INTEGRATED REPORT

2025

For the year ended 28 February 2025

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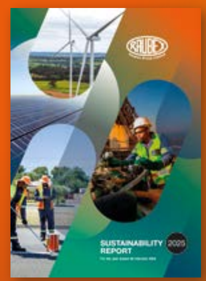
Terms of reference

The abbreviations and definitions used throughout this Integrated Report are detailed on pages 219 and 220.

Other documents available on the website:



Sustainability Report

Notice of Annual General Meeting

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ESG Summary Report

The reporting suite is available on our website: **www raubex.com**

Key facts

FOR THE YEAR ENDED 28 FEBRUARY 2025

Increased ↑ Decreased ↓ Unchanged →

21.0%	↑	Revenue **R21.08 billion** (2024: R17.43 billion)
1.3%	↑	Operating profit **R1.56 billion** (2024:R1.54 billion)
25.9%	↑	Headline earnings per share **599.8 cents** (2024: 476.3 cents)
27.5%	↑	Earnings per share **601.7 cents** (2024: 472.1 cents)
31.8%	↑	Cash generated from operations **R2.51 billion** (2024: R1.90 billion)
8.2%	↑	Net asset value **R7.15 billion** (2024: R6.61 billion)
23.4%	↓	Capital expenditure **R1.35 billion** (2024: R1.76 billion)
10.3%	↑	Order book **R28.18 billion** (2024: R25.55 billion)
27.7%	↑	Total dividend per share **198 cents** (2024: 155 cents)

B-BBEE (Construction Sector Codes) **Level 1** (2024: Level 1)	→	
Employees **9 239** (2024: 8 276)	↑	11.6%
Total workforce (including indirect employees) **19 219** (2024: 17 596)	↑	9.2%
HDSAs in SA workforce **87.0%** (2024: 86.0%)	↑	100bp
Women in total workforce **17.7%** (2024: 17.5%)	↑	20bp
Training and development spend **R46.8 million** (2024: R35.3 million)	↑	32.6%
CSI spend **R30.1 million** (2024: R22.1 million – restated)	↑	36.2%
LTI rate (target less than 1.00) **0.37** (2024: 0.44)	↓	0.07
Carbon emissions (CO_2e) **272 120t** (2024: 171 951t)	↑	58.3%
Total electricity consumed **29 718mWh** (2024: 26 917mWh)	↑	10.4%
Total water consumed[1] **65 736ML** (2024: 11 436ML)	↑	474.8%

1. *The reason for the sharp increase this year is that Raubex is now also including the water consumed from boreholes, dams and mines.*

Scope and boundary of the Integrated Report

The Board is pleased to present this Integrated Report, which covers the activities and performance of Raubex and all its operating subsidiaries, joint ventures and branches, both local and international, for the year ended 28 February 2025.

The report aims to provide a balanced, comprehensible and complete view of the business by reporting on the financial and non-financial performance of the Group, to enable stakeholders to make an informed assessment of Raubex.

N12 Delmas

The Board acknowledges its responsibility to ensure the integrity of this Integrated Report and has considered the volume and complexity of the information included in the Integrated Report. To this end, the Board is of the opinion that it does not warrant a summarised version.

The Integrated Report highlights opportunities, risks and material issues which the Group faces in the normal and ordinary course of business. Key consideration was also given to the environmental and social impact of the Group's activities and the sustainability of its operating activities while compiling the report.

There are no material changes to the content of this Integrated Report compared to the 2024 Integrated Report, other than enhancements where appropriate. The Notice of Annual General Meeting as well as the Sustainability Report for the year ended 28 February 2025 are standalone documents and both these reports are available on the Company's website. The Notice of Annual General Meeting is the only document that will be posted to shareholders. Hard copies of the Integrated Report are available from the Company Secretary. A Summarised Sustainability Report section is still included in this Integrated Report.

Reporting frameworks

This Integrated Report is presented in accordance with IFRS, the Companies Act, the Listings Requirements and King IV™. The aim of the framework is to provide relevant, reliable, comparable and comprehensive information pertaining to the business operations and capital employed by the Group.

As required by the Listings Requirements, the Group has published its King IV™ application register on its website at www.raubex.com.

Disclaimer

The Integrated Report may contain certain forward-looking statements concerning the Group's operating environment, financial performance, strategy and growth expectations. Such views involve both known and unknown risks, assumptions, uncertainties and important factors that could materially influence the actual performance of the Group. No assurance can therefore be given that these views will prove to be correct and no representation or warranty, expressed or implied, is given as to the accuracy or completeness of such views.

The Integrated Report and Sustainability Report for the year ended 28 February 2025 was published on the Company's website and the Notice of Annual General Meeting was posted to shareholders on 27 June 2025.

Assurance

The Annual Financial Statements have been audited by PricewaterhouseCoopers Inc. and their Independent Auditor's Report commences on page 92 of this Integrated Report.

The internal audit function of Raubex is currently performed by KPMG. Internal audit activities are conducted in accordance with the Standards for the Professional Practice of Internal Auditing published by the Institute of Internal Auditors. The Board has adopted a combined assurance model to assure various aspects of the business operations and has received assurance from the third and fourth lines of defence, provided by KPMG and PwC. The Audit Committee provides the Board with comfort pertaining to the reliability of the information presented in this Integrated Report.

The Sustainability Report has not been independently assured. However, the process used for the collection and verification of the data and the internal audit process has been externally verified by an independent third party.

All operating subsidiaries are subject to an annual independent B-BBEE verification audit by a SANAS accredited verification agency, Empowerlogic. Notice is hereby given that the Company's Annual B-BBEE Compliance Report in terms of section 13G(2) of the B-BBEE Act has been published on the Company's website.

Materiality

This Integrated Report aims to disclose information about matters that substantially affect the ability of the Group to create value over the short, medium and long term. The Group's material matters are covered throughout this Integrated Report with specific reference to the Group's strategic objectives set out on pages 16 to 21, the material risks and opportunities set out on pages 26 to 37. The performance of the Group is set out on pages 46 to 48 and the outlook on pages 44 and 45.

The process for determining materiality starts at subsidiary company level, where material matters are reported through to divisional executives at monthly meetings. All material matters are escalated to Exco by divisional executives and further deliberated at the relevant statutory committees of the Company. Matters that are more strategic in nature which arise at Exco and Board level are assessed for materiality when preparing the disclosures contained in this Integrated Report. The above process culminates in the recommendation of the Integrated Report for approval by the Board.

Approval of the Integrated Report

The Board confirms its responsibility to ensure the integrity of this Integrated Report, the content of which has been collectively assessed by the Board and in its opinion, addresses the material issues which could potentially impact the performance of the Group.

The Integrated Report was approved by the Board on 17 June 2025.

Howard Quarry

Our history

In 1974, a dream took root with a loan of R27 000 from a mother's pension savings and a humble team of 45 employees. Raubex was more than just a new name in the construction sector; it was founder Koos Raubenheimer's pledge, at the age of 31, to build a future for South Africa, one solid, enduring structure at a time.

Our first challenge? A bridge over the Vet River – a modest contract that laid the groundwork for a legacy of excellence and innovation. This was more than just a bridge; it was a passage to the future, connecting communities, facilitating commerce, and embodying the resilience and determination of a nation on the brink of transformation.

As the decades unfolded, so our ambitions grew. The 1970s and 80s saw Raubex not only fortifying its reputation through the construction and maintenance of roads and bridges but also pioneering the industry in crushing operations, scaling mountains, and spanning rivers. Each project, from the Vaal River Bridge to the expansive roads from Kroonstad to Koppies, wasn't just about asphalt and aggregates; it was about laying down paths to possibilities.

Crossing borders in the late 80s, Raubex's hands shaped the terrains of most neighbouring countries starting with Lesotho, crafting access roads and infrastructure for the Lesotho Highlands Water Project. And as the world watched, we planted our flag firmly on the international stage.

The turn of the millennium brought new challenges and with them, new opportunities. Strategic acquisitions and innovations became our tools as we prepared for a landmark moment – the 2007 JSE listing. This wasn't just a corporate milestone; it was a celebration of decades of dedication, a testament to the belief that from humble beginnings, giants are indeed born.

Founded/Established | Acquired | Full ownership | Sold

1974

Founded by Koos Raubenheimer and awarded first contract to construct a bridge over the Vet River near Bultfontein in the Free State

1982

Founded Raumix (Pty) Ltd (later to become Raumix Aggregates)

1997

Founded Roadmac Surfacing (Pty) Ltd

2001

Founded Roadmac Surfacing Cape (Pty) Ltd

2006

- **Acquired 100%** of Milling Techniks (Pty) Ltd

Formed Raubex Group Limited to become the ultimate holding company of the Group in anticipation of listing on the JSE

2007

- **Acquired 100%** of SPH Kundalila (Pty) Ltd
- **Acquired** controlling stake in Canyon Rock (Pty) Ltd (Rossway and Rosslyn quarry operations in Gauteng)
- **Acquired 100%** of National Asphalt (Pty) Ltd
- **Acquired 100%** of Queenstown Quarries (Pty) Ltd and Aliwal Dolorietgroewe (Pty) Ltd

Listed on the JSE on 20 March 2007

2008

- **Acquired 100%** of Space Construction (Pty) Ltd (later became Raubex KZN (Pty) Ltd)
- **Acquired 100%** of B&E International (Pty) Ltd
- **Acquired 100%** of Thaba Bosiu Construction (Pty) Ltd and Zamori Construction (Pty) Ltd (later merged into Raubex Construction (Pty) Ltd)
- **Acquired 100%** of the asphalt business of Akasia Road Surfacing (Pty) Ltd (later consolidated into National Asphalt)

2011

Acquired 51% of Burma Plant Hire (Pty) Ltd

2012

- **Acquired 80%** of Strata Civils (Pty) Ltd
- **Acquired 100%** of Comar Plant Design and Manufacturing (Pty) Ltd
- **Established** the **Infrastructure Division** through the acquisition of 80% of L & R Civil (Pty) Ltd and the founding of Raubex Infra (Pty) Ltd, Raubex Building (Pty) Ltd and Raudev (Pty) Ltd

2013

Acquired 100% of Tosas (Pty) Ltd

2014

- **Acquired 70%** of the OMV (Pty) Ltd aggregate and gypsum operations in Stilfontein and Potchefstroom
- **Acquired 60%** of Shisalanga Construction (Pty) Ltd
- **Acquired** strategic quarry operations from Buildmax Aggregates and Quarries, including Crushco and Alfa Sandworks
- **Acquired 70%** of Empa Structures (Pty) Ltd

Our history (continued)

2015

Acquired 74% of Belabela Quarries (Pty) Ltd, a commercial quarry operation in Botswana

2016

Acquired 100% of OMV Kimberley (Pty) Ltd

2017

Acquired 74% of Lime Sales Ltd, a metallurgical dolomite quarry in Moorreesburg

2018

- **Acquired 70%** of Westforce Construction in Western Australia
- **Acquired 70%** of Metadynamics through OMV (Pty) Ltd
- **Acquired 49%** of Transkei Quarries through Raumix Aggregates (Pty) Ltd
- **Acquired 70%** of Donkerhoek Quarry through Raumix Aggregates (Pty) Ltd

2019

Established Raubex Construction (Pty) Ltd (Australia), incorporated in order to operate in the roads and earthworks and general civil engineering construction market in Western Australia

2021

- **Acquired** a **27.73%** stake in Arcadia Minerals Limited, a Namibian diversified explorer, mainly focused on battery metals with current prospecting opportunities in tantalum, nickel, lithium and copper
- **Acquired** a **9.56%** stake in Vanadium Resources Limited (VR8). VR8 is a junior vanadium developer who owns 74% of the Steelpoortdrift Vanadium licensed mining project in Limpopo, South Africa

2022

- **Acquired** controlling stake in Bauba Resources Limited, a mining company with various mineral reserves under license

2023

- **Acquired the remaining 30%** of Donkerhoek Quarry through Raumix Aggregates (Pty) Ltd
- **Acquired the remaining 30%** of Metadynamics through OMV (Pty) Ltd
- **Acquired 100%** of Dune Resources (Pty) Ltd (Dune Resources) through SPH Kundalila (Pty) Ltd, Dune Resources in turn owns 65% of Namli Exploration and Mining (Pty) Ltd (Namli), who holds an exploration right
- **Acquired 49%** of Stopetek Properties (Pty) Ltd through OMV (Pty) Ltd, Stopetek Properties in turn holds 51.8% in Attaclay (Pty) Ltd, a producer of bentonite and attapulgite through its opencast mining operations

2024

- **Acquired 100%** in Naboom Mauritius Mining Company Limited (Naboom) through Bauba. Naboom owns 74% of Naboom SA, who holds mining rights for chrome in Limpopo. The Group effectively owns 65.01% of Naboom and 48.11% of Naboom SA
- **Established** Roadmac Australia (Pty) Ltd

2025

- **Acquired 100%** of ABI 2 (Pty) Ltd (Raubex Property Investments (Pty) Ltd)
- **Acquired** the remaining **30%** of Empa Structures (Pty) Ltd

Felicia Msiza was announced as the African Business Leader of the 2025 Year by the African Leadership Magazine.

Our vision and mission

To be the African leader in road and civil engineering contracting, as well as in the provision of construction materials and mining services, whilst meeting all stakeholder expectations.

Our core values

Raubex subscribes to the following core values in its dealings with stakeholders and execution of work:

- Integrity
- Quality
- Professionalism
- Safety

1

About Raubex

Grow the Group at a measured pace through strategic acquisitions. Focus on development of skills and unlocking of synergies within the Group.

GROWTH

Raubex at a glance

Raubex is one of South Africa's leading infrastructure development and construction materials supply groups. Established in 1974, Raubex listed on the JSE in March 2007 and operates throughout southern Africa and Western Australia. As a Level 1 B-BBEE Group, Raubex has over 9 000 employees and is focused on ensuring high levels of integrity, professionalism and quality in all of its work.

Raubex aims to be the African leader in road and civil engineering contracting and the provision of construction materials and mining services, whilst meeting all stakeholder expectations.

Effective 1 March 2025, the Group will consist of five divisions.

The Group consists of four divisions, namely:

Materials Handling and Mining Division

The **Materials Handling and Mining Division** specialises in materials handling and screening services as well as contract mining. The division is also a leading provider of mobile crushing solutions for remote projects and mining sites.

Construction Materials Division

The **Construction Materials Division** specialises in the supply of aggregates from commercial quarries, asphalt, and value-added bituminous products.

Roads and Earthworks Division

The **Roads and Earthworks Division** specialises in road construction and earthworks as well as road surfacing and rehabilitation. This includes the laying of asphalt, chip and spray, surface dressing, enrichments and slurry seals.

Infrastructure Division

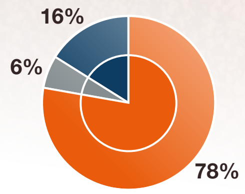
The **Infrastructure Division** specialises in disciplines outside the road construction sector, including energy (with a specific focus on renewable energy), facilities management, telecommunications, housing infrastructure projects and commercial building refurbishment and construction.

For more detail on each of these divisions, refer to pages 49 to 69 of this Integrated Report.

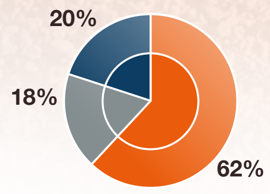
Geographical footprint

Raubex currently has active operations in seven countries, with the operations in Mozambique still suspended due to political unrest. The contributions to revenue and operating profit by the international operations were 22% (2024: 25%) and 38% (2024: 30%), respectively.

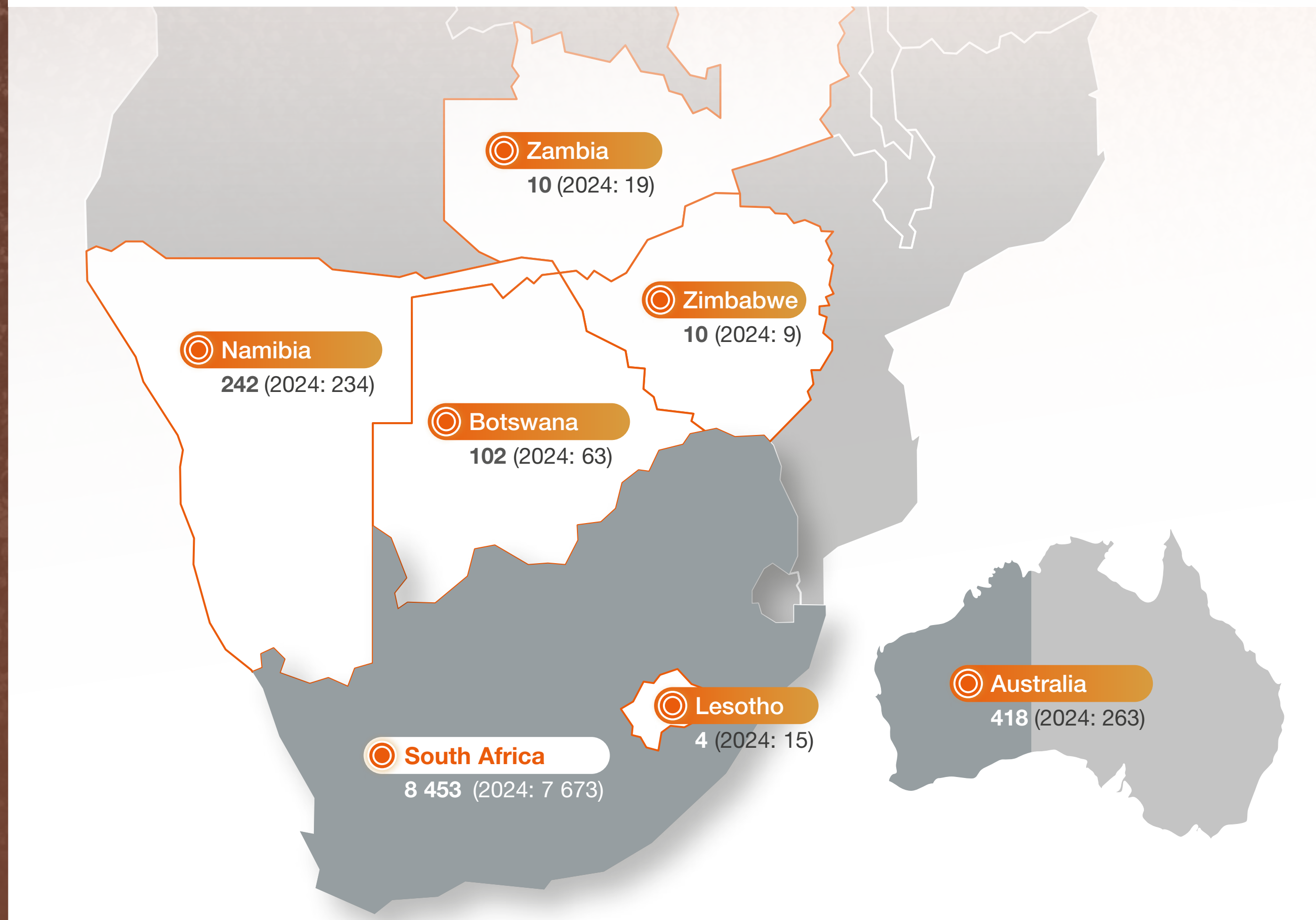
Revenue



Operating profit



South Africa | Rest of Africa | Australia



Total
9 239
(2024: 8 276)

Raubex had 9 239 employees as at 28 February 2025 of which 92% work in South Africa, 4% in Rest of Africa and 4% in Western Australia.

Raubex business model

Inputs → Business activities and processes → Outputs

Inputs

Financial capital
- Borrowings: R2.27 billion
- Equity: R7.15 billion
- Gearing: 31.7%

Manufactured capital
- Property, plant and equipment: R5.58 billion
- Investment property: R332.3 million
- ROU assets: R111.2 million
- Capital expenditure: R1.35 billion
- Proceeds on disposal: R54.8 million

Intellectual capital
- Mining rights
- Asphalt and bitumen technology
- Systems, procedures and protocols
- Leading brands and reputation
- Over 50 years' industry experience
- CIDB registration and industry accreditations

Human capital
- Diversified Board of Directors
- Strong management team
- Experienced workforce
- Ongoing training and skills development
- Total employees: 9 239

Social and relationship capital
- Stakeholder engagement
- CSI spend: R30.1 million
- Employee and community development trusts
- Empowered communities through contract participation goals
- Contribution to the VRP (page 59 of the Sustainability Report)
- Level 1 B-BBEE status

Natural capital
- Right to access geological resources
- Rehabilitation provisions
- Electricity and water
- Bitumen
- Diesel

Business activities and processes

Materials Handling and Mining Division
- Mobile crushing and screening
- Contract mining
- Beneficiation plant
- Bulk commodity materials handling

Construction Materials Division
- Commercial crushing
- Asphalt production
- Bitumen

Roads and Earthworks Division
- Earthworks
- Compaction
- Structures
- Milling
- Asphalt paving
- Road marking

Infrastructure Division
- Retail and hospitality
- Building
- Electricity
- Housing
- Facilities management
- Telecoms
- Water

Analyse → Tender → Procure → Engineer → Execute

Outputs

Construction products
- Aggregate
- Asphalt
- Bitumen
- Gypsum
- Finishing plaster
- Chrome

Construction services
- Road construction
- Road surfacing
- Road rehabilitation
- Runways
- Earthworks
- Bridges
- Concrete structures
- Township development
- Residential housing
- Commercial buildings
- Facilities management
- Water infrastructure, dams and pipelines
- Electrical infrastructure
- Renewable energy
- Landfill sites

Mining services
- Materials handling and processing
- Contract mining
- Crushing and screening
- Load and haul
- Plant design and engineering
- Plant hire

UN SDGs applicable to Raubex
8 Decent work and economic growth
9 Industry, innovation and infrastructure
10 Reduced inequalities
11 Sustainable cities and communities
12 Responsible consumption and production

Strategic objectives

Raubex has identified the following strategic objectives as key to its future growth and performance:

Objectives	Focus 2025	Progress during 2025	Focus for 2026
Profitability Focus on profitability and quality order book.	Focus on the efficient execution of the secured order book.	Good results were reported by the Group with revenue increasing 21.0% from R17.43 billion to R21.08 billion and operating profit increasing 1.3% from R1.54 billion to R1.56 billion with an order book of R28.18 billion, up 10.3%.	Continue to focus on the successful execution of the secured order book.
	➤ Continue to procure high-margin work using selective tendering and implemented procedures to prevent over-trading. ➤ Maintain a diversified order book to limit exposure to any one type of customer. ➤ Increase the private and international customer base. ➤ Increase Toll Concessionaires' contracts.	➤ The year was marked by no over-trading and procurement of high-margin work due to a more selective tendering approach. ➤ Tender activity has shown a notable increase across multiple sectors, particularly among Toll Concessionaires and Other Parastatals with work volumes increasing by 7.7% and 7.6% respectively compared to the 2024 financial year.	➤ Continue to procure high-margin work using selective tendering and implemented procedures to prevent over-trading. ➤ Further diversification of the order book to limit exposure to any one type of customer. ➤ Continue to increase the private and international customer base. ➤ Further increase of Toll Concessionaires' contracts.
	➤ Focus on rental and occupancy of Woodwind Estate's complexes, Dulcian Manor and Bassoon Park, to build an investment case for potential sale over the short to medium term. ➤ Continue to monitor the housing market in the area for signs of demand growth which will allow for further roll-out of new complexes in Woodwind Estates.	The investment properties Dulcian Manor (128 residential units) and Bassoon Park (150 residential units) are considered strategic assets within the Group's portfolio. Both properties are advancing towards maturity as stable, yield-generating investments and are expected to hold strong appeal for prospective purchasers.	➤ Continue to build an investment case for the potential sale over the short to medium term of the investment property. ➤ Continue to monitor the housing market in the area for signs of demand growth which will allow for further roll-out of new complexes in Woodwind Estates.
	Focus on executing the Lufhereng Integrated Urban Development project based on the additional budget allocated by the Government.	Multiple contractors are currently on site undertaking the installation of essential infrastructure to support the internal service requirements of various housing typologies. These include Breaking New Ground (BNG) units, Finance-Linked Individual Subsidy Programme (FLISP/FHF) units, social housing units managed by JOSHCO, and bonded housing units.	Focus on executing the Lufhereng Integrated Urban Development project based on the additional budget allocated by the Government.
	Continue to focus on the remaining 16-year Beitbridge Border Post operation and maintenance contract project.	The maintenance contract project at the Beitbridge Border Post is ongoing and continues to provide a stable revenue stream.	Continue to focus on the remaining 15-year Beitbridge Border Post operation and maintenance contract project.
	Continue to monitor the situation in Mozambique to assess the possible resumption of operations during FY2025.	Operations remained suspended for the year with an optimistic view of resuming operations in FY2026.	Resumption of crushing operations in Mozambique during FY2026.
	➤ Further improve the focus on community engagement, production monitoring and efficiencies at site level. ➤ Promote inter-group synergies.	➤ Dedicated expert personnel are assigned to each project to ensure the achievement of community participation targets for all clients. ➤ Continued engagement with communities and stakeholders on inefficiencies caused by community unrest and disturbances. ➤ The R2.4 billion African Clean Energy Development (ACED) wind farm project in the Northern Cape has leveraged intercompany synergies across five Group subsidiaries – Raubex Infra, Empa Structures, Raubex Construction, B&E International, and SPH. This collaborative approach has enhanced operational efficiency and resource optimisation.	➤ Continuously improve the focus on community engagement, production monitoring and efficiencies at site level. ➤ Build on the inter-group initiatives to make optimum use of the synergies in the Group.
	Continue to focus on initiatives to expand volumes and reduce costs and overheads in the Construction Materials Division.	The operating profit margin of the Construction Materials Division increased to a satisfactory 10.6% (2024: 4.8%).	Focus on initiatives to reduce costs and overheads in the Materials Handling and Mining Division.
	Focus on the efficient execution of the final phase of restructuring of the asphalt business in KZN.	The recently restructured asphalt business is exceeding performance expectations, operating with improved efficiency and profitability on a reduced cost base.	➤ Continue to supply high-quality asphalt along the N2 and N3 corridors in KZN to support ongoing infrastructure projects and maintenance requirements. ➤ Focus on implementing advanced asphalt technology.
	➤ Finalise the consolidation of quarries in the northern parts of the country. ➤ Evaluate the effect of the cost management tool roll-out on the Group quarries. ➤ Continue to focus on strategic acquisitions in areas where the life of mine of quarries is coming to an end.	➤ The consolidation of the quarries in the northern parts of the country was completed during the year. ➤ The cost management tool was successfully implemented and adopted across the Group's quarries during the year, tailored to address the specific operational requirements of quarry activities. ➤ During the year, a strategic quarry acquisition was undertaken to facilitate entry into a new market segment. The transaction is currently in its final stages, pending approval from the Competition Commission.	➤ Capitalise on sales opportunities presented by the newly commissioned Rossway sand crushing and washing plant. ➤ Continue to focus on strategic acquisitions in areas where the life of mine of quarries is ending.

Strategic objectives (continued)

Objectives	Focus 2025	Progress during 2025	Focus for 2026
Growth Grow the Group at a measured pace through strategic acquisitions. Focus on development of skills and unlocking of synergies within the Group.	➤ Continue to focus on the efficient execution of the Namdeb and Senqu River Bridge JV projects. ➤ Continue to successfully execute the current order book and maintain a cautious approach to tendering in Africa.	➤ The Senqu River Bridge project in Lesotho is progressing well and has reached approximately 60% completion to date. ➤ The flagship Namdeb Project in Namibia for the provision of mining services to Southern Coastal Mines has been consistent in its performance.	➤ Focus on the efficient execution and successful close out of the Senqu River Bridge JV project. ➤ Continue to focus on the efficient execution of the Namdeb project. ➤ Continue to investigate opportunities in new geographies in line with diversification and growth strategy.
	➤ Continue to focus on the profitable execution of the mining opportunities on key investments made in Bauba and Attaclay. ➤ Achieving steady state production at Kookfontein and Moeijelijk mines.	➤ The Bauba business faced numerous operational challenges, especially at the Moeijelijk mine, where the current third-party mine operator, appointed on 1 March 2024, was unable to meet the production capacity targets. ➤ It was a year of two halves for Bauba with the 2H2025 being weaker than 1H2025, mainly due to the deterioration of the chrome price. ➤ Attaclay, a bentonite mine located in Steelpoort, continued to perform well.	➤ Prioritise the commissioning of the PGM Plant at Kookfontein mine.
	➤ Focus on the successful completion of the Unilim and Power Park units.	The Unilim Project was completed during the year, with only minor electrical work and final commissioning remaining. The initial phase of the Power Park Student Housing Project was completed.	Continue with the roll-out of the next phases of the Power Park units.
	Continue exploring opportunities to participate in the South African ERRP.	No significant projects were tendered for the year under review.	Continue exploring opportunities to participate in the South African ERRP initiative.
	Continue to focus on the commercial building sector with potential opportunities in the retail and hospitality sector.	Raubex Building has recently been awarded a R2.3 billion tender to repair and upgrade the Parliament building in Cape Town, following the devastating fire in 2022.	➤ Focus on the efficient execution of the Parliament building project. ➤ Continue to focus on the commercial building sector with potential opportunities in the retail and hospitality sector.
	➤ Further investigate opportunities in the pit dewatering space at the mines in the Pilbara. ➤ Promote and establish Roadmac as a seal contractor in Western Australia.	➤ The operations in Western Australia continued to perform well, with the Group gaining market share in this region. Revenue increased 3.4% from R3.32 billion to R3.43 billion and operating profit increased 9.1% from R278.6 million to R303.9 million, with a secured order book of R1.74 billion. ➤ No significant tendering activity occurred for pit dewatering projects at Pilbara mines during the year under review. ➤ Roadmac, the surface dressing company, has been successfully resourced and is building a strong order book.	➤ Further investigate opportunities in the pit dewatering space at the mines in the Pilbara. ➤ Continue to investigate further expansion to our service offering in the mining environment, water and telecommunication infrastructure. ➤ Continue to focus on the brand establishment of Roadmac as a seal contractor in Western Australia.
	Focus on: ➤ the preservation of the Balance Sheet; ➤ converting profits into cash; and ➤ strategic capex spend.	➤ The Group's net asset value increased to R7.15 billion from R6.61 billion in the financial year. ➤ Increased bank facilities (including guarantees and asset-based finance) on the back of the strong Balance Sheet.	Focus on: ➤ the preservation of the Balance Sheet; ➤ converting profits into cash; and ➤ strategic capex spend.
	Continue to build on the optimisation and realisation of synergies between the different business units.	➤ Regular meetings between the CEO, COO, and divisional MDs to ensure synergies were maximised and realised. ➤ All divisional MDs attend each other's divisional meetings every second month.	Continue to build on the optimisation and realisation of synergies between the different business units.
Preferred supplier To become the leading supplier in the Infrastructure Development and Mining sectors.	Maintain relationships with the client base in the affordable housing and commercial building sector and deliver a quality product.	The affordable housing projects continue to develop well as the property market is being stimulated by interest rate cuts.	Maintain relationships with the client base in the affordable housing and commercial building sector and deliver a quality product.
	Further expansion in the Western Cape as a construction partner.	Raubex Building is currently serving as the development partner on the Newinbosch project valued at R203.8 million. Two additional contracts related to the project, with a combined value of R248.9 million, have been secured and are scheduled to commence on 1 May 2025.	Further expansion in the Western Cape as a construction partner.
	Continue to partner with strategic private developers.	The Orlando Towers and Power Park Student Housing projects were completed during the year. Raubex Building was also awarded the second phase of the Power Park Student Housing project, comprising 1 548 beds, with a contract value of R272.0 million.	Continue to partner with strategic private developers.
	Focus on the successful completion of the Tailings Facility project at Kookfontein and continue to explore mining infrastructure opportunities.	Raubex Construction completed the Tailings Facility contract for the Kookfontein opencast chrome mine during the year.	Continue to explore and promote Raubex Construction as a key player in mining infrastructure opportunities.
	Focus on the successful completion of the Aggeneys project and continue to target strategic private housing developers, with focus on infrastructure and electrical work.	The Aggeneys project was placed on hold during the year due to various circumstances. The current intention remains to resume and complete the project once conditions allow work to recommence.	Focus on the successful completion of the Aggeneys project and continue to target strategic private housing developers, with focus on infrastructure and electrical work.
	Maintain Level 1 B-BBEE rating on the Construction Sector Codes.	Maintained Level 1 B-BBEE rating on the Construction Sector Codes.	Maintain Level 1 B-BBEE rating on the Construction Sector Codes.
	Maintain the required black ownership level of the quarrying entities regulated by the Mining Charter III.	Maintained the required black ownership level of the quarrying entities regulated by the Mining Charter III.	Maintain the required black ownership level of the quarrying entities regulated by the Mining Charter III.

Strategic objectives (continued)

Objectives	Focus 2025	Progress during 2025	Focus for 2026
Renewables sector Grow market share in the renewables sector (public and private) both locally and internationally.	Continue focusing on negotiations with preferred bidders in the Eskom REIPPPP to secure future work.	Raubex Infra strategically shifted its focus toward the private renewables sector. This was supported by an increase in tender activity within the private sector during the year.	Continue focusing on the private renewables sector as well as negotiations with preferred bidders in the Eskom REIPPPP to secure future work by tendering on the following bid windows.
	› Focus on the efficient execution of the ACED contracts. › Finalise and reach financial close on the third ACED legal contract to the value of R800 million. › Continue pursuing private renewable opportunities in the wind generation space. › Focus on the private Photo Voltaic sector.	› The Northern cluster wind energy project for ACED valued at R2.4 billion is progressing well. › Progress across the various Solar PV projects in the Northern Cape has been positive, with all projects advancing according to plan.	› Focus on the efficient execution of the ACED contracts. › Continue pursuing private renewable opportunities in the wind generation space. › Focus on the private Photo Voltaic sector.
	Continue to increase market share in the renewables sector.	Westforce Construction successfully secured its fourth and fifth wind farm contracts during the year further strengthening its position in the renewable energy sector.	Continue to increase market share in the renewables sector.
Technology Be at the forefront of new technologies and products.	Continue to be at the forefront of new technologies and products and remain the leader/preferred supplier in the bitumen and asphalt industry.	› Tosas remained the preferred supplier of bitumen in the industry. › National Asphalt has implemented automated workshop maintenance schedules across all plants to ensure regular preventative maintenance and enhance operational efficiency. › National Asphalt implemented the Lastrada laboratory software for asphalt testing, becoming the first company in South Africa to adopt this advanced system. › A new, modern ERP system, Acumatica, was successfully implemented at Tosas, Raumix Aggregates, and OMV.	Continue to be at the forefront of new technologies and products and remain the leader/preferred supplier in the bitumen and asphalt industry.
	Continue with the SANAS accreditation and Manual 35 product development.	All laboratories at National Asphalt have been upgraded to facilitate Manual 35 testing and design requirements.	Continue with the SANAS accreditation and Manual 35 product development.
Public Private Partnerships ("PPP") Target PPP project opportunities.	› Continue to explore opportunities to selectively participate in PPP projects that meet the Group's required risk and reward profile. › The South African Border Post PPP tender is scheduled to close in September 2024. › Focus on other cross border opportunities in the optimisation of border posts in Africa.	› No new contracts were secured due to delays in the bidding process. › The South African Border Post PPP tender was submitted and has completed the evaluation phase. The bid validity period has been extended by six months, and the process is currently under review by the National Treasury.	› Continue to explore opportunities to selectively participate in PPP projects that meet the Group's required risk and reward profile. › Awaiting the award of preferred bidder status on the Border Post PPP. › Focus on other cross border opportunities in the optimisation of border posts in Africa.
Our people Develop, retain, and ensure the wellness and safety of our people.	› Implementing a talent management programme incorporating succession and retention planning. › Implementing performance review processes to determine the development needs of lower to middle management employees. › Expand Training Centre services. › Monitor the "I am a Safety Leader Campaign" roll-out and implementation.	› A talent management programme, SAP SuccessFactors, has been implemented and is scheduled to go live in September 2025. The system is designed to support talent retention by enhancing employee engagement, career development, and performance management. › The Training Centre completed its training warehouse and was awarded QCTO accreditation, enabling it to facilitate the training of Diesel Mechanics for the Group. › E-learning opportunities were made available to employees through the LinkedIn Learning platform, supporting continuous professional development. › The "I Am a Safety Leader" campaign was successfully rolled out during the year, reinforcing the Group's commitment to a proactive safety culture.	› Roll out the implementation of the talent management programme incorporating succession and retention planning. › Enhance performance review processes to determine the development needs of lower to middle management employees. › Expand Training Centre services. › Monitor the "I am a Safety Leader Campaign" implementation.
	Continued implementation of the retention strategy to retain critical skills.	The retention scheme was renewed and expanded to additional participants for the three years starting 1 March 2024.	Continued implementation of the retention strategy to retain critical skills.
	Further consultation will take place and depending on the final regulations which will result in a process whereby employment equity plans will be re-drafted.	The Draft Regulations on Proposed Sectorial Targets was published in the Government gazette on 1 February 2024 for public input. The window for public input closed on 2 May 2024. In December 2024 the new Amendment Act was published and the new Regulations on Proposed Sectorial Targets were published in April 2025.	Further consultation will take place and depending on the final regulations will result in a process whereby employment equity plans will be re-drafted.
	Once the new targets are promulgated, new plans will be drafted to align with the new sector targets.	The current workforce is being analysed and results will be compared to the new targets in the Regulations. The new Employment Equity Plan will be drafted as well as submitted and will come into effect 1 September 2025.	Once the new targets are promulgated, new plans will be drafted to align with the new sector targets.
ESG Develop and implement a comprehensive Group ESG strategy.	Set a baseline for ESG targets and strategic KPIs.	The establishment of baseline metrics for ESG targets and strategic KPIs is in progress. The Group's diverse operations add complexity to defining these baseline metrics.	Monitor ESG targets and strategic KPIs.
	Report in accordance with IFRS S1 and S2.	The current sustainability report is compiled in accordance with IFRS S1. In alignment with IFRS S2, Scope 1 and Scope 2 emissions have been disclosed; however, Scope 3 disclosure remains pending.	› Complete Scope 3 disclosures under IFRS S2 to fully comply with IFRS S2 requirements. › Improve the Standard & Poor's Corporate Sustainability Assessment.
	Continue to monitor any changes in legislation relating to the B-BBEE scorecard and ensure compliance.	There were no significant changes in legislation during the year relating to B-BBEE.	Continue to monitor any changes in legislation relating to the B-BBEE scorecard and ensure compliance.
	Continue to monitor the progress and report on compliance in terms of the VRP agreement with Government.	Progress towards the targets set out in the VRP agreement continues to be monitored and compliance with the VRP agreement was maintained with selected VRP contractors to ensure their revenue growth is in line with VRP agreement targets.	We have executed our commitment to the VRP alliance and fully complied with the requirements and necessary reports submitted to the relevant stakeholders.
	The Group remains committed to the R15 million annual payment arrangement.	Strive to meet the targets set out in the VRP agreement with the Government. Three years remain on the VRP agreement.	The Group remains committed to the R15.0 million annual payment arrangement and has achieved the VRP targets as defined in the settlement agreement.

Board of Directors

Non-Executive Director

Rudolf Johannes Fourie (59) | **Non-Executive Chairman**

NDip Marketing Management

Rudolf holds a National Diploma in Marketing Management and was employed as Regional Manager of the Colas Group after completing his studies in 1989. Rudolf joined Raubex in 1997 as Managing Director of the then newly formed Roadmac Surfacing, which under his management grew into the leading road surfacing company in South Africa. Rudolf has more than 20 years' experience in road surfacing and the bitumen industry. He was appointed as CEO of the Group effective 1 March 2010. Effective 31 July 2022, Rudolf retired as CEO and assumed the position as Non-Executive Deputy Chairman from 1 August 2022 with a focus on business strategy and M&A. With the resignation of Freddie Kenney, Les Maxwell was appointed as Acting Chairman with Rudolf being appointed permanent Chairman effective 6 December 2022.

Independent Non-Executive Directors

Setshego Rebecca Bogatsu (62) | **Lead Independent Non-Executive Director**

BCom, MBA

Setshego joined Raubex as an Independent Non-Executive Director effective 1 June 2017. She has over 30 years' professional experience in financial management, procurement and strategic planning. Most recently, she served in senior financial management and procurement positions at Fluor South Africa (Pty) Ltd for 10 years, prior to which she was the CFO at the National Nuclear Regulator. She also held financial management roles at BMW South Africa and Sasol Ltd. Setshego also served as a Non-Executive Director on the board of Pikitup Johannesburg (SOC) Ltd and as member of the Group Remuneration Panel of the City of Johannesburg. She currently serves as Non-Executive Director of TRS Staffing Solutions, a global engineering recruitment agency. As a result of Rudolf Fourie being CEO of Raubex prior to his appointment as Chairman of the Board, Setshego was appointed Lead Independent Non-Executive Director effective 6 December 2022.

Bryan Hugh Kent (80) | **Independent Non-Executive Director**

BCom, FCMA, CA(SA), HDip (Tax), HDip (Company Law)

Bryan joined Raubex as an Independent Non-Executive Director in February 2011. He is an independent financial consultant and has served on the boards of numerous listed and unlisted companies. Bryan was also a partner at PwC for 13 years where he managed the national tax practice and gained considerable experience in the areas of property matters, financial structuring, leveraged buyouts, international taxation and listings.

Nosisa Fubu (46) | **Independent Non-Executive Director**

BCom, CA(SA)

Nosisa has been an Executive Partner: Clients and Markets, Board member and Head of Forensic at KPMG SA. Nosisa successfully led various high-profile investigations in both private and public sectors, resulting in multi-million Rand recoveries. She has deep skills across governance, risk management, ethics, sales and brand reputation management. Nosisa is a nation builder known for cultural intelligence and providing exemplary back-boned ethical and trusted leadership. Nosisa is a qualified Chartered Accountant (SA) and an experienced executive and business leader. She holds 17 years' experience as a partner and nine years as a board member at KPMG and has also completed Graduate of Leadership Programmes at the London and Stellenbosch Business Schools. She also serves on the board of the African Renaissance Capital, a fund established to fund the Thabo Mbeki Foundation, an institution dedicated to the economic, political and cultural development of Africa. Most recently, Nosisa was appointed as an Independent Non-Executive Director on the board of MTN Ghana. Nosisa was appointed Non-Executive Director at Raubex effective 6 December 2022.

Anna (Modi) Hlobo (50) | **Independent Non-Executive Director**

BCom, BCompt (Hons), CTA, Masters in Financial Management, PhD (Accounting), CA(SA)

Modi joined Raubex as an Independent Non-Executive Director on 29 May 2023. She is currently a Senior Lecturer in Accounting at the University of Johannesburg's School of Accounting. Modi commenced her career at ABSA Group Ltd, where she completed her articles and later worked as an Internal Auditor within the Commercial Banking division. She then moved to the National Empowerment Fund and later to the Development Bank of South Africa where she worked in the private equity and investment banking division as a senior investment and portfolio officer. Modi has held a number of Non-Executive Directorship positions at various public and private organisations, including listed companies such as Acsion Ltd and PSG Group Ltd. She has also served on a number of Audit Committees as Chairperson. She was also recently appointed as Vice-Chairperson of the University of Johannesburg's Pension and Provident Fund.

Moses Zolinjani (Zweli) Ndese (56) | **Independent Non-Executive Director**

National Higher Diploma in Metalliferous Mining, Mine Manager's Certificate of Competency, Master of Business Administration (MBA)

Zweli joined Raubex as an Independent Non-Executive Director on 24 January 2025. Zweli is an experienced executive with a career spanning over 25 years in the mining industry. He brings a wealth of experience in strategic planning to develop and implement robust medium and long-term business plans that drive sustainable growth, operational excellence to ensure the achievement of business plans across key areas including production, costs, quality, health and safety, people development and succession planning. He is also well versed in business improvement to initiate and execute projects that drive growth. His experience also includes project execution and stakeholder management.

After completing the Management Trainee Program at AngloGold Ashanti, Zweli went on to hold senior mine operations roles at various reputable mining companies including Goldfields, Anglo American Platinum and Sibanye-Stillwater, with his most recent executive position being Regional General Manager: Operations at Harmony Gold Mining Company Limited until his early retirement in May 2024. Much earlier in his career he also gathered experience in the Department of Mineral Resources as a Mining Inspector in the Directorate of Mine Health and Safety.

Executive Directors

Ntombi (Felicia) Msiza (50) | **Chief Executive Officer**

BCom, HDip (Tax), MBA, Chartered Director (SA)

Felicia joined Raubex as an Independent Non-Executive Director in February 2011. She has extensive knowledge and experience in the field of governance, including internal audit, external audit and risk management. Felicia was appointed as Executive Director responsible for Governance, Risk and Compliance for the Group effective 1 March 2017. She previously served as Group Chief Audit Executive at Denel SOC Ltd, Director of Risk and Assurance at City Power Johannesburg SOC Ltd, Head of Internal Audit at the Independent Development Trust (IDT) and as a partner and director at SizweNtsalubaGobodo VSP. Felicia also held a directorship position within the Institute of Internal Auditors of South Africa (IIASA) where she served on the Audit Committee and Public Sector Committee, in addition to various roles in both the public and private sector. Felicia served on the Board of the Institute of Directors South Africa from 2018 to 2021. Felicia was the Group's Executive Director responsible for Governance, Risk and Compliance until her appointment as CEO effective 1 August 2022.

Samuel (Sam) Jacobus Odendaal (49) | **Financial Director**

BCom, CA(SA)

Sam joined Raubex in July 2007 as the Financial Manager of Raubex Construction (Pty) Ltd and has grown through the financial ranks of the Group, where he was appointed as the Financial Manager of the Roads and Earthworks Division in May 2015, before being appointed as the Group Financial Manager in March 2020. Sam is an experienced Chartered Accountant and holds an Honours Bachelor of Commerce Degree from the University of the Free State. Sam completed his articles with Havenga Rossouw Viljoen in Bloemfontein in 2004, following which he was appointed as a partner at GJ Maasz & Kie before joining Raubex. Sam was appointed Financial Director of Raubex effective 1 June 2021.

Dirk Cornelius Lourens (52) | **Chief Operating Officer**

SACPCMP – Pr.CM

Dirk joined Raubex in July 2012, where he was instrumental in the establishment of Raubex Infra (Pty) Ltd. Dirk was appointed as Divisional Head of the Infrastructure Division and has served on Exco from May 2017. Prior to this, Dirk was co-founder of Meyker Construction in 1995, which was later acquired by Sanyati Construction. Dirk is a professional construction manager registered with SACPCMP with over 20 years' experience in the construction industry, the majority of which was gained in supervisory, managerial and executive positions. Dirk was appointed as COO effective 1 August 2022.

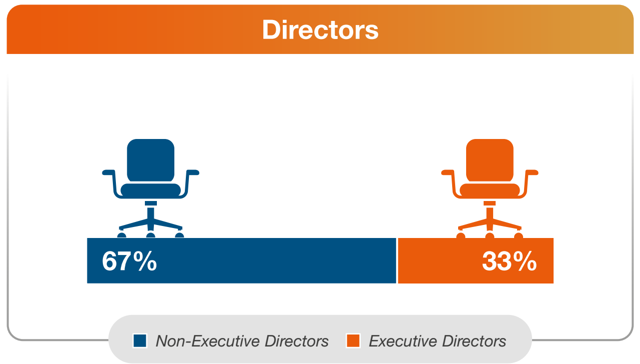
Company Secretary and Legal Advisor

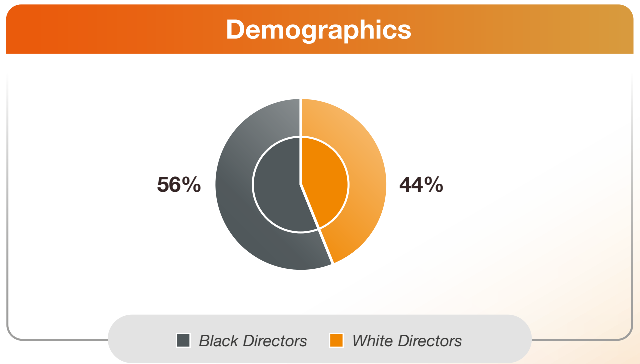
Grace Miriam Chemaly (52) | **Company Secretary and Legal Advisor**

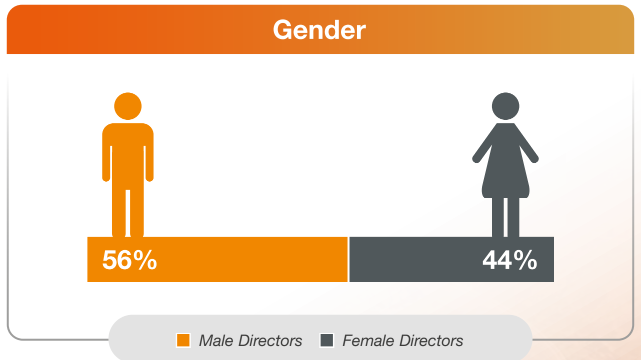
B.Iuris, LLB, admitted attorney, notary & conveyancer

Grace joined Raubex as Group Company Secretary and Legal Advisor effective 16 October 2017. Grace was admitted as an attorney in 1998 and as a notary and conveyancer in 2000 and has more than 15 years' experience as a Company Secretary and Legal Advisor in the JSE listed environment.

Board of Directors (continued)







N1 Touws River

Five-year review

Year ended February		2025	2024	2023	2022	2021
Profit performance						
Revenue	R'm	**21 077**	17 425	15 307	11 578	8 846
Operating profit	R'm	**1 556**	1 537	1 276	945	364
Depreciation on property, plant and equipment	R'm	**703**	670	578	375	404
Depreciation on ROU assets	R'm	**56**	64	53	44	47
Profit before income tax	R'm	**1 522**	1 473	1 221	915	342
Profit after income tax	R'm	**1 069**	1 074	859	625	203
Profit attributable to owners of the parent	R'm	**1 082**	848	705	552	158
(Loss)/profit attributable to non-controlling interest	R'm	**(13)**	226	154	73	45
Financial position						
Total assets	R'm	**14 907**	13 195	11 343	10 000	8 487
Total equity	R'm	**7 149**	6 607	5 803	5 218	4 674
Total liabilities	R'm	**7 758**	6 588	5 540	4 782	3 813
Total property, plant and equipment	R'm	**5 582**	4 686	3 668	3 043	2 384
Total ROU assets	R'm	**111**	290	335	377	295
Cash flow information						
Cash from operating activities	R'm	**2 507**	1 902	1 959	800	1 329
Capital expenditure	R'm	**1 382**	1 701	1 153	696	417
Free cash flow	R'm	**646**	(62)	552	58	1 004
Cash and cash equivalent	R'm	**2 117**	1 662	1 697	1 505	1 884
Ratio and statistics						
Operating profit margin	%	**7.4**	8.8	8.3	8.2	4.1
EPS	cents	**601.7**	472.1	391.1	305.9	87.4
Diluted EPS	cents	**593.3**	467.5	388.9	303.7	86.9
HEPS	cents	**599.8**	476.3	392.8	297.4	81.9
Total dividend per share	cents	**198.0**	155.0	129.0	101.0	53.0
Net asset value per share	cents	**3 668.8**	3 289.5	3 222.0	2 658.3	2 422.8
ROCE	%	**15.4**	16.5	16.2	13.5	5.8
ROE	%	**15.0**	16.3	14.8	12.0	4.3
Current ratio	times	**1.3**	1.4	1.4	1.5	1.7
Gearing (debt:equity)	%	**31.7**	26.0	20.9	18.4	17.0
Head count	number	**9 239**	8 276	7 660	7 473	7 161
JSE statistics						
Market value per share						
– At year-end	cents	**4 199**	2 800	2 847	4 008	2 291
– Highest (year to 28 February)	cents	**5 949**	3 000	4 286	4 240	3 000
– Lowest (year to 28 February)	cents	**2 702**	2 140	2 387	2 276	1 215
Closing PE ratio	times	**7.0**	5.9	8.9	13.1	30.0
Market capitalisation – close	R'm	**7 942**	5 089	5 174	7 285	4 163
Volume traded (year to 28 February)	'000	**106 561**	52 100	64 811	69 624	49 595
Weighted number of shares	'000	**179 851**	179 532	180 104	180 422	180 844
Issued shares at 28 February	'000	**181 750**	181 750	181 750	181 750	181 750

Material risks and opportunities

Our risk management systems are underpinned by our values and strategic objectives. We proactively manage risks to enable the achievement of strategic goals and deliver value to our stakeholders. Risk management is part of our strategy and remains a critical component of good corporate governance. While it is important to deal with uncertainty, our risk management processes also enable us to take advantage of opportunities.

Risk management approach

Risk management is an ongoing process and the Raubex management team has assessed all the material issues and potential risks which could influence or impact key drivers in managing the Group:

Risk governance

The Board's approach to risk governance supports the Group's strategic objectives. The Risk Committee oversees risk management on behalf of the Board, through regular reporting by Exco and divisional management on strategic risks and related mitigating controls. The Risk Committee continually assesses the risk management structure to ensure clear roles of identifying, analysing, evaluating, treating, managing and reporting of risks are defined. The Risk Committee's responsibilities are set out in the Governance Report on page 83 of this Integrated Report.

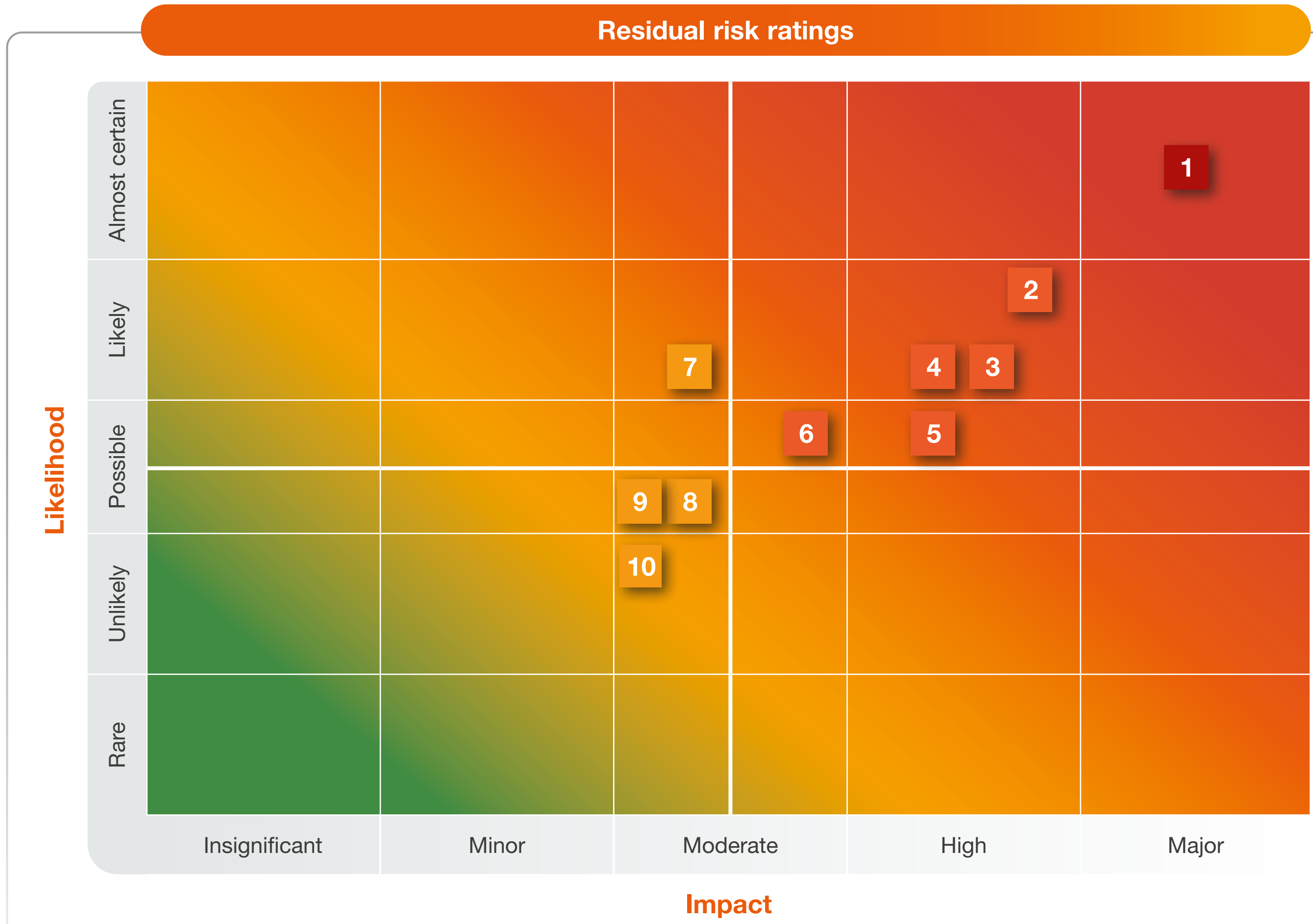
Group risks			Divisional top risks
Board	Risk Committee	Exco	Divisional management
The Board sets the approach to risk governance for the Group, including identifying opportunities and risks when approving the strategy. The Board has delegated the monitoring of risk governance to the Risk Committee, which is a committee of the Board.	The Risk Committee oversees risk management including the assessment of risk and opportunities in relation to the triple context. The committee receives periodic and independent assurance on the effectiveness of risk management, to ensure compliance with governance requirements and standards.	Exco is responsible for executive oversight of the Group's top risks. Exco is responsible and accountable for the management of risks. Risk management is a standing agenda item for all Exco meetings. Divisional MDs discuss the top risks and mitigation strategies in their respective divisions.	Oversight of risk governance at divisional level is executed through Divisional Exco and cost management meetings. Risks identified at each subsidiary company are discussed during cost management meetings and consolidated into top risks and discussed at relevant Divisional Exco meetings.

Top Group risks

The Group's top risks are identified by Exco together with the required strategies to mitigate chances of occurrence and to reduce the impact should they occur.

The Group's top 10 risks include:

1. Local community unrest/business forums causing work stoppages
2. Loss of critical skills
3. Tender award corruption/delay in tender awards
4. Impact of unscheduled power outages and loadshedding on operations
5. Volatility in commodity prices
6. Inflationary pressure on input costs
7. Competitive conditions leading to low margins
8. Quality of imported bitumen and availability of local supply
9. Credit risk
10. Risk of overtrading



The diagram above is the heat map depicting the top residual risks at Group level. Certain risks affect multiple divisions of the Group. The residual risk rating has been assessed after considering the key controls mitigating the risk. Some of the current risks are attributed to external dynamics which are beyond management's control.

Some of the risks were reassessed for the year, however, the overall risk profile of the Group did not change significantly during the 2025 financial year. The movement and reprioritisation of risks are highlighted in the "Risk movement" column on pages 28 to 31. We continue to leverage the Group's risk position to support strategic decision-making. Our risk management systems enable the Group to identify and consider opportunities as they arise, with the approach under continuous review by subsidiary companies, Exco, the Risk Committee, and the Board.

Material risks and opportunities (continued)

The following is a detailed outline of the Group's current key risks as identified and assessed together with the mitigating controls. This process enhances the Group's ability to manage uncertainty and to consider how much risk to accept as it strives to increase stakeholder value.

Detailed risk register

→ Unchanged ↑ Risk increase ↓ Risk reduction

Emerging Low Moderate High Major

Risk description	Previous risk rating	Mitigation of risk	Risk movement	Current risk rating
1 Local community unrest/business forums causing work stoppages				
Raubex operates in locations throughout South Africa where projects are subject to the risk of social unrest, which leads to unsafe working conditions for employees, project delays, lower production and damage to equipment. The risk is associated with criminal elements, illegal occupation of construction sites and soliciting protection money from businesses. There are ongoing instances of work stoppages and standing time as a result of disruptions caused by criminal elements within communities illegally occupying construction sites in a bid to solicit protection money from businesses.		➤ A Group policy on responding to labour and community unrest was developed. ➤ The Group continually engages with local labour and communities through project consultants and community liaison officers. ➤ Communities are engaged before site establishment to manage expectations relating to the work and contract participation goals. ➤ Ongoing engagement with professional bodies, Government and SAPS in addressing the unrest. ➤ Police Task Team headed by the SAPS has been established by the Government. ➤ Risk assessments are performed before the start of contracts to ascertain the safety of our personnel. ➤ The Group is committed to the highest standards of ethical behaviour in its business conduct and has adopted an Anti-Fraud and Corruption Policy.	→	
2 Loss of critical skills				
Loss of critically skilled personnel to competitors in the industry as their order books increase, as well as the emigration of experienced and skilled personnel.		➤ Continuous engagement with key personnel and the implementation of retention policies to retain critical skills. ➤ Long-term retention scheme implemented for personnel with critical skills. ➤ Talent management processes implemented for recruiting, training and retention of skilled individuals.	→	
3 Tender award corruption/delay in tender awards				
Lack of transparency in the award of provincial and municipal tenders effectively excludes the Group from sources of revenue it would otherwise participate in.		➤ The Group is committed to the highest standards of ethical behaviour in its business conduct and has adopted an Anti-Fraud and Corruption Policy. ➤ Key controls over the Group's tendering processes are in place, including approved levels of authority. ➤ It is the Group's policy to take a firm stance against tender award irregularities and to challenge the award of tenders through formal legal processes where awards are not consistent with pricing, technical ability and other scorecard criteria.	→	
Slow roll-out of Government infrastructure investment programmes has created a delay in adjudication and awarding of tenders.		➤ The Group endeavours to achieve greater portfolio diversification, thereby mitigating concentration risk associated with any one customer.		
4 Impact of unscheduled power outages and loadshedding on operations				
Unscheduled power outages/ loadshedding has a serious impact on the Group's business operations that rely on continuous electricity supply. The use of back-up electricity systems has resulted in a significant increase in the running cost of operations due to the increase in fuel/diesel usage.		➤ Contingency plans are in place to make up for lost production or lost activity. ➤ Back-up systems are in place to secure business information and business continuity. ➤ Backup electricity supply such as generators, solar power, UPS systems etc. are in place.	→	
5 Volatility in commodity prices				
The volatility in commodity prices has an impact on production volumes of mines. The Group's Materials Handling and Mining operations are particularly exposed to the commodity cycles of copper, coal, gold, PGMs, chrome, zinc, manganese, vanadium, lithium, tantalite and iron ore commodities.		➤ The Group follows due diligence procedures before contracts are entered into and evaluates both price risk and client risk relating to the commodity before committing resources to contracts. ➤ Capital employed is spread across various commodities to mitigate risks related to specific commodities.	↑	

Material risks and opportunities (continued)

Risk description	Previous risk rating	Mitigation of risk	Risk movement	Current risk rating
6 Inflationary pressure on input costs				
While the inflation rate has moderated over the year, the Group still faces challenges of increases in certain construction material prices, which could lead to an under-recovery of input costs depending on the nature and timing of contracts as well as the escalation clauses and formulas applicable to them.		➤ Selective tendering based on a contract's exposure to input costs susceptible to high levels of inflation, that are not covered in escalation clauses. ➤ Qualification of tenders based on the rise and fall of the price and the contract price adjustment of key material inputs.	↓	
7 Competitive conditions leading to low margins				
Excess capacity in the industry and slow roll-out of infrastructure projects have resulted in the competitive conditions being experienced. Tender margins are at levels that are insufficient to compensate for risk on a sustainable basis. The Group is seeing an increased roll-out of tenders in the market, and we anticipate improved margins over the short to medium term.		➤ Contract pricing is closely reviewed by experienced senior management before tenders are submitted. ➤ The Group focuses more on tenders where synergies can be realised through its vertically integrated business model in order to enhance the Group's margins. ➤ Effective project execution and close out. ➤ Drive to attain a more balanced portfolio of work. ➤ Increase tender margins over time.	↓	
8 Quality of imported bitumen and availability of local supply				
The closing down of refineries Engen, Sapref and Astron has had an impact and places pressure on the only operating refinery being Natref, causing shortages in the local supply of bitumen. However, there is currently an oversupply of imported bitumen which has created a new risk relating to the quality of procured bitumen.		➤ Ensure adequate supply to execute projects within the contracted timelines. ➤ The Group owns and rents bitumen storage facilities which are sufficient to ensure approximately six weeks' worth of supply to its operations depending on stock levels between import cargoes. ➤ Regular imports into Cape Town and Durban Ports to address local supply constraints and to meet demand, however timing and net available storage are challenges that are being managed. ➤ A three-stage quality assurance process is in place, together with strict protocols, to ensure quality of bitumen that is procured from all sources that supply into South Africa. ➤ The Group ensures alignment with preferred suppliers of bitumen with strict quality assurance processes.	→	

Risk description	Previous risk rating	Mitigation of risk	Risk movement	Current risk rating
9 Credit risk				
Challenging conditions continue being experienced in the South African market with customers showing signs of distress as a result of lack of work, which results in non-payment or payment delays. These conditions result in higher levels of credit risk that the Group is exposed to in its customer base.		➤ Credit risk management processes are in place. ➤ Strict credit approval and review procedures as well as a "stop supply" policy are in place in order to manage the risk to an acceptable level. ➤ The Group makes use of credit risk insurance, payment guarantees and advance payments as mechanisms to mitigate risks identified in its credit review processes.	↑	
10 Risk of overtrading				
Due to the size of recent SANRAL tenders and awards and the overall increase in opportunities across the Group, Raubex needs to be cautious and selective in tendering to manage the potential realisation of over-trading consequences resulting in cash flow and other resource constraints.		➤ Monitoring of tenders on a weekly basis by divisions. ➤ Selective tendering based on size and available capacity. ➤ Adequate project management procedures and resource management. ➤ Working capital requirements are assessed frequently to ensure adequate management.	↑	

N2 Jeffreys Bay

Material risks and opportunities (continued)

Emerging risks

Through its risk management processes, the Group anticipates and responds to emerging risks, enabling the pursuit of its strategic goals while mitigating threats and capitalising on potential opportunities. The emerging risks are discussed at Exco, the Risk Committee and Board level.

Risk description	Risk rating	Mitigation of risk
1 Growth and expansion into new markets		
The Group is selectively exploring growth and expansion into new markets particularly in Western Australia. Entry into these territories increases the Group's risk due to the additional investment required, the risk associated with operating in new markets and within their regulatory compliance frameworks.		➤ Extensive research and due diligence in understanding the market, local culture and specific risks and compliance requirements. ➤ Experienced teams and project managers are deployed in new markets to monitor performance on a contract-by-contract basis. ➤ Policies and approval procedures are in place to regulate entry into new markets.
2 Foreign currency exposure risk		
The management of foreign currency exposure when operating in non-Rand-based currency geographies has increased with the current order book and growth in new markets.		➤ The Group favours contracts that allow for currency selective payment options in order to naturally hedge revenues against costs. ➤ The Group is selective in tendering for foreign contracts, which is conditional on payment being received in hard currency which can be effectively hedged. ➤ Forward exchange contracts are implemented when appropriate to mitigate foreign exchange losses in circumstances when sufficient risk margin is not embedded in the contract price.
3 Cyber-attacks including data fraud or theft		
The risk of cyber-attacks by cybercriminals is on the increase. This includes identity theft, where individual or Company information is illegally obtained by the criminals to obtain credit or other forms of financial gain.		➤ An IT policy is in place which is updated annually and includes password protocols. ➤ IT risk assessments and vulnerability tests are conducted on a continuous basis. ➤ IT systems and data are secured by firewalls. ➤ Cyber-attacks are reported to relevant authorities.
4 Supply chain delays affecting logistics and the procuring of machinery		
The risks of the ongoing geopolitical tensions, trade policies which result in logistics disruptions and the overall increase in the cost of procuring machinery.		➤ Continuous planned maintenance of plant and equipment currently in use. ➤ Rebuild programmes and facilities to extend the life of plant and equipment. ➤ Processes in place to constantly inspect plant to ensure that upgrades, refurbishments, and replacements happen when the need arises.
5 Climate action and the reduction of our carbon footprint in alignment with global standards		
The risk of not adequately reducing the impact our operations have on the environment and overall, not improving our environmental performance.		➤ A dedicated ESG manager was appointed to assist in achieving climate action targets. ➤ Continued monitoring of ESG verifiable data. ➤ Establish the Data Point Base line and ESG targets for the next five years. ➤ Reporting being aligned with IFRS S1 and S2.
6 Quality of aggregates of third parties		
The risk of declining aggregate quality from third parties and the lack of adequate supply.		➤ Identify preferred suppliers of aggregates with strict quality assurance processes.
7 Cash flow risk due to increased business operations		
Though the Group still maintains a healthy cash position, the Group's strong and growing order book creates a potential risk to cash flow due to additional working capital requirements.		➤ Regular updates to cash flow projections to account for increased operations and identify potential shortfalls. ➤ Strengthened controls over working capital management.

Insurance

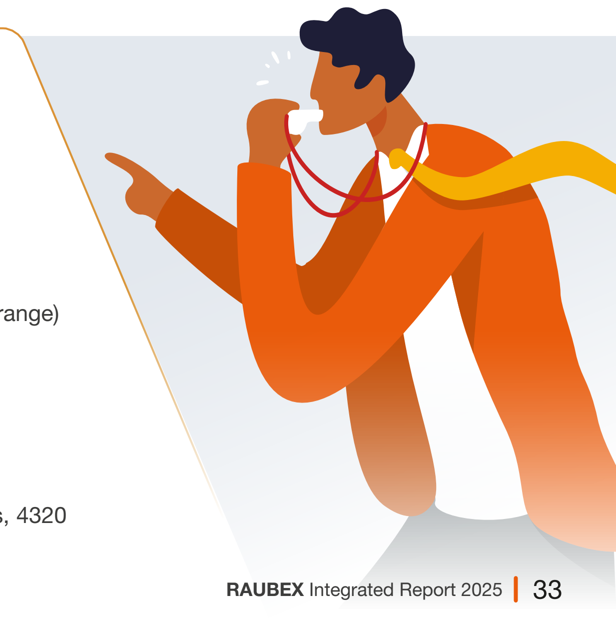
The Group has a comprehensive insurance programme to protect against a wide variety of insurable risks. External advisors are consulted to advise on the appropriate type and level of cover. The terms and levels of each facility are reviewed annually to ensure that satisfactory cover is in place.

Fraud hotline

The Group is committed to conducting ethical business practices with honesty and integrity, which will not only ensure a stable employment environment for employees but also ensure the continued future success of the Group. We are committed to the highest standards of ethical behaviour in our business conduct. An Anti-Fraud and Corruption Policy is in place to ensure consistent and effective investigation, reporting and disclosure of fraud and corruption within the Group. For this reason, the Group subscribes to a service which enables all stakeholders, but more specifically employees, to report anonymously on any fraud or unethical behaviour. Raubex makes use of the professional services from Deloitte that are managed independently. Cases reported are investigated and the outcome of the investigations are reported to the Audit Committee as well as the Social and Ethics Committee.

The contact details of the Raubex Group fraud line are set out below:

South Africa Toll-free:	0800 205 314
Namibia Toll-free:	0800 015 005
Australia Toll-free:	1 800 633 293
Zimbabwe:	+263 24 2799916
Botswana:	71119 602 (Mascom) | 0800 600 644 (BTC) | 1144 (Orange)
Email:	raubex@tip-offs.com
Website:	www.tip-offs.com
FreeFax:	0800 00 77 88 (free for South Africa only)
FreePost:	KZN 138 (free for South Africa only) Umhlanga Rocks, 4320

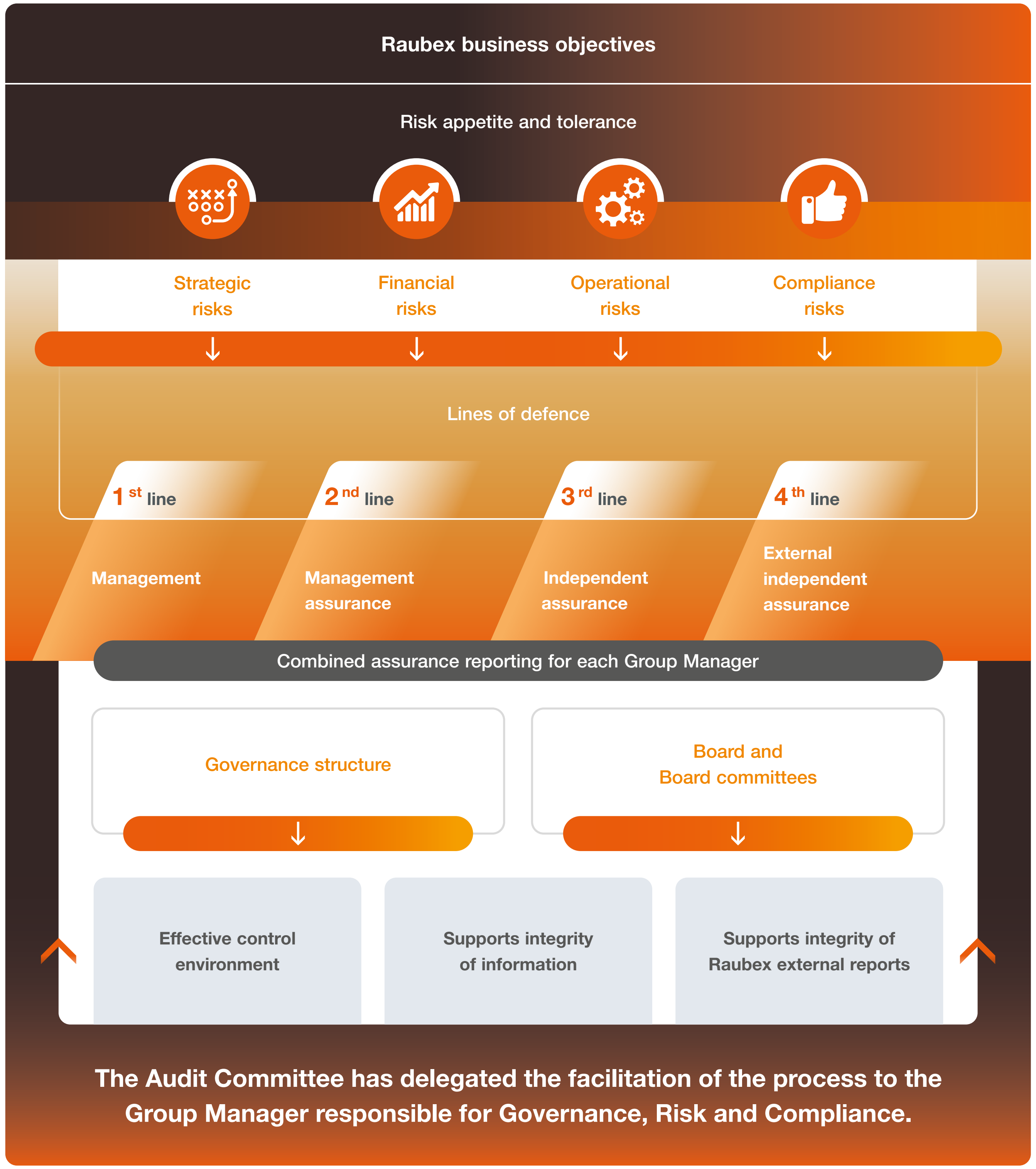


Material risks and opportunities (continued)

Combined assurance approach

The Board, supported by the Audit Committee, has adopted a combined assurance model which incorporates and optimises all assurance services and functions. This combined assurance approach ensures that as a whole, these functions enable an effective control environment for the Group, supports the integrity of information used for decision making and also supports the integrity of the Group's external reports.

The combined assurance model adopted by the Group optimises assurance received from management, internal and external assurance providers. The Audit Committee has established the combined assurance model for the Group and oversees its implementation. The Audit Committee further oversees the scope of the combined assurance model as informed by the Group's material risks and opportunities.



The following four lines of defence are applied to govern risk across the Group. The Combined Assurance Policy and model assign specific responsibilities to each line of defence:

1st line

Management, as the first line of defence, provides assurance on all areas within the span of control. Management oversight includes strategy implementation, performance measurement, risk management, internal control and other control and governance processes, including control self-assessment and continuous monitoring mechanisms and systems. Management is also responsible for implementing corrective actions to address process and control deficiencies.

2nd line

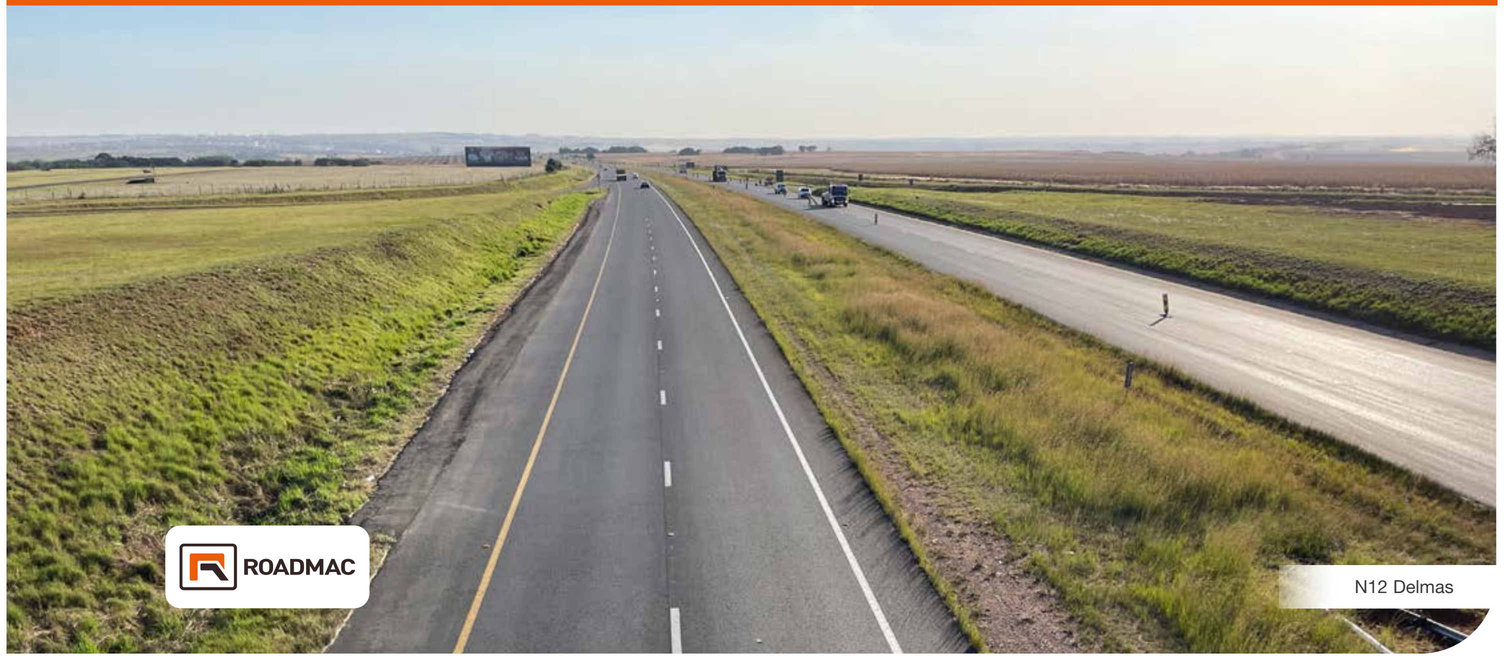
Management has established various risk management and compliance functions to help build and/or monitor the first line of defence controls. Legal, ESG, risk management, compliance, health and safety, quality assurance, the Exco and Group Finance Department are included in the second line of defence.

3rd line

Independent and objective assurance of the overall adequacy and effectiveness of risk management, governance, and internal control within the Group as established by the first and second lines of defence. The third line only comprises internal auditors. The third line is the most independent internal line of defence from line management, which further increases the level of confidence in the assurance.

4th line

The fourth line comprises external assurers, the most significant, which the external auditor provides. The fourth line is independent of the Group itself, with external assurers being required to comply with the Code of Ethics. External assurance may include an assessment of internal controls in the first three lines of defence.



N12 Delmas

Material risks and opportunities (continued)

Opportunities

The Group's risk management approach balances the traditional negative view of risk with one that recognises the potential business opportunities inherent in some of the risks. The Group also recognises opportunities that do not always originate from the current risks identified by the Group. The Board together with Exco considers various other opportunities when setting the strategic direction for the Group.

Despite tough trading conditions, the Group has maintained a strong Balance Sheet and healthy cash position throughout the period and is well positioned to participate in current and future opportunities in the South African market.

The Group continuously reviews its strategic objectives to identify opportunities to further enhance performance. The following opportunities have been identified to further unlock and create stakeholder value:

The South African Government National Development Plan

The South African Government has an infrastructure development plan that is intended to transform the economic landscape of South Africa, create a significant number of new jobs, strengthen the delivery of basic services to the people of South Africa and support the integration of African economies. This multi-billion Rand plan lists SIPs which include energy, transport and logistics infrastructure. These projects cover all the key infrastructure platforms of rail, road, port, dams, irrigation systems, sanitation, new energy generation plants, transmission lines, distribution of electricity to households, communication and broadband infrastructure, social infrastructure in the form of hospitals, schools and universities.

The South African ERRP

The South African Government's ERRP focuses on four areas, namely infrastructure, industrialisation and local production, employment stimulus and energy security. The 2025 Budget allocated R1.03 trillion over three years for public infrastructure, including roads, energy, water, and sanitation. The public sector is projected to spend R903 billion on infrastructure over the medium term. However, technical skills have had to be built within the Government to prepare and manage large infrastructure projects. A total of 88 projects were gazetted as SIPs in terms of the Infrastructure Development Act No. 23 of 2014, as amended. The Group is executing some of the projects and continues to be well positioned to participate in more projects, in particular, projects in the Renewable Energy, Transport, Human Settlements and Water and Sanitation categories.

Workflow from SANRAL

There has been a slowdown in the release of large new SANRAL tenders to the market during the year under review. However, recently the Group was awarded a SANRAL project to the value of R3.22 billion. The awards made have resulted in the Group securing a strong order book with a number of major contracts still pending adjudication. We are encouraged by the pipeline of projects to be awarded during the 2026 financial year. SANRAL remains a key stakeholder for the Group. Road contracts create employment and stimulate the economy due to its multiplier effect. Raubex is well positioned to execute its current order book and participate in future awards and opportunities in the road construction sector.

Growth in the affordable housing and commercial building market

Raubex continues to experience favourable conditions in the affordable residential housing market, including multi-storey BNG units, student accommodation and commercial building projects, which include hospitals, prisons and Urban Regeneration Projects. The Group is well positioned to participate in the delivery of SIPs in the Human Settlements category as mentioned above, including building and civil infrastructure opportunities created by the Lufhereng Integrated Urban Development Project to the west of Soweto. There has been a renewed uptake in the property market recently and the outlook for 2026 is positive.

Opportunities in the mining sector

Raubex has a well established reputation in the mining services sector and offers materials handling and processing services as well as infrastructure solutions and the construction of mine housing. Conditions in this sector are expected to remain buoyant, supported by high commodity prices. The Group has also been exploring opportunities to form strategic partnerships with resource owners in the mining sector. The investment in Bauba, a junior mining and exploration company with various mineral reserves under licence, continues to be an investment that diversifies the Group's operations and earnings as the demand for iron ore remains favourable. Other entities in the Materials Handling and Mining Division hold various prospecting and mining rights in Namibia and South Africa. The Group will continue to explore opportunities in this sector to diversify its revenue streams.

Participation in renewable energy opportunities

The Group's Infrastructure Division has successfully executed work in previous Bid Windows projects and has established a solid reputation in the market. Raubex is a preferred subcontractor to many clients due to quality of work and on-time delivery of projects. Government is committed to the Integrated Resource Plan (IRP).

The past delays in the roll-out of the REIPPPP has impacted the Infrastructure Division, however we continue to be well positioned to benefit from the roll-out of all future REIPPPP rounds. The division's strategy to focus on privately funded renewable energy contracts due to the continued delays has been successful and is yielding positive results through the private wind farm project, near Murraysburg in the Western Cape and the wind tower manufacturing project, near Jeffreys Bay in the Eastern Cape.

Participation in public private partnerships

Opportunities to participate in PPP projects have started coming to the fore in the South African market and the Group will review these opportunities and look to participate in these projects on a selective basis. The Group has submitted several solid PPP proposals and remains optimistic about their outcomes. These projects are often complex and entail lengthy development lifecycles before financial closure can be reached. The experience gained from the Group's flagship project relating to the expansion, upgrading and improvement of the Beitbridge Border Post in Zimbabwe positions the Group well to contribute to and execute similar projects in the future.

Geographical expansion of the Group

The Group's strong Balance Sheet and healthy cash balance positions it well to expand its current operations geographically throughout southern Africa and Western Australia. This is supported by the strong performance of the Western Australia operations. Strategic partnerships and acquisition opportunities are continuously assessed by Raubex in the domestic market, while the Group will look to grow its business in Western Australia, at a measured pace.

Commitment to transformation

The Group is committed to transformation and the development of its employees. Our transformation agenda supports Government's initiatives, which seek to address the inequalities of the past and to make the South African economy more inclusive of HDSAs. To ensure sustainability, we strive to continue making progress in improving our B-BBEE credentials as measured by the B-BBEE scorecard set out on page 58 of the Sustainability Report. Raubex has been considered a constant performer in educating and training employees.

Donkerhoek Quarry

2

Performance and outlook

Develop, retain, and ensure the wellness and safety of our people.

OUR PEOPLE

Chairman’s Statement

Rudolf Fourie | Chairman

“Once again, Raubex has delivered a remarkable performance this year, a true testament to the Group’s unwavering resilience and its capacity to prosper while enduring a myriad of challenges. This enduring spirit of determination is clearly demonstrated in the Group’s solid financial results. I would like to extend my heartfelt congratulations to the Raubex team for achieving yet another satisfactory outcome despite the persistent pressures of a demanding socioeconomic landscape.”

The year in review

Raubex has once again delivered strong results despite operating in a market fraught with ongoing challenges, including deteriorating infrastructure, political unpredictability, and inflationary pressures, among others. The Group’s performance, marked by a solid overall order book of R28.18 billion, underscores the effectiveness and resilience of Raubex’s diversified strategic approach.

During the 2025 State of the Nation Address (SONA), it was emphasised that the continued implementation of the Economic Reconstruction and Recovery Plan (ERRP), focusing on four key areas: infrastructure development, industrialisation and local production, employment stimulus, and energy security, are key for growth in South Africa. In terms of spending, the 2025 Budget allocated R1.03 trillion over three years for public infrastructure, including roads, energy, water, and sanitation. With Raubex’s expertise, we are well positioned to capitalise on the awarding of such tenders.

South Africa’s road construction sector showed steady progress during the financial year, supported by increased public and private investments in infrastructure development. SANRAL played a key role in issuing tenders worth R6.43 billion for the maintenance and upgrade of the national road network during 2024. This sector continues to benefit from Government initiatives aimed at reducing red tape and accelerating project roll-outs, in an effort to create jobs, a target of at least 10 000 jobs, and improve the transportation infrastructure across the country. SANRAL was awarded R100 billion during the 2025 Budget. Although SANRAL remains Raubex’s largest customer for the Roads and Earthworks Division, the Group has focused on securing more concessionaire and PPP projects to reduce its reliance on SANRAL projects.

During the period from 1 March 2024 to 28 February 2025, South Africa’s chrome industry experienced growth, driven by increased global demand, particularly from China. As the world’s largest producer and exporter of chrome ore, South Africa saw an upward trend in production and exports. However, challenges such as rising input costs – electricity, water, and logistics – continued to impact the industry. To mitigate logistical issues with rail and port services, exporters increasingly relied on road transport to Maputo, which was severely disrupted by the unrest experienced at the border posts. Unfortunately, Bauba was plagued by operational challenges during the year under review, exacerbated by the drop in the chrome price in the 2H2025, negatively impacting the results.

South Africa’s infrastructure sector gained momentum during the year, driven by significant public and private investments. Private sector contributions also increased, with investments totalling R95 billion in 2024. Raubex has been very successful in securing renewable energy infrastructure projects and will continue to focus on securing more private sector work.

The reduction in the repo rate, and consequently the prime overdraft rate, has had a slight positive effect on the Construction Index. Notably, the Index recorded a year-on-year growth of 2.5%, significantly surpassing the year-on-year real GDP growth rate of 0.5%.

In Western Australia, the road construction sector experienced steady activity, supported by state government investments in regional and urban infrastructure projects. Key initiatives included upgrades to major highways and the expansion of road networks to improve connectivity in remote areas. However, the sector faced challenges such as labour shortages and rising material costs, which impacted project timelines and budgets.

On the renewable energy front, Western Australia made significant strides, with renewable energy contributing 42% to the state’s electricity grid by February 2025, up from 37% the previous year. The state achieved notable milestones in wind and solar energy. These advancements reflect Western Australia’s growing commitment to clean energy and its efforts to reduce reliance on fossil fuels. Raubex secured its fourth and fifth wind farm contracts, and its expertise in managing these projects is steadily increasing in this sector.

Sustainability feedback

The Group acknowledges its ESG responsibilities and is committed to making significant and positive contributions to the communities where it operates, as well as to limiting its impact on the environment. The 2025 Sustainability Report documents the Group’s ongoing commitment to improving its ESG reporting and provides a comprehensive overview of its environmental initiatives and social investments.

Environment and climate change

Raubex remains intent on its efforts to reduce the environmental impact of its operations. The Group is actively taking steps to improve its environmental performance, making sustainability a central part of the way it operates by embedding the Board-approved ESG strategy throughout the organisation. This commitment goes beyond compliance, aiming to positively contribute to the global efforts against climate change and promoting environmental preservation.

Raubex’s initiatives cover a wide range of activities, from reducing greenhouse gas emissions and promoting resource efficiency and waste reduction to conserving a vital and increasingly scarce resource, water. The Group firmly believes that every action, no matter how small, will contribute to a more sustainable future for all.

Health and safety

The Group prioritises the health and safety of its people above all else and remains deeply committed to continuously enhancing its safety records, adopting a zero-tolerance policy towards health and safety.

Although Raubex remains unwavering in its commitment to safeguarding the lives of its people, the Group regrettably announced the passing of two of its employees during the year under review. Our sincere condolences go to their families, friends and colleagues. A safety strategy is in place, which is specifically targeted at achieving zero fatal and lost time accidents. The Group persists in pursuing this objective through its efforts to transform safety behaviour and instil a culture of safety throughout the organisation.

Transformation and gender equality

The Board and management acknowledge the imperative for transformation within the construction sector and fully endorse diversity and inclusion. The Group consistently advances the South African transformation agenda throughout its value chain. Despite year-on-year improvements that support the transformation of the business and society, substantial efforts are still required to enhance employment equity at the senior management level. The Group is devoted to addressing this issue organically through mentorship, training, and bursaries.

Raubex continues to uphold the principles of race and gender diversity and endeavours to cultivate a work environment that promotes these principles. There is a zero-tolerance approach to any form of discrimination and bullying in the workplace, and the Group promotes adherence to human rights principles.

Critical skills development

Confronted by ever-intensifying skills shortages in the construction sector, the Group remains steadfast in its commitment to enhancing the skills of its people, investing R46.8 million (2024: R35.3 million) in various training programmes during the year under review.

Raubex also has an apprenticeship programme through merSETA and the Mining Qualifications Authority and offers bursaries to promising students mainly within the construction industry. Such individuals are often retained by the Group through suitable employment.

The Group’s Skills Development initiatives extend further than this to delivering training in the communities in which it operates, by investing significantly in programmes that cover a range of construction-related skills, including bricklaying, painting, carpentry, plastering, and renovation. This is aimed at improving both competencies and employment in the sector.

Board composition, governance and King IV™

In line with Raubex’s succession plan, the Board appointed Mr Moses Zolinjani Ndese (Zweli) effective 24 January 2025 to strengthen the independence of the Board. All Board and committee changes are set out on page 80. Raubex boasts a robust, independent, and stable Board that is well-composed, possessing the collective wisdom and expertise needed to significantly influence the Group’s operations and overall direction.

The Board actively promotes and upholds the highest ethical standards in corporate governance, guided by the principles of King IV™. These values are firmly ingrained in the Group’s internal controls, policies, and procedures, shaping its corporate conduct.

Raubex places a strong emphasis on diversity at Board level. The Board has a comprehensive Diversity Policy aimed at achieving optimal composition of the Board. This policy ensures

Chairman's Statement (continued)

a broad spectrum of expertise and perspectives, encompassing various business and industry skills, qualifications, knowledge, industry experience, commercial backgrounds, as well as diversity in culture, race, and gender.

With a balanced and highly skilled composition, the Board is well-equipped to govern the Group effectively while representing the interests of all stakeholders.

Additionally, the Group has maintained its Level 1 B-BBEE rating in alignment with the Construction Sector Codes. This is a testament to the dedication and hard work of all its people, and underscores the Group's commitment to principles such as ownership, empowerment, diversity, and the transfer of skills to historically disadvantaged individuals.

On 9 May 2025, Raubex had to notify stakeholders that the publication of the financial results for the year ended 28 February 2025, to have been released on 12 May 2025, will be delayed. This delay arose in the context of the receipt by the Company of an anonymous whistleblower report on 22 April 2025 which contained allegations of unlawful or improper conduct concerning the Group.

The Board takes all allegations of unlawful or improper conduct very seriously. In response, and as part of its commitment to upholding the highest standards of corporate governance, transparency, and regulatory compliance, the Board initiated a comprehensive investigation in line with its whistleblowing policy. The Board's investigation included, amongst other steps, a detailed fact-finding exercise undertaken by independent external advisors. With the investigation now concluded, the Board is pleased to advise that it found no evidence of any unlawful conduct or ethical impropriety as alleged by the whistleblower.

This outcome reaffirms the integrity and professionalism of Raubex and its dedicated employees, whose commitment to upholding the highest standards of corporate governance, transparency, compliance and ethical business practices across all operations remains unwavering.

Dividend

The Board has declared a gross final cash dividend from income reserves of 104 cents per share on 2 June 2025 for the year ended 28 February 2025. This amounts to a total dividend of 198 cents per share for the year, an increase of 27.7%.

Appreciation

I would like to convey my heartfelt appreciation to the Board, Exco, and management teams for their invaluable support and dedication throughout the year. In the face of economic uncertainty and demanding market conditions, the unwavering commitment and tireless efforts of Exco have been instrumental in driving Raubex's continued growth.

Looking ahead, Raubex is strategically positioned to execute its business plan and reinforce its standing as a leading integrated construction services provider in South Africa.

I would like to congratulate Felicia Msiza on being named the African Business Leader of the Year 2025 by African Leadership Magazine. Well done Felicia, well deserved.

On behalf of the Board, Exco, and management, I extend our sincere gratitude to all our employees and stakeholders for their steadfast support and contributions over the past year.

Rudolf Fourie
Chairman

17 June 2025

Barberton Fairview

Chief Executive Officer's Report

I am proud to present this year's report to shareholders, reflecting on our achievements during the financial year, not only in terms of our economic performance but also regarding our sustainability efforts.

Despite ongoing geopolitical tensions across the globe, and the many local challenges we are all so familiar with, Raubex prevailed to deliver another robust set of results for the year ended 28 February 2025. This was cemented by a strong balance sheet, a healthy cash balance throughout the year as well as a robust order book that increased by 10.3% to R28.18 billion (2024: R25.55 billion).

There is no doubt that our diversification strategy has been a cornerstone in propelling the Group's exceptional performance over the past five decades. By broadening our horizons and creating a resilient business model, we have strengthened our position across various sectors and unlocked opportunities for sustained growth. This success is deeply rooted in the unwavering dedication of our workforce, whose passion and commitment continue to inspire excellence, and the steadfast guidance of our leadership team, whose vision and strategic acumen have steered the Group towards achieving remarkable milestones.

Financial review

Turning to our operational performance, three of our four divisions reported improved results this financial year. The focus on executing major projects was certainly one of the foundations of success in the Roads and Earthworks Division, with the division focused on delivering major pipeline projects and finishing the year with a strong order book of R13.61 billion. It is pleasing that the concessionaires, namely N3TC, Bakwena, and TRAC, have made good progress with the awarding of tenders, with the Group securing and executing a good portion of these awards during the latter part of the year.

The Construction Materials Division increased volumes across most operations, with the performance of the restructured asphalt business in particular exceeding expectations. Asphalt volumes reached over a million tonnes for the first time since 2018. Pleasingly, our South African commercial quarry operations benefited from more positive market sentiment following the National Elections last year, and we are also encouraged by improvements at Transnet, which positively affected volumes.

The focus on privately owned renewable energy projects in the Infrastructure Division has started to bear fruit, with two major projects, the R2.4 billion private wind farm project in the Western Cape and the R500 million wind tower manufacturing project in the Eastern Cape, contributing positively to our results among others. Our affordable housing projects are also developing well as a result of the housing sector benefiting from interest rate cuts.

Our operations in Western Australia delivered a strong performance during the year, underscored by a robust order book amounting to R1.74 billion, an increase of 9.9% on the previous year. We have made significant progress in establishing a strong reputation within the wind and solar energy sector. This year, we proudly secured our fourth and fifth wind farm contracts, further solidifying our position as one of the industry leaders in Western Australia.

Chief Executive Officer's Report (continued)

Within the Materials Handling and Mining Division, Bauba's results unfortunately did not meet earnings expectations, mainly due to the deterioration of the chrome price in the second half of the year. Encouragingly, other operations in this division performed well, including B&E International, OMV, and SPH Kundalila.

Divisional reviews

The detailed divisional reviews for the Materials Handling and Mining; Construction Materials; Roads and Earthworks; and Infrastructure Divisions are set out on pages 50 to 67 of this Integrated Report. Further information on our international operations in the rest of Africa and Western Australia is detailed on pages 68 and 69 of this report.

Sustainability

Our Board-approved ESG strategy now enables us to properly identify, monitor, measure, and perhaps most importantly, mitigate our material ESG risks and impacts through sustainable interventions. Comprehensive details about our sustainability initiatives are presented in our 2025 Sustainability Report, reflecting our commitment to transparency. This ensures stakeholders are confident that sustainable business practices remain a central priority, shaping our strategies and decision-making processes. However, it is for the benefit of the Group and that of our environment and society at large that we record our performance, ensuring that we track our efforts, with robust, ongoing improvement being the ultimate goal.

We are just as passionate about improving lives and well-being in our communities by providing employment opportunities, community training programmes, and supporting SMME development, all of which are fundamental to societal welfare. This is particularly true in South Africa where access to education and the lack of quality education, as well as unemployment, have reached frightening proportions.

Another topic that is close to my heart is CSI. This year we invested R30.1 million (2024: R22.1 million – restated), an increase of 36.2%, to build on our projects in education, health, community development, sport, and arts and culture as outlined in our Sustainability Report. We remain committed to making a positive impact across these initiatives, which are aimed at making a real difference in the lives of people living in disadvantaged communities.

Recognising that our people are our backbone, we invest comprehensively across our organisation in learning programmes, bursaries, and training for current and potential employees, ensuring a skilled, diverse, and experienced workforce. This year, we employed 9 239 people (2024: 8 276) and offered jobs to 963 new employees. Raubex is a major source of employment for the communities in which it operates, offering indirect employment through full and part-time jobs across the spectrum of its activities. Indirectly, Raubex provided 9 980 (2024: 9 320) jobs on various projects. We also trained 6 812 employees (2024: 5 563), with 80% being HDSAs and 9% being women. Our employment equity plan continues to ensure that everyone has access to opportunities for development and can reach their potential without barriers. Addressing gender-based violence remains a critical priority for our organisation, as we strive to foster a culture of equality, respect, and safety within our workplaces and communities.

To ensure a fuller picture of the Group this year we have included information from our Western Australian operations relating to community efforts, employee training, and diversity and inclusion, particularly of indigenous people. The case study can be found on page 40 of the Sustainability Report. I am proud to see that even across the oceans we are having a tangible and positive impact.

It is with great regret that I report that the Group suffered two fatalities this year. On behalf of executive management, I offer my deepest condolences to the families, colleagues, and friends of the departed. Each incident was thoroughly investigated to ensure we both understood the causes and put in place measures to prevent the same circumstances from being repeated. Any loss of life is incredibly tragic. We remain committed to entrenching our safety and awareness campaigns and continue to promote the "I am a Safety Leader" campaign to strengthen our safety culture to ensure a "zero harm" approach is firmly embedded throughout our organisation. This is a "non-negotiable" approach as far as I am concerned.

To illustrate the profound impact our operations are making across both the environmental and social spectrum, we have once again featured several compelling case studies in this year's Sustainability Report. I strongly encourage you to explore these stories, as they highlight the tangible outcomes of our commitment to sustainable practices.

Prospects

The Group holds a more positive outlook for FY2026, driven by the encouraging opportunities within each division. The secured order book of R28.18 billion serves as a strong indicator of the Group's future potential.

Materials Handling and Mining Division: The Group is still positive about the outlook of Bauba's operations for FY2026 and beyond. The recent recovery of the chrome price to more sustainable levels bodes well for the Group. Operations are also expected to be running closer to full capacity and measures put in place to lower the cost base should yield better returns for FY2026. The new PGM plant at Kookfontein, to be commissioned early in the new financial year, will also increase the profitability of operations.

The Naboom chrome resource should start contributing to Bauba's earnings from FY2026 and will increase the life of mine of the chrome and PGM operations.

Effective 1 March 2025, the OMV business is reporting to the Construction Materials Division due to their market position weighing heavier on construction materials and industrial minerals.

The **Construction Materials Division's** Raumix Aggregates operations undertook several plant upgrades, with Rossway Sand being commissioned in May 2025. The new plant at Rossway will upgrade this site to what we call "Mega Quarry" status. This and other upgrades throughout the business should bear fruit within the next 12 months.

Although the Government is committed to infrastructure spend, the delays in awarding large tenders remain a challenge for planning purposes. The outlook for this division remains positive.

The OMV business, currently reported under the Materials Handling and Mining Division, will report to this division effective 1 March 2025.

The division will continue to strategically acquire commercial quarries to expand its footprint across South Africa and replace those nearing the end of their operational life. Additionally, we are investing in innovative technologies for bituminous and asphalt products to strengthen the division's competitive edge.

The **Roads and Earthworks Division** continues to be optimistic regarding the outlook for FY2026 given the various infrastructure programmes announced by the GNU, SANRAL's commitment to upgrade South Africa's road infrastructure as well as the concessionaires' contractual obligation to maintain the existing SANRAL roads.

The outlook for the **Infrastructure Division** remains positive, with numerous opportunities emerging in the Private Public Partnership (PPP) space. These partnerships enable the Government to leverage private sector expertise to enhance and build infrastructure. Raubex has submitted several solid PPP proposals and remains optimistic about their outcomes. Additionally, the development of affordable housing and private renewable energy projects continues to show strong potential. The Government's commitment to infrastructure investment further bolsters this positive outlook.

We have secured a R2.3 billion contract to repair and upgrade sections of the Parliament buildings in Cape Town damaged by the 2022 fire. Over 20 months, the project will involve demolishing outdated structures, enhancing the 18 000m^2 facility, and upgrading ICT, security, and fire suppression systems. This project not only reinforces the strength of our commercial building division but also reflects our enthusiasm and commitment to contributing to such a significant undertaking.

The outlook for **Western Australia** remains positive with solid opportunities in the renewable energy sector. For the year ending 28 February 2026, Western Australia will be reported as a separate division named Australia.

Our growth strategy is underpinned by our diversified business model, committed workforce, strength in leadership, and healthy balance sheet. Raubex continues to be well positioned to take advantage of the various opportunities, both organically and through acquisitions, across the sectors it services to build on its positive performance.

We are confident that our business model ensures that Raubex has a solid foundation in place to continue growing our business into a leading construction infrastructure organisation. Our growth strategy is underpinned by our diversified operations, committed workforce, strength in leadership, and healthy balance sheet. The vertical integration of the Group ensures that there is good collaboration between the various businesses. This ensures a multifaceted approach and coordinated approach to our implementation of large tenders – as demonstrated on the Beitbridge Border Post Project. Raubex continues to be well-positioned to take advantage of the various opportunities across the sectors it services and build on its positive performance. Our strategic intent is growth, sustainability and value creation for all stakeholders.

Appreciation

As we conclude another successful year, I want to extend my deepest gratitude to our remarkable team. Your dedication, unwavering loyalty, and steadfast commitment to excellence have been extraordinary. Our collective expertise, operational brilliance, and spirit of collaboration have been the bedrock of our success, consistently driving our growth and achievements over five decades. The strength and unity within our organisation remain unmatched, propelling the Group forward even in the face of challenges and distinguishing us in our markets.

To our Board of Directors, I sincerely appreciate your invaluable support and insightful guidance during the year under review. I want to give special acknowledgment to the Exco team, whose relentless efforts have been crucial in solidifying Raubex's position as an industry leader in our respective sectors. Your leadership and direction are deeply valued.

Finally, a heartfelt thank you to our clients, partners, suppliers, service providers, and shareholders. Your continued faith in Raubex has been instrumental in achieving the significant milestones that we, as a Group, have accomplished and continue to build upon.

Felicia Msiza
Chief Executive Officer

17 June 2025

Financial Director's Report

Sam Odendaal | Financial Director

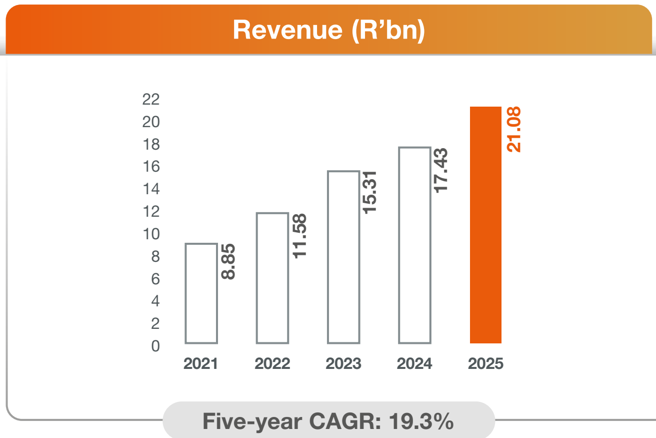
"The Group has continued to successfully execute its strategic plan, creating value for all stakeholders in what has yet again been a year with many headwinds. I am pleased to share that we have achieved another strong performance for the year ended 28 February 2025."

Financial overview

Revenue and profitability

Revenue increased by 21.0% to R21.08 billion (2024: R17.43 billion), as a result of the strong performances across three of the four divisions. The challenges experienced by the Materials Handling and Mining Division during the year under review, had an adverse impact on Bauba, but was countered by the excellent performance of the other operations within this division.

Operating profit increased by 1.3% to R1.56 billion (2024: R1.54 billion) and the Group operating margin came under pressure, mainly due to Bauba's performance, and reduced to 7.4% (2024: 8.8%).



For the comprehensive financial overview and operational performance of each division, please refer to pages 50 to 69 of this report.

Profit before tax increased by 3.4% to R1.52 billion (2024: R1.47 billion).

Earnings per share was 27.5% higher at 601.7 cents (2024: 472.1 cents) and headline earnings per share increased by 25.9% to 599.8 cents (2024: 476.3 cents).

Net finance costs

Net finance costs decreased to R31.9 million (2024: R64.4 million), a pleasing 50.4% decrease – mainly due higher finance income earned on the Group's large cash reserves. Finance costs include R29.5 million (2024: R30.5 million) interest attributable to lease payments accounted for in terms of IFRS 16: *Leases*. Finance costs on bank borrowings for the year under review increased from R132.2 million (2024) to R164.9 million (2025), an increase of R32.7 million or 24.7%.

Taxation

The taxation charge for the year amounted to R453.1 million (2024: R398.8 million), which resulted in the effective tax rate increasing to 29.8% (2024: 27.1%).

Cash generated from operations, cash and cash equivalents as well as working capital movements

Cash generated from operations before finance charges and taxation increased by 31.8% to R2.51 billion (2024: R1.90 billion). Cash and cash equivalents ended the year at R2.12 billion (2024: R1.66 billion), an increase of 27.4%.

Trade and other receivables increased by 22.9% to R2.54 billion (2024: R2.07 billion) as a result of the increase in revenue for the year, while the average debt collection days remained stable at 38 days (2024: 38 days). Inventories were 9.0% higher at R1.65 billion (2024: R1.51 billion) owing mainly to the increase in ore levels at Bauba. Trade and other payables increased by 10.8% to R3.14 billion (2024: R2.84 billion).

Capital expenditure

Capital expenditure on property, plant and equipment decreased by 23.4% to R1.35 billion (2024: R1.76 billion). The decrease is due to reduced capital expenditure in the current period, as the prior period included significant costs related to the Bauba mine expansion and the Namdeb Diamond Corporation (Namdeb) operations.

Acquisitions

Acquisitions made during the current financial year.

ABI 2 Proprietary Limited (ABI 2)

During the 29 February 2020 financial year, the Group, acting through its wholly owned subsidiary Raubex Roads and Earthworks Holdings (Pty) Ltd (RRE), entered into an agreement of sale on 27 February 2020, with Acorn Black Investments (Pty) Ltd, acting through its wholly owned subsidiary, ABI 2, for the sale of 100% of the shares and loan claims RRE holds in Raubex Property Investments (Pty) Ltd (RPI).

RPI owns a property portfolio (the Properties) which includes both commercial properties and residential units which were independently valued at R383.0 million at the time of sale.

The Purchase Price payable for the Sale Shares and Loan Claims was R383.0 million which consists of the following:

- R187.0 million was payable on the closing date, once all the necessary security was in place, including registration of first covering mortgage bonds over the properties in the portfolio;
- R81.4 million consists of a vendor loan which is repayable within five years bearing interest at 9.82% per annum; and
- R114.6 million consists of an equity preference share investment in ABI 2 at zero coupon and redeemable at the election of ABI 2 within ten years through the payment of a preference share dividend of R114.6 million (114.6 million shares).

Kookfontein

Financial Director's Report (continued)

The Properties were leased back to the Group on a market-related triple-net lease basis with a twelve-year lease term, effective 29 February 2020. This transaction was accounted for as a sale and leaseback under IFRS 16. This resulted in a right-of-use asset of R283.5 million and a lease liability of R357.9 million being recognised on 29 February 2020. In terms of IFRS 16, the sale and leaseback transaction reduced the profit and related right-of-use asset recognised in the Group based on the benefit retained in the underlying assets being leased back which resulted in a loss of R68.5 million in the 2020 financial year.

Effective 28 February 2025, the Group effectively reacquired RPI by purchasing 100% of the issued share capital of ABI 2. The total cash consideration for the acquisition amounted to R20.0 million. The Group made a strategic decision to reacquire RPI to regain full control of the underlying properties going forward. This will allow for better flexibility in terms of occupation and improvements where required. The acquisition of ABI 2 results in the following:

- Termination of the sale and leaseback transaction recognised in the 2020 financial year. The Group derecognised the right-of-use assets amounting to R166.3 million and corresponding lease liabilities of R252.5 million. The derecognition of the right-of-use asset and lease liability resulted in a net gain on termination of the lease of R86.2 million. The gain has been recognised in profit or loss under other gains and losses.
- The outstanding purchase price receivables, being the preference share with a carrying amount of R67.7 million and outstanding vendor loan with a carrying value of R129.2 million, were effectively settled on date of acquisition as these became inter group payables and receivables.

Empa Structures (Pty) Ltd (Empa Structures)

Effective 1 March 2024, the Group acquired the remaining 30% of Empa Structures from non-controlling shareholders for R35.0 million, increasing the Group's effective ownership to 100%.

Borrowings and gearing

Borrowings increased by 32.2% to R2.27 billion (2024: R1.72 billion), largely due to an increase of R218.8 million in the Nedbank mortgage bond held by Raubex Property Investments (Pty) Ltd, and R185.9 million utilised to finance building developments. The debt:equity ratio increased to 31.7% (2024: 26.0%) at 28 February 2025.

Financial facilities and covenants

The Group's current banking facilities are subject to the Group maintaining a bank defined gearing ratio of not more than 1.25 as well as a total debt to EBITDA ratio of below 2.5, which ratios and calculations have been set out in further detail in note 9 on page 134 of the Annual Financial Statements. The Group's strong balance sheet and cash generation have enabled it to operate well within these covenants, leaving sufficient headroom to capitalise on opportunities that may present themselves in the year ahead.

Dividends

The directors have declared a gross final cash dividend from income reserves of 104 cents per share on 2 June 2025 for the year ended 28 February 2025.

The total dividend per share for the year amounted to 198 cents (2024: 155 cents). This dividend consists of the final dividend of 104 cents per share and the interim dividend of 94 cents per share. The Group has maintained its three times cover policy.

Contingencies

Total financial institution backed contract guarantees provided to third parties on behalf of subsidiary companies amounted to R5.15 billion (2024: R3.50 billion). The directors do not believe that any exposure to loss is likely. Total available facilities in this regard amount to R7.86 billion (2024: R7.15 billion).

Appreciation

I extend my heartfelt gratitude to the finance teams across our Group subsidiaries, along with the Head Office support functions, namely Finance, Information Technology, Human Resources, and Company Secretarial, for their dedication and hard work in delivering the Integrated Report with precision and punctuality once again. Your contributions are immensely valued, and your efforts are recognised and deeply appreciated.

Sam Odendaal
Financial Director

17 June 2025

Divisional reviews

Reporting structure changes

The Group reports according to the four operating divisions, with the aggregation of businesses based on the nature of services and products provided to the market, production processes, and type of customer for the products and services. Effective 1 March 2025, the Group will consist of five divisions.

The four operating divisions are as follows:

Materials Handling and Mining

Construction Materials

Raubex Group Limited

Roads and Earthworks

Infrastructure

Divisional reviews (continued)

Materials Handling and Mining

Sandile Mazibuko (48)

Divisional Managing Director: Materials Handling and Mining Division

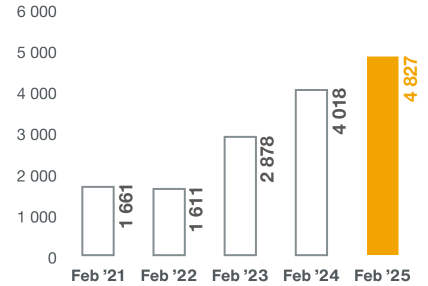
NHD Mining, MCC, MDP

Sandile joined B&E International in 2005 as Site Manager, promoted to Operations Director in 2013. He joined Raumix Aggregates as Managing Director in 2021. Sandile was appointed Divisional Managing Director: Materials Handling and Mining Division effective 1 February 2023.

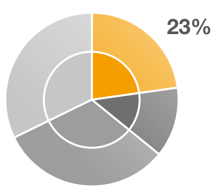
The Materials Handling and Mining Division comprises four main disciplines:

- contract crushing;
- materials handling and mineral processing services for the mining industry;
- contract mining; and
- specialised resource ownership through its investment in Bauba Resources (Pty) Ltd (Bauba).

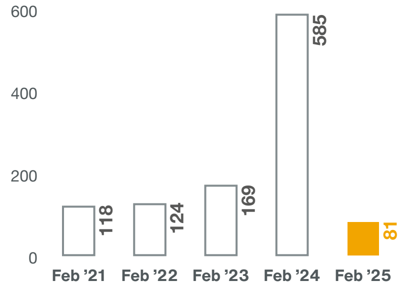
Revenue (R'm)



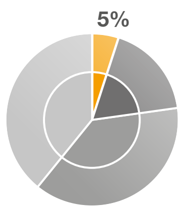
Division's contribution to the Group:



Operating profit (R'm)



Division's contribution to the Group:



Revenue for the division increased by 20.1% to R4.83 billion (2024: R4.02 billion). Operating profit decreased by 86.2% to R80.7 million (2024: R584.7 million), with the operating profit margin also decreasing to 1.7% (2024: 14.6%). The main reason for this is due to the solid performances by the other businesses within this division offset by the underperformance of Bauba's mining operations.

The capital expenditure amounted to R682.5 million (2024: R1.29 billion). The decrease of 47.2% is mainly attributable to less capex spend required on Bauba and Namdeb operations as the majority of the capex spend was incurred in the prior year. The capital expenditure includes the capitalisation of mine infrastructure development and stripping costs of R216.5 million (2024: R443.0 million) at Bauba.

As at 28 February 2025, the secured order book was R3.74 billion (2024: R5.05 billion), a decrease of 26.0%.

BAUBA

Bauba's results unfortunately did not meet the Group's earnings expectations. It was a year of two halves for this business, with the 2H2025 being weaker than the 1H2025, mainly due to the deterioration of the chrome price. In addition, the Rand/Dollar exchange rate strengthened by 4.6% over the reporting period, also negatively impacting the results.

The successful commissioning of the chrome ore wash plant and crushing circuit at Kookfontein mine, contributed to an increase in revenue. However, due to increased costs through processing Run-of-Mine (RoM), together with higher fixed costs per tonne, lower product grades and lower yields while the processing plants were ramping up. This contributed to profit margin pressure in the 1H2025. Since mid-July, the plant has consistently operated at designed feed capacity.

Moeijelijk Mine switched to a new underground mining contractor at the start of the financial year. Although this change was expensive, it was necessary to enhance safety and to employ a contractor with greater expertise in bord and pillar mining. The initial startup phase progressed slower than expected with various operational challenges being experienced throughout the year.

During the 2H2025, the chrome price experienced a sharp decline and had a significant impact on profitability of both operations resulting in a combined operating loss for the year.

The Group is still positive about the outlook of Bauba's operations for FY2026 and beyond. The recent recovery of the chrome price to more sustainable levels bodes well for the Group. Operations are also expected to be running closer to full capacity and measures put in place to lower the cost base should yield better returns for FY2026.

The new PGM plant at Kookfontein, to be commissioned early in the new financial year, will also increase the profitability of operations.

Bauba's revenue increased by 11.9% to R2.61 billion (2024: R2.33 billion) based on volume growth, but operating profit decreased by 166.1% to an operating loss of R235.8 million (2024: operating profit of R356.8 million). The operating profit margin weakened to a negative margin of 9.0% from 15.3% in the prior year.

Total mining production at Bauba's operations increased by 5.7% to 1.75 million tonnes from 1.66 million tonnes in the prior year, mainly as a result of the Kookfontein Mine's performance.

Mining production at Kookfontein was solid, increasing its mining production by 8.9% to 1 533 636 tonnes (2024: 1 408 178 tonnes). Kookfontein's chrome ore wash plant and crushing circuit, commissioned during 2024, can produce up to 80 000 tonnes per month. However, due to increased costs through processing RoM, together with higher fixed costs per tonne, lower product grades and lower yields while the processing plants were ramping up. This contributed to profit margin pressure in the 1H2025. Since mid-July, the plant has consistently operated at designed feed capacity. However, the price of chrome dropped significantly by then, which further exacerbated the negative impact on the business' operating profit.

There have been no new developments during the year at Naboom Mining Company. Naboom Mining Company is a large undeveloped opencast primary chrome mine with PGM resources, located on the eastern limb of the Bushveld Igneous Complex. The mine has 17.7 million tonnes of mineral resources estimate (MRE) across the chrome ore seams with an estimated life of mine of 12 years.

Bauba's mining resources and reserves as at 28 February 2025 were as follows:

	Kookfontein	Moeijelijk (LG6, LG6A and LG2)	Naboom	Total
Resource (Mt)	33.76	8.38	31.07	73.21
Cr_2O_3	29.28%	37.20%	35.62%	32.88%
4E g/t	1.38	–	2.09	1.69
Reserve (Mt)	12.00	4.67	5.82	22.49
Cr_2O_3	27.21%	29.17%	33.14%	29.15%
4E g/t	1.43	–	2.07	1.64

Divisional reviews (continued)

MINERAL RESOURCES REGISTER

The Group's Mineral Resources Register specifically relates to the operations of Bauba. Bauba was acquired by the Group in 2019 and has two operating mines, namely Kookfontein and Moeijelijk. Both are mine operations in South Africa.

Moeijelijk was established in 2015 as an opencast operation. The mine has since been transitioned to an underground operation where its first wash plant was commissioned in 2018, delivering a run-of-mine chrome-ore and concentrate chrome from its washing plant to all around the world.

In 2020, Bauba obtained a mining right for its Kookfontein Chrome Project. Kookfontein open-cast chrome and PGM mine has since broken ground and operations have commenced.

In 2023, Bauba acquired a controlling interest in Naboom Mining Company (Pty) Ltd (Naboom) with a mining right in Limpopo province. No mining operations have yet been set up at Naboom.

The directors of the Company have confirmed that there are no legal proceedings or other material matters that may impact the Company's ability to continue exploration and mining activities.

Refer to the website for the Competent Persons Mineral Resource and Reserve Statement

Compliance and reporting basis

Dunrose Trading 186 Proprietary Limited, trading as Shango Solutions (Shango), updated the Moeijelijk, Kookfontein and Naboom Mineral Resources in compliance with the South African Code for the Reporting of Exploration Results, Mineral Resources and Mineral Reserves (the SAMREC Code, 2016) for Raubex Group Limited. Hermanus Berhardus Swart, the Lead Competent Person for the Moeijelijk, Kookfontein, and Naboom Mineral Resources, hereby provides consent for the inclusion of extracts from, or a summary of the Mineral Resources in the Raubex Group Limited Integrated Annual Report as required by the JSE Listings Requirements Section 12.13.

I, Hermanus Berhardus Swart, do hereby certify that I am employed as Principal Geologist of Dunrose Trading 186 (Pty) Ltd t/a Shango Solutions, located at the corner of Ethel Avenue and Ruth Crescent, Northcliff. I have more than 20 years of experience relevant to the style of mineralisation and types of deposits under consideration, and to the activities which have been undertaken, to qualify as a Competent Person as defined by the SAMREC Code, 2016 edition.

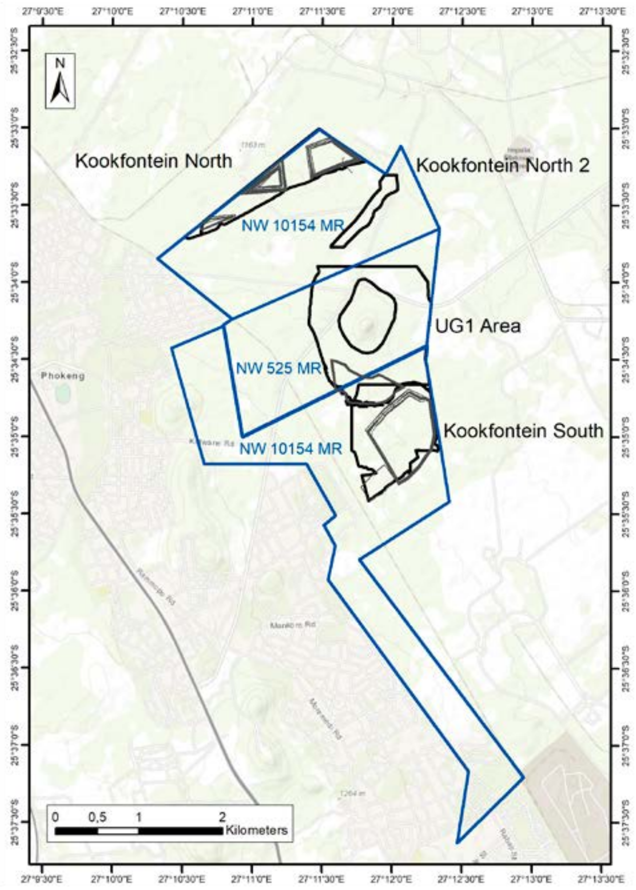
The addresses of the bodies recognised by SAMREC 2016, where the Competent Person responsible for the Mineral Resources and Mineral Reserves is registered are as follows:

South African Council for Natural Scientific Professions (SACNASP):
Management Enterprise Building
Mark Shuttleworth Street
Innovation Hub
Pretoria

Geological Society of South Africa (GSSA, registered as Fellow):
CSIR Mining Precinct
Corner Rustenburg and Carlow Road
Melville

Kookfontein

Nuco Chrome Bophuthatswana (Pty) Ltd (Nuco) holds the Mining Rights to the Kookfontein Project which is situated in the North West province of the Republic of South Africa, ca. 5km north-northeast of the town of Rustenburg and is directly abutting the town of Phokeng in the east (Figure 1). The Kookfontein Mine is subdivided into the following project areas (subzones): (i) Kookfontein North (KFN), (ii) Kookfontein North 2 (KFN2), (iii) UG1 and UG1A and (iv) Kookfontein South (KFS) areas (Figure 2).



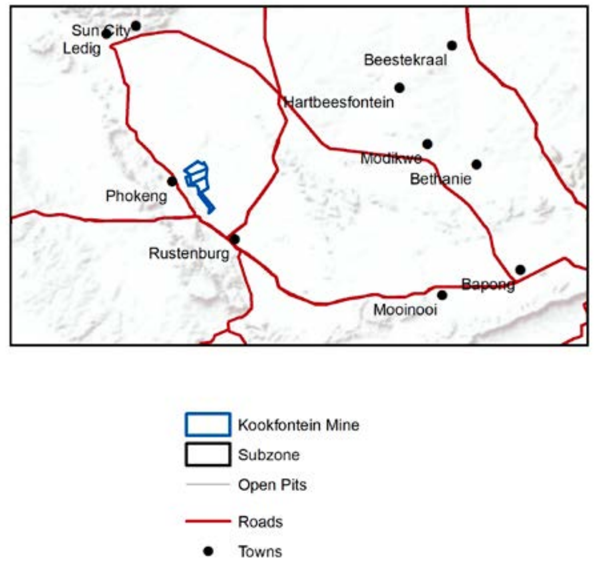


Figure 1: The Kookfontein Project location

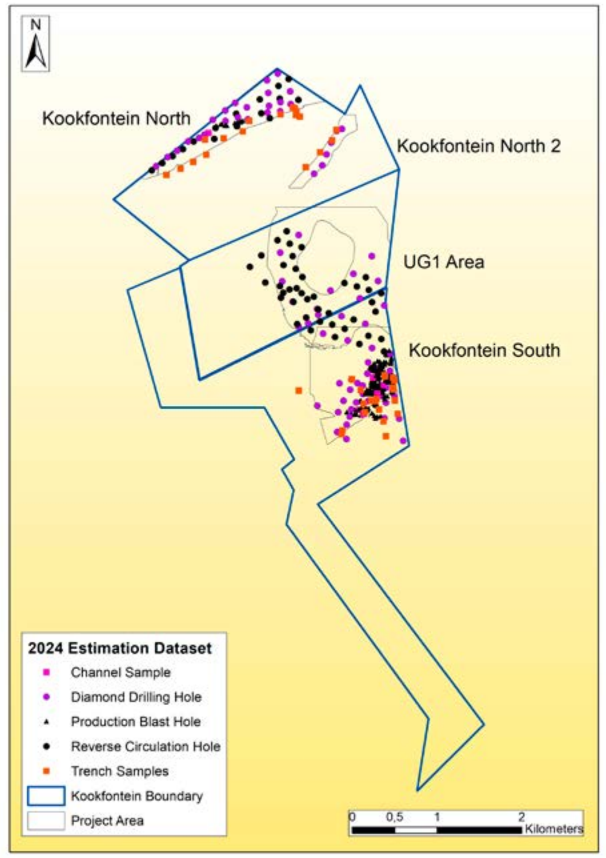


Figure 2: The Kookfontein Project boundary with the four subzones delineated as well as data distribution.

Legal tenure

The first mining right was granted on 4 December 2016 (NW30/5/1/2/2/525MR) and is valid until 20 February 2028, covering an area of 333.86 hectares. The second right was granted on 3 June 2022 (NW30/1/2/2/10154MR) and is valid until 2 June 2030, covering an area of 985.02 hectares.

Regional and local geology

The Kookfontein Project is situated in the Western Lobe of the Bushveld Complex. The area is characterised by the Kookfontein Upfold, a prominent structural feature that divides the Rustenburg and Boshoek sections.

In the north of the property, the chromitites strike east-northeast, and west-southwest and dip at between 9° to 26° towards the north and straddle the boundary between the Lower Critical Zone and the Upper Critical Zone. The seams are well developed with widths ranging between 40cm to 1.34m (Bauba Resources, Annual Report, 2021).

The central area has a semi-circular outcrop of UG1 with a shallow dip towards the east under a hill of quartzite, and an area of UG2 on the SE side of the hill.

The southern portion displays more complexity in respect of geology and mining. The area is characterised by numerous anticlines and synclines, associated with significant faulting. Seams dip between 8° and 13° towards the east and northwest. The seams are well developed with widths ranging between 40cm to 1.46m.

Exploration activities

Minco Resources 202 (Pty) Ltd conducted an exploration between November 2007 and July 2009. Exploration comprised a combination of exploration pits, trenches, and boreholes. The initial pits and trenches established the UG1 outcrop along an arc, extending from north to south, halfway between the western and eastern boundaries of

Divisional reviews (continued)

the project area. Borehole drilling concentrated up-dip of the UG1 outcrop to intersect reefs of the Middle and Lower Group chromitite reefs.

In 2015 GeoActiv (Pty) Ltd conducted the initial exploration activities at Kookfontein for Nuco. A trenching programme took place between July and August 2015. A subsequent diamond drill (DD) and reverse circulation (RC) drilling programme was guided by the trenching information. Sixty-nine (69) RC boreholes (BHs), totalling 3 842m, and thirty (30) DD BHs, totalling 1 986.46m, were drilled during the programme in a period from mid-August to late-October 2015. The following layers were intersected UG2, UG1, MG1, MG2A, MG2B, MG3, MG4A, MG4B and MG4C. The LG7, the LG6 and LG5 units were found to be poorly developed. GeoActiv (2015) declared Mineral Resources in alignment with the 2007 SAMREC guidelines within the project area.

Shango Solutions was responsible for the management of the Phase 1 exploration activities (drilling and trenching) that resulted in the declaration of a Mineral Resource in May 2023.

An additional diamond drilling and trenching programme was conducted in late 2023. The Phase 2 exploration programme considered the drilling of 13 diamond drillholes (640m) and the excavation of two trenches.

Orebody delineation

3D models for the various areas and reef horizons within the Kookfontein Project and the applied modelling software were generated. The KFN, KFN2, UG1, and UG1A 3D models were generated by implicit modelling techniques embedded in Strat 3D. KFS was explicitly modelled in Leapfrog Geo due to the complex structure that is present in the area.

Mineral Resources and Mineral Reserve Statement

Mineral Resources are presented as in-situ tonnes after geological losses have been applied. Geological losses were determined using the estimated geological losses from the in-pit geological mapping as well as known geological losses expected in the western Bushveld. The Mineral Reserve Statements are detailed in Table 1. Data to support the cut-off grade and modifying factors represent actual figures from the mine.

SECTOR:	Competent Person:	FARM:	Date:
Rustenburg	HB Swart	Kookfontein 265 JQ Opencast	28 February 2025

Mineral Reserve Grades Element Oxides (%)

Area	ROM (mt)	Cr_2O_3	FeO	Al_2O_3	MgO	SiO_2	Cr:Fe Ratio	3E+Au (g/t)
Proved Mineral Reserves								
UG1								
North	2.42	28.41	20.54	14.12	12.27	19.21	1.22	1.17
North 2								
South	3.103	26.60	20.58	15.03	10.56	20.68	1.14	1.57
Total	5.524	27.39	20.56	14.63	11.31	20.04	1.17	1.39
Probable Mineral Reserves								
UG1	0.707	28.09	22.82	15.41	8.13	16.86	1.08	0.79
North	3.377	27.32	20.75	14.54	11.89	19.65	1.16	1.44
North 2								
South	2.389	26.39	20.26	14.76	11.07	21.04	1.15	1.70
Total	6.474	27.06	20.80	14.72	11.18	19.86	1.15	1.47
Grand total	11.997	27.21	20.69	14.68	11.24	19.94	1.16	1.43

The Mineral Resources and Mineral Reserves are reported according to the principles of the SAMREC 2016 Code.

The Measured and Indicated Mineral Resources are reported inclusive of those resources modified to produce the Mineral Reserves.

High wall with current market prices from pit design.

Mining extraction = tonnes broken.

ROM Plant Feed = Tonnes broken (Total Chromitite + External dilution + Internal dilution) less losses attributed to Mining Extraction, Mining Loss, and Mining Dilution as achieved in the financial year.

Widths from wireframe models and grades from Kriged estimation of trench, pit sampling and borehole averages. Minimum 20cm Channel width and 15% Cr_2O_3 required as applied to the Mineral Resource models.

Apparent computational errors are due to rounding.

Geological losses have been applied to the Mineral Resource categories:
Measured -5%
Indicated -10%

Mineral Reserves are exclusive of the legally required boundary pillar of the Kookfontein farm boundary.

Table 1: The Kookfontein Mineral Reserve detail as at 28 February 2025

Mineral Resources and Mineral Reserve reconciliation

Based on updated information and the development of a life-of-mine plan, Shango updated the Mineral Resources, effective 28 February 2025. The 2025 Mineral Resources for Kookfontein total 33.76Mt at an average grade of 29.28%.

The depletion due to mining activities amounted to 1.52Mt when compared to the 2024 Mineral Resources.

The 2025 Mineral Reserve for Kookfontein totals 12.00Mt at an average grade of 27.21% Cr_2O_3. The 2024 Mineral Reserves which totalled 13.30Mt at an average grade of 27.57% Cr_2O_3. The decrease of 1.30Mt is due to depletion due to mining activities amounting to 1.52Mt

Mining activities

The Kookfontein Mine is currently an open pit truck and shovel operation where mining is conducted and managed by contract miners.

Production

During the reporting period, a total of 1 519 227t of opencast Run-of-Mine (RoM) tonnes were mined. This represents a 183 458t increase when compared to the previous reporting period.

Moeijelijk

The Bauba Moeijelijk Chromite Mine is located on the farm Moeijelijk 412KS in the Limpopo province, approximately 70km southeast of the town of Polokwane and 270km northeast of Johannesburg (Figure 2). The area has a well-developed network of national (N1), regional (R37) and tarred roads and railways. Bauba holds a 30-year mining right for chromite over this farm which extends over an area of 2 271ha in the Eastern Limb of the Bushveld Complex. This mining right was granted in July 2016. Previously a prospecting right and small-scale mining permit was held. The mine is an open pit and underground operation located in the vicinity of various operating chromite mines and development projects. Production from the open pit was temporarily discontinued during April 2018, pending the approval of the water use licence. The sinking of underground development commenced in January 2018. Opencast mining came to an end in December 2019 when the Mineral Resources and Reserves were depleted.

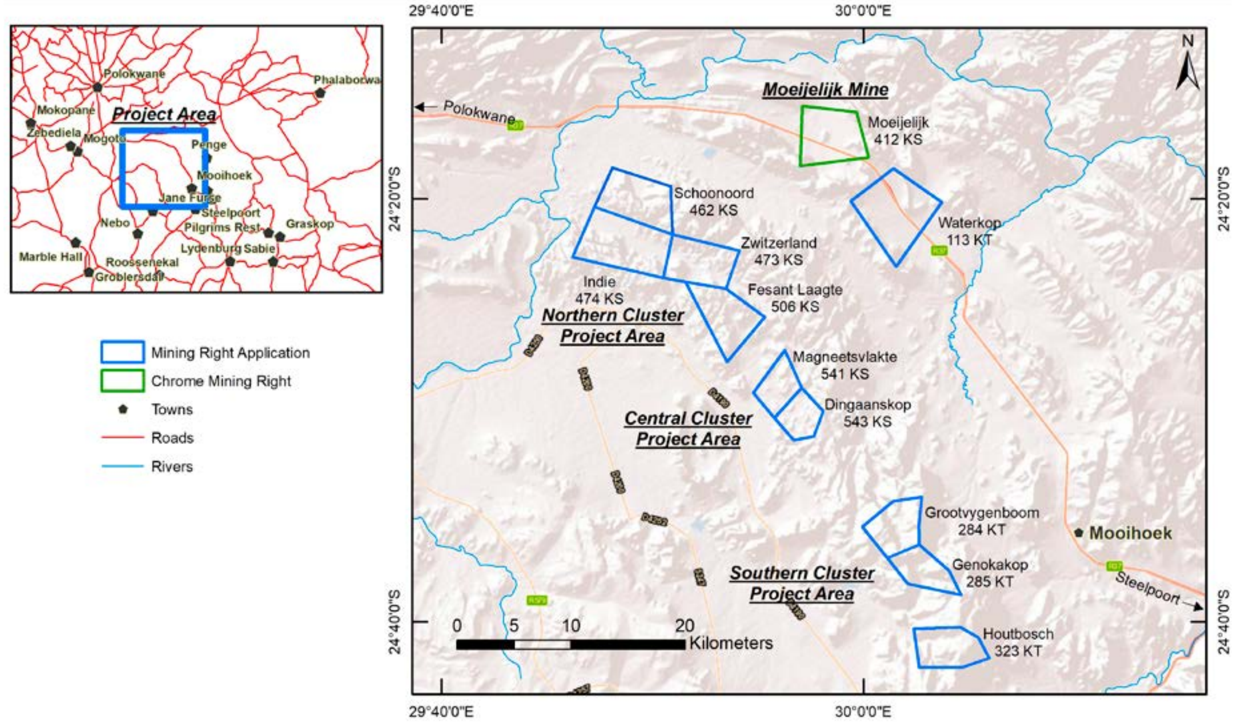


Figure 2: The Moeijelijk Project location

Divisional reviews (continued)

Legal tenure

The mining right was granted on 13 July 2016 (LP10096MR) and is valid until 12 July 2046, covering an area of 2 270.96 hectares.

Regional and local geology

The Moeijelijk Project is located on the northern part of the Eastern Limb of the Bushveld Complex. The project area is covered by recent unconsolidated sediments, with minimal outcrop of the underlying hard rock geology. The underlying rocks are comprised of units of the Lower Zone. The more weathering resistant Lower Critical Zone forms a steep hill to the southwest of the Moeijelijk Project, where the LG2, LG6 (including disseminated chromite in the immediate footwall), and LG6A units' sub-outcrop at the base of the hill.

The LG2 unit sub-outcrops towards the southern portion of the property, striking northwest-southeast over a strike length of approximately 2.5km. The dip is typically 20° towards the west, but varies slightly along the strike. The average width of the LG2 unit is approximately 0.87m and ranges between 0.47m and 1.75m.

The LG6 and LG6A units' sub-outcrop over a strike length of approximately 1.6km. The LG6 and LG6A units, which are separated by pyroxenite partings, are typically continuous along strike and down dip. Dip is typically 20° to the west, but varies slightly along strike. The average combined width of the LG6 and LG6A units is approximately 1.60m, excluding partings. The parting between the LG6 and LG6A units averages 0.85m in thickness.

The Moeijelijk Project targets the disseminated chromite footwall, LG6, disseminated chromite hanging wall and LG6A units.

Exploration activities

From October 2017 to January 2018, Bauba completed a total of 15 diamond drillholes, 12 of which returned full intersections suitable for sampling of the LG2. The drillholes were planned to prove the continuity of the LG2 along the strike of the orebody and to declare Mineral Resources for the LG2. The LG2 was encountered at depths varying from 36m to 145m below the surface. All holes were drilled vertically, and the diamond drilling portion was drilled with NQ core size.

Ore delineation

Surfaces were created for the orebody top and bottom contacts, considering the intersection points identified in the borehole dataset. The top contact was modelled as an offset plane from the bottom contact.

Mineral Resources and Mineral Reserve Statement

Mineral Resources are presented as in-situ tonnes after geological losses have been applied. Geological losses were determined using the estimated geological losses from the in-pit geological mapping as well as known geological losses expected in the eastern Bushveld. The Mineral Reserve statements on the LG6 package (underground) and Mineral Resources are detailed in Table 2. Data to support the cut-off grade and modifying factors represent actual figures from the mine.

SECTOR:
Jagdlust

Competent Person:
HB Swart

FARM:
Moeijelijk 412KS

CHROMITITE LAYER:
LG6/6A Package Underground

Date:
28 February 2025

				Thicknesses (m)					
	Area (ha)	Dip	Slope Area (ha)	LG6A	LG6	Package	SG	Geol. Loss (%)	Chromitite (Mt)
Mineral Resource Estimates									
Indicated	35.25	21	37.64	0.42	1.17	1.59	4.40	10	2.37
Measured	9.68	21	10.33	0.38	1.27	1.65	4.28	5	0.69
Total	44.93	21	47.97						3.06

	In Situ Million Tons				Element Oxides (%)					
	LG6A	Pyrox.	LG6	Total	Cr_2O_3	FeO	Al_2O_3	MgO	SiO_2	Cr:Fe Ratio
Mineral Resource Grades										
Indicated	0.63	–	1.74	2.37	42.61	24.75	14.48	10.37	4.66	1.52
Measured	0.16	–	0.53	0.69	41.66	24.08	14.26	10.24	5.26	1.52
Total	0.79	–	2.28	3.06	42.40	24.60	14.43	10.34	4.80	1.52

	Million Tons in Situ				Less Modifying Factors (%)				ROM
	Chromitite	Internal Dilution	Internal Dilution (HW Diss)	External Dilution (FW)	Mining Extraction Loss	Mining Loss Factor	Mining Dilution Loss	Waste Scalped	Plant Feed (mt) Before Scalping
Mineral Reserve Estimates									
Probable	2.37	0.95	0.38	0.39	19	5	0	70	3.59
Proved	0.69	0.28	0.11	0.11	19	5	0	70	1.05
Total	3.06	1.23	0.49	0.53					4.64

		Element Oxides (%)					
	ROM (mt) Before Scalping	Cr_2O_3	FeO	Al_2O_3	MgO	SiO_2	Cr:Fe Ratio
Mineral Reserve Estimates							
Probable	3.59	29.24	20.13	10.78	16.14	20.05	1.28
Proved	1.05	28.86	19.83	10.69	16.02	20.23	1.28
Total	4.64	29.20	19.28	10.12	17.13	22.73	1.23

The Mineral Resources and Mineral Reserves are reported according to the principles of the SAMREC 2016 Code.

The Measured and Indicated Mineral Resources are reported Inclusive of those resources modified to produce the Mineral Reserves.

Mining extraction = tonnes broken underground.

ROM Plant Feed = Tonnes broken (Total Chromitite + External dilution + Internal dilution) less losses attributed to Mining Extraction, Mining Loss, Mining Dilution and Waste Scalped – mostly pyroxenite in the 2024/25 financial year and as audited by SRM. Mining loss considers ore left underground as surveyed by SRM.

ROM beneficiated in plant after scalping. Scalped element grades as determined Cr_2O_3 scatter plots.

Extraction rate as supplied by Sashwyn Pillay.

Mineral Reserves are exclusive of 20m crown pillar below the opencast highwall.

Mineral Reserves are exclusive of 10m boundary pillar of the Moeijelijk farm boundary.

A cut-off grade of 20% Cr_2O_3 has been applied to the Mineral Resource models.

Apparent computational errors are due to rounding.

Geological losses have been applied to the Mineral Resource categories:
Measured -5%
Indicated -10%

Table 2: The LG6 package Mineral Resource/Reserve detail as at 28 February 2025.

Divisional reviews (continued)

Mineral Resources and Mineral Reserve reconciliation
Based on updated information and the development of a life-of-mine plan, Shango updated the Mineral Resources, effective 28 February 2025. The 2025 Mineral Resources for the Disseminated Footwall Chromite, LG6 and LG6A units totals 4.45Mt at an average grade of 40.44%. The 2024 Mineral Resources for the Disseminated Footwall Chromite, LG6, Disseminated Hangingwall Chromite and LG6A units totals 4.86Mt at an average grade of 40.89%. The decrease of 0.41Mt in tonnage is due to depletions by mining of 0.39Mt during the financial year. The Mineral Resources of the LG2 remain 3.93Mt at an average grade of 33.54% and studies in 2018 indicated that it has the potential to be extracted as part of the current operations.

The 2025 Mineral Reserve for the Disseminated Footwall Chromite, LG6 and LG6A units totals 4.67Mt at an average grade of 29.16% (Table 7). The 2024 Mineral Reserve for the Disseminated Footwall Chromite, LG6 and Disseminated Hangingwall Chromite units totals 5.07Mt at an average grade of 28.59%. The decrease of 0.4Mt is due to depletions by mining of 0.39Mt during the financial year.

Mining activities
The Moeijelijk Project is currently an underground operation with the open pit Mineral Resources depleted in December 2019. The open pit consisted of a truck and shovel operation where mining was conducted and managed by contract miners. Sinking of the underground decline developments commenced in January 2018, with production ramping up to the planned capacity of 30 000t per month. The underground mine is a mechanised mine, using drill rigs. All ore is moved from the stope face to surface using mechanised loading and hauling.

The Moeijelijk underground mine will be developed almost entirely on the LG6 Reef package (including the Disseminated Footwall and Hangingwall Chromite) with limited off-reef development. The LG6A forms part of the mining cut which includes the pyroxenite parting between the LG6 and LG6A.

Development of the main apparent dip trucking ramp and strike drives is mechanised with mechanised drilling, mechanised loading and hauling of rock to surface.

Stoping is a mechanised mining approach along strike and apparent dip on reef. Ore is loaded into trucks, for hauling to surface via the strike drive and then up an apparent dip trucking ramp developed at 9 degrees.

The priority in the mining schedule is to advance these two declines as fast as possible, in order to make additional stope face available.

Material is transported underground in trackless vehicles down the apparent dip trucking ramp and driven into the working areas along the strike drives.

Production
During the reporting period, a total of 350 468t of underground Run-of-Mine (RoM) tonnes were crushed at an average grade of 25.12% Cr_2O_3. A wash plant was constructed to upgrade ROM chrome ore below 40% Cr_2O_3 into foundry, chemical and metallurgical grade concentrates. During the financial year 255 979t were fed through the wash plant at an average grade of 29.42% Cr_2O_3.

Moeijelijk

Naboom

The Naboom Project comprises two farms, Naboom 451KS (now known as Voorspoed 458KS) and Vaalboschlaagte 454KS in the Thabamoopo district, Limpopo province of South Africa (Figure 3). The project area is situated approximately 55km south of Polokwane and 6km east of Lonmin's Messina Platinum Mine on the eastern limb of the Bushveld Complex.

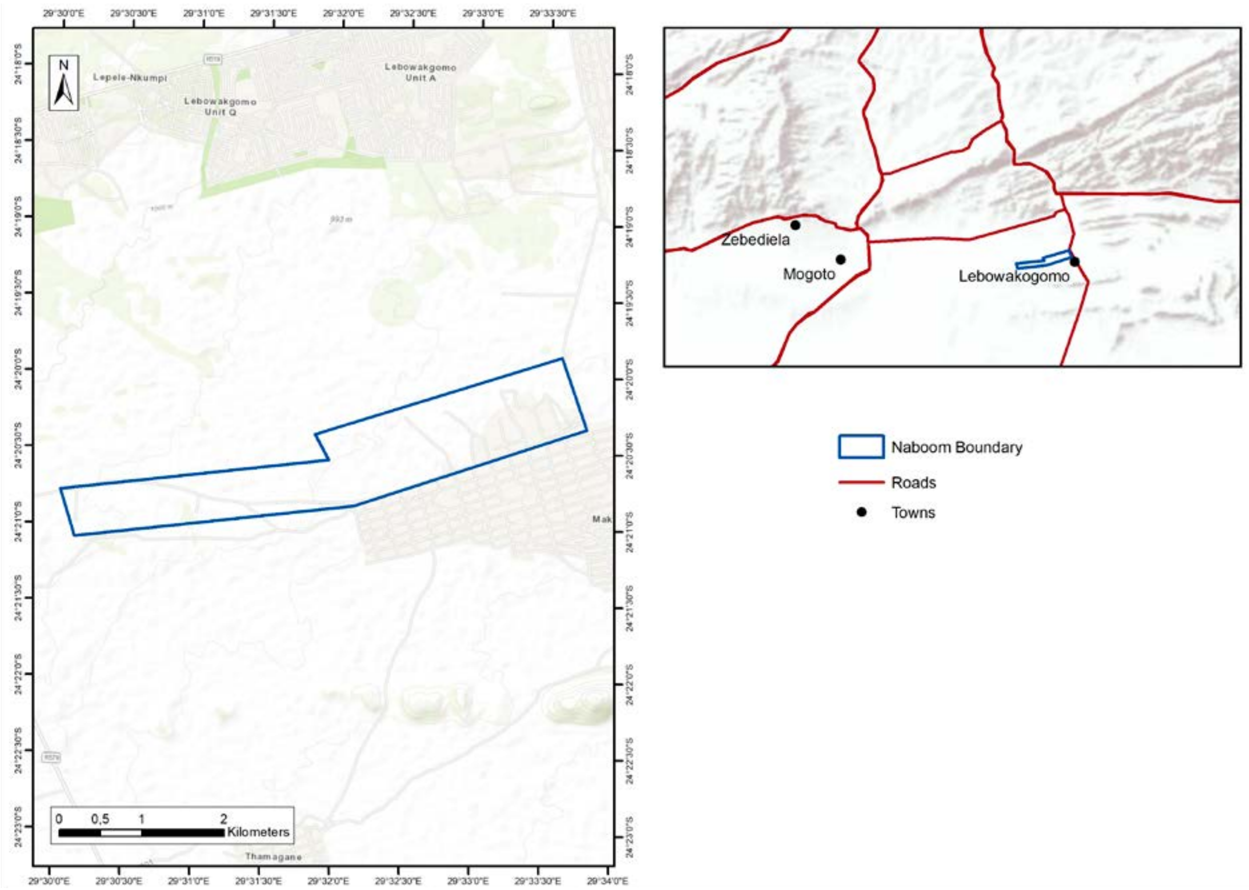


Figure 3: The Naboom Project location

The area of the Naboom Chrome Project is characteristic of the Bushveld area, with flat topography covered in thornveld and grass with occasional exposures of calcrete.

The Naboom Chrome Project can be accessed via the R555 provincial road linking Mokopane and Burgersfort via the Lebowakgomo to Phokwane tarred road. Access to the property from the Lebowakgomo to Phokwane road is via a gravel road past the village of Makurung.

Legal tenure
The mining right was granted on 13 February 2014 (LP30/5/2/2/1/198MR) and is valid until 12 February 2044, covering an area of 483.42 hectares.

Regional and local geology
The Naboom Project is situated within the northern portion of the Eastern Limb of the Bushveld Complex. The seams strike generally east-northeast and dip to the south very steeply (up to 70 degrees), probably owing to their proximity to the Thabazimbi-Murchison Lineament (TML), a regional structural discontinuity.

Exploration activities
Samancor Limited undertook bulk sampling on the MG1 chromitite during 1999 after completion of a total of thirteen vertical geological boreholes drilled using reverse circulation drilling methods (Holes RC1 – 13). They also drilled diamond drillholes NB19 – 27 (SRK, 2010).

Chrometco undertook core drilling on the Naboom property in early 2006. Four diamond drill holes (VN1 to VN4) were drilled in the project area at approximately 1 000m apart. A further three diamond drill holes (VN5 to VN7) were drilled closer to each other to investigate the UG1 chromitite seam in the western part of the property (SRK, 2010).

In 2010 Minmetals in conjunction with SRK excavated seven trenches (A1 to A7) spaced 500m apart.

Divisional reviews (continued)

Mineral Resources and Mineral Reserve Statement

Mineral Resources are presented as in-situ tonnes after geological losses have been applied. Geological losses were determined using the estimated geological losses from known geological losses as expected in the Bushveld Complex. The Mineral Reserve statements are detailed in Table 3. Data to support the cut-off grade and modifying factors represent estimates from similar Bushveld operations.

SECTOR:
Naboom

Competent Person:
HB Swart

FARM:
Naboom 451 K S

Date:
28 February 2025

		Mineral Reserve Grades Element Oxides (%)						
Chromitite Layer	ROM (mt)	Cr_2O_3	FeO	Al_2O_3	MgO	SiO_2	Cr:Fe Ratio	3E+Au (g/t)
Proved Mineral Reserves								
MG3								
MG2								
MG1								
Total	0.000	–	–	–	–	–	–	–
Probable Mineral Reserves								
MG3	0.911	30.15	20.95	16.78	9.71	15.21	1.27	2.60
MG2	3.520	32.67	21.89	13.36	11.60	14.20	1.31	2.15
MG1	1.392	36.26	22.28	13.72	12.09	11.65	1.43	1.53
Total	5.823	33.14	21.84	13.98	11.42	13.75	1.34	2.07
Grand total	5.823	33.14	21.84	13.98	11.42	13.75	1.34	2.07

The Mineral Resources and Mineral Reserves are reported according to the principles of the SAMREC 2016 Code.

The Measured and Indicated Mineral Resources are reported inclusive of those resources modified to produce the Mineral Reserves.

High wall for open pits with current market prices from pit design.

Mining extraction = tonnes broken.

ROM Plant Feed = Tonnes broken (Total Chromitite + External dilution + Internal dilution) less losses attributed to Mining Extraction, Mining Loss, and Mining Dilution as estimated.

Widths from wireframe models and grades from Kriged estimation of trench, pit sampling, and borehole averages. Minimum 20cm Channel width and 15% Cr_2O_3 required as applied to the Mineral Resource models.

Apparent computational errors are due to rounding.

Geological losses have been applied to the Mineral Resource categories:
Measured -5%
Indicated -10%

Mineral Reserves are exclusive of the legally required boundary pillar of the Naboom farm boundary.

Table 3: The Naboom Mineral Reserve detail as at 28 February 2025.

Mineral Resources and Mineral Reserve Reconciliation

Based on updated information and the development of a life-of-mine plan, Shango updated the Mineral Resources, effective of 29 February 2024. The 2024 Mineral Resources for Naboom total 32.75Mt at an average grade of 34.28%. No Mineral Resources were declared in 2023 for Naboom.

The 2025 Mineral Reserves for Naboom totals 5.82Mt at an average grade of 33.14%.

Mining activities

The Naboom Mine will be an open pit truck and shovel operation where mining will be conducted and managed by contract miners. Figure 37 details the Naboom opencast life of mine layout.

Production

The Mine was not in production during the reporting period.

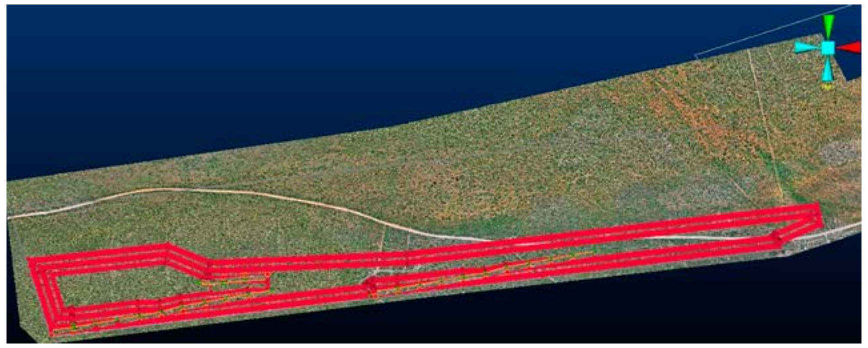


Figure 37: Plan of mine layout for Naboom Chrome Mine

B&E INTERNATIONAL (PTY) LTD (B&E INTERNATIONAL)

The B&E International business continued to perform above expectations. The flagship Namdeb contract, which provides mining services to Southern Coastal Mines in Namibia, is progressing exceptionally well and is ahead of schedule. However, the slowdown in the award of SANRAL tenders has negatively impacted the demand for contract crushing. The business did however secure some crushing and materials handling contracts in the iron ore and manganese sectors during the 2H2025.

The *force majeure* restrictions on operations in Mozambique, imposed due to political instability, persisted throughout this year. Despite ongoing uncertainties, we remain hopeful about resuming operations in the 2026 financial year.

SPH KUNDALILA (PTY) LTD (SPH)

The SPH Northern Cape operations reduced their cost base during the year under review which positively impacted the performance of the business. The business was however hampered by the Saldanha's operations that were negatively impacted by the severe weather conditions experienced during the financial year. Overall, SPH delivered a solid set of results.

The collaboration among the Group's four divisions presents significant opportunities for Raubex, particularly in relation to Bauba's operations. At Bauba's Kookfontein open pit mine, SPH manages the mining equipment, while B&E International oversees materials processing at both the Moeijelijk and Kookfontein mines. Raubex Construction successfully completed the construction of a tailings storage facility and service dam at the Kookfontein Mine in the 2H2025. The Group, through its subsidiaries, will continue to focus on further developing investment opportunities.

Bela-Bela Quarry

OMV (PTY) LTD (OMV)

The OMV gypsum, aggregates and ready-mix operations delivered another robust set of results for the year under review. A major aggregates and ready-mix supply contract progressed well in the 1H2025, however slowed down in the 2H2025.

OMV's investment in Attaclay, a bentonite mine located in Steelpoort, continued to perform well. Attaclay increased production to meet the rising demand for bentonite, a crucial component in constructing tailing facilities and smelter furnaces, which helps reduce environmental impact and lower operational costs. The additional bentonite mill in Olifantsfontein also contributed positively to these results. Overall, OMV's industrial minerals operations performed well.

Divisional reviews (continued)

Construction Materials

Dieter Rencken (57)

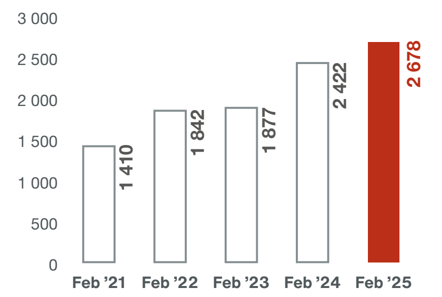
Divisional Managing Director: Construction Materials Division

NHD Civil Engineering, Pr.CM with SACPCMP

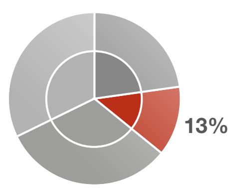
Dieter joined Roadmac Surfacing Cape more than 20 years ago under the leadership of Charlie Backlund. On the retirement of Charlie in 2013, Dieter was promoted to Managing Director of Roadmac Surfacing Cape, a role he has fulfilled with excellence. Dieter was appointed Divisional Managing Director: Construction Materials Division effective 1 June 2022. Dieter is a registered Pr.CM with SACPCMP.

The Construction Materials Division specialises in the production and supply of materials to the construction market, including aggregates from commercial quarries, asphalt manufacture and supply, and value-added bituminous products.

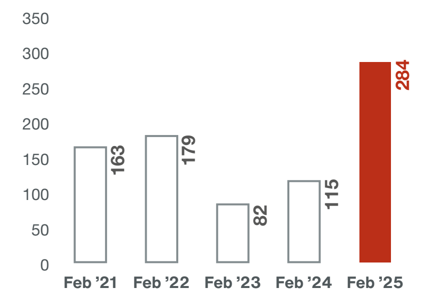
Revenue (R'm)



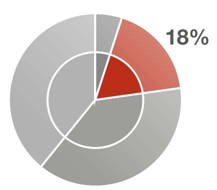
Division's contribution to the Group:



Operating profit (R'm)



Division's contribution to the Group:



Revenue and operating profit for the division increased by 10.6% to R2.68 billion (2024: R2.42 billion) and 147.1% to R284.2 million (2024: R115.0 million), respectively. The operating profit margin also increased to a satisfactory 10.6% (2024: 4.8%). The stellar performance of this division can be attributed to both robust existing contracts and clients together with new road construction contracts awarded at the end of the 2024 financial year. These contracts have significantly increased the demand for bitumen and asphalt volumes. The aggregate volumes saw strong growth in the 2Q2025 and 3Q2025; however, adverse weather conditions led to a reduction in the 4Q2025.

The capital expenditure amounted to R176.9 million (2024: R130.5 million), an increase of 35.5%. The largest project was the Rossway propel crushing plant upgrade amounting to R69.1 million.

The secured order book was R1.74 billion at 28 February 2025 (2024: R1.72 billion), a 1.4% increase.

AGGREGATES

The National Elections at the end of May 2024, coupled with the high-interest rate environment, resulted in a slow start to the 2025 financial year for the commercial quarries, especially in the northern region of the country. After the elections, and in anticipation of lower interest rates, the commercial quarry operations in South Africa started performing better, driven by more positive market sentiment. The encouraging developments at Transnet have also positively affected the Raumix Aggregates quarries' volumes, specifically the ballast stone sold at the Kimberley and Petra Quarries. The Butterworth Quarry, located in the Eastern Cape, continued to perform exceptionally well due to increased economic activity in this region. These included SANRAL and provincial government road contracts that were secured. The heavy rains in January and February 2025 severely impacted production and sales at all our quarries, which in turn negatively affected revenue and profit growth towards the latter part of the financial year.

Collectively, the quarries produce 5.7 million tonnes of aggregates and sand per year.

Our quarry operations in Botswana have continued to excel, driven by heightened activity during their election year. This has enabled us to maintain our position as the largest aggregate supplier in the country. The results reflect our consistent performance and strong market presence.

ASPHALT

The newly restructured business is performing beyond expectations, operating efficiently, profitably and on a reduced cost base. Additionally, the supply of asphalt to the N3 and N2 projects is proceeding smoothly.

National Asphalt has greatly benefited from its ability to operate well on mobile sites nationwide, effectively supplying asphalt for rural contracts. Upgrades as well as increased maintenance, in general, have increased their performance efficiencies. Mobile operations have consistently delivered exceptional performance.

National Asphalt's volumes for the financial year exceeded a million tonnes for the first time since 2018, an increase of 25% from the prior financial year. It is also the second-highest asphalt volumes since its acquisition.

BITUMEN

Tosas imports approximately 80% of its bitumen requirements, with the remainder sourced locally. The bitumen importation market has stabilised, leading to a more consistent supply of high-quality imported bitumen within South Africa. Tosas has strategically benefited from this stability through effective procurement and the efficient use of their storage facilities in KZN. During this financial year. It is encouraging that industry volumes are back to pre-Covid levels.

Additionally, Tosas has recently undergone a leadership change and a restructuring of their management team. We are optimistic about the positive contributions this new leadership will bring to the business.

Rossway Quarry

Divisional reviews (continued)

Roads and Earthworks

Jaco van der Bijl (57)

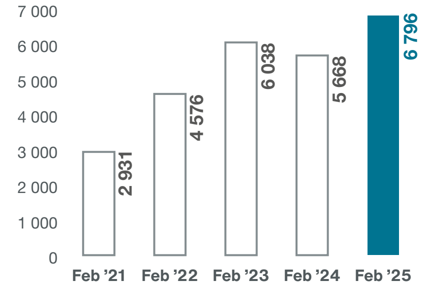
Divisional Managing Director: Roads and Earthworks Division

NHD Civil Engineering, Pr.CM with SACPCMP

Jaco joined Raubex in 2013 and was previously the Managing Director of Roadmac Surfacing. Effective 1 June 2022, Jaco assumed the position as Divisional Managing Director: Roads and Earthworks Division. Jaco is a registered Pr.CM with SACPCMP.

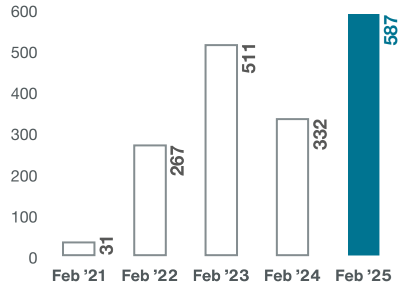
This division specialises in road construction, earthworks, road surfacing, and rehabilitation, providing extensive services for major public and private sector projects across various infrastructural applications. It depends primarily on the South African road construction sector through its construction capacity. It is directly and indirectly exposed to Government expenditure on road construction and maintenance in the country.

Revenue (R'm)

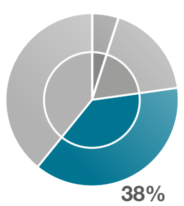


Division's contribution to the Group:

Operating profit (R'm)



Division's contribution to the Group:



Revenue in the Roads and Earthworks Division increased by 19.9% to R6.80 billion (2024: R5.67 billion).

Operating profit increased by 77.1% to R587.2 million (2024: R331.5 million) and operating profit margin to 8.6% (2024: 5.8%), exceeding the target range of between 6% and 7%. The primary reason for these increases was the emphasis on effective execution of the projects.

The capital expenditure amounted to R204.3 million (2024: R164.4 million), a 24.2% increase.

The secured order book increased by 34.0% to R13.61 billion (2024: R10.16 billion) at 28 February 2025.

The major SANRAL projects, particularly the upgrade of the KZN corridor, are operating at full capacity and performing excellently.

There has been a slowdown in the release of large new SANRAL tenders to the market during the year under review, however, recently the Group was awarded a SANRAL project to the value of R3.22 billion. This new award will replace some of the KZN corridor work that is coming to an end during the FY2026 financial year. The Government's commitment to infrastructure spend announced during the March 2025 budget announcement bodes well for the Group.

The concessionaires namely, N3TC, Bakwena and TRAC are making good progress with the awarding of tenders throughout South Africa. These contracts form part of the Concessionaires' obligation to hand over the management of the SANRAL roads they oversee in a well-maintained state between 2027 to 2031, which marks the end of their 30-year concession period. The execution of the Group's various concession contracts is progressing well and remains on schedule.

The Roads and Earthworks Division has successfully implemented its strategy to secure projects from a more diversified customer base. Noteworthy projects currently secured and in progress include contracts from the Western Cape Provincial Government totalling R1.02 billion, the KZN Department of Transport totalling R1.40 billion, the Bakwena N4 Rustenburg Project at R1.30 billion, the TRAC N4 Crocodile River Project at R2.20 billion, and various smaller road contracts at mines across the country.

The construction of the Senqu River Bridge, a joint venture project for the Lesotho Highlands Development Authority, is progressing well. The sub-structure and construction of the piers have been completed, and the incremental launching of the deck structure and stay cables from both sides are progressing well, with the expected completion by the end of 2025.

Senqu River Bridge

Divisional reviews (continued)

Infrastructure

Braam Kriek (58)

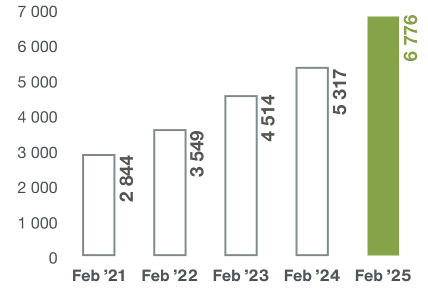
Divisional Managing Director: Infrastructure Division

B Eng Civil Engineering, Pr.CM with SACPCMP, MBA

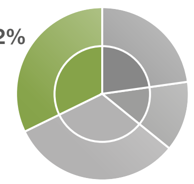
Braam joined Raubex in 1994 and has been with Raubex for 30 years. In this time he fulfilled various senior management positions within and outside South Africa. Braam was appointed as Divisional Managing Director: Infrastructure Division when Dirk Lourens was promoted to COO in July 2022. Braam is a Professional registered Civil Engineer and holds an MBA.

The Infrastructure Division specialises in disciplines outside of the road construction sector, including energy (with a specific focus on renewable energy), facilities management, telecommunications, housing infrastructure projects, and commercial building refurbishment and construction.

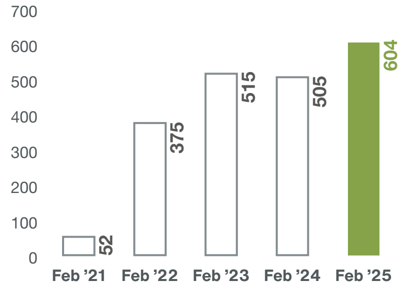
Revenue (R'm)



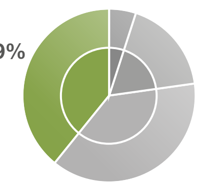
Division's contribution to the Group:



Operating profit (R'm)



Division's contribution to the Group:



Revenue increased by 27.4% to R6.78 billion (2024: R5.32 billion) and operating profit increased by 19.6% to R604.3 million (2024: R505.5 million). The performance was mainly attributable to new contracts secured in South Africa as well as a solid set of results delivered by Western Australia. Operating profit margin weakened to 8.9% (2024: 9.5%), still within the division's acceptable margin range.

Capital expenditure was R288.6 million (2024: R177.7 million), an increase of 62.4%.

The secured order book increased by 5.4% to R9.09 billion (2024: R8.62 billion) at 28 February 2025.

Our focus on privately owned renewable energy projects has been successful, with our two flagship projects in the renewable energy space that are delivering solid returns. The largest of these contracts is a cluster of three wind farms to the value of R2.4 billion near Murraysburg in the Western Cape. This energy cluster delivers renewable energy to Eskom via a wheeling agreement with private clients. Our involvement is limited to the civil and electrical balance of the plant. Our second largest contract is the R500 million wind tower manufacturing project near Jeffreys Bay in the Eastern Cape. Both projects are well underway and within schedule. We are also involved in various Solar PV projects in the Northern Cape and good progress is being made on all these projects.

We have recently been awarded a R2.3 billion tender to repair and upgrade part of the Parliament buildings in Cape Town, following the devastating fire in 2022. The project involves the demolition of certain old structures and the enhancement of the 18 000m^2 facility, including upgrades to the Information, Communication, and Telecommunications (ICT) systems, as well as security and fire suppression systems. The contract is set to be completed over a 20-month period. This project serves as a solid anchor for our commercial building division.

The design and construction of the mechanical and electrical works for the upgrade and expansion of the Potsdam Wastewater Treatment Plant, a five-year project awarded at the end of last year, is progressing well and remains on schedule. The Group's share in this consortium project is approximately R800 million.

The division's affordable housing projects continue to develop well as the property market is being stimulated with interest rate cuts. Several anchor projects include the 2 900-bed student housing project for University of Limpopo, the 1 446-bed Power Park student housing development next to University of Johannesburg, as well as housing projects in Stellenbosch, and the Lufhereng project in Soweto. Sales in the Newinbosch development are exceeding our expectations. There has been a renewed uptake in the property market recently and the outlook for 2026 is positive.

Alongside this satisfactory performance, the division's results continue to be bolstered by the strong performance of our operations in Western Australia, as detailed in the section on international operations.

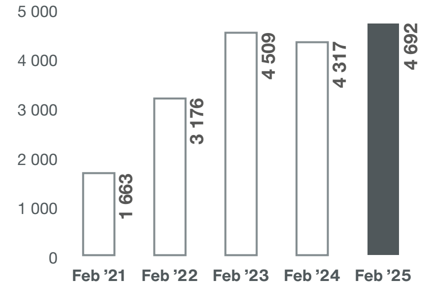
Power Park

Divisional reviews (continued)

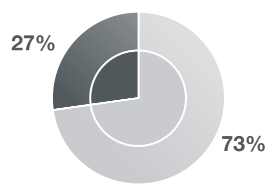
International

The Group's international operations consist of materials supply and mining services as well as construction activities. These operations are located in Botswana, Mozambique, Namibia, Zambia, Lesotho and Zimbabwe (Rest of Africa) as well as Western Australia.

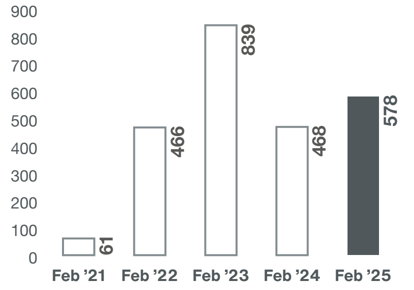
Revenue (R'm)



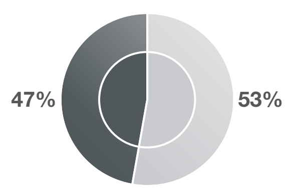
The international results per region:



Operating profit (R'm)



The international results per region:



Rest of Africa

Revenue and operating profit increased by 26.3% to R1.26 billion (2024: R996.8 million) and by 44.8% to R274.4 million (2024: R189.5 million), respectively. The main reason was the solid performance of the Botswana Bela-Bela quarry. The operating profit margin increased to 21.8% (2024: 19.0%).

The Group's 21% stake in the Senqu River Bridge JV Project in Lesotho is advancing smoothly and remains on schedule. Similarly, the Namdeb Project in Namibia, which provides mining services to Southern Coastal Mines, is also making excellent progress.

Raubex continues to work on the 17-year Beitbridge Border Post maintenance project. This project has 15 years remaining. The Group will continue to explore opportunities across the rest of Africa, ensuring they align with an acceptable risk-reward profile.

As at 28 February 2025, the order book for the Rest of Africa decreased by 19.2% to R2.82 billion (2024: R3.49 billion).

Australia

Revenue increased by 3.4% to R3.43 billion (2024: R3.32 billion) and operating profit was up 9.1% to R303.9 million (2024: R278.6 million). The operating profit margin increased to 8.9% (2024: 8.4%).

Operations in Western Australia continue to thrive, with significant progress in renewable energy projects awarded earlier this financial year. We have successfully secured our fourth and fifth wind farm contracts, and our expertise in managing these projects is steadily increasing. Looking ahead, we are optimistic about the potential to secure additional contracts. Roadmac, the surface dressing company, has been successfully resourced and is building a strong orderbook. Furthermore, we continue to actively pursue opportunities in the mining and telecommunications sectors.

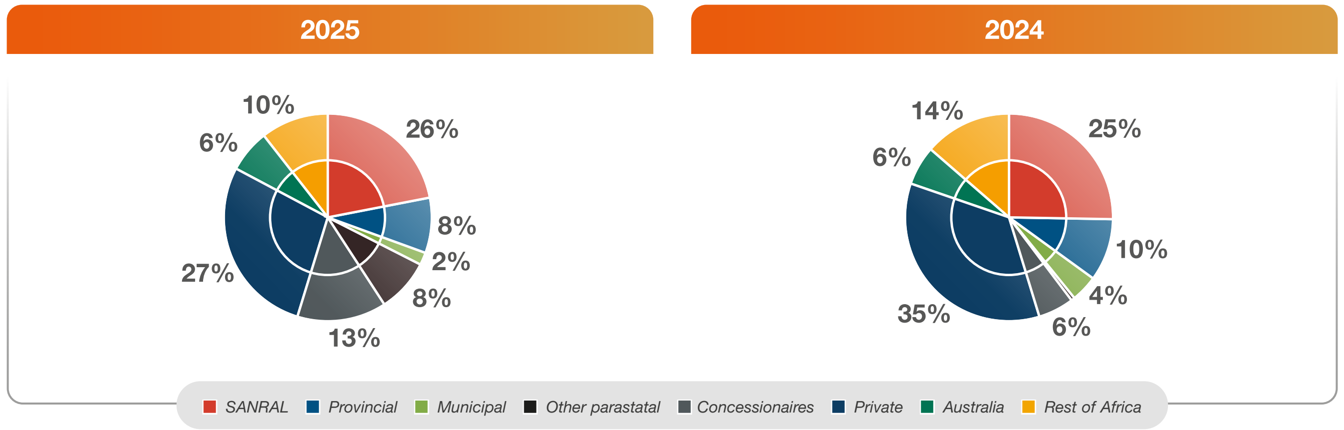
The secured order book increased by 9.9% to R1.74 billion (2024: R1.58 billion) at 28 February 2025.

Alkimos Site

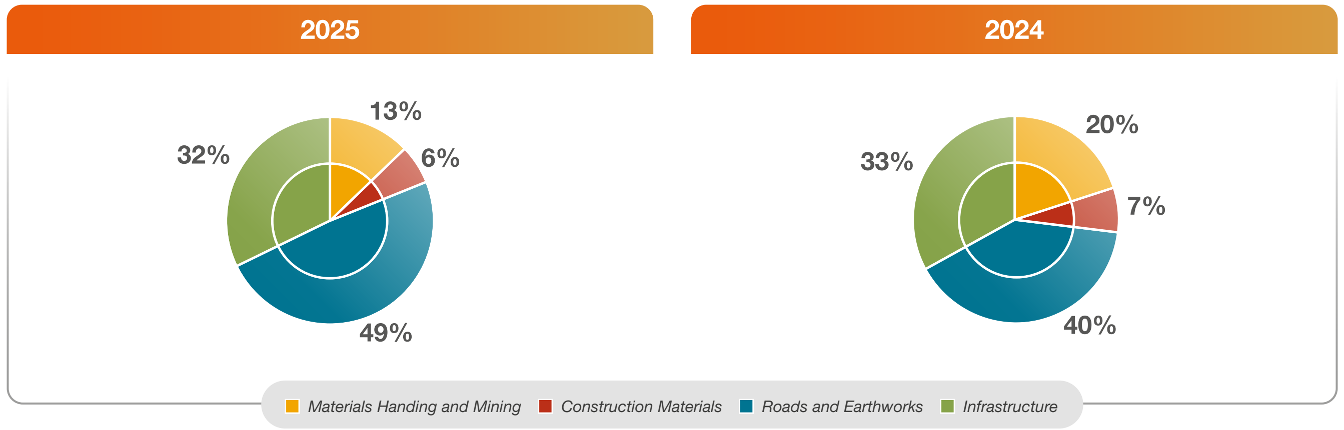
Order book

The Group's secured order book increased by 10.3% to R28.18 billion (2024: R25.55 billion).

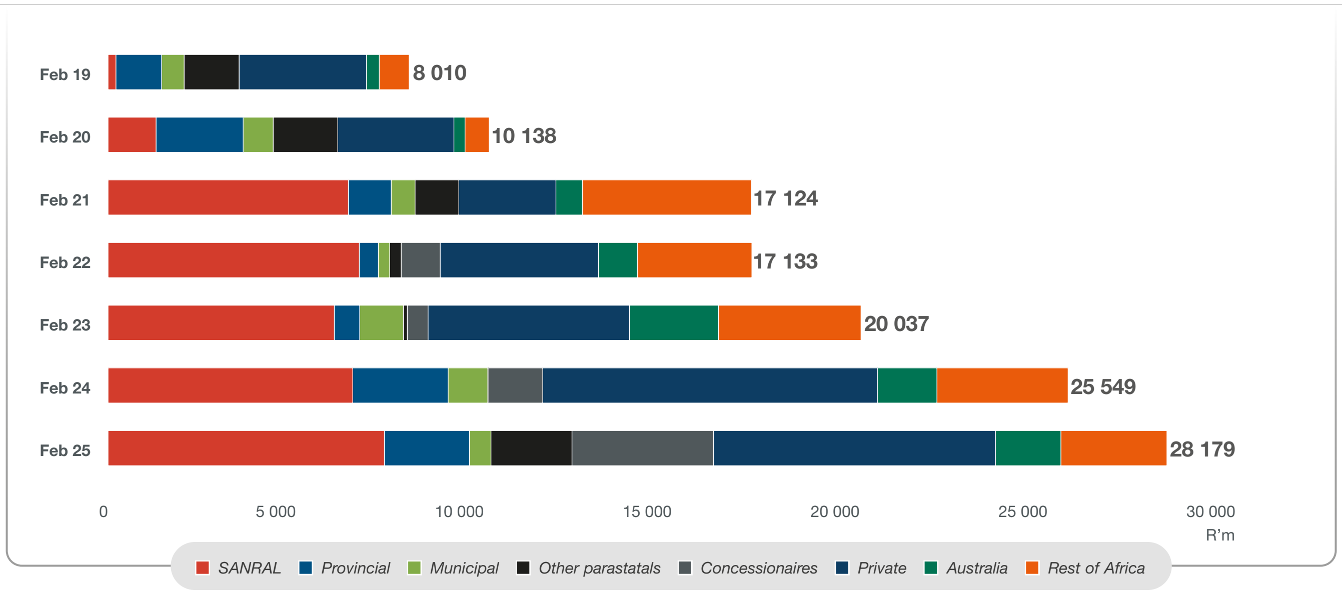
The order book is represented by the following customer categories:



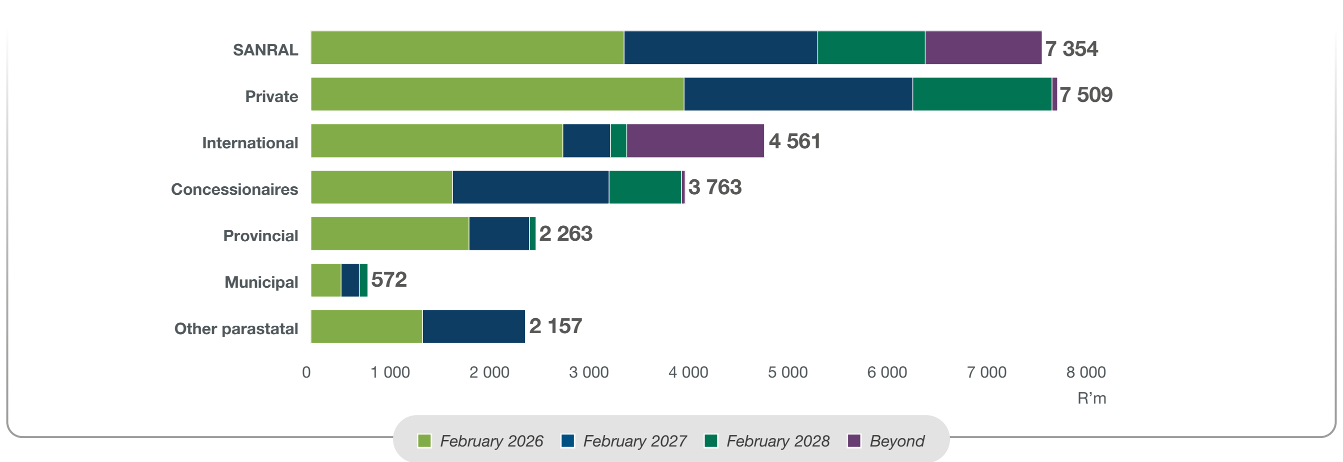
Order book by division:



The Group's historical order book per customer category is illustrated below:



Timeline per customer of the order book (R'million)



3

Summarised Sustainability Report

Grow market share in the renewable sector (public and private) both locally and internationally.

RENEWABLE SECTOR

Social and Ethics Committee Report

"As one of South Africa's leading infrastructure development and construction materials supply groups, we aim to make a positive impact on the lives of the communities we operate in. We also work hard to ensure the health and safety of our people and to reduce our environmental footprint, with sustainability being a key focus. We are dedicated to upholding the highest standards of integrity and ethical behaviour, recognising that ethical conduct is essential to the sustainability of our business and underpins our commitment to excellence."

Introduction

I am pleased to present this report on behalf of the Social and Ethics Committee. During the year under review, the committee closely monitored activities within the Group, including HR, CSI initiatives, environmental performance (carbon emissions, energy, and water usage), and health and safety.

Six of the Group's entities are registered for Carbon Tax, with the committee ensuring Raubex's compliance with GHG emissions legislation. Overall, our environmental performance remains in line with expectations, with a pleasing improvement in measurement capabilities and accuracy.

The committee remained vigilant on HR-related issues, including training, skills development, Employment Equity (EE), and Broad-Based Black Economic Empowerment (B-BBEE). Our initiatives continue to focus on achieving gender and race parity at all employment levels, particularly middle management. The Group is making good progress in this regard.

The committee is saddened by the two fatalities this financial year. We join the Board, Executives, and management of Raubex in offering our sincere condolences to the families, friends, and colleagues of those who lost their lives. Thorough investigations were carried out, and remedial measures were implemented to prevent recurrence.

Safety is always top of mind. The "I am a Safety Leader" campaign continues to embed a culture of safety awareness across the Group. The Health, Safety, and Environmental (HSE) Policy was refreshed to align with the Group's five-year safety strategy. Safety is a non-negotiable part of our core values.

Good progress was made in training and development, with Raubex spending R46.8 million (2024: R31.6 million) on internal programmes and external initiatives aimed at upskilling our communities with construction-relevant skills. The Group's Student Training Programme and the Raubex bursary scheme continue to flourish, with excellent progress from both cohorts.

From a CSI perspective, our work in communities aims to transform lives. Our initiatives, focused on education and community development, play a pivotal role in strengthening communities through economic and social development. This financial year, Raubex contributed R30.1 million (2024: R22.1 million – restated) to CSI projects, a pleasing increase of 36.2%, ranging from educational support and school infrastructure upgrades to health and agricultural development.

Role and responsibilities

The Social and Ethics Committee has a Board-approved charter that incorporates the responsibilities and terms of reference, which are aligned with the guidelines and requirements provided by the Companies Act and King IV™. The charter is regularly reviewed and updated where necessary to ensure that the terms of reference, as set out in the charter, comply with all regulatory and legislative guidelines and that the committee performs its duties in terms of the Companies Act and King IV™.

The committee is satisfied that it fulfilled its mandate as set out in the Companies Act, King IV™, and its charter during this financial year. The effectiveness of the committee is assessed as part of the annual Board and committee self-evaluation process and was deemed to have adequately discharged its mandate.

Members

For the year under review, the Social and Ethics Committee was chaired by Setshego Bogatsu, an Independent Non-Executive Director.

The members of the committee remained as follows:
- Setshego Bogatsu (Chairperson);
- Charl van Schalkwyk (Member); and
- Nosisa Fubu (Member).

The CEO, COO, Financial Director, Group Human Resources Manager, Group Governance Risk and Compliance Manager, and Group ESG Manager attend by invitation, while the Company Secretary acts as the committee secretary and legal advisor.

In line with the requirements of King IV™ regarding the membership of the committee, the Board has reviewed the membership to ensure the majority of the members are Non-Executive Directors to strengthen independence.

Meetings

The Social and Ethics Committee held two meetings during the year, the meeting attendance register is set out in the table below:

	23 July 2024	18 February 2025
SR Bogatsu (Chairperson)	✓	✓
C van Schalkwyk (Member)	✓	✓
N Fubu (Member)	✓	✓

✓ *Attended*

Statutory duties

The Social and Ethics Committee, which reports to the Board, has a broad mandate in terms of the Companies Act and King IV™. In executing its statutory duties, the committee is responsible for monitoring the Group's activities, considering relevant legislation, legal requirements, and prevailing codes of best practice, relating to:
- company ethics;
- social and economic development;
- good corporate citizenship;
- the environment, health, and safety;
- consumer relationships; and
- labour and employment.

During the year, the Social and Ethics Committee also monitored:
- the Group's compliance with the UN Global Compact 10 Principles on Human Rights, Environment, Labour, and Anti-Corruption;
- the Group's compliance with the Organisation for Economic Co-operation and Development recommendations regarding corruption;
- the Group's compliance with the International Labour Organisation's definition of "Decent Work";
- the SDGs to ensure that the Group continues to contribute positively to those goals, both relevant and appropriate to Raubex;
- the Group's CSI initiatives;
- the implementation of the Group's ESG strategy and the outcomes produced; and
- the Group's compliance with the Employment Equity Act, 55 of 1998, and the B-BBEE Act, 53 of 2003.

The reporting structure created for the Group's business units in respect of the committee's requirements is now in place.

The committee is aware that its function will continue to evolve as it addresses all the responsibilities within its mandate. The committee is satisfied with the Group's progress in the different areas and with the plans for the coming financial year.

Standards, audits, and external assurances

The Group subscribes to various internal and international standards in terms of which its operations, where applicable, are certificated, which include:

Internal standards

Raubex has numerous internal policies, procedures, and instruction manuals that address an array of management and working requirements throughout the Group. These include, but are not limited to, the following:
- policies and procedures for safety, health, environmental, and quality management; and
- policies and procedures for identifying, recording, and managing business risks and assurances.

Audits and external assurance

Compliance with standards and legislation across Raubex is monitored through a compliance framework with assurance provided by a combination of internal and external audits of the various management systems, standards, and practices. External assurance is received from the assurance providers listed in the following table:

Compliance category	External assurance provider
Financial statements	PricewaterhouseCoopers Inc.
ISO 9001, ISO 14001, ISO 45001	DEKRA, NQA
SANS 4001-BT1, SANS 4001-BT3, SANS 4001-BT4	SABS
Health and Safety	ASPASA, SABITA, SARMA
Environmental	ASPASA, SABITA, SARMA
B-BBEE scorecard	Empowerlogic (accredited by SANAS)
ESG Internal Audit Process	Ensafe

Non-compliance issues and recommendations arising from audits are managed closely to ensure non-compliances are remediated and that compliance is achieved and maintained through management interventions.

On behalf of the Social and Ethics Committee

SR Bogatsu
Social and Ethics Committee Chairperson

17 June 2025

Governance

Introduction

Corporate governance is an integral part of the Group's business philosophy and the foundation on which the business is managed and controlled. The Board, Exco and senior management across the Group are committed to maintaining the highest standards of good corporate governance and good corporate citizenship and accept full responsibility for the application of these principles.

These corporate governance principles encompass:

- the creation and ongoing monitoring of a system of checks and balances to ensure a balanced exercise of power within the Group;
- the implementation of a system to ensure compliance by the Group with its legal and regulatory obligations;
- the implementation of a process whereby risks to the sustainability of the Group's business is identified and managed within agreed parameters; and
- the development of practices which make and keep the Group accountable to the broader society in which it operates.

Corporate governance is essentially about responsible leadership of the Group.

We strive for leadership that is transparent, answerable and accountable towards the Group's stakeholders and which aims to achieve a balance between economic, social, individual and collective goals, seeking to align as closely as possible the interests of individuals, the Group and society as a whole.

Statement of compliance

The Board subscribes to full compliance with applicable laws and regulations in the jurisdictions under which it operates.

The Group's governance structures have also been refined in line with the principles of King IV™, by comparing and enhancing existing governance practices to the principles and desired outcomes contained in King IV™. Enhancements to further improve delivery of the desired governance outcomes continue to be sought.

The Board has embraced King IV™ and as recommended, Raubex has provided a narrative based report, referencing each of the King IV™ principles and an explanation of the practices employed, to apply the principles. The Group's King IV™ application register can be viewed on the Group's website www.raubex.com.

Complying with all applicable legislation, regulations, standards and codes is integral to the Group's culture and imperative to achieving our strategy. The Board delegates responsibility for compliance to executive management and monitors this through the Group Governance Risk and Compliance Manager who reports on compliance matters to the Risk Committee.

The compliance function assesses the impact of proposed legislation and regulation and any other material regulatory issues are escalated to the Risk Committee.

During the 2025 financial year, Raubex was compliant in all material respects with the requirements of the Companies Act, the Companies Act regulations, the Company's MOI and the Listings Requirements.

Statement of going concern

The Board concluded and expressed in its responsibility statement of the 2025 Annual Financial Statements, that the Group is a going concern. The 2025 interim results and Annual Financial Statements were prepared on this basis.

N11 Elandslaagte

Board accountability and delegation

The Board is ultimately accountable for the effective governance of the Group. It is the responsibility of the Board to ensure that (i) clearly defined roles and responsibilities are given to its various committees and subsidiary boards, (ii) the CEO is supported by the Exco and further (iii) that all key functions are in place.

Structure of the Board

The Group has a unitary Board consisting of nine directors with an appropriate balance between Executive and Non-Executive Directors. The directors are drawn from diverse backgrounds and bring a wide range of experience, insight and professional skills to the Board.

There is a clear balance of power and authority at Board level, to ensure no one director has unfettered powers of decision-making.

The Board is made up as follows:

Board balance

- Executive Directors: 3
- Independent Non-Executive Directors: 5
- Non-Executive Director: 1

Board diversity

- B-BBEE representation: 5
- Black women representation: 4

Governance (continued)

Board meetings and attendance

The Board meets on a quarterly basis and holds an annual strategy meeting. Additional meetings are scheduled when necessary.

Board papers are issued to all directors prior to each meeting and contain relevant detail to inform members of the financial and trading position of the Group and each of its operating divisions and also covers material issues pertaining to the Group.

Non-Executive Directors also maintain regular contact with Executive Directors to ensure that they are kept abreast of material matters that may require their input and guidance.

The attendance at Board meetings held during the year is set out below:

	8 May 2024	24 July 2024	7 November 2024	19 February 2025
RJ Fourie (Chairman)	✓	✓	✓	✓
SR Bogatsu (Lead Independent Director)	✓	✓	✓	✓
BH Kent	✓	✓	✓	✓
N Fubu	✓	✓	✓	✓
AM Hlobo	✓	✓	✓	✓
MZ Ndese[1]	×	×	×	✓
NF Msiza	✓	✓	✓	✓
SJ Odendaal	✓	✓	✓	✓
DC Lourens	✓	✓	✓	✓

1. *Appointed 24 January 2025.*
× *Not appointed as a member at the date of the meeting.*

Directors of Raubex

The directors of the Group and their credentials are set out on pages 22 and 23 of the Integrated Report.

Chairman and Lead Independent Director

Rudolf Fourie is not classified as independent in terms of governance best practice criteria due to him being the former CEO of the Group. As recommended by King IV™ and in compliance with the Listings Requirements, Setshego Bogatsu was appointed as Lead Independent Director. The Board recognises that the function of the Lead Independent Director is to provide leadership and advice to the Board when the Chairman has a conflict of interest without detracting from or undermining the authority of the Chairman.

Board Diversity Policy

Raubex supports the principles and aims of appropriate diversity at Board level and to this end, adopted a Board Diversity Policy. Diversity for purposes of the optimum composition of the Board means diversity in terms of business and industry skills, qualifications and knowledge, industry expertise, commercial background, culture, age, race, gender, faiths and other distinctions between and among individuals, including ethnicity and geographical differences. No voluntary targets have been set by the Board in this regard.

The Company will aim to achieve an appropriate level of diversity at Board level. Should a vacancy on the Board arise, the Board will through any appointment/s endeavour to ensure a meaningful combination of skills, diversity and experience on the Board which will best serve the interests of the Group and its stakeholders.

Application of the policy in effecting new or replacement appointments to the Board will be subject to the approval/ratification by the shareholders of the Group to such appointments at AGMs of the Group as required by the Companies Act.

Remco is mandated to assist the Board in managing the policy and will review the state of the Board's diversity on an ongoing basis, to ensure that the policy is appropriately applied and to make recommendations to the Board regarding the appointment of suitable candidates.

The policy will apply equally to any appointment of Executive or Non-Executive Directors of the Board.

Role of the Board

The Board acknowledges its responsibility for the effective governance of the Group and ultimate control of the Group's various businesses, as well as providing clear strategic direction to the Group. The Board directs the Group and provides an independent review on all issues of strategy, performance, resources and standards of conduct, either directly or through its governance committees.

The Board provides effective leadership based on an ethical foundation and ensures that the Group is and is seen to be a responsible corporate citizen and that all deliberations, decisions and actions are based on the values of responsibility, accountability, fairness and transparency that underpin good governance. The Board ensures that the Group's ethics are managed effectively and that it conducts its business in the best interest of the Group and all stakeholders. The Board has a formal charter setting out its responsibilities and is the focal point for and custodian of corporate governance.

The Board appreciates that strategy, risk, performance and sustainability are inseparable. The Board's responsibility includes providing the Group with clear strategic direction, ensuring that there is adequate succession planning at senior levels, reviewing operational performance and management, determining policies and procedures which seek to ensure the integrity of the Group's risk management and internal controls, implementing and maintaining clear channels of communication and overseeing director selection, orientation and evaluation.

Chairman and Chief Executive Officer

The roles of the Chairman and the CEO are separate and each operates under a separate mandate of the Board. This differentiates the division of responsibility within the Group and ensures a balance of authority.

Role of the Chairman

Rudolf Fourie is the Chairman of the Board and is responsible for providing leadership to the Board, overseeing its efficient operation and ensuring good corporate governance practices are applied across the Group. As previously mentioned, the Chairman is not considered to be independent and the role of Lead Independent Director is filled by Setshego Bogatsu.

Role of the CEO

The CEO is responsible for the management of the Group's day-to-day operations and affairs in line with the policies and strategic objectives set out and agreed to by the Board. The CEO is supported by the Financial Director and the COO as well as the Exco, of which she chairs a monthly meeting where the Group's results, strategy execution, performance and prospects are reviewed. The CEO reports at each Board meeting on the strategy execution, performance and prospects of the Group and any other material matters arising for the attention of the Board. The CEO is Felicia Msiza.

Independence of the Board

The executive element of the Board is balanced by a strong group of independent directors to ensure that no individual or small group of individuals can dominate the Board's decision making, ensuring that all shareholders' interests are protected.

The Board maintains its independence through:
- keeping the roles of Chairman and CEO separate;
- having a Lead Independent Director;
- the Non-Executive Directors not holding fixed term service contracts and their remuneration not being tied to the financial performance of the Group;
- all directors having access to the advice and services of the Company Secretary;
- all directors, with prior permission from the Board, being entitled to seek independent professional advice regarding the affairs of the Group at the Group's expense;
- functioning governance committees comprising mainly of Non-Executive Directors; and
- the appointment or dismissal of the Company Secretary being decided by the Board as a whole and not by one individual director.

Annual independence assessment of the Board

King IV™ states that Independent Non-Executive Directors may serve for longer than nine years if an assessment is conducted annually to establish that the director "exercises objective judgement and there is no interest, position, association or relationship which, when judged from the perspective of a reasonable and informed third party, is likely to influence unduly or cause bias in decision-making".

During the year, an annual independence assessment was undertaken by the Board, assisted by an independent external third party, to assess the independence of Bryan Kent, who has served on the Board of Raubex for more than nine years. Consultations were held and questionnaires were completed by all Board members and according to the criteria set, Board members were satisfied with the independence and tenure of Bryan Kent.

It is the Board's view that Bryan Kent possesses the necessary knowledge and skills as member of the Board in his capacity as Independent Non-Executive Director. The Board accordingly confirms that it is satisfied with the independence and tenure of Bryan Kent.

Interests in contracts and conflicts of interest

Directors are required to inform the Board timeously of conflicts or potential conflicts of interest that they may have in relation to particular items of business and are obliged to recuse themselves from discussions or decisions in relation to such matters. Directors are also required to disclose their other directorships at least annually and to inform the Board via the Company Secretary when any changes occur.

Board and committees' evaluation

The performance of the Board and its standing committees are evaluated every second year against their respective mandates and the results are collated by the Company Secretary and communicated to the chairpersons of the Board and Board committees for appropriate action. This feedback is also considered by the Chairman of the Board in his meetings with the other Non-Executive Directors to ensure that any concerns regarding Board processes or capabilities are addressed. During April/May 2025, a comprehensive evaluation of the effectiveness of the Board and its committees was undertaken by all directors. The next evaluation will take place in April/May 2027.

Governance (continued)

Re-election of directors

In accordance with the MOI of Raubex, one-third of Non-Executive Directors are subject to retirement by rotation and re-election by shareholders on an annual basis.

Non-Executive Director succession

The Board currently comprises a good blend of longer serving and more recently appointed directors. Since the end of December 2022, three new Independent Non-Executive Directors have been appointed to the Board as part of the recently implemented Board Succession Policy. As these new directors are promoted to committee membership, long-serving Non-Executives will be retiring from the Board. This is aimed at ensuring the Group has continuity in terms of the important and ongoing contribution from long-standing directors, while newly appointed Non-Executive Directors grow their knowledge of the Group and increasingly influence Board deliberations.

Board changes

As announced on SENS on 27 January 2025, Zweli Ndese was appointed as an Independent Non-Executive Director of the Board of Raubex with effect from 24 January 2025.

The changes to the various governance committees during the year under review can be seen under each committee's member disclosure.

Share dealing by directors and prescribed officers

Raubex has a Board approved policy relating to share dealings by directors, prescribed officers and other parties who have comprehensive knowledge of the Group's affairs. The policy imposes closed periods to prohibit dealing in Raubex securities before the announcement of interim and year-end financial results or during any other period considered price-sensitive. This complies with the requirements of the Financial Markets Act, 19 of 2012 and the Listings Requirements in respect of dealings by directors and prescribed officers. The Company Secretary undertakes the administration required to ensure compliance with this policy.

Governance committees

The Board delegates duties to governance committees that provide an in-depth focus on specific areas, assisting the Board to discharge its responsibilities. Each governance committee is chaired by an Independent Non-Executive Director and certain executives are required to attend governance committee meetings by invitation. Internal and external auditors attend all Audit Committee meetings.

The Board approves the terms of reference for each governance committee, and ensures that they adhere to corporate governance practices, the Companies Act, King IV™ and other applicable legislation and where appropriate, international best practices.

Audit Committee

The Board has ensured that the Group has an effective and independent Audit Committee which comprises suitably skilled and experienced Independent Non-Executive Directors.

The following members serve on the Audit Committee:

Members

- AM Hlobo (Chairperson)
- BH Kent (Member)
- SR Bogatsu (Member)
- N Fubu (Member)

Invitees

- RJ Fourie (Non-Executive Board Chairman)
- NF Msiza (CEO)
- DC Lourens (COO)
- SJ Odendaal (Financial Director)
- MR Hall (Divisional Financial Manager Head Office)
- R Mamogwe (Group Governance Risk and Compliance Manager)
- Internal auditors
- External auditors

As required by the Companies Act, the Audit Committee members are appointed at each AGM of the Company and during the year, comprised four Independent Non-Executive Directors, which also complies with the requirements of King IV™.

The committee has adopted formal terms of reference which has been approved by the Board. To effectively comply with its terms of reference, the internal auditors, external auditors, the Financial Director and the Divisional Financial Manager Head Office attend the Audit Committee meetings as standing invitees. When appropriate, the Executive Directors and required officers attend the meetings by invitation.

The committee is responsible for assisting the Board in fulfilling its responsibility in respect of financial and non-financial reporting issues. It also has a responsibility to ensure that management has implemented and maintained an effective control environment.

The Audit Committee's terms of reference include the following key responsibilities:

- to review and assess the design and implementation of internal financial controls, including the effectiveness of combined assurance arrangements implemented;
- to oversee the Group's risk management processes with specific oversight of financial reporting risks, internal financial controls, fraud risks and IT risks;
- to assess the expertise and experience of the Financial Director to carry out his duties;
- to assess the expertise and adequacy of resources of the Group finance function and experience of the senior members of management responsible for the finance function;
- to assess the effectiveness of the Chief Audit Executive and the outsourced internal audit activity to ensure the organisational independence of the internal audit activity;
- to assist the Board in fulfilling its responsibilities in respect of financial reporting issues and compliance with laws and regulations;
- to monitor and supervise the effective functioning and performance of the internal auditors;
- to ensure that the scope of the internal audit function has no limitations imposed by management and that there is no impairment of its independence;
- to evaluate the independence, effectiveness and performance of the external auditors;
- to ensure that the respective roles and functions of internal audit and external audit are sufficiently clarified and co-ordinated;
- to review financial statements for proper and complete disclosure of timely, reliable and consistent information and to confirm that the accounting policies used are appropriate; and
- to oversee integrated reporting and ensure that a combined assurance model is applied to provide a coordinated approach to all assurance activities.

The committee also sets the principles for recommending the use of the external auditors for non-audit purposes that include tax services, corporate restructuring, merger and acquisition advice and training.

The Company confirms that the Audit Committee has executed the responsibilities set out in paragraph 3.84 (g) of the Listings Requirements.

The Audit Committee Report commences on page 97 of the Integrated Report.

Remuneration and Nomination Committee

The Remuneration and Nomination Committee is an independent committee appointed by the Board.

The committee consists of four members, three of whom are Independent Non-Executive Directors.

The following members serve on the committee:

Members

- N Fubu (Chairperson)
- SR Bogatsu (Member)
- BH Kent (Member)
- RJ Fourie (Member)

As required by King IV™, all of the members of the committee are Non-Executive Directors with the majority being independent. The Chairperson of the committee during the year was an Independent Non-Executive Director.

Governance (continued)

The committee has adopted formal terms of reference that have been approved by the Board and includes the key responsibility of assisting the Board in:

- determining the fees payable to the Chairman of the Board;
- determining the fees payable to the Non-Executive Directors of the Board;
- determining the remuneration, incentive arrangements and benefits of the Executive Directors of the Group, including pension rights and any compensation payments;
- determining the remuneration of the Exco members;
- recommending and monitoring the level and structure of remuneration of senior executive employees;
- considering and deciding upon such other matters as the Board may refer to it;
- reviewing the committee's performance and terms of reference; and
- assisting the Board in the appointment of new directors to the Board.

Directors are appointed through a formal process. In order to appoint a new director, the committee will, taking cognisance of the Board Diversity Policy, source candidates and make proposals regarding candidates. Proposals will be followed up with curriculum vitae and interviews. Candidates will then be recommended to the Board, who may conduct interviews and will then make an appointment, subject to shareholders' approval at the next AGM.

The Remuneration and Nomination Committee Report is set out on pages 13 to 28 of the Notice of AGM.

Risk Committee

The Board is responsible for the governance of risk and has appointed a committee responsible for risk management. The Risk Committee provides risk governance guidance to support the Group in setting and achieving its objectives.

King IV™ recommends that the Risk Committee comprises a majority of Non-Executive Directors and if the committees for audit and risk are separate, the Board should consider that one or more members have joint membership of both committees for more effective functioning. The committee should further have Executive and Non-Executive Directors, with a majority being Non-Executive Directors of the Board.

The Raubex Risk Committee comprised three Non-Executive Directors and two Executive Directors during the year.

Three members had joint membership of both the Audit and Risk Committees.

The following members serve on the Risk Committee:

Members

- AM Hlobo (Chairperson)
- BH Kent (Member)
- NF Msiza (Member)
- N Fubu (Member)
- SJ Odendaal (Member)

Invitees

- SR Bogatsu (Independent Non-Executive Director)
- DC Lourens (COO)
- R Mamogwe (Group Governance Risk and Compliance Manager)
- S Wakeford (Group ESG Manager)

The Board determines the levels of risk tolerance and has delegated to management the responsibility to implement and monitor the risk management plan and quarterly risk assessments.

The Risk Committee is responsible for:

- formulating and driving the Group's Risk and Compliance Framework, while continually monitoring and evaluating the risk and compliance landscape to ensure that the Board has effective control of the system and processes;
- monitoring the Group's Risk Management Policy and ensuring that the Risk Management Policy is adhered to throughout the Group;
- ensuring that risk management assessments are performed on a regular basis and that plans and processes to mitigate high risks are sufficient to reduce risk to acceptable levels; and
- reporting identified risks to the Board.

A formal risk recording and rating methodology is in place which allows risks to be identified and ranked in relation to each subsidiary, which is ultimately recorded in the Group risk register after being reviewed. Decisions are then made on how best to mitigate, manage or transfer high impact, high probability risks. The Board relies on the four lines of defence set out on page 35 to manage risk within the Group in an integrated manner. The Group's risks in terms of likelihood and impact are then mitigated by way of various processes, which can be found on pages 28 to 33.

The committee is satisfied that it has fulfilled its responsibilities in accordance with its charter.

Considerable time has been spent on the reassessment of risk and reviewing of the regulatory universe, together with Exco to ensure adequate assurance is provided regarding these processes. King IV™ principles relating to risk, opportunity and compliance have been adopted.

The attendance at Risk Committee meetings held during the year is set out below:

	7 May 2024	23 July 2024	6 November 2024	18 February 2025
AM Hlobo (Chairperson)	✓	✓	✓	✓
BH Kent (Member)	✓	✓	✓	✓
NF Msiza (Member)	✓	✓	✓	✓
N Fubu (Member)	✓	✓	✓	✓
SJ Odendaal (Member)	✓	✓	✓	✓

✓ *Attended.*

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Governance (continued)

Social and Ethics Committee

The Companies Act requires all listed public companies to have a Social and Ethics Committee. In line with these requirements, the Group has an established Social and Ethics Committee and the Social and Ethics Committee Report is set out on pages 74 and 75 of the Integrated Report.

The following members serve on the Social and Ethics Committee of the Group:

Members

- SR Bogatsu (Chairperson)
- C van Schalkwyk (Member)
- N Fubu (Member)

Invitees

- AM Hlobo (Independent Non-Executive Director)
- NF Msiza (CEO)
- DC Lourens (COO)
- SJ Odendaal (Financial Director)
- TA Dale (Group Human Resources Manager)
- R Mamogwe (Group Governance Risk and Compliance Manager)
- S Wakeford (Group ESG Manager)

The Companies Act stipulates that the committee must comprise not less than three directors or prescribed officers of the Group, at least one of whom must be a Non-Executive Director.

King IV™ recommends a higher standard for the composition of this committee than what is provided for in the Companies Act. The recommendation is that this committee should have executive and non-executive members of the governing body, the majority of the members of this committee should be non-executive.

As required by the Companies Act, the Social and Ethics Committee members are appointed at the AGM of the Company and during the year, comprised two Independent Non-Executive Directors and one prescribed officer, which also complies with the requirements of King IV™.

The Social and Ethics Committee is responsible for:

- monitoring the Group's activities, taking into account relevant legislation, legal requirements and prevailing codes of best practice, relating to: Group ethics, social and economic development, good corporate citizenship, the environment, health and public safety, consumer relationships and labour and employment;
- compliance with the 10 principles set out in the UN Global Compact Principles, the OECD recommendations regarding corruption, the Employment Equity Act, 55 of 1998 and the B-BBEE Act, 53 of 2003;
- good corporate citizenship, including the Group's promotion of equality, prevention of unfair discrimination and reduction of corruption, as well as contribution to development of the communities in which our activities are predominantly conducted or within which our products or services are predominantly marketed and records sponsorships, donations and charitable givings;
- monitoring the Group's activities with regard to environment, health and public safety including the impact of the Group's activities and of its products and services;
- monitoring the Group's consumer relations including the Group's advertising, public relations and compliance with consumer protection laws;
- labour and employment including the Group's compliance with the International Labour Organisation Protocol on decent work and working conditions and the Group's contribution toward the educational development of its employees; and
- ensuring that the Group's ethics are managed effectively including leadership demonstrating support for ethics throughout the Group and a strategy for managing ethics that is informed by the negative and positive risks the Group faces.

Ethical standards are articulated in a code of conduct and supporting policies, structures, systems and processes are in place to ensure that the Board, employees and supply chains are familiar with and adhere to the Group's ethical standards and ethics is embedded in the corporate culture.

The committee is aware that its function will continue to evolve as it addresses all the responsibilities within its mandate. The committee is satisfied that it has fulfilled its responsibilities in accordance with its charter. Changes as a result of King IV™ have also been incorporated in the work of the committee including its composition and frequency of meetings.

IT Steering Committee

The Board is responsible for IT governance and ensures that IT is aligned with the performance and sustainability objectives of the Group. The Board has delegated to management the responsibility for the implementation of an IT governance framework.

The IT Steering Committee is a separate committee which meets on a monthly basis with the following function:

- decides strategic direction in the design of systems and the use of IT resources within the Group;
- reviews and approves IT systems and related expenditure within the Group to ensure alignment with Group strategy;
- development and implementation of an IT Governance Framework;
- value delivery through concentrating on optimising expenditure and proving the value of IT;
- risk management through addressing the safeguarding of IT assets, disaster recovery plans and ensuring continuity of operations;
- protection and management of the Group's information;
- coordination of priorities between the IT department, user departments and other stakeholders;
- ensuring that cyber security risk is integrated into risk management and that periodic independent assurance is received on the effectiveness of the Group's IT arrangements, including outsourced services;
- ensuring that IT policies are appropriate for the Group's business and are continually revised based on external developments; and
- ensuring that the effectiveness of technology and information management is monitored and actions are taken where necessary to address findings.

The Group's IT function is adequately resourced with the necessary skills and expertise to manage its systems internally and ensure business continuity.

The IT Steering Committee is chaired by the COO, and the members of the committee comprise the Divisional MDs and the Group IT Manager and senior IT staff.

Executive Committee

The purpose of Exco is to assist the CEO to manage, direct, control and coordinate the business activities and affairs of the Group, subject to statutory limits and the Board's limitations on delegation of authority to the CEO, to achieve sustainable growth within the approved risk profile.

The CEO is the Chairperson of Exco.

The committee's role is both strategic and operational in nature, being the custodian of the Group's strategy as approved by the Board. The committee monitors the implementation of strategy and adherence to the Group's governance and policy framework.

Exco supports the CEO in managing the day-to-day operations of the Group, while ensuring internal controls are effective and functioning.

The following members serve on the Exco of the Group:

Members

- NF Msiza (CEO)
- SJ Odendaal (Financial Director)
- DC Lourens (COO)
- DW Rencken (Divisional Managing Director – Construction Materials)
- WS Mazibuko (Divisional Managing Director – Materials Handling and Mining)
- JG van der Bijl (Divisional Managing Director – Roads and Earthworks)
- AFS Kriek (Divisional Managing Director – Infrastructure)

Invitees

- GM Chemaly (Company Secretary and Legal Advisor)

Exco is chaired by the CEO and has regular input from executives from operations, finance, IT, human resources, legal, compliance and investor relations. Meetings are convened monthly. The committee is responsible for the strategic planning and operations of the Group.

Governance (continued)

Company Secretary

All directors have access to the advice and services of the Company Secretary, Ms Grace Chemaly, who acts as a conduit between the Board and the Group.

The Company Secretary is responsible for the flow of information to the Board and its governance committees and also for ensuring compliance with Board procedures. In addition to various statutory functions and while maintaining an arm's length relationship with the Board, the Company Secretary also provides:

- individual directors and the Board as a whole with guidance on their duties, responsibilities and powers as set out in section 88 of the Companies Act; and
- the Board with the requisite advice on issues of law, governance and related matters, including the impact of legislative and regulatory developments.

In line with the Listings Requirements, the qualifications and experience of the Company Secretary were formally evaluated by the Board. The Board specifically evaluated the objective nature of the role of the Company Secretary, confirming that she has no affiliation or association to any single Board member, holds no directorship and provides independent advice to the Board as a whole. The evaluation found that the Company Secretary is suitably qualified, experienced, and fit and proper to perform the function of Company Secretary and that an arm's length relationship with the Board is maintained.

Litigation and legal

The Company Secretary, who is also the appointed Group Legal Advisor, is responsible for overseeing the Group legal function. Although the outcome of legal proceedings, claims and actions instituted against the Group cannot be predicted, the Group is suitably resourced to manage this process.

Detailed legal reports are provided to the Exco, Audit Committee and Board on any material legal matters within the Group.

The Group has an insurance policy that insures directors and prescribed officers against liabilities they may incur in carrying out their duties.

Internal audit

The Raubex internal audit function is an independent assurance provider to the Audit Committee and Board and evaluates the effectiveness of governance, risk management and control processes within the Group. The internal audit activities conducted during the year were informed by the Group strategy, risks and combined assurance framework. The internal audit service was performed by KPMG.

The Board ensures that there is an effective risk-based internal audit function that subscribes to the Institute of Internal Auditors (IIA) "International Standards for the Professional Practice of Internal Auditing". The risk-based internal audit plan has been developed using this approach. The plan has been approved by the Audit Committee. Internal audit provides quarterly feedback to the Audit Committee and has a functional reporting line to the Group Governance Risk and Compliance Manager who fulfils the role of Chief Audit Executive. The Chief Audit Executive is also responsible for the facilitation of the Group combined assurance process.

The Audit Committee is responsible for overseeing the internal audit function and ensures that it has the appropriate skills and resources.

Compliance with laws, rules, codes and standards

Raubex is committed to the highest ethical, legal and compliance standards and continually monitors the regulatory environment applicable to the Group to effectively update and adapt policies and procedures. The Group is committed to business conduct which ensures that its directors, management and employees do not engage in any conduct which constitutes a prohibited practice.

The Board delegates compliance management to the Risk Committee and assurance is adequately provided through the four lines of defence set out on page 35. The Board also ensures that the Group complies with applicable laws and considers adherence to non-binding rules, codes and standards through its defined regulatory universe. The Board has delegated to management the implementation of an effective compliance framework and processes. Compliance risk forms part of the Group's risk management process and a compliance function has been established which is managed by a designated Compliance Officer who reports into the Risk Committee. The Compliance Policy and Framework was approved by the Board and aligned to the combined assurance plan of the Group.

The Group's compliance management objectives aim to:

- promote a culture of compliance within the Group in line with its code of conduct;
- protect the Group's reputation and stakeholder perceptions and interests;
- ensure that the Group is and is seen to be a good corporate citizen;
- prevent unnecessary fines and penalties being incurred;
- obtain and distribute up to date information about all current and pending changes to legislation relevant to the Group; and
- ensure effective reporting.

The Group also has a Competition law compliance programme in place that is designed to ensure that employees, management, directors and agents are trained on competition law and do not engage in activities that contravene the Competition Act, 1 of 2009.

Stakeholder communication and relations

The Board appreciates that stakeholders' perceptions affect the Group's reputation and strives to achieve the appropriate balance between its various stakeholder groupings in the best interest of the Group. The Board has delegated management to deal with stakeholder relationships and structures have been introduced to manage the interface with the various stakeholder groups.

Communication with stakeholders is considered to be transparent and effective. Further detail on the Group's stakeholder communication is available on pages 19 to 23 of the Sustainability Report.

The Group maintains a website that contains up-to-date information at www.raubex.com.

The Group manages its investor function internally and can be contacted via email at investor.relations@raubex.com.

Anti-bribery and corruption

Bribery and corruption is of one the biggest issues that lies within the scope of governance. Risks and perceived risks of bribery and corruption can undermine trust in a company, as can perceptions that its processes and systems are not sufficiently robust to prevent bribery and corruption.

The Group has a zero-tolerance policy on bribery and corruption.

To achieve this, the Group focuses on:

- developing a Group-wide Anti-bribery and Corruption Policy and associated procedures;
- developing appropriate training focused on the needs of employees in locations or roles assessed to be at a higher risk of bribery and corruption; and
- training all employees on the Group's Anti-bribery and Corruption Policy and applicable procedures.

Quality management

Quality management is a key pillar of overall construction project management. As such, Raubex is committed to continuing to advance and implement its quality management system and improve reporting to stakeholders.

The Group will aim to continually reduce its impact on the planet's resources and will improve and implement its quality management system.

Sustainable and responsible sourcing (supply chain management)

Raubex is committed to reducing its impact on the planet's resources by securing a sustainable supply chain by integrating social, ethical, and environmental performance factors into the process of selecting suppliers. To this end, Raubex has embarked on a journey to understand what sustainable and responsible sourcing means for us as a business.

The Group will aim to reduce its impact on the planet's resources and will focus its efforts on:

- understanding what sustainable and responsible sourcing means for Raubex over the next two years;
- developing a Responsible Sourcing Strategy; and
- investigating, assessing and supporting local suppliers, wherever possible.

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Financial performance

The reports and statements set out below comprise the Annual Financial Statements presented to the shareholders:

Focus on profitability and quality order book.

PROFITABILITY

Statement of Responsibility by the Board of Directors

FOR THE YEAR ENDED 28 FEBRUARY 2025

The directors are responsible for the maintenance of proper accounting records and the preparation, integrity and fair presentation of the Annual Financial Statements and Group Annual Financial Statements of Raubex Group Limited and its subsidiaries. The directors' Report and Annual Financial Statements presented on pages 100 to 213 have been prepared in accordance with IFRS® Accounting Standards (IFRS) and in the manner required by the Companies Act, 71 of 2008 of South Africa and the JSE Listings Requirements, and include amounts based on judgements and estimates made by management.

The directors acknowledge that they are ultimately responsible for the process of risk management and the systems of internal financial control established by the Group and place considerable importance on maintaining a strong control environment. To enable the directors to meet these responsibilities, the Board sets standards for internal control aimed at reducing the risk of error or loss in a cost-effective manner. These standards include the proper delegation of responsibilities within a clearly defined framework, effective accounting procedures and adequate segregation of duties to ensure an acceptable level of risk.

These controls are monitored throughout the Group and all employees are required to maintain the highest ethical standards in ensuring the Group's business is conducted in a manner that in all reasonable circumstances is above reproach. The focus of risk management in the Group is on identifying, assessing, managing and monitoring all known forms of risk across the Group. While operating risk cannot be fully eliminated, the Group endeavours to minimise it by ensuring that appropriate infrastructure, controls, systems and ethical behaviour are applied and managed within predetermined procedures and constraints. The directors and management are further responsible for the controls over, and the security of the website, and, specifically, for establishing and controlling the process for electronically distributing annual reports and other financial information to shareholders.

The directors are of the opinion, based on the information and explanations given by management and the internal auditors, that the system of internal control provides reasonable assurance that the financial records may be relied on for the preparation of the Financial Statements. However, any system of internal financial control can provide only reasonable, and not absolute, assurance against material misstatement or loss.

The going concern basis has been adopted in preparing the Financial Statements. The impact of the conflict in Ukraine has been considered by the directors as part of their going concern assessment. The directors have no reason to believe that the Group will not be a going concern in the foreseeable future based on its secured order book, available cash resources and forecasts. The viability of the Company and the Group is supported by the Financial Statements.

The Financial Statements have been audited by the independent auditors, PricewaterhouseCoopers Inc., who have been given unrestricted access to all financial records and related data, including minutes of all meetings of shareholders, the Board of Directors and committees of the Board. The directors believe that all representations made to the independent auditors during their audit were valid and appropriate. PricewaterhouseCoopers Inc.'s unmodified audit report is presented on pages 92 to 96.

The Financial Statements were approved and authorised for issue by the Board of Directors on 29 May 2025 and signed on its behalf by:

NF Msiza
Chief Executive Officer

SJ Odendaal
Financial Director

Chief Executive Officer and Financial Director Responsibility Statement

Chief Executive Officer and Financial Director responsibility statement pursuant to paragraph 3.84(k) of the JSE Listings Requirements.

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

(a) the Annual Financial Statements set out on pages 104 to 213 fairly present in all material respects the financial position, financial performance and cash flows of the issuer in terms of IFRS;
(b) to the best of our knowledge and belief, no facts have been omitted or untrue statements made that would make the Annual Financial Statements false or misleading;
(c) internal financial controls have been put in place to ensure that material information relating to the issuer and its consolidated subsidiaries have been provided to effectively prepare the Financial Statements of the issuer;
(d) the internal financial controls are adequate and effective and can be relied upon in compiling the Annual Financial Statements, having fulfilled our role and function as executive directors with primary responsibility for implementation and execution of controls;
(e) where we are not satisfied, we have disclosed to the Audit Committee and the auditors any deficiencies in design and operational effectiveness of the internal financial controls, and have taken steps to remedy the deficiencies; and
(f) we are not aware of any fraud involving directors.

NF Msiza
Chief Executive Officer

SJ Odendaal
Financial Director

Statement of Compliance by the Company Secretary

I certify that the Company has lodged with the Registrar of Companies all such returns as are required of a public company in terms of the Companies Act, 71 of 2008, in respect of the year ended 28 February 2025, and that all such returns are true, correct and up to date.

GM Chemaly
Company Secretary

29 May 2025

Independent Auditor's Report

To the shareholders of Raubex Group Limited

Report on the audit of the consolidated and separate financial statements

Our opinion

In our opinion, the consolidated and separate financial statements present fairly, in all material respects, the consolidated and separate financial position of Raubex Group Limited (the Company) and its subsidiaries (together the Group) as at 28 February 2025, and its consolidated and separate financial performance and consolidated and separate cash flows for the year then ended in accordance with IFRS Accounting Standards and the requirements of the Companies Act of South Africa.

What we have audited

Raubex Group Limited's consolidated and separate financial statements set out on pages 104 to 213 comprise:

- the group and holding company statements of financial position as at 28 February 2025;
- the group statement of profit and loss for the year then ended;
- the group and holding company statements of comprehensive income for the year then ended;
- the group and holding company statements of changes in equity for the year then ended;
- the group and holding company statements of cash flows for the year then ended; and
- the notes to the financial statements, including material accounting policy information.

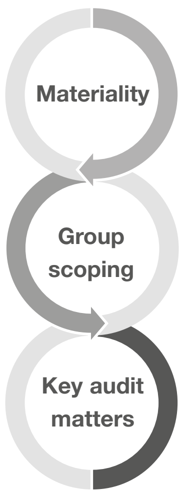
Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated and separate financial statements* section of our report.

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

Independence

We are independent of the Group in accordance with the Independent Regulatory Board for Auditors' *Code of Professional Conduct for Registered Auditors* (IRBA Code) and other independence requirements applicable to performing audits of financial statements in South Africa. We have fulfilled our other ethical responsibilities in accordance with the IRBA Code and in accordance with other ethical requirements applicable to performing audits in South Africa. The IRBA Code is consistent with the corresponding sections of the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards).



Our audit approach

Overview

Final materiality

Consolidated financial statements: R189.7 million, which represents 0.90% of consolidated revenue.

Separate financial statements: R25.3 million, which represents 1% of total assets.

Group audit scope

We identified twenty-three (23) components at which further audit procedures were performed on the entire financial information of the components, either because audit evidence needed to be obtained on all or a significant proportion of the component's financial information, or that component represented a pervasive risk of material misstatement to the consolidated financial statements. We also identified two (2) components, at which further audit procedures were performed on one or more classes of transactions, account balances or disclosures based on the assessed risks of material misstatement to the consolidated financial statements.

Key audit matters

Significant estimates and judgements in the accounting for construction contracts.

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the consolidated and separate financial statements. In particular, we considered where the Directors made subjective judgements; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including among other matters, consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

In terms of the IRBA Rule on Enhanced Auditor Reporting for the Audit of Financial Statements of Public Interest Entities, published in Government Gazette Number 49309 dated 15 September 2023 (EAR Rule), we report final materiality and group audit scope below.

Final materiality

The scope of our audit was influenced by our application of materiality. An audit is designed to obtain reasonable assurance whether the consolidated and separate financial statements are free from material misstatement. Misstatements may arise due to fraud or error. They are considered material if individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the consolidated and separate financial statements.

Based on our professional judgement, we determined certain quantitative thresholds for materiality, including the final materiality for the consolidated and separate financial statements as a whole as set out in the table below. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements, both individually and in aggregate on the consolidated and separate financial statements as a whole.

	Consolidated financial statements	Separate financial statements
Final materiality	R189.7 million	R25.3 million
How we determined it	0.9% of consolidated revenue	1% of total assets
Rationale for the materiality benchmark applied	We selected consolidated revenue as our materiality benchmark because, in our view, it reflects the activity levels of the Group, and it is a benchmark against which the performance of the Group can be consistently measured in circumstances of volatile year-on-year earnings. This benchmark has remained a key driver of the Group's business. We chose 0.9% based on our professional judgement, after consideration of the range of quantitative materiality thresholds that we would typically apply when using revenue to compute materiality, and taking into account the levels of debt within the Group.	We selected total assets as the benchmark because, in our view, it is the benchmark against which the performance of the Company is most commonly measured by users and is a generally accepted benchmark for holding companies. We chose 1% which is consistent with quantitative materiality thresholds used for holding companies in this sector and is further based on our professional judgement after consideration of qualitative factors that impact the Company.

Group audit scope

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the consolidated financial statements as a whole, taking into account the structure of the Group, the accounting processes and controls, and the industry in which the Group operates.

The Group is structured in four divisions: the Materials Handling and Mining division, the Construction Material division, the Roads and Earthworks division and the Infrastructure division, operating across 9 different geographical locations – South Africa, Australia, Botswana, Cameroon, Eswatini, Lesotho, Mozambique, Namibia and Zimbabwe.

We identified twenty-three (23) components at which further audit procedures were performed on the entire financial information of the components, either because audit evidence needed to be obtained on all or a significant proportion of the component's financial information, or that component represented a pervasive risk of material misstatement to the consolidated financial statements. We also identified two (2) components, at which further audit procedures were performed on one or more classes of transactions, account balances or disclosures based on the assessed risks of material misstatement to the consolidated financial statements.

Accordingly, we performed audit procedures on twenty-five (25) components, of which we involved component auditors in performing the audit work on eleven (11) components.

Based on our risk assessment procedures, we have determined that there is a less than reasonable possibility of a material misstatement in the remaining financial information not subject to further audit procedures.

Group auditor oversight

As part of establishing the overall Group audit strategy and plan, we conducted risk assessment and planning discussion meetings with component auditors to discuss the Group audit risks relevant to the respective components.

Independent Auditor's Report (continued)

As group auditor, we engaged with the component auditors to assess the audit risks and strategy relating to their respective components. During these engagements, the results of the planning procedures and further audit procedures communicated to us were discussed in more detail, and any further audit procedures required by us was then performed by the component auditors.

We also inspected the work performed by component auditors for the purpose of the Group audit and evaluated the appropriateness of conclusions drawn from the audit evidence obtained and consistencies between communicated findings and work performed. The work carried out at the component level, together with the audit procedures performed at the group level, provided us with sufficient audit evidence to express an opinion on the consolidated financial statements.

Key audit matters

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

We have determined that there are no key audit matters to communicate in our report in respect of the separate financial statements.

In terms of ISA 701 Communicating key audit matters in the independent auditor's report/the EAR Rule (as applicable), we are required to report key audit matters and the outcome of audit procedures or key observations with respect to the key audit matters, and these are included below.

Key audit matter	How our audit addressed the key audit matter
Significant estimates and judgements in the accounting for construction contracts Refer to the following disclosures in the consolidated financial statements as it relates to this key audit matter: ➤ Note 2 (Significant estimates and judgements); ➤ Note 17 (Contract assets and liabilities); and ➤ Note 30 (Revenue). Contracting revenue relating to construction contracts with customers, recognised at an amount of R14.6 billion for the year ended 28 February 2025, contributes a significant portion of the Group's revenue. This revenue is recognised over time, by measuring the progress towards the satisfaction of performance obligations stipulated in its contracts with customers for the construction of assets. To determine the progress towards the satisfaction of the performance obligations on each contract, the Group uses an input method, measuring the costs incurred to date relative to the total estimated cost of the contract. When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately to the extent that the remaining contracts costs are deemed to be unavoidable. Construction contract revenue within the Group results from cost-plus, re-measurable and fixed price contracts. Each contract has specific assumptions and estimates attributed to it regarding: ➤ Estimated project costs; ➤ The profit margins on the contracts; and ➤ Any variable considerations, claims or uninstalled materials to be recognised.	We performed the following procedures on a sample of construction contracts: ➤ We compared estimated total contract revenue as per management's calculations to relevant documentation as applicable, such as signed contracts, award letters, minutes of meetings with contract clients and signed variation orders. No material differences were noted; ➤ We discussed the status of contracts with management, directors, finance and technical staff, and contract registers were scrutinised. In these discussions, which included consideration of profit margins, loss making contracts and contract assets and liabilities balances, specific emphasis was placed on uncertified contract revenue. We noted no matters in this regard requiring further consideration; ➤ We recalculated costs incurred to date relative to the total estimated construction costs and agreed it to management's calculations. No material differences were noted; ➤ We agreed certified revenue recognised to work certified to date by contract engineering experts. No material differences were noted; ➤ We assessed the competency of the contract engineering experts by obtaining evidence relating to their qualifications, experience and professional memberships. We found no aspects in this regard which required further consideration; ➤ We performed reasonability tests on the expected profit margins by comparing it to similar ongoing projects and contracts completed during the year. We tested profit margins from year to year on projects running over the financial year-end. Deviations in margins were evaluated against explanations obtained from management and other relevant documentation. We found no aspects in this regard which required further consideration;

Key audit matter	How our audit addressed the key audit matter
We considered this to be a matter of most significance to our current year audit due to the following: ➤ Management's assessment involves making significant estimates in determining the contract revenue that should be recognised; and ➤ Given the magnitude of the contract revenue and contract assets and liabilities balances, the accounting treatment of construction contracts has a significant impact on the consolidated financial statements.	➤ We recalculated the revenue per contract based on the input method calculations. Based on our recalculation, we agreed the adjustments between certified progress revenue and revenue recognised to the construction contract assets and liabilities in the consolidated financial statements. No material differences were noted; ➤ We agreed the total revenue as per the respective contract schedules to revenue recorded in the accounting records. No material differences were noted. On a sample basis, we tested the costs incurred to date by agreeing it to underlying documentation. No material differences were noted.

Other information

The directors are responsible for the other information. The other information comprises the information included in the document titled "Raubex Group Limited and its subsidiaries Annual Financial Statements for the year ended 28 February 2025", which include(s) the Directors' report, the Audit Committee report and the Statement of compliance by the Company Secretary as required by the Companies Act of South Africa, which we obtained prior to the date of this auditor's report, and the other sections of the document titled "Raubex Group Limited 2025 Integrated Report for the year ended 28 February 2025", which is expected to be made available to us after that date. The other information does not include the consolidated or the separate financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated and separate financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated and separate financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the consolidated and separate financial statements

The Directors are responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with IFRS Accounting Standards and the requirements of the Companies Act of South Africa, and for such internal control as the Directors determine is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's responsibilities for the audit of the consolidated and separate financial statements

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

Independent Auditor's Report (continued)

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

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.
- Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and / or Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence, regarding the financial information of the entities or business units within the Group, as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

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

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

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

Report on other legal and regulatory requirements

Audit tenure

In terms of the IRBA Rule published in Government Gazette Number 39475 dated 4 December 2015, we report that PricewaterhouseCoopers Inc. has been the auditor of Raubex Group Limited for 19 year(s).

PricewaterhouseCoopers Inc.

PricewaterhouseCoopers Inc.
Director: JP Allen
Registered Auditor

Bloemfontein, South Africa

31 May 2025

Audit Committee Report

The Audit Committee is pleased to present this report for the financial year ended 28 February 2025 in compliance with the Companies Act, 71 of 2008, and the recommendations of the King IV™ report on Corporate Governance.

The Audit Committee is an independent statutory committee appointed by the Board and performs its functions on behalf of Raubex Group Limited and its subsidiary companies.

Audit Committee terms of reference

The Audit Committee has adopted formal terms of reference that have been approved by the Board of Directors. The Committee has conducted its affairs in compliance with its terms of reference and has discharged its responsibilities contained therein.

Audit Committee members, meeting attendance and assessment

The Audit Committee is independent and consists of the four Independent Non-Executive Directors set out below. It meets at least four times per annum, with authority to convene additional meetings as circumstances require.

Name	Designation	Date appointed	Qualifications
Ms AM Hlobo	Independent Non-Executive (Chairperson)	2023/05/29	BCom, CA(SA)
Ms SR Bogatsu	Independent Non-Executive	2017/06/01	BCom, MBA
Ms N Fubu	Independent Non-Executive	2023/02/24	BCom, CA(SA)
Mr BH Kent	Independent Non-Executive	2011/02/24	BCom, CA(SA), FCMA, HDip Tax, HDip Company Law

The Chairman of the Board, Executive Directors, Non-Executive Directors, External Auditors, Internal Auditors, Financial Managers and other assurance providers attend meetings by invitation only.

During the year under review, four meetings were held and attended as follows:

Name	7 May 2024	23 July 2024	6 November 2024	18 February 2025
Ms AM Hlobo	✓	✓	✓	✓
Ms SR Bogatsu	✓	✓	✓	✓
Ms N Fubu	✓	✓	✓	✓
Mr BH Kent	✓	✓	✓	✓

Role and responsibilities

The Audit Committee carried out its functions through the attendance of Audit Committee meetings and discussions with executive management, internal audit and external audit.

Statutory duties

The Audit Committee's role and responsibilities include statutory duties per the Companies Act, 71 of 2008, and further responsibilities assigned to it by the Board. The Audit Committee has executed its duties in terms of the requirements of King IV™.

The Audit Committee is satisfied that it has complied with its legal, regulatory and other responsibilities.

External auditor appointment and independence

The Audit Committee is satisfied itself that the external auditors, PricewaterhouseCoopers Inc., are independent of the Company and its subsidiaries (the Group) and have ensured that their appointment has complied with the Companies Act, 71 of 2008 of South Africa and the JSE Listings Requirements.

The Committee, in consultation with executive management, agreed to the engagement letter, terms, audit plan and budgeted fees for the year ended 28 February 2025.

Audit Committee Report (continued)

Accreditation of auditors

The Audit Committee confirms that it is satisfied that:

- the audit firm PricewaterhouseCoopers Inc. has met all the criteria stipulated in the JSE Listings Requirements, including that the audit regulator has successfully completed a firm-wide independent quality control (ISQM 1) inspection on the audit firm during its previous inspection cycle;
- the auditor has provided the Audit Committee with the required IRBA inspection decision letters, findings report and the proposed remedial action to address the findings, both at the audit firm and the individual auditor levels; and
- both the audit firm and the engagement partner understand their roles and have the competence, expertise, experience and skills required to discharge their specific audit and financial reporting responsibilities.

Auditor suitability

The Audit Committee met with the external auditor in order to consider the suitability for reappointment of the current audit firm PricewaterhouseCoopers Inc. and the designated engagement partner, as contemplated in terms of the JSE Listings Requirements. The Committee considered the information in the document prepared and presented by the external auditor for this purpose. In light of the above, the Committee is satisfied to recommend to shareholders the reappointment of the external auditor to act as independent auditor of the Company until its next annual general meeting. The Committee is satisfied to reappoint PricewaterhouseCoopers Inc. for the ensuing year.

The Group is committed to maintaining the highest standards of corporate governance and transparency. In compliance with the regulations set forth by the Independent Regulatory Board for Auditors (IRBA) and in alignment with best practices, the rotation of auditors will be considered for the next financial year. The Board will evaluate the appointment of a new auditor to ensure continued independence and objectivity in the audit process.

Financial statements and accounting practices

The Audit Committee has reviewed the accounting policies and the financial statements of the Group and is satisfied that they are appropriate and comply with IFRS, the Companies Act, 71 of 2008, and the JSE Listings Requirements.

The Audit Committee has also reviewed and considered the detailed findings and recommendations made in the JSE's report back on proactive monitoring of financial statements in 2024.

The Audit Committee has reviewed the materiality assessment framework and its application, and has concluded that the methodology and threshold applied are appropriate and consistent with relevant financial reporting standards.

Internal financial controls

The Audit Committee has reviewed the process by which internal audit performs its assessment of the effectiveness of the Group's system of internal control, including internal financial controls. Nothing has come to the attention of the Committee to indicate any material breakdown in the Company's system of internal financial control. The Audit Committee has further evaluated the Chief Executive Officer and Financial Director responsibility statement on the annual financial statements and internal financial controls in terms of the JSE Listings Requirements paragraph 3.84(k).

Financial reporting procedures

The Audit Committee has reviewed the Group's financial reporting procedures to ensure they are appropriate and are operating effectively, this includes a consideration of all entities included in the consolidated annual financial statements. The Committee further considered the Group's access to the financial information of its subsidiaries, associates and joint ventures, which allow the Group to effectively prepare the financial statements and deems this to be sufficient.

Duties assigned by the Board

In addition to the statutory duties of the Audit Committee, as reported above, the Board of Directors has determined further functions for the Audit Committee to perform. These functions include the following:

Integrated reporting and combined assurance

The Audit Committee fulfils an oversight role regarding the Group's integrated report and the reporting process and considers the level of assurance coverage obtained from management, internal and external assurance providers in making its recommendation to the Board.

Going concern

The Audit Committee reviews the going concern status of the Group at each meeting and makes recommendations to the Board.

Governance of risk

The Audit Committee fulfils an oversight role regarding financial reporting risks, internal financial controls and fraud risk as it relates to financial reporting.

Internal audit

The Audit Committee is responsible for ensuring that the Group's internal audit function is independent and has the necessary resources, standing and authority within the Group to enable it to discharge its duties.

Evaluation of the expertise and experience of the Financial Director and finance function

The Audit Committee is satisfied itself that the Financial Director has appropriate expertise and experience.

The Audit Committee has considered and is satisfied with the appropriateness of the expertise and adequacy of resources of the finance function and experience of the senior members of management responsible for the financial function.

The Audit Committee has assessed and confirmed that the Group has established appropriate financial reporting procedures and that the procedures are operating effectively.

Comment on key audit matters reported in the external audit report

In order to provide stakeholders with further insights into the key audit matters reported by the external auditors, the Committee wishes to elaborate on these important aspects as follows:

Accounting treatment of construction contracts

The Group has significant construction contracts within all its reporting segments consisting of Cost-plus, Re-measurable and Fixed Price contracts. Recognising revenue on construction contracts is done in accordance with IFRS 15, where it is recognised over time, is measured at the fair value of the consideration received or receivable and includes variations and claims. Progress towards the satisfaction of performance obligations is determined using an input method which measures the costs incurred to date in relation to the total estimate cost of the contract.

This matter is considered material given the significant judgement involved in preparing suitable estimates of forecast costs and profit margins on these contracts.

The Committee assessed the methodology and judgements applied by management in terms of the accounting treatment of construction contracts.

The Committee has discussed the above mentioned matter with the external auditors to understand their related audit procedures and evidence to support the judgements and calculations.

The Committee concluded that the methodology and judgements applied by management are in accordance with IFRS®.

Ms AM Hlobo
Chairperson of the Audit Committee

29 May 2025

Directors' Report

This report presented by the directors is a constituent document of the Group consolidated Financial Statements at 28 February 2025.

Nature of business

Raubex Group Limited is an investment holding company listed on the JSE with interests in the Construction and Materials sectors. The Company does not trade and all of its activities are undertaken through a number of subsidiaries, associates and joint arrangements. Details of all the operating subsidiaries, associates, joint ventures and joint operations are disclosed in note 14, 45 and 46 of the Group Financial Statements.

Group financial results

- Revenue increased 21.0% to R21.08 billion (2024: R17.43 billion)
- Operating profit increased 1.3% to R1.56 billion (2024: R1.54 billion)
- Profit before tax increased 3.4% to R1.52 billion (2024: R1.47 billion)
- Profit after tax remained stable at R1.07 billion (2024: R1.07 billion)

Group earnings attributable to owners of the parent for the year ended 28 February 2025 were R1 082.2 million (2024: R847.6 million), representing basic earnings per share of 601.7 cents (2024: 472.1 cents). Headline earnings per share were 599.8 cents (2024: 476.3 cents).

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

Share capital

No new shares were issued during the year (2024: nil).

Full details of the authorised and issued capital of the Company at 28 February 2025 are set out in note 26 and 27 of these Financial Statements.

Employee Long Term Incentive Scheme

During the year 2 040 492 (2024: 2 101 352) performance shares were granted to directors and prescribed officers. Full details of the employee long term incentive scheme are set out in note 39 of these Financial Statements.

Cash and cash equivalents

Cash from operations increased 31.8% to R2.51 billion (2024: R1.90 billion).

Cash and cash equivalents amounted to R2.12 billion (2024: R1.66 billion). Full details are set out in note 19 of these Financial Statements.

Dividend

The following dividends were declared during the year ended 28 February 2025:

- Final dividend for the year ended 29 February 2024 declared on 8 May 2024 of 92 cents per ordinary share (2024: 76 cps)
- Interim dividend for the year ended 28 February 2025 declared on 7 November 2024 of 94 cents per ordinary share (2024: 63 cps)

After consideration was given to the solvency and liquidity of the Group, a final dividend in respect of the year ended 28 February 2025 of 104 cents per share was proposed at the Board of Directors' meeting on 29 May 2025 and declared on the release of the Group's results. These Financial Statements do not reflect this dividend payable.

Business combinations

ABI 2 Proprietary Limited (ABI 2)

During the 29 February 2020 financial year, the Group, acting through its wholly owned subsidiary Raubex Roads and Earthworks Holdings Proprietary Limited (RRE), entered into an agreement of sale on 27 February 2020, with Acorn Black Investments Proprietary Limited, acting through its wholly owned subsidiary, ABI 2, for the sale of 100% of the shares and loan claims RRE holds in Raubex Property Investments (Pty) Ltd (RPI).

Effective 28 February 2025, the Group reacquired RPI through the acquisition of 100% of the issued share capital of ABI 2 for a total consideration of R20.0 million. RPI owns a property portfolio consisting of both commercial properties and residential units which it leases to the Group.

Transactions with non-controlling interests

Empa Structures (Pty) Ltd (Empa Structures)

Effective 1 March 2024, the Group acquired the remaining 30% of Empa Structures from non-controlling shareholders for R35.0 million, increasing the Group's effective ownership to 100%.

Capital commitments

Details of capital commitments are set out in note 43 of these Financial Statements.

Property, plant and equipment

There have been no major changes in the nature of the assets of the Group during the year or in the policy relating to their use. Capital expenditure for the year amounted to R1.35 billion (2024: R1.76 billion). Property, plant and equipment acquired through the acquisition of subsidiaries during the year amounted to R318.4 million (2024: R0 million).

Contingencies

Details of the contingencies are set out in note 44 of these Financial Statements.

Voluntary rebuilding programme

The Group entered into a settlement agreement with the government of the Republic of South Africa (the Government) on 11 October 2016, together with other construction companies, in an effort to address the Construction Companies' exposure to potential claims for damages from certain identified public entities arising primarily from the fast track settlement process launched by the South African Competition Authorities in February 2011, as well as to significantly advance the transformation of the South African construction sector. Further details can be found in note 23 of these Financial Statements.

Ukraine conflict

The Group is only indirectly exposed to the Ukraine conflict through the impact on the oil price or indirect effects on the countries in which we operate. The oil price influences the price of fuel and effectively the cost of doing business as the nature of the industry remains a fuel intensive one. The price of oil remained relatively stable throughout the current financial year.

The Group has no direct ties to Russia or Ukraine that would have any financial impact on the Group from either a currency deflation or financial recoverability perspective. Furthermore, macroeconomic factors are considered when determining the estimated credit loss model that will further cover any risk associated with this. The Group believes that the risks associated with the conflict are relatively low at this stage, but such risks will be assessed on an ongoing basis.

Management considers the Ukraine conflict an ongoing event and is continually assessing and monitoring any developments that the associated impact has on the business.

Directors' Report (continued)

Events after the reporting period

The directors are not aware of any subsequent events that occurred between year-end and date of authorisation of the Annual Financial Statements that require any adjustment or additional disclosure in the Annual Financial Statements.

Special resolutions

The following special resolutions were passed during the year:

Special resolution number one: Remuneration of non-executive directors

Resolved in terms of article 26.3.2 of the Company's Memorandum of Incorporation and in accordance with sections 66(8) and 66(9) of the Companies Act, 71 of 2008, that the remuneration payable to the Non-Executive Directors for the 2025 financial year be as follows:

	Annual remuneration R'000
Chairman	1 480
Lead independent Non-Executive Director	1 203
Independent Non-Executive Director	925

Special resolution number two: General authority to repurchase shares

Resolved that the Company or any of its subsidiaries be authorised by way of general authority to repurchase the Company's own securities from time to time, upon such terms and conditions and in such amount as the directors of the Company determine, but subject to the applicable requirements in the Company's Memorandum of Incorporation, the Companies Act, 71 of 2008, and the JSE Listings Requirements.

Special resolution number three: Financial assistance to related or inter-related companies and corporations

Resolved that the directors may, subject to the provisions of sections 44 and 45 of the Companies Act, 71 of 2008, authorise the Company to provide any direct or indirect financial assistance to or for the benefit of any Company or corporation which is related or inter-related to the Company for such amounts and on such terms and conditions as the Board of the Company may determine.

Directorate and secretary

The names of the directors and secretary are set out on pages 22 and 23 of the Integrated Report.

Interests of directors in the share capital

Details of ordinary shares held directly and indirectly per individual director and details of performance shares granted to the directors are set out in note 41 of these Financial Statements.

Shareholder spread

The Company has one class of listed share. Detail of the Company's authorised and issued share capital are set out in note 26 of these Financial Statements.

	Number of shares 2025	Number of shares 2024	% held 2025	% held 2024
Shareholder spread at 28 February 2025				
Public shareholders	178 447 878	177 514 357	98.2	97.7
Non-public shareholders	3 302 158	4 235 679	1.8	2.3
Total shares	181 750 036	181 750 036	100	100

	Number of shares 2025	Number of shares 2024	% held 2025	% held 2024
Non-public shareholders				
Directors of the Company	1 342 417	1 829 902	0.7	1.0
Directors of subsidiaries	137 728	408 565	0.1	0.2
Treasury shares – Raubex (Pty) Ltd	1 822 013	1 997 212	1.0	1.1
Total shares	3 302 158	4 235 679	1.8	2.3

	Number of shares 2025	Number of shares 2024	% of shares in issue 2025	% of shares in issue 2024
Beneficial shareholders with a holding greater than 5% of the issued shares				
Government Employee Pension Fund	46 770 303	45 197 599	25.7	24.9
Old Mutual Investment Group	19 628 731	33 103 767	10.8	18.2
PSG Asset Management	13 148 508	17 648 838	7.2	9.7
Total shares	79 547 542	95 950 204	43.7	52.8

Auditors

PricewaterhouseCoopers Inc. will continue in office in accordance with section 90(6) of the Companies Act, 71 of 2008. At the annual general meeting shareholders will be requested to appoint PricewaterhouseCoopers Inc. as the Group's auditors for the 2026 financial year. In compliance with the regulations set forth by the Independent Regulatory Board for Auditors (IRBA) and in alignment with best practices, the rotation of auditors will be considered for the next financial year. The Board will evaluate the appointment of a new auditor to ensure continued independence and objectivity in the audit process.

Group Statement of Financial Position

FOR THE YEAR ENDED 28 FEBRUARY 2025

	Note	2025 R'000	2024 R'000
ASSETS			
Non-current assets			
Property, plant and equipment	10	**5 582 431**	4 685 908
Investment property	11	**332 298**	198 425
Right-of-use assets	12	**111 238**	289 855
Intangible assets	13	**1 060 630**	1 084 204
Investment in associates and joint ventures	14	**7 600**	9 784
Investments in service concessions	15	**66 194**	77 606
Deferred income tax assets	25	**183 470**	205 182
Inventories	16	**20 185**	26 962
Trade and other receivables	18	**–**	1 863
Other financial assets – debt	20	**82 574**	261 221
Other financial assets – equity	20	**20 802**	52 909
Total non-current assets		**7 467 422**	6 893 919
Current assets			
Inventories	16	**1 629 408**	1 486 142
Contract assets	17	**1 020 424**	951 198
Trade and other receivables	18	**2 541 714**	2 065 560
Other financial assets – debt	20	**109 697**	125 099
Current income tax receivable		**21 492**	11 005
Cash and cash equivalents	19	**2 116 833**	1 662 083
Total current assets		**7 439 568**	6 301 087
Total assets		**14 906 990**	13 195 006
EQUITY			
Share capital	26	**1 817**	1 817
Share premium	26	**2 059 688**	2 059 688
Treasury shares	27	**(57 431)**	(62 953)
Other reserves	28	**(1 117 541)**	(1 063 193)
Retained earnings		**5 711 825**	4 970 377
Equity attributable to owners of the parent		**6 598 358**	5 905 736
Non-controlling interest	29	**550 893**	701 196
Total equity		**7 149 251**	6 606 932
LIABILITIES			
Non-current liabilities			
Borrowings	21	**1 394 455**	1 061 912
Lease liabilities	12	**94 745**	322 704
Provisions for liabilities and charges	22	**203 934**	221 705
Deferred income tax liabilities	25	**334 162**	424 781
Other financial liabilities	23	**25 212**	36 470
Total non-current liabilities		**2 052 508**	2 067 572
Current liabilities			
Trade and other payables	24	**3 144 962**	2 838 857
Contract liabilities	17	**1 360 863**	825 253
Borrowings	21	**873 546**	653 826
Lease liabilities	12	**21 597**	46 562
Current income tax liabilities		**141 029**	90 885
Provisions for liabilities and charges	22	**148 234**	50 119
Other financial liabilities	23	**15 000**	15 000
Total current liabilities		**5 705 231**	4 520 502
Total liabilities		**7 757 739**	6 588 074
Total equity and liabilities		**14 906 990**	13 195 006

The notes on pages 109 to 198 are an integral part of these Financial Statements.

Group Statement of Profit or Loss

FOR THE YEAR ENDED 28 FEBRUARY 2025

	Note	2025 R'000	2024 R'000
Revenue	30	**21 076 974**	17 425 168
Cost of sales	33	**(18 577 646)**	(14 944 249)
Gross profit		**2 499 328**	2 480 919
Other income	31	**12 830**	21 477
Other gains/(losses) – net	32	**82 697**	57 450
Administrative expenses	33	**(1 052 962)**	(942 701)
Net impairment gains/(losses) on financial and contract assets	34	**14 543**	(80 457)
Operating profit		**1 556 436**	1 536 688
Finance income	35	**185 214**	113 705
Finance costs	35	**(217 152)**	(178 122)
Finance costs – net	35	**(31 938)**	(64 417)
Share of (loss)/profit of equity accounted investments	14	**(2 184)**	504
Profit before income tax		**1 522 314**	1 472 775
Income tax expense	36	**(453 073)**	(398 800)
Profit for the year		**1 069 241**	1 073 975
Attributable to:			
Owners of the parent		**1 082 207**	847 621
Non-controlling interests	29	**(12 966)**	226 354
		1 069 241	1 073 975
Basic earnings per share (cents)	4	**601.7**	472.1
Diluted earnings per share (cents)	4	**593.5**	467.5

The notes on pages 109 to 198 are an integral part of these Financial Statements.

Group Statement of Comprehensive Income

FOR THE YEAR ENDED 28 FEBRUARY 2025

	Note	2025 R'000	2024 R'000
Profit for the year		1 069 241	1 073 975
Other comprehensive income:			
Items that will not be reclassified to profit or loss			
Re-measurements of post-employment benefit obligations		4	185
Change in fair value of investments held at fair value through OCI		(37 455)	(49 694)
Items that may be subsequently reclassified to profit or loss			
Currency translation differences	28	(55 142)	(7 027)
Other comprehensive income for the year, net of tax		(92 593)	(56 536)
Total comprehensive income for the year		976 648	1 017 439
Attributable to:			
Owners of the parent		1 000 518	791 315
Non-controlling interests	29	(23 870)	226 124
Total comprehensive income for the year		976 648	1 017 439

The notes on pages 109 to 198 are an integral part of these Financial Statements.

Group Statement of Changes in Equity

FOR THE YEAR ENDED 28 FEBRUARY 2025

	Share capital R'000	Share premium R'000	Treasury shares R'000	Other reserves R'000	Retained earnings R'000	Total attributable to owners of the parent company R'000	Non-controlling interest R'000	Total equity R'000
Balance at 28 February 2023	1 817	2 059 688	(78 801)	(1 007 709)	4 322 910	5 297 905	504 985	5 802 890
Changes in equity:								
Share option reserve	–	–	–	11 279	–	11 279	–	11 279
Share option reserve utilised during the year	–	–	–	(10 272)	10 272	–	–	–
Treasury shares issued in terms of equity-settled share scheme	–	–	15 848	–	(15 848)	–	–	–
Acquisition of shares from non-controlling interest	–	–	–	–	(22 570)	(22 570)	(5 747)	(28 317)
Disposal of shares to non-controlling shareholders	–	–	–	–	77 335	77 335	6 674	84 009
Additional shares issued by subsidiary	–	–	–	–	(54)	(54)	34 548	34 494
Acquisition of subsidiaries	–	–	–	–	–	–	(537)	(537)
Profit for the year	–	–	–	–	847 621	847 621	226 354	1 073 975
Other comprehensive income for the year	–	–	–	(56 491)	185	(56 306)	(230)	(56 536)
Dividends paid	–	–	–	–	(249 474)	(249 474)	(64 851)	(314 325)
Total changes	–	–	15 848	(55 484)	647 467	607 831	196 211	804 042
Balance at 29 February 2024	1 817	2 059 688	(62 953)	(1 063 193)	4 970 377	5 905 736	701 196	6 606 932
Changes in equity:								
Share option reserve	–	–	–	34 172	–	34 172	–	34 172
Share option reserve utilised during the year	–	–	–	(6 827)	6 827	–	–	–
Treasury shares issued in terms of equity-settled share scheme	–	–	5 522	–	(5 522)	–	–	–
Acquisition of shares from non-controlling interest	–	–	–	–	(7 563)	(7 563)	(27 436)	(34 999)
Profit for the year	–	–	–	–	1 082 207	1 082 207	(12 966)	1 069 241
Other comprehensive income for the year	–	–	–	(81 693)	4	(81 689)	(10 904)	(92 593)
Dividends paid	–	–	–	–	(334 505)	(334 505)	(98 997)	(433 502)
Total changes	–	–	5 522	(54 348)	741 448	692 622	(150 303)	542 319
Balance at 28 February 2025	1 817	2 059 688	(57 431)	(1 117 541)	5 711 825	6 598 358	550 893	7 149 251
Note	26	26	27	28			29	

The notes on pages 109 to 198 are an integral part of these Financial Statements.

Group Statement of Cash Flows

FOR THE YEAR ENDED 28 FEBRUARY 2025

	Note	2025 R'000	2024 R'000
Cash flows from operating activities			
Cash generated from operations	40	**2 507 355**	1 902 147
Interest received	35	**149 800**	77 601
Interest paid	35	**(199 402)**	(166 785)
Dividends received	31	**1 639**	6 431
Income tax paid	40	**(500 217)**	(338 000)
Net cash generated from operating activities		**1 959 175**	1 481 394
Cash flows from investing activities			
Purchases of property, plant and equipment	40	**(1 382 140)**	(1 700 872)
Proceeds from sale of property, plant and equipment	40	**54 758**	74 967
Acquisition of subsidiaries	6	**(9 166)**	(99 854)
Purchases of mining rehabilitation guarantee insurance policies	20	**(15 072)**	–
Acquisition of equity instruments (other financial assets)	20	**–**	(5 308)
Repayment received of loans granted to service concession investee	20	**7 901**	30 948
Loan repayments received from associates and joint ventures	20	**151 262**	59 483
Loans granted to associates and joint ventures	20	**(106 645)**	(98 723)
Net cash used in investing activities		**(1 299 102)**	(1 739 359)
Cash flows from financing activities			
Proceeds from borrowings	40.1	**1 326 700**	1 317 849
Repayment of borrowings	40.1	**(975 481)**	(818 401)
Repayment of lease liabilities (capital repayments)	12	**(45 447)**	(56 786)
Dividends paid to owners of the parent	5	**(334 505)**	(249 474)
Dividends paid to non-controlling interests	29	**(98 997)**	(64 851)
Disposal of interest in a subsidiary	6	**–**	84 009
Acquisition of non-controlling interest	6	**(34 999)**	(28 317)
Shares issued by subsidiary		**–**	34 494
Net cash (used in)/generated from financing activities		**(162 729)**	218 523
Net increase/(decrease) in cash and cash equivalents		**497 344**	(39 442)
Cash and cash equivalents at the beginning of the year		**1 662 083**	1 697 290
Effects of exchange rates on cash and cash equivalents		**(42 594)**	4 235
Cash and cash equivalents at the end of the year	19	**2 116 833**	1 662 083

The notes on pages 109 to 198 are an integral part of these Financial Statements.

Notes to the Group Financial Statements

FOR THE YEAR ENDED 28 FEBRUARY 2025

1. Basis of preparation

The consolidated Financial Statements of Raubex Group Limited have been prepared in accordance with the IFRS® Accounting Standards (IFRS), the IFRIC® Interpretations (IFRIC) issued by the IFRS Interpretations Committee (IFRS IC), the JSE Listings Requirements, the South African Institute of Chartered Accountants (SAICA) Financial Reporting Guides as issued by the Accounting Practices Committee, the Financial Pronouncements as issued by the Financial Reporting Standards Council and the Companies Act, 71 of 2008, of South Africa. The consolidated Financial Statements have been rounded to the nearest thousand rand and have been prepared under the historical cost convention, as modified by financial assets and financial liabilities (including derivative instruments) at fair value through profit or loss and the application of the equity method of accounting for investments in associated companies and joint ventures.

A number of IFRS, IFRICs and amendments as issued by the International Accounting Standards Board (IASB) became applicable to the Group, effective 1 March 2025. Refer to note 49 for details on new standards, interpretations and amendments that have been issued but which are not yet applicable to the Group.

Except for those mentioned above or if otherwise stated, the principal accounting policies used in the preparation of these consolidated Financial Statements are consistent with those applied for the year ended 29 February 2024 in terms of IFRS.

The preparation of Financial Statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated Financial Statements, are disclosed below.

The operating cycle of contracts in progress, development land and retentions is considered to be more than 12 months. Accordingly, the associated assets and liabilities are classified as current as they are expected to be settled within the same operating cycle as contracts in progress and retentions.

The directors are of the view that no material uncertainties relating to the Group's ability to continue as a going concern exist. The directors are also satisfied that the Group has adequate resources to continue in operational existence for the foreseeable future. The Group therefore continues to adopt the going concern basis in preparing its consolidated Financial Statements.

Ukraine conflict

The Group is only indirectly exposed to the Ukraine conflict through the impact on the oil price or indirect effects on the countries in which we operate. The oil price influences the price of fuel and effectively the cost of doing business as the nature of the industry remains a fuel intensive one. The price of oil remained relatively stable throughout the current financial year.

The Group has no direct ties to Russia or Ukraine that would have any financial impact on the Group from either a currency deflation or financial recoverability perspective. Furthermore, macroeconomic factors are considered when determining the estimated credit loss model that will further cover any risk associated with this. The Group believes that the risks associated with the conflict are relatively low at this stage, but such risks are assessed on an ongoing basis.

Management considers the Ukraine conflict an ongoing event and is continually assessing and monitoring any developments that the associated impact has on the business.

2. Significant estimates and judgements

The preparation of the Financial Statements in conformity with IFRS requires the Group's management to make estimates and judgements concerning the future that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the Financial Statements and the reported amounts of revenue and expenses during the reported period. The resulting accounting estimates and judgements can, by definition, only approximate the actual results. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

2. Significant estimates and judgements (continued)

The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated Financial Statements are as follows:

Significant estimates:

- Estimates made in determining changes in estimated useful lives and residual value of property, plant and equipment (refer to note 10)
- Estimates regarding impairment of property, plant and equipment (refer to note 10)
- Estimated impairment of goodwill (refer to note 13)
- Estimates regarding the net realisable value of inventory (refer to note 16)
- Contract revenue recognition and profit taking (refer to note 17 and 30)
  Each contract has specific estimates attributed to it regarding the estimated project costs, profit margins and variable considerations, claims or uninstalled materials. A meaningful sensitivity analysis on contract estimates is not practical. Contract revenue is also considered to be the most significant estimate for the Group
- Estimate of exposure and liabilities with regard to rehabilitation costs (refer to note 22)
- Estimates regarding the fair value of the performance shares issued to employees (refer to note 39)

Significant judgements:

- Judgements with regards to significant influence over equity investments (refer to note 20)
- Judgements with regards to recognition of deferred tax assets for losses carried forward (refer to note 25)

3. Segmental information

The Group's operating segments reflect the management structure of the Group and the manner in which performance is evaluated and resources allocated as managed by the Group's chief operating decision-maker, which is defined as the Group's Executive Committee (Exco).

The Group's operating segments are defined as follows:

- *Materials Handling and Mining*
  This division comprises four main disciplines including: (i) contract crushing; (ii) materials handling and processing services for the mining industry; (iii) contract mining; and (iv) specialised resource ownership.

- *Construction Materials*
  This division specialises in the production and supply of materials to the construction market, including aggregates from commercial quarries, asphalt and value-added bituminous products.

- *Roads and Earthworks*
  This division specialises in road construction and earthworks as well as road surfacing and rehabilitation. This includes the laying of asphalt, chip and spray, surface dressing, enrichments, and slurry seals.

- *Infrastructure*
  This division specialises in disciplines outside of the road construction sector, including energy (with a specific focus on renewable energy), facilities management, telecommunications, housing infrastructure projects and commercial building refurbishment and construction.

Exco assesses the performance of the operating segments based on operating profit.

Exco also considers the business geographically, from a South African (Local), African (Rest of Africa) and Australian perspective.

Inter-segment transfers

Segment revenue and segment expenses include transfers between business segments and between geographical segments. Such transfers are accounted for at arm's length prices. These transfers are eliminated on consolidation.

Segment revenue and expenses

All segment revenue and expenses are directly attributable to the segments. Segment revenue and expenses are allocated to the geographic segments based on the location of the operating activity.

3. Segmental information (continued)

Segment assets

These are all operating assets used by a segment, principally consisting of property, plant and equipment, investment property, right-of-use assets, investments, inventories, contract assets, receivables (net of allowances) and cash and cash equivalents. Segment assets are allocated to the geographic segments based on where the assets are located.

Segment liabilities

These are all operating liabilities of a segment, principally accounts payable, contract liabilities and external interest-bearing borrowings.

Segmental analysis

Operating segments

	Materials Handling and Mining R'000	Construction Materials[2] R'000	Roads and Earthworks R'000	Infra-structure R'000	Other[1] R'000	Consoli-dated R'000
For the year ended 29 February 2024						
Revenue	4 017 939	2 421 660	5 668 427	5 317 142	–	17 425 168
Operating profit	584 660	115 042	331 495	505 491	–	1 536 688
Finance income	13 510	7 476	59 960	32 759	–	113 705
Finance costs	(101 530)	(33 465)	(25 169)	(13 278)	(4 680)	(178 122)
Share of profit of investments accounted for using the equity method	–	–	–	504	–	504
Taxation	(138 370)	(20 734)	(101 538)	(138 158)	–	(398 800)
Profit for the year	358 270	68 319	264 748	387 318	(4 680)	1 073 975
Segment assets	4 401 286	1 976 274	3 721 990	3 095 456	–	13 195 006
Segment liabilities	1 877 730	1 119 730	2 073 282	1 465 862	51 470	6 588 074
Depreciation, amortisation and impairment	457 319	165 756	79 821	81 613	–	784 509
Capital expenditure	1 291 460	130 544	164 422	177 705	–	1 764 131
Inter-segment revenue	295 326	1 026 378	106 434	68 176	–	1 496 314

1. *Other consists of amounts that cannot be allocated to specific segments, including the voluntary rebuilding programme detailed in note 23.*
2. *Impairment losses to the value of R34.2 million have been recognised during the year in this segment. Refer to note 10 for further details.*

	Materials Handling and Mining R'000	Construc-tion Materials R'000	Roads and Earthworks R'000	Infra-structure R'000	Other[1] R'000	Consoli-dated R'000
For the year ended 28 February 2025						
Revenue	4 826 519	2 678 218	6 796 350	6 775 887	–	21 076 974
Operating profit	80 693	284 244	587 175	604 324	–	1 556 436
Finance income	28 489	13 083	71 939	71 703	–	185 214
Finance costs	(96 862)	(33 676)	(54 735)	(28 137)	(3 742)	(217 152)
Share of loss of investments accounted for using the equity method	–	–	–	(2 184)	–	(2 184)
Taxation	6 965	(82 088)	(191 617)	(186 333)	–	(453 073)
Profit for the year	19 285	181 563	412 762	459 373	(3 742)	1 069 241
Segment assets	4 758 092	2 042 714	4 344 059	3 762 125	–	14 906 990
Segment liabilities	1 663 816	1 116 574	2 594 223	2 342 914	40 212	7 757 739
Depreciation and amortisation	431 931	130 053	100 548	105 833	–	768 365
Capital expenditure	682 486	176 852	204 281	288 569	–	1 352 188
Inter-segment revenue	(188 496)	(1 312 598)	(190 667)	(160 688)	–	(1 852 449)

1. *Other consists of amounts that cannot be allocated to specific segments, including the voluntary rebuilding programme detailed in note 23.*

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

3. Segmental information (continued)

Segmental analysis (continued)

Approximately 21.1% (2024: 20.5%) of total revenue is derived from a single external customer, i.e. The South African National Roads Agency (SANRAL), these revenues are attributable to all the operating segments except Materials Handling and Mining.

Approximately 8.5% (2024: 5.5%) of total revenue is derived from South African local municipalities and provincial governments, these revenues are attributable to all the operating segments except Materials Handling and Mining.

Additional voluntary disclosure: Geographical information

	South Africa R'000	Rest of Africa R'000	Australia R'000	Other[1] R'000	Consolidated R'000
For the year ended 29 February 2024					
Revenue	13 108 414	996 778	3 319 976	–	17 425 168
Operating profit	1 068 579	189 509	278 600	–	1 536 688
Finance income	103 206	1 931	8 568	–	113 705
Finance costs	(164 542)	(1 463)	(7 437)	(4 680)	(178 122)
Share of profit of investments accounted for using the equity method	504	–	–	–	504
Taxation	(256 074)	(56 958)	(85 768)	–	(398 800)
Profit for the year	751 673	133 019	193 963	(4 680)	1 073 975
Segment assets	10 800 401	1 057 462	1 337 143	–	13 195 006
Segment liabilities	5 434 185	377 284	725 135	51 470	6 588 074
Depreciation, amortisation and impairment	637 624	93 215	53 670	–	784 509
Capital expenditure	1 337 824	281 067	145 240	–	1 764 131
Inter-segment revenue	492 137	33	–	–	492 170
For the year ended 28 February 2025					
Revenue	16 385 278	1 258 500	3 433 196	–	21 076 974
Operating profit	978 129	274 375	303 932	–	1 556 436
Finance income	172 552	2 539	10 123	–	185 214
Finance costs	(199 321)	(1 827)	(12 262)	(3 742)	(217 152)
Share of loss of investments accounted for using the equity method	(2 184)	–	–	–	(2 184)
Taxation	(289 620)	(55 301)	(108 152)	–	(453 073)
Profit for the year	659 556	219 786	193 641	(3 742)	1 069 241
Segment assets	12 361 417	1 103 437	1 442 136	–	14 906 990
Segment liabilities	6 093 103	827 865	796 559	40 212	7 757 739
Depreciation and amortisation	583 586	114 643	70 136	–	768 365
Capital expenditure	1 146 123	15 994	190 071	–	1 352 188
Inter-segment revenue	553 851	100	–	–	553 951

1. *Other consists of amounts that cannot be allocated to specific segments, including the voluntary rebuilding programme detailed in note 23.*

Revenues from the Rest of Africa account for 6.0% (2024: 5.7%) of total Group revenue and were generated from operations in Botswana, Eswatini, Lesotho, Mozambique, Namibia and Zimbabwe. Revenues from Australia account for 16.3% (2024: 19.0%) of total Group revenue and were generated from operations in Western Australia.

4. Earnings per share

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the parent entity by the weighted average number of ordinary shares in issue during the year. Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares.

	2025 R'000	2024 R'000
Basic		
Profit attributable to owners of the parent entity	1 082 207	847 621
Weighted average number of ordinary shares in issue[1]	179 851	179 532
Basic earnings per share (cents)	601.7	472.1
Diluted		
Profit attributable to owners of the parent entity	1 082 207	847 621
Weighted average number of ordinary shares in issue[1]	179 851	179 532
Adjustments for:		
Shares deemed issued for no consideration (share options)	2 491	1 791
Weighted average number of ordinary shares for diluted earnings per share	182 342	181 323
Diluted earnings per share (cents)	593.5	467.5

	2025 Gross R'000	2025 Net of tax R'000	2024 Gross R'000	2024 Net of tax R'000
Headline				
Profit attributable to owners of the parent entity		1 082 207		847 621
Adjustments for:				
Profit on sale of property, plant and equipment (note 32)	(4 657)	(3 616)	(23 292)	(17 499)
Impairment of property, plant and equipment (note 10)	–	–	34 227	24 986
Add back: Non-controlling interests' portion of impairment and profit on sale of property, plant and equipment	323	236	50	36
Basic headline earnings		1 078 827		855 144
Weighted average number of ordinary shares in issue[1]		179 851		179 532
Headline earnings per share (cents)		599.8		476.3
Diluted headline				
Headline earnings		1 078 827		855 144
Adjusted weighted average number of shares		182 342		181 323
Diluted headline earnings per share (cents)		591.7		471.6

1. *The weighted average number of shares takes into account the weighted average effect of changes in treasury share transactions during the year.*

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

5. Dividends per share

Dividend distribution to the Company's shareholders is recognised as a liability in the Group's Financial Statements in the period in which the dividends are approved by the Board of Directors.

The following dividends were approved and paid during the year:

	2025 Number of shares ('000)	2025 Value R'000	2024 Number of shares ('000)	2024 Value R'000
Previous year final dividend paid	181 750	167 210	181 750	138 130
Current year interim dividend paid	181 750	170 845	181 750	114 503
Dividends received on treasury shares	(1 822)	(3 550)	(1 997)	(3 159)
Total dividends paid		334 505		249 474

After consideration was given to the solvency and liquidity test of the Group, a final dividend in respect of the year ended 28 February 2025 of R189.0 million (104 cents per share) amounting to a total dividend for the year of R359.9 million (198 cents per share) was proposed at the Board of Directors' meeting on 29 May 2025 and declared on the release of the Group's results. These Financial Statements do not reflect this dividend payable.

Dividends Tax (DT)

DT is a tax imposed on shareholders at a rate of 20% on receipt of dividends. The DT is categorised as a withholding tax, as the tax is withheld and paid to the South African Revenue Service by the Company paying the dividend or by a regulated intermediary and not the person liable for the tax.

6. Business combinations

Common control transactions

Business combinations involving entities or businesses under common control are excluded from the scope of IFRS 3 "Business Combinations". A business combination involving entities or businesses under common control is defined in IFRS 3 as "a business combination in which all of the combining entities or businesses ultimately are controlled by the same party or parties both before and after the combination, and that control is not transitory".

The "predecessor values" method is used to account for common control transactions. The "predecessor values" method requires Financial Statements to be prepared using predecessor book values without any step up to fair value. The difference between any consideration given and the aggregate book value of the assets and liabilities (as of the date of the transaction) of the acquired entity are recorded as an adjustment to equity as a common control reserve. No additional goodwill is created by the transaction.

Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Group uses the acquisition method to account for business combinations. The Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis. The Group applied the non-controlling interest's proportionate share of the acquiree's net assets when recognising the non-controlling interest in the acquiree.

Investments in subsidiaries are accounted for at cost less impairment. Cost is adjusted to reflect changes in consideration arising from contingent consideration amendments.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; and gains or losses arising from such re-measurement are recognised in profit or loss.

Inter-company transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

6. Business combinations (continued)

Changes in ownership interests

The Group treats transactions with non-controlling interests that do not result in loss of control as equity transactions, that is, as transactions with the owners in their capacity as owners. A change in ownership interest results in an adjustment between the carrying amounts of the controlling and non-controlling interests to reflect their relative interests in the subsidiary.

Any difference between the purchase consideration and the carrying value of the net assets acquired is recognised in equity against retained earnings. The gains and losses on disposals to non-controlling interests are also recorded in equity against retained earnings.

When the Group ceases to consolidate or equity account for an investment because of a loss of control, joint control or significant influence, any retained interest in the entity is remeasured to its fair value with the change in carrying amount recognised in profit or loss. This fair value becomes the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

If the ownership interest in an associate or joint venture is reduced but significant influence or joint control is retained, only a proportionate share of the amounts previously recognised in other comprehensive income is reclassified to profit or loss where appropriate.

Acquisitions made during the current financial period

ABI 2 Proprietary Limited (ABI 2)

During the 29 February 2020 financial year, the Group, acting through its wholly owned subsidiary Raubex Roads and Earthworks Holdings Proprietary Limited (RRE), entered into an agreement of sale on 27 February 2020, with Acorn Black Investments Proprietary Limited, acting through its wholly owned subsidiary, ABI 2 Proprietary Limited (ABI 2), for the sale of 100% of the shares and loan claims RRE holds in Raubex Property Investments (Pty) Ltd (RPI).

RPI owns a property portfolio (the Properties) which includes both commercial properties and residential units which were independently valued at R383.0 million at the time of sale.

The Purchase Price payable for the Sale Shares and Loan Claims was R383.0 million which consists of the following:

- R187.0 million was payable on the closing date, once all the necessary security was in place, including registration of first covering mortgage bonds over the properties in the portfolio;
- R81.4 million consists of a vendor loan which is repayable within five years bearing interest at 9.82% per annum; and
- R114.6 million consists of an equity preference share investment in ABI 2 at zero coupon and redeemable at the election of ABI 2 within 10 years through the payment of a preference share dividend of R114.6 million (114.6 million shares).

The Properties were leased back to the Group on a market-related triple-net lease basis with a 12-year lease term, effective 29 February 2020. This transaction was accounted for as a sale and leaseback under IFRS 16. This resulted in a right-of-use asset of R283.5 million and a lease liability of R357.9 million being recognised on 29 February 2020. In terms of IFRS 16, the sale and leaseback transaction reduced the profit and related right-of-use asset recognised in the Group based on the benefit retained in the underlying assets being leased back which resulted in a loss of R68.5 million in the 2020 financial year.

Effective 28 February 2025, the Group effectively reacquired RPI by purchasing 100% of the issued share capital of ABI 2. The total cash consideration for the acquisition amounted to R20.0 million. The Group made a strategic decision to reacquire RPI to regain full control of the underlying properties going forward. This will allow for better flexibility in terms of occupation and improvements where required. The acquisition of ABI 2 results in the following:

- Termination of the sale and leaseback transaction recognised in the 2020 financial year. The Group derecognised the right-of-use assets amounting to R166.3 million and corresponding lease liabilities of R252.5 million (refer to note 12). The derecognition of the right-of-use asset and lease liability resulted in a net gain on termination of the lease of R86.2 million. The gain has been recognised in profit or loss under other gains and losses (refer to note 32).
- The outstanding purchase price receivables, being the preference share with a carrying amount of R67.7 million and outstanding vendor loan with a carrying value of R129.2 million (refer to note 20), were effectively settled on date of acquisition as these became inter-group payables and receivables.

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

6. Business combinations (continued)

Acquisitions made during the current financial period (continued)

ABI 2 Proprietary Limited (ABI 2) (continued)

Details of the net assets acquired, purchase consideration and goodwill from the acquisition is set out below:

	Total R'000
Consideration	
Cash consideration	20 000
Settlement of pre-existing relationships:	
Preference shares	67 738
Vendor loan	129 202
Total consideration	**216 940**
Recognised amounts of identifiable assets and acquired liabilities assumed	
Property, plant and equipment	318 390
Investment property	134 700
Trade and other receivables	348
Cash and cash equivalents	10 834
Borrowings	(218 785)
Deferred income tax liabilities	(24 687)
Trade and other payables	(4 066)
Current income tax liabilities	(42)
Total identifiable net assets	**216 692**
Goodwill attributable to owners of the parent	248
Total	**216 940**
Total purchase consideration settled in cash	20 000
Less: Cash and cash equivalents in the business combination acquired	(10 834)
Cash outflow on acquisition for cash flow statement	**9 166**

Acquisitions and disposals made during the previous financial period – cash flow effects

	Naboom R'000	Similan R'000	Ukumaka R'000	Total R'000
Acquisition of subsidiaries				
Total purchase consideration settled in cash	100 000	–	–	100 000
Less: Cash and cash equivalents in the business combination acquired	–	(134)	(12)	(146)
Cash outflow/(inflow) on acquisitions for cash flow statement	100 000	(134)	(12)	99 854

6. Business combinations (continued)

Transactions with non-controlling interests (NCI)

Empa Structures (Pty) Ltd (Empa Structures)

Effective 1 March 2024, the Group acquired the remaining 30% of Empa Structures from non-controlling shareholders for R35.0 million, increasing the Group's effective ownership to 100%.

Details of the above mentioned transactions are set out below:

	Change in ownership – decrease in equity R'000	NCI disposed of R'000	Total equity effect and cash flow effect R'000
Empa Structures	(7 563)	(27 436)	(34 999)
Total	(7 563)	(27 436)	(34 999)
Total movements/cash (outflow)/inflow on transactions with NCI:			
Acquisition of shares from non-controlling shareholders	(7 563)	(27 436)	(34 999)
Transactions with NCI during the previous financial period – cash flow effects			
Total movements/cash (outflow)/inflow on transactions with NCI:			
Acquisition of shares from non-controlling shareholders	(22 570)	(5 747)	(28 317)
Disposal of shares to non-controlling shareholders	77 335	6 674	84 009
Additional shares issued by subsidiary	(54)	34 548	34 494

Refer to note 45 – Interest in subsidiaries for the full list of subsidiaries, together with the aggregation of all subsidiaries with non-controlling interests in the Group and the Group's consideration of control.

7. Financial instruments

Classification

Financial instruments are recognised when the entity becomes a party to the contractual provisions of the instruments. The Group classifies its financial instruments into the following categories depending on the purpose for which the instrument was acquired. Management determines the classification at the time of initial recognition:

- Financial assets at amortised cost;
- Financial assets at fair value through profit or loss (FVPL);
- Financial assets at fair value through other comprehensive income (FVOCI);
- Financial liabilities at amortised cost; and
- Financial liabilities at fair value through profit or loss (FVPL).

Financial instruments are recognised initially on transaction date at fair value. For financial instruments carried at fair value through profit or loss, transaction costs are recognised immediately in the consolidated statement of profit or loss. Refer to the relevant notes, referenced below, for the recognition and subsequent measurement principles of each of the Group's financial instruments.

No financial instruments were designated as held at fair value through profit or loss during the year. All financial instruments held at fair value through profit or loss are default classifications in terms of IFRS 9.

The Group has designated its investments in service concessions and equity investments (other financial assets) as held at fair value through other comprehensive income. These are equity investments which are not held for trading, and which the Group has irrevocably elected at initial recognition to recognise in this category. Furthermore, these are strategic investments and the Group considers this classification to be more relevant.

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

7. Financial instruments (continued)

Derecognition

Financial instruments are derecognised when substantially all risks and rewards of ownership have been transferred.

Financial assets or a portion thereof are derecognised when the Group's contractual rights to the cash flows expire or when the Group transfers all the risks and rewards related to the financial asset or when the Group loses control of the financial asset. Financial liabilities or a portion thereof are derecognised when the obligations specified in the contract are discharged, cancelled or expire.

Categories of financial instruments

Financial instruments comprise the following in the statement of financial position:

	Note	Financial assets at amortised cost R'000	Financial assets at fair value through P/L R'000	Financial assets at fair value through OCI R'000	Financial liabilities at fair value through P/L R'000	Financial liabilities at amortised cost R'000	Total carrying value R'000
At 29 February 2024							
Investment in service concessions	15	–	–	77 606	–	–	77 606
Non-current trade and other receivables	18	1 863	–	–	–	–	1 863
Other financial assets	20	325 196	61 124	52 909	–	–	439 229
Trade and other receivables	18	1 945 221	–	–	–	–	1 945 221
Cash and cash equivalents	19	1 662 083	–	–	–	–	1 662 083
Borrowings	21	–	–	–	–	(1 715 738)	(1 715 738)
Other financial liabilities	23	–	–	–	–	(51 470)	(51 470)
Trade and other payables	24	–	–	–	–	(2 734 273)	(2 734 273)
Total		3 934 363	61 124	130 515	–	(4 501 481)	(375 479)
At 28 February 2025							
Investments in service concessions	15	**–**	**–**	**66 194**	**–**	**–**	**66 194**
Non-current trade and other receivables	18	**–**	**–**	**–**	**–**	**–**	**–**
Other financial assets	20	**176 760**	**15 511**	**20 802**	**–**	**–**	**213 073**
Trade and other receivables	18	**2 389 870**	**–**	**–**	**–**	**–**	**2 389 870**
Cash and cash equivalents	19	**2 116 833**	**–**	**–**	**–**	**–**	**2 116 833**
Borrowings	21	**–**	**–**	**–**	**–**	**(2 268 001)**	**(2 268 001)**
Other financial liabilities	23	**–**	**–**	**–**	**–**	**(40 212)**	**(40 212)**
Trade and other payables	24	**–**	**–**	**–**	**–**	**(3 027 921)**	**(3 027 921)**
Total		**4 683 463**	**15 511**	**86 996**	**–**	**(5 336 134)**	**(550 164)**

The trade and other receivables and trade and other payables disclosed in the above tables exclude the non-financial assets and liabilities carried on the statement of financial position.

The total value of non-financial assets excluded from trade and other receivables is R151.8 million (2024: R120.3 million) and the total value of non-financial liabilities excluded from trade and other payables is R117.0 million (2024: R104.6 million).

7. Financial instruments (continued)

Categories of financial instruments (continued)

	Note	Total carrying value R'000	Total fair value R'000	Explanation note
At 29 February 2024				
Investment in service concessions	15	77 606	77 606	a
Non-current trade and other receivables	18	1 863	1 863	b
Other financial assets	20	439 229	439 229	c
Trade and other receivables	18	1 945 221	1 945 221	b
Cash and cash equivalents	19	1 662 083	1 662 083	d
Borrowings	21	(1 715 738)	(1 715 738)	e
Other financial liabilities	23	(51 470)	(51 470)	f
Trade and other payables	24	(2 734 273)	(2 734 273)	g
Total		(375 479)	(375 479)	
At 28 February 2025				
Investments in service concessions	15	**66 194**	**66 194**	a
Non-current trade and other receivables	18	**–**	**–**	b
Other financial assets	20	**213 073**	**213 073**	c
Trade and other receivables	18	**2 389 870**	**2 389 870**	b
Cash and cash equivalents	19	**2 116 833**	**2 116 833**	d
Borrowings	21	**(2 268 001)**	**(2 268 001)**	e
Other financial liabilities	23	**(40 212)**	**(40 212)**	f
Trade and other payables	24	**(3 027 921)**	**(3 027 921)**	g
Total		**(550 164)**	**(550 164)**	

(a) Investments in service concessions are carried at fair value through other comprehensive income, refer to note 15 where any significant unobservable inputs have been disclosed in this regard.

(b) Non-current trade and other receivables relate to the non-current portion of receivables under finance leases. The carrying value of receivables under finance lease is deemed to approximate its fair value as the interest rate applicable to the lease is similar to that of current market rates. The carrying value of trade and other receivables approximates their fair value due to the short-term nature of these instruments. Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business and are recognised initially at the amount of consideration that is unconditional.

(c) Other financial assets are either carried at fair value through profit or loss, fair value through other comprehensive income or at amortised cost, refer to note 20 where any significant unobservable inputs have been disclosed.

(d) Cash and cash equivalents includes cash on hand, deposits held at call with banks and other short-term highly liquid investments with original maturities of three months or less, they therefore approximate fair value. These are subject to an insignificant risk of changes in value.

(e) Borrowings consist of bank borrowings. Bank borrowings are held at amortised cost and calculated using the specific fixed terms of the agreements in place. The carrying value of bank borrowings is deemed to approximate its fair value due to the fact that the interest rates applicable are similar to that of current market rates.

(f) Other financial liabilities are either carried at fair value through profit or loss or at amortised cost, refer to note 23 where any significant unobservable inputs have been disclosed in this regard.

(g) Trade payables are held at amortised cost and the impact of discounting is deemed to not be significant based on their short-term nature. Therefore the carrying value of trade and other payables is deemed to approximate its fair value.

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

7. Financial instruments (continued)

Fair value estimation

The table below analyses financial instruments carried at fair value, by valuation method. The different levels have been defined as follows:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

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

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

The following table presents the Group's financial assets and liabilities that are measured at fair value at 28 February 2025:

	Level 1 R'000	Level 2 R'000	Level 3 R'000	Total R'000
Assets				
At 29 February 2024				
Financial assets at fair value through profit or loss				
Preference shares	–	–	61 124	61 124
Financial assets at fair value through other comprehensive income				
Equity investments	52 480	–	429	52 909
Investments in service concessions	–	–	77 606	77 606
Total assets	52 480	–	139 159	191 639
At 28 February 2025				
Financial assets at fair value through profit or loss				
Preference shares	–	–	–	–
Mining rehabilitation guarantee insurance policy	–	15 511	–	15 511
Financial assets at fair value through other comprehensive income				
Equity investments	20 373	–	429	20 802
Investments in service concessions	–	–	66 194	66 194
Total assets	20 373	15 511	66 623	102 507

There were no transfers between levels 1 and 2 during the year.

(a) *Financial instruments in level 1*

The following table presents the changes in Level 1 instruments for the year ended 28 February 2025:

	Note	Equity investments R'000	Total R'000
Assets			
Year ended 29 February 2024			
Opening balance	20	103 515	103 515
Acquired during the year	20	5 308	5 308
Foreign exchange effects recognised in equity	20	143	143
Fair value adjustment recognised in other comprehensive income	20	(56 486)	(56 486)
Closing balance		52 480	52 480
Year ended 28 February 2025			
Opening balance	20	52 480	52 480
Foreign exchange effects recognised in equity	20	(2 783)	(2 783)
Fair value adjustment recognised in other comprehensive income	20	(29 324)	(29 324)
Closing balance		20 373	20 373

See note 20 for disclosures relating to the measurement of the equity investments.

7. Financial instruments (continued)

Fair value estimation (continued)

(b) *Financial instruments in level 2*

The following table presents the changes in Level 2 instruments for the year ended 28 February 2025:

	Note	Mining rehabilitation guarantee insurance policy R'000	Foreign exchange contract R'000	Total R'000
Assets				
Year ended 29 February 2024				
Opening balance		–	178	178
Fair value adjustment recognised in profit or loss	20	–	(178)	(178)
Closing balance		–	–	–
Year ended 28 February 2025				
Opening balance		–	–	–
Additions	20	15 072		
Fair value adjustment recognised in profit or loss	20	439	–	–
Closing balance		15 511	–	–
Liabilities				
Year ended 29 February 2024				
Opening balance		–	11 481	11 481
Fair value adjustment recognised in profit or loss	23	–	(11 481)	(11 481)
Closing balance		–	–	–
Year ended 28 February 2025				
Opening balance		–	–	–
Fair value adjustment recognised in profit or loss	23	–	–	–
Closing balance		–	–	–

See note 20 for disclosures relating to the measurement of the mining rehabilitation guarantee insurance policy.

(c) *Financial instruments in level 3*

The following table presents the changes in Level 3 instruments for the year ended 28 February 2025:

	Note	Contingent considerations R'000	Total R'000
Liabilities			
Year ended 29 February 2024			
Opening balance		9 403	9 403
Fair value adjustment recognised in profit or loss	23	(9 403)	(9 403)
Closing balance		–	–
Year ended 28 February 2025			
Opening balance		–	–
Fair value adjustment recognised in profit or loss	23	–	–
Closing balance		–	–

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

7. Financial instruments (continued)

Fair value estimation (continued)

(c) *Financial instruments in level 3* (continued)

	Note	Equity investments R'000	Investment in service concession R'000	Preference shares R'000	Total R'000
Assets					
Year ended 29 February 2024					
Opening balance		429	77 049	55 156	132 634
Fair value adjustment recognised in OCI	15	–	557	–	557
Fair value adjustment recognised in profit or loss	32	–	–	5 968	5 968
Closing balance		429	77 606	61 124	139 159
Year ended 28 February 2025					
Opening balance		**429**	**77 606**	**61 124**	**139 159**
Acquisition of subsidiaries (note 6)		**–**	**–**	**(67 738)**	**(67 738)**
Fair value adjustment recognised in OCI	15	**–**	**(11 412)**	**–**	**(11 412)**
Fair value adjustment recognised in profit or loss	32	**–**	**–**	**6 614**	**6 614**
Closing balance		**429**	**66 194**	**–**	**66 623**

See note 15 and note 20 for disclosures relating to the measurement of the investment in service concession and equity investments respectively.

8. Financial risk management

The Group's activities expose it to a variety of financial risks, refer to the table below:

Risk	Exposure arising from	Measurement	Management
Market risk – Foreign exchange	Financial assets and liabilities denominated in foreign currencies	Sensitivity analysis	Foreign exchange risk policies and forward or foreign exchange contracts if required
Market risk – Cash flow interest rate	Long-term borrowing at variable rates and interest-bearing cash reserves	Sensitivity analysis	Pre-set borrowing targets
Market risk – Price	The Group holds several strategic equity investments in publicly traded entities, classified as FVOCI. The exposure is limited and has no material impact on the Group's profitability	Listed price assessment	The Group assesses the listed prices of its equity investments where applicable but due to strategic nature of the investment the risk is considered low as these are not held for trading or for generating market returns
Credit risk	Cash and cash equivalents, trade receivables, loans receivable (including loans to associates and joint ventures), receivables under finance lease and contract assets	Credit ratings age analysis	Credit application controls in place. Only credible financial institutions are used, delayed payments are managed and payment guarantees are obtained
Liquidity risk	Borrowings, lease liabilities and other liabilities	Rolling cash flow forecasts	Overdraft and credit facilities available to the Group. Excess cash balances are maintained above current trading requirements

8. Financial risk management (continued)

The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

Risk management is carried out by the Group's Executive Committee (Exco) under approval by the Board of Directors. Exco identifies and evaluates financial risks in close cooperation with the Group's operating units. The Board provides principles for overall risk management.

Financial risk factors

(a) ***Market risk***

(i) *Foreign exchange risk*

The Group operates across Sub-Saharan Africa and Australia and is exposed to foreign exchange risk arising from currency exposures. Foreign exchange risk also arises from recognised assets and liabilities and net investments in foreign operations.

Management has set up a policy that requires Group companies to manage their foreign exchange risk against their functional currency. To manage foreign exchange risk arising from future commercial transactions and recognised assets and liabilities, entities in the Group would consider using, if necessary, forward or foreign exchange contracts. Foreign exchange risk arises when future commercial transactions or recognised assets or liabilities are denominated in a currency that is not the entity's functional currency.

Currency exposure arising from the net assets of the Group's foreign operations is managed primarily through managing the foreign asset base. The Group also has currency exposure to cash denominated in foreign currency that arises from time to time from operations in foreign countries. This risk is managed through the use of foreign exchange contracts, where applicable, which mitigates the risks associated with the strengthening of the Rand against any foreign currency held in cash.

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

8. Financial risk management (continued)

Financial risk factors (continued)

(a) ***Market risk*** (continued)

(i) *Foreign exchange risk* (continued)

The carrying amounts of the Group's monetary assets and liabilities denominated in their respective currencies at year-end are as follows:

	Note	South African Rand and Southern African Common Monetary Area Currencies[1] R'000	Australian Dollar R'000	Botswana Pula R'000	Central African Franc (Cameroon) R'000	Mozambican Metical R'000	US Dollar R'000	Zambian Kwacha R'000	Total R'000
Year ended 29 February 2024									
Non-current assets									
Trade and other receivables	18	1 863	–	–	–	–	–	–	1 863
Other financial assets	20	211 065	32 788	–	–	–	70 277	–	314 130
Current assets									
Contract assets	17	791 651	151 643	–	–	–	7 904	–	951 198
Trade and other receivables	18	1 678 321	217 926	37 300	–	1 102	5 251	5 321	1 945 221
Cash and cash equivalents	19	1 195 868	380 447	35 490	34	2 931	31 211	16 102	1 662 083
Other financial assets	20	125 099	–	–	–	–	–	–	125 099
Total monetary assets		4 003 867	782 804	72 790	34	4 033	114 643	21 423	4 999 594
Non-current liabilities									
Borrowings	21	(960 230)	(101 682)	–		–	–	–	(1 061 912)
Other financial liabilities	23	(36 470)	–	–	–	–	–	–	(36 470)
Current liabilities									
Borrowings	21	(585 640)	(68 186)	–	–	–	–	–	(653 826)
Contract liabilities	17	(763 127)	(62 126)	–	–	–	–	–	(825 253)
Other financial liabilities	23	(15 000)	–	–	–	–	–	–	(15 000)
Trade and other payables	24	(2 246 788)	(409 979)	(19 887)	(715)	(34 770)	(2 353)	(19 781)	(2 734 273)
Total monetary liabilities		(4 607 255)	(641 973)	(19 887)	(715)	(34 770)	(2 353)	(19 781)	(5 326 734)
Net monetary assets/(liabilities) at year-end		(603 388)	140 831	52 903	(681)	(30 737)	112 290	1 642	(327 140)

1. No exchange risk exists between the South African Rand and currencies in the Southern African Common Monetary Area, as the exchange rates are pegged at 1:1.

8. Financial risk management (continued)

Financial risk factors (continued)

(a) ***Market risk*** (continued)

(i) *Foreign exchange risk* (continued)

The carrying amounts of the Group's monetary assets and liabilities denominated in their respective currencies at year-end are as follows:

	Note	South African Rand and Southern African Common Monetary Area Currencies[1] R'000	Australian Dollar R'000	Botswana Pula R'000	Central African Franc (Cameroon) R'000	Mozambican Metical R'000	US Dollar R'000	Zambian Kwacha R'000	Total R'000
Year ended 28 February 2025									
Non-current assets									
Trade and other receivables	18	–	–	–	–	–	–	–	–
Other financial assets	20	19 877	15 868	–	–	–	67 631	–	103 376
Current assets									
Contract assets	17	774 532	245 892	–	–	–	–	–	1 020 424
Trade and other receivables	18	2 128 662	200 210	46 775	–	30	14 187	6	2 389 870
Cash and cash equivalents	19	1 593 260	441 685	43 572	–	302	14 002	24 012	2 116 833
Other financial assets	20	109 697	–	–	–	–	–	–	109 697
Total monetary assets		4 626 028	903 655	90 347	–	332	95 820	24 018	5 740 200
Non-current liabilities									
Borrowings	21	(1 277 598)	(112 407)	(4 450)	–	–	–	–	(1 394 455)
Other financial liabilities	23	(25 212)	–	–	–	–	–	–	(25 212)
Current liabilities									
Borrowings	21	(759 620)	(112 791)	(1 135)	–	–	–	–	(873 546)
Contract liabilities	17	(1 200 785)	(160 078)	–	–	–	–	–	(1 360 863)
Other financial liabilities	23	(15 000)	–	–	–	–	–	–	(15 000)
Trade and other payables	24	(2 508 178)	(436 090)	(35 245)	–	(16 788)	(9 137)	(22 483)	(3 027 921)
Total monetary liabilities		(5 786 393)	(821 366)	(40 830)	–	(16 788)	(9 137)	(22 483)	(6 696 997)
Net monetary assets/(liabilities) at year-end		(1 160 365)	82 289	49 517	–	(16 456)	86 683	1 535	(956 797)

1. No exchange risk exists between the South African Rand and currencies in the Southern African Common Monetary Area, as the exchange rates are pegged at 1:1.

The trade and other receivables and trade and other payables disclosed in the above tables exclude the non-financial assets and liabilities carried on the statement of financial position.

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

8. Financial risk management (continued)

Financial risk factors (continued)

(a) Market risk (continued)

(i) Foreign exchange risk (continued)

The total value of non-financial assets excluded from trade and other receivables is R151.8 million (2024: R120.3 million). The total value of non-financial liabilities excluded from trade and other payables is R117.0 million (2024: R104.6 million).

A sensitivity analysis has been performed to monitor the financial effect of changes in foreign exchange rates. The analysis below depicts the impact of an appreciation and depreciation of 10% in the average value of the Rand for the year would have on the overall profit of the Group:

	Change in exchange rate	Increase/ (decrease) in profit/(loss) of the Group due to a depreciation R'000	Increase/ (decrease) in profit/(loss) of the Group due to an appreciation R'000
Year ended 29 February 2024			
Net increase/(decrease) in Group profit/(loss)		26 027	(26 027)
Australian Dollar	10%	19 396	(19 396)
Botswana Pula	10%	2 189	(2 189)
Central African Franc (Cameroon)	10%	78	(78)
Mozambique Metical	10%	(956)	956
US Dollar	10%	(87)	87
Zambian Kwacha	10%	5 407	(5 407)
Year ended 28 February 2025			
Net increase/(decrease) in Group profit/(loss)		**25 766**	**(25 766)**
Australian Dollar	10%	**19 364**	**(19 364)**
Botswana Pula	10%	**3 596**	**(3 596)**
Central African Franc (Cameroon)	10%	**49**	**(49)**
Mozambique Metical	10%	**(700)**	**700**
US Dollar	10%	**216**	**(216)**
Zambian Kwacha	10%	**3 241**	**(3 241)**

(ii) Price risk

The Group holds a number of strategic equity investments that are publicly traded, however due to the fact that these are not held as available for sale and are held at FVOCI, the exposure is limited. Refer to the sensitivity analysis in note 20.

(iii) Cash flow interest rate risk

The Group has significant interest-bearing assets in the form of cash and cash equivalents. The Group's finance income cash flows are exposed to interest rate risk and are dependent on market interest rates (refer to the sensitivity analysis below).

The Group's interest rate risk also arises from long-term borrowings. Borrowings are issued at variable rates and expose the Group to interest rate fluctuation risk. The Group manages this risk by maintaining borrowing levels at pre-set targets to be able to absorb any drastic rate increases.

8. Financial risk management (continued)

Financial risk factors (continued)

(a) Market risk (continued)

(iii) Cash flow interest rate risk (continued)

Interest rate risk – Sensitivity analysis

Interest rate risk is presented by way of sensitivity analysis in accordance with IFRS 7. These show the effects of changes in market interest rates on interest payments, interest income and expenses and, if appropriate, shareholders' equity. A one percentage point movement in the prime interest rate would have the following effect on post-tax profit for the year:

	2025 1% R'000	2025 -1% R'000	2024 1% R'000	2024 -1% R'000
Cash and cash equivalents	**15 241**	**(15 241)**	11 967	(11 967)
Bank borrowings	**(16 330)**	**16 330**	(12 353)	12 353
Loans to joint ventures and associates (note 20)	**786**	**(786)**	935	(935)
Increase/(decrease) in profit	**(303)**	**303**	549	(549)

(b) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial losses to the Group. The Group defines a default on a financial asset as being when the counterparty to the contract fails to make contractual payments within 30 days of when they fall due. Due to the nature of business within the Group, contractual terms may vary.

Cash and cash equivalents – The Group has policies that limit the amount of credit exposure to any financial institution and only creditable financial institutions are used, therefore the estimated credit losses are immaterial. Refer to note 19 for credit ratings of cash and cash equivalents.

Trade receivables (including receivables under mining rehabilitation guarantee insurance policy and finance lease) and contract assets – Credit risk is managed on a Group basis. Credit risk is managed by performing credit checks on customers and setting credit limits where necessary. The Group also obtains third party credit insurance where available. The financial position of customers is monitored on an ongoing basis and where appropriate, use is made of payment guarantees. Delayed payment of accounts is actively managed by the Group and policies are in place to ensure that contracts are entered into with counterparties with appropriate credit risk profiles.

Loans to associates and joint ventures (other financial assets) – The Group monitors its credit exposure to loans advanced to associates and joint ventures on an ongoing basis by assessing the associates' or joint ventures' financial position at reporting date. The Group also assess the applicable forecasts and order books.

The Group's customers are concentrated primarily in South Africa, but also exist in the Rest of Africa and Australia (refer to note 18). Refer to the concentration of customers below.

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

8. Financial risk management (continued)

Financial risk factors (continued)

(b) ***Credit risk*** (continued)

	% of total	Total R'000	Current R'000	Between 30 and 60 days R'000	Between 60 and 90 days R'000	Between 90 and 120 days R'000	More than 120 days R'000
For the year ended 29 February 2024							
South African National Roads Agency							
Gross carrying value		441 298	425 883	2 936	12 479	–	–
Loss allowance – current and past due	21.9	(2 451)	(2 351)	(19)	(81)	–	–
Loss allowance – credit impaired	–	–	–	–	–	–	–
Net carrying value	22.5	438 847	423 532	2 917	12 398	–	–
South African Provincial and Municipal Government							
Gross carrying value		238 360	160 767	17 456	8 352	4 791	46 994
Loss allowance – current and past due	7.3	(812)	(468)	(73)	(11)	(26)	(234)
Loss allowance – credit impaired	0.2	(479)	–	–	–	–	(479)
Net carrying value	12.2	237 069	160 299	17 383	8 341	4 765	46 281
South African Private Sector							
Gross carrying value		1 152 574	785 303	224 060	31 410	30 725	81 076
Loss allowance – current and past due	36.2	(4 044)	(772)	(1 405)	(432)	(760)	(675)
Loss allowance – credit impaired	85.9	(226 544)	(80 759)	(57 964)	(126)	(13 088)	(74 607)
Net carrying value	47.4	921 986	703 772	164 691	30 852	16 877	5 794
Rest of Africa Public Sector							
Gross carrying value		47 034	33 238	–	–	–	13 796
Loss allowance – current and past due	17.2	(1 922)	(1 922)	–	–	–	–
Loss allowance – credit impaired	5.2	(13 796)	–	–	–	–	(13 796)
Net carrying value	1.6	31 316	31 316	–	–	–	–
Rest of Africa Private Sector							
Gross carrying value		123 869	71 133	14 363	7 115	2 410	28 848
Loss allowance – current and past due	17.4	(1 948)	(1 180)	(565)	(38)	(13)	(152)
Loss allowance – credit impaired	8.7	(22 813)	(118)	(12)	(288)	(252)	(22 143)
Net carrying value	5.1	99 108	69 835	13 786	6 789	2 145	6 553
Australia Public Sector							
Gross carrying value		111 563	18 899	92 610	–	54	–
Loss allowance – current and past due	–	–	–	–	–	–	–
Loss allowance – credit impaired	0.0	–	–	–	–	–	–
Net carrying value	5.7	111 563	18 899	92 610	–	54	–
Australia Private Sector							
Gross carrying value		107 202	107 127	75	–	–	–
Loss allowance – current and past due	0.1	(7)	–	(7)	–	–	–
Loss allowance – credit impaired	0.0	–	–	–	–	–	–
Net carrying value	5.5	107 195	107 127	68	–	–	–
Total trade and other receivables (note 18)							
Gross carrying value		2 221 900	1 602 350	351 500	59 356	37 980	170 714
Loss allowance – current and past due	100	(11 184)	(6 693)	(2 069)	(562)	(799)	(1 061)
Loss allowance – credit impaired	100	(263 632)	(80 877)	(57 976)	(414)	(13 340)	(111 025)
Net carrying value	100	1 947 084	1 514 780	291 455	58 380	23 841	58 628

8. Financial risk management (continued)

Financial risk factors (continued)

(b) ***Credit risk*** (continued)

	% of total	Total R'000	Current R'000	Between 30 and 60 days R'000	Between 60 and 90 days R'000	Between 90 and 120 days R'000	More than 120 days R'000
For the year ended 28 February 2025							
South African National Roads Agency							
Gross carrying value		381 772	356 841	17 652	–	7 279	–
Loss allowance – current and past due	10.2	(1 561)	(1 438)	(87)	–	(36)	–
Loss allowance – credit impaired	0.0	–	–	–	–	–	–
Net carrying value	15.9	380 211	355 403	17 565	–	7 243	–
South African Provincial and Municipal Government							
Gross carrying value		683 908	320 359	98 307	74 957	73 735	116 550
Loss allowance – current and past due	7.8	(1 190)	(691)	(133)	(64)	(122)	(180)
Loss allowance – credit impaired	4.3	(12 225)	–	–	–	(2 169)	(10 056)
Net carrying value	28.1	670 493	319 668	98 174	74 893	71 444	106 314
South African Private Sector							
Gross carrying value		1 275 861	905 768	172 650	51 204	12 915	133 324
Loss allowance – current and past due	33.4	(5 105)	(1 938)	(237)	(51)	(220)	(2 659)
Loss allowance – credit impaired	85.7	(242 914)	(107 426)	(6 622)	(12 773)	(6 830)	(109 263)
Net carrying value	43.0	1 027 842	796 404	165 791	38 380	5 865	21 402
Rest of Africa Public Sector							
Gross carrying value		26 068	26 068	–	–	–	–
Loss allowance – current and past due	14.2	(2 174)	(2 174)	–	–	–	–
Loss allowance – credit impaired	0.0	–	–	–	–	–	–
Net carrying value	1.0	23 894	23 894	–	–	–	–
Rest of Africa Private Sector							
Gross carrying value		124 217	67 143	19 367	3 429	963	33 315
Loss allowance – current and past due	24.5	(3 749)	(1 793)	(1 830)	(11)	(15)	(100)
Loss allowance – credit impaired	10.0	(28 283)	–	(380)	(1 053)	(586)	(26 264)
Net carrying value	3.9	92 185	65 350	17 157	2 365	362	6 951
Australia Public Sector							
Gross carrying value		33 451	22 467	–	9 603	–	1 381
Loss allowance – current and past due	0.4	(57)	(39)	–	(16)	–	(2)
Loss allowance – credit impaired	0.0	–	–	–	–	–	–
Net carrying value	1.4	33 394	22 428	–	9 587	–	1 379
Australia Private Sector							
Gross carrying value		163 297	145 978	4 383	12 901	–	35
Loss allowance – current and past due	9.4	(1 445)	(177)	(25)	(1 215)	–	(28)
Loss allowance – credit impaired	0.0	–	–	–	–	–	–
Net carrying value	6.8	161 852	145 801	4 358	11 686	–	7
Total trade and other receivables (note 18)							
Gross carrying value		2 688 574	1 844 624	312 359	152 094	94 892	284 605
Loss allowance – current and past due	100	(15 281)	(8 250)	(2 312)	(1 357)	(393)	(2 969)
Loss allowance – credit impaired	100	(283 422)	(107 426)	(7 002)	(13 826)	(9 585)	(145 583)
Net carrying value	100	2 389 871	1 728 948	303 045	136 911	84 914	136 053

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

8. Financial risk management (continued)

Financial risk factors (continued)

(b) Credit risk (continued)

The total value of non-financial assets excluded from trade and other receivables is R151.8 million (2024: R120.3 million).

The amount that has been credit impaired approximates the carrying amount of the financial asset that has been credit impaired.

	Gross carrying value R'000	Loss allowance R'000	Net carrying value R'000	% of total
Contract assets[1]				
For the year ended 29 February 2024				
South African National Roads Agency	405 746	(1 715)	404 031	42.5
South African Provincial and Municipal Government	59 151	(4 263)	54 888	5.8
South African Private Sector	330 412	(2 278)	328 134	34.5
Rest of Africa Public Sector	331	(11)	320	0.0
Rest of Africa Private Sector[2]	54 194	(42 012)	12 182	1.3
Australia Public Sector	114 214	(3)	114 211	12.0
Australia Private Sector	37 505	(73)	37 432	3.9
Total contract assets (note 17)	1 001 553	(50 355)	951 198	100
For the year ended 28 February 2025				
South African National Roads Agency	**435 674**	**(5 017)**	**430 657**	**42.2**
South African Provincial and Municipal Government	**115 007**	**(244)**	**114 763**	**11.2**
South African Private Sector	**252 975**	**(1 095)**	**251 880**	**24.7**
Rest of Africa Private Sector[2]	**43 456**	**(34 262)**	**9 194**	**0.9**
Australia Public Sector	**181 394**	**(310)**	**181 084**	**17.7**
Australia Private Sector	**32 937**	**(91)**	**32 846**	**3.3**
Total contract assets (note 17)	**1 061 443**	**(41 019)**	**1 020 424**	**100**

1. *All contract assets are current as they have not yet become due. Therefore age is not a factor when determining the loss allowances.*
2. *Included in the loss allowance is R34.1 million (2024: R41.8 million) credit impaired contract assets relating to development of a railway line in Mozambique.*

Other financial assets only consist of South African and Rest of Africa private sector customers, refer to note 20 for further details.

Impairment of financial assets

The Group's financial assets are subject to an expected credit loss model. The Group applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables and contract assets. In instances where the Group determines a financial asset to be credit impaired, the receivable is excluded from the portfolio for the purposes of calculating the expected credit loss and a specific loss allowance is recognised.

8. Financial risk management (continued)

Financial risk factors (continued)

(b) Credit risk (continued)

Impairment of financial assets (continued)

Trade receivables and contract assets are credit impaired when factors and circumstances exist that have a detrimental impact on the estimated future cash flows of these financial assets. Such factors and circumstances include:

- Breach of contract by a counterparty for reasons indicative of financial difficulty (e.g. extended periods of non-payment, liquidation, business rescue proceedings or when other forms of financial reorganisation are implemented);
- Changes in the amount of financial support available to a counterparty (e.g. support from the counterparty's related entities or financial institutions); or
- Any other event which significantly impacts the likelihood of full recovery (e.g. civil unrest, other macroeconomic factors).

To measure the expected credit losses, trade receivables and contract assets have been grouped together based on their similar credit risk characteristics. The contract assets relate to retentions and unbilled work in progress on contracts with customers which have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Group has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

The expected loss rates are based on the revenue payment profiles over the 12-month period before 1 March 2024 together with the corresponding historical credit losses experienced within these periods per customer classification. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Group has identified the GDPs, inflation rates, prime lending rates, US Dollar exchange rates and the credit ratings of the countries in which it operates to be the most relevant factors, and has accordingly adjusted the historical loss rates based on expected changes in these factors.

For the period under review, the impact of forward-looking information on the Group's expected credit loss rates remained broadly consistent with the prior year. This is primarily attributable to the slower-than-anticipated recovery in global macroeconomic indicators, including the gradual easing of inflationary pressures and delayed interest rate reductions in key jurisdictions. These expectations have carried over slightly and are still expected to contribute more positively over the medium term. The Group continues to closely monitor global trade dynamics and related negotiations, which may affect credit risk exposures and, consequently, future expected credit loss rates.

Currently the Group's historical loss rates remain low. The Group has never had to write any debt off that was owing by SANRAL. Private customer accounts receivables to the value of R565.7 million (2024: R234.8 million) were insured at the end of the reporting period.

The expected credit losses on loans to associates and joint ventures are based on the associate or joint venture's ability to repay the loan on demand at the end of the reporting period, due to there being no fixed repayment terms on the loans. Should insufficient evidence support the repayment of the loan, a loss allowance is raised on the difference between the outstanding loan and the expected access to liquid capital. The expected credit losses from this assessment are deemed to be immaterial.

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

8. Financial risk management (continued)

Financial risk factors (continued)

(b) Credit risk (continued)

Impairment of financial assets (continued)

The loss allowance for trade and other receivables and contract assets at year-end reconcile to the opening loss allowances as follows:

	Current and past due R'000	Credit impaired R'000	Total R'000
Trade and other receivables			
Opening balance at 1 March 2023	21 767	168 995	190 762
Exchange differences	238	103	341
Current year loss allowance	11 455	134 333	145 788
Amounts written off during the year as uncollectible	(1 072)	(1 334)	(2 406)
Unused amounts reversed	(21 204)	(38 465)	(59 669)
Closing balance at 29 February 2024 (note 18)	11 184	263 632	274 816
Opening balance at 1 March 2024	**11 184**	**263 632**	**274 816**
Exchange differences	**(5)**	**(575)**	**(580)**
Current year loss allowance[1]	**13 824**	**74 660**	**88 484**
Amounts written off during the year as uncollectible	**(574)**	**(821)**	**(1 395)**
Unused amounts reversed	**(9 148)**	**(53 474)**	**(62 622)**
Closing balance at 28 February 2025 (note 18)	**15 281**	**283 422**	**298 703**
Contract assets			
Opening balance at 1 March 2023	4 217	45 658	49 875
Exchange differences	6	1 708	1 714
Current year loss allowance	2 296	–	2 296
Amounts written off during the year as uncollectible	(248)	–	(248)
Unused amounts reversed	(3 282)	–	(3 282)
Closing balance at 29 February 2024 (note 17)	2 989	47 366	50 355
Opening balance at 1 March 2024	**2 989**	**47 366**	**50 355**
Exchange differences	**(6)**	**(2 102)**	**(2 108)**
Current year loss allowance	**1 359**	**–**	**1 359**
Amounts written off during the year as uncollectible	**(156)**	**–**	**(156)**
Unused amounts reversed	**(2 832)**	**(5 599)**	**(8 431)**
Closing balance at 28 February 2025 (note 17)	**1 354**	**39 665**	**41 019**

1. *The current year credit impaired loss allowance relates to trade receivables where the Group has determined their credit risk to have increased. These customers have breached contract terms and initial repayment plans have not sufficiently reduced the credit risk. R54.3 million of the credit impaired current year loss allowance relates to South African private trade receivables.*

In determining the recoverability of trade and other receivables and contract assets, the Group considers, amongst others, the frequency of payments, the financial performance of the relevant parties and any contractual agreements that might be in place. If there is no reasonable expectation of recovery then the trade receivable or contract asset is written off. Where receivables or contract assets are written off, it is Group policy to continue to engage in enforcement activity in order to attempt to recover the receivable due. Refer to note 17 and 18 for amounts written off during the year. When recoveries are made, these are included in profit and loss.

For all other financial assets held at amortised cost there has been no significant increase in credit risk, therefore the expected credit loss has been measured according to the 12-month expected credit loss which is considered immaterial. This has been assessed on the respective loan recipient's risk in terms of liquid assets available or underlying asset value, where applicable, at the end of the reporting period. Furthermore, there have been no issues with repayments and no history of default exists on these financial assets.

The maximum exposure to credit risk at the end of the reporting period is the carrying amount of each class of financial asset as disclosed in note 7.

8. Financial risk management (continued)

Financial risk factors (continued)

(c) Liquidity risk

Prudent liquidity risk management includes maintaining sufficient cash resources and available funding. At the end of the reporting period, the Group had access to undrawn borrowing facilities comprising asset-backed finance of R1 036.8 million (2024: R272.8 million), a bank overdraft facility of R20.0 million (2024: R170.0 million), and a revolving credit facility of R200.0 million (2024: R200.0 million). The bank overdraft and revolving credit facilities can be drawn at any time and are subject to annual review.

Management monitors rolling forecasts of the Group's liquidity reserve on the basis of expected cash flow. The following are the contractual maturities of financial liabilities, including interest payments and excluding the impact of netting agreements:

		Carrying amount R'000	Contractual cash flows[1] R'000	Less than 6 months R'000	Between 6 and 12 months R'000	Between 1 and 2 years R'000	Between 3 and 5 years R'000	Over 5 years R'000
Year ended 29 February 2024								
Non-derivative financial liabilities								
Bank borrowings	21	1 715 738	1 982 535	395 991	320 581	721 395	544 568	–
Lease liabilities	12	369 266	483 996	38 407	30 670	62 205	186 616	166 098
Other financial liabilities	23	51 470	60 000	15 000	–	15 000	30 000	–
Trade and other payables	24	2 734 273	2 734 273	2 734 273	–	–	–	–
Total		4 870 747	5 260 804	3 183 671	351 251	798 600	761 184	166 098
Year ended 28 February 2025								
Non-derivative financial liabilities								
Bank borrowings	21	**2 268 001**	**2 670 014**	**585 180**	**471 241**	**692 469**	**921 124**	**–**
Lease liabilities	12	**116 342**	**151 208**	**18 367**	**9 845**	**20 293**	**60 879**	**41 824**
Other financial liabilities	23	**40 212**	**45 000**	**15 000**	**–**	**15 000**	**15 000**	**–**
Trade and other payables	24	**3 027 921**	**3 027 921**	**3 027 921**	**–**	**–**	**–**	**–**
Total		**5 452 476**	**5 894 143**	**3 646 468**	**481 086**	**727 762**	**997 003**	**41 824**

1. *The amounts disclosed are the contractual undiscounted cash flows.*

Trade and other payables are expected to be settled within three months after year-end.

The trade and other payables disclosed in the table excludes the non-financial liabilities in trade and other payables carried on the statement of financial position at a value of R117.0 million (2024: R104.6 million).

Total financial institution backed contract guarantees for due performance of contract to third parties on behalf of subsidiary companies amounted to R5 154.8 million (2024: R3 495.5 million).

These guarantees have been excluded from the maturity analysis above as the issuer has no contractual obligation to make payment at the balance sheet date and the directors do not believe that any exposure to loss is likely.

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

9. Capital risk management

The Group's objectives when managing capital are to safeguard its ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The Group monitors capital on the basis of its gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings less cash and cash equivalents. Total capital is calculated as equity, as shown in the statement of financial position, plus net debt.

The gearing ratio expressed as a percentage of net debt to total capital plus net debt is calculated below:

	2025 R'000	2024 R'000
Total borrowings (note 21)	2 268 001	1 715 738
Less: Cash and cash equivalents (note 19)	(2 116 833)	(1 662 083)
Net debt	151 168	53 655
Total equity	7 149 251	6 606 932
Total capital and net debt	7 300 419	6 660 587
Gearing ratio	2.1%	0.8%

The Group's current banking facilities are subject to the Group maintaining certain bank defined gearing ratio of not more than 1.25. The gearing ratios for purposes of the debt covenants are calculated below:

	2025 R'000	2024 R'000
Borrowings (note 21)	2 268 001	1 715 738
Lease liabilities (note 12)	116 342	369 266
Other financial liabilities (note 23)	40 212	51 470
Trade and other payables (note 24)	3 144 962	2 838 857
Contract liabilities (note 17)	1 360 863	825 253
Current income tax liabilities	141 029	90 885
Defined debt/total liabilities	7 071 409	5 891 469
Total equity	7 149 251	6 606 932
Less: Intangible assets (note 13)	(1 060 630)	(1 084 204)
Defined shareholders' funds	6 088 621	5 522 728
Bank defined debt covenant gearing ratios:		
Defined debt/defined shareholders' funds	1.16	1.07
Total liabilities/total equity	0.99	0.89

In addition to the above gearing ratios, a portion of these facilities is also subject the Group maintaining a total debt to EBITDA ratio of below 2.5. The EBITDA ratio for this purpose is calculated as follows:

	2025 R'000	2024 R'000
Borrowings (note 21)	2 268 001	1 715 738
Lease liabilities (note 12)	116 342	369 266
Total debt	2 384 343	2 085 004
Operating profit	1 556 436	1 536 688
Add: Depreciation and amortisation (note 10, 11, 12 and 13)	768 365	750 282
EBITDA	2 324 801	2 286 970
Total debt/EBITDA	1.03	0.91

10. Property, plant and equipment

Property, plant and equipment is stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items. After initial recognition, property, plant and equipment is carried at cost less any accumulated depreciation and impairment losses.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the statement of profit or loss during the financial period in which they are incurred.

General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalised to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Management views a substantial period to be longer than 12 months. All other borrowing costs are expensed.

Land is not depreciated. Depreciation on other assets is calculated using the straight-line method to allocate their cost to their residual values over their estimated useful lives, as follows:

Buildings	50 years
Mechanical workshops	10 – 20 years
Mine infrastructure	Units-of-production
Stripping assets	Units-of-production
Mineral rights in production	Units-of-production
Plant and machinery	5 – 20 years
Vehicles	3 – 10 years
Furniture, fittings and equipment	2 – 8 years

Aircraft is split into the following three components; air frame, engine and avionics. These components are depreciated based on the number of flight hours flown during the period to the total estimated number of flight hours. Aircrafts are disclosed under vehicles in the table below.

Mine infrastructure assets relate to the costs capitalised for underground mine development. Mine development costs are those incurred in order to provide access to ore reserves and include costs incurred for the development of shaft systems and the removal of waste rock. Mine infrastructure assets are accounted for at cost less accumulated depreciation and accumulated impairment.

Stripping assets are derived from the cost of stripping activities undertaken for open cast mining operations. Stripping activities relate to the removal of mine waste materials (including overburden) necessary to gain access to the mineral ore deposits. Stripping activities provide a benefit in the form of improved access to ore. The stripping assets recognised are initially measured at cost and subsequently carried at cost less accumulated depreciation and impairment. Costs include those that are directly attributable to performing the stripping activity that improves access to the ore and an allocation of directly attributable overhead costs. A stripping ratio is used to separate development (stripping asset) and production (inventory) costs as mining occurs. The ratio is initially determined at exploration phase using a competent person's report on what the expected waste ratio is per ton of ore mined. This ratio is adjusted on an ongoing basis using actual stripping results as measured by independent third parties.

When the stripping activities improve access to ore extracted in the current period, the costs of production stripping are recognised in profit or loss as operating costs.

Mineral rights in production are initially recognised at cost if reclassified from exploration and evaluation resources or acquired externally, or at fair value, if acquired as part of a business combination. Expenditure on development activity is capitalised if the product or process is technically and commercially feasible, the Company has sufficient resources to complete development, the Company has the intention to complete and use or sell it, it is probable that future economic benefits relating to the asset will flow to the Group and the cost can be measured reliably. The expenditure capitalised includes direct costs and attributable overhead costs. Subsequent expenditure is only capitalised when it increases the future economic benefits embodied in the associated mineral right.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each reporting date with reference to external valuations and confirmations supporting the reasonableness of estimates.

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

10. Property, plant and equipment (continued)

Impairment of property, plant and equipment

The Group assesses the recoverability of property, plant and equipment when there is an indicator of impairment. The assets were evaluated with reference to external market valuations, current economic conditions, current year similar asset disposal values and management estimates, including the cash flows expected to derive from these assets, if any, to support the reasonableness of carrying values as part of the assets' annual evaluation process. Expected cash flows associated with property, plant and equipment are affected by a number of factors including estimates of cost of production, sustaining capital expenditure and product markets. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within "other gains/(losses) – net" in the statement of profit or loss.

	Land and buildings R'000	Mine infra-structure R'000	Stripping assets R'000	Mineral rights in production R'000	Plant and machinery R'000	Vehicles R'000	Furniture, fittings and equipment R'000	Total R'000
At 28 February 2023								
Cost	377 305	506 170	187 320	152 909	5 008 095	825 494	92 834	7 150 127
Accumulated depreciation	(22 387)	(75 799)	(133 633)	(10 879)	(2 727 355)	(444 106)	(67 752)	(3 481 911)
Net book amount	354 918	430 371	53 687	142 030	2 280 740	381 388	25 082	3 668 216
Year ended 29 February 2024								
Opening net book amount	354 918	430 371	53 687	142 030	2 280 740	381 388	25 082	3 668 216
Exchange differences	1 716	–	–	–	4 235	528	11	6 490
Additions[1]	73 484	162 014	280 939	–	1 115 949	102 365	29 380	1 764 131
Impairment loss[2]	–	–	–	–	(34 227)	–	–	(34 227)
Disposals	(67)	–	–	–	(40 326)	(11 067)	(215)	(51 675)
Depreciation	(7 780)	(42 682)	(46 933)	(19 117)	(472 408)	(68 372)	(13 137)	(670 429)
Reclassification (note 13)	78	(31 804)	(3 410)	–	19 613	18 915	10	3 402
Closing net book amount	422 349	517 899	284 283	122 913	2 873 576	423 757	41 131	4 685 908
At 29 February 2024								
Cost	452 666	636 379	464 850	152 909	5 984 492	905 666	121 301	8 718 263
Accumulated depreciation and impairment losses	(30 317)	(118 480)	(180 567)	(29 996)	(3 110 916)	(481 909)	(80 170)	(4 032 355)
Net book amount	422 349	517 899	284 283	122 913	2 873 576	423 757	41 131	4 685 908

1. *Included in the additions is R63.3 million relating to rehab assets capitalised during the prior year. The amount has been excluded from "Purchases of property, plant and equipment" for cash flow purposes.*
2. *Impairment loss relates to plant and equipment of Shisalanga Construction. During the prior year, it was decided to right size the business due to the lack of work and difficult conditions prevalent in the asphalt market in KwaZulu-Natal. The impairment loss was recognised on some of the asphalt plants that have been made redundant in terms of the right sizing.*

10. Property, plant and equipment (continued)

Impairment of property, plant and equipment (continued)

	Land and buildings R'000	Mine infra-structure R'000	Stripping assets R'000	Mineral rights in production R'000	Plant and machinery R'000	Vehicles R'000	Furniture, fittings and equipment R'000	Total R'000
Year ended 28 February 2025								
Opening net book amount	422 349	517 899	284 283	122 913	2 873 576	423 757	41 131	4 685 908
Exchange differences	(13 792)	–	–	–	(26 846)	(3 730)	(371)	(44 739)
Acquisition of subsidiaries (note 6)	318 390	–	–	–	–	–	–	318 390
Additions	51 099	25 955	220 508	–	961 624	98 962	23 992	1 382 140
Rehabilitation asset reassessment[3]	–	–	(29 952)	–	–	–	–	(29 952)
Disposals	(21 544)	–	–	–	(16 732)	(11 969)	(179)	(50 424)
Depreciation	(18 642)	(32 733)	(41 688)	(13 491)	(495 744)	(81 141)	(18 790)	(702 229)
Reclassifications (notes 12 and 13)	13 952	–	–	–	3 534	5 265	586	23 337
Closing net book amount	751 812	511 121	433 151	109 422	3 299 412	431 144	46 369	5 582 431
At 28 February 2025								
Cost	802 743	662 334	655 406	152 909	6 764 064	959 675	139 855	10 136 986
Accumulated depreciation and impairment losses	(50 931)	(151 213)	(222 255)	(43 487)	(3464 652)	(528 531)	(93 486)	(4 554 555)
Net book amount	751 812	511 121	433 151	109 422	3 299 412	431 144	46 369	5 582 431

3. *Refer to note 22 for the reversal of the rehabilitation provision. The amount has been excluded from "Purchases of property, plant and equipment" for cash flow purposes.*

Aircraft with a book value of R37.0 million (2024: R37.7 million) have been included under vehicles.

Depreciation expense of R70.2 million (2024: R67.0 million) has been charged in cost of sales and admin expenses (refer to note 33).

A register containing the information required by the Companies Act, 71 of 2008, is available for inspection at the registered office of the Company. Bank borrowings are secured over vehicles and plant and machinery for a book value of R3 025.1 million (2024: R2 183.0 million).

Mortgage bonds to the value of R172.6 million (2024: R28.1 million) are registered over property with a carrying value of R342.4 million (2024: R58.0 million) as security for borrowings and asset finance facilities.

Borrowings are disclosed in note 21 of these Financial Statements.

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

11. Investment property

The Group applies the cost model in accounting for investment property. Refer to note 10 for accounting policy on assets held using the historical cost method. Investment property has a useful life of 50 years.

	2025 R'000	2024 R'000
Opening balance	198 425	113 974
Acquisition of subsidiaries (note 6)	134 700	–
Transfers from inventory[1]	–	85 000
Depreciation	(827)	(549)
Closing balance	332 298	198 425
Cost	334 195	199 495
Accumulated depreciation	(1 897)	(1 070)
Net book amount	332 298	198 425

1. *The property transferred from inventory was originally developed for sale to the market but during the prior year, subsequent to completion of this property, it was strategically transferred to investment property based on the potential of better returns as opposed to what could be realised from the sale of the property.*

Mortgage bonds to the value of R71.9 million (2024: R0 million) are registered over investment property with a carrying value of R242.8 million (2024: R0 million) as security for borrowings and asset finance facilities.

The investment property consists of residential units and a commercial building that are held to earn rental. The residential units are located within Woodwind Estate in Centurion and units in two separate complexes, Bassoon Park and Dulcian Manor. Bassoon Park consists of 10 three-storey blocks with 15 units per block. Each block's units range from between 44m² and 66m² in size. Dulcian Manor consists of four three-storey blocks with 32 units per block. Each block's units range between 58m² and 60m² in size. Effective 28 February 2025, an investment property valued at R134.7 million was acquired through the acquisition of ABI 2 (refer to note 6 for further details). The residential units, situated in Postmasburg, comprise 109 units, each ranging in size from 80m² to 100m².

The commercial property consists of a 4.1384 ha portion of land in Stilfontein. The land has a 225m² building which is being used as a sales office for trade purposes. The property further allows for customer parking, access for heavy duty vehicles for the delivery or transport of inventory and yard space for inventory storage. The commercial property is currently occupied by a third-party brick manufacture and distribution company.

The fair value of the investment property at year-end is as follows:

	2025 R'000	2024 R'000
Residential rental units	354 508	213 333
Office rental unit	5 783	5 242

The fair values of the Woodwind Estate residential rental units were determined using the gross yield valuation method. A gross yield of 10.5% (2024: 9.0%) was used together with a projected annual rental income of R23.1 million (2024: R19.2 million) based on the current rental agreements in place. The fair value of the newly acquired investment property was determined based on the market price at the date of acquisition. The commercial property's fair value is based on a discounted cash flow calculation of the 10-year market-related lease term in place. The lease term is 10 years with an escalation rate of 5%, while a discount rate of 9.10% (2024: 9.85%) was used.

11. Investment property (continued)

Amounts recognised in profit or loss for investment properties:

	2025 R'000	2024 R'000
Rental income	19 873	15 025
Direct operating expenses from property that generated rental income	(8 521)	(2 510)
Maturity analysis of lease payments to be received:		
Within 1 year	25 309	18 341
Between 2 to 5 years	5 003	3 356
After 5 years	1 590	2 536

12. Leases

The statement of financial position reflects the following amounts relating to leases:

	Land and buildings R'000	Plant and machinery R'000	Other R'000	Total R'000
Right-of-use assets				
At 28 February 2023				
Cost	397 743	87 933	4 260	489 936
Accumulated depreciation	(104 376)	(49 520)	(568)	(154 464)
Net book amount	293 367	38 413	3 692	335 472
Year ended 29 February 2024				
Opening net book value	293 367	38 413	3 692	335 472
Foreign exchange differences	–	36	–	36
Additions	18 040	–	–	18 040
Modifications	2 225	–	–	2 225
Lease terminations	(1 523)	(872)	–	(2 395)
Depreciation	(42 506)	(20 165)	(852)	(63 523)
Closing net book amount	269 603	17 412	2 840	289 855
At 29 February 2024				
Cost	411 175	70 134	4 260	485 569
Accumulated depreciation	(141 572)	(52 722)	(1 420)	(195 714)
Net book amount	269 603	17 412	2 840	289 855
Year ended 28 February 2025				
Opening net book value	269 603	17 412	2 840	289 855
Additions	45 312	–	–	45 312
Modifications	2 210	–	–	2 210
Reassessments	1 863	–	–	1 863
Reclassifications to property, plant and equipment (note 10)	–	(2 644)	–	(2 644)
Lease terminations	(3 050)	–	–	(3 050)
Depreciation	(42 814)	(12 311)	(852)	(55 977)
Acquisition of subsidiaries (note 6)[1]	(166 331)	–	–	(166 331)
Closing net book amount	106 793	2 457	1 988	111 238
At 28 February 2025				
Cost	164 065	46 530	4 260	214 855
Accumulated depreciation	(57 272)	(44 073)	(2 272)	(103 617)
Net book amount	106 793	2 457	1 988	111 238

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

12. Leases (continued)

	2025 R'000	2024 R'000
Lease liabilities		
Opening balance	369 266	405 206
Foreign exchange differences	–	16
Additions	45 312	18 761
Interest	29 511	30 510
Lease payments	(74 958)	(87 296)
Lease terminations	(3 820)	(1 038)
Reassessments	1 382	–
Modifications	2 140	3 107
Acquisition of subsidiaries (note 6)[1]	(252 491)	–
Closing balance	116 342	369 266
Current	21 597	46 562
Non-current	94 745	322 704
	116 342	369 266

1. *Effective 28 February 2025, the Group reacquired RPI through the acquisition of 100% of ABI 2 for a total purchase consideration of R20.0 million (refer to note 6). This transaction effectively resulted in the termination of the sale and leaseback arrangement initially recognised during the 2020 financial year. In terms of IFRS 16, the Group derecognised right-of-use assets amounting to R166.3 million and corresponding lease liabilities of R252.5 million, resulting in a net gain on the termination of the lease of R86.2 million being recognised in profit or loss (refer to note 32).*

The statement of profit and loss reflects the following amounts relating to leases:

	2025 R'000	2024 R'000
Included in cost of sales and administrative expenses		
Depreciation on right-of-use assets	55 977	63 523
Expenses relating to short-term leases[1]	96 960	69 651
Expenses relating to low-value asset leases	1 731	2 677
Expenses relating to variable lease payments not included in lease liabilities	1 513	1 579
Included in other gains and losses		
Gain on early termination of leases (note 32)[2]	86 929	167
Included in finance costs		
Interest expense (note 35)	29 511	30 510
The total cash outflow for leases during the year	175 162	161 203
Capital repayments on capitalised leases	45 447	56 786
Interest repayments on capitalised leases	29 511	30 510
Lease payments relating to short-term, low-value and variable leases not capitalised (note 33)	100 204	73 907

1. *Short-term leases relate largely to short-term site accommodation.*
2. *Gain on early termination of leases includes R86.2 million relating to the acquisition of ABI 2.*

The Group's leasing activities and how leases are accounted for

The Group leases various offices, land for construction site offices, land for quarrying activities, residential units for site accommodation, plant and machinery and office equipment. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions as well as extension and termination options. Rental contracts vary in length, and range from month to month agreements up to 10 years.

The lease agreements do not impose any covenants on the Group.

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Group. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

12. Leases (continued)

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments, less any incentives receivable;
- variable lease payments that are based on an index or rate;
- amounts expected to be payable by the lessee under residual value guarantees;
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option; and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option.

The lease payments are discounted using the lessee's incremental borrowing rate, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability;
- any lease payments made at or before the commencement date less any lease incentives received;
- any initial direct costs; and
- restoration costs if applicable.

Subsequently, right-of-use assets are measured at cost less accumulated depreciation and impairment losses.

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less at the commencement date. Low-value asset leases comprise small items of office equipment.

Extension and termination options

Extension and termination options are included in the majority of leases across the Group. These terms are used to maximise operational flexibility in terms of managing contracts. The majority of extension and termination options held are exercisable only by the Group and not by the respective lessor.

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option such as current market lease rates, availability and cost of similar assets. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

Potential future cash outflows of R55.7 million (2024: R189.3 million) have not been included in the lease liability because it is not reasonably certain that the leases will be extended (or not terminated). In the prior year R141.4 million of the cash flows not taken into account related to the lease with ABI which was effectively terminated 28 February 2025. The assessment is reviewed if a significant event or a significant change in circumstances occurs which affects this assessment and that is within the control of the lessee.

13. Intangible assets

Goodwill

Goodwill arises on the acquisition of subsidiaries and represents the excess of the consideration transferred over the Group's interest in the net fair value of the net identifiable assets, liabilities and contingent liabilities of the acquiree and the fair value of the non-controlling shareholders' interests in the acquiree. Goodwill on acquisitions of subsidiaries is included in "intangible assets". Goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. Impairment losses on goodwill are not reversed. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose, identified according to the operating segment. Each unit or group of units to which the goodwill is allocated represents the lowest level within the entity at which the goodwill is monitored for internal management purposes. Goodwill is monitored at the operating segment level.

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

13. Intangible assets (continued)

Goodwill (continued)

Goodwill impairment reviews are undertaken annually, or more frequently, if events or changes in circumstances indicate a potential impairment. The recoverable amounts of cash-generating units have been determined using the higher of value-in-use and the fair value less costs of disposal. These calculations require the use of estimates.

The carrying value of goodwill is compared to the recoverable amount, which is the higher of value-in-use and the fair value less costs of disposal. Any impairment is recognised immediately as an expense and is not subsequently reversed.

Trademarks and licences

Trademarks and licences have a finite useful life and are amortised over the contract period and are carried at cost less accumulated amortisation.

Mining rights are initially recognised at cost. Mining rights acquired through business combinations are initially recognised at fair value. Subsequently, they are amortised over the expected life of the mine on a straight-line basis and are carried at cost less accumulated amortisation:

- Licences/rights 5 years
- Mining rights 9 – 50 years
- Trademarks 3 years

Exploration and evaluation resources

Exploration assets comprise expenditures incurred after obtaining the legal licence to explore a specific area of interest for Mineral Resources. Pre-licence costs are recognised as an expense in profit or loss as incurred. Exploration and evaluation costs are capitalised as exploration assets on a project-by-project basis pending determination of the technical feasibility and commercial viability of the project. Exploration and evaluation assets are only recognised as an asset if the rights of the area of interest are current and either:

- The expenditures are expected to be recouped through successful development and exploration of the area of interest; or
- Activities in the area of interest have, at the reporting date, reached a stage which permits a reasonable assessment of the existence or otherwise of economically recoverable reserves and active and significant operations in, or in relation to, the area of interest are continuing.

Exploration assets include costs of acquisition of rights to explore, costs to acquire licences, topographical, geological, geochemical and geophysical studies, exploratory drilling, trenching, sampling and activities to evaluate the technical feasibility and commercial viability of extracting a Mineral Resource. All exploration and evaluation assets are deemed to be intangible assets.

Administration and other general overhead costs, which are not directly attributable to the specific exploration assets, are expensed as incurred. When a licence is relinquished or a project is abandoned, the capitalised expenditure is recognised in profit or loss immediately.

Once the technical feasibility and commercial viability of the extraction of Mineral Resources in an area of interest are demonstrable, exploration and evaluation assets attributable to that area of interest are first tested for impairment and then reclassified in accordance with other relevant standards.

Depreciation of the cost will only occur once the project moves from the exploration and evaluation phase to the mining phase. The value of the capitalised cost is subjected to an impairment test.

The recoverable amounts of all cash-generating units (CGUs) are determined using value-in-use calculations covering a five-year period which are based on financial budgets approved by management for the year ended 28 February 2026. Pre-tax cash flows beyond those budgeted are extrapolated using estimated growth rates determined per CGU. These rates do not exceed the long-term average growth rate of the construction industry. Should the value-in-use calculation indicate any possible impairment, a fair value less cost to sell calculation is performed to determine the appropriate impairment amount if any.

13. Intangible assets (continued)

	Materials Handling and Mining	Construction Materials	Roads and Earthworks	Infra-structure
Key assumptions used to calculate recoverable amount				
Long-term growth rate	6.1%	4.1%	4.1%	4.1%
Pre-tax discount rate	15.4%	13.9%	13.9%	14.6%
Long-term growth rate – sensitivity range	0% and 11%	0% and 9%	0% and 9%	0% and 9%
Pre-tax discount rate – sensitivity range[1]	15% and 20%	14% and 19%	14% and 19%	15% and 20%

1. *The value-in-use calculations do not give rise to impairments at the maximum pre-tax discount rate.*

The pre-tax discount rates reflect market related rates, adjusted for specific risks relating to the entities within the Group and the countries in which they operate.

The recoverable amounts of intangible assets, on all CGUs will still exceed their carrying values if the growth rate is 0% (2024: 0%).

	Goodwill R'000	Trademarks R'000	Exploration and evaluation resources R'000	Mining rights R'000	Total R'000
At 28 February 2023					
Cost	918 239	21 053	9 821	210 384	1 159 497
Accumulated amortisation and impairment	(88 403)	(14 036)	–	(54 757)	(157 196)
Net book amount	829 836	7 017	9 821	155 627	1 002 301
Year ended 29 February 2024					
Opening net book amount	829 836	7 017	9 821	155 627	1 002 301
Acquisition of subsidiaries (note 6)	516	–	100 089	–	100 605
Reclassification to property, plant and equipment (note 10)	–	–	–	(3 402)	(3 402)
Exchange differences	481	–	–	–	481
Amortisation charge	–	(7 017)	–	(8 764)	(15 781)
Closing net book amount	830 833	–	109 910	143 461	1 084 204
At 29 February 2024					
Cost	919 236	21 053	109 910	206 982	1 257 181
Accumulated amortisation and impairment	(88 403)	(21 053)	–	(63 521)	(172 977)
Net book amount	830 833	–	109 910	143 461	1 084 204
Year ended 28 February 2025					
Opening net book amount	830 833	–	109 910	143 461	1 084 204
Acquisition of subsidiaries (note 6)	248	–	–	–	248
Exploration asset recognised during the year	–	–	7 696	–	7 696
Rehabilitation asset recognised during the year	–	–	–	2 718	2 718
Reclassification to property, plant and equipment (note 10)	–	–	–	(20 693)	(20 693)
Exchange differences	(4 211)	–	–	–	(4 211)
Amortisation charge	–	–	–	(9 332)	(9 332)
Closing net book amount	826 870	–	117 606	116 154	1 060 630
At 28 February 2025					
Cost	915 273	–	117 606	189 007	1 221 886
Accumulated amortisation and impairment	(88 403)	–	–	(72 853)	(161 256)
Net book amount	826 870	–	117 606	116 154	1 060 630

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

13. Intangible assets (continued)

Amortisation of intangible assets of R0.9 million (2024: R1.6 million) is included in cost of sales in the statement of profit or loss (refer to note 33).

An operating segment-level summary of the intangible asset allocation is presented below:

	Materials Handling and Mining R'000	Construction Materials R'000	Roads and Earthworks R'000	Infra-structure R'000	Total R'000
Goodwill					
Year ended 29 February 2024	465 870	172 339	140 998	51 626	830 833
Year ended 28 February 2025	**465 870**	**172 339**	**141 246**	**47 415**	**826 870**
Trademarks					
Year ended 29 February 2024	–	–	–	–	–
Year ended 28 February 2025	**–**	**–**	**–**	**–**	**–**
Exploration and evaluation resources					
Year ended 29 February 2024	109 910	–	–	–	109 910
Year ended 28 February 2025	**117 606**	**–**	**–**	**–**	**117 606**
Mining rights					
Year ended 29 February 2024	35 634	107 827	–	–	143 461
Year ended 28 February 2025	**35 212**	**80 942**	**–**	**–**	**116 154**
Total intangible assets					
Year ended 29 February 2024	611 414	280 166	140 998	51 626	1 084 204
Year ended 28 February 2025	**618 688**	**253 281**	**141 246**	**47 415**	**1 060 630**

14. Investment in associates and joint ventures

The Group applies IFRS 11 to all joint arrangements. Under IFRS 11, investments in joint arrangements are classified as either joint operations or joint ventures depending on the contractual rights and obligations of each investor. The Group has assessed the nature of its joint arrangements and determined them to be joint ventures and joint operations (refer to note 46).

Equity method

Under the equity method, the investments are initially recognised at cost, and the carrying amount is increased or decreased to recognise the investor's share of the profit or loss of the investee after the date of acquisition.

When the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the associate. Profits are then subsequently only recognised to the extent that these exceed previously unrecognised losses.

Inter-company transactions, balances and unrealised gains on transactions between the Group and its associates and joint ventures are eliminated on consolidation to the extent of the Group's interest. Unrealised losses are eliminated and are also considered an impairment indicator of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with policies adopted by the Group.

Loans to associates and joint ventures are initially assessed for impairment using the Group's expected credit loss model in terms of IFRS 9, at each reporting date. Refer to the credit risk section of note 8 for further details in this regard. The Group then also determines whether there is any objective evidence that the net investments in associates and joint ventures are impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the investment and its carrying value and recognises the amount in the statement of profit or loss.

14. Investment in associates and joint ventures (continued)

The amounts recognised in the statement of financial position are as follows:

	2025 R'000	2024 R'000
Investment in associates	**4 650**	4 537
Investment in joint ventures	**2 950**	5 247
	7 600	9 784
Share of profit/(loss) of equity accounted investments is made up as follows:		
Share of profit from associates (note 14.1)	**113**	227
Share of (loss)/profit from joint ventures (note 14.2)	**(2 297)**	190
Gain on capital raise – share restructure (note 14.1)	**–**	87
Total (loss)/profit from equity accounted investments for the year	**(2 184)**	504

14.1 Associates

Associates are all entities over which the Group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting (refer above). The Group's investment in associates includes goodwill identified on acquisition. Loans to associates are included in the other financial assets line in the statement of financial position.

Reconciliation of the summarised financial information presented to the carrying amount of its interest in associates:

	2025 R'000	2024 R'000
Carrying value at the beginning of the year	**4 537**	4 016
Additional investment (capital raise – no change in shareholding)	**–**	294
Share of profit in associate	**113**	227
Carrying value at the end of the year	**4 650**	4 537

The associates as listed below have share capital consisting solely of ordinary shares, which are held indirectly by the Group, the country of incorporation or registration is also their principal place of business. The proportion of interest held is also the proportion of voting rights held.

Nature of investments in associates:

Name of entity	Place of business/ country of incorporation	% of attributable interest 2025	% of attributable interest 2024	Nature of the relationship	Measurement method
Lufhereng Development Company (Pty) Ltd (Lufhereng)	South Africa	**38**	38	Note 1	Equity

Note 1: Lufhereng was established during 2015 to execute the project Lufhereng Mixed Integrated Development for the City of Johannesburg.

The associates listed above are private companies and there are no quoted market prices available for their shares.

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

14. Investment in associates and joint ventures (continued)

14.1 Associates (continued)

Financial information at 100%

	Lufhereng 2025 R'000	Lufhereng 2024 R'000
Statement of financial position		
Assets		
Non-current assets	7 513	7 617
Current assets	287 817	269 613
Total assets	295 330	277 230
Equity and liabilities		
Equity	11 462	11 182
Current liabilities	283 868	266 048
Total equity and liabilities	295 330	277 230
Statement of profit or loss		
Revenue	371 754	356 809
Profit	280	597

14.2 Joint ventures

Joint ventures are accounted for using the equity method.

Reconciliation of the summarised financial information presented to the carrying amount of its interest in joint ventures:

	2025 R'000	2024 R'000
Carrying value at the beginning of the year	5 247	5 057
Share of (loss)/profit in joint ventures	(2 297)	190
Carrying value at the end of the year	2 950	5 247

The joint ventures listed below have share capital consisting solely of ordinary shares, which are held directly by the Group.

Nature of investment in joint ventures:

Name of entity	Place of business/ country of incorporation	% of attributable interest 2025	% of attributable interest 2024	Nature of the relationship	Measurement method
Ndlu Housing (Pty) Ltd (Ndlu)	South Africa	50.01	50.01	Note 1	Equity
Voliere Development Company (Pty) Ltd (Voliere)	South Africa	50	50	Note 2	Equity

Note 1: Ndlu Housing was established in order to execute work on the Lufhereng Mixed Integrated Development for the City of Johannesburg. Although just more than 50% of the shares are owned by the Group, control is deemed not to exist in terms of IFRS 10 due to the fact that the original agreements governing the management of the entity are still in effect which require unanimous consent in terms of board and shareholders resolutions.

Note 2: Voliere was established to conduct business as a property developer and establish an integrated and luxurious estate in Stellenbosch, Western Cape.

All joint ventures listed above are private companies and there are no quoted market prices available for their shares.

14. Investment in associates and joint ventures (continued)

14.2 Joint ventures (continued)

Financial information at 100%

	Ndlu 2025 R'000	Ndlu 2024 R'000	Voliere 2025 R'000	Voliere 2024 R'000
Statement of financial position				
Assets				
Non-current assets	8	5	6 482	4 773
Current assets	30 283	15 033	183 231	169 627
Total assets	30 291	15 038	189 713	174 400
Equity and liabilities				
Equity	533	493	5 383	10 005
Non-current liabilities	–	–	5 400	5 400
Current liabilities	29 758	14 545	178 930	158 995
Total equity and liabilities	30 291	15 038	189 713	174 400
Statement of profit or loss				
Revenue	74 075	56 952	71 009	13 369
Profit/(loss)	40	41	(4 620)	339

14.3 Reconciliation of carrying amounts of investments in associates and joint ventures:

	Equity R'000	Group's share %	Group's share R'000	Goodwill R'000	Carrying amount R'000
Lufhereng	11 182	38	4 249	294	4 543
Ndlu Housing	493	50.01	247	–	247
Voliere	10 005	50	4 994	–	4 994
Carrying amount at 29 February 2024					9 784
Lufhereng	11 462	38	4 356	294	4 650
Ndlu Housing	533	50.01	267	–	267
Voliere	5 383	50	2 683	–	2 683
Carrying amount at 28 February 2025					7 600

15. Investments in service concessions

The Group's investments consist of interests in service concession projects over which the Group has neither control nor significant influence. These investments are classified as financial assets designated at fair value through other comprehensive income and are initially recognised at fair value. Subsequently any changes in fair value are recognised in the statement of other comprehensive income.

Service concession projects generally consist of two phases, a construction phase and an operational phase. The fair value of investments in projects still under construction are considered to be the cost of the investment. This is due to the various uncertainties that exist around the future cash flows of the concession project while still under construction. Once projects are operational, the fair value of the Group's investments are determined using the discounted cash flow method where anticipated cash flows are discounted at the appropriate rates that take into account the relevant market and project risks.

Where investments in service concessions are denominated in a currency other than the functional currency of the Group, the investments are translated at year-end spot rates, being the valuation date. These investments normally take the form of equity and subordinated shareholders' loans in the entity geared to undertake the concession project.

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

15. Investments in service concessions (continued)

	2025 R'000	2024 R'000
Opening balance	77 606	77 049
Fair value adjustment	(11 412)	557
Closing balance	66 194	77 606

Details of the Group's investment are as follows:

Name of concession	Country	Initial cost of investment ($'000)	% interest 2025	% interest 2024	Concession period	Concession status	Concession details
Zimborders	Zimbabwe	1 500	2.82	2.82	17.5	Operational	Note 1

Note 1: The Beitbridge Border Post Modernisation Project, being the expansion, upgrade and improvement of the border post at Beitbridge in Zimbabwe was awarded by the Government of Zimbabwe to Andalusia Investments (Pvt) Ltd t/a Zimborders (Zimborders). Zimborders is required to implement, execute, finance and manage the project. The Group's investment amounts to 2.82% in Zimborders Mauritius Limited, who owns 100% of Zimborders and is the funding company for the concession.

The initial investment was received through the equity settlement of prior works that were executed on the Zimborders contract prior to financial close to the value of $1.5 million.

The operational phase of the concession commenced on 1 December 2022 with a 17.5 year term, ending 31 May 2040.

The fair value of the investment was determined using the discounted cash flow method as the concession is now operational.

The underlying project cash flows are derived from cash flow models provided by the Concession's Management Board. The primary inputs to such models include the most recent independent traffic study, macroeconomic forecast application, updated overhead budgets and road rehabilitation plans.

Below is a sensitivity analysis with regards to the significant inputs, used to calculate the fair value (FV) at the end of the year:

			Effect on FV if rate was 5% higher		Effect on FV if rate was 5% lower	
	2025 Rate used	2024 Rate used	2025 R'000	2024 R'000	2025 R'000	2024 R'000
Exchange rate – USD (observable)	18.43	19.31	3 310	3 880	(3 310)	(3 880)
Discount rate (unobservable)	12.5%	13.2%	(13 116)	(10 931)	42 151	61 107
Traffic model (unobservable)[1]	# per day	# per day	12 000	24 532	(10 648)	(4 261)

1. *Traffic data used to determine the fair value is based on an estimated number of vehicles and pedestrians crossing per day. Vehicle types include buses, trucks (heavy, goods and abnormal), light vehicles, mini buses and light goods vehicles. Different vehicle types attract different charges.*

16. Inventories

Inventories are measured at the lower of cost and net realisable value. Cost is determined using the weighted average cost basis. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the applicable variable selling expenses. The cost of inventories comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

Development land is stated at the lower of cost and net realisable value. Cost is assigned by specific identification and includes the cost of acquisition, development and borrowing costs capitalised during development. All direct and indirect costs attributable to development land that are incurred to prepare development land for its intended use, are capitalised up to the date that the development is ready for its intended use. When development land is ready for its intended use, borrowing costs and other charges are expensed as incurred.

Aggregates and gypsum tonnes held in stockpile which exceeds the annual tonnes to be sold in the following operating cycle are classified as non-current in the statement of financial position.

Development land to be transferred after 12 months falls within the normal operating cycle of the Group and is therefore classified as current.

	2025 R'000	2024 R'000
Aggregates	266 010	222 475
Chrome ore and other PGMs[1]	201 366	210 063
Gypsum	26 639	35 756
Consumable stores	369 751	198 040
Development land	563 615	555 534
Bitumen	96 916	139 298
Other materials (including manufacturing chemicals, rubber and emulsions)	125 296	151 938
	1 649 593	1 513 104
Less: Non-current inventories	(20 185)	(26 962)
Total current inventories	1 629 408	1 486 142
Total inventory at cost	1 759 823	1 659 856
Write-down of inventory to net realisable value	(110 230)	(146 752)
Total inventory at net realisable value	1 649 593	1 513 104

1. *PGMs – Platinum Group Metals.*

The cost of inventories, together with the change in inventories for the year, recognised as expenses and included in "cost of sales" amounted to R4 851.4 million (2024: R4 250.6 million) (refer to note 33). Any write downs/ups of inventory are also included in cost of sales as part of change in inventories.

Bank borrowings to the value of R203.2 million (2024: R66.5 million) are registered over development land with a carrying amount of R501.8 million (2024: R274.0 million) as security for the borrowings.

Non-current inventories relate to the OMV acquisition and include the portions of the mine dumps in Stilfontein and the portions of the synthetic gypsum dump in Potchefstroom which are not expected to be utilised within the next operating cycle of the Group. The mine dumps and gypsum dump have sufficient aggregate reserves to last 10.38 and 4.13 years (2024: 9.93 and 4.24 years) respectively at current sales volumes.

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

17. Contract assets and liabilities

The Group's construction activities, which result in contracting revenue being recognised over time from contracts with customers, give rise to contract assets and contract liabilities.

Contract assets and contract liabilities are determined on a contract-by-contract basis and represent the Group's progress towards the satisfaction of the performance obligations stipulated in the terms of each of its construction contracts.

To determine the progress towards the satisfaction of our performance obligations on each contract, the Group uses an input method, measuring the costs incurred to date relative to the total estimated cost of the contract.

This method requires the Group to estimate the cost of construction services and activities performed to date as a proportion of the total cost of services and activities to be performed. The Group considers this method to be the most faithful depiction of the transfer of goods and services to the customer as the Group has a right to payment for performance to date which is most reliably measured using the costs incurred to date. In addition, judgements are required when recognising and measuring any variable considerations, claims or uninstalled materials on each contract. Refer to note 30 for further details on judgements required when recognising revenue.

The costs of construction services and activities are initially recognised as expenses at cost when incurred and include all costs that relate directly to the fulfilment of the specific contract, and allocated overheads relating to the fulfilment of contracts in general.

The Group presents as a contract asset, the gross amount due from customers for contract work for all contracts in progress for which costs incurred plus recognised profits (less recognised losses) exceed progress billings. Progress billings not yet paid by customers are included within trade and other receivables and retentions are included in contracts in progress. The invoicing of progress billings is done either as costs are incurred on a monthly basis or to match major capital outlay or on the achievement of milestones, on the arrangement with customers in terms of the contract.

The Group presents as a contract liability, the gross amount due to customers for contract work for all construction contracts in progress for which progress billings exceed costs incurred plus recognised profits (less recognised losses).

When the outcome of a contract cannot be estimated reliably, at any stage, contract revenue is recognised only to the extent of contract costs incurred that are likely to be recoverable. When the outcome of a contract can be estimated reliably and it is probable that the contract will be profitable, contract revenue is recognised over the period of the contract using the above mentioned method to determine the progress towards the satisfaction of the Group's performance obligations. When it is probable that total contract costs will exceed total contract revenue, the expected loss is recognised as an expense immediately to the extent that the remaining contract costs are deemed to be unavoidable in terms of IAS 37.

Contract revenue within the Group results from "cost-plus", "re-measurable" and "fixed price" contracts.

Retentions

Retentions are common practice in the construction industry and are used to guarantee the performance of a contractor and safeguard against defects for an initial period after construction is complete. Retentions are generally withheld as work is certified over the course of the contract, in accordance with a specified percentage stipulated in the contract with the customer, alternatively some contracts allow for retention guarantees to be provided through financial institutions.

Retentions by their nature only become due once a project is complete and the contractual defects liability period has expired. Once retentions become due they are invoiced and allocated to trade receivables, where standard contractual payment terms apply.

17. Contract assets and liabilities (continued)

Retentions (continued)

Contracts in progress and retentions are made up as follows:

	2025 R'000	2024 R'000
Costs incurred plus profits recognised, less recognised losses relating to contracts at year-end	20 171 556	19 905 034
Less: Progress billings	(21 020 166)	(20 254 393)
Net balance sheet position for ongoing contracts	**(848 610)**	(349 359)
Consisting of:		
Amounts due from customers for contract work	548 177	520 284
Less: Loss allowance	(35 924)	(44 390)
Amounts due from customers for contract work – net of loss allowance	512 253	475 894
Amounts due to customers for contract work	(1 360 863)	(825 253)
Net balance sheet position for ongoing contracts	**(848 610)**	(349 359)
Retentions	513 266	481 269
Less: Loss allowance	(5 095)	(5 965)
Retentions – net of loss allowance	**508 171**	475 304
Amounts due from customers for contract work	512 253	475 894
Retentions	508 171	475 304
Total contract assets at reporting date	**1 020 424**	951 198
Amounts due to customers for contract work	1 360 863	825 253
Total contract liabilities at reporting date	**1 360 863**	825 253

Retentions to be received after 12 months amounted to R276.6 million (2024: R351.6 million) and fall in the normal operating cycle of the Group and are therefore classified as current.

Reconciliation of net amounts due from customers for contract work for the year:

	2025 R'000	2024 R'000
Balance at the beginning of the year	**520 284**	280 267
Exchange differences	(12 278)	2 216
Contract assets recognised during the year on contracts started in the current year	135 064	148 734
Contract assets recognised during the year on contracts started in prior years	425 391	369 394
Contract assets reversed on contracts started in the current year	–	(60)
Contract assets reversed on contracts started in prior years	(520 284)	(280 267)
Balance at the end of the year – before loss allowances	**548 177**	520 284
Loss allowance	(35 924)	(44 390)
Balance at the end of the year – after loss allowances	**512 253**	475 894

Contract assets are reversed as the progress billings catch up with the costs incurred plus recognised profits over the period of the contract.

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

17. Contract assets and liabilities (continued)

Reconciliation of net amounts due to customers for contract work for the year:

	2025 R'000	2024 R'000
Balance at the beginning of the year	**825 253**	594 136
Exchange differences	**(5 274)**	673
Contract liabilities recognised during the year on contracts started in the current year	**628 008**	222 587
Contract liabilities recognised during the year on contracts started in prior years	**738 129**	617 140
Contract liabilities reversed on contracts started in the current year	**–**	(15 147)
Contract liabilities reversed on contracts started in prior years	**(825 253)**	(594 136)
Balance at the end of the year	**1 360 863**	825 253

Contract liabilities are reversed and recognised as revenue, as costs incurred plus recognised profits catch up with the progress billings over the period of the contract.

Other than the above and the fluctuations between amounts due from/to customers for contract work and progress billings on contracts there were no other significant factors that resulted in the changes in the contract asset and liabilities balances during the year.

Loss allowance on contract assets

	2025 R'000	2024 R'000
Balance at the beginning of the year	**50 355**	49 875
Exchange differences	**(2 108)**	1 714
Current year loss allowance for contract assets	**1 359**	2 296
Contract assets written off during the year as uncollectible	**(156)**	(248)
Unused amounts reversed	**(8 431)**	(3 282)
Balance at the end of the year	**41 019**	50 355

18. Trade and other receivables

Initially trade and other receivables are recognised at fair value, unless otherwise stated, and are subsequently measured at amortised cost using the effective interest rate method, less any loss allowance. Refer to note 8 for further details on the Group's impairment policies and the calculation of the loss allowances.

The Group holds trade and other receivables with the objective to collect the contractual cash flows.

Trade receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business, and are recognised initially at the amount of consideration that is unconditional. These are classified as current assets as the terms granted to customers facilitate the preparation of payments. The Group therefore does not expect to have any contracts where the period between the transfer of the goods or services to the customer and payment by the customer exceed one year, and no significant financing component is deemed to exist.

Receivables under finance leases

When assets are leased out under a finance lease, the present value of the lease payments is recognised as a receivable. The difference between the gross receivable and the present value of the receivable is recognised as unearned finance income. The effective interest rate method is used to allocate rentals between finance income and repayment of capital in each accounting period, in such a way that finance income will emerge as a constant rate of return on the Group's net investment in the lease.

18. Trade and other receivables (continued)

Receivables under finance leases (continued)

	2025 R'000	2024 R'000
Trade receivables	**2 564 069**	2 097 150
Receivables under finance leases	**3 011**	4 168
Prepayments	**50 336**	50 666
Value-added taxation	**101 508**	69 673
Receivables from joint operations	**50 842**	29 430
Receivables from related parties (note 41)	**63 067**	69 358
Loans to joint operations	**7 237**	21 447
Loans to related parties (note 41)	**347**	347
Total trade and other receivables – before loss allowances	**2 840 417**	2 342 239
Less: Loss allowance	**(298 703)**	(274 816)
Total trade and other receivables – net of loss allowances	**2 541 714**	2 067 423
Less: Non-current trade and other receivables	**–**	(1 863)
Total current trade and other receivables – net of loss allowances	**2 541 714**	2 065 560

The maximum exposure to credit risk at the reporting date is the carrying value of each class of receivables mentioned above.

The loans to related parties are unsecured, interest-free and have no fixed terms of repayment.

No trade and other receivables are pledged as security.

The carrying amounts of the Group's trade and other receivables are denominated in the following currencies:

	2025 R'000	2024 R'000
South African Rand	**2 189 871**	1 667 124
Australian Dollar	**209 896**	227 624
Botswana Pula	**38 543**	38 110
Eswatini Lilangeni	**–**	47
Lesotho Loti	**35 614**	50 566
Mozambican Metical	**30**	14 898
Namibian Dollar	**37 930**	47 366
US Dollar	**9 093**	7 367
Zambian Kwacha	**20 737**	14 321
	2 541 714	2 067 423
Loss allowance on trade and other receivables		
Balance at the beginning of the year	**274 816**	190 762
Exchange differences	**(580)**	341
Current year loss allowance for receivables	**88 484**	145 788
Receivables written off during the year as uncollectible	**(1 395)**	(2 406)
Unused amounts reversed	**(62 622)**	(59 669)
Balance at the end of the year	**298 703**	274 816

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

18. Trade and other receivables (continued)

Reconciliation between the gross investment in the lease and the present value of the minimum lease instalment receivable:

	2025 R'000	2024 R'000
Total gross investment in finance leases	3 086	4 562
No later than 1 year	3 086	2 512
Later than 1 year and no later than 5 years	–	2 050
Unearned finance income	(75)	(394)
Net investment in lease	**3 011**	**4 168**
Represented by:		
Present value of minimum lease instalments	3 011	4 168
No later than 1 year	3 011	2 305
Later than 1 year and no later than 5 years	–	1 863

The Group offers lessor financing for manufactured plant over the period of the contract where the plant has been built by Group entities. The interest rate applicable to the lease is similar to that of current market rates.

The balance remaining at year-end relates to a lessor financing arrangement entered into in the 2023 financial year. The lease is for two loaders, and the lessee is a related party, Allow All Trade (Pty) Ltd.

19. Cash and cash equivalents

Cash and cash equivalents includes cash on hand, deposits held on call with banks and other short term highly liquid investments with original maturities of three months or less.

		2025 R'000	2024 R'000
Cash on hand		4 211	4 724
Bank balances		1 226 076	790 596
Investments on call		886 546	866 763
Total cash and cash equivalents		**2 116 833**	**1 662 083**
The credit ratings breakdown of cash and cash equivalents is as follows:	Rating		
Cash and cash equivalents – Australia	AA	441 685	380 826
Cash and cash equivalents – South Africa	AA	626 285	–
Cash and cash equivalents – South Africa and Rest of Africa	BB	1 044 652	1 276 533
Cash on hand	Not rated	4 211	4 724
		2 116 833	1 662 083

20. Other financial assets

Other financial assets consist of the following:

Debt instruments:

- Redeemable preference shares in ABI 2 (Pty) Ltd (Financial assets at fair value through profit or loss);
- A vendor loan receivable from ABI 2 (Financial assets held at amortised cost);
- Other receivable from ABI 2 (Financial assets held at amortised cost);
- Loan to joint venture, accounted for using IFRS 9 (Financial assets held at amortised cost);
- Shareholders' loan receivable from Zimborders Mauritius (Financial asset held at amortised cost);
- Foreign exchange contracts (Financial assets held at fair value through profit or loss); and
- Mining rehabilitation guarantee insurance policy (Financial assets at fair value through profit or loss).

Equity instruments:

- Strategic equity investments (Financial assets held at fair value through other comprehensive income).

Initially other financial assets are recognised at fair value, unless otherwise stated, and are subsequently measured at either amortised cost using the effective interest rate method, at fair value through profit or loss or at fair value through other comprehensive income.

Other financial assets consist of the following at year-end:

	Preference shares R'000	Vendor loan R'000	Other[1] R'000	Share-holders' loan R'000	Foreign exchange contracts R'000	Equity investments R'000	Total R'000
Year ended 29 February 2024							
Opening balance	55 156	106 897	83 182	85 714	178	103 944	435 071
– Loan advanced to joint venture	–	–	98 723	–	–	–	98 723
– Payments received	–	–	(59 483)	(30 948)	–	–	(90 431)
– Equity investments acquired	–	–	–	–	–	5 308	5 308
– Foreign exchange effects	–	–	–	–	–	143	143
Charged to statement of other comprehensive income:							
– Fair value adjustment	–	–	–	–	–	(56 486)	(56 486)
Charged to statement of profit or loss:							
– Fair value adjustment (note 32)	5 968	–	–	–	(178)	–	5 790
– Foreign exchange gain	–	–	–	4 396	–	–	4 396
– Interest income	–	–	611	–	–	–	611
– Interest accrued (note 35)	–	10 640	14 349	11 115	–	–	36 104
At 29 February 2024	61 124	117 537	137 382	70 277	–	52 909	439 229
Non-current	61 124	–	129 820	70 277	–	52 909	314 130
Current	–	117 537	7 562	–	–	–	125 099
	61 124	117 537	137 382	70 277	–	52 909	439 229

1. *Other include loans to associates and joint ventures and the mining rehabilitation guarantee insurance policy.*

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

20. Other financial assets (continued)

	Preference shares R'000	Vendor loan R'000	Other[1] R'000	Share-holders' loan R'000	Foreign exchange contracts R'000	Equity investments R'000	Total R'000
Year ended 28 February 2025							
Opening balance	61 124	117 537	137 382	70 277	–	52 909	439 229
– Loan advanced to joint venture	–	–	106 645	–	–	–	106 645
– Additions			15 072				15 072
– Payments received	–	–	(151 262)	(7 901)	–	–	(159 163)
– Acquisition of subsidiaries (note 6)	(67 738)	(129 202)	–	–	–	–	(196 940)
– Foreign exchange effects	–	–	–	–	–	(2 783)	(2 783)
Charged to statement of other comprehensive income:							
– Fair value adjustment	–	–	–	–	–	(29 324)	(29 324)
Charged to statement of profit or loss:							
– Fair value adjustment (note 32)	6 614	–	439	–	–	–	7 053
– Foreign exchange loss	–	–	–	(3 018)	–	–	(3 018)
– Interest income	–	–	888	–	–	–	888
– Interest accrued (note 35)	–	11 665	15 476	8 273	–	–	35 414
At 28 February 2025	–	–	124 640	67 631	–	20 802	213 073
Non-current	–	–	14 943	67 631	–	20 802	103 376
Current	–	–	109 697	–	–	–	109 697
	–	–	124 640	67 631	–	20 802	213 073

1. *Other include loans to associates and joint ventures and the mining rehabilitation guarantee insurance policy.*

During the 2020 financial year, the Group recognised the following financial assets as part of the sale of RPI:

- R187.0 million was payable on the closing date, once all the necessary security was in place, including registration of first covering mortgage bonds over the properties in the portfolio;
- R81.4 million consists of a vendor loan which is repayable within five years bearing interest at 9.82% per annum; and
- R114.6 million consists of an equity preference share investment in ABI 2 at zero coupon and redeemable at the election of ABI 2 within 10 years through the payment of a preference share dividend of R114.6 million (114.6 million shares).

The preference shares were discounted on subscription date to fair value using a rate 10.82% being the similar lending rate applicable to the Group on a similar transaction, plus a 1% risk premium for the private nature of the equity investment. The maximum 10 years available to the issuer was used as the investment term.

Effective 28 February 2025, the Group reacquired RPI, through the acquisition of 100% of ABI 2 (refer to note 6 for further details), resulting in the effective settlement of the outstanding purchase price receivables as these became inter-group payables and receivables. The preference shares with a carrying amount of R67.7 million and outstanding vendor loan with a carrying value of R129.2 million were derecognised on acquisition.

20. Other financial assets (continued)

Other – Loans to associates and joint ventures

	Facility limit R'000	Rate %	2025 R'000	2024 R'000
Voliere (note 14 – Joint venture)	100 000	Prime + 2%	91 659	11 451
Ndlu (note 14 – Joint venture)	38 000	Prime	10 931	–
Lufhereng (note 14 – Associate)	50 000	Prime + 2%	6 539	19 512
			109 129	30 963

The loan to Voliere is in the form of a development revolving credit facility, which has been made available for the development of the Voliere Estate in Stellenbosch with draw downs being done monthly based on certified progress certificates. The Group provides development bridging finance to Ndlu and Lufhereng in the form of a rolling overdraft facility.

During the current year, the loans to associates and joint ventures were presented as current due to the maturing of the underlying developments to which these loans relate.

Other – Mining rehabilitation guarantee insurance policy

The Group invested in Rehabilitation Guarantee Insurance Policies with Guardrisk to provide the Department of Minerals and Energy (DMRE) with the necessary guarantees in terms of the required rehabilitation at the various mining sites throughout the Group (refer to note 22 for further details on the Group's rehabilitation provisions). These insurance policies have underlying contingency funds which are held on the Group's behalf and are invested in a money market fund. These contingency fund assets are held at fair value through profit or loss. Any subsequent changes in fair value have been disclosed under "other net gains and losses" in profit or loss, refer to note 32.

Shareholders' loan

The shareholders' loan receivable from Zimborders Mauritius Limited is unsecured and bears interest at 13% nacq (nominal annual compound quarterly). The loan is denominated in US Dollar and has been pledged as security to the senior lender group responsible for financing the construction phase of the Zimborders project. Subject to the financing agreements and any statutory requirements of Zimborders Mauritius, the shareholders' loan will be repaid over the duration of the concession period. The shareholders' loan was received in settlement of prior works that were executed on the Zimborders contract prior to the financial close of the project to the value of $3.5 million.

Equity investments

Summary of equity investments held by the Group:

	% held	FV inputs	2025 R'000	2024 R'000
Vanadium Resources Limited (VR8)	9.56%	ASX listed price – level 1	13 184	21 056
Arcadia Minerals Limited (Arcadia)	27.73%	ASX listed price – level 1	7 189	31 424
Leeuwpoort Developments (Pty) Ltd (Leeuwpoort)	50.00%	NAV[1] – level 3	429	429
			20 802	52 909

1. *NAV – Net asset value of Leeuwpoort Developments (Pty) Ltd.*

Neither control nor significant influence in terms of IAS 28 has been met for the above mentioned equity investments.

Arcadia

Although the Group effectively holds more than 20% of the shares in Arcadia, the Group has determined that it essentially does not have the ability to vote on the financial and operating policies of Arcadia based on the following:

- There is an individual currently representing the Group as a director of Arcadia, however he was not appointed due to voting rights but rather due to business development knowledge and experience and his association as an employee to the Group;
- The Group has no influence or guarantee to keep him on the Board or appoint another director in his place should he resign or be removed, and will lose access to board information and decision making; and
- The Group cannot force or direct the individual to vote in the interest of Raubex Group.

Therefore, the Group does not have significant influence over Arcadia.

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

20. Other financial assets (continued)

Equity investments (continued)

Leeuwpoort

In 2023, the Group, through its subsidiary Raubex Building, acquired 50% shareholding in Leeuwpoort. Leeuwpoort is a land development company which currently holds residential development rights in Ekurhuleni Metro Municipality. As shareholder, the Group's rights are however restricted due to a purchase option that is available to the previous shareholder. The option is exercisable at any time within three years and the three-year period can also be extended if agreed to by all parties.

The share transaction and option agreement were effectively entered into as security over debt owed to the Group by the previous shareholder in Leeuwpoort. In terms of the sale of shares agreement, all benefits as shareholder are to be used to reduce claims owed to the Group by the previous shareholder.

The Group's Board and Management Committee (Manco) appointment rights have also been limited as the Group needs to appoint representation of the previous shareholder as part of their allotted quota. Effectively watering down the Group influence at both the Board and Manco levels.

Furthermore, Leeuwpoort has been set up as a special purpose entity, so any oversight of the entity's operations via the Board or Manco are restricted to the original purpose and effectively cannot be influenced or changed in any way by the Group's Board and Manco representation.

Therefore, the Group is deemed not to control or have significant influence over Leeuwpoort.

	2025 R'000	2024 R'000
Sensitivity analysis – Equity investments held at FVOCI		
Total impact on equity – Other components of equity:		
10% increase in share price listed on the ASX/Leeuwpoort NAV	2 080	5 291
10% decrease in share price listed on the ASX/Leeuwpoort NAV	(2 080)	(5 291)

Equity of the Group would increase/decrease with the corresponding investment's fair value gains/losses.

21. Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost, any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the statement of profit or loss over the period of the borrowings using the effective interest rate method.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting date.

Instalment sales agreements where the Group is the borrower are recognised as assets and liabilities in the statement of financial position at the agreement's commencement at the amounts equal to the fair value of the property, plant and equipment or, if lower, the present value of the minimum instalments. The bank borrowings consist of mortgage loans and instalment sale agreements.

The discount rate used in calculating the present value of the minimum instalments is the interest rate implicit in the agreement.

The instalments are apportioned between the finance charge and reduction of the outstanding liability. The finance charge is allocated to each period during the agreement term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

21. Borrowings (continued)

	2025 R'000	2024 R'000
Non-current		
Bank borrowings	1 394 455	1 061 912
Total non-current borrowings	1 394 455	1 061 912
Current		
Bank borrowings	873 546	653 826
Total current borrowings	873 546	653 826
Total borrowings	2 268 001	1 715 738

Bank borrowings

The bank borrowings are secured by hypothec over vehicles and plant and machinery with a book value of R3 025.1 million (2024: R2 183.0 million) and repayable in monthly instalments of R89.0 million (2024: R57.6 million) with an effective interest rate ranging between 5.3% and 10.4% per annum (2024: 5.08% and 13.25%). These bank borrowings mature December 2029.

Mortgage bonds to the value of R496.9 million (2024: R94.6 million) are registered over property with a carrying value of R585.1 million (2024: R58.0 million) and inventory with a net realisable value of R501.8 million (2024: R309.6 million) as security for borrowings and asset finance facilities.

In addition, the Group has unutilised facilities for asset backed finance of R1 036.8 million (2024: R272.8 million). The facilities are subject to annual review.

Gross future minimum payments on bank borrowings are as follows:

	2025 R'000	2024 R'000
Less than 6 months	585 180	395 991
Between 6 and 12 months	471 241	320 581
Between 1 and 2 years	692 469	721 395
Between 3 and 5 years	921 124	544 568
	2 670 014	1 982 535
Future finance charges on bank borrowings	(402 013)	(266 797)
Present value of bank borrowings	2 268 001	1 715 738

The current banking facilities are subjected to a number of debt covenants which have been calculated in note 9 – Capital risk management.

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

22. Provisions for liabilities and charges

Provisions are recognised when:

- the Group has a present, legal or constructive obligation as a result of a past event;
- it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- a reliable estimate can be made of the obligation.

Provisions are not recognised for future operating losses.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation at the end of the reporting period using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to the passage of time is recognised as interest expense.

The provisions are made up as follows:

	Materials provision R'000	Rehabilitation provision R'000	Legal provision R'000	Restructuring provision R'000	Post-employment benefits R'000	Total R'000
At 1 March 2023	7 013	142 525	2 657	8 900	2 056	163 151
Exchange differences	–	29	–	–	–	29
Charged to statement of profit or loss:						
– Additional provision	40 300	74 589	–	5 850	–	120 739
– Unwinding of discount (note 35)	–	6 657	–	–	–	6 657
– Provisions utilised	(3 623)	(3 540)	(2 657)	(8 900)	–	(18 720)
– Current service cost	–	–	–	–	24	24
– Interest expense	–	–	–	–	259	259
– Expected employer benefit payments	–	–	–	–	(121)	(121)
Actuarial gain for the year	–	–	–	–	(194)	(194)
At 29 February 2024	43 690	220 260	–	5 850	2 024	271 824
Exchange differences	–	(122)	–	–	–	(122)
Charged to statement of profit or loss:						
– Additional provision	110 876	18 026	–	–	–	128 902
– Unwinding of discount (note 35)	–	14 008	–	–	–	14 008
– Provisions utilised	(23 773)	(4 887)	–	(4 000)	–	(32 660)
– Reversed during the year	–	(29 952)	–	–	–	(29 952)
– Current service cost	–	–	–	–	24	24
– Interest expense	–	–	–	–	276	276
– Expected employer benefit payments	–	–	–	–	(127)	(127)
Actuarial gain for the year	–	–	–	–	(5)	(5)
At 28 February 2025	130 793	217 333	–	1 850	2 192	352 168

22. Provisions for liabilities and charges (continued)

Analysis of total provisions

	2025 R'000	2024 R'000
Non-current		
Rehabilitation provision	201 872	219 805
Post-employment benefits	2 062	1 900
Total non-current provisions	203 934	221 705
Current		
Rehabilitation provision	15 461	455
Materials provision	130 793	43 690
Restructuring provision	1 850	5 850
Post-employment benefits	130	124
Total current provisions	148 234	50 119
Total provisions	352 168	271 824

The rest of the additional provisions have been included in other operating expenses in the statement of profit or loss (refer to note 33).

Rehabilitation provision

Estimated long-term environmental obligations, comprising rehabilitation, are based on the Group's environmental management plans in compliance with current technological, environmental and regulatory requirements.

In terms of section 41(3) of the Mineral and Petroleum Resources Development Act, the holder of a mining right must annually assess their environmental liability with regards to the site over which the right is held and increase their financial provision to the satisfaction of the minister. The Group's rehabilitation provisions are assessed annually and calculations are based on guidelines set out by the Department of Mineral Resources and Energy (DMRE). The provision is measured at the present value of the expected future cash flows that will be required to rehabilitate the site to the standard required by the DMRE.

The rehabilitation provision consists of amounts accrued to rehabilitate environments disturbed based on work done to date over the life of the Group's quarries and mines. The provisions have been determined based on assessments and estimates by management and external consultants to reflect the estimated current cost of the rehabilitation.

A discounted rate between 7.40% and 12.05% (2024: 8.15% and 12.05%) and a forward-looking average rate of 4.30% (2024: 5.72%) were used in the calculation of the estimated net present value of the rehabilitation provision. The life of mine was limited to a maximum of 30 years.

The rehabilitation provisions are secured by financial institution backed guarantees issued to the DMRE to the amount of R218.5 million (2024: R212.4 million).

Below is a sensitivity analysis with regards to the discount rate used to calculate the present value of expected expenditure (PV) of the rehabilitation provisions:

	Discount rate used to establish PV		Effect on PV, if discount rate was 2.5% higher		Effect on PV, if discount rate was 2.5% lower	
	2025 %	2024 %	2025 R'000	2024 R'000	2025 R'000	2024 R'000
Rehabilitation provision	7.40 – 12.05	8.15 – 12.05	(21 032)	(15 194)	17 166	20 153

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

22. Provisions for liabilities and charges (continued)

Post-employment benefits

One of the subsidiaries in the Group, i.e. Tosas (Pty) Ltd, provides post-retirement healthcare benefits to certain of their retirees, employed prior to 1 January 1998 who retire and satisfy the necessary requirements of the medical fund. The expected costs of these benefits are accrued over the period of employment using the same accounting methodology as used for defined benefit pension plans. Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to equity in other comprehensive income in the period in which they arise. These obligations are valued annually by independent qualified actuaries.

23. Other financial liabilities

Other financial liabilities consist of the following:

- Contingent considerations (Financial liabilities at fair value through profit or loss);
- Voluntary rebuilding programme settlement liability (Financial liability held at amortised cost); and
- Foreign currency options (Financial liability held at fair value through profit or loss).

Contingent considerations have originated from the acquisition of business combinations. Additional contingent considerations are payable by the Group dependent on the acquired company's earnings over a period in the future. Contingent considerations are recognised initially at fair value. When the financial liability is recognised initially, its fair value is included in the consideration transferred by the Group in the business combination. Subsequently, the contingent consideration is measured at fair value. Gains and losses arising from changes in the fair value of the liability are included in profit or loss.

	Contingent considerations R'000	Voluntary rebuilding programme R'000	Foreign exchange contracts R'000	Total R'000
At 1 March 2023	9 403	61 790	11 481	82 674
Charged to statement of profit or loss:				
– Unwinding of discount (note 35)	–	4 680	–	4 680
– Fair value adjustments (note 32)	(9 403)	–	(11 481)	(20 884)
Settlement of financial liabilities:				
– Voluntary rebuilding programme settlement	–	(15 000)	–	(15 000)
At 29 February 2024	–	51 470	–	51 470
Non-current	–	36 470	–	36 470
Current	–	15 000	–	15 000
	–	51 470	–	51 470
At 1 March 2024	**–**	**51 470**	**–**	**51 470**
Charged to statement of profit or loss:				
– Unwinding of discount (note 35)	**–**	**3 742**	**–**	**3 742**
Settlement of financial liabilities:				
– Voluntary rebuilding programme settlement	**–**	**(15 000)**	**–**	**(15 000)**
At 28 February 2025	**–**	**40 212**	**–**	**40 212**
Non-current	**–**	**25 212**	**–**	**25 212**
Current	**–**	**15 000**	**–**	**15 000**
	–	**40 212**	**–**	**40 212**

Voluntary rebuilding programme settlement liability

The Group entered into a settlement agreement with the government of the Republic of South Africa (the Government) on 11 October 2016, together with other construction companies, in an effort to address the construction companies' exposure to potential claims for damages from certain identified public entities arising primarily from the fast track settlement process launched by the South African Competition Authorities in February 2011, as well as to significantly advance the transformation of the South African construction sector.

23. Other financial liabilities (continued)

Voluntary rebuilding programme settlement liability (continued)

The settlement agreement stipulates that over a 12-year period, from the effective date, the Group will be required to make an annual payment of R15.0 million into a fund which will be used to implement initiatives that will develop and enhance the construction industry, in conformity with the Government's transformation objectives and promote the development of emerging contractors and suppliers in South Africa.

As a result, any claims or potential claims for damages that certain, identified public entities have made, or may be entitled to make, against the Group in relation to projects primarily arising from the Fast Track Settlement Process, will be settled.

The settlement liability is held at amortised cost and has been discounted at the incremental borrowing rate of 8.6%.

The Group has three payments remaining, which are to be settled on 1 July each year.

	2025 R'000	2024 R'000
Voluntary rebuilding programme	**45 000**	60 000

24. Trade and other payables

Trade and other payables are liabilities to pay for goods or services that have been received or supplied and have been invoiced or formally agreed with the supplier. Trade payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method. These obligations arising is expected to be settled within 12 months of the reporting date.

	2025 R'000	2024 R'000
Trade payables	**1 559 718**	1 383 912
Payables due to joint operations (other operator)	**4**	176
Payables due to related parties (note 41)	**20 374**	17 717
Loans from joint operations	**118**	1 422
Loans from related parties (note 41)	**8 195**	10 923
Value-added taxation	**117 041**	104 584
Employee accruals	**543 785**	514 139
Accruals and other payables	**895 727**	805 984
Total trade and other payables	**3 144 962**	2 838 857

The loans from related parties and joint operations are unsecured, interest-free and have no fixed terms of repayment.

25. Deferred income tax

Deferred income tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated Financial Statements. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax liabilities are not recognised on the initial recognition of goodwill.

Deferred income tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised. A deferred tax asset is recognised for the carrying forward of unused tax losses to the extent that it is probable that future taxable profit will be available against which the unused tax losses can be utilised.

The Group assesses the underlying economic circumstances of all deferred tax assets recognised on tax losses in order to ensure that future taxable profits are probable.

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

25. Deferred income tax (continued)

Deferred income tax is provided for on temporary differences arising on investments in subsidiaries and associates, except for deferred income tax liability where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes, assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Deferred income tax assets are recognised on deductible temporary differences arising from investments in subsidiaries, associates and joint arrangements only to the extent that it is probable the temporary difference will reverse in the future and there is sufficient taxable profit available against which the temporary differences can be utilised. Generally the Group is unable to control the reversal of the temporary difference for associates.

	2025 R'000	2024 R'000
Deferred tax assets		
Non-current	(183 470)	(205 182)
Deferred tax liabilities		
Non-current	334 162	424 781
Deferred tax liabilities (net)	150 692	219 599

A net deferred tax liability amount of R57.1 million (2024: R4.9 million net liability) is expected to be reversed over the next 12 months.

The gross movement on the deferred income tax account is as follows:

	2025 R'000	2024 R'000
Balance at the beginning of the year	219 599	145 965
Exchange differences	(3 556)	(111)
Acquisition of subsidiaries (note 6)	24 687	40
Change in tax rate	(301)	(219)
Charged to statement of profit or loss	(86 458)	80 150
Charged to comprehensive income	(3 279)	(6 226)
Balance at year-end	150 692	219 599

The movement in deferred income tax assets and liabilities during the year, without taking into consideration the offsetting of balances within the same tax jurisdiction, is as follows:

	Accelerated depreciation R'000	Construction contracts R'000	Right-of-use assets R'000	Other R'000	Total R'000
Deferred tax liabilities					
At 1 March 2023	564 048	67 089	90 608	11 737	733 482
Exchange differences	326	–	–	–	326
Change in tax rate[1]	(1 368)	(124)	–	–	(1 492)
Charged to statement of profit or loss	124 409	42 490	(13 900)	–	152 999
Charged to comprehensive income	–	–	–	(6 235)	(6 235)
Acquisition of subsidiaries (note 6)	–	53	–	–	53
At 29 February 2024	687 415	109 508	76 708	5 502	879 133
Exchange differences	(3 740)	–	–	–	(3 740)
Change in tax rate[2]	(1 783)	(93)	(3)	–	(1 879)
Charged to statement of profit or loss	29 368	(12 451)	(52 536)	–	(35 619)
Charged to comprehensive income	–	–	–	(3 280)	(3 280)
Acquisition of subsidiaries (note 6)	24 687	–	–	–	24 687
At 28 February 2025	735 947	96 964	24 169	2 222	859 302

25. Deferred income tax (continued)

	Provisions R'000	Tax losses R'000	Lease liabilities R'000	Other R'000	Total R'000
Deferred tax assets					
At 1 March 2023	(239 339)	(137 267)	(109 272)	(101 639)	(587 517)
Exchange differences	(44)	–	–	(393)	(437)
Change in tax rate[1]	325	948	–	–	1 273
Charged to statement of profit or loss	(67 931)	(17 040)	11 285	837	(72 849)
Charged to comprehensive income	9	–	–	–	9
Acquisition of subsidiaries (note 6)	(13)	–	–	–	(13)
At 29 February 2024	(306 993)	(153 359)	(97 987)	(101 195)	(659 534)
Exchange differences	111	–	–	73	184
Change in tax rate[2]	331	1 243	3	1	1 578
Charged to statement of profit or loss	(10 638)	(88 977)	73 769	(24 993)	(50 839)
Charged to comprehensive income	1	–	–	–	1
At 28 February 2025	(317 188)	(241 093)	(24 215)	(126 114)	(708 610)

1. *Change in tax rate in the prior year relates to the enacted change in the tax rate for non-mining companies in Namibia. The tax rate will change from 32% to 31% effective 1 March 2024.*
2. *Change in tax rate in the current year relates to the enacted change in the tax rate for non-mining companies in Namibia. The tax rate will change from 31% to 30% effective 1 March 2025.*

Deferred income tax assets are recognised for tax loss carry-forwards to the extent that the realisation of the related tax benefit through taxable profits is probable. During the current year, deferred income tax assets to the value R14.7 million (2024: R3.6 million) in respect of tax losses carried forward were not recognised in the Group at year-end due to the uncertainty pertaining to future taxable profits.

26. Share capital and premium

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as part of other reserves.

	Number of shares issued '000	Ordinary shares R'000	Share premium R'000	Total R'000
At 1 March 2023	181 750	1 817	2 059 688	2 061 505
At 29 February 2024	181 750	1 817	2 059 688	2 061 505
At 28 February 2025	181 750	1 817	2 059 688	2 061 505

No new shares were issued during the year (2024: nil).

The total authorised number of ordinary shares is 500 million shares (2024: 500 million) with a par value of 1 cent per share (2024: 1 cent per share). All issued shares are fully paid.

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

27. Treasury shares

Where any Group company acquires its own equity instruments (treasury shares), the consideration paid, including any directly attributable incremental cost (net of income taxes) is deducted from equity attributable to the Group's equity holders until the shares are cancelled or reissued. Where such shares are subsequently reissued, any consideration received (net of any directly attributable incremental transaction costs and the related income tax effects) is included in equity attributable to the Group's equity holders. Any difference between the carrying amount and the consideration received, if reissued, is recognised in equity attributable to the Company's equity shareholders. Dividends received on treasury shares are eliminated on consolidation. The cost of treasury shares held is determined using the weighted average cost basis.

	2025 R'000	2024 R'000
Treasury shares held by Raubex (Pty) Ltd	57 431	62 953
Total	**57 431**	**62 953**

Treasury shares are shares in Raubex Group Limited that are held by Group companies. During the current year 175 199 (2024: 502 788) treasury shares were transferred to employees in terms of the equity-settled performance share scheme that vested on 1 August 2024 (2024: 1 August 2023), refer to note 39 for further details.

The weighted average share price of the remaining treasury shares held at year-end is R31.52 (2024: R31.52).

Analysis of movement in treasury shares

	Number of shares	Value R'000
At 28 February 2023	2 500 000	78 801
Treasury shares used in settlement of performance share options	(502 788)	(15 848)
At 29 February 2024	1 997 212	62 953
Treasury shares used in settlement of performance share options	(175 199)	(5 522)
At 28 February 2025	**1 822 013**	**57 431**

28. Other reserves

	Foreign currency translation reserve R'000	Fair value adjustments on financial assets held at FVOCI R'000	Equity-settled share-based payment R'000	Common control reserve R'000	Total R'000
At 1 March 2023	69 640	73 814	24 135	(1 175 298)	(1 007 709)
Translation difference of foreign subsidiaries	(7 027)	–	–	–	(7 027)
Non-controlling interests' portion of translation difference of foreign subsidiaries	230	–	–	–	230
Change in fair value of investments held at FV through OCI	–	(49 694)	–	–	(49 694)
Performance shares granted to employees (note 39)	–	–	11 279	–	11 279
Performance shares vested during the year (note 39)	–	–	(10 272)	–	(10 272)
At 29 February 2024	62 843	24 120	25 142	(1 175 298)	(1 063 193)

28. Other reserves (continued)

	Foreign currency translation reserve R'000	Fair value adjustments on financial assets held at FVOCI R'000	Equity-settled share-based payment R'000	Common control reserve R'000	Total R'000
Translation difference of foreign subsidiaries	(55 142)	–	–	–	(55 142)
Non-controlling interests' portion of translation difference of foreign subsidiaries	10 904	–	–	–	10 904
Change in fair value of investments held at FV through OCI	–	(37 455)	–	–	(37 455)
Performance shares granted to employees (note 39)	–	–	34 172	–	34 172
Performance shares vested during the year (note 39)	–	–	(6 827)	–	(6 827)
At 28 February 2025	**18 605**	**(13 335)**	**52 487**	**(1 175 298)**	**(1 117 541)**

Raubex Group Limited listed on the Johannesburg Stock Exchange (JSE) on 20 March 2007. Upon listing, Raubex Group Limited acquired 100% of the share capital of Raubex (Pty) Ltd and the non-controlling interests of underlying subsidiary companies in a common control transaction. This transaction gave rise to the common control reserve disclosed above.

29. Non-controlling interest

	2025 R'000	2024 R'000
Balance at the beginning of the year	701 196	504 985
(Loss)/profit attributable to non-controlling interest	(12 966)	226 354
FCTR attributable to non-controlling interest	(10 904)	(230)
Non-controlling interest arising on business combination	–	(537)
Acquisition of shares from non-controlling interest	(27 436)	(5 747)
Disposal of shares to non-controlling interest	–	6 674
Additional shares issued by subsidiary	–	34 548
Dividends paid to non-controlling interest	(98 997)	(64 851)
Balance at the end of the year	**550 893**	**701 196**

Refer to note 45 for a breakdown of non-controlling interest percentages per subsidiary.

30. Revenue

Revenue is recognised at the amount that reflects the consideration to which the Group expects to be entitled for transferring goods or services to its customers based on the satisfaction of performance obligations, either over time or at a point in time, in the normal course of business. Revenue is recognised net of value-added taxation and inter-company revenues are eliminated on consolidation.

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties.

Although in most instances contracts are expected to last more than 12 months, the terms granted to customers facilitate the preparation of payments and the Group does not normally expect to have any contracts where the period between the transfer of the goods or services to the customer and payment by the customer exceed one year. The Group has applied the 12-month financing practical expedient in terms of IFRS 15 where applicable.

Notes to the Group Financial Statements (continued)

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30. Revenue (continued)

Contract assets and liabilities

Contract assets and liabilities arise due to a number of different factors during the execution of contracts with customers. Contract assets represent the Group's right to consideration for services provided to customers but which have not yet been certified or invoiced. Contract liabilities arise where payment is received prior to work being completed. Refer to note 17, contract assets and liabilities, for further details in this regard.

Revenue is recognised from the Group's activities, as described below:

Contracting revenue

The Group recognises revenue over time by measuring the progress towards the satisfaction of performance obligations stipulated in its contracts with customers for the construction of assets. Progress is measured using the costs incurred to date over the total estimated construction cost of the contract. Refer to note 17 for further guidance.

Commercial quarry aggregates and gypsum revenue

The Group recognises revenue at a point in time, being when the customer takes possession of the goods.

Sale of ore

The Group recognises revenue at a point in time, being when the customer takes possession of the ore. The amount of revenue recognised is based on the price included in the agreement. Depending on contractual terms, a portion of the transaction price is fixed and another portion may vary based on the actual quantity or quality of ore extracted from the material delivered to customers. The portion of the transaction price that may vary dependent on actual quantity or quality of the ore is not deemed to be significant.

Bitumen and emulsion products

The Group recognises revenue at a point in time, being when the customer takes possession of the bitumen and emulsion products.

Asphalt supply revenue

The Group recognises revenue at a point in time, being when the customer takes possession of the asphalt.

Property sales, property rentals and development fees

Revenue from property sales is recognised at a point in time, once legal ownership of the property has transferred to the customer.

Revenue from development fees is recognised over time based on the satisfaction of performance obligations stipulated in the contracts with customers. Progress is measured using the costs incurred to date over the total cost of the contract.

Revenue from property rentals is recognised on a straight-line basis in accordance with IFRS 16.

Revenue generated per activity is as follows:

	2025 R'000	2024 R'000
Revenue from contracts with customers		
Recognised over time		
Contracting revenue	14 607 088	11 931 737
Property development fees	123 943	105 670
Recognised at a point in time		
Sale of ore	2 648 090	2 367 974
Commercial quarry aggregates and gypsum revenue	1 643 525	1 509 188
Bitumen and emulsion products	828 040	696 261
Asphalt supply revenue	830 455	757 693
Property sales	376 861	43 227
Other revenue		
Property rentals	18 972	13 418
Total revenue	21 076 974	17 425 168

30. Revenue (continued)

Disaggregation of revenue

Disaggregation of revenue by activity and segment	Materials Handling and Mining R'000	Construction Materials R'000	Roads and Earthworks R'000	Infra-structure R'000	Consolidated R'000
For the year ended 29 February 2024					
Contracting revenue	1 099 387	7 417	5 668 427	5 156 506	11 931 737
Sale of ore	2 367 974	–	–	–	2 367 974
Commercial quarry aggregates and gypsum revenue	548 899	960 289	–	–	1 509 188
Bitumen and emulsion products	–	696 261	–	–	696 261
Asphalt supply revenue	–	757 693	–	–	757 693
Property sales, property rentals and development fees	1 679	–	–	160 636	162 315
Total revenue for the year	4 017 939	2 421 660	5 668 427	5 317 142	17 425 168
For the year ended 28 February 2025					
Contracting revenue	1 547 533	6 105	6 796 350	6 257 100	14 607 088
Sale of ore	2 648 090	–	–	–	2 648 090
Commercial quarry aggregates and gypsum revenue	629 907	1 013 618	–	–	1 643 525
Bitumen and emulsion products	–	828 040	–	–	828 040
Asphalt supply revenue	–	830 455	–	–	830 455
Property sales, property rentals and development fees	989	–	–	518 787	519 776
Total revenue for the year	4 826 519	2 678 218	6 796 350	6 775 887	21 076 974

Disaggregation of revenue by activity and geography	South Africa R'000	Rest of Africa R'000	Australia R'000	Consolidated R'000
For the year ended 29 February 2024				
Contracting revenue	7 945 392	666 369	3 319 976	11 931 737
Sale of ore	2 367 974	–	–	2 367 974
Commercial quarry aggregates and gypsum revenue	1 393 039	116 149	–	1 509 188
Bitumen and emulsion products	511 176	185 085	–	696 261
Asphalt supply revenue	728 518	29 175	–	757 693
Property sales, property rentals and development fees	162 315	–	–	162 315
Total revenue for the year	13 108 414	996 778	3 319 976	17 425 168
For the year ended 28 February 2025				
Contracting revenue	10 324 759	849 133	3 433 196	14 607 088
Sale of ore	2 648 090	–	–	2 648 090
Commercial quarry aggregates and gypsum revenue	1 489 575	153 950	–	1 643 525
Bitumen and emulsion products	572 623	255 417	–	828 040
Asphalt supply revenue	830 455	–	–	830 455
Property sales, property rentals and development fees	519 776	–	–	519 776
Total revenue for the year	16 385 278	1 258 500	3 433 196	21 076 974

Notes to the Group Financial Statements (continued)

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30. Revenue (continued)

Disaggregation of revenue (continued)

Disaggregation of revenue by customer sector and segment	Materials Handling and Mining R'000	Construction Materials R'000	Roads and Earthworks R'000	Infra-structure R'000	Consolidated R'000
For the year ended 29 February 2024					
Public sector	–	53 861	4 377 756	1 998 108	6 429 725
Private sector	4 017 939	2 367 799	1 290 671	3 319 034	10 995 443
Total revenue for the year	4 017 939	2 421 660	5 668 427	5 317 142	17 425 168
For the year ended 28 February 2025					
Public sector	–	35 606	6 233 727	2 071 581	8 340 914
Private sector	4 826 519	2 642 612	562 623	4 704 306	12 736 060
Total revenue for the year	4 826 519	2 678 218	6 796 350	6 775 887	21 076 974

Disaggregation of revenue by customer sector and geography	South Africa R'000	Rest of Africa R'000	Australia R'000	Consolidated R'000
For the year ended 29 February 2024				
Public sector	4 537 964	306 807	1 584 954	6 429 725
Private sector	8 570 450	689 971	1 735 022	10 995 443
Total revenue for the year	13 108 414	996 778	3 319 976	17 425 168
For the year ended 28 February 2025				
Public sector	6 455 187	447 558	1 438 169	8 340 914
Private sector	9 930 091	810 942	1 995 027	12 736 060
Total revenue for the year	16 385 278	1 258 500	3 433 196	21 076 974

31. Other income

	2025 R'000	2024 R'000
Income received under finance leases	303	516
Insurance recoveries	6 433	10 011
Dividends received from investment in service concession	1 639	6 431
Seta recoveries	4 455	4 519
Total other income	12 830	21 477

32. Other gains/(losses)

	2025 R'000	2024 R'000
Profit on sale of property, plant and equipment	4 334	23 292
(Loss)/gain on exchange differences	(15 619)	13 167
Fair value adjustments on foreign exchange contracts – assets (note 20)	–	(178)
Fair value adjustments on foreign exchange contracts – liabilities (note 23)	–	11 481
Fair value adjustments on mining rehabilitation guarantee insurance policy – assets (note 20)	439	–
Gain on early termination of leases (note 12)	86 929	167
Gain on fair value adjustments of contingent considerations (note 23)	–	9 403
Gain on fair value adjustments of preference shares (note 20)	6 614	5 968
Provision for restructuring costs (note 22)	–	(5 850)
Total other gains/(losses)	82 697	57 450

33. Expenses by nature

	2025 R'000	2024 R'000
Included in cost of sales		
Changes in inventories	(136 489)	(218 822)
Subcontractors	6 869 936	4 761 281
Raw materials and consumables	4 987 858	4 469 377
Employee benefit expense (note 38)	3 715 099	3 260 585
Depreciation, impairment and amortisation (note 10, 11, 12 and 13)	730 948	743 750
Short-term, low-value and variable lease payments (note 12)	91 977	68 525
Repairs and maintenance	839 184	709 884
Other operating expenses	1 479 133	1 149 669
Total cost of sales	18 577 646	14 944 249
Included in administrative expenses		
Employee benefit expense (note 38)	666 122	622 527
Depreciation, impairment and amortisation (note 10, 11, 12 and 13)	37 417	40 759
Short-term, low-value and variable lease payments (note 12)	8 227	5 382
Other operating expenses	341 196	274 033
Total administrative expenses	1 052 962	942 701
Total cost of sales	18 577 646	14 944 249
Total administrative expenses	1 052 962	942 701
Total cost of sales and administrative expenses	19 630 608	15 886 950

Notes to the Group Financial Statements (continued)

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33. Expenses by nature (continued)

Operating segment disaggregation	Materials Handling and Mining R'000	Construction Materials R'000	Roads and Earthworks R'000	Infra-structure R'000	Total R'000
For the year ended 29 February 2024					
Included in cost of sales					
Changes in inventories	11 557	(6 601)	(187 941)	(35 837)	(218 822)
Subcontractors	982 259	320 454	1 351 254	2 107 314	4 761 281
Raw materials and consumables	393 977	1 829 878	1 301 470	944 052	4 469 377
Employee benefit expense (note 38)	761 666	349 935	1 035 614	1 113 370	3 260 585
Depreciation, impairment and amortisation (note 10, 11, 12 and 13)	453 883	148 399	64 224	77 243	743 749
Short-term, low-value and variable lease payments (note 12)	15 024	7 551	43 707	2 243	68 525
Repairs and maintenance	391 669	185 855	110 920	21 440	709 884
Other operating expenses	371 901	181 614	371 966	224 189	1 149 670
Total cost of sales	3 381 936	3 017 085	4 091 214	4 454 014	14 944 249
Included in administrative expenses					
Employee benefit expense (note 38)	128 980	71 153	281 780	140 613	622 526
Depreciation, impairment and amortisation (note 10, 11, 12 and 13)	381	6 662	28 960	4 756	40 759
Short-term, low-value and variable lease payments (note 12)	6 449	1 340	(2 772)	365	5 382
Other operating expenses	68 976	47 658	95 218	62 182	274 034
Total administrative expenses	204 786	126 813	403 186	207 916	942 701
Inter-segmental cost of sales	26 321	170 449	1 245 161	71 391	1 513 322
Inter-segmental administrative expenses	72 960	41 018	3 147	71 795	188 920
For the year ended 28 February 2025					
Included in cost of sales					
Changes in inventories	(106 364)	(2 849)	18 870	(46 146)	(136 489)
Subcontractors	2 149 793	321 957	1 628 486	2 769 700	6 869 936
Raw materials and consumables	456 343	2 218 938	1 256 404	1 056 173	4 987 858
Employee benefit expense (note 38)	793 456	361 943	1 199 710	1 359 990	3 715 099
Depreciation, impairment and amortisation (note 10, 11, 12 and 13)	438 582	99 846	87 692	104 828	730 948
Short-term, low-value and variable lease payments (note 12)	24 591	3 690	56 277	7 419	91 977
Repairs and maintenance	453 549	207 237	146 700	31 698	839 184
Other operating expenses	422 065	178 429	412 247	466 392	1 479 133
Total cost of sales	4 632 015	3 389 191	4 806 386	5 750 054	18 577 646
Included in administrative expenses					
Employee benefit expense (note 38)	118 250	71 739	314 544	161 589	666 122
Depreciation, impairment and amortisation (note 10, 11, 12 and 13)	12 462	11 659	5 475	7 821	37 417
Short-term, low-value and variable lease payments (note 12)	2 917	1 332	2 471	1 507	8 227
Other operating expenses	88 972	60 632	84 428	107 164	341 196
Total administrative expenses	222 601	145 362	406 918	278 081	1 052 962
Inter-segmental cost of sales	25 888	143 801	1 487 026	240 048	1 896 763
Inter-segmental administrative expenses	73 762	59 252	5 736	98 384	237 134

34. Net impairment gains/(losses) on financial and contract assets

	2025 R'000	2024 R'000
Loss allowance movement on trade and other receivables (note 18)	(24 467)	(83 713)
Loss allowance on contract assets (note 17)	7 228	1 234
Bad debts written off during the year[1]	(12 618)	(68 876)
Bad debts recovered[2]	44 400	70 898
Net impairment gains/(losses) on financial and contract assets	14 543	(80 457)

1. *All receivables or contract assets written off are still subject to enforceability in line with the Group policy as referenced to in note 8. The amounts written off also represent the contractual amounts.*
2. *R39.1 million (2024: R67.8 million) of the bad debts recovered relates to recoveries made from the Zambian Roads Authority.*

35. Finance income and costs

Interest is recognised on a time-proportion basis using the effective interest rate method.

When a loan and receivable is impaired, the Group reduces the carrying amount to its recoverable amount, being the estimated future cash flows discounted at the original effective interest rate of the instrument, and continues unwinding the discount as interest income. Interest income on impaired loans and receivables are recognised using the original effective interest rate.

	2025 R'000	2024 R'000
Finance income		
Cash finance income		
Interest income on cash resources	134 662	73 540
Other interest	15 138	4 061
Non-cash finance income		
Accrued interest (note 20)	35 414	36 104
Total finance income	185 214	113 705
Finance costs		
Cash finance costs		
Bank borrowings	(164 888)	(132 185)
Interest expense on lease liabilities (note 12)	(29 511)	(30 510)
Other interest	(5 003)	(4 090)
Non-cash finance costs		
Unwinding of discount – rehabilitation provision (note 22)	(14 008)	(6 657)
Unwinding of discount – voluntary rebuilding programme (note 23)	(3 742)	(4 680)
Total finance costs	(217 152)	(178 122)
Net finance costs	(31 938)	(64 417)

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

36. Income tax expense

The tax expense for the period comprises current and deferred tax. Tax is recognised in the statement of profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Current income tax for current and prior periods is, to the extent unpaid, recognised as a liability. If the amount already paid in respect of current and prior periods exceeds the amount due for those periods, the excess is recognised as an asset.

Current income tax liabilities/(assets) for the current and prior periods are measured at the amount expected to be paid to/(recovered from) the tax authorities, using the tax rates (and tax laws) that have been enacted or substantively enacted by the reporting date.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the reporting period date in the countries where the Company and its subsidiaries operate and generate taxable income.

	2025 R'000	2024 R'000
South African normal taxation		
Current tax		
Current period	284 548	174 702
Adjustments for current tax of prior periods	1 475	1 101
Capital gains tax	1 224	2 285
Total South African normal taxation	287 247	178 088
Deferred tax		
Originating and reversing temporary differences	2 373	77 987
Total South African deferred taxation	2 373	77 987
Total South African taxation	289 620	256 075
Foreign taxation		
Current tax		
Current period	253 802	140 493
Adjustments for current tax of prior periods	(1 217)	288
Total foreign normal taxation	252 585	140 781
Deferred tax		
Originating and reversing temporary differences	(88 831)	2 163
Change in tax rate	(301)	(219)
Total foreign deferred taxation	(89 132)	1 944
Total foreign taxation	163 453	142 725
Total income tax expense	453 073	398 800

36. Income tax expense (continued)

Reconciliation between applicable and effective tax rate:

	2025 %	2024 %
Applicable tax rate[1]	27.00	27.00
Dividends received from Zimborders Mauritius Limited	(0.03)	(0.12)
Expenses attributable to exempt income	0.13	0.07
Capital gains tax	(0.02)	0.66
Tax losses not recognised as deferred tax assets	0.60	(1.18)
Impairment of loan accounts	–	0.25
Prior year over/underprovision	0.02	0.09
Other	(0.26)	(0.62)
Disallowed charges – share options	0.61	0.21
Disallowed charges – VRP settlement agreement	0.07	0.09
Fair value adjustments of contingent considerations	–	(0.17)
Fair value adjustments on foreign exchange options	–	(0.21)
Learnership allowances (s12H) and employment tax incentives	(0.19)	(0.18)
Change in tax rate[2]	(0.02)	(0.01)
Tax at rates in foreign countries	1.28	0.96
Withholding tax on dividends received	0.59	0.24
Effective tax rate	29.78	27.08

1. *The tax rate reconciliation has been done using the statutory tax rate of Raubex Group Limited of 27% (2024: 27%). The impact of different tax rates applied to profits earned in other jurisdictions is disclosed above as "Tax at rates in foreign countries". This is due to operations in Australia (30%) and Rest of Africa (22% to 35%).*
2. *Change in tax rate in the prior and current year relates to the enacted change in the tax rate for non-mining companies in Namibia. The tax rate will change from 31% to 30% effective 1 March 2025 (2024: 32% to 31% effective 1 March 2024).*

Global minimum top-up tax

The Group is within the scope of the OECD Pillar Two Model Rules; however, based on current assessments, no material top-up is required as all jurisdictions in which the Group operates have effective tax rates above the 15% minimum.

The tax effect relating to components of other comprehensive income is as follows:

	Before tax 2025 R'000	Tax 2025 R'000	After tax 2025 R'000	Before tax 2024 R'000	Tax 2024 R'000	After tax 2024 R'000
Currency translation differences	(55 142)	–	(55 142)	(7 027)	–	(7 027)
Fair value gains on equity investments	(40 735)	3 280	(37 455)	(55 929)	6 235	(49 694)
Actuarial gain on post-employment benefit obligations	5	(1)	4	194	(9)	185
Total other comprehensive income	(95 872)	3 279	(92 593)	(62 762)	6 226	(56 536)

37. Auditors' remuneration

	2025 R'000	2024 R'000
Fees	19 758	17 728
Prior year underprovision	1 224	1 913
Tax and non-audit services	192	838
Total auditors' remuneration	21 174	20 479

Notes to the Group Financial Statements (continued)

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38. Employee benefit expense

Pension obligations (Retirement fund contributions)

The Group operates defined contribution plans. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. The Group has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods. The Group pays contributions to publicly or privately administered pension insurance plans on a mandatory, contractual or voluntary basis. The Group has no further payment obligations once the contributions have been paid.

The contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

Other post-employment obligations

One company in the Group provides post-retirement healthcare benefits to their retirees. Refer to note 22 for detailed disclosure.

Profit sharing and bonus plans

The Group pays performance-based bonuses based on evaluations by management. The Group recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

The employee benefit expense for the year is made up as follows:

	2025 R'000	2024 R'000
Wages and salaries	3 955 166	3 523 201
Long-term incentive performance shares granted to employees (note 39)	34 172	11 279
Cash retention scheme accrual	60 532	41 991
Retrenchment and termination cost	12 871	12 854
Retirement fund contributions	141 762	127 741
Medical aid contributions	61 239	57 074
Other post-employment benefits	103	97
Other contributions and accruals	115 376	108 875
Total employee benefit expense	**4 381 221**	3 883 112

Other contributions and accruals consist of contributions to the Unemployment Insurance Fund (UIF), Skills Development Levies (SDL), The Federated Employers Mutual Assurance Company (FEMA) and life policy contributions.

39. Employee Long-term Incentive Scheme

The Group's long term incentive (LTI) scheme is an equity-settled share-based compensation plan awarded to selected employees in the full time employment of the Group. The scheme allows for a rolling award of performance shares (Raubex Group Limited ordinary shares) for full value with no consideration payable by the employee.

The Group's LTI Scheme for the period 2019 to 2023 was approved by the Board of Directors at the AGM held on 27 July 2018 and will continue for a period of five years. The LTI Scheme relating to the 2024 performance cycle was subsequently approved by the Board of Directors at the AGM held on 26 July 2024.

The purpose of the LTI Scheme is for the Group to retain and incentivise selected high-performing employees and those with critical and scarce skills, whose performance contributes to the sustainability of the business of the Group, by granting them the opportunity to earn long term incentive bonuses, settled in ordinary shares of the Company and encouraging their continued service with the Group. The scheme is further intended to promote alignment of the interests of the employees and shareholders of the Company.

39. Employee Long-term Incentive Scheme (continued)

LTI Scheme summary:

The vesting of performance shares granted is subject to both performance conditions and employment conditions being met:

- Performance conditions are measured over a performance period of three years from 1 March of the year the performance shares are awarded; and
- Employment conditions are measured from grant date and require the continued employment of the participant for the duration of the employment period.

Provided the performance conditions and employment conditions are met, 50% of the performance shares awarded vest after three years of service with the balance vesting after four years of service from the grant date.

Performance conditions comprise KPIs and targets which are determined by the Remuneration Committee (Remco) and take into consideration the Group's strategic objectives and shareholder interests.

The vesting of shares awarded under the LTI Scheme is subject to the following performance conditions:

LTI Scheme 2019, 2020, 2021, 2022:

- Average ROICE relative to the WACC of the Raubex Group
- Total Shareholder Return (TSR) relative to the following seven peer Group companies listed under the construction and materials sector on the JSE: Afrimat, Balwin, CalgroM3, PPC, Sephaku, Stefanutti Stocks and WBHO

LTI Scheme 2023:

- Average ROICE relative to the WACC of the Raubex Group
- Total Shareholder Return (TSR) relative to the following six peer Group companies listed under the construction and materials sector on the JSE: Balwin, CalgroM3, PPC, Sephaku, Stefanutti Stocks and WBHO

LTI Scheme 2024:

- Average ROCE relative to the WACC of the Raubex Group;
- Average HEPS growth; and
- Strategic and ESG metric.

The performance conditions carry an equal weighting and have participation hurdles comprising Threshold, Target and Stretch granting 50%, 100% and 150% participation respectively.

The following table sets out a summary of the long-term incentive KPI targets and weighting.

LTI Scheme 2019, 2020, 2021, 2022 and 2023:

KPIs	Weight	Threshold = 50% participation	Target = 100% participation	Stretch = 150% participation
Average ROICE > WACC	50%	WACC	WACC plus 1%	WACC plus 3%
Total Shareholder Return (TSR) > peer group	50%	Raubex > median TSR of peer group	Raubex > median TSR of peer group plus 2%	Raubex > median TSR of peer group plus 4%

Notes to the Group Financial Statements (continued)

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39. Employee Long-term Incentive Scheme (continued)

LTI Scheme 2024:

KPIs	Weight	Threshold = 50% participation	Target = 100% participation	Stretch = 150% participation
Average ROCE > WACC	35%	WACC	WACC plus 1%	WACC plus 2%
Average HEPS growth	35%	Cumulative CPI growth + 4% from base year	Cumulative CPI growth + 6% from base year	Cumulative CPI growth + 8% from base year
Strategic and ESG metric	30%	Performance objectives determined and evaluated by Remco and Board (70%)	Performance objectives determined and evaluated by Remco and Board (80%)	Performance objectives determined and evaluated by Remco and Board (90%)

ROICE, ROCE, NOPAT, WACC, CPI, HEPS and TSR are defined in the Company's remuneration policy as follows:

ROICE	NOPAT/(Total borrowings + total equity)
ROCE	Operating profit/(total equity + non-current liabilities + current borrowings)
NOPAT	Profit after tax + net finance charges after tax
WACC	WACC formula = (E/V * Ke) + [(D/V * Kd) * (1 – tax rate)] E = Market value of equity V = Total market value of equity and debt Ke = Cost of equity D = Market value of debt Kd = Cost of debt Tax rate = Corporate tax rate
CPI	The annual consumer price inflation as published by Statistics South Africa for the month of February of the relevant financial year for which the KPI is to be determined
HEPS	Headline earnings per share as defined in the South African Institute of Chartered Accountants circular 1/2019 and reported in terms of the Listings Requirements
TSR	TSR = (change in market price per share over the performance period + dividends received per share)/market price per share at the beginning of performance period*

* *Market price to be determined on a 20 business-day VWAP basis prior to the start and end of the performance period.*

Under the LTI Scheme, the fair value of the employee services received in exchange for the grant of the performance shares is recognised as an expense. The total amount to be expensed over the vesting period is determined by reference to the fair value of the performance shares granted. The total amount expensed is recognised over the vesting period, which is the period over which all of the specified vesting conditions are satisfied. At each reporting date, the entity revises its estimate of the number of performance shares that are expected to vest. It recognises the impact of the revision to original estimates, in the statement of profit or loss, with a corresponding adjustment to equity. When the performance shares vest, the Company issues either new shares or treasury shares held whichever is deemed to be in the best interest of the Group.

The fair value of the performance shares is determined using a combination of the Monte Carlo model and the spot rate of the performance shares at grant date.

39. Employee Long-term Incentive Scheme (continued)

Refer below for the significant inputs used to determine the fair value of the performance shares awarded:

Arrangement	(c) LTI Scheme 2019 (ROICE)	(d) LTI Scheme 2019 (TSR)	(e) LTI Scheme 2020 (ROICE)	(f) LTI Scheme 2020 (TSR)	(g) LTI Scheme 2021 (ROICE)	(h) LTI Scheme 2021 (TSR)
Nature of arrangement	Performance shares granted	Performance shares granted	Performance shares granted	Performance shares granted	Performance shares granted	Performance shares granted
Options approved	1 041 801	1 041 801	972 589	972 589	636 772	636 772
Number of options granted	1 041 801	1 041 801	972 589	972 589	636 772	636 772
Number of options outstanding	–	–	–	–	114 767	114 767
Exercise price	Rnil	Rnil	Rnil	Rnil	Rnil	Rnil
Date of grant	1 Aug 2019	1 Aug 2019	1 Aug 2020	1 Aug 2020	1 Aug 2021	1 Aug 2021
Share price at the date of grant	R19.24	R19.24	R24.96	R24.96	R28.50	R28.50
Contractual life	4 years	4 years	4 years	4 years	4 years	4 years
Vesting conditions	Refer to LTI summary above	Refer to LTI summary above	Refer to LTI summary above	Refer to LTI summary above	Refer to LTI summary above	Refer to LTI summary above
Performance period:	1 Mar 2019 to 28 Feb 2022	1 Mar 2019 to 28 Feb 2022	1 Mar 2020 to 28 Feb 2023	1 Mar 2020 to 28 Feb 2023	1 Mar 2021 to 28 Feb 2024	1 Mar 2021 to 28 Feb 2024
Employment period (1st 50%):	1 Aug 2019 to 31 Jul 2022	1 Aug 2019 to 31 Jul 2022	1 Aug 2020 to 31 Jul 2023	1 Aug 2020 to 31 Jul 2023	1 Aug 2021 to 31 Jul 2024	1 Aug 2021 to 31 Jul 2024
Employment period (remaining 50%):	1 Aug 2019 to 31 Jul 2023	1 Aug 2019 to 31 Jul 2023	1 Aug 2020 to 31 Jul 2024	1 Aug 2020 to 31 Jul 2024	1 Aug 2021 to 31 Jul 2025	1 Aug 2021 to 31 Jul 2025
Settlement	Shares	Shares	Shares	Shares	Shares	Shares
Expected volatility	n/a	33.4%	n/a	38.1%	n/a	41.5%
Expected option life at grant date	1st 50% of performance shares – 3 years 2nd 50% of performance shares – 4 years	1st 50% of performance shares – 3 years 2nd 50% of performance shares – 4 years	1st 50% of performance shares – 3 years 2nd 50% of performance shares – 4 years	1st 50% of performance shares – 3 years 2nd 50% of performance shares – 4 years	1st 50% of performance shares – 3 years 2nd 50% of performance shares – 4 years	1st 50% of performance shares – 3 years 2nd 50% of performance shares – 4 years
Risk free interest rate	6.99%	6.99%	4.11%	4.11%	4.95%	4.95%
Expected dividend yield	2.00%	2.00%	2.00%	2.00%	1.12%	1.12%
Expected departures (grant date)	0%	0%	0%	0%	5%	5%
Expected outcome of meeting performance criteria (grant date)	0%	100%	0%	100%	0%	100%
Fair value of options determined at the grant date	R19.24	R21.66	R24.96	R34.36	R28.50	R35.89
Valuation model	Spot rate at grant date	Monte-Carlo	Spot rate at grant date	Monte-Carlo	Spot rate at grant date	Monte-Carlo

Notes to the Group Financial Statements (continued)

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39. Employee Long-term Incentive Scheme (continued)

Arrangements (continued)	(i) LTI Scheme 2022 (ROICE)	(j) LTI Scheme 2022 (TSR)	(k) LTI Scheme 2023 (ROICE)	(l) LTI Scheme 2023 (TSR)	(m) LTI Scheme 2024 (ROCE)	(n) LTI Scheme 2024 (HEPS)	(o) LTI Scheme 2024 (ESG)
Nature of arrangement	Performance shares granted	Performance shares granted	Performance shares granted	Performance shares granted	Performance shares granted	Performance shares granted	Performance shares granted
Options approved	646 996	646 996	1 050 676	1 050 676	714 172	714 172	612 148
Number of options granted	646 996	646 996	1 050 676	1 050 676	714 172	714 172	612 148
Number of options outstanding	521 167	521 167	956 294	956 294	714 172	714 172	612 148
Exercise price	Rnil	Rnil	Rnil	Rnil	Rnil	Rnil	Rnil
Date of grant	1 Aug 2022	1 Aug 2022	1 Aug 2023	1 Aug 2023	1 Aug 2024	1 Aug 2024	1 Aug 2024
Share price at the date of grant	R36.97	R36.97	R26.00	R26.00	R45.19	R45.19	R45.19
Contractual life	4 years	4 years	4 years	4 years	3 years	3 years	3 years
Vesting conditions	Refer to LTI summary above	Refer to LTI summary above	Refer to LTI summary above	Refer to LTI summary above	Refer to LTI summary above	Refer to LTI summary above	Refer to LTI summary above
Performance period:	1 Mar 2022 to 28 Feb 2025	1 Mar 2022 to 28 Feb 2025	1 Mar 2023 to 28 Feb 2026	1 Mar 2023 to 28 Feb 2026	1 Mar 2024 to 28 Feb 2027	1 Mar 2024 to 28 Feb 2027	1 Mar 2024 to 28 Feb 2027
Employment period (1st 50%):	1 Aug 2022 to 31 Jul 2025	1 Aug 2022 to 31 Jul 2025	1 Aug 2023 to 31 Jul 2026	1 Aug 2023 to 31 Jul 2026	n/a	n/a	n/a
Employment period (remaining 50%):	1 Aug 2022 to 31 Jul 2026	1 Aug 2022 to 31 Jul 2026	1 Aug 2023 to 31 Jul 2027	1 Aug 2023 to 31 Jul 2027	n/a	n/a	n/a
Employment period:	n/a	n/a	n/a	n/a	1 Aug 2024 to 31 Jul 2027	1 Aug 2024 to 31 Jul 2027	1 Aug 2024 to 31 Jul 2027
Settlement	Shares	Shares	Shares	Shares	Shares	Shares	Shares
Expected volatility	n/a	45.4%	n/a	45.0%	n/a	n/a	n/a
Expected option life at grant date	1st 50% of performance shares – 3 years; 2nd 50% of performance shares – 4 years	1st 50% of performance shares – 3 years; 2nd 50% of performance shares – 4 years	1st 50% of performance shares – 3 years; 2nd 50% of performance shares – 4 years	1st 50% of performance shares – 3 years; 2nd 50% of performance shares – 4 years	100% of performance shares – 3 years; n/a	100% of performance shares – 3 years; n/a	100% of performance shares – 3 years; n/a
Risk free interest rate	7.80%	7.80%	8.36%	8.36%	n/a	n/a	n/a
Expected dividend yield	2.61%	2.61%	3.68%	3.68%	n/a	n/a	n/a
Expected departures (grant date)	5%	5%	5%	5%	5%	5%	5%
Expected outcome of meeting performance criteria (grant date)	0%	100%	100%	100%	150%	150%	100%
Fair value of options determined at the grant date	R36.97	R34.29	R26.00	R22.38	R45.19	R45.19	R45.19
Valuation model	Spot rate at grant date	Monte-Carlo	Spot rate at grant date	Monte-Carlo	Spot rate at grant date	Spot rate at grant date	Spot rate at grant date

39. Employee Long-term Incentive Scheme (continued)

The following information applies to options outstanding at the end of each period:

LTI	Number of shares ('000)	Weighted average remaining life (years) Expected	Contractual
29 February 2024			
c and d 1st 50%	–	–	–
c and d 2nd 50%	–	–	–
e and f 1st 50%	–	–	–
e and f 2nd 50%	117 815	0.4	0.4
g and h 1st 50%	229 534	0.4	0.4
g and h 2nd 50%	229 534	1.4	1.4
i and j 1st 50%	521 167	1.4	1.4
i and j 2nd 50%	521 167	2.4	2.4
k and l 1st 50%	956 294	2.4	2.4
k and l 2nd 50%	956 294	3.4	3.4
28 February 2025			
c and d 1st 50%	–	–	–
c and d 2nd 50%	–	–	–
e and f 1st 50%	–	–	–
e and f 2nd 50%[1]	–	–	–
g and h 1st 50%[1]	–	–	–
g and h 2nd 50%	229 534	0.4	0.4
i and j 1st 50%	521 167	0.4	0.4
i and j 2nd 50%	521 167	1.4	1.4
k and l 1st 50%	956 294	1.4	1.4
k and l 2nd 50%	956 294	2.4	2.4
m, n and o 100%	2 040 492	2.4	2.4

1. *During the current year the second 50% of the 2020 scheme and first 50% of the 2021 scheme vested to participants.*

A reconciliation of movements in the number of performance shares can be summarised as follows:

	Number of shares 2025	Exercise price 2025	Number of shares 2024	Exercise price 2024
Outstanding at the beginning of the year	3 531 802	R0.00	3 056 088	R0.00
Performance shares granted	2 040 492	R0.00	2 101 352	R0.00
Performance shares forfeited	(114 767)	R0.00	(1 220 136)	R0.00
Performance shares vested	(232 582)	R0.00	(405 502)	R0.00
Outstanding at the end of the year	5 224 945	R0.00	3 531 802	R0.00
Exercisable at the end of the year	–	R0.00	–	R0.00

The amounts recognised in the Financial Statements (before tax) for share-based payment transactions with employees can be summarised as follows:

	2025 R'000	2024 R'000
Expense – equity-settled arrangements		
Employee long-term incentive (note 38)	34 172	11 279
Total equity-settled share-based payment expense in profit or loss	34 172	11 279

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

40. Cash generated from operations

	2025 R'000	2024 R'000
Profit before income tax	1 522 314	1 472 775
Adjustment for:		
Depreciation on property, plant and equipment (note 10)	702 229	670 429
Impairment on property, plant and equipment (note 10)	–	34 227
Depreciation on investment property (note 11)	827	549
Depreciation on right-of-use assets (note 12)	55 977	63 523
Amortisation (note 13)	9 332	15 781
Profit on sale of property, plant and equipment (note 32)	(4 334)	(23 292)
Finance income (note 35)	(185 214)	(113 705)
Finance costs (note 35)	217 152	178 122
Dividends received from investment in service concession (note 31)	(1 639)	(6 431)
Foreign exchange (gains)/losses – unrealised	9 059	(19 095)
Provisions (note 22)	96 288	38 756
Share of loss/(profit) of equity accounted investments (note 14)	2 184	(504)
Performance shares granted to employees (note 39)	34 172	11 279
Gain on early termination of leases (note 32)	(86 929)	(167)
Gain on fair value adjustments of contingent considerations (note 23)	–	(9 403)
Gain on fair value adjustments of preference share (note 20)	(6 614)	(5 968)
Gain on fair value adjustments of mining rehabilitation guarantee insurance policy (note 20)	(439)	–
Net gain on fair value adjustments of foreign exchange contract (note 32)	–	(11 303)
Changes in working capital		
Inventories	(136 488)	(218 822)
Trade and other receivables	(473 943)	(236 849)
Contract assets	(69 225)	(335 261)
Contract liabilities	535 610	231 117
Trade and other payables	302 036	181 389
Changes in other financial liabilities		
Voluntary rebuilding programme payment (note 23)	(15 000)	(15 000)
Net cash generated from operations	**2 507 355**	**1 902 147**
In the cash flow statement, purchases of property, plant and equipment comprise:		
Additions for the year (note 10)	1 352 188	1 764 131
Rehabilitation asset reassessment/(capitalised) during the year (note 10)	29 952	(63 259)
Purchases of property, plant and equipment	**1 382 140**	**1 700 872**
In the cash flow statement, proceeds from sale of property, plant and equipment comprise:		
Net book amount (note 10)	50 424	51 675
Profit on disposal of property, plant and equipment (note 32)	4 334	23 292
Proceeds from disposal of property, plant and equipment	**54 758**	**74 967**
In the statement of cash flows, taxation paid is calculated as follows:		
Balance due at the beginning of the year	79 880	99 011
Current year tax charge – South African and foreign (note 36)	539 832	318 869
Acquisition of subsidiaries (note 6)	42	–
Balance payable at the end of the year	(119 537)	(79 880)
Taxation paid	**500 217**	**338 000**

40. Cash generated from operations (continued)

40.1 Cash flow from financing activities

An analysis of movements in liabilities arising from financing activities for each period has been presented below:

	Contingent consideration R'000	Lease liabilities R'000	Borrowings – loans from related parties R'000	Borrowings – bank borrowings R'000
Balance at 1 March 2023	9 403	405 206	2 580	1 211 882
Total repayments of financial liabilities	–	(87 296)	(2 580)	(948 006)
Interest accrued on financial liabilities	–	30 510	–	132 185
Capital repayments of financial liabilities	–	(56 786)	(2 580)	(815 821)
Proceeds from financial liabilities	–	–	–	1 317 849
Fair value adjustments	(9 403)	–	–	–
Acquisition of leases	–	18 761	–	–
Termination of leases	–	(1 038)	–	–
Lease modifications and reassessments	–	3 107	–	–
Foreign exchange differences	–	16	–	1 828
Balance at 29 February 2024	–	369 266	–	1 715 738
Balance at 1 March 2024	**–**	**369 266**	**–**	**1 715 738**
Total repayments of financial liabilities	–	(74 958)	–	(1 140 369)
Interest accrued on financial liabilities	–	29 511	–	164 888
Capital repayments of financial liabilities	–	(45 447)	–	(975 481)
Proceeds from financial liabilities	–	–	–	1 326 700
Acquisition of leases	–	45 312	–	–
Termination of leases	–	(3 820)	–	–
Lease modifications and reassessments	–	3 522	–	–
Acquisition of subsidiaries (note 6)	–	(252 491)	–	218 785
Foreign exchange differences	–	–	–	(17 741)
Balance at 28 February 2025	**–**	**116 342**	**–**	**2 268 001**
Note	23	12	21	21

41. Related parties

Relationships

Associates and joint ventures: Refer to note 14

- Lufhereng Development Company (Pty) Ltd
- Ndlu Housing (Pty) Ltd
- Voliere Development Company (Pty) Ltd

Non-controlling shareholders of subsidiaries:

- Guinea Fowl Investments (Pty) Ltd
- Pelagic Resources (Pty) Ltd
- Pelagic Resources PTE Limited
- Royal Bafokeng Nation Development Trust
- MD Dikoko
- Similan Investment Holdings (Pty) Ltd

Companies and trusts controlled by directors/key management:

- Allow All Trade (Pty) Ltd
- Klaas en Ellie Beleggings (Pty) Ltd
- NFG Property Sales (Pty) Ltd
- RJ Fourie Boerdery
- Waalprop Commercial (Pty) Ltd

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

41. Related parties (continued)

Related party balances

	2025 R'000	2024 R'000
Amounts included in trade receivables regarding related parties		
Allow All Trade (Pty) Ltd	1 861	4 168
Lufhereng Development Company (Pty) Ltd	48 823	14 588
Ndlu Housing (Pty) Ltd	10 009	8 743
Pelagic Resources (Pty) Ltd	4 227	45 966
RJ Fourie Boerdery	3	3
Voliere Development Company (Pty) Ltd	5	58
Receivables from related parties (note 18)	**64 928**	**73 526**
Amounts included in trade payables regarding related parties		
Pelagic Resources PTE Limited	20 259	17 717
Voliere Development Company (Pty) Ltd	115	–
Payables due to related parties (note 24)	**20 374**	**17 717**
Loans to related parties		
Guinea Fowl Investments (Pty) Ltd	160	160
MD Dikoko	187	187
Loans to related parties (note 18)	**347**	**347**
The loans are unsecured, interest-free and have no fixed terms of repayment.		
Loans to entities controlled by key management		
At the beginning of the year	187	15 745
Loans advanced during the year	–	–
Loan repayments received	–	(15 558)
At the end of the year	**187**	**187**
Loans to shareholders of subsidiaries		
At the beginning of the year	160	168
Loans advanced during the year	–	160
Loan repayments received	–	(168)
At the end of the year	**160**	**160**
Total loans to related parties		
At the beginning of the year	347	15 913
Loans advanced during the year	–	160
Loan repayments received	–	(15 726)
At the end of the year (note 18)	**347**	**347**
Loans from related parties		
Included in trade payables (note 24)		
Klaas en Ellie Beleggings (Pty) Ltd	7 595	10 823
Royal Bafokeng Nation Development Trust	100	100
Similan Investment Holdings (Pty) Ltd	500	–
Loans from related parties	**8 195**	**10 923**

41. Related parties (continued)

Related party balances (continued)

	2025 R'000	2024 R'000
Loans from non-controlling shareholders of Group entities		
At the beginning of the year	10 923	2 680
Loans received during the year	500	10 823
Loan repayments made	(3 228)	(2 580)
At the end of the year	**8 195**	**10 923**
Total loans from related parties		
At the beginning of the year	10 923	2 680
Loans received during the year	500	10 823
Loan repayments made	(3 228)	(2 580)
At the end of the year (note 24)	**8 195**	**10 923**
The loans are unsecured, interest-free and have no fixed terms of repayment.		
Related party transactions		
Sale of ore to/(from) related parties (note 30 and note 33)[1]		
Pelagic Resources (Pty) Ltd	857 368	1 947 934
Pelagic Resources PTE Limited	–	22 776
	857 368	**1 970 710**
Subcontractors' fees received from/(paid to) related parties (note 30 and note 33)		
Lufhereng Development Company (Pty) Ltd	101 254	87 586
Ndlu Housing (Pty) Ltd	(10 474)	(7 932)
	90 780	**79 654**
Rental of premises paid to related parties (note 33)		
NFG Property Sales (Pty) Ltd	(751)	(609)
Waalprop Commercial (Pty) Ltd	(198)	(202)
	(949)	**(811)**
Other fees received from/(paid to) related parties (note 33)		
RJ Fourie Boerdery – Payroll administration fee	30	29
Pelagic Resources (Pty) Ltd – Management fees	(13 866)	(13 231)
	(13 836)	**(13 202)**

1. *Pelagic Resources is a global commodities marketing and sales agent. Sales of ore to/(from) Pelagic Resources are done at prevailing market rates. Invoicing is done per order with varying payment terms. Debtor balance is settled on average within 15 days. Payable balance is as a result of material purchased through Pelagic which is processed and beneficiated. Payments to Pelagic are done after purchased material is processed and sold on an offset basis with outstanding debtor invoices.*

All related transactions are at arm's length.

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

41. Related parties (continued)

Related party transactions with Directors and prescribed officers

Directors' emoluments

	Directors' fees R'000	Salaries R'000	Short-term incentive bonuses R'000	Long-term incentive bonuses R'000	Retirement fund contributions R'000	Other benefits R'000	Total emoluments R'000
2024							
Executive							
NF Msiza	–	4 268	8 709	2 520	492	231	16 220
DC Lourens	–	3 886	8 456	3 742	448	463	16 995
SJ Odendaal	–	2 760	5 566	–	319	374	9 019
Total emoluments	–	10 914	22 731	6 262	1 259	1 068	42 234
Non-Executive							
LA Maxwell[1]	133	–	–	–	–	–	133
RJ Fourie	1 333	–	–	–	–	–	1 333
BH Kent	833	–	–	–	–	–	833
SR Bogatsu	1 083	–	–	–	–	–	1 083
N Fubu	833	–	–	–	–	–	833
AM Hlobo[2]	633	–	–	–	–	–	633
Total emoluments	4 848	–	–	–	–	–	4 848

1. *Passed away on 20 April 2023.*
2. *Appointed as Non-Executive Director effective 29 May 2023.*

	Directors' fees R'000	Salaries R'000	Short-term incentive bonuses R'000	Long-term incentive bonuses R'000	Retirement fund contributions R'000	Other benefits R'000	Total emoluments R'000
2025							
Executive							
NF Msiza	–	6 216	9 545	2 494	686	438	19 379
DC Lourens	–	5 675	9 308	3 854	630	299	19 766
SJ Odendaal	–	4 156	6 699	693	466	235	12 249
Total emoluments	–	16 047	25 552	7 041	1 782	972	51 394
Non-Executive							
RJ Fourie	1 435	–	–	–	–	–	1 435
BH Kent	897	–	–	–	–	–	897
SR Bogatsu	1 166	–	–	–	–	–	1 166
N Fubu	897	–	–	–	–	–	897
AM Hlobo	897	–	–	–	–	–	897
MZ Ndese[1]	97	–	–	–	–	–	97
Total emoluments	5 389	–	–	–	–	–	5 389

1. *Appointed as Independent Non-Executive Director effective 24 January 2025.*

41. Related parties (continued)

Related party transactions with Directors and prescribed officers (continued)

Prescribed officers' emoluments

	Salaries R'000	Short-term incentive bonuses R'000	Long-term incentive bonuses R'000	Retirement fund contributions R'000	Other benefits R'000	Total emoluments R'000
2024						
RL Shedlock[1]	2 345	9 033	3 910	263	10 579	26 130
AFS Kriek	2 640	5 981	–	305	485	9 411
JG van der Bijl	2 963	6 554	–	342	458	10 317
DW Rencken	2 856	6 317	–	330	395	9 898
WS Mazibuko[2]	2 470	2 500	–	269	436	5 675
JA Louw[3]	3 613	8 986	1 729	212	371	14 911
GM Chemaly	1 901	2 033	719	221	65	4 939
Total emoluments	18 788	41 404	6 358	1 942	12 789	81 281

1. *Resigned effective 1 September 2023.*
2. *Appointed effective 1 March 2023.*
3. *Resigned effective 31 December 2023.*

	Salaries R'000	Short-term incentive bonuses R'000	Long-term incentive bonuses R'000	Retirement fund contributions R'000	Other benefits R'000	Total emoluments R'000
2025						
AFS Kriek	3 485	6 499	–	418	934	11 336
JG van der Bijl	3 862	7 162	–	464	794	12 282
DW Rencken	3 739	6 914	–	449	782	11 884
WS Mazibuko	3 648	6 246	–	388	813	11 095
GM Chemaly	2 314	2 204	712	294	312	5 836
Total emoluments	17 048	29 025	712	2 013	3 635	52 433

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

41. Related parties (continued)

Performance shares granted to Directors and prescribed officers

The performance shares granted, forfeited and vested during the year are in terms of the long-term incentive scheme, details of which are set out in note 39 to these Group Financial Statements.

Performance shares

	Shares outstanding at 1 March 2023	Shares granted during the year	Shares forfeited during the year	Shares vested during the year	Shares outstanding at 29 February 2024	Strike price	IFRS 2 expense recognised during the year (R'000)
2024							
Executive Directors							
NF Msiza	536 297	332 807	(83 239)	(80 800)	705 065	R0.00	3 311
DC Lourens	702 107	321 807	(128 641)	(120 832)	774 441	R0.00	3 816
SJ Odendaal	259 239	234 722			493 961	R0.00	2 046
Prescribed officers							
RL Shedlock[1]	673 753	–	(548 391)	(125 362)	–	R0.00	(2 920)
AFS Kriek	144 733	227 132	–	–	371 865	R0.00	1 525
JG van der Bijl	159 207	249 242	–	–	408 449	R0.00	1 675
DW Rencken	153 466	240 248	–	–	393 714	R0.00	1 615
WS Mazibuko[2]	–	222 909	–	–	222 909	R0.00	766
JA Louw[3]	302 804	188 765	(436 114)	(55 455)	–	R0.00	(1 314)
GM Chemaly	124 483	83 720	(23 751)	(23 053)	161 399	R0.00	759
	3 056 089	2 101 352	(1 220 136)	(405 502)	3 531 802		11 279

1. *Resigned effective 1 September 2023.*
2. *Appointed effective 1 March 2023.*
3. *Resigned effective 31 December 2023.*

The forfeited performance shares relate to 100% of the "LTI Scheme 2020 (ROICE)" granted on 1 August 2020, where the ROICE performance condition was not met and where individuals have resigned during the year and therefore not met the employment term condition. The performance shares that vested during the year relate to the first 50% of "LTI Scheme 2020 (TSR)" and the second 50% of "LTI Scheme 2019 (TSR)". The target participation hurdle was achieved on the TSR performance condition. Therefore participants were awarded one Raubex Group Limited share for each performance share that vested for LTI Scheme 2020.

	Shares outstanding at 1 March 2024	Shares granted during the year	Shares forfeited during the year	Shares vested during the year	Shares outstanding at 28 February 2025	Strike price	IFRS 2 expense recognised during the year (R'000)
2025							
Executive Directors							
NF Msiza	705 065	368 130	(29 591)	(71 210)	972 394	R0.00	6 274
DC Lourens	774 441	341 835	(45 698)	(110 019)	960 559	R0.00	6 197
SJ Odendaal	493 961	252 432	(31 038)	(31 038)	684 317	R0.00	4 373
Prescribed officers							
AFS Kriek	371 865	241 914	–	–	613 779	R0.00	3 865
JG van der Bijl	408 449	262 950	–	–	671 399	R0.00	4 216
DW Rencken	393 714	257 691	–	–	651 405	R0.00	4 107
WS Mazibuko	222 909	236 655	–	–	459 564	R0.00	3 698
GM Chemaly	161 399	78 885	(8 440)	(20 316)	211 528	R0.00	1 442
	3 531 802	2 040 492	(114 767)	(232 583)	5 224 946		34 172

41. Related parties (continued)

Performance shares granted to Directors and prescribed officers (continued)

Performance shares (continued)

The forfeited performance shares relate to 100% of the "LTI Scheme 2021 (TSR)" granted on 1 August 2022, where the TSR performance condition was not met. The performance shares that vested during the year relate to the second 50% of "LTI Scheme 2020 (ROICE)" and the first 50% of "LTI Scheme 2021 (ROICE)". The stretch participation hurdle was achieved on the TSR performance condition. Therefore, participants were awarded 0.5 Raubex Group Limited share for each performance share that vested.

Interests of Directors in the share capital

Details of ordinary shares held directly and indirectly per individual director are listed below as at 28 February 2025.

	2025 Number of shares	2024 Number of shares
Beneficial – direct and indirect		
RJ Fourie	1 200 302	1 692 302
NF Msiza	20 000	20 000
DC Lourens	117 600	117 600
SJ Odendaal	4 000	–
MZ Ndese	515	–

At the date of this report, these interests remained unchanged. None of the directors have any indirect beneficial interest.

42. Directors', prescribed officers' and key management emoluments

	2025 R'000	2024 R'000
Executive		
For services as Directors of the Company	51 394	42 234
For services as prescribed officers of the Company	52 433	81 281
For services as key management	175 909	137 748

Prescribed officers of the Company consist of the Company Secretary and Executive Committee members who are not Directors of the Company.

Key management consists of directors of subsidiaries who are not defined as prescribed officers of the Company.

	Salaries R'000	Short-term incentive bonuses R'000	Retention scheme R'000	Retirement fund contributions R'000	Other benefits R'000	Total Emoluments R'000
Key management emoluments 2024	69 387	39 785	2 293	8 695	17 588	137 748
Key management emoluments 2025	86 708	15 827	44 926	10 297	18 151	175 909

43. Commitments

Capital commitments

Capital expenditure contracted for at the reporting date but not yet incurred are as follows:

	2025 R'000	2024 R'000
Property, plant and equipment	12 187	4 585
Total capital commitments	12 187	4 585

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

44. Contingencies

Total financial institution backed contract guarantees provided to third parties on behalf of subsidiary companies amounted to R5 154.8 million (2024: R3 495.5 million). The directors do not believe that any exposure to loss is likely. Total available facilities in this regard amount to R7 863.7 million (2024: R7 151.7 million).

The financial institution backed contract guarantee provided to third parties and the total available facility are subject to the Group maintaining certain gearing and EBITDA ratios. The ratios for purposes of these debt covenants are calculated in note 9 – Capital risk management.

The Group is, from time to time, involved in various claims and legal proceedings arising in the ordinary course of business. The directors do not believe that adverse decisions in any pending proceedings or claims against the Group will have a material adverse effect on the financial position or future operations of the Group.

45. Interest in subsidiaries

				Effective % held by the Group		Effective % held by non-controlling interests		Shares at cost	
		Country of incorporation and place of business	Issued share capital Shares	2025 %	2024 %	2025 %	2024 %	2025 R'000	2024 R'000
Direct									
Raubex (Pty) Ltd	H	ZA	300	100	100	–	–	2 018 163	2 018 163
Raubex FIC (Pty) Ltd	H	ZA	200	100	100	–	–	153 000	153 000
Raubex Foreign Holdings (Pty) Ltd	H	ZA	100	100	100	–	–	–	–
Indirect									
ABI2 (Pty) Ltd[1]	H	ZA	1 000	100	–	–	–	20 000	–
Attaclay (Pty) Ltd	M	ZA	1 000	17.77	17.77	82.23	82.23	–	–
Akasia Road Surfacing (Pty) Ltd	A	ZA	100	100	100	–	–	120 796	120 796
Aliwal Dolorite Quarry (Pty) Ltd	Q	ZA	100	74	74	26	26	7 619	7 619
B&E International – North (Namibia) (Pty) Ltd	P	NA	100	100	100	–	–	–	–
B&E International (Botswana) (Pty) Ltd	D	BW	10 000	74	74	26	26	–	–
B&E International (Foreign) (Pty) Ltd	C	ZA	100	100	100	–	–	–	–
B&E International (Namibia) (Pty) Ltd	C	NA	200	70	70	30	30	–	–
B&E International (Pty) Ltd	C	ZA	1 000	100	100	–	–	473 844	473 844
B&E International Crushing (Pty) Ltd	C	BW	100	100	100	–	–	–	–
B&E International Mozambique Limitada	C	MZ	16 835	100	100	–	–	–	–
B&E International Swaziland (Pty) Ltd	C	SZ	100	100	100	–	–	–	–
Bauba Resources (Pty) Ltd	M	ZA	733 880 499	65.01	65.01	34.99	34.99	178 139	178 139
Bauba A Hlabirwa Mining Investments (Pty) Ltd	M	ZA	190	47.90	47.90	52.10	52.10	–	–
Belabela Asphalt (Pty) Ltd	A	BW	100	75	75	25	25	1	1
Belabela Quarries (Pty) Ltd	Q	BW	1 660 000	74	74	26	26	–	–
Canyon Rock (Pty) Ltd	Q	ZA	120	74	74	26	26	46 294	46 294
Centremark Roadmarking (Pty) Ltd	RM	ZA	102	100	100	–	–	–	–
Cloetesdal Developments (Pty) Ltd	I	ZA	100	60.68	60.68	39.32	39.32	–	–

45. Interest in subsidiaries (continued)

				Effective % held by the Group		Effective % held by non-controlling interests		Shares at cost	
		Country of incorporation and place of business	Issued share capital Shares	2025 %	2024 %	2025 %	2024 %	2025 R'000	2024 R'000
Indirect (continued)									
Comar Plant Design and Manufacturing (Pty) Ltd	P	ZA	1 000	100	100	–	–	3 000	3 000
Crushco (Pty) Ltd	Q	ZA	100	74	74	26	26	–	–
Dookarniny (Pty) Ltd[2]	I	AU	100	35	–	65	–	1	–
Donkerhoek Quarry (Pty) Ltd	Q	ZA	200	100	100	–	–	16 500	16 500
Donkerhoek Quartzite (Pty) Ltd	Q	ZA	4 000	74	74	26	26	–	–
Dune Resources (Pty) Ltd	H	ZA	7 800	60	60	40	40	23 370	23 370
Empa Structures (Pty) Ltd[1]	I	ZA	100	100	70	–	30	39 099	4 099
Forte Demolition Solutions (Pty) Ltd	T	ZA	100	49	49	51	51	–	–
Forward Infra (Pty) Ltd	RM	ZA	100	49	49	51	51	–	–
Greenmined Environmental (Pty) Ltd	E	ZA	1 000	100	100	–	–	–	–
Harding Quarry (Pty) Ltd	Q	ZA	870 000	74	74	26	26	–	–
Howard Quarry (Pty) Ltd	Q	ZA	100	74	74	26	30	–	–
Inzalo Crushing and Aggregates (Pty) Ltd	Q	ZA	10 000	74	74	26	26	9	9
Kalahari Asphalt and Paving (Pty) Ltd	A	BW	100	100	100	–	–	–	–
L&R Civil (Pty) Ltd[3]	I	ZA	300	100	70	–	30	–	–
Malmesbury Sand (Pty) Ltd	Q	ZA	4 000	70	70	30	30	10 600	10 600
Matlosana Industries (Pty) Ltd	Q	ZA	100	60	60	40	40	–	–
Metadynamics (Pty) Ltd	G	ZA	120	70	70	30	30	25 000	25 000
Middelburg Quarry (Pty) Ltd	Q	ZA	100	74	74	26	26	2 300	2 300
Milling Techniks (Pty) Ltd	R	ZA	100	100	100	–	–	15 000	15 000
Narindonde Construction (Pty) Ltd	C	NA	100	100	100	–	–	–	–
Naboom Mining Company (Pty) Ltd	M	ZA	100	48.10	48.1	51.90	51.9	–	–
Naboom Mauritius Mining Company Limited	H	MU	1	65.01	65.01	34.99	34.99	–	–
National Asphalt (Pty) Ltd	A	ZA	100	100	100	–	–	–	–
Namli Exploration and Mining (Pty) Ltd	M	ZA	160	60	60	40	40	–	–
Ndarama Mineral Resources (Pty) Ltd	M	ZA	100	65.01	65.01	34.99	34.99	–	–
Nuco Chrome Bophuthatswana (Pty) Ltd	M	ZA	100	48.10	48.10	51.90	51.90	–	–
OMV (Pty) Ltd	Q	ZA	800	70	70	30	30	54 452	54 452
OMV Kimberley (Pty) Ltd	Q	ZA	800	100	100	–	–	37 500	37 500
OMV Kimberley Mining (Pty) Ltd	Q	ZA	100	74	74	26	26	–	–
OMV Mining (Pty) Ltd	Q	ZA	100	74	74	26	26	–	–
OMV Stilfontein (Pty) Ltd	D	ZA	800	70	70	30	30	34 706	34 706
Petra Quarry (Pty) Ltd	Q	ZA	100	74	74	26	26	3 849	3 849
Phuhlisa Development Solutions (Pty) Ltd	F	ZA	1 000	80	80	20	20	418	418
Queenstown Quarry (Pty) Ltd	Q	ZA	100	74	74	26	26	21 929	21 929

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

45. Interest in subsidiaries (continued)

		Country of incorporation and place of business	Issued share capital Shares	Effective % held by the Group 2025 %	Effective % held by the Group 2024 %	Effective % held by non-controlling interests 2025 %	Effective % held by non-controlling interests 2024 %	Shares at cost 2025 R'000	Shares at cost 2024 R'000
Indirect (continued)									
Raubex (Pty) Ltd	H	AU	7 000	100	100	–	–	–	–
Raubex Building (Pty) Ltd	I	ZA	100	82	82	18	18	31 200	31 200
Raubex Building Group (Pty) Ltd	I	ZA	1 000	82	82	18	18	–	–
Raubex Construction (Pty) Ltd	R	ZA	1 000	100	100	–	–	87 301	87 301
Raubex Construction (Pty) Ltd	R	AU	100	70	70	30	30	933	933
Raubex Construction (Mauritius) Ltd	I	MU	100	100	100	–	–	1	1
Raubex Construction (Pty) Ltd – Swaziland	R	SZ	1 000	100	100	–	–	–	–
Raubex Construction Zambia Ltd	R	ZM	5 000 000	100	100	–	–	6 009	6 009
Raubex Construction Zimbabwe (Pvt) Ltd	I	ZW	1 400	88	88	12	12	1	1
Raubex Facilities Management (Pty) Ltd	I	ZA	100	82	82	18	18	1	1
Raubex Infra (Pty) Ltd	I	ZA	900	100	100	–	–	40 224	40 224
Raubex Infrastructure Holdings (Pty) Ltd	H	ZA	100	100	100	–	–	–	–
Raubex KZN (Pty) Ltd	R	ZA	100	100	100	–	–	43 907	43 907
Raubex Lesotho Construction (Pty) Ltd	R	LS	1 000	100	100	–	–	–	–
Raubex Ltd	I	CM	1 000 000	100	100	–	–	–	–
Raubex Materials Holdings (Pty) Ltd	H	ZA	100	100	100	–	–	14 999	14 999
Raubex Mining (Pty) Ltd	Q	ZA	100	70	70	30	30	–	–
Raubex Property Investments (Pty) Ltd[1]	P	ZA	1 000	100	–	–	–	–	–
Raubex REI Holdings (Pty) Ltd	H	ZA	100	100	100	–	–	–	–
Raubex Roads and Earthworks Holdings (Pty) Ltd	H	ZA	100	100	100	–	–	84 550	84 550
Raudev (Pty) Ltd	I	ZA	100	80	80	20	20	8 084	8 084
Raudprop 1 (Pty) Ltd	P	ZA	100	80	80	20	20	–	–
Raudprop 2 (Pty) Ltd	P	ZA	100	80	80	20	20	–	–
Raumix Aggregates (Pty) Ltd	Q	ZA	916	100	100	–	–	–	–
Raumix Holdings (Pty) Ltd	H	ZA	100	100	100	–	–	23 674	23 674
Raumix Mining (Pty) Ltd	Q	ZA	100	100	100	–	–	–	–
Roadmac (Pty) Ltd	R	AU	100	75	75	25	25	–	–
Roadmac Chip and Seal (Pty) Ltd	R	NA	100	49	49	51	51	–	–
Roadmac Surfacing (Pty) Ltd	R	ZA	100	100	100	–	–	20 000	20 000
Roadmac Surfacing Cape (Pty) Ltd	R	ZA	200	100	100	–	–	24 299	24 299
Shisalanga Construction (Pty) Ltd	A	ZA	100	90	90	10	10	48 300	48 300
Similan Developments (Pty) Ltd	I	ZA	100	68	68	32	32	–	–
SPH Sand (Pty) Ltd	Q	ZA	100	74	74	26	26	–	–
SPH Kundalila (Pty) Ltd	C	ZA	100	100	100	–	–	111 336	111 336

45. Interest in subsidiaries (continued)

		Country of incorporation and place of business	Issued share capital Shares	Effective % held by the Group 2025 %	Effective % held by the Group 2024 %	Effective % held by non-controlling interests 2025 %	Effective % held by non-controlling interests 2024 %	Shares at cost 2025 R'000	Shares at cost 2024 R'000
Indirect (continued)									
Thandisizwe Quarry (Pty) Ltd	Q	ZA	100	70	70	30	30	–	–
Strata Civils (Pty) Ltd	I	ZA	500	100	100	–	–	–	–
Stopetek Properties (Pty) Ltd	H	ZA	3 800	34.3	34.3	65.7	65.7	18 000	18 000
Syiaka Specialised Services (Pty) Ltd	C	ZA	100	49	49	51	51	–	–
Tosas (Pty) Ltd	H	ZA	100	100	100	–	–	120 000	120 000
Tosas Eastern Cape (Pty) Ltd	B	ZA	100	100	100	–	–	–	–
Tosas Botswana (Pty) Ltd	B	BW	134	100	100	–	–	–	–
Tosas Namibia (Pty) Ltd	B	NA	100	100	100	–	–	–	–
Transkei Quarries (Pty) Ltd	Q	ZA	100	49	49	51	51	–	–
Ukumaka (Pty) Ltd	RM	ZA	100	49	49	51	51	–	–
Verlesha (Pty) Ltd	Q	ZA	100	74	74	26	26	–	–
Westforce Construction (Pty) Ltd	I	AU	4 000	80	80	20	20	88 011	88 011
Willows Quarries (Pty) Ltd	Q	ZA	100	74	74	26	26	–	–
Zisena (Pty) Ltd	R	ZA	100	49	49	51	51	–	–

1. *Refer to note 6 for details regarding the movement of shares.*
2. *New entity established during the year.*
3. *Empa Structures (Pty) Ltd holds a 100% interest in L&R Civil (Pty) Ltd. As a result of the transaction involving Empa Structures (Pty) Ltd during the year, the Group's effective shareholding in L&R Civil (Pty) Ltd increased from 70% to 100%. Refer to note 6 for further details.*

100% owned dormant entities have not been disclosed in the table above.

Nature of business:

A Asphalt production
B Manufacturing and distribution of value-added bituminous products
C Contract crushing and material handling
D Dormant entity
E Application for water permits, mining licences and environmental control
F Professional consulting firm – Engineering and project management services
G Gypsum calcining and milling entity
H Investment and holding company
I Infrastructure
RM Road marking
M Mining
P Property rental company
Q Commercial quarrying
R Rehabilitation of roads, civil and general construction work
T Turnkey demolition, remediation and asbestos abatement solutions entity

Country of incorporation and place of business:

AU Australia
BW Botswana
CM Cameroon
SZ Eswatini
LS Lesotho
MU Mauritius
MZ Mozambique
NA Namibia
ZA South Africa
ZM Zambia
ZW Zimbabwe

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

45. Interest in subsidiaries (continued)

Roadmac Surfacing (Pty) Ltd operates through a branch registered in Namibia.

Raubex (Pty) Ltd operates through branches registered in Namibia and Zimbabwe.

Raubex Construction (Pty) Ltd operates through a branch registered in Botswana.

B&E International (Foreign) (Pty) Ltd operates through branches registered in Lesotho, Namibia and Zimbabwe.

SPH Kundalila (Pty) Ltd operates through a branch registered in Namibia.

The Group tests annually whether control exists in entities in which the Group holds less than 50%. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

All subsidiary undertakings are included in the consolidation. The proportion of the voting rights in the subsidiary undertakings held directly by the parent company do not differ from the proportion of ordinary shares held.

Management has assessed that, in terms of IFRS 10, the Group is considered to exercise control over these entities through its ability to affect returns and direct the entities' relevant activities, despite owning 50% or less of the issued shares. Thus, the Group has power over and is exposed to, or has rights to, variable returns from its involvement with these entities:

- Attaclay (Pty) Ltd
- Bauba A Hlabirwa Mining Investments (Pty) Ltd
- Dookarniny (Pty) Ltd
- Forte Demolition Solutions (Pty) Ltd
- Forward Infra (Pty) Ltd
- Naboom Mining Company (Pty) Ltd
- Nuco Chrome Bophuthatswana (Pty) Ltd
- Roadmac Chip and Seal (Pty) Ltd
- Stopetek Properties (Pty) Ltd
- Syiaka Specialised Services (Pty) Ltd
- Transkei Quarries (Pty) Ltd
- Ukumaka (Pty) Ltd
- Zisena (Pty) Ltd

Management considered the following factors in determining control:

- The involvement of the Group in decision-making over significant transactions and/or investments;
- The involvement of the Group in determining the policies and processes in place at these entities;
- The number of directors the Group has on the Boards of these entities;
- The relation of the other shareholders of these entities to the Group; and
- The dependence of these entities on the Group and/or its subsidiaries.

Raubex Construction Namibia (Pty) Ltd was deregistered during the year.

All subsidiaries in the Group have the same year-ends. The Group maintains a register of all subsidiaries for inspection at the registered office of Raubex Group Limited.

45. Interest in subsidiaries (continued)

Significant restrictions

There are no significant restrictions on the Group's ability to access or use the assets and settle the liabilities of the Group.

Set out below is the aggregate of all subsidiaries with non-controlling interests in the Group:

	Total comprehensive income for the period R'000	Dividends paid to non-controlling interest R'000	Total assets R'000	Total liabilities R'000	Net increase in cash and cash equivalents R'000
At 29 February 2024					
Aggregate of all subsidiaries with non-controlling interests in the Group[1]	628 801	(64 851)	7 947 467	5 664 552	156 725
Total	628 801	(64 851)	7 947 467	5 664 552	156 725
At 28 February 2025					
Aggregate of all subsidiaries with non-controlling interests in the Group[1]	**274 144**	**(98 998)**	**8 204 308**	**6 522 392**	**42 781**
Total	**274 144**	**(98 998)**	**8 204 308**	**6 522 392**	**42 781**

	Non-controlling interest balance at the beginning of the year R'000	Total comprehensive income attributable to non-controlling interest R'000	Non-controlling interest on acquisition of subsidiary R'000	Disposal, acquisition and other changes of non-controlling interests R'000	Dividends paid to non-controlling interest R'000	Non-controlling interest balance at the end of the year R'000
At 29 February 2024						
Aggregate of all subsidiaries with non-controlling interests in the Group[1]	504 985	226 124	(537)	35 475	(64 851)	701 196
Total	504 985	226 124	(537)	35 475	(64 851)	701 196
At 28 February 2025						
Aggregate of all subsidiaries with non-controlling interests in the Group[1]	**701 196**	**(23 870)**	**(27 436)**	**–**	**(98 997)**	**550 893**
Total	**701 196**	**(23 870)**	**(27 436)**	**–**	**(98 997)**	**550 893**

1. *Refer to the table at the beginning of note 45 for the full list of subsidiaries with non-controlling interest in the Group. None of these individual subsidiaries are material to the Group.*

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

46. Interest in joint operations

Joint operations are those entities in which the Group has joint control. The Group recognises its direct right to assets, liabilities, revenue and expenses and its share of any jointly held or incurred assets, liabilities, revenue and expenses of joint operations in the consolidated Financial Statements.

Joint operations	Country	Nature of business	Interest held 2025 (%)	Interest held 2024 (%)
Censtra Joint Operation	South Africa	Road Construction	100%	100%
Kentha/Raumix Joint Operation	South Africa	Aggregates	49%	49%
Phoenix Highway Joint Operation	South Africa	Road Construction	60%	60%
PCI – Inenzo – Raubex – Devcotech Consortium	South Africa	Infrastructure	25%	25%
Raubex/Enza Joint Operation	South Africa	Road Construction	50%	50%
Raubex/Enza/RB Joint Operation	South Africa	Road Construction	40%	40%
Raubex/Esor Joint Operation	Eswatini	Road Construction	50%	50%
Raubex/Esor Joint Operation	South Africa	Road Construction	50%	50%
Raubex/Nodoli Joint Operation	South Africa	Infrastructure	50%	50%
Raubex/Roadmac Joint Operation	South Africa	Road Construction	100%	100%
Raubex/Umso Joint Operation	South Africa	Road Construction	60%	60%
Raubex Building/Enza Construction Joint Operation	South Africa	Infrastructure	50%	50%
Raubex Building/Umso Construction Joint Operation	South Africa	Infrastructure	70%	70%
Raubex Infra/Enza Joint Operation	South Africa	Infrastructure	50%	50%
Roadmac Surfacing/Enza Joint Operation	South Africa	Road Surfacing	40%	40%
Roadmac Surfacing/RTH Joint Operation	South Africa	Road Surfacing	40%	40%
Senqu Bridge Joint Operation	Lesotho	Road Construction	25%	25%
Vharanani/Raubex Joint Operation	South Africa	Road Surfacing	49%	49%

Financial information:

	2025 R'000	2024 R'000
Statement of financial position		
(Recognised in proportion to interest in assets and liabilities)		
Assets		
Current assets	214 918	180 283
Non-current assets	27 995	49 506
Total assets	242 913	229 789
Equity and liabilities		
Equity	20 442	7 978
Current liabilities	211 992	211 106
Non-current liabilities	10 479	10 705
Total equity and liabilities	242 913	229 789
Statement of profit or loss		
(Recognised in proportion to interest in assets and liabilities)		
Revenue	742 905	622 368
Profit attributable to Group	43 597	46 372

The Group maintains a register of all joint operations for inspection at its registered office.

Parties collectively control the arrangements and decisions about relevant activities that require unanimous consent.

47. Events after the reporting period

The directors are not aware of any subsequent events that occurred between year-end and date of authorisation of the Annual Financial Statements that require any adjustment or additional disclosure in the Annual Financial Statements.

48. Translation of foreign currencies

Functional and presentation currency

Items included in the Financial Statements of each of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (the functional currency). The consolidated Financial Statements are presented in South African Rand, which is the Group's presentation currency.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of profit or loss. Translation differences on non-monetary financial assets and liabilities are reported as part of the fair value gain or loss. Translation differences on non-monetary financial assets and liabilities such as equities held at fair value through profit or loss are recognised in profit or loss as part of the fair value gain or loss.

Group companies

The results and financial position of all the Group entities that have a functional currency different from the presentation currency, are translated into the presentation currency as follows:

- assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position;
- income and expenses for each statement of profit or loss are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rate on the dates of the transactions); and
- all resulting exchange differences are recognised in other comprehensive income.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate. Exchange differences arising are recognised in other comprehensive income.

49. Standards, interpretations and amendments to published standards

New and amended standards adopted by the Group:

A number of International Financial Reporting Standards, Interpretations and Amendments have become effective for the first time for the year ended 28 February 2025.

None of the standards and amendments had a significant effect on the results of operations, the financial position of the Group and the current presentation and layout of the Financial Statements.

Number	Effective date
Amendment to IAS 1: *Non-current liabilities with covenants*	Annual periods beginning on or after 1 January 2024
Amendment to IFRS 16: *Leases on sale and leaseback*	Annual periods beginning on or after 1 January 2024
Amendments to Supplier Finance Arrangements (IAS 7 and IFRS 7)	Annual periods beginning on or after 1 January 2024

Notes to the Group Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

49. Standards, interpretations and amendments to published standards (continued)

New standards and interpretations not yet adopted by the Group:

A number of International Financial Reporting Standards, Interpretations and Amendments have been issued during the year but are not yet effective for the year ended 28 February 2025 and have not been early adopted by the Group.

Except for the effects of IFRS 18, none of these amendments are expected to have a significant effect on the results of operations, the financial position of the Group and the current presentation and layout of the Financial Statements. The effects of IFRS 18 cannot be reasonably determined at this stage but the expectation is that it will have a substantial effect on the presentation and layout of the Financial Statements for the year ended 29 February 2028.

Number	Effective date
Amendments to IAS 21: *Lack of Exchangeability* (Amendments to IAS 21)	Annual periods beginning on or after 1 January 2025
Amendment to IFRS 9: *Classification and Measurement of Financial Instruments*	Annual periods beginning on or after 1 January 2026
IFRS 18: *Presentation and Disclosure in Financial Statements*	Annual periods beginning on or after 1 January 2027
IFRS 19: *Subsidiaries without Public Accountability*	Annual periods beginning on or after 1 January 2027

Holding Company Statement of Financial Position

FOR THE YEAR ENDED 28 FEBRUARY 2025

	Note	2025 R'000	2024 R'000
ASSETS			
Non-current assets			
Investment in subsidiaries	4.1	**2 384 893**	2 350 721
Total non-current assets		**2 384 893**	2 350 721
Current assets			
Loans to Group companies	4.2	**140 476**	123 609
Cash and cash equivalents	5	**–**	29
Total current assets		**140 476**	123 638
Total assets		**2 525 369**	2 474 359
EQUITY			
Ordinary shares	6	**1 817**	1 817
Share premium	6	**2 059 776**	2 059 776
Reserves		**95 189**	61 017
Retained income		**303 926**	305 848
Total equity		**2 460 708**	2 428 458
LIABILITIES			
Current liabilities			
Loans from Group companies	4.2	**64 113**	44 947
Trade and other payables	7	**548**	954
Total current liabilities		**64 661**	45 901
Total liabilities		**64 661**	45 901
Total equity and liabilities		**2 525 369**	2 474 359

The notes on pages 203 to 213 are an integral part of these Financial Statements.

Holding Company Statement of Comprehensive Income

FOR THE YEAR ENDED 28 FEBRUARY 2025

	Note	2025 R'000	2024 R'000
Revenue	8	338 055	223 237
Administrative expenses		(1 924)	(1 718)
Operating profit		336 131	221 519
Finance income	9	2	2
Profit before income tax		336 133	221 521
Income tax expense	10	–	–
Profit for the year		336 133	221 521
Other comprehensive income		–	–
Total comprehensive income for the year		336 133	221 521

The notes on pages 203 to 213 are an integral part of these Financial Statements.

Holding Company Statement of Changes in Equity

FOR THE YEAR ENDED 28 FEBRUARY 2025

	Share capital R'000	Share premium R'000	Reserves for own shares/share repurchase reserve R'000	Retained earnings R'000	Total equity R'000
Balance at 1 March 2023	1 817	2 059 776	49 738	336 960	2 448 291
Changes in equity:					
Share option reserve (note 4.1)	–	–	11 279	–	11 279
Total comprehensive income for the year	–	–	–	221 521	221 521
Dividends paid	–	–	–	(252 633)	(252 633)
Total changes	–	–	11 279	(31 112)	(19 833)
Balance at 29 February 2024	1 817	2 059 776	61 017	305 848	2 428 458
Changes in equity:					
Share option reserve (note 4.1)	–	–	34 172	–	34 172
Total comprehensive income for the year	–	–	–	336 133	336 133
Dividends paid	–	–	–	(338 055)	(338 055)
Total changes	–	–	34 172	(1 922)	32 250
Balance at 28 February 2025	1 817	2 059 776	95 189	303 926	2 460 708
Note	6	6			

The notes on pages 203 to 213 are an integral part of these Financial Statements.

Holding Company Statement of Cash Flows

FOR THE YEAR ENDED 28 FEBRUARY 2025

	Note	2025 R'000	2024 R'000
Cash flow from operating activities			
Cash used in operations	11	(2 329)	(1 671)
Dividends received	8	338 055	223 237
Interest received	9	2	2
Taxation paid	10	–	–
Net cash generated from operating activities		335 728	221 568
Cash flows from investing activities			
Loans to Group companies advanced		(383 921)	(792 136)
Loans to Group companies repaid		367 053	918 577
Net cash (used in)/generated from investing activities		(16 868)	126 441
Cash flows from financing activities			
Dividends paid		(338 055)	(252 633)
Loans from Group companies advanced		46 253	35 507
Loans from Group companies repaid		(27 087)	(131 288)
Net cash used in financing activities		(318 889)	(348 415)
Net decrease in cash and cash equivalents		(29)	(406)
Cash and cash equivalents at the beginning of the year		29	435
Cash and cash equivalents at the end of the year	5	–	29

The notes on pages 203 to 213 are an integral part of these Financial Statements.

Holding Company Notes to the Financial Statements

FOR THE YEAR ENDED 28 FEBRUARY 2025

1. Summary of significant accounting policies

The Financial Statements of Raubex Group Limited have been prepared in accordance with the IFRS® Accounting Standards (IFRS), the IFRIC® Interpretations (IFRIC), the JSE Listings Requirements and the Companies Act, 71 of 2008, of South Africa and are consistent with those of the previous year. The Financial Statements have been prepared under the historical cost convention, as modified by financial assets and financial liabilities (including derivative instruments) at fair value through profit or loss.

After making enquiries, the directors are satisfied that the Company has adequate resources to continue in operational existence for the foreseeable future. The Company therefore continues to adopt the going concern basis in preparing its Financial Statements.

1.1 Investments in subsidiaries

Investments in subsidiaries are carried at cost less any accumulated impairment.

The recoverable amount of the Company's investments in subsidiaries are calculated as the present value of estimated future cash flows, discounted at the original effective interest rate (i.e. the effective interest rate computed at initial recognition of these financial assets).

The cost of an investment in a subsidiary is the aggregate of:

- the fair value, at the date of exchange, of assets given, liabilities incurred or assumed, and equity instruments issued by the Company; plus
- any costs directly attributable to the purchase of the subsidiary.

An adjustment to the cost of a business combination contingent on future events is included in the cost of the combination if the adjustment is probable and can be measured reliably.

1.2 Financial instruments

Financial instruments are recognised when the entity becomes party to the contractual provisions of the instruments. The Company classifies its financial instruments into the following categories depending on the purpose for which the instrument was acquired. Management determines the classification at the time of initial recognition:

- Financial assets at amortised cost;
- Financial assets at fair value through profit or loss (FVPL);
- Financial assets at fair value through other comprehensive income (FVOCI);
- Financial liabilities at amortised cost; and
- Financial liabilities at fair value through profit or loss (FVPL).

Financial instruments are recognised initially on transaction date at fair value. For financial instruments carried at fair value through profit or loss, transaction costs are recognised immediately in the statement of comprehensive income.

No financial instruments were designated as held at fair value through profit or loss during the year. All financial instruments held at fair value through profit or loss are default classifications in terms of IFRS 9.

Financial assets held at amortised cost

Financial assets held at amortised cost are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Amortised cost is calculated using the effective interest rate method.

Gains and losses are recognised in profit or loss when the financial assets are derecognised or impaired, as well as through the amortisation process.

Financial assets are impaired when there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset and has an impact on the estimated future cash flows of the asset that can be reliably estimated.

A loss allowance in respect of financial assets held at amortised cost is reversed if the subsequent increase in recoverable amount can be related objectively to an event occurring after the impairment loss was recognised.

Holding Company Notes to the Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

1. Summary of significant accounting policies (continued)

1.2 Financial instruments (continued)

Financial assets held at amortised cost on the face of, or included in the notes to, the statement of financial position includes:

(a) Trade and other receivables

Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest rate method, less provisions for impairment.

(b) Cash and cash equivalents and bank overdrafts

Cash and cash equivalents include cash on hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less and bank overdrafts. The Company has policies that limit the amount of credit exposure to any financial institution and only creditable financial institutions are used, therefore the estimated credit losses are immaterial.

Impairment of financial assets held at amortised cost

The Company's financial assets are subject to the expected credit loss model.

The Company applies IFRS 9's simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables and contract assets.

The expected loss rates are based on the revenue payment profiles over a 12-month period before 1 March 2024 together with the corresponding historical credit losses experienced within these periods per customer classification. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Company has identified the GDP, inflation rates, prime lending rates and the credit ratings of South Africa in which it operates to be the most relevant factors, and has accordingly adjusted the historical loss rates based on expected changes in these factors.

For all other financial assets held at amortised cost, no significant expected credit loss was noted during the year after consideration was given to the liquidity, forecasts and order books of the underlying Group companies. The Company applies the measurement provisions of IFRS 9, including those relating to impairment allowances on financial assets/ investments in subsidiaries at amortised cost, to all financial instruments within the measurement scope of IFRS 9. The Company's impairment methodology relating to financial assets at amortised cost is detailed in note 4.2 of the Company Annual Financial Statements. Furthermore, there have been no issues with repayments and no history of default exists on these financial assets.

In determining the recoverability of trade and other receivables, the Company considers, amongst others, the frequency of payments, the financial performance of the relevant parties and any contractual agreements that might be in place. If there is no reasonable expectation of recovery then the trade receivable is written off. Where receivables are written off, it is company policy to continue to engage in enforcement activity in order to attempt to recover the receivable due. When recoveries are made, these are included in profit or loss.

Financial liabilities held at amortised cost

These instruments include trade payables, accruals and bank overdrafts and are carried at amortised cost. Financial liabilities shown on the face of, or included in the notes to, the statement of financial position include:

(a) Trade and other payables

Trade and other payables are liabilities to pay for goods or services that have been received or supplied and have been invoiced or formally agreed with the supplier. Trade payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method. The obligation arising is expected to be settled within 12 months of the reporting date.

Derecognition

Financial instruments are derecognised when substantially all risks and rewards of ownership have been transferred.

Financial assets or a portion thereof are derecognised when the Company's contractual rights to the cash flows expire or when the Company transfers all the risks and rewards related to the financial asset or when the Company loses control of the financial asset. Financial liabilities or a portion thereof are derecognised when the obligations specified in the contract are discharged, cancelled or expire.

Holding Company Notes to the Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

1. Summary of significant accounting policies (continued)

1.3 Share capital and equity

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities.

Ordinary shares are classified as equity.

If the Company reacquires its own equity instruments, the consideration paid, including any directly attributable incremental costs (net of income taxes) on those instruments are deducted from equity.

Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

1.4 Share-based payments

The Company operates an equity-settled share-based compensation plan, where it grants rights over its equity instruments to the employees of its subsidiary.

The grant by the Company of performance shares over its equity instruments to the employees of subsidiary undertakings in the Group is treated as a capital contribution. The fair value of employee services received, measured by reference to the grant date fair value, is recognised over the vesting period as an increase to investment in subsidiary, with a corresponding credit to equity. When the shares are issued, the Company either issues new shares or uses treasury shares held within the Group.

1.5 Revenue recognition

The Company's only revenue stream is dividend income which is measured at the fair value of the consideration received. This is therefore not revenue in terms of IFRS 15.

Dividends are recognised, in profit or loss, when the Company's right to receive payment has been established.

1.6 Group restructuring transactions

The Company recognises the profit or loss arising on any Group restructuring transactions in other gains or losses. The profit or loss recognised is the difference between the cost of the investment disposed of and the proceeds received.

1.7 Standards, interpretations and amendments to published standards

New and amended standards adopted by the Company

A number of International Financial Reporting Standards, Interpretations and Amendments have become effective for the first time for the year ended 28 February 2025. None of these standards, interpretations or amendments have a significant effect on the Company's financial reporting.

Number	Effective date
Amendment to IAS 1: *Non-current liabilities with covenants*	Annual periods beginning on or after 1 January 2024
Amendment to IFRS 16: *Leases on sale and leaseback*	Annual periods beginning on or after 1 January 2024
Amendments to Supplier Finance Arrangements (IAS 7 and IFRS 7)	Annual periods beginning on or after 1 January 2024

New standards and interpretations not yet adopted by the Company

A number of International Financial Reporting Standards, Interpretations and Amendments have been issued during the year but are not yet effective for the year ended 28 February 2025 and have not been early adopted by the Company.

Except for the effects of IFRS 18, none of these amendments are expected to have a significant effect on the results of operations, the financial position of the Company and the current presentation and layout of the Financial Statements. The effects of IFRS 18 cannot be reasonably determined at this stage but the expectation is that it will have a substantial effect on the presentation and layout of the Financial Statements for the year ended 29 February 2028.

Holding Company Notes to the Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

1. Summary of significant accounting policies (continued)

1.7 Standards, interpretations and amendments to published standards (continued)

New standards and interpretations not yet adopted by the Company (continued)

Number	Effective date
Amendments to IAS 21: *Lack of Exchangeability* (Amendments to IAS 21)	Annual periods beginning on or after 1 January 2025
Amendment to IFRS 9: *Classification and Measurement of Financial Instruments*	Annual periods beginning on or after 1 January 2026
IFRS 18: *Presentation and Disclosure in Financial Statements*	Annual periods beginning on or after 1 January 2027
IFRS 19: *Subsidiaries without Public Accountability*	Annual periods beginning on or after 1 January 2027

2. Financial instruments and financial risk management

Overview

The Company's activities expose it to a variety of financial risks: market risk (including cash flow interest rate risk), credit risk and liquidity risk. The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's financial performance.

Risk management is carried out by the Executive Committee under approval by the Board of Directors. The Executive Committee identifies and evaluates financial risks in close cooperation with the Group's operating units. The Board provides principles for overall risk management.

Categories of financial instruments

	Note	Financial assets held at amortised cost R'000	Financial liabilities held at amortised cost R'000	Total carrying value R'000
At 29 February 2024				
Loans to Group companies	4.2	123 609	–	123 609
Cash and cash equivalents	5	29	–	29
Loans from Group companies	4.2	–	(44 947)	(44 947)
Trade and other payables	7	–	(954)	(954)
Total		123 638	(45 901)	77 737
At 28 February 2025				
Loans to Group companies	4.2	140 476	–	140 476
Cash and cash equivalents	5	–	–	–
Loans from Group companies	4.2	–	(64 113)	(64 113)
Trade and other payables	7	–	(548)	(548)
Total		140 476	(64 661)	75 815

Holding Company Notes to the Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

2. Financial instruments and financial risk management (continued)

Financial risk factors

(a) Market risk

(i) Cash flow interest rate risk

The Company has interest-bearing assets in the form of cash and cash equivalents. The Company's finance income cash flows are exposed to interest rate risk and are dependent on market interest rates (refer to sensitivity analysis below).

Interest rate risk – Sensitivity analysis

Interest rate risk is presented by way of sensitivity analysis in accordance with IFRS 7. These show the effects of changes in market interest rates on interest payments, interest income and expense, other income components and, if appropriate, shareholders' equity. A one percentage point movement in the prime interest rate would have the following effect on post-tax profit for the year:

	2025 1% R'000	2025 -1% R'000	2024 1% R'000	2024 -1% R'000
Cash and cash equivalents	–	–	–	–
Increase/(decrease) in profitability	–	–	–	–

(b) Credit risk

Cash and cash equivalents – The Company has policies that limit the amount of credit exposure to any financial institution and only creditable financial institutions are used, therefore the estimated credit losses are immaterial. Refer to credit ratings of cash and cash equivalents below.

Loans to Group companies – The Company monitors its credit exposure to loans advanced to Group companies on an ongoing basis by assessing the applicable Company's financial position, forecasts and order books where applicable, at reporting date. Loss allowances are raised where applicable based on expected credit losses.

	Rating	2025 R'000	2024 R'000
Concentration of credit risk			
Cash and cash equivalents	BB	–	29
Total cash and cash equivalents (refer to note 5)		–	29

The credit ratings above have been obtained from publicly available information.

(c) Liquidity risk

Prudent liquidity risk management includes maintaining sufficient cash. The Group operates a treasury function where all surplus cash is transferred to Raubex (Pty) Ltd.

Management monitors rolling forecasts of the Company's liquidity reserve on the basis of expected cash flows. The following are the contractual maturities of financial liabilities, including interest payments and excluding the impact of netting agreements:

	Carrying amount R'000	Contractual cash flows R'000	Within 1 year R'000	2 to 5 years R'000
Year ended 29 February 2024				
Non-derivative financial liabilities				
Loans from Group companies	44 947	44 947	44 947	–
Trade and other payables	954	954	954	–
Total	45 901	45 901	45 901	–

Holding Company Notes to the Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

2. Financial instruments and financial risk management (continued)

Financial risk factors (continued)

(c) ***Liquidity risk*** (continued)

	Carrying amount R'000	Contractual cash flows R'000	Within 1 year R'000	2 to 5 years R'000
Year ended 28 February 2025				
Non-derivative financial liabilities				
Loans from Group companies	64 113	64 113	64 113	–
Trade and other payables	548	548	548	–
Total	64 661	64 661	64 661	–

Loans from Group companies and trade payables are held at amortised cost and the impact of discounting is deemed to not be significant based on their short-term nature. Therefore, the carrying values are deemed to approximate their fair value.

3. Capital risk management

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. The Company monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings less cash and cash equivalents. Total capital is calculated as equity, as shown in the statement of financial position, plus net debt.

The gearing ratio expressed as a percentage of net debt to total capital plus net debt is calculated below:

	2025 R'000	2024 R'000
Cash and cash equivalents (refer note 5)	–	(29)
Loans from Group companies (refer note 4.2)	64 113	44 947
Net debt	64 113	44 918
Total equity	2 460 708	2 428 458
Total capital and net debt	2 524 821	2 473 376
Gearing ratio	2.54%	1.82%

4.1 Investment in subsidiaries

	2025 R'000	2024 R'000
Name of company		
Direct investment at cost*		
Raubex (Pty) Ltd	2 018 163	2 018 163
Raubex FIC (Pty) Ltd	153 000	153 000
Total direct investment in subsidiaries	2 171 163	2 171 163

* *Disclosure table excludes investments directly held by the Company with a cost of less than R450.*

Holding Company Notes to the Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

4.1 Investment in subsidiaries (continued)

	2025 R'000	2024 R'000
Indirect investment on issue of share options to employees of subsidiaries		
B&E International (Pty) Ltd	13 940	13 940
National Asphalt (Pty) Ltd	10 496	10 496
Raubex (Pty) Ltd	169 766	135 594
Raubex Construction (Pty) Ltd	2 057	2 057
Raubex KZN (Pty) Ltd	2 104	2 104
Raumix Aggregates (Pty) Ltd	1 707	1 707
Roadmac Surfacing (Pty) Ltd	3 178	3 178
Roadmac Surfacing Cape (Pty) Ltd	1 058	1 058
SPH Kundalila (Pty) Ltd	9 424	9 424
Total indirect investment in subsidiaries	213 730	179 558
Total investment in subsidiaries	2 384 893	2 350 721

The carrying amounts of investment in subsidiaries are shown net of impairment losses.

Details of the Group's employee performance share scheme are disclosed in note 39 to the Group Financial Statements.

4.2 Loans to/(from) Group companies

	2025 R'000	2024 R'000
Raubex (Pty) Ltd	140 476	123 609
Raubex FIC (Pty) Ltd	(64 113)	(44 947)
Total loans to/(from) Group companies	76 363	78 662
Current assets	140 476	123 609
Current liabilities	(64 113)	(44 947)
Total loans to/(from) Group companies	76 363	78 662

The loans are interest-free and have no fixed terms of repayment.

The Company provides for loss allowances on loans to subsidiaries using the 12-month expected credit loss approach unless there has been a significant increase in credit risk since initial recognition of the loan. Where there has been a significant increase in credit risk since initial recognition, loss allowances are adjusted to equal the lifetime expected credit losses on these loans. At 28 February 2025, the loss allowances relating to loans to subsidiaries were not significant on account of the loan counterparties' holdings of highly liquid assets and cash/short-term cash investment balances. These holdings by the counterparties significantly exceed their obligations, including their liabilities towards the Company, and accordingly mitigate the credit risk arising from these loans significantly.

The loans to Group companies were classified as non-current assets in the prior year as settlement was expected to occur after a period of 12 months. The loans to Group companies are measured at amortised cost.

Holding Company Notes to the Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

5. Cash and cash equivalents

	2025 R'000	2024 R'000
Cash and cash equivalents consist of:		
Bank balance	–	29
Total cash and cash equivalents	**–**	**29**

6. Share capital and share premium

	Number of shares	Ordinary shares R'000	Share premium R'000	Total R'000
At 1 March 2023	181 750	1 817	2 059 776	2 061 593
At 29 February 2024	181 750	1 817	2 059 776	2 061 593
At 28 February 2025	**181 750**	**1 817**	**2 059 776**	**2 061 593**

The total authorised number of ordinary shares is 500 million shares (2024: 500 million) with a par value of 1 cent per share (2024: 1 cent per share). All issued shares are fully paid.

7. Trade and other payables

	2025 R'000	2024 R'000
Trade payables	35	476
Accrued expenses	513	478
Total trade and other payables	**548**	**954**

8. Revenue

	2025 R'000	2024 R'000
Dividends received from subsidiaries	338 055	223 237
Total revenue	**338 055**	**223 237**

Holding Company Notes to the Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

9. Finance income and costs

Interest is recognised, in profit or loss, using the effective interest rate method.

Finance income:

	2025 R'000	2024 R'000
Interest income on cash resources	2	2
Total finance income	**2**	**2**
Net finance income	**2**	**2**

10. Income tax expense

	2025 R'000	2024 R'000
South African normal taxation		
Current tax		
Current period	–	–
Total South African normal taxation	**–**	**–**

Reconciliation between applicable tax rate and effective tax rate:

	2025 %	2024 %
Applicable tax rate	27.00	27.00
Exempt income – dividends received	(27.15)	(27.21)
Disallowed charges – other	0.15	0.21
Effective tax rate	**0.00**	**(0.00)**

11. Cash used in operations

	2025 R'000	2024 R'000
Profit before income tax	336 133	221 521
Adjustments for:		
Interest received	(2)	(2)
Dividends received	(338 055)	(223 237)
Changes in working capital		
Trade and other payables	(405)	47
Net cash used in operations	**(2 329)**	**(1 671)**
In the cash flow statement taxation paid is calculated as follows:		
Balance payable/(receivable) at the beginning of the year	–	–
Add: Current year tax charge (note 10)	–	–
Add: Balance receivable/(payable) at the end of the year	–	–
Net tax paid/(received)	**–**	**–**

Holding Company Notes to the Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

12. Related parties

Relationship

Subsidiaries Refer to note 45 of the Group Financial Statements

Related party balances

	2025 R'000	2024 R'000
Loans to related parties (note 4.2)		
Raubex FIC (Pty) Ltd		
At the beginning of the year	–	250 049
Loans advanced during the year	–	224 881
Loan repayments received	–	(474 930)
At year-end	–	–
Raubex (Pty) Ltd		
At the beginning of the year	123 608	–
Loans advanced during the year	383 921	567 255
Loan repayments received	(367 053)	(443 647)
At year-end	140 476	123 608
Total loans to related parties		
At the beginning of the year	123 608	250 049
Loans advanced during the year	383 921	792 136
Loan repayments received	(367 053)	(918 577)
At year-end	140 476	123 608
Loans from related parties (note 4.2)		
Raubex FIC (Pty) Ltd		
At the beginning of the year	(44 947)	–
Loans advanced during the year	(46 253)	(149 210)
Loan repayments made	27 087	104 263
At year-end	(64 113)	(44 947)
Raubex (Pty) Ltd		
At the beginning of the year	–	(140 728)
Loans advanced during the year	–	(139 770)
Loan repayments made	–	280 498
At year-end	–	–
Total loans from related parties		
At the beginning of the year	(44 947)	(140 728)
Loans advanced during the year	(46 253)	(35 507)
Loan repayments made	27 087	131 288
At year-end	(64 113)	(44 947)
Other fees paid to related parties		
Raubex (Pty) Ltd	3	–

Holding Company Notes to the Financial Statements (continued)

FOR THE YEAR ENDED 28 FEBRUARY 2025

13. Directors' emoluments

Refer to note 41 of the Group Financial Statements where the directors' emoluments have been disclosed.

14. Events after the reporting period

Refer to note 47 of the Group Financial Statements where events after the reporting period have been disclosed.

No other material events after the reporting period occurred up to the date of preparation of these Financial Statements.

5

Shareholders information

Shareholders' analysis

FOR THE YEAR ENDED 28 FEBRUARY 2025

Shareholder spread	Number of shareholders	% of total shareholders	Number of shares	% of issued capital
1 – 1 000	3 984	64.48%	950 144	0.52%
1 001 – 10 000	1 555	25.17%	5 093 182	2.80%
10 001 – 100 000	458	7.41%	14 363 978	7.90%
100 001 – 1 000 000	146	2.36%	44 124 968	24.28%
Over 1 000 000	36	0.58%	117 217 764	64.49%
Total	6 179	100.00%	181 750 036	100.00%

Distribution of shareholders	Number of shareholders	% of total shareholders	Number of shares	% of issued capital
Assurance Companies	57	0.92%	11 938 546	6.57%
Close Corporations	30	0.49%	150 942	0.08%
Collective Investment Schemes	300	4.86%	65 276 720	35.92%
Custodians	19	0.31%	925 064	0.51%
Foundations and Charitable Funds	44	0.71%	2 072 346	1.14%
Hedge Funds	15	0.24%	5 964 780	3.28%
Insurance Companies	8	0.13%	325 981	0.18%
Investment Partnerships	6	0.10%	23 665	0.01%
Managed Funds	9	0.15%	116 406	0.06%
Medical Aid Funds	20	0.32%	551 088	0.30%
Organs of State	15	0.24%	48 480 516	26.67%
Private Companies	169	2.74%	3 170 043	1.74%
Public Companies	18	0.29%	304 725	0.17%
Public Entities	5	0.08%	18 485	0.01%
Retail Shareholders	4 851	78.51%	8 091 084	4.45%
Retirement Benefit Funds	244	3.95%	16 011 262	8.81%
Scrip Lending	6	0.10%	4 235 638	2.33%
Sovereign Funds	3	0.05%	4 964 985	2.73%
Stockbrokers and Nominees	14	0.23%	5 098 507	2.81%
Treasury	1	0.02%	1 822 013	1.00%
Trusts	344	5.57%	2 196 738	1.21%
Unclaimed Scrip	1	0.02%	10 502	0.01%
Total	6 179	100.00%	181 750 036	100.00%

* *Pursuant to the provisions of section 56 of the Companies Act, 2008, disclosures from foreign nominee companies have been included in this analysis.*

Shareholder type	Number of shareholders	% of total shareholders	Number of shares	% of issued capital
Non-Public Shareholders	18	0.29%	3 302 158	1.82%
Directors of the company (Direct and Indirect Holding)	5	0.08%	1 342 417	0.74%
Directors of subsidiaries	12	0.19%	137 728	0.08%
Treasury (Raubex (Pty) Ltd)	1	0.02%	1 822 013	1.00%
Public Shareholders	6 161	99.71%	178 447 878	98.18%
Total	6 179	100.00%	181 750 036	100.00%

Fund Managers with a holding > 3% of the issued shares	Number of shares	% of issued capital
Public Investment Corporation	38 212 622	21.02%
Old Mutual Investment Group	21 803 945	12.00%
Abax Investments	20 909 137	11.50%
PSG Asset Management	13 194 341	7.26%
Ninety One	8 977 008	4.94%
Coronation Fund Managers	8 183 480	4.50%
Sanlam Investment Management	6 705 333	3.69%
Total	117 985 866	64.92%

Beneficial shareholders with a holding > 3% of the issued shares	Number of shares	% of issued capital
Government Employees Pension Fund	46 770 303	25.73%
Old Mutual Group	19 628 731	10.80%
PSG Asset Management	13 148 508	7.23%
Ninety One	8 680 254	4.78%
Nedbank Group	7 140 169	3.93%
Sanlam Group	6 341 674	3.49%
Total	101 709 639	55.96%

Shareholders' diary

Final ordinary dividend of 104 cents per share	
Last date to trade *cum* dividend	Tuesday, 17 June 2025
Shares commence trading *ex* dividend	Wednesday, 18 June 2025
Record date	Friday, 20 June 2025
Payment date	Monday, 23 June 2025
Integrated Report for the year ended 28 February 2025 and Notice of AGM posted to shareholders	Friday, 27 June 2025
AGM (refer to important dates and times below)[1]	Friday, 25 July 2025
Interim results for the six months ending 31 August 2025	Monday, 10 November 2025
Final results for the year ending 28 February 2026	May 2026

IMPORTANT DATES AND TIMES (Notes 1 and 2)

Record date for determining which shareholders are entitled to receive the Notice of AGM (Notice Record Date)	Friday, 20 June 2025
Notice of AGM posted to shareholders	Friday, 27 June 2025
Last day to trade in order to be eligible to participate and vote at the AGM	Tuesday, 15 July 2025
Record date for attending and voting at the AGM (Meeting Record Date)	Friday, 18 July 2025
Last day for shareholders to lodge forms of proxy by 17:00[2]	Wednesday, 23 July 2025

NOTES:

1. *Any material variation to the above dates and times will be announced on SENS.*
2. *All times referred to in this notice are local times in South Africa.*

Terms of reference

The abbreviations and definitions listed below have been used throughout this Integrated Report.

AGM	Annual General Meeting
Arcadia Minerals	Arcadia Minerals Ltd
ASPASA	Aggregate and Sand Producers Association of Southern Africa
Bauba	Bauba Resources Limited
B-BBEE	Broad-Based Black Economic Empowerment
BNG	Breaking new ground
capex	capital expenditure
CEO	Chief Executive Officer
CIDB	Construction Industry Development Board
CIF	Cost, Insurance and Freight
CO_2	Carbon dioxide
CO_2e	Carbon dioxide equivalent
COO	Chief Operating Officer
Companies Act	Companies Act No 71 of 2008, as amended
Company/Holding Company	Raubex Group Limited
CPG	Contract Participation Goal
CPI	Consumer Price Inflation. The annual CPI as published by Statistics South Africa for the month of February of the relevant financial year for which the KPI is to be determined
CSDP	Central Securities Depositary Participants
CSI	Corporate Social Investment
DMRE	Department of Mineral Resources and Energy
EBITDA	earnings before interest, tax, depreciation and amortisation
EE	Economic Empowerment
EPC	Engineering, procurement and construction
EPS	Earnings per share
ERRP	Economic Reconstruction and Recovery Plan
ESG	Environmental, Social and Governance
Exco	Raubex Executive Committee
FLISP	Finance Linked Individual Subsidiary Programme
FY	financial year
Group	Raubex Group Limited and its subsidiaries
HDPE	High-density polyethylene
HDSAs	Historically Disadvantaged South Africans
HEPS	Headline earnings divided by the weighted average number of ordinary shares in issue during the year
IAS	International Accounting Standard
IFRIC	International Financial Reporting Interpretations Committee
IFRS	International Financial Reporting Standards
IIRC	International Integrated Reporting Council
IPP	Independent Power Producer
IR	Integrated Report
IRBA	Independent Regulatory Board for Auditors
ISA	International Standards on Auditing
ISO	International Organisation for Standardisation
IT	Information Technology
JSE	JSE Limited
JV	joint venture
King IV™	King IV™ Report on Corporate Governance for South Africa 2016
KL	Kilo Litre
KPI	Key Performance Indicator
kWh	Kilowatt per hour
KZN	KwaZulu-Natal
Listings Requirements	Listings Requirements of the JSE
LNTP	Limited Notice To Proceed
Ltd	Limited
M&A	Mergers and Acquisitions
MD	Managing Director

Terms of reference (continued)

MOI	Memorandum of Incorporation
Mt	Mega ton
Namdeb	Namdeb Diamond Corporation (Pty) Ltd
NAV	Net asset value
NAV per share	The net asset value of the Company divided by the number of shares in issue, after deducting treasury shares, at the end of the year
NERSA	National Energy Regulator of South Africa
NQA	Namibia Qualifications Authority
PE	Price earnings, market value per share divided by HEPS
PGMs	Platinum Group Metals
PwC	PricewaterhouseCoopers Inc.
Q	Quarter
REIPPPP	Renewable Energy Independent Power Producer Procurement Programme
Remco	Remuneration and Nomination Committee
RMS	Roadmac Surfacing
ROCE	Return on Capital Employed
ROICE	Return on Invested Capital Employed
ROU	Right of Use
SABITA	South African Bitumen Association
SABS	South African Bureau of Standards
SANAS	South African National Accreditation System
SANRAL	South African National Roads Agency SOC Ltd
SANS	South African National Standards
SAPS	South African Police Service
SARMA	South African Ready-mix Association
SDGs	Sustainable Development Goals
SENS	Stock Exchange News Service
SIP	Strategic Integrated Project
SOE	State-owned enterprise
South Africa	The Republic of South Africa
TCFD	Task Force on Climate-related Financial Disclosures
the Board	The Board of Directors of Raubex
the current year	The financial year ended 28 February 2025
the next year	The financial year ending 28 February 2026
the previous year	The financial year ended 29 February 2024
TRAC	Trans African Concessions
UN	United Nations
UPS	Uninterruptible Power System
US$	United States Dollar
Vanadium Resources	Vanadium Resources Ltd
VRP	Voluntary Rebuilding Programme

General information

Nature of business
Diversified construction and materials supply group

Directors
RJ Fourie (Non-Executive Chairman)
NF Msiza (Chief Executive Officer)
SJ Odendaal (Financial Director)
DC Lourens (Chief Operating Officer)
SR Bogatsu (Lead Independent Non-Executive Director)
N Fubu (Independent Non-Executive Director)
AM Hlobo (Independent Non-Executive Director)
BH Kent (Independent Non-Executive Director)
MZ Ndese (Independent Non-Executive Director)

Company Secretary
GM Chemaly

Registration number
2006/023666/06

Share code
RBX

ISIN
ZAE000093183

Registered office
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50 Tegel Avenue
Centurion, 0169

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