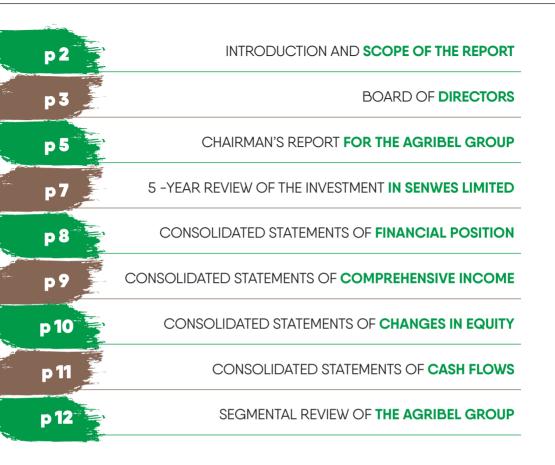
# AGRIBEL

Service Service Service Service

# AUDITED CONDENSED 2022

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#### INTRODUCTION AND SCOPE OF THE REPORT

The Agribel Holdings Limited ("Agribel") board is pleased to present the audited condensed annual report of the Agribel Group for the year ended 30 April 2022. This report should be read together with the complete annual financial statements on the Senwes website. An independent audit of the group's annual financial statements was performed by Ernst & Young Inc.

Agribel, as an investment holding company, is the majority shareholder of Senwes Limited ("Senwes"). Corporate governance, operational review and sustainability reports are not disclosed in the Agribel condensed annual report. These reports are disclosed in detail by Senwes. Refer to the Senwes website, www.senwes.co.za, for these reports.

This report reflects the events of the year ended 30 April 2022 and makes relevant comparisons to prior periods.

#### **REPORTING PRINCIPLES**

Where applicable, the information provided complies with International Financial Reporting Standards (IFRS) and the South African Companies Act no. 71 of 2008. The accounting policies adopted by the group for the current year are consistent with the policies followed in the preparation of the group's annual financial statements for the previous financial year, except where accounting standards changed and/or have been updated.

The information contained in this report has not been subjected to an independent audit or review and has been derived at on the basis of internal records and information in the public domain under supervision of D Bester, CA (SA).

# BOARD OF DIRECTORS



#### NDP (NICO) LIEBENBERG

#### **CHAIRMAN**

Director since August 2008 Qualifications: B.Com (Hons), M. Sustainable Agriculture Member of Agribel Audit Committee Membership of Senwes board committees: Remuneration (Chairman), Nomination and Investment

#### JJ (JACO) MINNAAR

#### **VICE-CHAIRMAN**

Director since August 2011 Qualifications: B.Eng (Agriculture) Membership of Senwes board committees: Audit, Remuneration and Risk

#### AJ (DRIES) KRUGER

#### Director since October 2007

Qualifications: B.Compt (Hons), CA (SA) Chairman of Agribel Audit Committee Membership of Senwes board committees: Audit and Investment

#### GL (GERT) MALHERBE

Director since October 2020 Qualifications: B.Agric Membership of Senwes board committees: Risk, Social and Ethics



#### JDM (DANIE) MINNAAR

Director since September 1999 Qualifications: B.Com (Economics) Member of Agribel Audit Committee Membership of Senwes board committees: Senwes Board (Chairman), Nomination (Chairman), Investment and ex officio-member of all Senwes board committees

#### **JJ (HANSIE) VILJOEN**

Director since October 2020 Qualifications: B.Agric Membership of Senwes board committees: Risk, Social and Ethics



#### WH (THABO) VAN ZYL

#### Director since August 2012

Qualifications: B.Sc Agric (Agricultural Economics) Membership of Senwes board committees: Remuneration and Risk



#### **AE (ALWYN) SCHOLTZ**

#### **COMPANY SECRETARY**

Company Secretary since September 2010 Qualifications: B.Com (Law), LLB Admitted attorney and conveyancer of the High Court

#### CHAIRMAN'S REPORT FOR THE AGRIBEL GROUP

#### NDP (NICO) LIEBENBERG

CHAIRMAN



#### **DEAR SHAREHOLDER**

The past year was once again eventful. Unrest and looting, Covid which ran its course, local elections, the conflict in the Ukraine with the concomitant disruption of the world economy and global inflation.

However, everything was not adversity. The Senwes Group area of operation was blessed with a good agricultural year. In addition, commodity prices remained high, which left agriculture in one of the best positions ever.

As a result the Senwes Group performed exceptionally well and it is a privilege to refer you to the financial statements of Senwes Limited and the chairman's report of Mr Danie Minnaar contained therein. As majority shareholder of Senwes, we wish to thank the Senwes management and personnel, without whom this performance would not have been possible.

Agribel also experienced a number of highlights throughout the year. The loan from Grindrod Bank, that was utilised to obtain the shares of Grindrod Limited in Senwes, was successfully converted to preference shares. Agribel finalised a successful scrip dividend offer to shareholders in January 2022, with shareholders owning 46% of the total ordinary share capital electing to receive the dividend in the form of shares at a total amount of R14 498 658. Agribel therefore issued 2 416 443 new shares, which increased the total issued ordinary shares to 128 243 980. Agribel also managed to sell 1 572 594 Senwes shares at an average price of R16,28 per share during the Senwes share buy-back programme, which resulted in cash generated amounting to R25 609 098, (Agribel now holds 132 878 154 shares in Senwes which constitutes 73,5% of the total issued share capital of Senwes). Agribel is therefore, together with the dividends received from Senwes, in a position to declare a generous dividend to shareholders as well as successfully manage its obligations towards its financiers.

#### The following financial highlights are proudly reported:

- Profit after tax for the Agribel Group amounts to R635 million, compared to R566 million in the previous year.
- Profit attributable to the equity owners amounts to R437 million, compared to the previous year of R285 million. The increase
  in 2022 is due to the increased profit from the Senwes group as well as the additional shares acquired from Grindrod, which
  were held for the full year, while the shares were only held from March in the previous year.
- Earnings per share increased to 352,2 cents per share, from 237,9 cents per share in the previous year.
- Normalised earnings amounts to 407,8 cents per share, compared to 185,3 cents per share in 2021.

We are sad to take leave of Mr Dries Kruger at the 2022 annual general meeting, who will be retiring as director of Agribel. Dries made an invaluable contribution as chairman of Agribel and director of both Agribel and Senwes over more than a decade. It was a pleasure to work with him as a person and to enjoy the benefit of his experience and mature approach to all matters.

I thank my co-directors for their contributions to the boards of both Agribel and Senwes. It is a pleasure to be part of a team which, without compromising independence, carries out its duties with a good team spirit.

In conclusion, we humbly acknowledge our Heavenly Father, Who guides and protects us and without Whom nothing is possible.

It is a privilege to present these financial statements and report to you.

NDP LIEBENSERG Chairman Klerksdorp 6 July 2022

#### 5-YEAR REVIEW OF THE INVESTMENT IN SENWES LIMITED

Agribel Holdings Limited had a 73,5% interest in Senwes Limited as at 30 April 2022. The core statistics in respect of the investment are as follows:

|   | 2022            | 2021    | 2020    | 2019   | 2018    |
|---|-----------------|---------|---------|--------|---------|
| Agribel share in Senwes (%)   | 73,5            | 74,4    | 53,2    | 52,9   | 52,6    |
| Revenue from operations (R'm)   | 10 881          | 7 463   | 4 803   | 2 687  | 2 792   |
| Profit after tax (R'm)  | 668             | 573     | 337     | 283    | 311     |
| Earnings per share (cents)  | 347,6           | 294,4   | 178,3   | 169,1  | 185,3   |
| Normalised headline earnings per share (cents)  | 398,2           | 244,4   | 144,2   | 177,5  | 195,5   |
| Net asset value per share (cents)   | 1 <b>947</b> ,7 | 1 707,3 | 1 506,1 | 1404,7 | 1 303,9 |
| Closing market price (cents)  | 1400            | 1 150   | 1 100   | 1 100  | 1 100   |
| Growth in market price (%)  | 21,7            | 4,5     | -       | -      | 5,8     |
| Total dividend (cents)  | 124             | 90      | 60      | 60     | 54      |
| Final dividend proposed (cents)   | 34              | 32      | 30      | 30     | 27      |
| Interim dividend (cents)  | 34              | 32      | 30      | 30     | 27      |
| Special dividend  | 56              | 26      | -       | -      | -       |
| Return on opening equity (%)  | 20,5            | 19,7    | 13,0    | 13,0   | 15,7    |
| Return on average equity (%)  | 19,2            | 18,3    | 12,4    | 12,5   | 15,0    |
| Dividend yield on opening market price (%)  | 10,8            | 8,2     | 5,5     | 5,5    | 5,2     |
| Dividend yield on average market price (%)  | 9,7             | 8,0     | 5,5     | 5,5    | 5,0     |
| Total shareholder return on opening market price<br>(capital growth plus dividends) (%) | 32,5            | 12,7    | 5,5     | 5,5    | 11,0    |

#### A FEW HIGHLIGHTS IN RESPECT OF THE INVESTMENT ARE THE FOLLOWING:

• Profit after tax of R668 million, that presents a 20,5% return on opening equity.

Dividend yield on opening market price of 10,8% (2021: 8,2%).

• Earnings per share increased to 347,6 cents per share (2021: 294,4 cents per share).

• Normalised headline earnings per share decreased to 398,2 cents per share (2021: 244,4 cents per share).

• Net asset value per share increased by 14,1% to 1 947,7 cents per share (2021: 1 707,3 cents per share).

#### THE FOLLOWING ARE RELEVANT INVESTOR STATISTICS IN RESPECT OF THE INVESTMENT:

|   | 2022 | 5 - year<br>average |
|---|------|---------------------|
| Price-earnings ratio using normalised headline earnings per share (times) | 3,5  | 5,5                 |
| Total shareholders return on opening market price (%)                     | 32,5 | 13,4                |
| Dividend cover (times)  | 2,8  | 3,1                 |

#### AGRIBEL NET ASSET VALUE PER SHARE:

Net asset value per share (R) (company) Net asset value per share (R) (group)

| 2022  | 2021  | 2020  | 2019  | 2018  |  |
|-------|-------|-------|-------|-------|--|
| 10,73 | 8,64  | 8,00  | 7,96  | 7,96  |  |
| 22,73 | 20,62 | 14,64 | 13,97 | 13,23 |  |

The company held 132 878 154 shares in Senwes as at 30 April 2022 (2021: 134 450 748 shares). During the year, the company did not acquire any additional shares in Senwes (2021: 42 344 025 shares) and sold 1 572 594 shares (2021: 4 000 000 shares).

# CONSOLIDATED STATEMENTS OF FINANCIAL POSITION AS AT 30 APRIL 2022

|   | GRO  | JP  | COMPANY                    |   |  |
|---|--|---|----------------------------|---|--|
|   | <b>2022</b> 2021   |   | 2022                       | 2021  |  |
|   | R'm  | 2021<br>R'm   | 2022<br>R'm                | 2021<br>R'm   |  |
| ASSETS  |  |   |                            |   |  |
| Non-current assets  |  |   |                            |   |  |
| Property, plant and equipment   | 3 039  | 2 997   | -                          | -   |  |
| Investment properties   | 2  | 13  | -                          | -   |  |
| Right-of-use assets   | - 29   | 51  | -                          | -   |  |
| Goodwill and intangible assets  | 161  | 133   | -                          | -   |  |
| Investment in subsidiaries  | _  | -   | 1860                       | 1546  |  |
| Investment in joint ventures and associates   | 110  | 149   | _                          | _   |  |
| Other financial assets  | 4  | 3   | -                          | -   |  |
| Long-term portion of other loans receivable   | 2  | -   | -                          | -   |  |
| Loans and other receivables   | 1 300  | 1 376   | -                          | -   |  |
| Deferred tax asset  | 96   | 148   | -                          | _   |  |
| Total non-current assets  | 4 743  | 4 870   | 1 860                      | 1546  |  |
| Current assets  |  |   |                            |   |  |
| Inventory   | 1 941  | 1846  | -                          | -   |  |
| Trade and other receivables   | 4 401  | 4 204   | -                          | -   |  |
| Other financial assets  | _  | 1   | -                          | -   |  |
| Other loans receivable  | 1  | 21  | 13                         | 27  |  |
| Inventory held to satisfy firm sales  | 47   | 10  | _                          | _   |  |
| Derivative financial instruments  | 595  | 204   | -                          | -   |  |
| Tax receivable  | _  | 3   | -                          | 3   |  |
| Cash and short-term deposits  | 87   | 18  | -                          | -   |  |
| Total current assets  | 7 072  | 6 307   | 13                         | 30  |  |
| Non-current assets held for sale  | 19   | _   |                            | _   |  |
| TOTAL ASSETS  | 11 834   | 11 177  | 1 873                      | 1 576   |  |
| EQUITY AND LIABILITIES  |  |   | 10,0                       | 10/0  |  |
| Equity  |  |   |                            |   |  |
| Issued capital  | 83   | 54  | 83                         | 54  |  |
| Share premium   | 498  | 498   | 498                        | 498   |  |
| Non-distributable reserve   | 78   | 78  | 78                         |   |  |
| Reserves  | 642  | 650   | 730                        | 467   |  |
| Retained earnings   | 1 614  | 1 265   | (12)                       | (31)  |  |
| Own equity  | 2 915  | 2 545   | 1 377                      | 1 066   |  |
| Non-controlling interest  | 1 051  | 931   | -                          | -   |  |
| Total equity  | 3 966  | 3 476   | 1 377                      | 1 066   |  |
| Non-current liabilities   |  |   |                            |   |  |
| Interest-bearing loans  | 1 409  | 415   | -                          | 325   |  |
| Redeemable preference shares  | 292  | -   | 292                        | -   |  |
| Other financial liabilities   | 104  | 66  | -                          | -   |  |
| Lease liabilities   | 22   | 39  | -                          | -   |  |
| Deferred government grants  | 10   | 12  | -                          | -   |  |
| Deferred tax liability  | 446  | 466   | 201                        | 134   |  |
|   | 2 283  | 998   | 493                        | 459   |  |
| Total non-current liabilities   |  |   |                            |   |  |
| Current liabilities   |  |   |                            |   |  |
| Current liabilities<br>Trade and other payables   | 1 141  | 1856  | 1                          | 1   |  |
| Current liabilities<br>Trade and other payables<br>Contract liabilities   | 20   | 30  | 1<br>-                     | -   |  |
| Current liabilities<br>Trade and other payables<br>Contract liabilities<br>Interest-bearing loans   | 20<br>3 979  | 30<br>3 911   | 1<br>-<br>-                | -   |  |
| Current liabilities<br>Trade and other payables<br>Contract liabilities<br>Interest-bearing loans<br>Other loans payable  | 20<br>3 979<br>66  | 30<br>3 911<br>83   |                            | 1<br>-<br>-   |  |
| Current liabilities<br>Trade and other payables<br>Contract liabilities<br>Interest-bearing loans<br>Other loans payable<br>Derivative financial instruments  | 20<br>3 979<br>66<br>59                                    | 30<br>3 911<br>83<br>58                                     | -<br>-<br>-                | -<br>-<br>-   |  |
| Current liabilities<br>Trade and other payables<br>Contract liabilities<br>Interest-bearing loans<br>Other loans payable<br>Derivative financial instruments<br>Tax payable   | 20<br>3 979<br>66<br>59<br>1                               | 30<br>3 911<br>83<br>58<br>6                                |                            | -   |  |
| Current liabilities<br>Trade and other payables<br>Contract liabilities<br>Interest-bearing loans<br>Other loans payable<br>Derivative financial instruments<br>Tax payable<br>Short-term portion of incentive bonuses  | 20<br>3 979<br>66<br>59<br>1<br>143                        | 30<br>3 911<br>83<br>58<br>6<br>126                         | -<br>-<br>-                | -<br>-<br>-<br>-  |  |
| Current liabilities<br>Trade and other payables<br>Contract liabilities<br>Interest-bearing loans<br>Other loans payable<br>Derivative financial instruments<br>Tax payable<br>Short-term portion of incentive bonuses<br>Bank overdraft  | 20<br>3 979<br>66<br>59<br>1<br>143<br>89                  | 30<br>3 911<br>83<br>58<br>6<br>126<br>523                  | -<br>-<br>-                | -<br>-<br>-<br>-  |  |
| Current liabilities         Trade and other payables         Contract liabilities         Interest-bearing loans         Other loans payable         Derivative financial instruments         Tax payable         Short-term portion of incentive bonuses         Bank overdraft         Short-term portion of lease liabilities  | 20<br>3 979<br>66<br>59<br>1<br>143<br>89<br>11            | 30<br>3 911<br>83<br>58<br>6<br>126<br>523<br>18            | -<br>-<br>-<br>2<br>-<br>- | -<br>-<br>-<br>-  |  |
| Current liabilities<br>Trade and other payables<br>Contract liabilities<br>Interest-bearing loans<br>Other loans payable<br>Derivative financial instruments<br>Tax payable<br>Short-term portion of incentive bonuses<br>Bank overdraft<br>Short-term portion of lease liabilities<br>Short-term portion of deferred government grants   | 20<br>3 979<br>66<br>59<br>1<br>143<br>89<br>11<br>2       | 30<br>3 911<br>83<br>58<br>6<br>126<br>523<br>18<br>3       | -<br>-<br>2<br>-<br>-      | -<br>-<br>-<br>-  |  |
| Current liabilities<br>Trade and other payables<br>Contract liabilities<br>Interest-bearing loans<br>Other loans payable<br>Derivative financial instruments<br>Tax payable<br>Short-term portion of incentive bonuses<br>Bank overdraft<br>Short-term portion of lease liabilities<br>Short-term portion of deferred government grants<br>Provisions                                     | 20<br>3 979<br>66<br>59<br>1<br>143<br>89<br>11<br>2<br>74 | 30<br>3 911<br>83<br>58<br>6<br>126<br>523<br>18<br>3<br>89 |                            | -<br>-<br>-<br>50<br>-<br>-<br>-  |  |
| Current liabilities         Trade and other payables         Contract liabilities         Interest-bearing loans         Other loans payable         Derivative financial instruments         Tax payable         Short-term portion of incentive bonuses         Bank overdraft         Short-term portion of lease liabilities         Short-term portion of deferred government grants | 20<br>3 979<br>66<br>59<br>1<br>143<br>89<br>11<br>2       | 30<br>3 911<br>83<br>58<br>6<br>126<br>523<br>18<br>3       | -<br>-<br>2<br>-<br>-      | -<br>-<br>-<br>-<br>-<br>-<br>50<br>-<br>-<br>-<br>-<br>-<br>-<br>51<br>510 |  |

# CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 APRIL 2022

|   | GRO         | GROUP       |             | PANY        |
|---|-------------|-------------|-------------|-------------|
|   | 2022<br>R'm | 2021<br>R'm | 2022<br>R'm | 2021<br>R'm |
| Services rendered   | 1 012       | 853         | -           | -           |
| Income from sale of goods   | 9 557       | 6 283       | -           | -           |
| Revenue from contracts with customers   | 10 569      | 7 136       | -           | -           |
| Dividends received  | -           | -           | 124         | 60          |
| Finance income relating to the lending business   | 312         | 327         | -           | -           |
| Revenue   | 10 881      | 7 463       | 124         | 60          |
| Cost of sales   | (7 609)     | (4 862)     |             |             |
| Finance costs relating to the lending business  | (133)       | (112)       | -           | -           |
| Gross profit  | 3 139       | 2 489       | 124         | 60          |
| Other operating income  | 128         | 126         | -           | 20          |
| Gain on bargain purchase of acquisitions  | -           | 102         | -           | -           |
| (Loss)/gain on disposal of investment in joint venture  | (10)        | 28          | -           | -           |
| Distribution, sales and administrative expenses   | (2 335)     | (1 906)     | (4)         | (4)         |
| Credit loss expense on financial assets   | (18)        | (28)        | -           | -           |
| Operating profit  | 904         | 811         | 120         | 76          |
| Finance income  | 38          | 21          | -           | 1           |
| Finance costs   | (128)       | (102)       | (27)        | (2)         |
| Share of profit from joint ventures and associates  | 25          | 14          | -           | -           |
| Profit before tax from operations   | 839         | 744         | 93          | 75          |
| Тах   | (204)       | (178)       | (2)         | (2)         |
| Profit for the year after tax   | 635         | 566         | 91          | 73          |
| Profit after tax from:  | 635         | 566         | 91          | 73          |
| Continuing operations   | 633         | 567         | 91          | 73          |
| Discontinued operations   | 2           | (1)         | -           | -           |
| Other comprehensive income to be reclassified to profit or loss in<br>subsequent periods, net of tax  | (14)        | -           | -           | -           |
| Cash flow hedge movements   | (14)        | -           | -           | -           |
| Other comprehensive income not to be reclassified to profit or loss in subsequent periods, net of tax | (1)         | 2           | 274         | 80          |
| Fair value adjustment on other financial assets   | (1)         | 2           | 274         | 80          |
| Total comprehensive income for the year, net of tax   | 620         | 568         | 365         | 153         |
| Profit attributable to:   |             |             |             |             |
| Equity holders of the parent  | 437         | 285         |             |             |
| Non-controlling interest  | 198         | 281         |             |             |
| Total comprehensive income attributable to:   |             |             |             |             |
| Equity holders of the parent  | 425         | 286         |             |             |
| Non-controlling interest  | 195         | 282         |             |             |

EARNINGS PER SHARE

|                                     | 2022<br>cents/<br>share | 2021<br>cents/<br>share |
|-------------------------------------|-------------------------|-------------------------|
| Earnings per share                  | 352,2                   | 237,9                   |
| DIVIDENDS FOR THE YEAR              |                         |                         |
| Dividend paid during the year       | 67                      | 46                      |
| Final dividend previous year        | 23                      | 23                      |
| Special dividend previous year      | 19                      | -                       |
| Interim dividend                    | 25                      | 23                      |
| Final dividend per share proposed   | 25                      | 23                      |
| Special dividend per share proposed | 21                      | 19                      |

#### AGRIBEL AUDITED CONDENSED ANNUAL REPORT 2022

## CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 APRIL 2022

| ISSUED SHARE CAPITAL | SHARE PREMIUM | NON-DISTRIBUTABLE<br>RESERVES | CHANGE IN OWNERSHIP<br>AND OTHER RESERVES | FAIR VALUE ADJUSTMENTS<br>AND CASH FLOW HEDGING<br>RESERVE | SHARE-BASED PAYMENT<br>RESERVE | RETAINED EARNINGS | NON-CONTROLLING<br>INTEREST | total equity |
|----------------------|---------------|-------------------------------|---|--|--------------------------------|-------------------|-----------------------------|--------------|
| R'm                  | R'm           | R'm                           | R'm                                       | R'm  | R'm                            | R'm               | R'm                         | R'm          |

| GROUP  |      |     |    |      |           |      |       |            |             |
|--|------|-----|----|------|-----------|------|-------|------------|-------------|
| Balance as at 30 April 2020                            | 13   | 498 | 78 | 1    | -         | 39   | 1 070 | 1702       | 3 401       |
| Prior year adjustments                                 | -    | -   | -  | -    | -         | -    | (3)   | -          | (3)         |
| Total comprehensive income                             | -    | -   | -  | -    | 1         | -    | 285   | 282        | 568         |
| Profit for the year                                    | -    | -   | -  | -    | -         | -    | 285   | 281        | 566         |
| Other comprehensive income                             | -    | -   | -  | -    | 1         | -    | -     | 1          | 2           |
| Dividends  | -    | -   | -  | -    | -         | -    | (55)  | (59)       | (114)       |
| Issue of shares  | 41   | -   | -  | -    | -         | -    | -     | -          | 41          |
| Acquisition of subsidiaries                            | -    | -   | -  | -    | -         | -    | -     | 39         | 39          |
| Change in ownership of subsidiary                      | -    | -   | -  | 582  | -         | -    | -     | (961)      | (379)       |
| Disposal of subsidiary                                 | -    | -   | -  | -    | -         | -    | -     | 6          | 6           |
| Transfers between equity reserves                      | -    | -   | -  | 18   | -         | -    | (20)  | (1)        | (3)         |
| Equity-settled share-based payment<br>scheme - Vesting | -    | -   | -  | 9    | -         | (9)  | (9)   | (5)        | (14)        |
| Net treasury shares sold                               | -    | -   | -  | 5    | -         | -    | (3)   | (75)       | (73)        |
| Equity-settled share-based payment                     | -    | -   | -  | -    | -         | 4    | -     | 3          | 7           |
| scheme - Expense                                       | 54   | 498 | 78 | 615  | 1         | 34   | 1 265 | 931        | 3 476       |
| Balance as at 30 April 2021                            |      | 498 |    | 015  | (12)      |      |       |            |             |
| Total comprehensive income                             | -    |     | -  |      | (12)      | -    | 437   | 195<br>198 | 620<br>635  |
| Profit for the year                                    | _    | -   | -  | _    | -<br>(12) | -    | 43/   | (3)        | 035<br>(15) |
| Other comprehensive income<br>Dividends                | -    | -   |    |      | (12)      | -    | (83)  | (54)       | (137)       |
| Issue of shares  | - 29 | -   | -  | -    | -         | -    | (63)  | (54)       | (137)       |
| Change in ownership of subsidiary                      | 27   | _   | _  | 28   |           | -    | -     | (13)       | 27<br>15    |
| <b>o</b> , ,   | -    | -   | -  | 20   | -         | -    | -     | (13)       | 15          |
| Equity-settled share-based payment<br>scheme - Vesting | -    | -   | -  | 16   | -         | (14) | (3)   | 2          | 1           |
| Net treasury shares purchased                          | -    | -   | -  | (40) | -         | -    | (2)   | (13)       | (55)        |
| Equity-settled share-based payment                     | _    | _   | _  | -    | _         | 14   | -     | 3          | 17          |
| scheme – Expense                                       |      |     |    |      |           |      |       |            |             |
| Balance as at 30 April 2022                            | 83   | 498 | 78 | 619  | (11)      | 34   | 1 614 | 1 051      | 3 966       |
| COMPANY  |      |     |    |      |           |      |       |            |             |
| Balance as at 30 April 2020                            | 13   | 498 | 78 | -    | 385       | -    | (45)  | -          | 929         |
| Prior period adjustment                                | -    | -   | -  | -    | (1)       | -    | (1)   | -          | (2)         |
| Total comprehensive income                             | -    | -   | -  | -    | 80        | -    | 73    | -          | 153         |
| Profit for the year                                    | -    | -   | -  | -    | -         | -    | 73    | -          | 73          |
| Other comprehensive income                             | -    | -   | -  | -    | 80        | -    | -     | -          | 80          |
| Dividends  | -    | -   | -  | -    | -         | -    | (55)  | -          | (55)        |
| Issue of shares  | 41   | -   | -  | -    | -         | -    | -     | -          | 41          |
| Recycling of fair value reserves                       | -    | -   | -  | -    | 3         | -    | (3)   | -          | -           |
| Balance as at 30 April 2021                            | 54   | 498 | 78 | -    | 467       | -    | (31)  | -          | 1 066       |
| Total comprehensive income                             | -    | -   | -  | -    | 274       | -    | 91    | -          | 365         |
| Profit for the year                                    | -    | -   | -  | -    | -         | -    | 91    | -          | 91          |
| Other comprehensive income                             | -    | -   | -  | -    | 274       | -    | -     | -          | 274         |
| Dividends  | -    | -   | -  | -    | -         | -    | (83)  | -          | (83)        |
| Issue of shares  | 29   | -   | -  | -    | -         | -    | -     | -          | 29          |
| Recycling of fair value reserves                       | -    | -   | -  | -    | (11)      | -    | 11    | -          | -           |
| Balance as at 30 April 2022                            | 83   | 498 | 78 | -    | 730       | -    | (12)  | -          | 1 377       |

# CONSOLIDATED STATEMENTS OF CASH FLOWS FOR THE YEAR ENDED 30 APRIL 2022

|   | GRO         | UP          | COMPANY     |             |  |
|---|-------------|-------------|-------------|-------------|--|
|   | 2022<br>R'm | 2021<br>R'm | 2022<br>R'm | 2021<br>R'm |  |
| Net cash flows from/(used in) operating activities            | 154         | (9)         | 67          | -           |  |
| Cash from operating activities                                | 1 298       | 889         | (4)         | (4)         |  |
| Finance income received from the non-lending business         | 38          | 21          | -           | 1           |  |
| Dividends received  | -           | -           | 124         | 60          |  |
| Finance costs paid on the non-lending busines                 | (95)        | (96)        | (2)         | -           |  |
| Tax paid  | (179)       | (143)       | 3           | (3)         |  |
| Dividends paid  | (108)       | (114)       | (54)        | (55)        |  |
| Changes in working capital                                    | (800)       | (566)       | -           | 1           |  |
| Net cash flows (used in)/generated from investment activities | (204)       | (348)       | 41          | 24          |  |
| Purchase of property, plant and equipment                     | (283)       | (188)       | -           | -           |  |
| Purchase of intangible assets                                 | (12)        | -           | -           | -           |  |
| Proceeds from the disposal of property, plant and equipment   | 38          | 111         | -           | -           |  |
| Proceeds from the sale of financial assets                    | -           | -           | 26          | 51          |  |
| Acquisition of subsidiaries                                   | 49          | (318)       | -           | -           |  |
| Dividends received from investments in joint ventures         | 2           | 3           | -           | -           |  |
| Additional loans received from related parties                | -           | 19          | -           | -           |  |
| Repayment of loans from related parties                       | (17)        | (98)        | -           | -           |  |
| Additional loans advanced to related- and third parties       | -           | (17)        | -           | (27)        |  |
| Repayment of loans to related- and third parties              | 19          | 140         | 15          | -           |  |
| Net cash flows before financing activities                    | (50)        | (357)       | 108         | 24          |  |
| Net cash generated from/(used in) financing activities        | 553         | (193)       | (58)        | (54)        |  |
| Treasury shares purchased                                     | (31)        | (20)        | -           | -           |  |
| Repurchase of own shares                                      | (10)        | -           | -           | -           |  |
| Proceeds from interest-bearing loans                          | 668         | 323         | -           | 323         |  |
| Repayment of interest-bearing loans                           | (29)        | (20)        | (29)        | -           |  |
| Repayment of redeemable preference shares                     | (29)        | -           | (29)        | -           |  |
| Additional shares purchased in subsidiary                     | -           | (462)       | -           | (377)       |  |
| Repayment of principal portion of lease liabilities           | (16)        | (21)        | -           | -           |  |
| Deferred government grants received                           | -           | 7           | -           | -           |  |
| Net increase/(decrease) in cash and cash equivalents          | 503         | (550)       | 50          | (30)        |  |
| Cash and cash equivalents at the beginning of the year        | (505)       | 45          | (50)        | (20)        |  |
| Cash and cash equivalents at the end of the year              | (2)         | (505)       | -           | (50)        |  |

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#### SEGMENTAL REVIEW OF THE AGRIBEL GROUP

#### SEGMENTAL INFORMATION

For management and control purposes, the group is divided into business units based on their products, services and clients and consists of the following reportable segments:

| INVESTMENT ACTIVITIES<br>(Agribel)  | It is Agribel's strategy to consider interests in other agricultural and agricultural related businesses. Currently Agribel owns only an interest in Senwes Limited and Agribel Capital.   |
|---|--|
| FINANCIAL SERVICES<br>(Agri Credit Solutions, Certisure<br>Group, SS Wealth planning, KLK<br>Credit, Raddix Group and Molemi<br>Sele Management)  | Credit extension to agricultural producers and grain buyers. Agri Credit Solutions<br>also renders agricultural services to its growing client base. Certisure and Raddix<br>Group includes commission received on short-term, crop and life insurance<br>premiums and administration fees. SS Wealth Planning facilitates wealth creation by<br>means of a wide range of wealth planning and related services for clients. Molemi<br>Sele holds investments in an agricultural company and a cell captive.  |
| INPUT SUPPLY<br>(Senwes Equipment, JD Implemente,<br>Staalmeester, Senwes Equip Holdings,<br>Hinterland Group, Falcon, KLK<br>Landbou Group (Retail and Fuel),<br>Agrinet and Protek)   | Sales at retail outlets (including fuel stations), direct sales of farming input requirements, car dealership sales, the importation, manufacturing and sale of mechanisation goods and spare parts, as well as the servicing of such farming and other mechanisation equipment. Wholesale supply of agricultural, fuel and industrial retail products to agricultural retail outlets. Buying, repackaging, distribution and selling of pesticides and fertiliser for the household and retail market.   |
| MARKET ACCESS<br>(Senwes Grainlink, Grainovation and<br>ESC)  | Income received from the handling and storage of agricultural produce, the transportation of grain commodities as well as the processing of seed. Commission earned on marketing of grain and revenue from the sale of grain. Electronic issuing and trading of silo certificates.   |
| PROCESSING, CONDITIONING<br>AND MARKETS<br>(Senwes Seed, Carpe Diem Raisins<br>Group, KLK Feedlot, Abattoirs and<br>Auctioneering, Africum Mills, Botselo<br>Mills, SA Dorper, Bastion Lime Group<br>and NviroTek Laboratories) | Processing of seed and buying, processing and packaging of raisins. The feedlots aids in getting animals market-ready while the abattoirs and auctioneering sites handle the slaughtering and selling of lamb and beef carcasses. The mills produce a wide range of maize products and a specialised beer powder. SA Dorper handles the processing and exporting of Dorper skins and cattle hides. The Bastion Group specialises in the production and marketing of high quality lime and gypsum products for agricultural and industrial purposes. NviroTek Laboratories is an independent and accredited testing laboratory group with an analytical focus on chemistry, microbiology, hygiene monitoring, chromatography and biological analysis. |
| CORPORATE<br>(Senwes Share Incentive Scheme<br>Trust, Thobo Trust, Senwes Capital<br>and RealFin Collective Investment<br>Scheme)   | Head office services, information technology, human resources, planning and<br>property development, central administration, fleet management, secretarial<br>services, legal services, corporate marketing, risk management, internal audit,<br>strategic development, group finance, market intelligence, corporate finance,<br>business engineering and treasury and governance.  |

Income tax is managed on a group basis and is not allocated to operating segments. Services rendered between related parties as reflected in operating segments are on an arm's length basis in a manner similar to transactions with third parties. The group executive committee monitors the operational results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segmental performance is evaluated, based on operating profit or loss, and is measured consistently against operating profit or loss in the consolidated financial statements.

During the current financial year, management has assessed and adjusted the composition of the operating segments. The processing, conditioning and market segment will be reported separately from the current financial year. Consequently, the comparative figures were reclassified to accommodate the change.

#### NOTES TO SEGMENTAL REVIEW SEGMENTAL REVENUE AND RESULTS

|   | GROUP        |             |                    |             |  |
|---|--------------|-------------|--------------------|-------------|--|
|   | SEGM<br>REVE |             | SEGME<br>PROFIT/(I |             |  |
|   | 2022<br>R'm  | 2021<br>R'm | 2022<br>R'm        | 2021<br>R'm |  |
| Investment activities (Agribel)   | -            | -           | (31)               | (5)         |  |
| Financial services (Agri Credit Solutions, Certisure Group, SS Wealth<br>Planning, KLK Credit, Raddix Group and Molemi Sele Management)   | 380          | 309         | 153                | 146         |  |
| Income from financing clients, insurance brokerage and service level agreement income   | 382          | 311         | 151                | 141         |  |
| AgriRewards   | (2)          | (2)         | (2)                | (2)         |  |
| Profit from joint ventures  | -            | -           | 4                  | 7           |  |
| Input supply (Senwes Equipment, JD Implemente, Staalmeester,<br>Senwes Equip Holdings, Hinterland Group, Falcon, KLK Landbou<br>Group (Retail and Fuel), Agrinet and Protek)  | 8 095        | 5 534       | 481                | 318         |  |
| Income from sale of goods and services rendered   | 8 107        | 5 549       | 525                | 342         |  |
| AgriRewards   | (7)          | (2)         | (6)                | (2)         |  |
| Intragroup sales  | (5)          | (13)        | -                  | -           |  |
| Finance costs   | -            | -           | (38)               | (26)        |  |
| Profit from joint venture and associates  | -            | -           | -                  | 4           |  |
| Market Access (Senwes Grainlink, Grainovation and ESC)  | 1 162        | 440         | 325                | 213         |  |
| Income from commodity trading, sale of goods and services rendered  | 1 185        | 765         | 399                | 304         |  |
| AgriRewards   | (23)         | (24)        | (27)               | (24)        |  |
| Intragroup sales  | -            | (301)       | -                  | -           |  |
| Finance costs   | -            | -           | (49)               | (60)        |  |
| Profit/(loss) from joint ventures   | -            | -           | 2                  | (7)         |  |
| <b>Processing, Conditioning and Markets</b> (Senwes Seed, Carpe Diem<br>Raisins Group, KLK Feedlot, Abattoirs and Auctioneering, Africum<br>Mills, Botselo Mills, SA Dorper, Bastion Lime Group and NviroTek<br>Laboratories) | 1 224        | 1 108       | 101                | 133         |  |
| Income from sale of goods and services rendered   | 1 224        | 1 108       | 89                 | 123         |  |
| Finance costs   | -            | -           | (7)                | -           |  |
| Profit from joint venture and associate   | -            | -           | 19                 | 10          |  |
| Normal operational activities   | 10 861       | 7 391       | 1029               | 805         |  |
| Corporate   | 20           | 72          | (190)              | (61)        |  |
| Income from service level agreement and other corporate fees  | 20           | 47          | 6                  | 13          |  |
| Interest income from joint ventures   | -            | 25          | -                  | 25          |  |
| Finance costs   | -            | -           | (7)                | (14)        |  |
| Corporate costs   | -            | -           | (134)              | (162)       |  |
| Consolidation, abnormal and sundry items  | -            | -           | (55)               | 77          |  |
| Total revenue   | 10 881       | 7 463       |                    |             |  |
| Profit before tax   |              |             | 839                | 744         |  |
| Taxation  |              | _           | (204)              | (178)       |  |
| Profit after tax  |              | _           | 635                | 566         |  |
| Non-controlling interest  |              | _           | (198)              | (281)       |  |
| Profit after tax (after non-controlling interest)   |              |             | 437                | 285         |  |

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#### NOTES TO SEGMENTAL REVIEW (CONTINUED) NET SEGMENTAL ASSETS

|  | GROUP       |             |             |             |             |             |  |  |  |
|--|-------------|-------------|-------------|-------------|-------------|-------------|--|--|--|
|  | ASS         | ETS         | LIABI       | LITIES      | NET         |             |  |  |  |
|  | 2022<br>R'm | 2021<br>R'm | 2022<br>R'm | 2021<br>R'm | 2022<br>R'm | 2021<br>R'm |  |  |  |
| Financial services                       | 5 063       | 4 718       | (2 911)     | (2 692)     | 2 152       | 2 026       |  |  |  |
| Input supply                             | 3 152       | 3 320       | (2 294)     | (2 718)     | 858         | 602         |  |  |  |
| Market access                            | 2 754       | 2 205       | (1 379)     | (1 143)     | 1 375       | 1 062       |  |  |  |
| Processing, Conditioning<br>and Markets  | 502         | 530         | (326)       | (110)       | 176         | 420         |  |  |  |
| Total operations                         | 11 471      | 10 773      | (6 910)     | (6 663)     | 4 561       | 4 110       |  |  |  |
| Corporate                                | 267         | 256         | (220)       | (196)       | 47          | 60          |  |  |  |
| Investment activities                    | -           | -           | (292)       | (376)       | (292)       | (376)       |  |  |  |
| Total segmental assets/<br>(liabilities) | 11 738      | 11 029      | (7 422)     | (7 235)     | 4 316       | 3 794       |  |  |  |
| Deferred tax                             | 96          | 148         | (446)       | (466)       | (350)       | (318)       |  |  |  |
| Total                                    | 11 834      | 11 177      | (7 868)     | (7 701)     | 3 966       | 3 476       |  |  |  |



### CORPORATE INFORMATION

#### AGRIBEL HOLDINGS LIMITED

Reg.no: 1996/017629/06

#### **POSTAL ADDRESS**

PO Box 31 Klerksdorp 2570

#### **REGISTERED OFFICE**

1 Charel de Klerk Street Klerksdorp 2570

Telephone: 018 464 7800 Fax: 018 464 2228

#### AUDITOR

Ernst & Young Inc. Private Bag X14 102 Rivonia Road Sandton Johannesburg 2196 Telephone: 011 772 3000

#### **INVESTOR RELATIONS**

Attention: The Company Secretary Senwes Limited PO Box 31 Klerksdorp 2571 Telephone: 018 464 7104 Fax: 018 464 7121

#### **TRADING OF SHARES**

Over-The-Counter (OTC) trading www.senwes.co.za Telephone: 018 464 7105

#### **FINANCE PARTNERS**

Absa Bank Grindrod Bank