipated. Healthy stock levels are expected to further enable full-price sales and sustain gross profit margins.

With a strong operational base, clear strategic focus and proven execution capability, Pepkor is well-positioned to outperform broader market conditions.

The group remains committed to meeting customer needs to make life's essentials affordable and accessible for its customers and, in doing so, delivering sustained value creation for shareholders.

Dividend declaration

The board declared a cash dividend of 52.95493 cents per ordinary share payable to shareholders on Monday, 19 January 2026. The dividend has been declared out of income reserves.

The salient dates of the dividend declaration are:

Last date to trade cum dividend	Tuesday, 13 January 2026
Date trading commences ex-dividend	Wednesday, 14 January 2026
Record date	Friday, 16 January 2026
Payment date	Monday, 19 January 2026

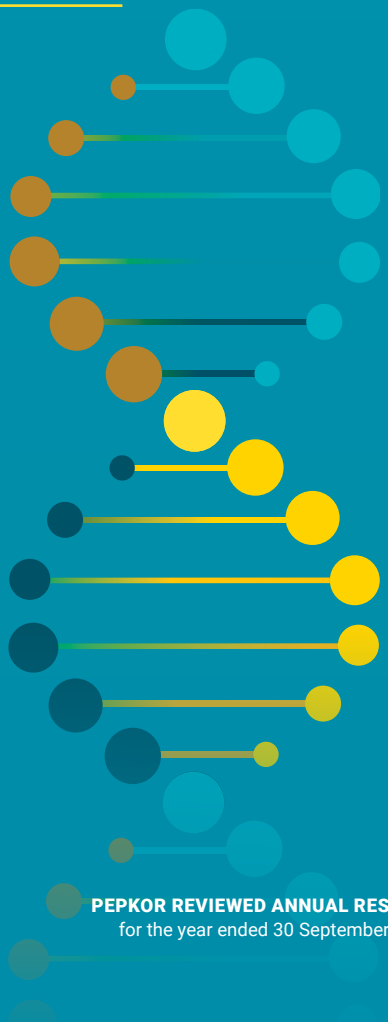
Share certificates may not be dematerialised or rematerialised between Wednesday, 14 January 2026 and Friday, 16 January 2026, both days inclusive. The maximum local dividend tax rate is 20%. The net local dividend amounts to 42.36394 cents per share for shareholders liable to pay dividend tax at the maximum rate. The issued ordinary share capital of Pepkor Holdings Limited as at the date of this declaration is 3 693 million ordinary shares. Pepkor Holdings Limited's tax reference number is IT9542320180.

Wendy Luhabe
Independent non-executive chair

Pieter Erasmus
Chief executive officer

Riaan Hanekom
Chief financial officer

24 November 2025



INDEPENDENT AUDITOR'S REVIEW REPORT

on Condensed Consolidated Financial Statements

To the Shareholders of Pepkor Holdings Limited

We have reviewed the condensed consolidated financial statements of Pepkor Holdings Limited, set out on pages 13 to 30, which comprise the condensed consolidated statement of financial position as at 30 September 2025 and the related condensed consolidated income statement and condensed consolidated statements of comprehensive income, changes in equity and cash flows for the year then ended, and selected explanatory notes.

Directors' Responsibility for the Condensed Consolidated Financial Statements

The directors are responsible for the preparation and presentation of these condensed consolidated financial statements in accordance with the requirements of the JSE Limited Listings Requirements for condensed financial statements, as set out in the basis of preparation paragraph to the financial statements, and the requirements of the Companies Act of South Africa, and for such internal control as the directors determine is necessary to enable the preparation of condensed consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express a conclusion on these condensed consolidated financial statements. We conducted our review in accordance with International Standard on Review Engagements (ISRE) 2410, which applies to a review of historical financial information performed by the independent auditor of the entity. ISRE 2410 requires us to conclude whether anything has come to our attention that causes us to believe that the condensed consolidated financial statements are not prepared in all material respects in accordance with the applicable financial reporting framework. This standard also requires us to comply with relevant ethical requirements.

A review of condensed consolidated financial statements in accordance with ISRE 2410 is a limited assurance engagement. We perform procedures, primarily consisting of making inquiries of management and others within the entity, as appropriate, and applying analytical procedures, and evaluate the evidence obtained. The procedures performed in a review are substantially less than those performed in an audit conducted in accordance with International Standards on Auditing. Accordingly, we do not express an audit opinion on these condensed consolidated financial statements.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the condensed consolidated financial statements of Pepkor Holdings Limited for the year ended 30 September 2025 are not prepared, in all material respects, in accordance with the requirements of the JSE Limited Listings Requirements for condensed financial statements, as set out in the basis of preparation paragraph to the financial statements, and the requirements of the Companies Act of South Africa.

PricewaterhouseCoopers Inc.

PricewaterhouseCoopers Inc.
Director: JA Hugo
Registered Auditor
Cape Town, South Africa
24 November 2025

INDEPENDENT AUDITOR'S ASSURANCE REPORT

on the compilation of pro forma financial information included in the Pepkor Reviewed Annual Results for the year ended 30 September 2025

To the Directors of Pepkor Holdings Limited

We have completed our assurance engagement to report on the compilation of the pro forma financial information of Pepkor Holdings Limited ("Pepkor" or the "Company") and its subsidiaries (together "the Group") by the directors. The pro forma financial information, as set out on pages 31 to 33 of the Pepkor Reviewed Annual Results for the year ended 30 September 2025 (the "Document") consists of non-IFRS financial measures and constant currency presentation (the "Pro Forma Financial Information"). The applicable criteria on the basis of which the directors have compiled the Pro Forma Financial Information are specified in the Listings Requirements of the JSE Limited ("the JSE Listings Requirements"), including Guidance Letter: *Presentation of constant currency information* dated 16 August 2012 and described in the pro forma financial information section of the Document (the "Applicable Criteria").

The Pro Forma Financial Information has been compiled by the directors solely to illustrate the impact had the goodwill, trade and brand names assets not been impaired as required by IFRS Accounting Standards, and to provide constant currency information to exclude the effect of foreign currency fluctuations on financial results.

As part of this process, information about the Group's consolidated financial position and financial performance has been extracted by the directors from Pepkor's Reviewed Annual Results for the year ended 30 September 2025, on which a review opinion was issued on 24 November 2025.

Directors' responsibility for the Pro Forma Financial Information

The directors are responsible for compiling the Pro Forma Financial Information on the basis of the Applicable Criteria.

Our Independence and Quality Management

We have complied with the independence and other ethical requirements of the *Code of Professional Conduct for Registered Auditors*, issued by the Independent Regulatory Board for Auditors' (IRBA Code), which is founded on fundamental principles of integrity, objectivity, professional competence and due care, confidentiality and professional behaviour. The IRBA Code is consistent with the corresponding sections of the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)*.

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

Auditor's responsibility

Our responsibility is to express an opinion, as required by the JSE Listings Requirements, about whether the Pro Forma Financial Information has been compiled, in all material respects, by the directors, on the basis of the Applicable Criteria, based on our procedures performed.

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

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

The purpose of the Pro Forma Financial Information included in the Document is solely to illustrate the impact of adjusting for non-IFRS financial measures and constant currency rates on unadjusted financial information of the Group and may not fairly present the Group's financial position and results of operations. Accordingly, we do not provide any assurance that the actual outcome would have been as presented.

A reasonable assurance engagement to report on whether the Pro Forma Financial Information has been compiled, in all material respects, on the basis of the Applicable Criteria involves performing procedures to assess whether the Applicable Criteria used by the directors in the compilation of the Pro Forma Financial Information provide a reasonable basis for presenting the significant effects directly attributable to the events, and to obtain sufficient appropriate evidence about whether:

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

The procedures selected depend on our judgement, having regard to our understanding of the nature of the Group, the events in respect of which the Pro Forma Financial Information has been compiled, and other relevant engagement circumstances.

Our engagement also involves evaluating the overall presentation of the Pro Forma Financial Information.

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

Opinion

In our opinion, the Pro Forma Financial Information has been compiled, in all material respects, on the basis of the Applicable Criteria.

PricewaterhouseCoopers Inc.

PricewaterhouseCoopers Inc.
Director: JA Hugo
Registered Auditor
Cape Town, South Africa
24 November 2025

CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

for the year ended 30 September 2025

Condensed consolidated income statement

	Notes	Year ended 30 September 2025 Reviewed Rm	Year ended 30 September 2024 Reviewed Rm	% change
Revenue	2	**95 340**	85 136	12.0
Retail revenue		**88 313**	80 714	9.4
Financial services revenue		**6 198**	3 957	56.6
Insurance revenue		**829**	465	78.3
Cost of sales		**(57 388)**	(52 527)	(9.3)
Gross profit		**37 952**	32 609	16.4
Other income		**964**	1 034	(6.8)
Operating expenses		**(18 814)**	(16 718)	(12.5)
Debtors' costs		**(4 101)**	(2 527)	(62.3)
Operating profit before depreciation, amortisation and capital items		**16 001**	14 398	11.1
Depreciation and amortisation		**(4 909)**	(4 596)	(6.8)
Operating profit before capital items		**11 092**	9 802	13.2
Capital items	3	**(374)**	(2 908)	87.1
Operating profit		**10 718**	6 894	55.5
Finance costs	4	**(3 354)**	(3 447)	2.7
Finance income		**315**	279	12.9
Profit before taxation		**7 679**	3 726	106.1
Taxation	5	**(2 043)**	(1 386)	(47.4)
Profit for the year from continuing operations		**5 636**	2 340	140.9
Loss for the year from discontinued operations	7	**–**	(257)	100.0
Profit for the year		**5 636**	2 083	170.6
Profit/(loss) attributable to:				
Equity holders of the parent		**5 638**	2 072	172.1
Non-controlling interests		**(2)**	11	(118.2)
Profit for the year		**5 636**	2 083	170.6
Earnings per share (cents)				
Basic earnings per share from continuing operations		**153.0**	63.4	141.3
Basic earnings per share from discontinued operations		**–**	(7.0)	100.0
Total basic earnings per share	6	**153.0**	56.4	171.3
Diluted earnings per share from continuing operations		**151.2**	62.7	141.2
Diluted earnings per share from discontinued operations		**–**	(6.9)	100.0
Total diluted earnings per share	6	**151.2**	55.8	171.0

Condensed consolidated statement of comprehensive income

	Notes	Year ended 30 September 2025 Reviewed Rm	Year ended 30 September 2024 Reviewed Rm
Profit from continuing operations		**5 636**	2 340
Loss from discontinued operations		**–**	(257)
Profit for the year		**5 636**	2 083
Other comprehensive income/(loss) from continuing operations			
Items that may be reclassified subsequently to profit or loss:			
Exchange differences on translation of foreign operations		**119**	(794)
Net fair value gain/(loss) on cash flow hedges		**282**	(340)
Deferred taxation on cash flow hedges		**(20)**	82
Foreign currency translation reserve released to profit or loss on liquidation of foreign subsidiaries	3	**–**	(6)
Other comprehensive income/(loss) for the year, net of taxation		**381**	(1 058)
Other comprehensive income from discontinued operations			
Items that may be reclassified subsequently to profit or loss:			
Foreign currency translation reserve released to profit or loss on sale of foreign subsidiary	3	**–**	7
Other comprehensive income for the year, net of taxation		**–**	7
Total comprehensive income for the year		**6 017**	1 032
Total comprehensive income/(loss) attributable to:			
Equity holders of the parent		**6 019**	1 021
Non-controlling interests		**(2)**	11
Total comprehensive income for the year		**6 017**	1 032
Total comprehensive income/(loss) for the year attributable to equity holders of the parent arises from:			
Continuing operations		**6 019**	1 271
Discontinued operations		**–**	(250)
Total comprehensive income for the year attributable to the equity holders of the parent		**6 019**	1 021

Condensed consolidated statement of changes in equity

	Year ended 30 September 2025 Reviewed Rm	Year ended 30 September 2024 Reviewed Rm
Balance at beginning of the year	**58 749**	59 053
Changes in reserves		
Total comprehensive income for the year attributable to owners of the parent	**6 019**	1 021
Profit for the year	**5 638**	2 072
Recognised in other comprehensive income from total operations	**381**	(1 051)
Shares issued under Pepkor Executive Share Rights Scheme	**215**	247
Share buy-back and cancellation	**–**	(29)
Treasury shares purchased by a subsidiary company of the group	**–**	(65)
Treasury shares disposed of by a subsidiary company of the group	**12**	8
Dividends paid	**(1 787)**	(1 763)
Net movement in share-based payment reserve	**22**	(51)
Transfers to retained earnings	**135**	26
Transfers from other reserves	**–**	(6)
Net fair value loss on cash flow hedges transferred to inventory	**(48)**	(295)
Movement in put option reserve	**140**	589
Changes in non-controlling interests		
Transfer from other reserves on disposal of subsidiary	**–**	2
Acquisition of non-controlling interest	**(187)**	–
Total comprehensive (loss)/income for the year attributable to non-controlling interests	**(2)**	11
Exchange differences on consolidation of foreign subsidiaries	**(28)**	1
Balance at end of the year	**63 240**	58 749
Comprising		
Ordinary stated capital	**67 376**	67 161
Treasury shares	**(62)**	(74)
Retained earnings	**(3 485)**	(7 471)
Share-based payment reserve	**375**	353
Hedging reserve	**(73)**	(287)
Foreign currency translation reserve	**(858)**	(977)
Put option reserve	**(60)**	(200)
Other reserves	**18**	18
Non-controlling interests	**9**	226
	63 240	58 749

Condensed consolidated statement of financial position

	30 September 2025 Reviewed Rm	30 September 2024 Reviewed Rm
ASSETS		
Non-current assets		
Goodwill	**30 236**	30 218
Intangible assets	**19 050**	18 973
Property, plant and equipment	**10 062**	9 384
Right-of-use assets	**10 538**	10 277
Investments and loans	**77**	59
Trade and other receivables	**123**	103
Unsecured loans	**950**	602
Deferred taxation assets	**2 663**	2 444
	73 699	72 060
Current assets		
Inventories	**18 618**	17 509
Trade and other receivables	**14 606**	10 987
Unsecured loans	**2 856**	2 153
Reinsurance contract assets	**38**	32
Current income taxation assets	**149**	164
Investments and loans	**3**	13
Cash and cash equivalents	**5 066**	4 793
	41 336	35 651
Total assets	**115 035**	107 711
EQUITY AND LIABILITIES		
Capital and reserves		
Ordinary stated capital	**67 376**	67 161
Reserves	**(4 145)**	(8 638)
Total equity attributable to equity holders of the parent	**63 231**	58 523
Non-controlling interests	**9**	226
Total equity	**63 240**	58 749
Non-current liabilities		
Interest-bearing loans and borrowings	**12 183**	8 742
Lease liabilities	**10 033**	10 058
Employee benefits	**433**	462
Deferred taxation liabilities	**3 703**	3 803
Provisions	**62**	158
Put option liability	**–**	261
	26 414	23 484
Current liabilities		
Trade and other payables	**16 890**	16 771
Insurance contract liabilities	**40**	42
Lease liabilities	**2 928**	2 682
Employee benefits	**1 911**	1 310
Provisions	**121**	106
Interest-bearing loans and borrowings	**1 200**	2 791
Put option liability	**227**	238
Current income taxation liabilities	**1 505**	1 012
Bank overdrafts	**559**	526
	25 381	25 478
Total equity and liabilities	**115 035**	107 711

Condensed consolidated statement of cash flows

	Notes	Year ended 30 September 2025 Reviewed Rm	Year ended 30 September 2024 Restated[1] Reviewed Rm
CASH FLOWS FROM OPERATING ACTIVITIES			
Operating profit from total operations		**10 718**	6 789
Operating profit from continuing operations		**10 718**	6 894
Operating loss from discontinued operations (note 7.1 and 7.2)		**–**	(105)
Adjusted for:			
Debtors' write-offs and movement in provision		**4 792**	2 977
Depreciation and amortisation		**4 909**	4 921
Non-cash capital items	3	**374**	3 459
Inventories written down to net realisable value		**666**	782
Profit on lease modification		**(357)**	(478)
Share-based payment expense		**247**	197
Non-working capital provisions releases and other non-cash adjustments		**294**	480
		21 643	19 127
Working capital changes			
Increase in inventories		**(1 654)**	(3 384)
Increase in trade and other receivables		**(400)**	(88)
Increase in instalment sale receivables and credit sales through store cards		**(6 935)**	(4 593)
Increase in unsecured loans		**(2 112)**	(1 439)
Increase in trade and other payables		**346**	2 297
Net changes in working capital		**(10 755)**	(7 207)
Cash generated from operations		**10 888**	11 920
Dividends paid		**(1 787)**	(1 763)
Finance cost paid		**(3 043)**	(3 081)
Finance income received		**268**	272
Taxation paid		**(1 860)**	(1 181)
Net cash inflow from operating activities		**4 466**	6 167
CASH FLOWS FROM INVESTING ACTIVITIES			
Additions to property, plant and equipment and intangible assets		**(2 825)**	(2 612)
Proceeds on disposal of property, plant and equipment and intangible assets		**144**	43
Payment for acquisition of subsidiary, net of cash and cash equivalents acquired		**(218)**	(73)
Disposal of business, net of cash and cash equivalents		**–**	313
Decrease in investments and loans		**35**	37
Increase in investments and loans		**(45)**	(22)
Net cash outflow from investing activities		**(2 909)**	(2 314)
CASH FLOWS FROM FINANCING ACTIVITIES			
Amount paid on share buy-back		**–**	(29)
Treasury shares purchased		**–**	(65)
Amounts received on bank overdrafts and short-term facilities		**11 675**	8 034
Amounts paid on bank overdrafts and short-term facilities		**(11 617)**	(8 408)
Amounts paid on long-term interest-bearing loans and borrowings		**(6 992)**	(2 109)
Amounts received on long-term interest-bearing loans and borrowings		**8 833**	2 222
Settlement of put option liability		**(226)**	–
Principal lease liability repayments		**(2 961)**	(3 141)
Net cash outflow from financing activities		**(1 288)**	(3 496)
NET INCREASE IN CASH AND CASH EQUIVALENTS		**269**	357
Effects of exchange rate translations on cash and cash equivalents		**29**	(409)
Cash and cash equivalents at beginning of the year		**4 581**	4 633
CASH AND CASH EQUIVALENTS AT END OF THE YEAR		**4 879**	4 581
Consisting of:			
Cash and cash equivalents		**5 066**	4 793
Bank overdrafts		**(187)**	(212)
		4 879	4 581
Short-term facilities		**(372)**	(314)
CASH AND CASH EQUIVALENTS AT END OF THE YEAR		**4 507**	4 267

[1] Prior year cash flows from cash and cash equivalents and financing activities have been restated to more appropriately reflect the nature of certain bank overdraft financing facilities held by the group. Refer to note 14 for more details.

Notes to the condensed consolidated financial statements
for the year ended 30 September 2025

Basis of preparation

The condensed consolidated financial statements are prepared in accordance with the requirements of the JSE Limited Listings Requirements and Debt and Specialist Securities Listings Requirements (collectively, the Listings Requirements) for condensed financial statements and the requirements of the Companies Act of South Africa. The Listings Requirements require condensed financial statements to be prepared in accordance with the framework concepts and the measurement and recognition requirements of IFRS® Accounting standards and Financial Pronouncements as issued by the Financial Reporting Standards Council and the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and to also, as a minimum, contain the information required by IAS 34: Interim Financial Reporting.

The accounting policies applied in the preparation of the condensed consolidated financial statements are in terms of IFRS Accounting standards and are consistent with those accounting policies applied in the preparation of the previous consolidated annual financial statements.

New and revised accounting standards became effective during the year, but their implementation had no significant impact on the results of either the current or the previous financial year. The group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

The condensed consolidated financial statements are prepared in millions of South African rand (Rm) on the historical cost basis, except for certain assets and liabilities, which are carried at amortised cost, and derivative financial instruments, which are stated at their fair values. The preparation of the condensed consolidated financial statements for the year ended 30 September 2025 has been supervised by RG Hanekom CA(SA), the group's chief financial officer.

These condensed consolidated financial statements for the year ended 30 September 2025 have been reviewed by PricewaterhouseCoopers Inc., who expressed an unmodified review conclusion thereon. A copy of the auditor's review report is available for inspection at the company's registered office together with the financial statements identified in the auditor's report. The review was performed in accordance with ISRE 2410: Review of Interim Financial Information Performed by the Independent Auditor of the Entity, of which the report has been included in this announcement. The auditor's report does not necessarily report on all the information contained in this announcement.

Any forward-looking and forecast information presented is the responsibility of the board and has not been reviewed or reported on by Pepkor's auditor.

Significant events

Share capital

The following movements in ordinary shares were recorded during the period:

- The group issued 9.8 million ordinary shares during the current financial year for share rights that vested under the Pepkor Executive Share Rights Scheme (Pepkor Scheme).
- A company within the group transferred 508 175 ordinary shares for share rights that vested under the Pepkor Scheme.
- The group did not repurchase or cancel ordinary shares during the current financial year from the open market on the Johannesburg Stock Exchange (JSE).

Change in significant shareholder

During the current year, Ainsley Holdings Proprietary Limited (Ainsley) and SAHPL Proprietary Limited (SAHPL), both indirect subsidiaries of the Ibex Group, had disposed of their entire beneficial interest in the issued ordinary share capital of Pepkor Holdings Limited. As at 30 September 2025, the Ibex Group does not hold any Pepkor Holdings Limited issued ordinary share capital.

Put option liability

On 24 February 2025, the group exercised tranche one of its put options to acquire a 50% shareholding of the non-controlling interest in Avenida. The consideration payable is based on the EBITDA and net debt value of Avenida for the financial year ending 2024. The group paid R226 million for 5.25% of the shareholding of Avenida and to settle 50% of its put option liability. The group currently holds 94.75% of Avenida.

The group further restructured the second tranche. Previously, tranche two was based on the EBITDA and net debt value achieved in 2025. This was restructured to a fixed payment based on Avenida's EBITDA and net debt value achieved in 2024. Tranche two is exercisable within 60 days after 30 December 2025.

Interest-bearing loans and borrowings

The group successfully raised R2.083 billion in the bond market following an auction held on 5 March 2025. The group further successfully placed an additional R1.250 billion under its Domestic Medium Term Note programme, raised R3.5 billion in term loans and entered into a new R1.0 billion revolving credit facility, effective from the end of March 2025. The group also entered into a new R2.0 billion revolving credit facility, effective from December 2024. The proceeds from the above replaced R206 million in floating rate notes, R5.205 billion in term loans and R2.5 billion in revolving credit facilities. Refer to note 8 for further details.

Acquisition of Choice Clothing

Announced on 26 November 2024, the acquisition of Choice Clothing was implemented on 1 June 2025, marking the group's entry into the semi-formal off-price retail segment. Refer to note 11 for more details.

Acquisition of businesses after the reporting date

The group has acquired the following businesses subsequent to the reporting date. The financial effects of these transactions have not been recognised at 30 September 2025. The operating results and assets and liabilities of the acquired companies will be consolidated during the 2026 financial year.

- Acquisition of Shoprite's furniture businesses (OK Furniture and House & Home) in Botswana, Eswatini, Lesotho, Namibia and Zambia
- Acquisition of Legit, Swagga, Style and Boardmans from Retailability
- Acquisition of CloudBadger

Refer to note 13 for more details surrounding the acquisitions.

Events subsequent to reporting period

Refer to note 13 for more details regarding events subsequent to the reporting date.

1. Segmental analysis

1.1 Basis of segmental presentation

The segmental information has been prepared in accordance with IFRS 8, which defines requirements for the disclosure of financial information of an entity's operating segments. IFRS 8 requires operating segments to be identified on the basis of internal reporting of group components that are regularly reviewed by the chief operating decision-maker (CODM) to allocate resources to segments and to assess their performance. The executive members of the Pepkor Holdings Limited board of directors have been identified as the CODM.

Identification of segments

The identification of segments is consistent with those identified in the annual consolidated financial statements for the year ended 30 September 2024. The executive members of the board of directors identified and monitors segments in relation to differences in products and services.

Geographical analysis

The CODM reviews revenue, operating profit and assets as one geographical region. However, due to South Africa being the group's primary country of operation, the geographical segments have been split between South Africa and other foreign countries. In presenting information on the basis of geographical segments, segment revenue is based on the location of the customers, while segment assets are based on the location of the asset.

Major customers

No single customer contributes 10% or more of the group's revenue.

1.2 Segmental analysis

	Clothing and general merchandise[1, 2] Reviewed Rm	Furniture, appliances and electronics Reviewed Rm	FinTech[1] Reviewed Rm	Total operating segments Reviewed Rm
Year ended 30 September 2025				
External revenue	**66 898**	**11 813**	**16 629**	**95 340**
Total revenue	**66 898**	**11 813**	**18 692**	**97 403**
Intersegmental revenue	**–**	**–**	**(2 063)**	**(2 063)**
Cost of sales	**(41 794)**	**(8 348)**	**(7 246)**	**(57 388)**
Gross profit	**25 104**	**3 465**	**9 383**	**37 952**
Other income	**775**	**115**	**74**	**964**
Operating expenses	**(13 114)**	**(2 322)**	**(3 378)**	**(18 814)**
Personnel expenses	**(7 935)**	**(1 429)**	**(1 325)**	**(10 689)**
Other operating expenses	**(5 179)**	**(893)**	**(2 053)**	**(8 125)**
Debtors' costs	**(304)**	**–**	**(3 797)**	**(4 101)**
Operating profit before depreciation, amortisation and capital items	**12 461**	**1 258**	**2 282**	**16 001**
Depreciation and amortisation	**(4 213)**	**(576)**	**(120)**	**(4 909)**
Operating profit before capital items	**8 248**	**682**	**2 162**	**11 092**
Reconciliation of operating profit				
Operating profit per segmental analysis				**11 092**
Capital items (note 3)[2]				**(374)**
Operating profit per income statement				**10 718**
Finance costs (note 4)				**(3 354)**
Finance income				**315**
Profit before taxation per income statement				**7 679**
Geographical split of revenue	**66 898**	**11 813**	**16 629**	**95 340**
South Africa	**54 169**	**10 916**	**16 371**	**81 456**
Other foreign countries[3]	**12 729**	**897**	**258**	**13 884**
Geographical split of sale of goods and related revenue (note 2.1.1)	**66 246**	**11 570**	**9 143**	**86 959**
South Africa	**54 133**	**10 681**	**9 049**	**73 863**
Other foreign countries	**12 113**	**889**	**94**	**13 096**

Footnotes 1 and 2: Refer to page 20 for further details.

1. Segmental analysis *continued*

1.2 Segmental analysis *continued*

	Clothing and general merchandise[1, 2] Reviewed Rm	Furniture, appliances and electronics Reviewed Rm	FinTech[1] Reviewed Rm	Total operating segments Reviewed Rm
Year ended 30 September 2024				
External revenue	61 437	11 017	12 682	85 136
Total revenue	61 437	11 017	14 647	87 101
Intersegmental revenue	–	–	(1 965)	(1 965)
Cost of sales	(38 035)	(7 893)	(6 599)	(52 527)
Gross profit	23 402	3 124	6 083	32 609
Other income	902	103	29	1 034
Operating expenses	(12 227)	(2 112)	(2 379)	(16 718)
Personnel expenses	(7 189)	(1 224)	(1 049)	(9 462)
Other operating expenses	(5 038)	(888)	(1 330)	(7 256)
Debtors' costs	(313)	–	(2 214)	(2 527)
Operating profit before depreciation, amortisation and capital items	11 764	1 115	1 519	14 398
Depreciation and amortisation	(4 031)	(466)	(99)	(4 596)
Operating profit before capital items	7 733	649	1 420	9 802
Reconciliation of operating profit				
Operating profit per segmental analysis				9 802
Capital items (note 3)[2]				(2 908)
Operating profit per income statement				6 894
Finance costs (note 4)				(3 447)
Finance income				279
Profit before taxation per income statement				3 726
Geographical split of revenue	61 437	11 017	12 682	85 136
South Africa	49 427	10 243	12 468	72 138
Other foreign countries[3]	12 010	774	214	12 998
Geographical split of sale of goods and related revenue (note 2.1.1)	60 724	10 789	8 044	79 557
South Africa	49 354	10 024	7 950	67 328
Other foreign countries	11 370	765	94	12 229

Refer to note 7 for disclosures relating to discontinued operations, which pertain to the Building materials operating segment presented in the prior year. The Building materials operating segment was removed to report continuing operations in the current year.

[1] FinTech segment revenue is disclosed net of intergroup revenue earned relating to the sale of virtual vouchers and airtime, insurance cover provided on PAXI products and insurance cover provided to subsidiaries within the group for business-related risks to the Clothing and general merchandise segment. FinTech segment revenue is also disclosed net of intergroup revenue earned on insurance cover for business-related risks relating to the Furniture, appliances and electronics segment.

[2] Capital items of R374 million (2024: R2.9 billion) include the impairment of goodwill of R85 million (2024: R2.5 billion and trade and brand names of R200 million) relating to the Clothing and general merchandise segment.

[3] Revenue from other foreign countries includes the Brazilian market revenue of R4.5 billion (2024: R4.5 billion) from Avenida, which was acquired during the 2022 financial year. The Brazilian contribution to total revenue is not deemed to be material and is therefore not separately disclosed.

1. Segmental analysis *continued*

		Year ended 30 September 2025 Reviewed Rm	Year ended 30 September 2024 Reviewed Rm
1.3	**Segmental assets**	**109 889**	102 846
1.3.1	**Reconciliation between total assets and segmental assets**		
	Total assets per statement of financial position	**115 035**	107 711
	Less: Cash and cash equivalents	**(5 066)**	(4 793)
	Less: Long-term investments and loans	**(77)**	(59)
	Less: Short-term investments and loans	**(3)**	(13)
	Segmental assets	**109 889**	102 846
1.4	**Geographical split of non-current assets**		
	South Africa	**63 992**	63 119
	Other foreign countries	**5 894**	5 733
	Non-current assets	**69 886**	68 852

Non-current assets consist of goodwill, intangible assets, property, plant and equipment and right-of-use assets.

2. Revenue

Revenue from contracts with customers		
Retail revenue	**88 313**	80 714
Sale of goods and related revenue (note 2.1.1)	**86 959**	79 557
Service fee income	**1 076**	857
Other revenue	**278**	300
Other sources of revenue		
Financial services revenue (note 2.1.2)	**6 198**	3 957
Insurance revenue	**829**	465
	95 340	85 136

2.1	**Disaggregation of revenue from contracts**		
2.1.1	**Sale of goods and related revenue**		
	Sale of goods and related revenue excluding ongoing revenue	**84 810**	77 594
	Ongoing revenue	**2 149**	1 963
		86 959	79 557
2.1.2	**Financial services revenue**		
	Finance income earned	**5 759**	3 567
	Loan origination fees	**439**	390
		6 198	3 957

3. Capital items

The effect of capital items should be excluded from earnings when determining headline earnings. Refer to note 6.

Items of a capital nature are included in the 'capital items' line in the income statement. These items are:

	Year ended 30 September 2025 Reviewed Rm	Year ended 30 September 2024 Reviewed Rm
From continuing operations:		
Impairment	**352**	2 869
Goodwill	**85**	2 541
Intangible assets – trade and brand names	**–**	200
Intangible assets – excluding trade and brand names	**33**	2
Property, plant and equipment	**37**	40
Right-of-use assets	**197**	86
Loss on disposal of property, plant and equipment and intangible assets	**22**	47
Foreign currency translation reserve released to profit or loss on liquidation of foreign subsidiary	**–**	(6)
Profit on disposal of investments	**–**	(2)
	374	2 908
From discontinued operations:		
Impairment reversal	**–**	(36)
Property, plant and equipment	**–**	(1)
Right-of-use assets	**–**	(35)
Profit on disposal of property, plant and equipment and intangible assets	**–**	(4)
Foreign currency translation reserve released to profit or loss on sale of foreign subsidiary	**–**	7
Loss on sale of subsidiaries (note 7.2)	**–**	584
	–	551
Capital items from continuing operations	**374**	2 908
Capital items from discontinued operations	**–**	551
Total capital items	**374**	3 459

	Year ended 30 September 2025 Reviewed Rm	Year ended 30 September 2024 Reviewed Rm
4. Finance costs		
4.1 Finance costs expense		
Interest-bearing loans and borrowings	**1 173**	1 190
Bank overdraft and short-term facilities	**355**	319
Discounting of trade payables	**284**	328
Lease liability finance cost	**1 458**	1 455
Put option liability	**20**	130
Other	**64**	25
	3 354	3 447
4.2 Finance costs cash flow reconciliation		
Finance costs recognised in profit or loss	**3 354**	3 447
Discounting of trade payables	**(284)**	(328)
Put option liability recognised at amortised cost	**(20)**	(130)
Other	**(7)**	–
Finance costs from discontinued operations (note 7.1)	**–**	92
Cash outflow per the consolidated statement of cash flows	**3 043**	3 081
5. Taxation		
5.1 Taxation charge		
Taxation from continuing operations	**2 043**	1 386
Taxation from discontinued operations	**–**	100
Total taxation for the year	**2 043**	1 486
	%	**%**
5.2 Reconciliation of rate of taxation[1]		
South African standard rate of taxation	**27.0**	27.0
Foreign taxation rate differential	**0.1**	(0.2)
Irrecoverable foreign taxes	**0.5**	1.4
Unrecognised taxation losses net of prior year unrecognised taxation losses utilised	**–**	(2.2)
Prior year adjustments[2]	**0.1**	(10.1)
Tax-exempt income[3]	**(1.0)**	(2.1)
Non-deductible expenses[4]	**1.0**	5.3
Non-deductible loss on disposal of subsidiary	**–**	4.5
Non-deductible expenses relating to the impairment of goodwill and trade and brand names	**0.3**	19.5
Change in foreign corporate taxation rates	**–**	0.1
Special allowances	**(1.3)**	(1.5)
Other	**(0.1)**	(0.1)
Effective rate of taxation	**26.6**	41.6

[1] The reconciliation of rate of taxation items are impacted by the goodwill impairment which has a nil taxation impact.
[2] Prior year adjustments include a remeasurement of provisions raised for uncertain taxation positions in terms of IFRIC 23.
[3] Tax-exempt income mainly relates to income of a capital nature, franchise fees and tax incentives.
[4] Non-deductible expenses mainly relate to expenses of a capital nature, expenses not incurred in the production of income and depreciation of leasehold improvements.

5. Taxation *continued*

	Year ended 30 September 2025 Reviewed Rm	Year ended 30 September 2024 Reviewed Rm
5.3 Taxation paid cash flow reconciliation		
Opening balance of current taxation payable and receivable	**848**	409
Opening balance of withholding taxation included in trade and other payables	**23**	16
Normal taxation charge for the year recognised in profit or loss	**2 371**	1 629
Other taxation charges	**(8)**	(22)
Acquisition of subsidiary	**–**	1
Disposal of subsidiary	**–**	8
Exchange differences on consolidation of foreign subsidiaries	**1**	11
Closing balance of current taxation payable and receivable	**(1 356)**	(848)
Closing balance of withholding taxation included in trade and other payables	**(19)**	(23)
Taxation paid	**1 860**	1 181

	30 September 2025 Reviewed Million	30 September 2024 Reviewed Million
6. Earnings and headline earnings per share		
6.1 Weighted average number of ordinary shares		
Issued ordinary shares at beginning of the year	**3 684**	3 667
Treasury shares	**(4)**	(4)
Shares vested under Pepkor Scheme	**6**	10
Share buy-back and cancellation of share	**–**	(1)
Weighted average number of ordinary shares at end of the year for the purpose of basic earnings per share and headline earnings per share	**3 686**	3 672
Effect of dilution due to share rights issues in terms of Pepkor Scheme	**43**	41
Weighted average number of ordinary shares at end of the year for the purpose of diluted earnings per share and diluted headline earnings per share	**3 729**	3 713
Number of shares in issue	**3 693**	3 684

6. Earnings and headline earnings per share *continued*

	Year ended 30 September 2025			Year ended 30 September 2024		
	Continuing Reviewed Rm	Discontinued Reviewed Rm	Total Reviewed Rm	Continuing Reviewed Rm	Discontinued Reviewed Rm	Total Reviewed Rm
6.2 Earnings and headline earnings						
Profit/(loss) for the year	**5 636**	**–**	**5 636**	2 340	(257)	2 083
Attributable to non-controlling interests	**2**	**–**	**2**	(11)	–	(11)
Earnings attributable to ordinary shareholders	**5 638**	**–**	**5 638**	2 329	(257)	2 072
Capital items (note 3)	**374**	**–**	**374**	2 908	551	3 459
Taxation effect of capital items	**(78)**	**–**	**(78)**	(89)	10	(79)
Headline earnings attributable to ordinary shareholders	**5 934**	**–**	**5 934**	5 148	304	5 452

6.3 Diluted earnings and diluted headline earnings per share

Share rights issued to employees have been taken into account for diluted earnings and diluted headline earnings per share purposes.

6.4 Earnings per share	Cents	Cents	Cents	Cents	Cents	Cents
Basic	**153.0**	**–**	**153.0**	63.4	(7.0)	56.4
Headline	**161.0**	**–**	**161.0**	140.2	8.3	148.5
Diluted basic	**151.2**	**–**	**151.2**	62.7	(6.9)	55.8
Diluted headline	**159.1**	**–**	**159.1**	138.6	8.2	146.8

6.5 Net asset value per share

Net asset value per ordinary share is calculated by dividing the ordinary shareholders' equity by the number of ordinary shares in issue at year-end.

	Cents	Cents	Cents	Cents	Cents	Cents
Net asset value per share	**1 712.2**	**–**	**1 712.2**	1 588.5	–	1 588.5

7. Discontinued operations

Description

Pepkor disposed of The Building Company in the prior year on 30 September 2024 in order to streamline its portfolio of business, to enhance the group's return on capital and optimise shareholder returns. The agreed purchase consideration of R1 246 million was received in two transactions. A dividend of R466 million was declared from The Building Company to Pepkor Holdings prior to the sale, and the remaining R780 million was received in cash from Capitalworks, resulting in a net cash flow of R1 246 million to Pepkor Holdings.

The Building Company was previously included in the Building materials segment.

		30 September 2025 Reviewed Rm	30 September 2024 Reviewed Rm
7.1	**Income statement**		
	Revenue	–	8 445
	Retail revenue	–	8 445
	Cost of sales	–	(6 183)
	Gross profit	–	2 262
	Other income	–	32
	Operating expenses	–	(1 524)
	Debtors' costs	–	1
	Operating profit before depreciation, amortisation and capital items	–	771
	Depreciation and amortisation	–	(325)
	Operating profit before capital items	–	446
	Capital items	–	40
	Operating profit	–	486
	Finance costs	–	(92)
	Finance income	–	40
	Profit before taxation	–	434
	Taxation	–	(100)
	Profit for the year	–	334
7.2	**Details of the sale of the business**		
	Agreed consideration, net of permitted leakages	–	1 246
	Dividend declared prior to sale	–	(466)
	Costs to sell	–	(31)
	Net consideration received	–	749
	Carrying amount of net assets sold	–	(1 333)
	Loss on sale before taxation and reclassification of foreign currency translation reserve (note 3)	–	(584)
	Reclassification of foreign currency translation reserve	–	(7)
	Loss on sale before taxation	–	(591)
	Taxation	–	–
	Loss on sale after taxation	–	(591)
	Total loss for the year from discontinued operations per the condensed consolidated income statement (total per note 7.1 above)	–	(257)
7.3	**Geographical split of revenue**	–	8 445
	South Africa	–	7 968
	Other foreign countries	–	477
7.4	**Geographical split of sale of goods and related revenue**	–	8 445
	South Africa	–	7 968
	Other foreign countries	–	477

	Year ended 30 September 2025 Reviewed Rm	Year ended 30 September 2024 Reviewed Rm
8. Borrowing facilities		
Unutilised banking and debt facilities consist of the following:		
Short-term cash facilities	**9 194**	8 891
Letters of credit, forex facilities and asset-based finance facilities	**1 937**	1 495
Total	**11 131**	10 386

The group successfully raised R2.083 billion in the bond market following an auction held on 5 March 2025. The new floating rate notes issued effective from 6 March 2025, are:

- PEP09: three-year floating rate notes of R1.041 billion at three-month Jibar plus 102 bps; and
- PEP10: five-year floating rate notes of R1.042 billion issued at three-month Jibar plus 120 bps.

The group further successfully placed an additional R1.250 billion under its Domestic Medium Term Note programme. The new floating rate notes, issued effective 31 March 2025, are:

- PEP11: three-year floating rate notes of R1.250 billion issued at three-month Jibar plus 102bps.

The group also raised R3.5 billion in term loans, effective 27 March 2025:

- Term Loan Facility 1: three-year term loan of R1.0 billion at three-month Jibar plus 118 bps due March 2028; and
- Term Loan Facility 2: five-year term loan of R2.5 billion at three-month Jibar plus 135 bps due March 2030.

The proceeds from the above replaced the following:

- PEP02: five-year floating rate notes of R206 million at three-month Jibar plus 174 bps due March 2025;
- Term Loan F: four-year term loan of R1.0 billion at three-month Jibar plus 130 bps due June 2025;
- Term Loan G: five-year term loan of R1.0 billion at three-month Jibar plus 140 bps due June 2026;
- Term Loan H: four-year term loan of R1.0 billion at three-month Jibar plus 130 bps due March 2026; and
- Term Loan I: five-year term loan of R2.205 billion at three-month Jibar plus 137 bps due March 2027.

The group also entered into a new revolving credit facility, effective 17 December 2024, as follows:

- RCF: four-year revolving credit facility of R2.0 billion at three-month Jibar plus 114 bps due December 2028.

The proceeds from the revolving credit facility replaced the following:

- RCF C: three-year revolving credit facility of R1.5 billion at three-month Jibar plus 125 bps due March 2025.

The group further entered into an additional revolving credit facility, effective 27 March 2025, as follows:

- RCF: three-year revolving credit facility of R1.0 billion at three-month Jibar plus 114 bps due March 2028, which replaced the RCF Bridge of R1.0 billion at three-month Jibar plus 120 bps. This facility is undrawn as at 30 September 2025.

The group has sufficient headroom to enable it to conform to covenants on its existing borrowings and sufficient working capital and undrawn facilities to service its operating activities and ongoing investments.

The group has various debt covenants relating to its term loans and revolving credit facilities. The group is not at risk of breaching its covenants for the year ended 30 September 2025.

9. Contingent assets and liabilities

The group has no significant contingent assets or liabilities.

In the prior year, the group was disputing and defending a claim from Cell C with the likelihood of success being unknown. On 4 August 2025, both parties reached a settlement agreement and final resolution of all claims.

10. Related parties

During the current year, the group entered into related party transactions in the ordinary course of business, the substance of which is similar to those disclosed in the group's annual financial statements for the year ended 30 September 2024.

On 22 July 2025, Ainsley Holdings Proprietary Limited (Ainsley) and SAHPL Proprietary Limited (SAHPL), both indirect subsidiaries of the Ibex Group, had disposed of their entire beneficial interest in the issued ordinary share capital of Pepkor Holdings Limited.

There were no material movements in related party transactions for the year ended 30 September 2025. No related party balances are disclosed at the end of the reporting period, as the group no longer had any significant or related party relationships as defined by IAS 24 at the reporting date.

11. Net cash flow on acquisition of business

The group acquired the following business during the financial period. The board is of the opinion that this acquisition presents an attractive investment opportunity that is aligned with the group's strategy to grow through value-accretive acquisitions.

Effective 1 June 2025, the group acquired Choice Clothing, a discount fashion retailer operating over 100 stores across South Africa and Namibia under the Choice Clothing and Big Daddy retail brands. The purchase price for this acquisition was R218 million. The businesses were acquired from Good Hope Sales Cape Proprietary Limited and Audacity Clothing (Namibia) Proprietary Limited, respectively. This acquisition is an asset acquisition representing a business combination under IFRS 3: Business Combinations, with control obtained through the acquisition of the full operating business units and their related assets.

The purchase price was settled using existing borrowings and cash reserves within the group. This acquisition strategically supports the group's objective to enter and expand within the adult-focused, semi-formal off-price apparel market, which is an emerging segment with high growth potential. Choice Clothing currently operates 105 stores and has the potential to expand to over 300 locations. Given the group's strong market share in the babies and kidswear segment, this acquisition is a deliberate move to further our strategy of increasing our presence in adultwear, an area where the group's current market share is under-indexed. The Choice Clothing business is highly scalable with significant expansion potential, as it will benefit from the group's existing scale and core competencies in merchandise, sourcing, supply chain, distribution and properties.

	Year ended 30 September 2025 Reviewed Rm	Year ended 30 September 2024 Reviewed Rm
12. Impairment of goodwill and trade and brand names		
12.1 Effect on goodwill		
Carrying amount at beginning of the year	**30 218**	32 937
Arising on business combinations	**61**	161
Impairments (note 3)	**(85)**	(2 541)
Exchange differences on consolidation of foreign subsidiaries	**42**	(339)
	30 236	30 218
Cost	**44 090**	43 987
Accumulated impairment	**(13 854)**	(13 769)
Carrying amount at end of the year	**30 236**	30 218
Impairment tests for cash generating units (CGUs) containing goodwill		
Goodwill is monitored by management at the following group of CGUs, not greater than the three operating segments from continuing operations identified in note 1:		
Clothing and general merchandise		
Ackermans, Dunns, PEP, PEP Africa, Refinery, Shoe City	**28 011**	28 011
S.P.C.C, CODE	**–**	24
Avenida	**1 876**	1 834
Furniture, appliances and electronics		
Bradlows, Rochester, Russells, Sleepmasters	**12**	12
FinTech		
Capfin	**282**	282
Abacus	**55**	55
	30 236	30 218

When the group acquires a business that qualifies as a business combination in respect of IFRS 3: Business Combinations, the group determines the fair value of assets acquired, including identifiable intangible assets, and the liabilities assumed. Any excess of the aggregate of the consideration transferred, non-controlling interest in the acquiree and for a business combination achieved in stages, the acquisition date fair value of the acquirer's previously held equity interest in the acquiree, over the fair value of those net assets, is considered to be goodwill. The goodwill acquired in a business combination is allocated, at acquisition, to the group of CGUs that is expected to benefit from that business. Goodwill is assessed for impairment annually, irrespective of whether there is any indication of impairment.

The impairment test compares the carrying amount of the CGU, including goodwill to the higher of the value in use, or fair value less cost to sell of the unit. The recoverable amount of the group of CGUs is determined from the fair value less cost to sell calculation (fair value hierarchy level 3), using a discounted cash flow model. The key assumptions for the fair value less cost to sell calculation are those regarding the discount rates, growth rates, expected changes to the revenue growth during the forecast period and working capital requirements. The discount rates are based on the weighted average cost of capital, except for the FinTech CGU where cost of equity has been used, while growth rates are based on management's experience and expectations. Assumptions are based on past practices and expectations of future changes in the market, and are derived from the most recent financial budgets and forecasts that have been prepared by management for the next three years and extrapolated cash flows for the following years based on estimated growth rates.

12. Impairment of goodwill and trade and brand names *continued*

12.1 Effect on goodwill *continued*

Management assessed the various CGUs for impairment based on the input factors above. The methodology applied in the impairment assessment is consistent with prior years (2024: The continued recovery in the Ackermans business and a challenging footwear market impacting performance in Tekkie Town and Shoe City).

An impairment charge has been recognised for both goodwill and indefinite useful life intangible assets when the carrying amount exceeds the recoverable amount. The recoverable amount of the group of CGUs reflected the fair value less cost to sell.

During the year, an impairment charge of R85 million was processed to impair goodwill relating to S.P.C.C, CODE and Choice Clothing. In the prior year, R2.4 billion was processed to impair the goodwill relating to the Ackermans, Dunns, PEP, PEP Africa, Refinery, Shoe City group of CGUs, R18 million was processed to impair the S'Ya Phanda CGU, and R143 million was processed to impair the Pepkor cellular sourcing CGU.

12.2 Effect on intangible assets

As per note 12.1, the impairment test covered both the goodwill and the indefinite useful life intangible assets. No impairment of indefinite useful life intangible assets was recognised in the current year (2024: R200 million relating to Tekkie Town's group of CGUs within the Clothing and general merchandise segment).

13. Events after reporting date

There have been no material changes in the group's affairs or financial position since the statement of financial position date, with the exception of the matters detailed below.

The group acquired the following businesses subsequent to the end of the financial year. The board is of the opinion that these acquisitions present attractive investment opportunities that are aligned with the group's strategy to grow through value-accretive acquisitions.

13.1 Acquisition of Shoprite's furniture businesses (OK Furniture and House & Home) in Botswana, Eswatini, Lesotho, Namibia and Zambia

Effective 1 October 2025, the group acquired Shoprite's furniture businesses (OK Furniture and House & Home), operating 66 stores in Botswana, Eswatini, Lesotho, Namibia and Zambia. The acquisition is a net asset acquisition representing a business combination under IFRS 3: Business Combinations. The purchase consideration represents c. 0.6% of the group's market capitalisation and will be settled in cash. The transaction meets the definition of a business under IFRS 3: Business Combinations as it includes three key elements, being the acquisition of inputs and processes in order to produce outputs.

The acquisition included identifiable inputs such as inventory, certain fixed assets, instalment sale agreement loan books, the related insurance cell captive arrangements in Namibia, certain liabilities and transferred employees, together with established processes, including store operations, credit management and the use of the OK Furniture and House & Home retail brands. These inputs and processes are capable of being applied to produce outputs in the form of retail sales and related financial service revenue. On that basis, the group concluded that the acquired set of activities and assets constitutes a business being acquired under IFRS 3: Business Combinations.

Pepkor Lifestyle operates more than 900 retail stores in South Africa, Botswana, Lesotho, Namibia and Eswatini. Over the years, it has developed leading capabilities in supply chain, logistics and financial services, all supported by best-of-breed scalable integrated systems and data-driven capabilities.

Combining Shoprite Furniture non-RSA with Pepkor Lifestyle will enable key synergies and efficiencies to be unlocked through an expanded customer base and improved scale, the replatforming of Shoprite Furniture non-RSA onto the systems platform of Pepkor Lifestyle, and integrating the supply chain, logistics and financial services operations. The group's management team has the expertise and capacity to successfully incorporate the Shoprite Furniture non-RSA business into the group. The transaction will allow the group to expand its value proposition through a complementary product mix in furniture, bedding, appliances and consumer electronics, while also expanding its presence in under-represented regions.

The financial effects of this transaction have not been recognised at 30 September 2025. The operating results and assets and liabilities of the acquired company will be consolidated from 1 October 2025.

Implementation of the South African portion is delayed pending review by competition authorities. Intervention by a competitor was overturned on appeal, but they have indicated an intention to seek further legal recourse.

13.2 Acquisition of Legit, Swagga, Style and Boardmans from Retailability

Effective 2 November 2025, the group obtained control over the Legit, Swagga, Style and Boardmans businesses, acquired from Retailability Proprietary Limited (Retailability). The group determined that the transaction meets the definition of a business under IFRS 3: Business Combinations as it includes three key elements, being the acquisition of inputs and processes in order to produce outputs.

The acquisition included the transfer of key inputs such as inventory, cash in tills, property, plant and equipment, intellectual property, trade and other payables and trade and other receivables. These key inputs were transfererred together with an existing workforce and the operational infrastructure necessary to continue trading. The acquired inputs were accompanied by established processes inherent in the retail operation, including sales, procurement, and workforce management functions, which are capable of generating outputs through ongoing retail activity.

The total consideration of R1.7 billion was paid in cash for certain assets and liabilities subject to the finalisation of balance sheet and net working capital adjustments.

13. Events after reporting date *continued*

13.2 Acquisition of Legit, Swagga, Style and Boardmans from Retailability *continued*

Retailability is a privately owned retail group that offers affordable apparel and lifestyle products across a number of retail brands in southern Africa. The businesses acquired operate 469 stores across South Africa, Botswana, Lesotho, Namibia and Eswatini. The transaction excludes Retailability's other brands, namely Edgars, Edgars Beauty, Red Square, Kelso and Keedo, which will continue to be operated independently by Retailability.

These businesses will be incorporated into the Pepkor Speciality business unit, adding significant scale and expanding its product offering in the adultwear market, especially in womenswear, through the Legit brand.

The acquisition of the Swagga and Style businesses will deliver strong synergistic benefits, accelerating the expansion of the group's store portfolio, and further supports Pepkor's ambitions to grow its share in the adultwear market. The Boardmans online brand, which operates in the homeware product segment, will be incorporated into the Pepkor Lifestyle business. Pepkor expects the acquisition to unlock further incremental value through leveraging its extensive scale and competencies across the retail value chain, including financial services. The acquisition will expand Pepkor Speciality's store base beyond 1 000 stores, adding 469 stores to its existing 977 store base.

The financial effects of this transaction have not been recognised at 30 September 2025. The operating results and assets and liabilities of the acquired company will be consolidated from 2 November 2025.

13.3 Other acquisitions

Effective 1 October 2025, the group obtained control over CloudBadger Technologies Proprietary Limited (CloudBadger) through acquiring 100% of the equity interest in the company. The total purchase consideration consists of an upfront cash payment of R206 million and contingent consideration up to R100 million, payable over a four-year period subject to certain post-acquisition conditions. CloudBadger is a South Africa-based company that develops and provides a modern financial services platform offered as a software-as-a-service (SaaS). The platform has been internally developed and positions CloudBadger as a third-party software service vendor in the FinTech space. The acquisition supports the group's strategic objective to expand its presence in the financial services sector and will be integrated into the FinTech segment. The business combination is expected to generate synergies through leveraging the group's current assets.

14. Restatement of prior year comparatives

Prior year cash flows from cash and cash equivalents and financing activities have been restated to correct the nature of certain bank overdraft financing facilities held by the group. The group has financing facilities that are operational in nature and have been restated within financing activities on a gross basis, in accordance with paragraph 22(b) of IAS 7: Statement of Cash Flows. The cash flows have been restated on a gross basis as the facilities are not repayable on demand but are subject to a 364-day notice period.

In the prior financial statements, two of the overdraft facilities were incorrectly classified as cash and cash equivalents. These accounts are repayable on demand and did not frequently fluctuate between positive and negative balances during the year, which means they do not meet the criteria for cash and cash equivalents under the applicable accounting standards. The overdraft facilities have now been correctly classified as financing activities in the statement of cash flows.

Accordingly, comparative figures have been restated to present movements in the bank overdraft as part of financing activities, rather than as components of cash and cash equivalents, in accordance with the requirements of IAS 7: Statement of Cash Flows. The impact of the correction of the bank overdraft from cash and cash equivalents to financing activities in the Statement of cash flows for the year ended 30 September 2024 is as follows:

	Previously reported Year ended 30 September 2024 Rm	Adjustment Rm	Restated Year ended 30 September 2024 Rm
Consolidated statement of cash flows			
CASH FLOWS FROM FINANCING ACTIVITIES			
Amount paid on share buy-back	(29)	–	(29)
Treasury shares purchased	(65)	–	(65)
Amounts received on bank overdrafts and short-term facilities	–	8 034	8 034
Amounts paid on bank overdrafts and short-term facilities	–	(8 408)	(8 408)
Amounts paid on long-term interest-bearing loans and borrowings	(2 109)	–	(2 109)
Amounts received on long-term interest-bearing loans and borrowings	2 222	–	2 222
Principal lease liability repayments	(3 141)	–	(3 141)
Net cash outflow from financing activities	(3 122)	(374)	(3 496)
NET INCREASE IN CASH AND CASH EQUIVALENTS	731	(374)	357
Effects of exchange rate translations on cash and cash equivalents	(409)	–	(409)
Cash and cash equivalents at beginning of the year	3 945	688	4 633
Cash and cash equivalents at end of the year	4 267	314	4 581
Consisting of:			
Cash and cash equivalents	4 793	–	4 793
Bank overdrafts	(526)	314	(212)
	4 267	314	4 581

Pro forma financial information

The pro forma financial information, which is the responsibility of the group's directors, is presented in accordance with the JSE Listings Requirements, including Guidance Letter: *Presentation of constant currency information* dated 16 August 2012, and the SAICA Guide on Pro Forma Financial Information. The purpose of the pro forma financial information is to illustrate the impact on the group's earnings measures excluding the effects of the goodwill impairment recognised in the current and prior years, as well as the trade and brand name impairments and IFRIC 23 tax provision release in the prior year. The group believes that this information assists shareholders in understanding the underlying financial performance of the group by providing a basis for comparison with prior periods unaffected by these one-off non-trading items. Certain financial information presented in these annual financial results constitutes pro forma financial information and is presented for illustrative purposes only. Because of its nature, the pro forma financial information may not fairly present the group's financial position, change in equity, results of operations or cash flows. An assurance report (in terms of ISAE 3420: *Assurance Engagements to Report on the Compilation of Pro Forma Financial Information included in a prospectus issued by the International Auditing and Assurance Standards Board*) has been issued by the group's auditor, PricewaterhouseCoopers Inc., in respect of the pro forma financial information included in this announcement. The pro forma financial information should be read in conjunction with this assurance report on pages 11 and 12 of the reviewed annual results for the year ended 30 September 2025.

Normalised earnings, headline earnings, diluted earnings and diluted headline earnings per share (EPS, HEPS, DEPS and DHEPS)

The groups' reported EPS, HEPS, DEPS and DHEPS are adjusted for the impact of the goodwill impairment in the current and prior year, and for trade and brand names impairments and the impact of the IFRIC 23 tax provision release in the prior year.

The table below presents the adjustments to the items reported:

	As reported Year ended 30 September 2025 Reviewed[1] Rm	Goodwill and trade and brand names impairment Year ended 30 September 2025 Reviewed[2] Rm	Pro forma after adjustments Year ended 30 September 2025 Reviewed Rm	As reported Year ended 30 September 2024 Reviewed[3] Rm	Goodwill and trade and brand names impairment Year ended 30 September 2024 Reviewed[2] Rm	IFRIC 23 provision release relating to uncertain tax positions Year ended 30 September 2024 Reviewed[4] Rm	Pro forma after adjustments Year ended 30 September 2024 Reviewed[3] Rm	Pro forma % change on prior year
Revenue	**95 340**	**–**	**95 340**	85 136	–	–	85 136	12.0
Cost of sales	**(57 388)**	**–**	**(57 388)**	(52 527)	–	–	(52 527)	(9.3)
Gross profit	**37 952**	**–**	**37 952**	32 609	–	–	32 609	16.4
Other income	**964**	**–**	**964**	1 034	–	–	1 034	(6.8)
Operating expenses	**(18 814)**	**–**	**(18 814)**	(16 718)	–	–	(16 718)	(12.5)
Debtors' costs	**(4 101)**	**–**	**(4 101)**	(2 527)	–	–	(2 527)	(62.3)
Operating profit before depreciation, amortisation and capital items	**16 001**	**–**	**16 001**	14 398	–	–	14 398	11.1
Depreciation and amortisation	**(4 909)**	**–**	**(4 909)**	(4 596)	–	–	(4 596)	(6.8)
Operating profit before capital items	**11 092**	**–**	**11 092**	9 802	–	–	9 802	13.2
Capital items	**(374)**	**85**	**(289)**	(2 908)	2 741	–	(167)	(73.1)
Operating profit	**10 718**	**85**	**10 803**	6 894	2 741	–	9 635	12.1
Finance costs	**(3 354)**	**–**	**(3 354)**	(3 447)	–	–	(3 447)	2.7
Finance income	**315**	**–**	**315**	279	–	–	279	12.9
Profit before taxation	**7 679**	**85**	**7 764**	3 726	2 741	–	6 467	20.1
Taxation	**(2 043)**	**–**	**(2 043)**	(1 386)	(43)	(355)	(1 784)	(14.5)
Profit for the year from continuing operations	**5 636**	**85**	**5 721**	2 340	2 698	(355)	4 683	22.2
Loss from discontinued operations	**–**	**–**	**–**	(257)	–	–	(257)	100
Profit for the year	**5 636**	**85**	**5 721**	2 083	2 698	(355)	4 426	29.3
Profit/(loss) attributable to:								
Equity holders of the parent	**5 638**	**85**	**5 723**	2 072	2 698	(355)	4 415	29.6
Non-controlling interests	**(2)**	**–**	**(2)**	11	–	–	11	(118.2)
Profit for the year	**5 636**	**85**	**5 721**	2 083	2 698	(355)	4 426	29.3

Pro forma financial information *continued*

Pro forma headline earnings are adjusted for the goodwill and trade and brand name asset impairment as follows:

	As reported Year ended 30 September 2025 Reviewed[1] Rm	Goodwill and trade and brand names impairment Year ended 30 September 2025 Reviewed[2] Rm	Pro forma after adjustments Year ended 30 September 2025 Reviewed Rm	As reported Year ended 30 September 2024 Reviewed[3] Rm	Goodwill and trade and brand names impairment Year ended 30 September 2024 Reviewed[2] Rm	IFRIC 23 provision release relating to uncertain tax positions Year ended 30 September 2024 Reviewed[4] Rm	Pro forma after adjustments Year ended 30 September 2024 Reviewed[3] Rm	Pro forma % change on prior year
Earnings attributable to ordinary shareholders	**5 638**	**85**	**5 723**	2 072	2 698	(355)	4 415	29.6
Capital items (note 3 in the reviewed condensed consolidated financial statements)	**374**	**(85)**	**289**	3 459	(2 741)	–	718	(59.7)
Taxation effect of pro forma information	**(78)**	**–**	**(78)**	(79)	43	–	(36)	(116.7)
Headline earnings attributable to ordinary shareholders	**5 934**	**–**	**5 934**	5 452	–	(355)	5 097	16.4
Earnings per share (cents)[5]								
Total basic earnings per share from continuing operations	**153.0**	**2.3**	**155.3**	63.4	73.5	(9.7)	127.2	22.1
Total basic earnings per share from discontinued operations	**–**	**–**	**–**	(7.0)	–	–	(7.0)	100.0
Total basic earnings per share[5]	**153.0**	**2.3**	**155.3**	56.4	73.5	(9.7)	120.2	29.2
Total headline earnings per share from continuing operations	**161.0**	**–**	**161.0**	140.2	–	(9.7)	130.5	23.4
Total headline earnings per share from discontinued operations	**–**	**–**	**–**	8.3	–	–	8.3	(100.0)
Total headline earnings per share[5]	**161.0**	**–**	**161.0**	148.5	–	(9.7)	138.8	16.0
Total diluted earnings per share from continuing operations	**151.2**	**2.3**	**153.5**	62.7	72.7	(9.6)	125.8	22.0
Total diluted earnings per share from discontinued operations	**–**	**–**	**–**	(6.9)	–	–	(6.9)	100.0
Total diluted earnings per share[5]	**151.2**	**2.3**	**153.5**	55.8	72.7	(9.6)	118.9	29.1
Total diluted headline per share from continuing operations	**159.1**	**–**	**159.1**	138.6	–	(9.6)	129.1	23.3
Total diluted headline earning per share from discontinued operations	**–**	**–**	**–**	8.2	–	–	8.2	(100.0)
Total diluted headline earnings per share[5]	**159.1**	**–**	**159.1**	146.8	–	(9.6)	137.3	15.9

Notes to the pro forma financial information

1 The current year numbers were extracted without adjustment from the reviewed condensed consolidated financial statements of the group for the year ended 30 September 2025.

2 The adjustment represents the impact of the goodwill and trade and brand names intangible asset impairment.

3 Prior year comparatives have been extracted from the pro forma financial information included in the Pepkor reviewed annual results for the year ended 30 September 2024.

4 The adjustment represents the impact of the IFRIC 23 tax provision release.

5 Pro forma earnings and diluted earnings per share, headline earnings and diluted headline earnings per share are calculated on the same basis and using the same weighted average number of ordinary shares and weighted average number of dilutive ordinary shares as per note 6 of the notes to the reviewed condensed consolidated financial statements of the group for the year ended 30 September 2025 and 2024.

Pro forma constant currency disclosure

The Pepkor group discloses unaudited constant currency information to indicate PEP Africa and Avenida's performance in terms of sales growth, excluding the effect of foreign currency fluctuations. To present this information, current year turnover for these businesses reported in currencies other than South African rand is converted from local currency actuals into rand at the prior period's actual average exchange rates per country. The average exchange rates were calculated using the average monthly exchange rates (determined on the last day of each of the months in the period). The table below sets out the approximate average South African rand cost for one unit as well as percentage change in sales, based on the actual continuing results for the period, in reported currency and constant currency, for the basket of currencies in which these businesses operate.

	Average exchange rate		Reported	Constant
Change in sales on prior year (%)	**2025**	**2024**	**currency**	**currency**
Angolan kwanza	**0.0198**	0.0222	**21.43**	**36.30**
Malawian kwacha	**0.0104**	0.0116	**28.16**	**42.78**
Mozambican metical	**0.2843**	0.2869	**(9.60)**	**(8.77)**
Zambian kwacha	**0.6859**	0.7564	**18.55**	**30.74**
Total PEP Africa			**11.77**	**21.52**
Brazilian real	**3.1410**	3.6030	**(1.60)**	**12.87**

CORPORATE INFORMATION

PEPKOR HOLDINGS LIMITED
('Pepkor' or 'the company' or 'the group')
(Incorporated in the Republic of South Africa)

Executive directors
PJ Erasmus (Chief executive officer)
RG Hanekom (Chief financial officer)

Non-executive directors
WYN Luhabe (Chair)*
P Disberry*
LJ du Preez
HH Hickey*
IM Kirk*
ZN Malinga*
LI Mophatlane*
SH Müller*
NS Ntshingila*
F Petersen-Cook*

* *Independent*

Registration number
2017/221869/06

Share code
PPH

Debt code
PPHI

ISIN
ZAE000259479

LEI
3789006D677C34F69875

Registered address
36 Stellenberg Road, Parow Industria 7493

Postal address
PO Box 6100, Parow East 7501

Telephone
021 929 4800

E-mail
investors@pepkor.co.za

Transfer secretary
Computershare Investor Services Proprietary Limited,
Rosebank Towers, 15 Biermann Avenue, Rosebank 2196

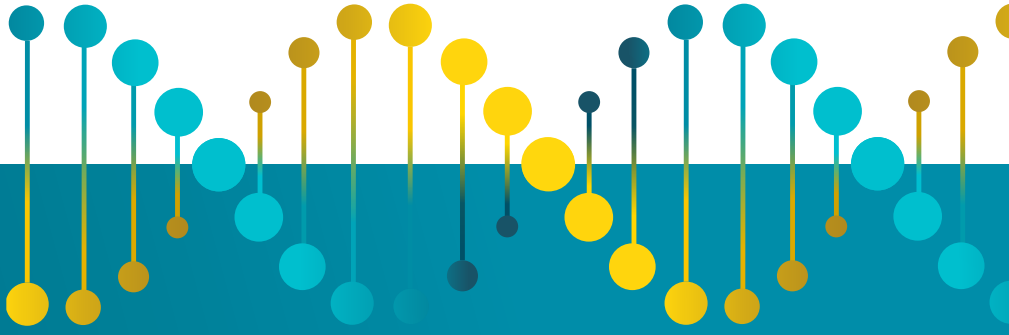
Company secretary
M Allie

Auditor
PricewaterhouseCoopers Inc.

Equity and debt sponsor
Investec Bank Limited

Corporate broker
Rand Merchant Bank (a division of FirstRand Bank Limited)

Announcement date
25 November 2025



PEPKOR

Holdings Limited

www.pepkor.co.za