

**DISTRIBUTION OF INTEGRATED ANNUAL REPORT
AUDITED CONSOLIDATED ANNUAL FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2024–
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B-BBEE ANNUAL COMPLIANCE REPORT**

DISTRIBUTION OF INTEGRATED ANNUAL REPORT

PBT Group shareholders are advised that the Company's integrated annual report ("IAR") containing its audited consolidated annual financial statements ("2024 AFS") and notice of annual general meeting ("AGM") for the year ended 31 March 2024 was published today, Friday, 28 June 2024.

An electronic version of the IAR, the 2024 AFS and the auditor's report thereon will be available on the Company's website at <https://www.pbtgroup.co.za/investor-relations/> from today. A shareholder booklet containing the notice of AGM and a summary of the 2024 AFS will be posted to relevant shareholders on Friday, 5 July 2024. Copies of the IAR, the 2024 AFS and the notice of AGM may be requested from the Company Secretary at anastassia.sousa@pbtgroup.co.za.

2024 AFS – SHORT FORM ANNOUNCEMENT

INTRODUCTION

PBT Group Limited is a leading data, analytics and software engineering professional services organisation delivering enterprise scale solutions and services to an international client base.

PBT Group takes ownership of clients' challenges – transforming their data into tangible assets that greatly assist in streamlining operations as well as their predictive and analytical capabilities.

Technological integration is a key enabler in providing clients with custom-made solutions or services in support of their organisational objectives. As a technology agnostic organisation, PBT Group is best positioned to optimise clients' operations without allowing product or technology to limit their options.

HIGHLIGHTS

CONTINUING OPERATIONS		31 March 2024 (FY2024) ZAR	31 March 2023 (FY2023) ZAR	Year-on- year change %
Revenue	million	1 072	1 041	3.0
Earnings before interest, taxation, depreciation and amortisation	million	139	147	(5.6)
Operating profit	million	132	140	(5.7)
Profit before taxation	million	136	140	(3.1)
Profit for the year	million	97	102	(5.1)
Profit attributable to owners of the parent	million	64	72	(11.2)

Cash generated from operations	million	144	138	4.3
Earnings per share	cents	62.6	82.0	(23.6)
Headline earnings per share	cents	62.7	82.2	(23.8)
Normalised headline earnings*	million	70	77	(8.9)
Normalised headline earnings per share*	cents	67.2	74.8	(10.2)
Total ordinary cash distribution	cents	60	58	3.4
Interim ordinary cash distribution paid	cents	26	25	4.0
Final ordinary cash distribution declared	cents	34	33	3.0

* Normalised headline earnings adjusts for the impact of IFRS 2. This is a more accurate reflection of the underlying earnings generated by PBT Group.

AUDITORS: UNMODIFIED AUDIT OPINION

The 2024 AFS were audited by BDO South Africa Inc, who expressed an unmodified audit opinion thereon. A copy of the auditor's report is included in the 2024 AFS:

<https://www.pbtgroup.co.za/investor-relations/>

DISTRIBUTION DECLARATION

The Company's distribution policy is to consider an interim and a final distribution in respect of each financial year. At its discretion, the Board of Directors may consider a special or ad hoc distribution, where appropriate. Depending on the perceived need to retain funds for expansion or operating purposes, the Board of Directors may also elect not to pay distributions.

On Monday, 24 June 2024, the Board of Directors resolved to declare a capital reduction distribution of 17.00 cents per PBT ordinary share and a dividend distribution of 17.00 cents per PBT ordinary share (collectively "the Distribution"). The total Distribution will equate to R35.4 million.

The implications of the Distribution on shareholders are as follows:

- The gross dividend of 17.00 cents per PBT ordinary share from income reserves will be subject to dividend withholding tax at a rate of 20%. Consequently, a net final dividend of 13.60 cents per share will be distributed to those shareholders who are not exempt from paying dividend tax. In terms of dividend tax legislation, the dividend tax amount due will be withheld and paid over to the South African Revenue Services by a nominee company, stockbroker or Central Securities Depository Participant ("CSDP") (collectively "regulated intermediary") on behalf of the shareholders. All shareholders should declare their status to their regulated intermediary, as they may qualify for a reduced dividend tax rate or exemption.
- The capital reduction distribution of 17.00 cents per PBT ordinary share is not subject to dividend withholding tax as it is paid out of capital reserves. As the capital reduction distribution will be regarded as a return of capital and may therefore have potential capital gains tax consequences, shareholders are advised to consult their tax advisers regarding the impact of the capital reduction distribution.

As at the date of declaration of the Distribution there were 104 163 255 PBT ordinary shares in issue. The Company's income tax reference number is 9725148713.

In compliance with the Companies Act, the Directors confirm and have resolved that the Company will satisfy the solvency and liquidity test immediately after the payment of the Distribution.

In accordance with the provisions of Strate Proprietary Limited, the electronic settlement and custody system used by the JSE Limited, the relevant dates for the Distribution are as follows:

Last day to trade "cum Distribution"	Tuesday, 16 July 2024
First trading day "ex Distribution"	Wednesday, 17 July 2024
Record date	Friday, 19 July 2024
Payment date	Monday, 22 July 2024

No share certificates may be dematerialised or rematerialised between Wednesday, 17 July 2024, and Friday, 19 July 2024, both days inclusive. Only the shareholders recorded in the Company's share register as at record date are entitled to receive the Distribution declared.

Payments for certificated shareholders will be transferred electronically to their bank accounts on the payment date. Shareholders who hold dematerialised shares will have their accounts at their CSDP or stockbroker credited on Monday, 22 July 2024.

This short-form announcement is the responsibility of the Board of Directors of the Company and is extracted from the 2024 AFS. It is therefore a summary of the financial information in the 2024 AFS and does not contain full or complete details of the Company's financial results and is itself not audited.

Any investment decision by investors and/or shareholders should be based on consideration of the full 2024 AFS, included in the Company's IAR, which has been published in accordance with paragraph 3.46A(c) of the JSE Limited Listings Requirements as follows:

Company's website: <https://www.pbtgroup.co.za/investor-relations/>

JSE website: <https://senspdf.jse.co.za/documents/2024/JSE/ISSE/PBGE/YE2024.pdf>

Electronic copies of the IAR containing the 2024 AFS and the auditor's report on the 2024 AFS can be requested from the Company Secretary at no charge via e-mail at the following address: anastassia.sousa@pbtgroup.co.za and are also available for inspection at the Company's registered office (by appointment) during office hours.

NOTICE OF AGM

Notice is hereby given that the next AGM of the shareholders of the Company will be held entirely by electronic communication, on Friday, 2 August 2024 at 10:00, to consider and, if deemed fit, to pass with or without modification all of the ordinary and special resolutions set out in the notice of AGM attached to the IAR.

Participation in the meeting

The Board has determined the following salient dates in respect of the AGM:

	2024
Record date to receive the notice of the AGM	Friday, 28 June
Date of posting the notice of AGM	Friday, 5 July
Last date to trade to be eligible to vote	Tuesday, 23 July
Record date to be eligible to attend, participate and vote at the AGM	Friday, 26 July
For administrative purposes, preferable date by which forms of proxy for the AGM are requested to be lodged, by 10:00am on	Wednesday, 31 July
AGM at 10:00am	Friday, 2 August
Results of AGM published on SENS on	Friday, 2 August

B-BBEE ANNUAL COMPLIANCE REPORT

In accordance with paragraph 16.21 (g) and Appendix 1 to Section 11 of the JSE Limited Listings Requirements, notice is hereby given that the Company's annual compliance report in terms of section 13G(2) of the B-BBEE Act, as submitted to the Broad Based Black Economic Empowerment Commission, is available on PBT's website at <https://www.pbtgroup.co.za/investor-relations/>

Registered Office

PBT House
2 Mews Close
Waterford Mews
Century City
7441

By order of the Board:

Tony Taylor
Non-Executive Chairman

Elizna Read
Chief Executive Officer

28 June 2024
Cape Town

Sponsor



Questco Corporate Advisory Proprietary Limited