Greystone Partners Limited

(Incorporated in Kingdom of Eswatini - Registration number 74/2009)

Consolidated and separate financial statements for the year ended 31 December 2022

Greystone Partners Limited

General Information

Country of incorporation and domicile	Kingdom of Eswatini
Nature of business and principal activities	Investment Holding Company
Registered office	1st Floor, Matsapha Link Portion 3 of Plot 582, along College Road & Lihawu Street Matsapha, Eswatini
Business address	1st Floor, Matsapha Link Portion 3 of Plot 582, along College Road & Lihawu Street Matsapha, Eswatini
Fund Manager	African Alliance Eswatini Limited
Auditors	SNG Grant Thornton Eswatini
Bankers	Nedbank (Eswatini) Limited Swazi Plaza Mbabane, Eswatini PO Box 70
Functional currency	The consolidated and separate financial statements are expressed in Emalangeni the currency of the Kingdom of Eswatini

Greystone Partners Limited

Index

The reports and statements set out below comprise the consolidated and separate financial statements for the year ended 31 December 2022 presented to the shareholders:

The following supplementary information does not form part of the consolidated and separate financial statements and is unaudited:

AFRICAN ALLIANCE

Directors' report

AA Inprop (Pty) Limited

Statement of directors' responsibilities

The Directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare the Company financial statements for each financial year, which meet the requirements of Kingdom of Eswatini Companies Act of 2009. In addition, the Directors, have elected to prepare the Company financial statements in accordance with International Financial Reporting Standards.

The Company financial statements are required by law to give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for the year under review.

In preparing these financial statements, the Directors are required to:

- Select suitable accounting policies and then apply them consistently;
- Make judgements and estimates that are reasonable and prudent;
- State whether they have been prepared in accordance with International Financial Reporting Standards; and
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that Company continue in business.

The Directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that its financial statements comply with the Kingdom of Eswatini Companies Act 08 of 2009. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

The external auditors are responsible for independently reviewing and reporting on the Company's financial statements. The financial statements have ben examined by the Company's external auditors and their report is presented on pages 5 to 6.

The financial statements set out on pages 7 to 24, which have been prepared on the going concern basis, were approved by the board on 01 September 2023 and were signed on its behalf by:

Director **Director**

GREYSTONE PARTNERS

Greystone Partners Limited

Directors' report

The directors submit their report on the financial statements of Greystone Partners Limited (the "Company") and its subsidiaries and associates (together referred as the "Group") for the year ended 31 December 2022.

Incorporation

The Company was incorporated on 27 January 2009 and obtained its certificate to commence business on the same day.

Review of activities

Main business and operations

The principal objective of the Company is to carry on business as an investment holding company. The Company shall invest primarily in emergent, unlisted businesses with sustainable growth potential. Although the Company aims to invest predominantly in the Kingdom of Eswatini, where opportunities are unavailable, there may be a case for investing elsewhere within the Common Monetary Area.

It is envisaged that the average size of a specific equity investment would be in the order of E10 million and above; the Company will endeavour to secure interests of between 5% and 50% in unlisted companies; and the minimum size of investments to be made by the Company will be approximately E500,000 but exceptional circumstances will be considered.

Lojaf (Proprietary) Limited acquired PaknSave (Pty) Ltd, a 100% subsidiary, which operates 3 Pick n Pay supermarkets in South Africa. General Africa Foods Eswatini Proprietary Limited currently holds 2 ESDI stores (previously OBC) in Eswatini. General Africa Foods SA (Pty) Ltd operates 2 OBC stores in South Africa and Afri Pack (Pty) Ltd operates 4 West Pack stores and a petzone in South Africa.

The Company ended its financial year with a net asset value ("NAV") of E 491 762 776 (2021: E 619 861 462), which equates to a NAV per share of E 213.88 (2021: E 269.60).

Net loss of the Group was E (2 465 340) (2021: E (1 207 578) loss), after taxation of E 18 621 077 (2021: E (20 345 533)).

Net loss of the Company was E 121 201 039 (2021: E 40 897 699 profit), after taxation of E - (2021: E (11 455 052)).

Going concern

The Group made a loss for the year ended 31 December 2022 of E (2 465 340) (2021: E (1 207 578) loss) and as at that date, its current liabilities exceeded its current assets by E 123 988 394 (2021: E 138 641 277) and its total assets exceeded its total liabilities by E 685 477 650 (2021: E 697 562 197).

The Company made a loss for the year ended 31 December 2022 of E 121 201 039 (2021: E 40 897 699 profit) as at that date, its current assets exceeded its current liabilities by E 16 162 991 (2021: E 4 068 942) and its total assets exceeded its total liabilities by E 491 762 776 (2021: E 619 861 462).

The directors and management have assessed the Company and Group's ability to continue as a going concern. The assessment includes solvency and liquidity tests. Despite the current liabilities exceeding current assets, the Group has a stable liquidity position with cash of E85 million (2021: E91 million). The liquidity test considers expected cash flows, including the operational cash flows, anticipated proceeds from revenues and or other funding activities. Management of the subsidiaries of the Company have done cash flow projections for the foreseeable future and based on the projections, management has determined that there will be sufficient resources to settle liabilities and obligations as they fall due. Some of the measures in place to manage liquidity include ensuring that the repayment date of a sufficient portion of existing debt and creditors is extended at a level which is well within levels previously experienced in the retail sector being of a longer settlement period vs. inventory days, continuing to engage the market to secure additional funding where necessary and minimising discretionary expenditure in order to ensure sufficient funds are available to meet the ongoing commitments of the Group and Company.

The financial statements have been prepared on the basis of accounting policies applicable to a going concern. This basis presumes that funds will be available to finance future operations and that the realisation of assets and settlement of liabilities, contingent obligations and commitments will occur in the ordinary course of business.

The directors have concluded that the Group has adequate resources to continue operating for the foreseeable future and that it is appropriate to adopt the going concern basis in preparing the consolidated financial statements.

Events after the reporting period

The directors are not aware of any matter or circumstance arising since the end of the financial year that would have materially altered the results reported.

Authorised and issued share capital

There were no changes in the share capital of the company during the year under review.

Dividends

The Group and the Company declared dividends amounting to E 9 619 207 and E 6 897 647 respectively during the year ended 31 December 2022 (2021: E 9 153 570 and E 6 636 121 respectively).

Corporate governance

Sound corporate governance structures and processes are being applied at Greystone Partners Limited and are considered by the board to be pivotal to delivering sustainable growth in the interest of all stakeholders. Governance structures and processes are regularly reviewed and adapted to accommodate internal corporate developments and to reflect national and international best practice to the extent considered in the best interest of the Company.

The board meets regularly, retains control over the Company and monitors executive management. The board reserves to itself a range of key decisions to ensure that it retains proper direction and control of the company. The roles of the Chairperson and the Chief Executive Officer do not vest in the same person and the Chairperson is a non-executive director. The Chairperson provides leadership and guidance to the company's board, encourages proper deliberation of all matters requiring the board's attention, obtains optimum input from the other directors and ensures all decisions of the board are clearly worded and are likely to advance the Company's interests.

The board has established an Investment Committee and an Audit and Risk Committee. The Investment Committee is an advisory committee and not an executive committee and as such will not perform any management functions or assume any management responsibilities, but will rather primarily make investment recommendations to the board for its approval and final decision.

Directors

The Directors of the Company during the year and to the date of this report are as follows:

Name	Nationality	Position
MM Dlamini	LiSwati	Non-executive director and Chairman
N K Mabuza	LiSwati	Executive director and Chief Executive Officer
M L Dlamini	LiSwati	Non-executive director
K D Dlamini	LiSwati	Independent non-executive director
A M B de Castro	LiSwati	Executive director
S Khumalo	LiSwati	Non-executive director
NS Shabangu	LiSwati	Non-executive director

Investment Committee

The Investment Committee of the Company for the year and at the date of this report is as follows:

Name	Nationality	Position
Z B Dlamini	LiSwati	Independent member and Chairman
D Dlamini	LiSwati	Independent member
MN Msibi	LiSwati	Independent member

Audit Committee

The Audit Committee of the Company for the year and at the date of this report is as follows:

Name	Nationality	Position
M L Dlamini	LiSwati	Independent member and Chairman
HS Dlamini	LiSwati	Independent member
M Nyoni	LiSwati	Independent member

Secretary

The secretary of the Company is Bongiwe Dlamini at 1st Floor, Matsapha Link, Portion 3 of Plot 582, along College Road & Lihawu Street, Matsapha, Eswatini.

Auditors

SNG Grant Thornton Eswatini have been appointed as auditors of the Company for the year under review.

Spread of shareholders

The shareholder spread and analysis of shareholdings are detailed in note 34.

SNG Grant Thornton Chartered Accountants (Eswatini)
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Lot 195 Kal Grant Street, Mbabane
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INDEPENDENT AUDITOR'S REPORT

To the shareholders of Greystone Partners Limited

Opinion

We have audited the consolidated and separate financial statements of Greystone Partners Limited (the Group and Company), set out on pages 11 to 64, which comprise the statements of financial position as at 31 December 2022, and the statements of comprehensive income, statements of changes in equity and statements of cash flows for the year then ended, the accounting policies and notes to the consolidated and separate financial statements, and the directors' report on pages 4 to 6.

In our opinion, the consolidated and separate financial statements present fairly, in all material respects, the consolidated and separate financial position of Greystone Partners Limited as at 31 December 2022, and its consolidated and separate financial performance and consolidated and separate cash flows for the year then ended in accordance with International Financial Reporting Standards and in the manner required by the Companies Act of the Kingdom of Eswatini.

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 are independent of the group and company in accordance with the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)* (IESBA Code) together with the ethical requirements that are relevant to our audit in Eswatini and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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 for 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. The key audit matters for the consolidated and separate financial statements are set out below.

Valuation of level 3 financial instruments

The disclosure associated with the valuation of level 3 financial instruments is set out in the following accounting policies and notes:

- Accounting policy 1.3-Significant accounting judgements, estimates and assumptions.
- Note 5-Investment in associate.
- Note 7 -Investment at fair value.

Key audit matter	How our audit addressed the matter
The Group and Company have investments which are measured at fair value and classified as level 3 financial instruments in the fair value hierarchy. As at 31 December 2022, the fair value of these investments for the Group, which comprise unlisted equities and investments in associate amounted to E189 498 702. As at 31 December 2022, the fair value of these investments for the Company, which comprise unlisted equities amounted to E538 939 929. The Group and Company have applied a number of valuation techniques to determine the fair value of the financial instruments that are not quoted in active markets. The valuation techniques applied by the Group and Company include the discounted cash flow, price earning multiple and price to embedded value which involve subjective judgements and assumptions. Valuation of level 3 financial instruments has been identified as a key audit matter because of the significance of the judgements and estimates made in determining the fair value of the financial instruments.	Our audit work included the following procedures: • We evaluated the independence, technical competence and objectivity of the independent valuation specialist used by management. We engaged our internal valuation specialists who performed the following procedures: • Reviewed the appropriateness of the valuation methodologies applied by management specialist. • Verified the mathematical accuracy of the free cash flows. • Evaluated the appropriateness and sufficiency of the assumptions applied in the overall fair value assessment. • Assess the reasonableness of any premiums or discounts applied. • Assess the appropriateness of net debt adjustments included in the valuation. • Performed sensitivity analysis on the significant unobservable inputs to evaluate the overall reasonability of the fair values. We reviewed the appropriateness of the of the underlying assumptions (both macro-economic and micro-economic, entity level, and business plan/business model-based assumptions among others) related to both the forecasts and the related free cash flows that were used as a basis by management specialist. We reviewed the compilation of the underlying financial information and any assumptions used (historical and budgeted), on which the valuation performed by management specialist was based on. We reviewed the overall reasonableness of the historical information and forecasts including ratio analysis. We assessed the adequacy of the disclosures on the financial statements against the requirements of *IFRS 9, Financial Instruments*.

Other matter

The Consolidated and separate financial statements of the Group and Company as at and for the year ended 31 December 2021 were audited by another auditor who expressed an unmodified opinion on those statements on 30 June 2022.

Other information

The directors are responsible for the other information. The other information comprises Consolidated and separate detailed income statement and Annexure A – Prime interest rates and currencies. Other information does not include the consolidated and 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 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 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, 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 International Financial Reporting Standards and in the manner required by the Companies Act of the Kingdom of Eswatini, 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 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.

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 the 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities and business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance 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, related safeguards.

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.

SNG Grant Thornton

SNG Grant Thornton Chartered Accountants (Eswatini)
Per VM Nkabindze
Chartered Accountant (Eswatini)
Partner
05 October 2023

Greystone Partners Limited

Consolidated and separate statements of financial position as at 31 December 2022

		Group		Company	
Figures in Emalangeni	Note(s)	2022	2021	2022	2021
Assets					
Non-Current Assets					
Property, plant and equipment	2	219 824 550	187 562 602	-	-
Right of use assets	10	217 140 477	122 442 978	-	-
Goodwill	3	506 213 991	490 974 034	-	-
Intangible assets	4	870 521	1 852 805	-	-
Investments in associates	5	45 558 213	32 963 046	-	-
Investments at fair value	7	145 820 113	158 258 929	538 939 929	615 792 520
Deferred tax	8	27 683 730	451 994	-	-
		1 163 111 595	**994 506 388**	**538 939 929**	**615 792 520**
Current Assets					
Inventories	11	180 879 349	122 448 098	-	-
Amounts owing by related parties	6	6 703 020	-	-	45 089 578
Trade and other receivables	12	23 576 153	23 553 231	20 588	6 454
Tax receivable	9	294 975	443 932	148 610	148 610
Cash and cash equivalents	13	84 936 774	91 340 514	18 556 278	21 817 944
		296 390 271	**237 785 775**	**18 725 476**	**67 062 586**
Total Assets		**1 459 501 866**	**1 232 292 163**	**557 665 405**	**682 855 106**
Equity and Liabilities					
Equity					
Share capital	16	445 346 144	445 346 144	445 346 144	445 346 144
Retained income		124 986 804	133 864 025	46 416 632	174 515 318
		570 332 948	579 210 169	491 762 776	619 861 462
Non-controlling interest		115 144 702	118 352 028	-	-
		685 477 650	**697 562 197**	**491 762 776**	**619 861 462**
Liabilities					
Non-Current Liabilities					
Amounts owing to related parties	6	35 252 517	-	27 188 866	-
Other financial liabilities	17	121 587 516	57 599 056	36 151 278	-
Lease liabilities	18	196 805 518	100 703 858	-	-
		353 645 551	**158 302 914**	**63 340 144**	**-**

GREYSTONE PARTNERS

Greystone Partners Limited

Consolidated and separate statements of financial position as at 31 December 2022

		Group		Company	
Figures in Emalengeni	Note(s)	31 December 2022	30 September 2021	31 December 2022	30 September 2021
Current Liabilities					
Trade and other payables	14	270 127 791	204 736 219	2 504 767	2 375 231
Amounts owing to related parties	6	60 078 926	55 168 157	57 718	25 011 881
Other financial liabilities	17	43 123 677	76 300 418	-	35 606 532
Tax payable	9	2 447 638	5 996 869	-	-
Lease liabilities	18	44 586 438	34 211 194	-	-
Bank overdraft	13	14 195	14 195	-	-
		420 378 665	**376 427 052**	**2 562 485**	**62 993 644**
Total Liabilities		**774 024 216**	**534 729 966**	**65 902 629**	**62 993 644**
Total Equity and Liabilities		**1 459 501 866**	**1 232 292 163**	**557 665 405**	**682 855 106**

The consolidated and separate financial statements for the year ended 31 December 2022, the accounting policies on pages 17 to 32 and the notes on pages 33 to 64, were approved by the board of directors on 28 August 2023 and were signed on its behalf by:

Director

Director

The accounting policies on pages 17 to 32 and the notes on pages 33 to 64 form an integral part of the Consolidated and separate financial statements for the year ended 31 December 2022.

Greystone Partners Limited

Consolidated and separate statements of profit or loss and other comprehensive income for the year ended 31 December 2022

Figures in Emalangeni	Note(s)	Group 2022	Group 2021	Company 2022	Company 2021
Revenue	28	1 902 713 327	1 454 441 402	-	-
Cost of sales	29	(1 509 735 364)	(1 151 095 615)	-	-
Gross profit		**392 977 963**	**303 345 787**	**-**	**-**
Other operating income	30	29 799 579	18 761 854	-	-
Investment income	23	16 312 912	17 706 758	17 612 179	18 326 828
Other operating losses		(31 943)	(696 065)	-	-
Operating expenses	20	(410 330 229)	(312 222 442)	(11 590 015)	(11 460 070)
Impairments		(526 025)	(21 000)	-	(21 000)
Operating profit		**28 202 257**	**26 874 892**	**6 022 164**	**6 845 758**
Unrealised gains/(losses) on revaluation of investments	21	156 352	12 162 576	(121 964 591)	50 022 831
Finance costs	22	(49 445 026)	(19 899 513)	(5 258 612)	(4 515 838)
(Loss)/profit before taxation		(21 086 417)	19 137 955	(121 201 039)	52 352 751
Income tax	24	18 621 077	(20 345 533)	-	(11 455 052)
(Loss)/profit for the year		**(2 465 340)**	**(1 207 578)**	**(121 201 039)**	**40 897 699**
Other comprehensive income		-	-	-	-
Total comprehensive (loss)/income		**(2 465 340)**	**(1 207 578)**	**(121 201 039)**	**40 897 699**
(Loss)/profit attributable to:					
Owners of the parent		(1 979 574)	(5 489 659)	(121 201 039)	40 897 699
Non-controlling interest		(485 766)	4 282 081	-	-
		(2 465 340)	**(1 207 578)**	**(121 201 039)**	**40 897 699**
Total comprehensive (loss)/income attributable to:					
Owners of the parent		(1 979 574)	(5 489 659)	(121 201 039)	40 897 699
Non-controlling interest		(485 766)	4 282 081	-	-
		(2 465 340)	**(1 207 578)**	**(121 201 039)**	**40 897 699**
Earnings per share					
Per share information					
Basic and diluted	32	(0.01)	(0.01)	(0.53)	0.18

The accounting policies on pages 17 to 32 and the notes on pages 33 to 64 form an integral part of the Consolidated and separate financial statements for the year ended 31 December 2022.

Greystone Partners Limited

Consolidated and separate statements of changes in equity for the year ended 31 December 2022

Figures in Emalangeni	Share capital	Share premium	Total share capital	Retained income	Total attributable to equity holders of the group / company	Non-controlling interest	Total equity
Group							
Balance at 01 January 2021	**2 299 216**	**443 046 928**	**445 346 144**	**116 381 923**	**561 728 067**	**39 005 396**	**600 733 463**
Loss for the year	-	-	-	(5 489 659)	(5 489 659)	4 282 081	(1 207 578)
Other comprehensive income	-	-	-	-	-	-	-
Total comprehensive loss for the year	**-**	**-**	**-**	**(5 489 659)**	**(5 489 659)**	**4 282 081**	**(1 207 578)**
Dividends	-	-	-	(6 636 121)	(6 636 121)	(2 517 449)	(9 153 570)
Business combinations	-	-	-	29 607 882	29 607 882	77 582 000	107 189 882
Total contributions by and distributions to owners of company recognised directly in equity	**-**	**-**	**-**	**22 971 761**	**22 971 761**	**75 064 551**	**98 036 312**
Balance at 01 January 2022	**2 299 216**	**443 046 928**	**445 346 144**	**133 864 025**	**579 210 169**	**118 352 028**	**697 562 197**
Loss for the year	-	-	-	(1 979 574)	(1 979 574)	(485 766)	(2 465 340)
Other comprehensive income	-	-	-	-	-	-	-
Total comprehensive loss for the year	**-**	**-**	**-**	**(1 979 574)**	**(1 979 574)**	**(485 766)**	**(2 465 340)**
Dividends	-	-	-	(6 897 647)	(6 897 647)	(2 721 560)	(9 619 207)
Total contributions by and distributions to owners of company recognised directly in equity	**-**	**-**	**-**	**(6 897 647)**	**(6 897 647)**	**(2 721 560)**	**(9 619 207)**
Balance at 31 December 2022	**2 299 216**	**443 046 928**	**445 346 144**	**124 986 804**	**570 332 948**	**115 144 702**	**685 477 650**
Note(s)	16	16	16				

The accounting policies on pages 17 to 32 and the notes on pages 33 to 64 form an integral part of the Consolidated and separate financial statements for the year ended 31 December 2022.

Greystone Partners Limited

Consolidated and separate statements of changes in equity

Figures in Emalangeni	Share capital	Share premium	Total share capital	Retained income	Total attributable to equity holders of the group / company	Non-controlling interest	Total equity
Company							
Balance at 01 January 2021	**2 299 216**	**443 046 928**	**445 346 144**	**140 253 740**	**585 599 884**	**-**	**585 599 884**
Loss for the year	-	-	-	40 897 699	40 897 699	-	40 897 699
Other comprehensive income	-	-	-	-	-	-	-
Dividends	-	-	-	(6 636 121)	(6 636 121)	-	(6 636 121)
Balance at 31 December 2021	**2 299 216**	**443 046 928**	**445 346 144**	**174 515 318**	**619 861 462**	**-**	**619 861 462**
Loss for the year	-	-	-	(121 201 039)	(121 201 039)	-	(121 201 039)
Other comprehensive income	-	-	-	-	-	-	-
Dividends	-	-	-	(6 897 647)	(6 897 647)	-	(6 897 647)
Balance at 31 December 2022	**2 299 216**	**443 046 928**	**445 346 144**	**46 416 632**	**491 762 776**	**-**	**491 762 776**
Note(s)	16	16	16				

The accounting policies on pages 17 to 32 and the notes on pages 33 to 64 form an integral part of the Consolidated and separate financial statements for the year ended 31 December 2022.

Greystone Partners Limited

Consolidated and separate statements of cash flows for the year ended 31 December 2022

		Group		Company	
Figures in Emalangeni	Note(s)	2022	2021	2022	2021
Cash flows from operating activities					
Cash generated from/(used in) operations	25	122 218 064	(19 018 082)	(9 262 332)	(28 696 289)
Interest income	23	2 336 814	2 696 364	955 228	853 882
Dividend income	23	13 976 098	15 010 394	16 656 951	17 472 946
Finance costs	22	(49 445 026)	(19 899 513)	(5 258 612)	(4 515 838)
Tax paid	9	(11 488 433)	(4 543 830)	-	(270 936)
Net cash generated from/(used in) operating activities		**77 597 517**	**(25 754 667)**	**3 091 235**	**(15 156 235)**
Cash flows from investing activities					
Purchase of property, plant and equipment	2	(206 912 196)	(69 984 780)	-	-
Sale of property, plant and equipment	2	141 005 494	9 250 210	-	-
Purchase of other intangible assets	4	-	(661 714)	-	-
Sale of other intangible assets	4	103 037	-	-	-
Net cash (used in)/generated from investing activities		**(65 803 665)**	**(61 396 284)**	**-**	**-**
Cash flows from financing activities					
Additions to other financial liabilities	17	30 811 719	106 418 709	544 746	22 542 200
Repayment of lease liabilities	18	(39 390 104)	(14 724 436)	-	-
Dividends paid		(9 619 207)	(9 153 570)	(6 897 647)	(6 636 121)
Net cash (used in)/generated from financing activities		**(18 197 592)**	**82 540 703**	**(6 352 901)**	**15 906 079**
Net change of cash and cash equivalents		**(6 403 740)**	**(4 610 248)**	**(3 261 666)**	**749 844**
Cash and cash equivalents at the beginning of the year		91 326 319	95 936 567	21 817 944	21 068 100
Total cash and cash equivalents at end of the year	13	**84 922 579**	**91 326 319**	**18 556 278**	**21 817 944**

The accounting policies on pages 17 to 32 and the notes on pages 33 to 64 form an integral part of the Consolidated and separate financial statements for the year ended 31 December 2022.

Greystone Partners Limited

Accounting policies for the year ended 31 December 2022

1. Corporate information

Greystone Partners Limited was incorporated as a public company on 27 January 2009. The principal object of the Company is to carry on business as an investment holding company. The main purpose of Greystone Partners is to create a formal investment vehicle which is listed on the Eswatini Stock Exchange and which invests primarily in emergent, unlisted businesses with sustainable growth potential. Investors are able to share in Greystone Partners' ability to source, research and secure investments.

Greystone is a venture capital organisation that invests into unlisted entities. African Alliance Eswatini Limited, the investment manager of Greystone, has a strong value-add focus as it is of the opinion that a big part of private equity value creation comes from driving business improvements in portfolio companies. Value addition starts as early as the deal sourcing phase when engaging with management in order to ensure that management teams are open to partnering with the manager and actively driving and generating value.

Greystone continuously monitors the underlying investments for the appropriate time for an exit. For each investment, a trade sale or listing are the preferred exit routes.

1.1 Significant accounting policies

The consolidated and separate financial statements for the year ended 31 December 2022 have been prepared in accordance with International Financial Reporting Standards ("IFRS") and interpretations issued by the International Financial Reporting Interpretation Committee ("IFRIC") as issued by the International Accounting Standards Board ("IASB"), and the Eswatini Companies Act no. 8 of 2009. The consolidated and separate financial statements for the year ended 31 December 2022 have been prepared on a historical cost basis except for investments at fair value through profit or loss which are measured at fair value. The consolidated and separate financial statements for the year ended 31 December 2022 are presented in Emalangeni and all values are rounded to the nearest Emalangeni, except when otherwise indicated. The consolidated and separate financial statements for the year ended 31 December 2022 incorporate the principal accounting policies set out below. These accounting policies are consistent with the prior period, except for those which were adopted during the year.

1.2 New and amended standards and interpretations

Amendments mandatorily effective for the year ended 31 December 2022

During the year, the Group and the Company have adopted the following standards, amendments and interpretations:

- Amendments to IFRS 3 - Reference to the Conceptual Framework
- Amendments to IAS 16 - Property, Plant and Equipment- Proceeds before Intended Use
- Amendments to IAS 37 - Onerous Contracts- Cost of Fulfilling a Contract
- Amendments to IFRS 1, IFRS 9 and IFRS 16 - Annual Improvements

Amendments to IFRS 3 - Reference to the Conceptual Framework

The amendments add an exception to the recognition principle of IFRS 3 to avoid the issue of potential 'day 2' gains or losses arising for liabilities and contingent liabilities that would be within the scope of IAS 37 Provisions, Contingent Liabilities and Contingent Assets or IFRIC 21 Levies, if incurred separately. The exception requires entities to apply the criteria in IAS 37 or IFRIC 21, respectively, instead of the Conceptual Framework, to determine whether a present obligation exists at the acquisition date. At the same time, the amendments add a new paragraph to IFRS 3 to clarify that contingent assets do not qualify for recognition at the acquisition date. The amendments have no significant impact on the consolidated and separate financial statements.

1.2 New and amended standards and interpretations (continued)

Amendments to IAS 16 Property, Plant and Equipment — Proceeds before Intended Use

The amendments prohibit deducting from the cost of an item of property, plant and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognises the proceeds from selling such items, and the cost of producing those items, in profit or loss. The amendments have no significant impact on the consolidated and separate financial statements.

Amendments to IAS 37 Onerous Contracts — Cost of Fulfilling a Contract

The amendments specify that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract). The amendments have no significant impact on the consolidated and separate financial statements.

Amendments to IFRS 1, IFRS 9 and IFRS 16 - Annual improvements

IFRS 1 First-time Adoption of International Financial Reporting Standards - This amendment simplifies the application of IFRS 1 for a subsidiary that becomes a first-time adopter of IFRS Standards later than its parent.

IFRS 9 Financial Instruments - This amendment clarifies that, for the purpose of performing the '10 per cent test' for derecognition of financial liabilities, in determining those fees paid net of fees received, a borrower includes only fees paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf.

IFRS 16 Leases, Illustrative Example 13 - The amendment removes the illustration of payments from the lessor relating to leasehold improvements. As currently drafted, this example is not clear as to why such payments are not a lease incentive.

These amendments have no significant impact on the consolidated and separate financial statements.

Not yet mandatorily effective but early application allowed for the year ended 31 December 2022

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning on or after 31 December 2022, and have not been applied in preparing the financial statements. Those which may be relevant to the Group and the Company are set out below. The Group and the Company do not plan to adopt these standards early. These will be adopted in the period that they become mandatory unless otherwise indicated:

- Amendments to IAS 1 - Presentation of liabilities
- Amendments to IFRS 4 - Extension of the Temporary Exemption from Applying IFRS 9
- IFRS 17 Insurance Contracts
- Amendments to IAS 1 - Disclosure of Accounting Policies
- Amendments to IAS 12 - Deferred Tax related to Assets and Liabilities arising from a Single Transaction
- Amendments to IAS 8 - Definition of Accounting Estimates
- Amendments to IFRS 16 - Lease Liability in a sale and Leaseback
- Amendments to IAS 1 - Non-Current Liabilities with Covenants

Amendments to IAS 1 - Presentation of liabilities

The amendments affect requirements in IAS 1 for the presentation of liabilities. Specifically, they clarify one of the criteria for classifying a liability as non-current. The amendments are not expected to significantly impact the consolidated and separate financial statements. The amendments are effective for annual reporting periods beginning on or after 1 January 2023.

1.2 New and amended standards and interpretations (continued)

Amendments to IFRS 4 - Extension of the Temporary Exemption from Applying IFRS 9

The amendment changes the fixed expiry date for the temporary exemption in IFRS 4 Insurance Contracts from applying IFRS 9 Financial Instruments, so that entities would be required to apply IFRS 9 for annual periods beginning on or after 1 January 2023. The amendment is not expected to significantly impact the consolidated and separate financial statements.

IFRS 17 Insurance Contracts

IFRS 17 applies to all types of insurance contracts (i.e. life, non-life, direct insurance and re-insurance), regardless of the type of entities that issue them, as well as to certain guarantees and financial instruments with discretionary participation features. The standard is not expected to significantly impact on the consolidated and separate financial statements. The standard is effective for annual reporting periods beginning on or after 1 January 2023.

Amendments to IAS 1 - Disclosure of Accounting Policies

The amendments require that an entity discloses its material accounting policies, instead of its significant accounting policies. Further amendments explain how an entity can identify a material accounting policy. The amendments are not expected to have a significant impact on the consolidated and separate financial statements. The amendments are effective for annual reporting periods beginning on or after 1 January 2023.

Amendments to IAS 12 - Deferred Tax related to Assets and Liabilities arising from a Single Transaction

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments provide an exemption from the initial recognition exemption provided in IAS 12. Accordingly, the initial recognition exemption does not apply to transactions in which both deductible and taxable temporary differences arise on initial recognition that result in the recognition of equal deferred tax assets and liabilities. The amendments are not expected to have a significant impact on the consolidated and separate financial statements. The amendments are effective for annual reporting periods beginning on or after 1 January 2023.

Amendments to IAS 8 - Definition of Accounting Estimates

The amendments replace the definition of a change in accounting estimates with a definition of accounting estimates. Under the new definition, accounting estimates are “monetary amounts in financial statements that are subject to measurement uncertainty”. Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The amendments clarify that a change in accounting estimate that results from new information or new developments is not the correction of an error. The amendments are not expected to have a significant impact on the consolidated and separate financial statements. The amendments are effective for annual reporting periods beginning on or after 1 January 2023.

Amendments to IFRS 16 - Lease Liability in a sale and Leaseback

The amendments specify how a seller-lessee measures subsequently the sales and leaseback transactions that satisfies the requirements of IFRS 15 'Revenue from contracts with customers' to be accounted for as a sale. The amendments are not expected to have a significant impact on the consolidated and separate financial statements. The amendments are effective for annual reporting periods beginning on or after 1 January 2024.

Amendments to IAS 1 - Non-Current Liabilities with Covenants

The amendments clarify how conditions with which an entity must comply within twelve months after the reporting period affect the classification of a liability. The amendments are not expected to have a significant impact on the consolidated and separate financial statements. The amendments are effective for annual reporting periods beginning on or after 1 January 2023.

1.3 Significant accounting judgements, estimates and assumptions

In preparing the consolidated and separate financial statements for the year ended 31 December 2022, management is required to make judgements, estimates and assumptions that affect the amounts represented in the consolidated and separate financial statements for the year ended 31 December 2022 and related disclosures. Use of available information and the application of judgment is inherent in the formation of estimates. Actual results in the future may differ from these estimates which may be material to the consolidated and separate financial statements for the year ended 31 December 2022.

Significant judgements

In the process of applying the Group's accounting policies, management has made the following judgments, which have the most significant effect on the amounts recognised in the financial statements :

Going concern

The Group's management has made the assessment of the Group and Company's ability to continue as a going concern and is satisfied that the Group and Company has the resources to continue in business for the foreseeable future. Furthermore, management is not aware of any material uncertainties that may cast significant doubt upon the Group's ability to continue as a going concern. Therefore, the financial statements continue to be prepared on the going concern basis.

Functional currency

The currency of the primary economic environment in which the entity operates is the Emalangeni. The Group's performance is evaluated in Emalangeni. Therefore, management considers the Emalangeni as the currency that most faithfully represents the economic effects of the underlying transactions, events and conditions.

Estimates and assumptions

Trade and other receivables

The Group assesses its trade and other receivables for impairment at each reporting date. Estimations and assumptions are made to determine the amount of the Expected credit loss recognised. Judgements are used to determine whether there has been an increase in credit risk and whether a financial asset is credit impaired.

Allowance for slow moving, damaged and obsolete stock

Management assesses whether inventory is impaired by comparing its cost to its estimated net realisable value. Where an impairment is necessary, inventory items are written down to net realisable value. The write down is included in cost of sales.

Fair value estimation

The basis of valuation of all investments is fair value. All investments are valued in accordance with IFRS and the International Private Equity and Venture Capital Valuation (“IPEV”) Guidelines.

Management's valuations, as prepared in December, are audited annually by its auditor. Management determines the individual fair value of each Portfolio Company. The policy of management to determine the fair value of the underlying investment companies, which is in accordance with the IPEV Valuation Guidelines, is noted below.

At each reporting date after the initial acquisition date, an assessment is made of the fair value of the investment to determine any required changes in the fair value of the investment. An earnings multiple methodology are generally applied and a discounted cash flow (“DCF”) method.

1.3 Significant accounting judgements, estimates and assumptions (continued)

In terms of the earnings multiple method, an appropriate and reasonable valuation multiple is applied to the maintainable earnings of the investment. For each investment an EBITDA or an earnings before interest after tax ("EBIAT") multiple is generally considered appropriate to determine the enterprise value for the investment. In deriving a reasonable valuation multiple, management develops a benchmark multiple, generally with reference to the multiples of comparable publicly traded companies adjusted for finance costs (i.e. multiples have been degeared). The benchmark multiple is further adjusted for points of difference relating to risk profile (geographic, operational, financial, liquidity factors and growth prospects), where applicable.

Maintainable earnings are typically based on historical earnings figures that are considered to be appropriate and relevant. Once an enterprise value has been determined, it is adjusted for surplus assets, excess liabilities, and financial instruments ranking ahead of the investments. The resultant attributable enterprise value is then apportioned to the Company, based on its participation in each underlying security of the investment companies.

Assessing the level of maintainable EBITDA and net debt of each Portfolio Company, especially during these unprecedented times, requires a high degree of judgement by management; therefore, the valuations of the unlisted portfolio are subject to a degree of uncertainty and the underlying assumptions may prove in time not to be entirely accurate.

The discounted cash flow method is used to derive the enterprise value of the investment using reasonable assumptions on the estimations of expected future post-taxation cash flows and the terminal value (free cash flows to the company), and discounting to the present value by applying the appropriate risk-adjusted rate that captures the risk inherent to the projection's weighted average cost of capital ("WACC"). To arrive at an appropriate equity value, an adjustment for net indebtedness will be made. Where appropriate, an adjustment to the valuation would be made for surplus non-operating assets and liabilities in the investment.

The length of period for which it would remain appropriate to use this valuation technique will depend on the specific circumstances of the investment and is subject to the judgement of management.

Although best judgement is used in determining the fair value of these investments, there are inherent limitations in any valuation technique involving the type of securities in which the Company invests. Therefore, the fair values presented herein may not be indicative of the amount the Company could realise in a current transaction.

Trade receivables and payables are shown at carrying value less impairment provision as the effect of discounting is immaterial. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Group for similar financial instruments.

Impairment of non-financial assets

The recoverable amounts of cash-generating units and individual assets have been determined based on the higher of value-in-use calculations and fair values. These calculations require the use of estimates and assumptions. It is reasonably possible that the assumption may change which may then impact our estimations and may then require a material adjustment to the carrying value of goodwill and tangible assets.

The Group reviews and tests the carrying value of assets when events or changes in circumstances suggest that the carrying amount may not be recoverable. In addition, goodwill is tested on an annual basis for impairment. Assets are grouped at the lowest level for which identifiable cash flows are largely independent of cash flows of other assets and liabilities. If there are indications that impairment may have occurred, estimates are prepared of expected future cash flows for each group of assets. Expected future cash flows used to determine the value in use of goodwill and tangible assets are inherently uncertain and could materially change over time. They are significantly affected by a number of factors including economic factors such as inflation.

Taxation

Judgement is required in determining the provision for income taxes due to the complexity of legislation. The Group recognises liabilities based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax liability in the period in which such determination is made.

1.3 Significant accounting judgements, estimates and assumptions (continued)

The Group recognises the net future tax benefit related to deferred income tax assets to the extent that it is probable that the deductible temporary differences will reverse in the foreseeable future. Assessing the recoverability of deferred income tax assets requires the Group to make significant estimates related to expectations of future taxable income. Estimates of future taxable income are based on forecast cash flows from operations and the application of existing tax laws in each jurisdiction. To the extent that future cash flows and taxable income differ significantly from estimates, the ability of the Group to realise the net deferred tax assets recorded at the reporting date could be impacted.

Useful lives and residual values of property, plant and equipment and intangible assets

Management assess the appropriateness of the useful lives of property, plant and equipment at the end of each reporting period. The useful lives are determined based on group replacement policies for the various assets. Individual assets within these classes, which have a significant carrying amount are assessed separately to consider whether replacement will be necessary outside of normal replacement parameters. When the estimated useful life of an asset differs from previous estimates, the change is applied prospectively in the determination of the depreciation charge.

1.4 Property, plant and equipment

Property, plant and equipment are tangible assets which the group or company holds for its own use and are expected to be used for more than one period.

An item of property, plant and equipment is recognised as an asset when it is probable that future economic benefits associated with the item will flow to the group or company, and the cost of the item can be measured reliably.

Property, plant and equipment is initially measured at cost. Cost includes all of the expenditure which is directly attributable to the acquisition or construction of the asset, including the capitalisation of borrowing costs on qualifying assets and adjustments in respect of hedge accounting, where appropriate.

Expenditure incurred subsequently for major services, additions to or replacements of parts of property, plant and equipment are capitalised if it is probable that future economic benefits associated with the expenditure will flow to the group or company and the cost can be measured reliably. Day to day servicing costs are included in profit or loss in the period in which they are incurred.

Depreciation of an asset commences when the asset is available for use as intended by management. Depreciation is charged to write off the asset's carrying amount over its estimated useful life to its estimated residual value, using a method that best reflects the pattern in which the asset's economic benefits are consumed by the group or company. Leased assets are depreciated in a consistent manner over the shorter of their expected useful lives and the lease term. Depreciation is not charged to an asset if its estimated residual value exceeds or is equal to its carrying amount. Depreciation of an asset ceases at the earlier of the date that the asset is classified as held for sale or derecognised.

Depreciation is provided to write down the property, plant and equipment, on a straight line basis, over their useful life, to their residual values, as follows:

Item	**Average useful life**
Plant and equipment	10 years
Furniture and fixtures	10 years
IT equipment and computer software	3 years
Leasehold improvements	shorter of useful life or lease term
Motor vehicles	5 years
Office equipment	10 years

The residual value, useful life and depreciation method of each asset are reviewed at the end of each reporting year. If the expectations differ from previous estimates, the change is accounted for as a change in accounting estimate.

Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item is depreciated separately.

The depreciation charge for each period is recognised in profit or loss unless it is included in the carrying amount of another asset.

1.4 Property, plant and equipment (continued)

Impairment tests are performed on property, plant and equipment when there is an indicator that they may be impaired. When the carrying amount of an item of property, plant and equipment is assessed to be higher than the estimated recoverable amount, an impairment loss is recognised immediately in profit or loss to bring the carrying amount in line with the recoverable amount.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its continued use or disposal. Any gain or loss arising from the derecognition of an item of property, plant and equipment, determined as the difference between the net disposal proceeds, if any, and the carrying amount of the item, is included in profit or loss when the item is derecognised.

1.5 Investment in associates

Associates are all entities over which the company has significant influence but not control or joint control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are accounted for at fair value through profit or loss ("FVTPL"), after initially being recognised at cost. The company is considered to be a venture capital organisation ("VCO"), see Note 5. The company elected to measure its investment in associates at FVTPL in accordance with IAS 28 - Investments in Associates and Joint Ventures.

1.6 Intangible assets

An intangible asset is recognised when:

- it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity; and
- the cost of the asset can be measured reliably.

Intangible assets are initially recognised at cost.

Expenditure on research (or on the research phase of an internal project) is recognised as an expense when it is incurred.

An intangible asset arising from development (or from the development phase of an internal project) is recognised when:

- it is technically feasible to complete the asset so that it will be available for use or sale.
- there is an intention to complete and use or sell it.
- there is an ability to use or sell it.
- it will generate probable future economic benefits.
- there are available technical, financial and other resources to complete the development and to use or sell the asset.
- the expenditure attributable to the asset during its development can be measured reliably.

An intangible asset is regarded as having an indefinite useful life when, based on all relevant factors, there is no foreseeable limit to the period over which the asset is expected to generate net cash inflows. Amortisation is not provided for these intangible assets but they are tested for impairment annually and whenever there is an indication that the asset may be impaired. For all other intangible assets amortisation is provided on a straight line basis over their useful life.

The amortisation period and the amortisation method for intangible assets are reviewed every period-end.

Reassessing the useful life of an intangible asset with a definite useful life after it was classified as indefinite is an indicator that the asset may be impaired. As a result the asset is tested for impairment and the remaining carrying amount is amortised over its useful life.

Internally generated brands, mastheads, publishing titles, customer lists and items similar in substance are not recognised as intangible assets.

Amortisation is provided to write down the intangible assets, on a straight line basis, to their residual values as follows:

Item	**Useful life**
Licenses and franchises	10 years

1.7 Tax

Current tax assets and liabilities

Current 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 tax includes any adjustment to tax payable or receivable in respect to previous years.

Current tax liabilities (assets) for the current and prior periods/year 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.

Deferred tax assets and liabilities

A deferred tax asset is recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised. A deferred tax asset is not recognised when it arises from the initial recognition of an asset or liability in a transaction that at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).

A deferred tax asset is recognised for the carry 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.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the reporting date.

Deferred tax assets and liabilities are offset only if certain criteria are met.

Tax expenses

Provision is made for income tax on the net taxable profit for the year at the applicable rates of tax which have been substantially enacted at reporting date, taking into account income and expenditure which is not subject to tax.

Value added tax

Revenues, expenses and assets are recognised net of the amount of value added tax (VAT), except :

- when the VAT incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the VAT is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable
- receivables and payables that are stated with the amount of VAT included.

The net amount of VAT recoverable from, or payable to, the taxation authority is included as part of the receivables or payables in the statement of financial position.

1.8 Leases

The Group as a lessor

Lease income from operating leases where the Group is a lessor is recognised in income on a straight-line basis over the lease term. Initial direct costs incurred in obtaining an operating lease are added to the carrying amount of the underlying asset and recognised as expense over the lease term on the same basis as lease income. The respective leased assets are included on the statement of financial position based on their nature.

The Group as a lessee

A lease is defined as 'a contract, or part of a contract, that conveys the rights to use an asset (the underlying asset) for a period of time in exchange for consideration'. The Group assesses whether the contract meets the key evaluations which are whether:

- the contract contains an identified asset, which is either explicitly identified in the contract or implicitly specified by being identified at the time the asset is made available to the Group

1.8 Leases (continued)

- the Group has the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use

- the Group has the right to direct the use of the identified asset throughout the period of use.

Measurement and recognition of leases as a lessee

At commencement or on modification of a contract that contains a lease component, the Group allocates consideration in the contract to each lease component on the basis of its relative standalone price. The Group recognises a right-of-use asset and a lease liability on the statement of financial position. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Group, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received).

The Group depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the useful life of the right-of-use asset or the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the cost of the right of use asset reflects that the Group will exercise a purchase option. In that case, depreciation is done over the useful life of the underlying asset. The Group also assesses the right-of-use asset for impairment when such indicators exist.

At the commencement date, the Group measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Group's incremental borrowing rate which is determined using the bank lending rate of the lender's country.

Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed), variable payments based on an index or rate, amounts expected to be payable under a residual value guarantee and payments arising from options reasonably certain to be exercised.

Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments. The lease liability is measured at amortised cost using the effective interest rate.

When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

The Group has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in profit or loss on a straight-line basis over the lease term.

On transition for leases previously accounted for as operating leases with a lease term of less than 12 months and for leases of low value, the Group accounts for the lease expense on a straight line basis over remaining lease term. For those leases previously classified as finance leases, the right of use asset and lease liabilities are measured at the date of initial application at the same amounts as under IAS 17 immediately before the date of initial application.

1.9 Inventories

Inventories comprises of merchandise for resale and consumables.

Inventories are measured at the lower of cost and net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

The cost of inventories comprises of all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

The cost of inventories of items that are not ordinarily interchangeable and goods or services produced and segregated for specific projects is assigned using specific identification of the individual costs.

1.9 Inventories (continued)

The cost of inventories is assigned using the weighted average cost formula. The same cost formula is used for all inventories having a similar nature and use to the entity.

When inventories are sold, the carrying amount of those inventories are recognised as an expense in the period in which the related revenue is recognised. The amount of any write-down of inventories to net realisable value and all losses of inventories are recognised as an expense in the period the write-down or loss occurs. The amount of any reversal of any write-down of inventories, arising from an increase in net realisable value, are recognised as a reduction in the amount of inventories recognised as an expense in the period in which the reversal occurs.

1.10 Financial instruments

Classification and measurement

Financial instruments held by the Group are classified in accordance with the provisions of IFRS 9 Financial Instruments. Financial asset and financial liabilities are recognised when the Group becomes party to the contractual provisions of the financial instrument.

Broadly, the classification possibilities, which are adopted by the Group, as applicable, are as follows:

Financial assets which are equity instruments:

• Mandatorily at fair value through profit or loss; or

• Designated as at fair value through other comprehensive income. (This designation is not available to equity instruments which are held for trading or which are contingent consideration in a business combination).

Financial assets which are debt instruments:

• Amortised cost. (This category applies only when the contractual terms of the instrument give rise, on specified dates, to cash flows that are solely payments of principal and interest on principal, and where the instrument is held under a business model whose objective is met by holding the instrument to collect contractual cash flows); or

• Fair value through other comprehensive income. (This category applies only when the contractual terms of the instrument give rise, on specified dates, to cash flows that are solely payments of principal and interest on principal, and where the instrument is held under a business model whose objective is achieved by both collecting contractual cash flows and selling the instruments); or

• Mandatorily at fair value through profit or loss. (This classification automatically applies to all debt instruments which do not qualify as at amortised cost or at fair value through other comprehensive income); or

• Designated at fair value through profit or loss. (This classification option can only be applied when it eliminates or significantly reduces an accounting mismatch).

The classification is determined by both the Group's business model for managing the financial asset and the contractual cash flow characteristics of the financial asset.

Derivatives which are part of a hedging relationship:

• Mandatorily at fair value through profit or loss.

Financial liabilities:

• Amortised cost; or

• Mandatorily at fair value through profit or loss. (This applies to contingent consideration in a business combination or to liabilities which are held for trading); or

1.10 Financial instruments (continued)

• Designated at fair value through profit or loss. (This classification option can be applied when it eliminates or significantly reduces an accounting mismatch; the liability forms part of a group of financial instruments managed on a fair value basis; or it forms part of a contract containing an embedded derivative and the entire contract is designated as at fair value through profit or loss).

Impairment of financial assets

The Group recognises a loss allowance for expected credit losses on all financial assets. The amount of expected credit losses is updated at each reporting date.

Loss allowance for all receivables is determined as lifetime expected credit losses (simplified approach). Loss allowance for receivables is determined in the same manner as prescribed for all financial assets at amortised cost.

The Group measures the loss allowance for trade and other receivables at an amount equal to lifetime expected credit losses (lifetime ECL), which represents the expected credit losses that will result from all possible default events over the expected life of the receivable.

Measurement and recognition of expected credit losses

The Group makes use of a provision matrix as a practical expedient to the determination of expected credit losses on trade and other receivables. The provision matrix is based on historic credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current and forecast direction of conditions at the reporting date, including the time value of money, where appropriate.

The customer base is widespread and does not show significantly different loss patterns for different customer segments. The loss allowance is calculated on a collective basis for all trade and other receivables in totality.

An impairment gain or loss is recognised in profit or loss with a corresponding adjustment to the carrying amount of trade and other receivables, through use of a loss allowance account. The impairment loss is included in other operating expenses in profit or loss as a movement in credit loss allowance.

Write off policy

The Group writes off a receivable when there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery, e.g. when the counterparty has been placed under liquidation or has entered into bankruptcy proceedings. Receivables written off may still be subject to enforcement activities under the Group recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

Amounts owing by/to related parties

These include amounts owing by/to related companies, fellow subsidiaries, subsidiaries, joint ventures and associates and are recognised initially at fair value plus direct transaction costs.

Amounts owing by related parties are classified as amortised costs.

Amounts owing to related parties are classified as financial liabilities measured at amortised cost.

Trade and other receivables

Trade receivables are measured at initial recognition at fair value, and are subsequently measured at amortised cost using the effective interest method. The Group measures the loss allowance for trade and other receivables at an amount equal to lifetime expected credit losses (lifetime ECL), which represents the expected credit losses that will result from all possible default events over the expected life of the receivable.

Trade and other receivables are classified as financial asset measured at amortised cost.

1.10 Financial instruments (continued)

Trade and other payables

Trade payables are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest method.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and demand deposits, and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value. They are subsequently measured at amortised cost.

Investments at fair value

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Other financial liabilities

Bank overdrafts and borrowings are initially and subsequently measured at amortised cost, using the effective interest method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in accordance with the Group’s accounting policy for borrowing costs.

Other financial liabilities are measured initially at fair value and subsequently at amortised cost, using the effective interest method.

Offsetting

Financial assets and financial liabilities are offset and the net amount reported in the statement of financial position if, and only if :

- there is a currently enforceable legal right to offset the recognised amounts, and
- there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognised when :

- the rights to receive cash flows from the asset have expired, and

1.10 Financial instruments (continued)

- the Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group had neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset. When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the asset is recognised to the extent of the Group's continuing involvement in the asset. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expired.

When the existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in profit and loss.

1.11 Impairment of non-financial assets

The Group assesses at each reporting date whether there is any indication that an asset may be impaired. If any such indication exists, the Group estimates the recoverable amount of the asset.

If there is any indication that an asset may be impaired, the recoverable amount is estimated for the individual asset. If it is not possible to estimate the recoverable amount of the individual asset, the recoverable amount of the cash-generating unit to which the asset belongs is determined.

The recoverable amount of an asset or a cash-generating unit is the higher of its fair value less costs to sell and its value in use.

If the recoverable amount of an asset is less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. That reduction is an impairment loss.

An impairment loss is recognised for cash-generating units if the recoverable amount of the unit is less than the carrying amount of the units. The impairment loss is allocated to reduce the carrying amount of the assets of the unit in the following order:

- first, to reduce the carrying amount of any goodwill allocated to the cash-generating unit and
- then, to the other assets of the unit, pro rata on the basis of the carrying amount of each asset in the unit.

The Group assesses at each reporting date whether there is any indication that an impairment loss recognised in prior periods for assets other than goodwill may no longer exist or may have decreased. If any such indication exists, the recoverable amounts of those assets are estimated.

The increased carrying amount of an asset other than goodwill attributable to a reversal of an impairment loss does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior periods.

A reversal of an impairment loss of assets carried at cost less accumulated depreciation or amortisation other than goodwill is recognised immediately in profit or loss. Any reversal of an impairment loss of a revalued asset is treated as a revaluation increase.

1.12 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.

1.12 Share capital and equity (continued)

Ordinary shares are classified as equity.

If the Group reacquires its own equity instruments, those instruments are deducted from equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Group's own equity instruments. Consideration paid or received shall be recognised directly in equity.

1.13 Employee benefits

Short-term employee benefits

The cost of short-term employee benefits, (those payable within 12 months after the service is rendered, such as paid vacation leave and sick leave, bonuses, and non-monetary benefits such as medical care), are recognised in the period in which the service is rendered and are not discounted.

The expected cost of compensated absences is recognised as an expense as the employees render services that increase their entitlement or, in the case of non-accumulating absences, when the absence occurs.

The expected cost of profit sharing and bonus payments is recognised as an expense when there is a legal or constructive obligation to make such payments as a result of past performance.

1.14 Provisions and contingencies

Provisions are recognised when:

- the Group has a present 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.

The amount of a provision is the present value of the expenditure expected to be required to settle the obligation.

Where some or all of the expenditure required to settle a provision is expected to be reimbursed by another party, the reimbursement shall be recognised when, and only when, it is virtually certain that reimbursement will be received if the entity settles the obligation. The reimbursement shall be treated as a separate asset. The amount recognised for the reimbursement shall not exceed the amount of the provision. Provisions are not recognised for future operating losses. Contingent assets and contingent liabilities are not recognised.

1.15 Revenue

Revenue is recognised using the 5 step model as defined below:

- identify the contract – this would be a matter of law but collection needs to be probable, has to have commercial substance, rights to goods and services and payment obligations can be identified and that both parties are committed to their obligations.

- identify the performance obligations – where there are multiple performance obligations, an assessment is required whether these can be separately enjoyed and if so need to recognised as such.

- determine the transaction price – a risk of revenue reversal as well as a significant finance component need to be factored in.

- Allocate the transaction price – the transaction price needs to be allocated to the performance obligations. This must be done using stand alone selling prices to the extent that they are available. In the absence of these an expected cost plus margin or market assessment approach is to be used.

- Recognise revenue when the entity satisfies a performance obligation. Indicators of this are a present obligation to pay, physical possession, legal title, risk and rewards and acceptance. If these criteria are met over time then allocation can be done using an objective allocation method based on inputs or outputs.

1.15 Revenue (continued)

Revenue from the sales of goods comprises retail sales to customers. All revenue is stated exclusive of value added tax. Refer to note 35.

Interest income from financial assets is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time proportion basis, by reference to the principal outstanding and at the effective interest rate applicable, net of any anticipated impairments. Interest income is included as investment income in the Statements of Comprehensive Income. Any discount to par achieved on money market instruments is amortised to cost over the maturity period of the investment and recognised as interest income, whereas any premium paid to par on such investments is amortised against the cost of the investment over its residual hold period and recognised as a charge against interest income.

Dividend income from investments is recognised when the right to receive payment has been established, provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Dividend income is included as investment income in the Statements of Comprehensive Income.

Investment gains/losses are recognised if any fair value adjustments relating to investments held at fair value are required and are included as fair value gains/losses in the Statements of Comprehensive Income.

Consultancy and advisory income are recognised as revenue over the period during which the service is performed.

1.16 Cost of sales

When inventories are sold, the carrying amount of those inventories is recognised as an expense in the period in which the related revenue is recognised. The amount of any write-down of inventories to net realisable value and all losses of inventories are recognised as an expense in the period the write-down or loss occurs. The amount of any reversal of any write-down of inventories, arising from an increase in net realisable value, is recognised as a reduction in the amount of inventories recognised as an expense in the period in which the reversal occurs.

1.17 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the executive committee comprising of the chief financial officer, managing director and directors that makes strategic decisions.

A business segment is a group of assets and operations engaged in providing products or services that are subject to risks and returns that are different from those of other business segments. A geographical segment is engaged in providing products or services within a particular economic environment that are subject to risks and returns that are different from those of segments operating in other economic environments.

Operating segments reflect the management structure of the group and are identified both geographically and by the key markets which they serve.*

*Segment analysis disclosed in note 31. Only one operating segment was identified, that is, the venture capital organisation as a whole.

1.18 Comparative information

No comparative figures have been adjusted as there have been no changes in presentation in the current year.

1.19 Finance costs

Finance costs are recognised as an expense in the period in which they are incurred.

1.20 Consolidation

The consolidated and separate financial statements incorporate the consolidated and separate financial statements of the company and all entities, including special purpose entities, which are controlled by the group.

Control exists when the company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. The results of subsidiaries are included in the consolidated and separate financial statements from the effective date of acquisition to the effective date of disposal.

Adjustments are made when necessary to the consolidated and separate financial statements of subsidiaries to bring their accounting policies in line with those of the group.

All intra-group transactions, balances, income and expenses are eliminated in full on consolidation.

Non-controlling interests in the net assets of consolidated subsidiaries are identified and recognised separately from the group's interest therein, and are recognised within equity. Losses of subsidiaries attributable to non-controlling interests are allocated to the non-controlling interest even if this results in a debit balance being recognised for non-controlling interest.

Transactions which result in changes in ownership levels, where the group has control of the subsidiary both before and after the transaction are regarded as equity transactions and are recognised directly in the statement of changes in equity.

The difference between the fair value of consideration paid or received and the movement in non-controlling interest for such transactions is recognised in equity attributable to the owners of the parent.

Where a subsidiary is disposed of and a non-controlling shareholding is retained, the remaining investment is measured to fair value with the adjustment to fair value recognised in profit or loss as part of the gain or loss on disposal of the controlling interest.

1.21 Business combinations

The group accounts for business combinations using the acquisition method of accounting. The cost of the business combination is measured as the aggregate of the fair values of assets given, liabilities incurred or assumed and equity instruments issued. Costs directly attributable to the business combination are expensed as incurred, except the costs to issue debt which are amortised as part of the effective interest and costs to issue equity which are included in equity.

Contingent consideration is included in the cost of the combination at fair value as at the date of acquisition. Subsequent changes to the assets, liabilities or equity which arise as a result of the contingent consideration are not affected against goodwill, unless they are valid measurement period adjustments.

The acquiree's identifiable assets, liabilities and contingent liabilities which meet the recognition conditions of IFRS 3 Business Combinations are recognised at their fair values at acquisition date, except for non-current assets (or disposal group) that are classified as held-for-sale in accordance with IFRS 5 Non-current Assets Held-For-Sale and discontinued operations, which are recognised at fair value less costs to sell. Contingent liabilities are only included in the identifiable assets and liabilities of the acquiree where there is a present obligation at acquisition date.

Greystone Partners Limited

Notes to the consolidated and separate financial statements for the year ended 31 December 2022

	Group		Company	
Figures in Emalangeni	2022	2021	2022	2021

2. Property, plant and equipment

Group	2022			2021		
	Cost	**Accumulated depreciation**	**Carrying value**	Cost	Accumulated depreciation	Carrying value
Furniture and fixtures	**162 082 314**	**(51 065 581)**	**111 016 733**	139 207 177	(37 466 407)	101 740 770
IT equipment	**24 838 074**	**(16 053 370)**	**8 784 704**	19 512 672	(10 484 147)	9 028 525
Leasehold improvements	**37 035 350**	**(7 579 459)**	**29 455 891**	27 744 488	(1 381 443)	26 363 045
Motor vehicles	**7 128 118**	**(3 256 804)**	**3 871 314**	5 726 989	(1 909 669)	3 817 320
Office equipment	**871 855**	**(169 162)**	**702 693**	555 489	(88 169)	467 320
Plant and equipment	**85 920 838**	**(19 927 623)**	**65 993 215**	59 425 790	(13 280 168)	46 145 622
Total	**317 876 549**	**(98 051 999)**	**219 824 550**	252 172 605	(64 610 003)	187 562 602

Reconciliation of property, plant and equipment - Group - 2022

	Opening Balance	**Additions**	**Disposals**	**Depreciation**	**Total**
Furniture and fixtures	**101 740 770**	**151 934 534**	**(126 100 054)**	**(16 558 517)**	**111 016 733**
IT equipment	**9 028 525**	**19 921 085**	**(14 925 147)**	**(5 239 759)**	**8 784 704**
Leasehold improvements	**26 363 045**	**7 973 072**	**-**	**(4 880 226)**	**29 455 891**
Motor vehicles	**3 817 320**	**1 021 457**	**-**	**(967 463)**	**3 871 314**
Office equipment	**467 320**	**300 186**	**-**	**(64 813)**	**702 693**
Plant and equipment	**46 145 622**	**25 761 862**	**-**	**(5 914 269)**	**65 993 215**
	187 562 602	**206 912 196**	**(141 025 201)**	**(33 625 047)**	**219 824 550**

Reconciliation of property, plant and equipment - Group - 2021

	Opening Balance	Additions	Additions through business combinations	Disposals	Depreciation	Write offs	Total
Furniture and fixtures	10 249 870	24 979 392	82 847 790	(1 549 289)	(14 746 031)	(40 962)	101 740 770
IT equipment	3 425 177	5 722 216	4 842 861	(579 373)	(4 094 612)	(287 744)	9 028 525
Leasehold improvements	5 069 008	23 827 089	-	(1 216 927)	(1 011 087)	(305 038)	26 363 045
Motor vehicles	1 748 675	2 232 049	1 142 158	(470 475)	(835 087)	-	3 817 320
Office equipment	414 713	207 889	-	(109 150)	(46 132)	-	467 320
Plant and equipment	34 602 585	13 016 145	15 118 381	(6 248 811)	(5 992 492)	(4 350 186)	46 145 622
	55 510 028	69 984 780	103 951 190	(10 174 025)	(26 725 441)	(4 983 930)	187 562 602

3. Goodwill

Group	2022			2021		
	Cost	**Accumulated impairment**	**Carrying value**	Cost	Accumulated impairment	Carrying value
Goodwill	**506 213 991**	**-**	**506 213 991**	490 974 034	-	490 974 034

3. Goodwill (continued)

Reconciliation of goodwill - Group - 2022

	Opening balance	**Additions through business combinations**	**Other changes**	**Total**
Swagri Holdings (Pty) Limited	**1 967 000**	**-**	**-**	**1 967 000**
Inba Holdings Limited	**2 401 167**	**-**	**-**	**2 401 167**
Alliance Foods (Pty) Limited	**82 169 570**	**-**	**-**	**82 169 570**
General Africa Foods Eswatini (Pty) Limited	**143 014 027**	**-**	**-**	**143 014 027**
Lojaf (Proprietary) Limited	**166 331 564**	**-**	**-**	**166 331 564**
PaknSave (Pty) Limited	**94 453 677**	**15 876 986**	**-**	**110 330 663**
Afri Pack General SA (Pty) Limited	**637 029**	**-**	**(637 029)**	**-**
	490 974 034	**15 876 986**	**(637 029)**	**506 213 991**

Reconciliation of goodwill - Group - 2021

	Opening balance	Additions through business combinations	Total
Swagri Holdings (Pty) Limited	1 967 000	-	1 967 000
Inba Holdings Limited	2 401 167	-	2 401 167
Alliance Foods (Pty) Limited	82 169 570	-	82 169 570
General Africa Foods Eswatini (Pty) Limited	143 014 027	-	143 014 027
Lojaf (Proprietary) Limited	-	166 331 564	166 331 564
PaknSave (Pty) Limited	-	94 453 677	94 453 677
Afri Pack General SA (Pty) Limited	-	637 029	637 029
	229 551 764	261 422 270	490 974 034

Goodwill for Alliance Foods (Pty) Limited relates to the underlying value of the KFC franchise in Eswatini which is a world famous fast food brand, goodwill for General Africa Foods Eswatini (Pty) Limited relates to the underlying value of the ESDI (previously OBC) Chicken and Meat franchise and the West Pack Lifestyle master franchise rights in Eswatini as well as the West Pack stores in South Africa. Goodwill for Lojaf (Proprietary) Limited relates to the underlying value of the Pick n Pay franchise which is a household brand name in Southern Africa.

On an annual basis the carrying value of goodwill is reviewed to determine whether there is any indication that goodwill may have suffered an impairment loss. If any such indication exists, the recoverable amount of the goodwill is estimated in order to determine the extent of the impairment loss, if any. The recoverable amount is based on its value in use. The value in use is based on the estimated future cash flows of the applicable cash generating unit, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks associated with the business, less the fair value of all other tangible and intangible assets of the business. As a result of the impairment analysis, it was concluded that no impairments were required for the year.

Impairment testing

For the purpose of annual impairment testing, goodwill is allocated to the retail segments of the Group and expected to benefit from the synergies of the business combinations in which the goodwill arises.

The Group tests cash-generating units with goodwill annually for impairment. The recoverable amount of a cash generating unit is the higher of the cash-generating unit's fair value less cost of disposal ('FVLCD') and its value-in-use.

	Group		Company	
Figures in Emalangeni	2022	2021	2022	2021

3. Goodwill (continued)

FVLCD is determined based on the market capitalisation approach, using the turnover and earnings multiples derived from observable market data. The fair value measurement is categorised as a level 2 fair value based on the inputs in the valuation techniques used.

Calculation of the value-in-use is determined by covering a detailed five-year forecast approved by the management of the retail businesses, followed by an extrapolation of expected cash flows for the remaining useful lives using a declining growth rate determined by management. The present value of the expected cash flows of each cash generating unit is determined by applying a suitable discount rate reflecting current market assessments of the time value of money.

The value of key assumptions used reflect historical data from both external and internal sources. The recoverable amount of the retail operating segment is E539 million at 31 December 2022 (2021: E608 million) with an average growth rate of 4.65% at 31 December 2022 (2021: 4.61%) and an average discount rate of 9.97% at 31 December 2022 (2021: 10.29%).

Growth rates

The growth rates reflect the long-term average growth rates for the retail business.

At this stage and considering the direct exposure of the Group to the climate changes, management has considered growth rates were not significantly affected and were still consistent with long term perspectives of its industry and expectations from market participants. Despite risks directly related to the retail industry and being experienced over the last few years by the Group, the current environment and the recovery of the industry subsequent to Covid-19 could generate new business opportunities for the Group. This could help the Group to gain a stronger foothold in the highly competitive market of retailing fast moving consumer goods.

Discount rates

The discount rates reflect appropriate adjustments relating to market risk and specific risk factors of the retail businesses.

Cash flow assumptions

Projections of cash flows are extracted from the business plans, budget and forecasts for the next 5 years and take account of action plans implemented by management to increase its turn-over as well as the gross profit margins.

Retail segment

The estimate of fair value less cost to sell for this segment is determined based on Earnings before Interest, Tax, Depreciation and Amortisation (EBITDA) multiples of comparable listed companies.

Under the income approach, management's key assumptions include stable profit margins, based on past experience in these markets and other comparable markets. The Group's management believes this is the best available input for forecasting this market. Cash flow projections reflect stable profit margins achieved immediately before the most recent budget period. No expected efficiency improvements have been taken into account and prices and wages reflect publicly available forecasts of inflation for the industry.

The recoverable amount of retail segment is in excess of its carrying amount by E33 million.

	Group		Company	
Figures in Emalangeni	2022	2021	2022	2021

4. Intangible assets

Group	2022			2021		
	Cost	**Accumulated amortisation**	**Carrying value**	Cost	Accumulated amortisation	Carrying value
Licenses and franchises	**1 143 511**	**(272 990)**	**870 521**	2 829 604	(976 799)	1 852 805

Reconciliation of intangible assets - Group - 2022

	Opening Balance	Disposals	Amortisation	Total
Licenses and franchises	**1 852 805**	**(103 037)**	**(879 247)**	**870 521**

Reconciliation of intangible assets - Group - 2021

	Opening Balance	Additions	Amortisation	Total
Licenses and franchises	1 525 055	661 724	(333 974)	1 852 805

Intangible assets relate to licenses and franchises for YUM (KFC) which is a famous fast food brand across the world. Management's assumption regarding the useful life is assessed annually and there is no need for impairment at the reporting date.

5. Investments in associates

Group

Name of company	**Type of shares**	**% ownership interest 2022**	**% ownership interest 2021**	**Carrying amount 2022**	**Carrying amount 2021**
Ngwane Mills (Pty) Limited	Ordinary	38.00 %	38.00 %	45 558 213	32 963 046

5. Investments in associates (continued)
Reconciliation of investments:

2022

	Opening balance	Fair value gain	Closing balance
Ngwane Mills (Pty) Limited	**32 963 046**	**12 595 167**	**45 558 213**
	32 963 046	**12 595 167**	**45 558 213**

2021

	Opening balance	Fair value gain/(loss)	Other movement	Transfer to investments at FVTPL	Closing balance
Lojaf (Proprietary) Limited* (Note 7)	137 573 000	-	-	(137 573 000)	-
Ngwane Mills (Pty) Limited	24 380 000	12 833 046	(4 250 000)	-	32 963 046
	161 953 000	12 833 046	(4 250 000)	(137 573 000)	32 963 046

***Consolidation of Lojaf (Proprietary) Limited**

Based on an assessment of control in line with IFRS 10 performed at 31 December 2021, it has been concluded that the Company has control over Lojaf (Proprietary) Limited. Therefore, Lojaf (Proprietary) Limited has been reclassified from investment in associate to investment at fair value through profit or loss and has been consolidated at Group level.

2021

	Opening balance	Transfer to investments at FVTPL
Lojaf (Proprietary) Limited* (Note 7)	137 573 000	(137 573 000)

The company is considered a venture capital organisation ("VCO") and used the exemption to equity account its investments in associates, allowed for by *IAS 28 - Investment in Associated and Joint Ventures*. This exemption allows for the investment to be accounted for at FVTPL. The company is defined as a VCO by management based on the following criteria:

1. The company’s investment in associates are held as part of an investment portfolio, where their value is determined through their marketable value rather than as a medium through which the associate carries out its business;
2. The company aims to generate growth in the value of its investments in the medium term and identifies an exit strategy when the investments are made;
3. The associates are in businesses, unrelated to the company’s business; and
4. The investments are managed on a fair value basis.
5. The company meets all the conditions for membership of a recognised VCO platform which requires the company to:

a) be actively involved in venture capital and private equity investments
b) be of good standing in the industry
c) have, as its principal business, the provision of equity finance to unquoted companies and make its returns mainly through medium to long term capital gain. These activities may include start-up and other early stage, expansion, management buy-out or management buy-in investment which includes ‘equity-type’ return
d) have experienced executives engaged full-time in venture capital and private equity investment; and
e) have venture capital and private equity funds under management having made at least one investment in Eswatini.

Refer to note 33 for summarised financial information of the above associates.

	Group		Company	
Figures in Emalangeni	2022	2021	2022	2021

6. Amounts owing by/(to) related parties

	Group 2022	Group 2021	Company 2022	Company 2021
Non-current				
African Alliance Eswatini Limited Fixed maturity loan repayable on 19 Sept 2024 with a maturity value of SZL 1 210 316 with an effective rate of 11% p.a.	**(1 013 381)**	-	**-**	-
African Alliance Advisory (Pty) Limited The loan bears interest at 11% and matures not later than 19 Sept 2024.	**(7 050 270)**	-	**-**	-
African Alliance Eswatini Lilangeni Fund The promissory note has a nominal value of E 25M, bears interest at 8.5% per annum and matures on 28 Feb 2024.	**(27 188 866)**	-	**(27 188 866)**	-
	(35 252 517)	-	**(27 188 866)**	-
Current				
African Alliance Advisory (Pty) Limited	**(24 686 060)**	(5 717 563)	**-**	-
Pine Acres (Pty) Limited	**(243 298)**	(195 483)	**-**	-
African Alliance Eswatini Limited	**(10 162 885)**	(891 234)	**(37 091)**	(4 170)
African Alliance Limited	**(56 986)**	(2 945 758)	**(9 705)**	(7 743)
Pivot Limited	**(726 410)**	(293 151)	**-**	-
Select Limited	**-**	(125 000)	**-**	-
Vidastyle Botswana (Pty) Limited	**5 454 170**	-	**-**	-
Swagri Holdings (Pty) Limited The loan is interest free	**-**	-	**(3 680)**	24 995 820
African Alliance Eswatini Lilangeni Fund The promissory note has a nominal value of E 25M and bears interest at 8.5% per annum.	**-**	(24 999 968)	**-**	(24 999 968)
Alliance Foods SA (Pty) Limited	**(4 551)**	-	**-**	-
Afri Pack Lesotho (Pty) Limited	**1 074 749**	-	**-**	-
Vidastyle Retail Management (Pty) Ltd	**174 101**	-	**-**	-
Inba Holdings Limited The loan is interest free	**-**	-	**(7 242)**	20 093 758
African Alliance Eswatini Umnotfo Fund Promisory notes issued for a term of 24 months ending 19 Dec 2023 and bearing interest at PLR + 2.25% p.a	**(20 000 000)**	(20 000 000)	-	-
African Alliance Advisory (Pty) Limited The loan bears interest at 11.5% and matures not later than 29 Sept 2023.	**(2 036 736)**	-	**-**	-
African Alliance Advisory (Pty) Limited	**(2 162 000)**	-	**-**	-
	(53 375 906)	(55 168 157)	**(57 718)**	20 077 697

Unless specified, the advances are current, unsecured and have no fixed terms of repayment. Interest is charged at 2 % over the prime interest rate of the advance currency [Annexure A].

	Group 2022	Group 2021	Company 2022	Company 2021
Current assets	**6 703 020**	-	**-**	45 089 578
Non-current liabilities	**(35 252 517)**	-	**(27 188 866)**	-
Current liabilities	**(60 078 926)**	(55 168 157)	**(57 718)**	(25 011 881)
	(88 628 423)	(55 168 157)	**(27 246 584)**	20 077 697

The carrying amount of loans to and from group companies are denominated in the following currencies:

	Group 2022	Group 2021	Company 2022	Company 2021
Common Monetary Area	**(67 845 027)**	**(51 929 254)**	**(27 236 879)**	20 085 440
Mauritian Rupee	**(726 410)**	**(293 151)**	**-**	-
United States Dollars	**(56 986)**	**(2 945 758)**	**(9 705)**	(7 743)
	(68 628 423)	**(55 168 163)**	**(27 246 584)**	**20 077 697**

No impairment loss on related parties was identified during the year.

	Group		Company	
Figures in Emalangeni	2022	2021	2022	2021

7. Investments at fair value

At fair value through profit or loss				
Orchard Insurance Limited	**2 150 147**	2 328 860	**2 150 147**	2 328 860
Alliance Foods (Pty) Limited	**-**	-	**73 813 332**	70 420 768
General Africa Foods Eswatini (Pty) Limited	**-**	-	**106 359 116**	227 077 513
Promco (Pty) Limited	**2 612 381**	3 810 745	**2 612 381**	3 810 745
Lojaf (Proprietary) Limited	**-**	-	**161 751 865**	164 667 351
Eswatini Royal Insurance Corporation	**88 919 026**	99 980 765	**-**	-
Swagri Holdings (Pty) Limited	**-**	-	**45 505 357**	9 778 814
Inba Holdings Limited	**-**	-	**94 609 172**	85 569 910
SBC Limited	**52 138 559**	52 138 559	**52 138 559**	52 138 559
	145 820 113	**158 258 929**	**538 939 929**	**615 792 520**

Non-current assets				
At fair value through profit or loss	**145 820 113**	158 258 929	**538 939 929**	615 792 520

Details pertaining to the investments are shown in the table below:

Group

Name of investee	Type of shares	% Holding 2022	% Holding 2021	Number of shares 2022	Number of shares 2021	Cost of Shares 2022 E	Cost of Shares 2021 E
Orchard Insurance Limited	Ordinary	**10.00**	10.00	**200 000**	200 000	**200 000**	200 000
Eswatini Royal Insurance Corporation	Ordinary	**7.58**	7.58	**303 333**	303 333	**36 707 938**	36 707 938
SwaziSpa Holdings Ltd	Ordinary	**0.05**	0.05	**3 499**	3 499	**29 779**	29 779
SBC Limited	Ordinary	**6.07**	6.07	**5 858 265**	5 858 265	**22 028 984**	22 028 984
Promco (Pty) Limited	Ordinary	**9.40**	9.40	**94**	94	**3 182 488**	3 182 488

Company

Name of investee	Type of shares	% Holding 2022	% Holding 2021	Number of shares 2022	Number of shares 2021	Cost of Shares 2022 E	Cost of Shares 2021 E
Orchard Insurance Limited	Ordinary	**10.00**	10.00	**200 000**	200 000	**200 000**	200 000
Swagri Holdings (Pty) Limited	Ordinary	**100.00**	100.00	**190**	190	**39 051 070**	39 051 070
Lojaf (Proprietary) Limited	Ordinary	**100**	100	**67 096**	67 096	**41 844 598**	41 844 598

	Group		Company	
Figures in Emalangeni	2022	2021	2022	2021

7. Investments at fair value (continued)

Name of investee	Type of shares	% Holding 2022	% Holding 2021	Number of shares 2022	Number of shares 2021	Cost of Shares 2022 E	Cost of Shares 2021 E
Inba Holdings Limited	Ordinary	**100**	100	**67 096**	67 096	**41 844 598**	41 844 598
SwaziSpa Holdings Ltd	Ordinary	**0.05**	0.05	**3 499**	3 499	**29 779**	29 779
SBC Limited	Ordinary	**6.07**	6.07	**5 858 265**	5 858 265	**22 028 984**	22 028 984
Alliance Foods (Pty) Limited	Ordinary	**72.73**	72.73	**180**	180	**45 000 000**	45 000 000
General Africa Foods Eswatini (Pty) Limited	Ordinary	**70.15**	70.15	**188**	188	**225 466 097**	225 466 097
Promco (Pty) Limited	Ordinary	**9.40**	9.40	**94**	94	**3 182 488**	3 182 488

Fair value hierarchy of financial assets at fair value through profit or loss

For financial assets recognised at fair value, disclosure is required of a fair value hierarchy which reflects the significance of the inputs used to make the measurements.

Level 1 represents those assets which are measured using unadjusted quoted prices for identical assets.

Level 2 applies inputs other than quoted prices that are observable for the assets either directly (as prices) or indirectly (derived from prices).

Level 3 applies inputs which are not based on observable market data.

	Group 2022	Group 2021	Company 2022	Company 2021
Level 1				
SBC Limited	**52 138 559**	52 138 559	**52 138 559**	52 138 559
Level 3				
Orchard Insurance Limited	**2 150 147**	2 328 860	**2 150 147**	2 328 860
Eswatini Royal Insurance Corporation	**88 919 026**	99 980 765	**-**	-
Inba Holdings Limited	**-**	-	**94 609 172**	85 569 910
Swagri Holdings (Pty) Limited	**-**	-	**45 505 357**	9 778 814
Lojaf (Proprietary) Limited	**-**	-	**161 751 865**	164 667 351
Alliance Foods (Pty) Limited	**-**	-	**73 813 332**	70 420 768
General Africa Foods Eswatini (Pty) Limited	**-**	-	**106 359 116**	227 077 513
Promco (Pty) Limited	**2 612 381**	3 810 745	**2 612 381**	3 810 745
	93 681 554	**106 120 370**	**486 801 370**	**563 653 961**
	145 820 113	**158 258 929**	**538 939 929**	**615 792 520**

	Group		Company	
Figures in Emalangeni	2022	2021	2022	2021

7. Investments at fair value (continued)

The investment in Eswatini Royal Insurance Corporation is classified between:

Long term insurance	**17 240 950**	19 385 765	-	-
Short term insurance	**71 678 076**	80 595 000	-	-
	88 919 026	**99 980 765**	**-**	**-**

Group

Reconciliation of financial assets at fair value through profit or loss measured at level 3

2022

	Opening balance	Fair value loss	Closing balance
Orchard Insurance Limited	**2 328 860**	**(178 713)**	**2 150 147**
Eswatini Royal Insurance Corporation	**99 980 765**	**(11 061 739)**	**88 919 026**
Promco (Pty) Limited	**3 810 745**	**(1 198 364)**	**2 612 381**
	106 120 370	**(12 438 816)**	**93 681 554**

2021

	Opening balance	Fair value gain/(loss)	Other movement	Closing balance
Orchard Insurance Limited	3 065 000	(736 140)	-	2 328 860
Eswatini Royal Insurance Corporation	88 357 000	(5 572 235)	17 196 000	99 980 765
Promco (Pty) Limited	2 859 399	951 346	-	3 810 745
	94 281 399	**(5 357 029)**	**17 196 000**	**106 120 370**

Company

Reconciliation of financial assets at fair value through profit or loss measured at level 3

2022

	Opening balance	Fair value gain/(losses)	Additions	Closing balance
Orchard Insurance Limited	**2 328 860**	**(178 713)**	**-**	**2 150 147**
Swagri Holdings (Pty) Limited	**9 778 814**	**10 715 543**	**25 011 000**	**45 505 357**
Inba Holdings Limited	**85 569 910**	**(11 061 738)**	**20 101 000**	**94 609 172**
Lojaf (Proprietary) Limited (Note 5)	**164 667 351**	**(2 915 486)**	**-**	**161 751 865**
Alliance Foods (Pty) Limited	**70 420 768**	**3 392 564**	**-**	**73 813 332**
General Africa Foods Eswatini (Pty) Limited	**227 077 513**	**(120 718 397)**	**-**	**106 359 116**
Promco (Pty) Limited	**3 810 745**	**(1 198 364)**	**-**	**2 612 381**
	563 653 961	**(121 964 591)**	**45 112 000**	**486 801 370**

2021

	Group		Company	
Figures in Emalangeni	2022	2021	2022	2021

7. Investments at fair value (continued)

	Opening balance	Gains/(losses) in profit or loss	Transfer from investments in associates	Closing balance
Orchard Insurance Limited	3 065 000	(736 140)	-	2 328 860
Swagri Holdings (Pty) Limited	-	9 778 814	-	9 778 814
Inba Holdings Limited	68 328 290	17 241 620	-	85 569 910
Alliance Foods (Pty) Limited	65 176 000	5 244 768	-	70 420 768
General Africa Foods Eswatini (Pty) Limited	241 316 000	(14 238 487)	-	227 077 513
Promco (Pty) Limited	2 859 399	951 346	-	3 810 745
Lojaf (Proprietary) Limited (Note 5)	-	27 094 351	137 573 000	164 667 351
	380 744 689	**45 336 272**	**137 573 000**	**563 653 961**

Fair value estimation

2022

Group and Company

Description	Fair value E000	Valuation technique	Unobservable inputs	Weighted average input	Reasonable possible shift +/- (absolute value)	Change in valuation +/- E 000	Change in valuation +/- E 000
Eswatini Royal Insurance Corporation - short term	77 136	Comparable trading multiples	Price earning multiple	8.11	10%	7 714	8 060
			Company specific risk	10%	10%	771	80
			Liquidity risk	15.30%	10%	1 393	1 593
Eswatini Royal Insurance Corporation - long term	17 505	Comparable trading multiples	Price to Embedded Value	0.54	10%	1 751	1 939
			Company specific risk	10%	10%	175	194
			Liquidity risk	15.30%	10%	316	383
Orchard Insurance Limited	2 150	Comparable trading multiples	Price earning multiple	7.92	10%	215	232
			Company specific risk	10%	10%	22	23
			Liquidity risk	15%	10%	38	46
Ngwane Mills (Pty) Ltd (Note 5)	45 558	Discounted Cash Flow	Weighted Average Cost of Capital	18.71%	10%	4 340	2 790
			Terminal Growth	4.65%	10%	1 027	1 330
			Minority Discount	11%	10%	563	395
			Liquidity risk	13.10%	10%	776	663

7. Investments at fair value (continued)

Description	Fair value E000	Valuation technique	Unobservable inputs	Weighted average input	Reasonable possible shift +/- (absolute value)	Change in valuation +/- E 000	Change in valuation +/- E 000
Lojaf (Proprietary) Limited	161 752	Discounted Cash Flow	Weighted Average Cost of Capital	18.45%	10%	11 103	9 869
			Terminal Growth	4.65%	10%	2 655	3 514
			Minority Discount	8%	10%	1 032	1 131
			Liquidity risk	12%	10%	1 488	1 906
Alliance Foods (Pty) Limited	73 813	Discounted Cash Flow	Weighted Average Cost of Capital	21.92%	10%	6 650	5 726
			Terminal Growth	4.65%	10%	1 397	1 737
			Minority Discount	1.95%	10%	147	142
			Liquidity risk	8%	10%	581	784
General Africa Foods Eswatini (Pty) Limited	106 359	Discounted Cash Flow	Weighted Average Cost of Capital	26.14%	10%	1 714	9 287
			Terminal Growth	4.65%	10%	316	2 381
			Minority Discount	2%	10%	217	465
			Liquidity risk	8%	10%	859	1 857
Promco (Pty) Limited	35 828	Discounted Cash Flow	Weighted Average Cost of Capital	18.45	10%	2 459	2 421
			Terminal Growth	4.65%	10%	588	866
			Minority Discount	8%	10%	229	279
			Liquidity risk	12%	10%	329	470

2021

Group and Company

Eswatini Royal Insurance Corporation - short term	80 595	Comparable trading multiples	Price earning multiple	8.9	10%	8 060	7 910
			Company specific risk	10%	10%	806	835
			Liquidity risk	16.5%	10%	1 593	1 326
Eswatini Royal Insurance Corporation - long term	19 386	Comparable trading multiples	Price to Embedded Value	0.81	10%	1 939	1 782
			Company specific risk	10%	10%	194	170
			Liquidity risk	16.5%	10%	383	270
Orchard Insurance Limited	2 329	Comparable trading multiples	Price earning multiple	7.1	10%	232	277
			Company specific risk	10%	10%	23	41
			Liquidity risk	16.5%	10%	46	54

7. Investments at fair value (continued)

Description	Fair value E000	Valuation technique	Unobservable inputs	Weighted average input	Reasonable possible shift +/- (absolute value)	Change in valuation +/- E 000	Change in valuation +/- E 000
Ngwane Mills (Pty) Ltd (Note 5)	32 963	Discounted Cash Flow	Weighted Average Cost of Capital	17%	10%	2 790	(2 873)
			Terminal Growth	4.6%	10%	101	(1 034)
			Minority Discount	10.7%	10%	395	(1 631)
			Liquidity risk	13.6%	10%	663	(1 631)
Lojaf (Proprietary) Limited (Note 5)	164 667	Discounted Cash Flow	Weighted Average Cost of Capital	17.1	10%	9 869	2 349
			Terminal Growth	4.6%	10%	3 514	19 096
			Minority Discount	8%	10%	1 131	5 682
			Liquidity risk	12%	10%	1 906	14 749
Alliance Foods (Pty) Limited	70 421	Discounted Cash Flow	Weighted Average Cost of Capital	20.4	10%	5 726	1 287
			Terminal Growth	4.6%	10%	1 737	10 529
			Minority Discount	2%	10%	142	9 858
			Liquidity risk	8%	10%	784	9 025
General Africa Foods Eswatini (Pty) Limited	227 078	Discounted Cash Flow	Weighted Average Cost of Capital	24.75	10%	9 287	2 802
			Terminal Growth	4.6%	10%	2 381	24 624
			Minority Discount	2%	10%	465	23 223
			Liquidity risk	8%	10%	1 857	20 441
Promco (Pty) Limited	3 811	Discounted Cash Flow	Weighted Average Cost of Capital	17.1	10%	2 431	4 949
			Terminal Growth	4.6%	10%	866	8 656
			Minority Discount	8%	10%	279	5 687
			Liquidity risk	12%	10%	470	7 693

The change in valuation calculated in the above tables show the increase or decrease that the respective input variables would have on the respective valuations.

Investments valuation methodology

- Eswatini Royal Insurance Corporation ("EsRIC")

The Group has an investment in the Eswatin Royal Insurance Corporation. EsRIC provides both short term insurance and life cover to individuals, corporate customers and government organisations. EsRIC is the only insurer in Eswatini with a short and long term licence. In undertaking the valuation of EsRIC, the market multiple methodology has been used with the short term insurance business using the price earnings multiple as the primary methodology and the long term insurance business using the price to embedded value multiple as the primary methodology.

7. Investments at fair value (continued)

- Orchard Insurance Limited

The Group has an investment in Orchard Insurance Limited (“Orchard”), a company that offers predominately credit life and funeral insurance. In undertaking the valuation of Orchard, the market multiple methodology has been used with the price earnings multiple being the primary methodology.

- Ngwane Mills Proprietary Limited (“Ngwane Mills”) (refer to note 5)

The Group has an investment with Ngwane Mills a company which manufactures and distributes animal feed products.

The Group has utilised the Income Approach (discounted cash flow method or DCF) to estimate the fair value as of the Valuation Date. The Income Approach indicates the value of a business based on the value of the cash flows that the business can be expected to generate in the future.

- Lojaf (Proprietary) Limited (“Lojaf”)

The Group has an investment in Lojaf a company which is a retail supermarket. Lojaf is a special purpose vehicle that was established to acquire four Pick n Pay franchise stores. The transaction was effective on 1 December 2016. The franchise agreement with Pick n Pay was renewed as part of the transaction and therefore Lojaf will continue to trade under the Pick n Pay brand as franchisee.

The Group has utilised the Income Approach (discounted cash flow method or DCF) to estimate the fair value as of the Valuation Date. The Income Approach indicates the value of a business based on the value of the cash flows that the business can be expected to generate in the future.

PaknSave (Pty) Limited, a fully owned subsidiary of Lojaf, is a South African legal entity that houses the assets of 3 Pick n Pay Supermarkets, namely: Westonaria Pick n Pay, Witbank Pick n Pay and Parys Pick n Pay. All stores have been in existence for over 5 years and have exhibited strong and profitable performance.

For all three underlying stores in the PaknSave entity, the DCF approach has been utilised as the primary method of valuation, with an EV/EBITDA multiple valuation being utilised to assess the reasonability thereof.

- Alliance Foods (Pty) Limited

The Group has an investment in Alliance Foods (Pty) Limited which has 11 Kentucky Fried Chicken ("KFC") stores in Eswatini. Alliance Foods is the sole KFC franchisee in Eswatini.

The Group has used the discounted cash flow methodology to estimate the fair value as at the valuation date. This methodology has been adopted as it reflects the cash flows expected to be received. In addition, this methodology is widely considered as the most accurate valuation methodology and the discount rate applied takes account of the cost of the funds invested.

	Group		Company	
Figures in Emalangeni	2022	2021	2022	2021

7. Investments at fair value (continued)

- General Africa Foods Eswatini Proprietary Limited

General Africa Foods Eswatini Proprietary Limited is an investment holding company having its primary investment in franchises of the OBC Chicken and Meat ("OBC") butchery and retail concept. OBC has two distribution centres and operates a fleet of trucks, which service the stores daily.

The Group has used the discounted cash flow methodology to estimate the fair value as at the valuation date. This methodology has been adopted as it reflects the cash flows expected to be received. In addition, this methodology is widely considered as the most accurate valuation methodology and the discount rate applied takes account of the cost of the funds invested.

Afri Pack (Pty) Limited, a fully owned subsidiary of General Africa Foods Eswatini Proprietary Limited, has secured the West Pack Lifestyle Master Franchise Rights in Eswatini. West Pack is a plastic ware shop and a packaging supplier who supplies a variety of products for day-to-day requirements, ranging from: indoor to outdoor perishables, storage solutions, toys, party accessories, pet care, and garden essentials. Over the years the product range and offering has increased exponentially – so much so that the brand is now positioned as a lifestyle retail store that has become a destination shopping experience. West Pack Lifestyle was opened in November 2020 and therefore started trading in the tail end of the first COVID-19 wave.

Currently General Africa Foods Eswatini Proprietary Limited operates 2 ESDI stores (previously OBC) in Eswatini and holds 2 OBC stores, 4 West Pack stores and a petzone in South Africa through its subsidiaries.

Afri Pack (Pty) Limited has been valued using the Discounted Cashflow ("DCF") approach. This valuation methodology utilises information obtained from management of Afri Pack, specifically the forecast cash flows, which is a function of a forecast income statement, current balance sheet, forecast working capital and capex requirements, and an appropriate discount rate. The EV/EBITDA multiple has been selected as the most appropriate corroborative valuation to support the primary DCF valuation.

- Promco (Pty) Limited

Promco (Pty) Limited is an investment holding company which holds 11% in Lojaf (Proprietary) Limited.

The Group has utilised the Income Approach (discounted cash flow method or DCF) to estimate the fair value as of the Valuation Date. The Income Approach indicates the value of a business based on the value of the cash flows that the business can be expected to generate in the future.

	Group		Company	
Figures in Emalangeni	2022	2021	2022	2021

8. Deferred tax

Deferred tax asset

Capital allowances	**1 178 003**	-	**-**	-
Provisions	**4 252 550**	12 522	**-**	-
Tax losses available for set off against future taxable income	**22 253 177**	-	**-**	-
Temporary differences	**-**	439 472	**-**	-
	27 683 730	451 994	**-**	-
Deferred tax asset	27 683 730	451 994	-	-

Movement of deferred tax asset

At beginning of the year	**451 994**	11 769 289	**-**	11 329 817
Provision	**4 252 550**	12 522	**-**	-
Capital allowances	**1 178 003**	-	**-**	-
Temporary differences	**-**	(11 329 817)	**-**	(11 329 817)
Tax loss available for set off against future taxable income	**21 801 183**	-	**-**	-
At end of the year	**27 683 730**	451 994	**-**	-

The deferred tax asset has arisen as a result of tax losses available for set off against future taxable income. There is no time limit imposed by tax legislation on the future availability of the tax losses for set off against taxable profits.

As at 31 December 2021, the Company had tax losses of E 21 801 183 (2021: E11 481 070). Deferred tax asset have not been recognised on tax losses carried forward since management are of the opinion that the Company will not generate taxable profit in the next 12 months to utilize these tax losses.

9. Tax payable/(receivable)

Balance at beginning of the year	**(5 552 937)**	(1 081 051)	**148 610**	2 909
Current tax for the year recognised in profit or loss	**(8 088 159)**	(9 015 716)	**-**	(125 235)
Balance at end of the year	**2 152 663**	5 552 937	**(148 610)**	(148 610)
Tax paid	**(11 488 433)**	**(4 543 830)**	**-**	**(270 936)**

10. Right of use assets

The Group leases rental space. Each lease is reflected on the statement of financial position as a right of use asset and a lease liability (see note 18). The table below describes the nature of the Company's leasing activities by type of right of use asset recognised on statement of financial position:

Group - 2022

Right-of-use asset	No of right-of-use assets leased	Range of remaining term	Average remaining lease term	No of leases with extension options	No of leases with options to purchase	No of leases with variable payments linked to an index	No of leases with termination options
Premises	29	1 to 8.6 years	4 years	29	-	-	29

	Group		Company	
Figures in Emalangeni	2022	2021	2022	2021

10. Right of use assets (continued)

Group - 2021

Right-of-use asset	No of right-of-use assets leased	Range of remaining term	Average remaining lease term	No of leases with extension options	No of leases with options to purchase	No of leases with variable payments linked to an index	No of leases with termination options
Premises	29	1 to 8.6 years	4 years	29	-	-	29

Additional information on the right of use assets are as follows:

Group - 2022

	Cost	Accumulated depreciation	Carrying amount
Premises	**312 308 682**	**(95 168 205)**	**217 140 477**

Group - 2021

	Cost	Accumulated depreciation	Carrying amount
Premises	**166 441 674**	**(43 998 696)**	**122 442 978**

The right-of-use assets can be reconciled as follows:

Value in use asset	166 441 674	56 128 912
Accumulated depreciation as at 01 January	(43 998 696)	(16 072 396)
Carrying amount as at 01 January	122 442 978	40 056 516
Additions	145 867 008	-
Additions through business combinations*	**-**	**110 312 762**
Depreciation	**(51 169 509)**	**(27 926 300)**
Carrying amount as at 31 December	**217 140 477**	**122 442 978**

*These additions were due to the business combination of Lojaf (Proprietary) Limited.

11. Inventories

Merchandise for resale (refer to note 29)	**180 879 349**	122 448 098	-	-

12. Trade and other receivables

Trade and other receivables	**14 192 756**	5 888 926	**-**	-
Deposits	**5 528 208**	5 521 450	-	-
Value Added Tax	**235 941**	6 897 257	-	-
Prepaid Expenses	**3 619 248**	5 245 598	20 588	6 454
	23 576 153	23 553 231	**20 588**	6 454

Fair value approximates its carrying amount as these are short term and the effect of discounting is not material.

No impairment loss on the trade and other receivables was identified during the year.

	Group		Company	
Figures in Emalangeni	2022	2021	2022	2021

13. Cash and cash equivalents

Cash on hand	**1 853 041**	733 047	**-**	-
Bank balances	**53 944 414**	57 057 194	**46 707**	560 195
African Alliance Eswatini Lilangeni Fund*	**29 139 319**	33 550 273	**18 509 571**	21 257 749
Bank overdraft	**(14 195)**	(14 195)	**-**	-
	84 922 579	91 326 319	**18 556 278**	21 817 944
Current assets	84 936 774	91 340 514	18 556 278	21 817 944
Current liabilities	(14 195)	(14 195)	-	-
	84 922 579	91 326 319	**18 556 278**	21 817 944

*This is a related party.
No impairment loss on the cash and cash equivalents was identified during the year.

Fair value approximates its carrying amount as these are short term and the effect of discounting is not material.

Cash at bank and short term deposits, excluding cash on hand

Financial institution				
African Alliance Eswatini Lilangeni Fund	**29 139 319**	33 550 273	**18 509 571**	21 257 749
First National Bank	**4 071 919**	3 796 082	**-**	-
Nedbank (Eswatini) Limited	**49 858 300**	53 246 917	**46 707**	560 195
	83 069 538	90 593 272	**18 556 278**	21 817 944

14. Trade and other payables

Trade payables	**260 933 270**	198 408 330	**-**	-
Management fees	**-**	2 375 231	**-**	2 375 231
Accruals and provisions	**9 194 521**	3 952 658	**2 504 767**	-
	270 127 791	**204 736 219**	**2 504 767**	**2 375 231**

The Company concluded a Management Agreement ("Agreement") on 25 October 2010 with African Alliance Eswatini Limited ("the Manager") in terms of which the Company appointed the Manager exclusively to manage, administer and control the business and assets of the Company in accordance with its objectives.

An addendum has been done to the management agreement on 25 February 2021 whereby the Company and Manager agree a management fee payment which is equal to 1.5% per annum of the last audited Net Asset Value of the Company, paid quarterly in arrears, commencing on 31 March 2021.

Performance fees

The Manager is entitled to a cash performance fee in respect of each period of twelve months ending on the last day of the Company's financial year ("the Calculation Period") equal to 20% of the appreciation in the Net Asset Value ("NAV") of the Company during the Calculation Period (in each case after taking into account the effect of any new share issues, and adding back dividends and other distributions made during the Calculation period (the "adjusted NAV"). The performance fee is only payable on the appreciation in the adjusted NAV of the Company in excess of the prior high "NAV" of the Company.

	Group		Company	
Figures in Emalangeni	2022	2021	2022	2021

15. Financial assets by category

The accounting policies for financial instruments have been applied to the line items below:

	Amortised cost	**Fair value through profit or loss**	**Total**
Group - 2022			
Investment in associates	**-**	**45 558 213**	**45 558 213**
Investments at fair value	**-**	**145 820 113**	**145 820 113**
Amount owing by related parties	**6 703 020**	**-**	**6 703 020**
Trade and other receivables	**14 192 756**	**-**	**14 192 756**
Cash and cash equivalents	**84 936 774**	**-**	**84 936 774**
	105 832 550	**191 378 326**	**297 210 876**
Group - 2021			
Investment in associates	-	32 963 046	32 963 046
Investments at fair value	-	158 258 929	158 258 929
Trade and other receivables	5 888 926	-	5 888 926
Cash and cash equivalents	91 340 514	-	91 340 514
	97 229 440	191 221 975	288 451 415
Company - 2022			
Investments at fair value	**-**	**538 939 929**	**538 939 929**
Trade and other receivables	**20 588**	**-**	**20 588**
Cash and cash equivalents	**18 556 278**	**-**	**18 556 278**
	18 576 866	**538 939 929**	**557 516 795**
Company - 2021			
Investments at fair value	-	615 792 520	615 792 520
Cash and cash equivalents	21 817 944	-	21 817 944
Amounts owing by related parties	45 089 578	-	45 089 578
Trade and other receivables	6 454	-	6 454
	66 913 976	615 792 520	682 706 496

	Group		Company	
Figures in Emalangeni	2022	2021	2022	2021

16. Share capital

Authorised				
250 000 000 Ordinary shares of 1 cent each	**2 500 000**	2 500 000	**2 500 000**	2 500 000
Reconciliation of number of shares issued:				
Reported as at 31 December	**229 921 569**	229 921 569	**229 921 569**	229 921 569
Reconciliation of shares issued and fully paid:				
Reported as at 31 December	**2 299 216**	2 299 216	**2 299 216**	2 299 216
Reconciliation of share premium:				
Reported as at 31 December	**443 046 928**	443 046 928	**443 046 928**	443 046 928
Issued and fully paid				
229 921 561 Ordinary shares of 1 cent each	**2 299 216**	2 299 216	**2 299 216**	2 299 216
Share premium	**443 046 928**	443 046 928	**443 046 928**	443 046 928
	445 346 144	**445 346 144**	**445 346 144**	**445 346 144**

Holders of ordinary shares are entitled to dividends as declared from time to time and are entitled to one vote per share at general meetings of the Company.

17. Other financial liabilities

Held at amortised cost				
Pimenta's KFC (Proprietary) Limited	**27 308 697**	31 580 418	**-**	-
The loan has a nominal value of E 35M, bears interest at PLR minus 3% and is repayable in five equal yearly instalments.				
Guaraco (Proprietary) Limited	**58 947 051**	53 076 129	**-**	-
Fixed maturity loan repayable on 31 March 2026 with a maturity value of E 54 133 088 and bearing interest at 10.5% p.a.				
First National Bank	**11 099 259**	-	**-**	-
The loan amounting to E14.5M is secured, bears interest at Prime rate plus 0.5% and is repayable in 60 equal monthly instalments.				
First National Bank	**30 665 949**	-	**-**	-
The loan amounting to E33.8M is secured, bears interest at Prime rate plus 0.5% and is repayable in 60 equal monthly instalments..				
First National Bank	**538 959**	-	**-**	-
The loan amounting to E640,524 is secured, bears interest at Prime rate and is repayable in 60 equal monthly instalments.				
First National Bank	**-**	13 636 395	**-**	-
The loan amounting to E14.5M is secured, bears interest at Prime rate plus 0.5% and is repayable in 60 equal monthly instalments.				
Exam Council of Eswatini	**25 995 548**	25 459 932	**25 995 548**	25 459 932
The promissory note has a nominal value of E 25M, bears interest at 8.5% per annum and matures on 31 July 2025.				

	Group		Company	
Figures in Emalangeni	2022	2021	2022	2021
17. Other financial liabilities (continued)				
Eswatini Posts and Telecommunications Corporation	**10 155 730**	10 146 600	**10 155 730**	10 146 600
The promissory note has a nominal value of E 9 998 805, bears interest at 8% per annum and matures on 31 January 2024.				
	164 711 193	133 899 474	**36 151 278**	35 606 532
Non-current liabilities				
At amortised cost	**121 587 516**	57 599 056	**36 151 278**	-
Current liabilities				
At amortised cost	**43 123 677**	76 300 418	**-**	35 606 532
	164 711 193	133 899 474	**36 151 278**	35 606 532

18. Lease liabilities

Lease liabilities are presented in the statement of financial position as follows:

	Group 2022	Group 2021	Company 2022	Company 2021
Current	**44 586 438**	34 211 194	-	-
Non-current	**196 805 518**	100 703 858	-	-
	241 391 956	134 915 052	**-**	-

The lease liabilities can be reconciled as follows:

	Group 2022	Group 2021	Company 2022	Company 2021
Opening lease liabilities	**134 915 053**	100 154 077	-	-
Interest on lease	**(25 278 280)**	(10 065 755)	-	-
Lease rental payments	**(15 966 702)**	(18 310 136)	-	-
Additions	**147 721 885**	63 136 866	-	-
Closing lease liabilities	**241 391 956**	134 915 052	**-**	-

Lease payments not recognised as a liability

The expense relating to payments not included in the measurement of the lease liability is as follows:

	Group 2022	Group 2021	Company 2022	Company 2021
Short -term leases	**5 503 680**	-	-	-
Leases of low value assets	**947 088**	4 385 035	-	-
	6 450 768	4 385 035	**-**	-

	Group		Company	
Figures in Emalangeni	2022	2021	2022	2021

19. Financial liabilities by category

The accounting policies for financial liabilities have been applied to the line items below:

	Financial liabilities at amortised cost	**Total**
Group - 2022		
Amounts owing to related parties	**95 331 443**	**95 331 443**
Bank overdraft	**14 195**	**14 195**
Other financial liabilities	**164 711 193**	**164 711 193**
Trade and other payables	**270 127 791**	**270 127 791**
	530 184 622	**530 184 622**

Group - 2021		
Amounts owing to related parties	55 168 157	55 168 157
Bank overdraft	14 195	14 195
Other financial liabilities	178 899 442	178 899 442
Trade and other payables	204 736 219	204 736 219
	438 818 013	438 818 013

	Group		Company	
Figures in Emalangeni	2022	2021	2022	2021

19. Financial liabilities by category (continued)

	Financial liabilities at amortised cost	Total
Company - 2022		
Amounts owing to related parties	**27 246 584**	**27 246 584**
Other financial liabilities	**36 151 278**	**36 151 278**
Trade and other payables	**2 504 767**	**2 504 767**
	65 902 629	**65 902 629**
Company - 2021		
Amounts owing to related parties	25 011 881	25 011 881
Other financial liabilities	60 606 500	60 606 500
Trade and other payables	2 375 231	2 375 231
	87 993 612	87 993 612

20. Operating expenses

Material operating expenses for the year is stated below:

	Group 2022	Group 2021	Company 2022	Company 2021
Consultancy income and advisory income	**10 841 976**	6 624 467	**-**	-
Losses on disposal of property, plant and equipment	**(19 707)**	(923 815)	**-**	-
Contractual amounts				
- Lease rentals	**(3 385 500)**	4 385 035	**-**	-
Impairment on other financial assets	**526 025**	21 000	**-**	21 000
Auditors remuneration - audit	**2 733 150**	2 820 805	**625 109**	1 368 229
Auditors remuneration - other	**4 075**	139 710	**-**	119 985
Employee costs	**106 343 889**	75 810 533	**-**	-
Consulting and professional fees	**30 255 587**	27 411 286	**677 407**	1 207 099
Depreciation	**33 625 047**	31 709 371	**-**	-
Management fees	**9 811 846**	8 383 999	**9 811 846**	8 383 999
Directors remuneration	**275 530**	78 330	**275 530**	78 330
Travel and accommodation	**7 081 078**	6 201 183	**-**	-

GREYSTONE PARTNERS

Greystone Partners Limited

Notes to the consolidated and separate financial statements for the year ended 31 December 2022

		Group		Company	
Figures in Emalangeni		2022	2021	2022	2021

21. Unrealised gain/(loss) on revaluation of investments

SBC Limited		**-**	4 686 559	**-**	4 686 559
Orchard Insurance Limited		**(178 713)**	(736 140)	**(178 713)**	(736 140)
Eswatini Royal Insurance Corporation		**(11 061 738)**	(5 572 235)	**-**	-
Ngwane Mills (Pty) Limited		**12 595 167**	12 833 046	**-**	-
Swagri Holdings (Pty) Limited		**-**	-	**10 715 543**	9 778 814
Inba Holdings Limited		**-**	-	**(11 061 738)**	17 241 620
Lojaf (Proprietary) Limited		**-**	-	**(2 915 486)**	27 094 351
General Africa Foods Eswatini (Pty) Limited		**-**	-	**(120 718 397)**	(14 238 487)
Promco (Pty) Limited		**(1 198 364)**	951 346	**(1 198 364)**	951 346
Alliance Foods (Pty) Limited		**-**	-	**3 392 564**	5 244 768
		156 352	**12 162 576**	**(121 964 591)**	**50 022 831**

22. Finance costs

Related parties	26	**4 676 678**	1 000 805	**-**	1 000 805
Finance leases		**19 734 269**	10 065 184	**-**	-
Current borrowings		**3 531 730**	2 103 277	**-**	-
Interest on promissory notes		**21 502 349**	6 730 247	**5 258 612**	3 515 033
Total finance costs		**49 445 026**	**19 899 513**	**5 258 612**	**4 515 838**

23. Investment income

Dividend income					
Lojaf (Proprietary) Limited		**-**	-	**2 683 840**	2 482 552
Inba Holdings Limited		**-**	-	**12 100 000**	12 527 600
Promco (Pty) Limited		**51 700**	47 000	**51 700**	47 000
SBC Limited		**1 821 411**	1 821 411	**1 821 411**	1 821 411
Orchard Insurance Limited		**-**	594 383	**-**	594 383
Eswatini Royal Insurance Corporation		**12 102 987**	12 547 600	**-**	-
		13 976 098	**15 010 394**	**16 656 951**	**17 472 946**
Interest income					
Financial Institutions		**1 811 632**	1 428 734	**955 228**	793 465
Promissory notes		**-**	60 417	**-**	60 417
Related parties	26	**525 182**	1 207 213	**-**	-
		2 336 814	**2 696 364**	**955 228**	**853 882**
Total investment income		**16 312 912**	**17 706 758**	**17 612 179**	**18 326 828**

	Group		Company	
Figures in Emalangeni	2022	2021	2022	2021

24. Income tax

Major components of the tax credit

Current				
Eswatini	**8 088 159**	9 015 716	**-**	125 235
Deferred tax	**(26 709 236)**	11 329 817	**-**	11 329 817
	(18 621 077)	**20 345 533**	**-**	**11 455 052**

Reconciliation of the tax credit

Reconciliation between applicable tax rate and average effective tax rate.

Applicable tax rate	**27.50 %**	27.50 %	**27.50 %**	27.50 %
Non deductible differences	**60.81 %**	78.81 %	**(27.50)%**	(5.62)%
Effective tax rate	**88.31 %**	106.31 %	**- %**	**21.88 %**

25. Cash generated from/(used in) operations

(Loss)/profit before taxation	**(21 086 417)**	19 137 955	**(121 201 039)**	52 352 751
Adjustments for:				
Depreciation and amortisation	**85 673 803**	59 969 645	**-**	-
Dividend income	**(13 976 098)**	(15 010 394)	**(16 656 951)**	(17 472 946)
Profit on exchange differences - unrealised	**12 236**	(227 750)	**-**	-
Interest income	**(2 336 814)**	(2 696 364)	**(955 228)**	(853 882)
Finance costs	**49 445 026**	19 899 513	**5 258 612**	4 515 838
Change in fair value of investments through profit or loss	**(156 352)**	(12 162 576)	**121 964 591**	(50 022 831)
Loss/(gain) on disposal of assets	**19 707**	923 815	**-**	-
Impairment losses	**-**	-	**-**	21 000
Business combinations*	**(15 231 479)**	(133 548 100)	**-**	-
Increase in inventories	**(58 431 251)**	(109 954 250)	**-**	-
(Increase)/decrease in other receivables	**(22 922)**	(11 897 995)	**(14 134)**	(6 454)
Increase/(decrease) in trade and other payables	**65 391 572**	173 388 410	**129 536**	(329 569)
Net movement in balance held with related parties	**32 917 053**	(6 839 991)	**2 212 281**	(16 900 196)
	122 218 064	**(19 018 082)**	**(9 262 332)**	**(28 696 289)**

*This refers to movement in assets and liabilities, arising through business combinations with Lojaf (Proprietary) Limited in 2021.

		Group		Company	
Figures in Emalangeni		2022	2021	2022	2021

26. Related parties

Relationships

Investment manager:	African Alliance Eswatini Limited, incorporated in the Kingdom of Eswatini
Shareholding	Refer to note 34
Subsidiaries and fellow subsidiaries:	Inba Holdings Limited, incorporated in the Kingdom of Eswatini Swagri Holdings (Pty) Limited, incorporated in the Kingdom of Eswatini Alliance Foods (Pty) Limited, incorporated in the Kingdom of Eswatini Lojaf (Proprietary) Limited, incorporated in the Kingdom of Eswatini General Africa Foods Eswatini (Pty) Limited, incorporated in the Kingdom of Eswatini Pivot Limited, incorporated in the Republic of Mauritius African Alliance Eswatini Limited, incorporated in the Kingdom of Eswatini Pine Acres (Pty) Limited, incorporated in the Kingdom of Eswatini Select Limited, incorporated in the Kingdom of Eswatini Afri Pack (Pty) Limited, incorporated in the Kingdom of Eswatini Afri Pack General SA (Pty) Limited, incorporated in the Republic of South Africa PaknSave (Pty) Limited, incorporated in the Republic of South Africa Vidastyle Botswana (Pty) Limited, incorporated in the Republic of Botswana Matsapha Link (Pty) Limited, incorporated in the Kingdom of Eswatini African Alliance Eswatini Management Company Limited, incorporated incorporated in the Kingdom of Eswatini Alliance Foods SA (Pty) Limited, incorporated in the Republic of South Africa Afri Pack Lesotho (Pty) Limited, incorporated in Lesotho Vidastyle Retail Management (Pty) Ltd, incorporated in Namibia African Alliance Eswatini Lilangeni Fund, incorporated in the Kingdom of Eswatini African Alliance Eswatini Umnotfo Fund, incorporated in the Kingdom of Eswatini
Associates	Refer to note 5

Related party balances

Funds with financial institutions					
African Alliance Eswatini Lilangeni Fund	13	**29 139 319**	33 550 273	**18 509 571**	21 257 749

Related party transactions				
Management fees				
African Alliance Eswatini Limited	**(9 811 846)**	(8 383 999)	**(9 811 846)**	(8 383 999)

Refer to note 14 for details on the performance and management fees.

Interest received				
African Alliance Eswatini Lilangeni Fund	**61 107**	1 090 697	**-**	-
African Alliance Advisory (Pty) Ltd	**59 808**	116 516	**-**	-
African Alliance Eswatini Limited	**87 143**	-	**-**	-
Vidastyle Botswana (Pty) Limited	**267 006**	-	**-**	-
Afri Pack Lesotho (Pty) Limited	**50 118**	-	**-**	-
	525 182	1 207 213	**-**	-

Interest paid				
African Alliance Eswatini Limited	**(769 110)**	-	**-**	-
African Alliance Advisory (Pty) Limited	**(3 156 902)**	(1 000 805)	**-**	(1 000 805)
Pine Acres (Pty) Limited	**(12 793)**	-	**-**	-
Select Limited	**(737 873)**	-	**-**	-
	(4 676 678)	(1 000 805)	**-**	(1 000 805)

	Group		Company	
Figures in Emalangeni	2022	2021	2022	2021

26. Related parties (continued)

Administration and consultancy expenses				
African Alliance Advisory (Pty) Limited	**(9 441 131)**	(5 909 236)	**-**	-
Pivot Limited	**(378 935)**	(179 136)	**-**	-
	(9 820 066)	(6 088 372)	**-**	-
Compensation to directors and other key management				
Directors' remuneration	**275 530**	78 330	**275 530**	78 330
	275 530	78 330	**275 530**	78 330

All group transactions are made at terms equivalent to those prevailing in arm's length transactions. There have been no guarantees provided or received for any related party receivables or payables. The Group has not recorded any impairment of receivables relating to amounts owed by related parties during the year.

27. Risk management

Capital risk management

The board's policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The Board of Directors monitors the return on capital which the Group defines as net operating income divided by total shareholders' equity. The Board of Directors also monitors the level of dividends to ordinary shareholders.

The board seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position.

There were no changes to the Group's approach to capital management during the year.

Financial risk management

The Group’s overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group’s financial performance. The Board of Directors provides principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk and investment of excess liquidity.

Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions. Due to the dynamic nature of the underlying businesses, Group treasury maintains flexibility in funding by maintaining availability under committed credit lines.

The Group’s risk to liquidity is a result of the funds available to cover future commitments. The Group manages liquidity risk through an ongoing review of future commitments and credit facilities.

The table below analyses the Group’s financial liabilities into relevant maturity groupings based on the remaining period at the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

27. Risk management (continued)

Trade and other payables	**270 127 791**	204 736 219	**2 504 767**	2 375 231
Other financial liabilities	**164 711 193**	178 899 442	**36 151 278**	60 606 500
Amount due to related parties	**95 331 443**	55 168 157	**57 718**	25 011 881
	530 170 427	393 803 850	**38 713 763**	62 993 644

Interest rate risk

At the reporting date the interest rate profile of the Group's interest-bearing financial instruments was:

Variable interest rate risk				
Cash and cash equivalents	**83 083 733**	90 607 467	**18 556 278**	21 817 944
Other financial liabilities	**(27 308 697)**	(45 216 813)	**-**	-
Bank overdraft	**(14 195)**	(14 195)	**-**	-
Amounts owing to related parties	**(58 042 190)**	(30 168 189)	**(36 796)**	-
Amounts owing by related parties	**6 703 021**	-	**-**	-
	4 421 672	15 208 270	**18 519 482**	21 817 944

Cash flow sensitivity analysis for variable rate instruments

A change of 100 basis points in interest rates at the reporting date would have increased / (decreased) profit or loss by the amounts shown below. This analysis assumes that all other variables remain constant. The analysis is performed on the same basis for the prior period.

+/- 100 bps				
Variable rate instruments	**44 217**	152 083	**185 195**	218 179
Variable rate instruments	**(44 217)**	(152 083)	**(185 195)**	(218 179)

Credit risk

Credit risk consists mainly of cash deposits, cash equivalents, derivative financial instruments and trade debtors. The Group only deposits cash with major banks with high quality credit standing and limits exposure to any one counter-party.

Trade receivables comprise a widespread customer base. Management evaluated credit risk relating to customers on an ongoing basis. If customers are independently rated, these ratings are used. Otherwise, if there is no independent rating, risk control assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Individual risk limits are set based on internal or external ratings in accordance with limits set by the board. The utilisation of credit limits is regularly monitored. Sales to retail customers are settled in cash or using major credit cards. Credit guarantee insurance is purchased when deemed appropriate. The identified impairment loss on cash deposits, cash equivalents, derivative financial instruments and trade debtors was immaterial for both 2021 and 2022.

Financial assets exposed to credit risk at year end were as follows:

Amounts owing by related parties	**6 703 020**	-	**-**	6 703 821
Trade and other receivables	**14 192 756**	5 888 926	**20 588**	20 102 270
	20 895 776	5 888 926	**-**	26 806 091

	Group		Company	
Figures in Emalangeni	2022	2021	2022	2021

27. Risk management (continued)

Foreign exchange risk

At 31 December 2022, the Eswatini Emalangeni were pegged to the South Africa Rand. The Group and the Company are therefore not exposed to significant foreign exchange fluctuations.

Market risk

The Group has investments in various collective investment undertakings the value of which are subject to fluctuations in net asset value prices.

The table below summarises the impact of increases of the net asset value price on the Group's post-tax profit and equity for the year. The analysis is based on the assumption that the net asset value price increased by 5% with all other variables held constant.

Group

	Impact on post tax profit and equity in Emalangeni	
	2022	**2021**
Investments at fair value through profit or loss	**7 291 006**	7 912 946
Investments in associates	**2 277 911**	1 648 152

Company

	Impact on post tax profit and equity in Emalangeni	
	2022	**2021**
Investments at fair value through profit or loss	**26 946 996**	30 789 626

Post-tax profit for the year would increase as a result of gains on investments classified as at fair value through profit or loss.

28. Revenue from contracts with customers

The Group derives revenue from the transfer of goods at a point in time:

Sale of goods	1 902 713 327	1 454 441 402	-	-

29. Cost of sales

Sale of goods	**1 509 735 364**	1 151 095 615	-	-

30. Other operating income

Other income	**18 729 541**	11 815 878	-	-
Rental income	**228 062**	321 509	-	-
Consultancy and advisory income	**10 841 976**	6 624 467	-	-
	29 799 579	**18 761 854**	**-**	**-**

		Group		Company	
Figures in Emalangeni		2022	2021	2022	2021

31. Segment reporting

The following factors were considered in identifying reportable segments:

Operating segments reflect the management structure of the Group and are identified both geographically and by the key markets they serve. The group's chief operations decision maker ("CODM"), being the executive committee ("Exco") comprising of the managing director and senior management, examines the company's performance from a geographic perspective and has identified a single segment from which it derives its total revenue:

Investment in unlisted and emerging entities: Activities include investments in unlisted and emerging entities.

The Exco primarily uses a measure of adjusted earnings before interest, tax, depreciation and amortisation ("EBITDA") to assess the performance of the operating segments. However, the Exco also receives information about the segments' revenue and assets on a monthly basis. Segment assets and liabilities are measured in the same way as in the financial statements. These assets are allocated based on the operations of the segment and the physical location of the asset.

Summary segment report:

Revenue					
Kingdom of Eswatini		**1 418 746 126**	1 377 042 973	**-**	-
Republic of South Africa		**483 967 201**	77 398 429	**-**	-
Total revenue	28	**1 902 713 327**	1 454 441 402	**-**	-
Investment income					
Dividend income		**13 976 098**	15 010 394	**16 656 951**	17 472 946
Interest income		**2 336 814**	2 696 364	**955 228**	853 882
Total revenue		**16 312 912**	17 706 758	**17 612 179**	18 326 828
Revenue by geographical segment:					
Kingdom of Eswatini		**16 312 912**	15 010 394	**17 612 179**	18 326 828
Republic of South Africa		**-**	2 696 364	-	-
Total revenue		**16 312 912**	17 706 758	**17 612 179**	18 326 828
Administrative expenses					
Administrative expenses between geographical segments					
Kingdom of Eswatini		**353 522 243**	263 565 065	**11 590 015**	11 481 070
Republic of South Africa		**57 334 011**	48 678 377	**-**	-
Total administrative expenses		**410 856 254**	312 243 442	**11 590 015**	11 481 070
Total assets					
Total assets by geographical segment:					
Kingdom of Eswatini		**1 151 513 516**	1 007 976 935	**557 665 405**	682 855 106
Republic of South Africa		**306 108 727**	224 315 228	-	-
Total assets		**1 457 622 243**	1 232 292 163	**557 665 405**	682 855 106

	Group		Company	
Figures in Emalangeni	2022	2021	2022	2021

31. Segment reporting (continued)

Total liabilities				
Total liabilities by geographical segment:				
Kingdom of Eswatini	**415 183 521**	276 613 036	**65 902 629**	62 993 644
Republic of South Africa	**358 840 696**	258 116 930	-	-
Total liabilities	**774 024 217**	534 729 966	**65 902 629**	62 993 644

32. Earnings per share

Group

Basic and diluted earnings per share are based on total comprehensive profit of E (2 465 340) (2021: E (1 207 578)) and the weighted average number of shares of 229 921 561.

Company

Basic and diluted earnings per share are based on total comprehensive profit of E (121 201 039) (2021: E 40 897 699) and the weighted average number of shares of 229 921 561.

33. Financial information for associates

The tables below provide summarised financial information for associates of the Group and the Company:

	Ngwane Mills (Pty) Limited	
Summarised statement of financial position		
Non-Current assets	**64 064 273**	60 109 594
Current assets	**80 729 279**	85 162 191
Non-Current liabilities	**(5 501 129)**	(2 602 264)
Current liabilities	**(57 849 693)**	(67 766 900)
Net assets	**81 442 730**	74 902 621
Summarised statement of comprehensive income		
Revenue	**583 301 286**	571 137 785
Expenses	**(569 928 832)**	(564 237 831)
Taxation	**(3 066 675)**	(1 910 675)
Profit for the year	**10 305 779**	4 989 279
Other comprehensive income	-	-
Total comprehensive income	**10 305 779**	4 989 279

34. Spread of shareholders

The shareholder spread and analysis of shareholdings in the Company are as follows:

The below table indicates shareholders who own greater than 5% of the Company.

	% holding	% holding
African Alliance Advisory (Pty) Ltd	37.25%	37.25%
University of Eswatini Pension Fund	12.82%	12.82%
Central Bank of Eswatini Retirement Fund	12.21%	6.52%
African Alliance Ligcebesha Fund	9.21%	9.21%
African Alliance Eswatini Portfolio Fund	6.3%	6.3%
Eswatini Electricity Company Pension Fund	5.38%	2.17%
Other (< 5%)	16.83%	25.73%
	100%	**100%**

	31 December 2022		**31 December 2021**	
	No of shareholders	**% of shareholders**	**No of shareholders**	**% of shareholders**
1- 50 000 shares	314	89.71 %	273	88.93 %
50 001 - 500 000 shares	10	2.86 %	9	2.93 %
500 001 - 1 000 000 shares	2	0.57 %	2	0.65 %
1 000 001 - 5 000 000 shares	15	4.29 %	15	4.89 %
More than 5 000 000 shares	9	2.57 %	8	2.61 %

35. Revenue from contracts with customers

The group operates a chain of retail stores and restaurants. Revenue from the sale of goods is recognised when a group entity sells a product to the customer. Payment of the transaction price is due immediately when the customer purchases the consumer goods from the retail store and food from the restaurant and takes delivery in store.

The group derives revenue from the transfer of goods at a point in time in all the product lines and geographical regions (See Note 31).

Revenues from external customers come from the sale of inventory on a retail supermarket basis and from the sale of food items from the restaurant businesses. The retail and restaurant business sales relate to the group’s own brand as well as other major retail brands. Revenue are derived from various consumers from both the Republic of South Africa and the Kingdom of Eswatini. The majority of the revenue sales are from the Kingdom of Eswatini at 74.6% and the remaining revenue sales are from the Republic of South Africa at 25.4%.

36. Going concern

The Group made a loss for the year ended 31 December 2022 of E (2 465 340) (2021: E (1 207 578) loss) and as at that date, its current liabilities exceeded its current assets by E 123 988 394 (2021: E 138 641 277) and its total assets exceeded its total liabilities by E 685 477 650 (2021: E 697 562 197).

The Company made a loss for the year ended 31 December 2022 of E 121 201 039 (2021: E 40 897 699 profit) as at that date, its current assets exceeded its current liabilities by E 16 162 991 (2021: E 4 068 942) and its total assets exceeded its total liabilities by E 491 762 776 (2021: E 619 861 462).

The directors and management have assessed the Company and Group's ability to continue as a going concern. The assessment includes solvency and liquidity tests. Despite the current liabilities exceeding current assets, the Group has a stable liquidity position with cash of E85 million (2021: E91 million). The liquidity test considers expected cash flows, including the operational cash flows, anticipated proceeds from revenues and or other funding activities. Management of the subsidiaries of the Company have done cash flow projections for the foreseeable future and based on the projections, management has determined that there will be sufficient resources to settle liabilities and obligations as they fall due. Some of the measures in place to manage liquidity include ensuring that the repayment date of a sufficient portion of existing debt and creditors is extended at a level which is well within levels previously experienced in the retail sector being of a longer settlement period vs. inventory days, continuing to engage the market to secure additional funding where necessary and minimising discretionary expenditure in order to ensure sufficient funds are available to meet the ongoing commitments of the Group and Company.

The financial statements have been prepared on the basis of accounting policies applicable to a going concern. This basis presumes that funds will be available to finance future operations and that the realisation of assets and settlement of liabilities, contingent obligations and commitments will occur in the ordinary course of business.

The directors have concluded that the Group has adequate resources to continue operating for the foreseeable future and that it is appropriate to adopt the going concern basis in preparing the consolidated financial statements.

GREYSTONE PARTNERS

Greystone Partners Limited

Consolidated and separate detailed income statements for the year ended 31 December 2022

		Group		Company	
Figures in Emalangeni	Note	2022	2021	2022	2021
Revenue					
Sale of goods	28	1 902 713 327	1 454 441 402	-	-
Cost of sales					
Opening inventory		(122 448 098)	(12 493 848)	-	-
Purchases		(1 568 166 615)	(1 261 049 865)	-	-
Closing inventory		180 879 349	122 448 098	-	-
	29	**(1 509 735 364)**	**(1 151 095 615)**	**-**	**-**
Gross profit		**392 977 963**	**303 345 787**	**-**	**-**
Other operating income					
Other income		18 729 541	11 815 878	-	-
Rental income		228 062	321 509	-	-
Consultancy and advisory income		10 841 976	6 624 467	-	-
	30	**29 799 579**	**18 761 854**	**-**	**-**
Losses on disposal of assets		(19 707)	(923 815)	-	-
Foreign exchange (losses)/gains		(12 236)	227 750	-	-
Investment income	23	16 312 912	17 706 758	17 612 179	18 326 828
		16 280 969	**17 010 693**	**17 612 179**	**18 326 828**
Expenses (See breakdown below)		**(410 856 254)**	**(312 243 442)**	**(11 590 015)**	**(11 481 070)**
Operating profit	20	**28 202 257**	**26 874 892**	**6 022 164**	**6 845 758**
Unrealised gains/(losses) on revaluation of investments	21	156 352	12 162 576	(121 964 591)	50 022 831
Finance costs	22	(49 445 026)	(19 899 513)	(5 258 612)	(4 515 838)
(Loss)/profit before taxation		**(21 086 417)**	**19 137 955**	**(121 201 039)**	**52 352 751**
Income tax	24	18 621 077	(20 345 533)	-	(11 455 052)
(Loss)/profit for the year		**(2 465 340)**	**(1 207 578)**	**(121 201 039)**	**40 897 699**

Breakdown of expenses:

Expenses					
Advertising and publication costs		(24 748 003)	(18 209 909)	-	(51 700)
Amortisation	4,10	(52 048 756)	(28 260 274)	-	-
Auditors remuneration - audit	20	(2 733 150)	(2 820 805)	(625 109)	(1 368 229)
Auditors remuneration - other	20	(4 075)	(139 710)	-	(119 985)
Bank charges		(12 779 506)	(8 942 526)	(7 866)	(7 593)
Cleaning		(8 647 245)	(7 613 500)	-	-
Management fees	26	(9 811 846)	(8 383 999)	(9 811 846)	(8 383 999)
Computer expenses		(4 743 589)	(3 288 400)	-	-
Accounting fees		(1 061 730)	(172 411)	-	-
Consulting and professional fees		(30 255 587)	(27 411 286)	(677 407)	(1 207 099)
Commission paid		(30 000)	-	(30 000)	-
Franchise fee		(14 094 682)	(8 647 478)	-	-
Depreciation and impairments	2	(33 625 047)	(31 709 371)	-	-
Donations		(247 773)	(266 674)	-	-
Directors remuneration		(275 530)	(78 330)	(275 530)	(78 330)

The supplementary information presented does not form part of the Consolidated and separate financial statements for the year ended 31 December 2022 and is unaudited

GREYSTONE PARTNERS

Greystone Partners Limited

Consolidated and separate detailed income statements for the year ended 31 December 2022

		Group		Company	
Figures in Emalangeni	Note(s)	2022	2021	2022	2021
Employee costs		(106 343 889)	(75 810 533)	-	-
Advisory fees		(47 166)	(212 312)	-	-
Entertainment and conference costs		(314 656)	(2 174 782)	(2 180)	(37 162)
Loss on exchange differences		-	-	(11 597)	-
Fines and penalties		(67 943)	(661 801)	(3 560)	-
Impairment of investments		(526 025)	(21 000)	-	(21 000)
Insurance		(5 866 935)	(3 995 758)	(8 070)	(1 291)
Lease rentals on operating lease	18	3 385 500	(4 385 035)	-	-
Office expenses		(879 874)	-	-	-
Motor vehicle expenses		(9 526 984)	(4 124 387)	-	-
Utilities		(43 327 652)	(34 231 307)	-	-
Printing and stationery		(3 448 164)	(2 177 454)	-	-
Repairs and maintenance		(8 307 326)	(7 342 971)	-	-
Royalties and license fees		(16 422 188)	(13 064 199)	-	-
Secretarial fees		-	-	(44 850)	-
Security		(7 891 766)	(5 201 470)	-	-
Staff welfare		(2 352 687)	(1 536 439)	-	-
Subscriptions		(5 878 195)	(4 769 895)	(92 000)	(204 682)
Telephone and fax		(375 001)	(231 257)	-	-
Training		(477 706)	(156 986)	-	-
Travel and accommodation		(7 081 078)	(6 201 183)	-	-
		(410 856 254)	**(312 243 442)**	**(11 590 015)**	**(11 481 070)**

Annexure A : Prime interest rates and currencies

Greystone Partners Limited

	2022	2021
Prime Interest rates (as quoted by a reputable local bank)		
Botswana	**5.25 %**	5.25 %
Ghana	**27.00 %**	14.50 %
Isle of Man	**3.50 %**	0.25 %
Kenya	**12.39 %**	12.12 %
Lesotho	**8.56 %**	8.56 %
Malawi	**16.60 %**	12.20 %
Mauritius	**9.00 %**	6.85 %
South African	**10.50 %**	7.25 %
Eswatini	**10.00 %**	7.25 %
Uganda	**18.98 %**	19.30 %
Emalangeni equals:		
Botswana Pula (BWP)	**0.749**	0.737
Mauritian Rupee (MUR)	**2.600**	2.744
South African Rand (ZAR)	**1.000**	1.000
United States Dollars (USD)	**0.059**	0.063