altvest

ANNUAL REPORT 2022

ALTVEST CAPITAL LIMITED

Annual Report for the period ended 28 February 2022

With additional unaudited supplementary information for the period from inception to 31 May 2022

GENERAL INFORMATION

Country of incorporation:	Republic of South Africa
Nature of business and principal activities:	Investment holding as principal, and all business related thereto.
Directors:	WG Wheatley R Stronach KS Karan NB Khumalo J Baynham F Mukaddam H Barnhoorn
Registered office and business address:	Block B 66 Rivonia Road Chislehurston Sandton 2196
Postal address:	Block B 66 Rivonia Road Chislehurston Sandton 2196
Company registration number:	2021/540736/06
Vat number:	4950300329
Income Tax number:	7160815355
Auditors:	Deloitte & Touche South Africa Registered Auditors
Level of assurance:	The final statements relating to Financial Year ended 28 February 2022 have been audited in compliance with the applicable requirements of the Companies Act 71 of 2008.
Independently compiled by:	T Botha CA (SA)
Company Secretary:	CTSE Registry Services Proprietary Limited
Published:	25 August 2022
Share code:	4AAVC

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Please note that all information on a light blue background has been added as a post-balance sheet event. It is unaudited but important information about Altvest.

ALTVEST BY THE

NUMBERS

altvest

ALTVEST BY
THE NUMBERS

altvest

Altvest is a disruptive platform that seeks to democratise alternative investments. It aims to bring bespoke investment opportunities to everyday investors.

It leverages both trusted media platforms, as well as the Altvest Media division, to educate and raise awareness about the investment opportunities. Altvest listed on the Cape Town Stock Exchange (CTSE) on May 5, 2022. At May 31, 2022, the company had ten staff members.

As a listed entity, Altvest will enable fractionalised ownership of unlisted assets to both Retail and Institutional investors, allowing secondary market trading of special purpose vehicles owning single institutional-grade assets, thereby revolutionising the private equity market.

In partnership with digital brokerage, A-Trade, Altvest aims to create a market-leading platform for creation, issuances, sale, distribution, management, tracking and trade of direct fractional ownership in unlisted assets. Altvest's strategy is to deploy the best of listed equity principles in the private equity space.

These include:

- **Offering a portfolio of high quality, diversified assets**
- **Enhancing corporate strategy, governance, and reporting of the target investments**
- **Investing in businesses with sound, proven and resilient operating models**
- **Collaborating with the investee companies' Board of Directors, management, and other stakeholders**
- **Acquiring sizeable stakes in private companies (15%-49%)**
- **Implementing 3-5-year strategies which unlock value and maximise returns for all stakeholders**

On 5 May 2022, Altvest announced its intention to make Umganu Lodge, a luxury game lodge in Mpumalanga, the company's first alternative asset open for public investment. There will be 10 million shares available to the retail investor at R1.50 each

Our timeline

March 2021
Incorporation of Altvest

July 2021
First investment concluded - A-Trade Brokerage

September 2021
Start of media campaign and launch of CTSE

February 2022
Financial year end

April 2022
Fully subscribed capital raise concluded

May 2022
Listing on the CTSE

May 2022
Second investment concluded - Umganu Game lodge

May 2022
End of post-balance sheet reporting period

July 2022
Significant improvements to A-Trade user experience and onboarding concluded, with more development ongoing

September 2022
Expected listing date of Umganu Lodge Preferred Ordinary Shares on CTSE

Key figures

as at 31 May 2022

R50 million
Market Capitalization at listing on 5th May 2022 (R50 300 000 on 31 May 2022)

Two
Investments made (A-Trade Brokerage and Umganu Game Lodge)

10
Number of employees

67
Number of shareholders

10%
Annualized Percentage of Market Capitalization traded (representing the most liquid share on the CTSE)

2M
Twitter impressions and 35k LinkedIn impressions

55k
Broadcast streams across Twitter and our podcast

40%
Open rate for the Altvest newsmailer

LETTER FROM THE

CHAIRMAN

altvest

LETTER FROM THE CHAIRMAN

KOSHIEK KARAN

Just over a year ago we founded Altvest Capital.
Having worked in investment banking for many years, you quickly learn how the world of wealth and capital truly functions. Anyone who has spent a bit of time within a private equity firm, investment bank or top-tier management consulting outfit will attest – success isn't a meritocracy.

Hard work alone doesn't always translate to guaranteed wins. Success hinges on access to capital, influential relationships, a supportive network, rare opportunities and a huge slice of luck. We tend to place wealthy individuals on pedestals, conjure "struggle stories" and religiously believe in the concept of "self-made". The cold hard truth is that who you know often outweighs what you know.

Living in the most unequal society on Earth highlights the wealth, information and relationship gap. The best opportunities often circulate among small, tight-knit communities – the juiciest secrets of value creation lie within the vast universe of private capital. It's the wine fund returning 23% every year, the agriculture play comfortably pumping out 28%, the luxury estate doubling your cash every four years. You hear a whisper to invest whilst at the polo club, golf course or your kid's elite private school.

Most people will never be on the receiving end of a whisper. And the real money is made on whispers.

In response to this, we had a simple vision: let's disrupt the system and democratize access to the best kept secrets. A year later, Altvest Capital successfully listed on the Cape Town Stock Exchange.

Careless Whispers
By the time you hear about the next best investment opportunity at the braai, it's probably too late. As a rule, it's never a great bet listening to the guy dishing out investment advice fuelled by a BCom and four Castle Lites. Social media influencers plugging stocks and crypto marked the recent market peak with eerie accuracy. As information ages, it becomes significantly less valuable and contains considerably more misinformation. Information asymmetry is just one piece of the cryptic puzzle in the black box of alternative investments.

Many of the assets we encounter are illiquid, incredibly difficult to value and don't yield a regular dividend. You're beguiled by the "hey, so we have this really valuable piece of art painted by accomplished French artist Monsieur Baguette in 1872 and it's worth $12m". Turns out, your artist is nothing more than a stale French loaf but now you've burnt through a ton of shareholder cash, time and energy. Being reckless, impulsive and spontaneous makes for a great Tinder bio and a TERRIBLE investment manager. When you're managing money, boring is better.

We can't perfectly predict future investment returns, but we can definitely control the risks we take on. How much we stand to lose is often more important than how much we return as a fund. As a team we soak up an incredible amount of time on diligence, expert advisors, professional valuations and forensically combing through the intricate details. We're not in the business of speculating and gambling.

Cheat Codes to Wealth

When done right – alternative investments are a cheat code. They're resilient, defensive, uncorrelated to the broader stock market, offer incredible diversification and can generate superior returns. French fashion house Hermes' Birkin bags have outperformed the stock market nearly every single year for the past 35 years. I feel equal parts impressed and horrified that all my years ploughed into racking up finance degrees and sweating on investment banking desks could have yielded better returns if I'd gone out and bought a couple of tote bags. We're preconditioned to believe alpha is generated by the guy staring at chart-filled screens and buried behind an overpriced Bloomberg terminal, but the cheat codes are everywhere. Our job is to find them.

Hard Lessons

No matter how gifted the management team, how remarkable the concept and how lofty the operating margins, you will never outperform overpaying. MBA textbooks and business school courses might devote months to delving into regressions involving management teams, ESG ratings, profitability curves and obsessing over "moats" and the ability to "pivot", but the single most important decision in any transaction is simple – the price.

Overpaying on great companies is still overpaying. I learnt this lesson the hard way quarterbacking M&A transactions. Deals close, you pop champagne and read about your market-moving deal in the Financial Mail. Fast forward a year and like clockwork, there are heavy impairment hits, overstated synergies and post-merger integration taking much longer than anticipated. As a fund, we are VERY comfortable walking away from attractive opportunities at unattractive prices. We will never pay a premium for hockey-stick forecasts and will never blindly believe in target company forecasts. The pain of overpaying far outweighs the regret of missing out on a great deal.

Many listed companies in South Africa have long embraced a culture of professional board sitters, lacklustre management teams and avoided accountability as they eroded into expensive incubators of mediocrity. A high-performance culture of excellence is non-negotiable at this level. As a fund, no executive is exempt from a falling axe – not even the Chairman *updates CV*. Leading a disruptive platform and carving out a legacy in innovative fintech isn't a job, it's a privilege.

Show me the Money

Sun Tzu and Deepak Chopra quotes might creep their way into annual reports, but truly, the most inspiring metric is cash.

Great companies aren't short on great ideas – evaporating cash means those ideas remain exactly that – lofty. Being early on the adoption curve is incredibly risky and the success of disruptive innovation deserves the premium it commands. In a world where investment banking fees are a race to the bottom,

LETTER FROM THE CHAIRMAN KOSHIEK KARAN

private equity returns have shrivelled and hedge fund managers are now business school lecturers, we're not in the business of competing. Creating our own market means we determine our own future. We're completely unapologetic and aggressive about ratcheting up the top line. Our shareholders may enjoy hearing about our hopes and dreams but will appreciate cold hard cash even more.

The cash printer: our recipe is straightforward – dialling up revenue across origination, execution and distribution. Here's exactly how we're doing it:

Dealmaking: finding attractively valued assets, optimizing performance and disposing at a premium. Focus on yielding assets (less luxury watches, art and wine – more property, sports teams and agriculture). Never overpaying. Having skin in the game in every asset means we're VERY incentivized to squeeze out every drop of juice operationally.
Dealmaking revenue line items: day 1 accretion/ increased value from smart acquisition, dividends from cash generative assets, % upside carry on exits.

Capital raising: fee income from connecting ideas to capital. Since these are alternative investments and bespoke targets, we're able to dial up the capital raising fees on each listing. Our ability to provide a clear channel for syndication is a massive asset and we price this into every opportunity.

Capital raising revenue line items: % fee on capital raise, % fee to underwrite issuances, annual platform fees to retail investors.

Smart Structuring: being smart around leverage, tax efficiency, earn-outs/claw backs, performance targets and optimizing capital structures. While we're not in the business of weapons of financial mass destruction, we also need to use the tools available to amplify returns through financial engineering solutions.

Structuring revenue line items: net gains from tax savings, amplified returns from safe levels of leverage, earnings upside from performance incentives within target companies.

Digital Media: developing commercial opportunities across Altvest Media and leveraging the vast Altvest community in exploring brand partnerships amplifying reach, driving engagement and providing a deep bench of data analytics.
Digital media revenue line items: digital advertising, social media community development, brand placements, influencer marketing, event promotions, income from providing general community access.

Fintech Advisory: the ability to "white label" the Altvest platform for an African exposure roll-out and own the technology, experience and ability to execute seamlessly by scaling the technology, consulting to broader financial services and technology companies in systems and architecture development.

Fintech advisory revenue line items: Altvest platform licensing, regional expansion partnership revenues.

Creating multiple revenue streams is essential for the survival of the fund – not just for diversification, but to make sure we never sink into complacency and end up in the dreaded race to the economic bottom that many money managers are guilty of.

SECRET SAUCE =
OPPORTUNITIES + COMMUNITY + TECHNOLOGY

We love businesses with juicy margins and strong management teams, that are highly cash flow generative and have healthy yields, low levels of leverage and strong, dominant market positions – of course - at the right price. Our pipeline of upcoming opportunities is vast and across sports franchises, agriculture and high-end luxury assets.

Does this democratize a previously exclusive opportunity, and will this be massively disruptive? These are the two quick questions we use as a litmus test in selecting the next big thing. The incredible growth of the Altvest community is testament to just how desperately we need these solutions.

Our time is now

Our growth has been meteoric, thanks largely to your heavy lifting (namely constant support and incredibly useful feedback). Altvest is your platform as much as its ours. As a team we continue to sweat in the gym, so we don't bleed in the ring. Markets are brutal, staying sharp across execution and intensity are essential survival tools.
Altvest will be incredibly successful – we're all early to the party.

Koshiek Karan

LETTER FROM THE CEO

LETTER FROM THE CEO

WARREN WHEATLEY

My vision, for many years, as a fiercely patriotic South African, has been to build platforms that allow South Africans, from all walks of life, to participate fully in the ownership of our economy. I want them to be able to raise finance from their communities to realize their dreams of starting their own businesses. Altvest Capital, is the practical manifestation of that vision.

On the 21 April 2021, I registered Altvest Capital and secured the various social media domains for the brand. My next step was to assemble a dream team to turn this vision into a reality.

Less than 12 months later, we became a public company and started raising capital. On 5 May 2022, we listed Altvest Capital on the Cape Town Stock Exchange (CTSE).

So far, the Altvest journey has been high-speed, intense, and exhilarating.

I thought I'd share some of our milestones and experiences.

Altvest Media

We have always been aware that our success would be largely dependent on mass adoption by the community we seek to serve. To this end, we formed strategic partnerships with some of the major media companies in the country.

However, we opted not to rely exclusively on these partnerships and developed an internal team that would serve as the tip of the spear, so to speak. Their focus has been to ensure a deliberate, coordinated media response to our endeavours. This has borne immediate, ready to enjoy, fruit - as evidenced by our media reach statistics set out more fully on pages 79 - 84.

Our team will keep all our stakeholders appraised of these initiatives and continue to deliver quality thought leadership pieces and content that offers real value to our audience.

Altvest Media Channels have grown rapidly in 2022

Altvest's social media platforms were rolled out in in 2022 with a focus on Twitter and LinkedIn.

Altvest media channels as at end May 2022:

1.4M Twitter Impressions	Twitter is leveraged to share insights relating to potential assets to be listed on Altvest and provide thought leadership
20k LinkedIn impressions	LinkedIn amplifies the reach of content by posting articles and links to twitter space recordings
51k Broadcast streams	Twitter spaces with industry / thought leaders are converted into podcasts for the community members unable to attend live
39% Newsletter open rate	Our 3400 newsmailer subscribers receive access to upcoming listings and thought leadership weekly
6700 Article reads since March	Self generated thought leadership regarding investments sharing insights, designed for investors interested in fractional investment opportunities
Presence on visual channels	Established an Instagram channel to be grown once we have developed our other social media channels

A-Trade: Distribution and Brokerage

The Board of Directors decided to acquire a majority stake in A-Trade. At the time, it was the only registered brokerage with the Cape Town Stock Exchange (CTSE).

A-Trade is a digital platform that facilitates trading on the CTSE Platform. Its online trading technology provides easy to use accounts, no minimum trading fees, and access to research studies for securities listed on the CTSE.

While Altvest is the majority shareholder in A-Trade, we do not control the entity. The board acknowledges that conflicts of interest exist and that avoiding or eliminating conflicts of interest entirely is unlikely. However, the conflicts are being managed, and full disclosure to shareholders is made, and will continue.

Our decision to acquire the brokerage was premised on the need to control our investors' experience and access to the assets.

You'll find more info on A-Trade and our influence on page 73 - 75 of this Annual Report.

LETTER FROM THE CEO
WARREN WHEATLEY

First listing: Umganu Lodge
Umganu Lodge is a 5-bedroom luxury lodge situated in the Elephant Point development in Mpumalanga. It offers views over (and easy access to) the Kruger National Park. It is our first investment.

We co-own Umganu Lodge with Kevin Pietersen – the acclaimed British/South African sportsman. He has an extensive network of high-net-worth foreign patrons who rent the lodge. Altvest will enable retail investors to invest in this exclusive property. We believe that being able to own "a slice" of a lodge like Umganu, whatever the size, is something many South Africans could only dream of. This kind of democratization of exclusive opportunities speaks directly to Altvest's principles and business model.

The lodge and surrounding development are actively managed by Legacy Hotels. This large Southern African developer and operator has over 300 lodges and iconic developments, including the Michelangelo and Raphael towers in Sandton, under management.

Umganu is expected to earn ~ZAR 2 mil in revenue & ~ZAR 500k in net profit this year.

LETTER FROM THE CEO
WARREN WHEATLEY

LETTER FROM THE CEO
WARREN WHEATLEY

Financial Performance
Our audited results cover our pre-revenue period (21 April 2021 to 28 February 2022) which was devoted to readying the platform for launch. Accordingly, our expense line is indicative of the investment into the platform.

That said, here we present an updated financial position as at 31 May 2022. We have done this because the most relevant corporate activities, including our listing, occurred after the year end of 28 February 2022. Further, we highlight the costs incurred in establishing the brand, the platform and the concomitant cashflows associated with this activity.

Some notes:
1. We spent a total of R27.4 million to establish the brand and platform.
2. The success of the brand building is evidenced in our media reach statistics as set out on pages 79 - 84 of this report.
3. Our legal fees resulted in a platform, that going forward, allows for the manifestation of our vision. This being:
   - We are now able to give ordinary South Africans affordable access to alternative and exotic assets. Our customers can OWN the economy.
   - Entrepreneurs and other capital raisers have a platform where they can raise funding from their communities and the wider SA population.
4. Our revenue model has been proven, with us securing revenue of R2.3 million on our first project, the Umganu Lodge.

I present our financial position as at 31 May 2022:

	Un-audited May-22 R	Audited February-22 R
ASSETS		
Non-current assets	20,217,093	1,543,223
Property, plant and equipment	74,249	20,234
Investments	17,436,263	136,263
Group loans receivable	1,350,000	500,000
Deferred tax assets	511,220	511,220
Loans receivable	845,361	375,506
Current assets	3,004,603	516,080
Trade and other receivables	758,527	324,648
Cash and cash equivalents	2,246,076	191,432
TOTAL ASSETS	23,221,696	2,059,303
EQUITY AND LIABILITIES		
Equity	22,282,690	(3,153,296)
Share capital	49,725,000	-
Accumulated loss	(27,442,310)	(3,153,296)
Non-current liabilities	-	4,048,590
Non-interest bearing borrowings	-	618,590
Shareholders' loans	-	3,430,000
Current liabilities	939,006	1,164,009
Trade and other payables	912,815	1,144,789
Short-term provisions	26,191	19,220
TOTAL EQUITY AND LIABILITIES	23,221,696	2,059,303

LETTER FROM THE CEO

WARREN WHEATLEY

Our performance over the period is to be noted as follows:

	Un-audited May-22 (3 Months) R	Audited February-22 (11 Months) R
Other income	2,300,456	136,285
Other administrative expenses	26,589,470	3,800,626
Loss before finance charges	(24,289,014)	(3,664,341)
Finance charges	-	175
Loss before taxation	(24,289,014)	(3,664,516)
Taxation	-	511,220
Current taxation	-	-
Deferred taxation	-	511,220
Net loss after taxation	(24,289,014)	(3,153,296)
Other comprehensive income	-	-
Net comprehensive loss for the period	(24,289,014)	(3,153,296)

The majority of the costs underpinning Other Administrative expenses are to be noted as follows:

Media and advertising:	R 13.5 million
Staff share allocations and sign-on bonuses:	R 2.5 million
Legal and advisory fees :	R 6.1 million

We were able to recognize revenue of R2.3 million on our first listing.

Cash flows for the period as follows:

	Un-audited May-22 (3 Months) R	Audited February-22 (11 Months) R
Net cash withdrawn from operating activities	(27,244,942)	(2,339,238)
Cash receipts from customers	-	-
Cash paid to suppliers and employees	(27,244,942)	(2,339,063)
Cash utilised by operating activities	(27,244,942)	(2,339,063)
Finance charges	-	(175)
Cash flows from investing activities	(16,376,826)	(899,330)
Purchase of property, plant and equipment	(56,971)	(23,824)
To increase operating capacity	(56,971)	(23,824)
Purchase of investments	(15,000,000)	-
Advances to group loans receivable	(850,000)	(500,000)
Advances to loans receivable	(469,855)	(375,506)
Cash flows from financing activities	45,676,411	3,430,000
Shares issued	50,000,000	-
Repurchase of shares	(275,000)	-
(Repayment) / advances of shareholders' loans	(3,430,000)	3,430,000
(Repayment) / proceeds from long-term borrowings	(618,589)	-
Net increase in cash and cash equivalents	2,054,643	191,432
Cash and cash equivalents at beginning of period	191,432	-
Cash and cash equivalents at end of period	2,246,075	191,432

Our cash balances remain healthy, and we are fully capitalized to deliver on the promises of the prospectus and business plan.

LETTER FROM THE CEO

WARREN WHEATLEY

The way forward

With our listing behind us, the team and I are working furiously to bring you our first exclusive investment opportunity - Umganu Lodge. To this end, we have done extensive marketing. Have a look at this promo video for details of the luxury safari escape and all it offers.

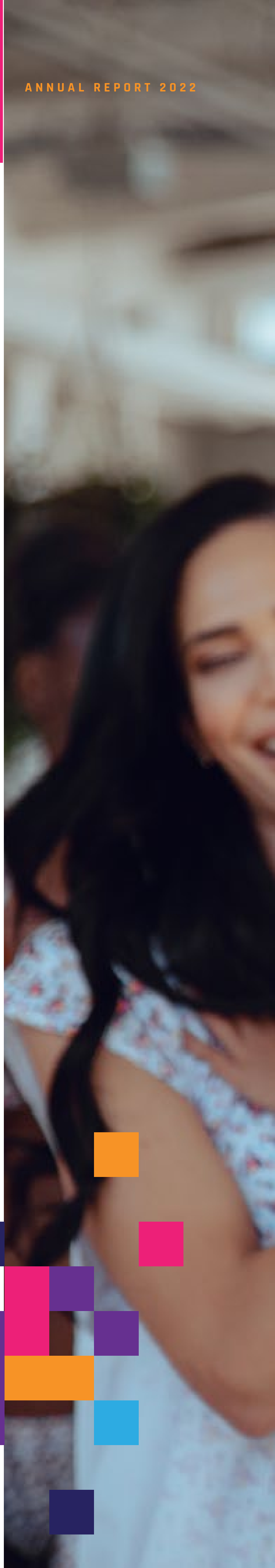
Many of you are already part of the Altvest journey and have registered A-Trade accounts and bought shares in Altvest. For those wanting to know more, please visit our Investor Centre to see our listing documents and business plan. Then, all you need to do is open an A-Trade account and get started.

For the time being, A-Trade is the only access point to the Cape Town Stock Exchange and any of the Altvest opportunities. We thank those who have opened accounts and successfully traded.

Over the next few months, we will be delivering on our promise to bring you the most exclusive investment opportunities from around the globe.

Yours in alternative assets...

Warren Wheatley

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AUDITED FINANCIAL

RESULTS

with additional unaudited supplementary information
for the period from inception to 31 May 2022

AUDITED FINANCIAL RESULTS

The following reports and statements are presented in compliance with the Companies Act of South Africa:

DIRECTOR'S RESPONSIBILITIES AND APPROVAL

The directors are required in terms of the Companies Act of South Africa to maintain adequate accounting records and are responsible for the content and integrity of the financial statements and related financial information included in this report. It is their responsibility to ensure that the financial statements fairly present the state of affairs of the company as at the end of the financial period and the results of its operations and cash flows for the period then ended, in conformity with International Financial Reporting Standards. The external auditors are engaged to express an independent opinion on the consolidated and separate financial statements.

The financial statements are prepared in accordance with International Financial Reporting Standards and are based upon appropriate accounting policies consistently applied and supported by reasonable and prudent judgements and estimates.

The directors acknowledge that they are ultimately responsible for the system of internal financial control established by the company and place considerable importance on maintaining a strong control environment. To enable the directors to meet these responsibilities, the board of directors sets standards for internal control aimed at reducing the risk of error or loss in a cost-effective manner. The standards include the proper delegation of responsibilities within a clearly defined framework, effective accounting procedures and adequate segregation of duties to ensure an acceptable level of risk. These controls are monitored throughout the company and all employees are required to maintain the highest ethical standards in ensuring the company's business is conducted in a manner that in all reasonable circumstances is above reproach. The focus of risk management in the company is on identifying, assessing, managing and monitoring all known forms of risk across the company. While operating risk cannot be fully eliminated, the company endeavours to minimise it by ensuring that appropriate infrastructure, controls, systems and ethical behaviour are applied and managed within predetermined procedures and constraints.

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

The directors have reviewed the company's cash flow forecast for the foreseeable future and, in light of this review and the current financial position, they are satisfied that the company has or had access to adequate resources to continue in operational existence for the foreseeable future.

The external auditors are responsible for independently auditing and reporting on the company's financial statements. The financial statements have been examined by the company's external auditors and their report is presented on page 42.

The financial statements set out on pages 45-95, which have been prepared on the going concern basis, have been approved for issue by the Board of Directors on 26 August 2022, are are signed on their behalf by:

Koshiek Karan - Director
25 August 2022

Warren Wheatley - Director
25 August 2022

COMPANY SECRETARY STATEMENT

I hereby certify that the company has lodged with the Companies and Intellectual Property Commission all such returns as are required of a public company in terms of the Companies Act and that all such returns are true, correct and up to date.

CTSE Registry Services Proprietary Limited
Company Secretary • 25 August 2022"

AUDITED FINANCIAL RESULTS

DIRECTORS' REPORT

The directors have pleasure in submitting their report together with the financial statements for the period ended 28 February 2022.

Nature of business
Altvest Capital Limited was incorporated in South Africa. The principal activities of the company are investment holding as principal and all business related thereto.

Review of financial results and activities
The financial statements have been prepared in accordance with International Financial Reporting Standards and the requirements of the Companies Act 71 of 2008.

Full details of the financial position, results of operations and cash flows of the company are set out in these financial statements.

	28 February 2022 (11 Months) R
Financial results	
The company accumulated a loss of:	3,153,296
Property, plant and equipment	
The company acquired assets to the value of:	23,824

Dividends
No dividends were declared or proposed during the period under review.

EVENTS AFTER THE REPORTING PERIOD

Altvest listed on the Cape Town Stock Exchange on 5 May 2022. It also announced its first asset, Umganu Lodge, on the same day. More information about both and other significant unaudited post-reporting events are highlighted throughout this document by a light blue background to the text.

Share capital

During the period under review the authorised share capital increased to 100,000,000 ordinary shares at no par value each and 1,000 ordinary shares at no par value each were issued.

During the period under review the authorised share capital increased to 1,000,000,000 preferred ordinary shares at no par value, as follows:

Authorized and Issued Share Capital	Authorised	Issued
Ordinary shares of no par value	100 000 000	10 000 000
Preferred Ordinary Shares no par value (Class A)	100 000 000	Nil
Preferred Ordinary Shares no par value (Class B)	100 000 000	Nil
Preferred Ordinary Shares no par value (Class C)	100 000 000	Nil
Preferred Ordinary Shares no par value (Class D)	100 000 000	Nil
Preferred Ordinary Shares no par value (Class E)	100 000 000	Nil
Preferred Ordinary Shares no par value (Class F)	100 000 000	Nil
Preferred Ordinary Shares no par value (Class G)	100 000 000	Nil
Preferred Ordinary Shares no par value (Class H)	100 000 000	Nil
Preferred Ordinary Shares no par value (Class I)	100 000 000	Nil
Preferred Ordinary Shares no par value (Class J)	100 000 000	Nil
Preferred Ordinary Shares no par value (Class K)	100 000 000	Nil
Preferred Ordinary Shares no par value (Class L)	100 000 000	Nil

AUDITED FINANCIAL RESULTS

DIRECTORS' REPORT

Directors

The directors of the company during the accounting period and up to the date of this report were as follows:

Name	Nationality	Date appointed	Resignation date
WG Wheatley	South African	21-04-2021	-
R Stronach	South African	10-03-2022	-
KS Karan	South African	18-06-2021	-
NB Khumalo	South African	01-02-2022	-
J Baynham	South African	01-02-2022	-
F Mukaddam	South African	01-02-2022	-
H Barnhoorn	South African and Dutch	01-06-2022	-
SP Emery	South African	21-04-2021	18-06-2021
CS Stewart	South African	10-02-2022	08-03-2022
BS Hersov	South African	01-07-2021	24-11-2021
RB Hogg	South African	27-07-2021	24-11-2021

Auditors

Deloitte & Touche South Africa will continue as auditors of the company.

Liquidity and solvency

The directors have performed the required liquidity and solvency tests required by the Companies Act of South Africa and are satisfied with the financial performance and position of the company.

Going concern

The directors believe that the company has adequate financial resources to continue in operation for the foreseeable future and accordingly the financial statements have been prepared on a going concern basis. The directors have satisfied themselves that the company is in a sound financial position and that it has access to sufficient borrowing facilities to meet its foreseeable cash requirements. The directors are not aware of any new material changes that may adversely impact the company. The directors are also not aware of any material non- compliance with statutory or regulatory requirements or of any pending changes to legislation which may affect the company.

Note on profitability

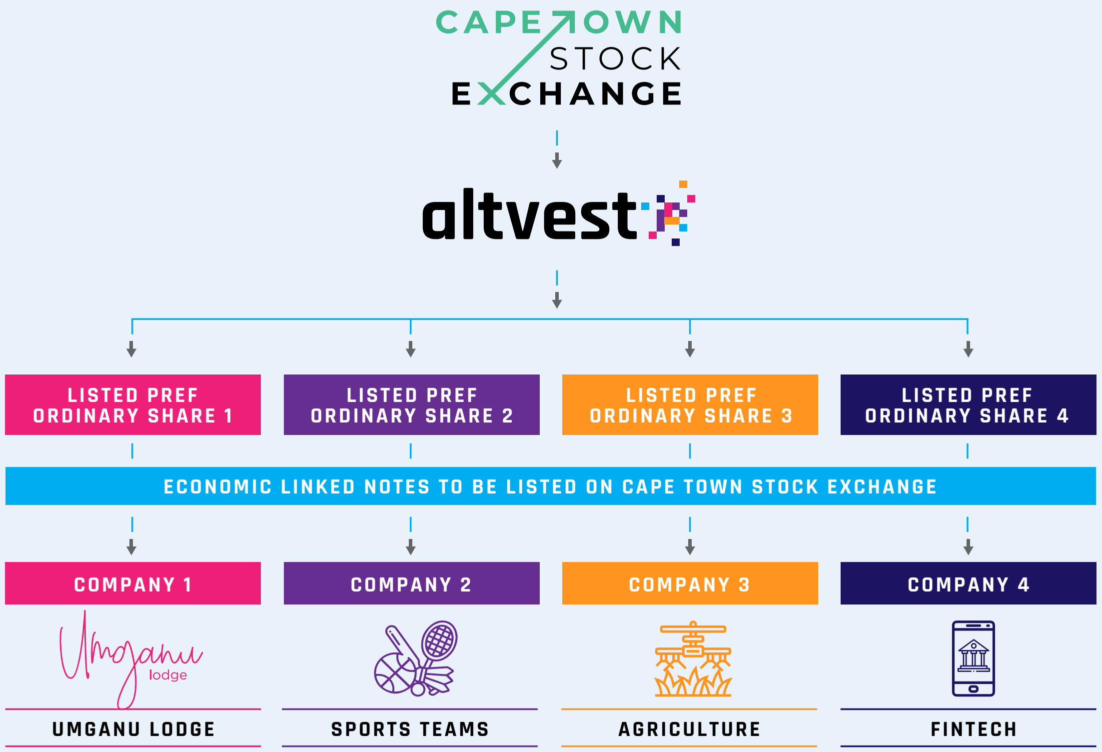
Despite recognizing an assessed loss during the financial year, the directors are comfortable that the business will become profitable in the future. The accumulated costs are driven primarily by costs incurred to incorporate the business and establish the business model.

Subsequent to the financial year end, Altvest has further enhanced its pipeline of prospective investments, successfully listed on the Cape Town Stock Exchange, significantly grown its media presence and concluded its first investment. This provides comfort to the directors that Altvest will be able to execute investments and successfully and profitably offer listed financial instruments linked to these investments on the CTSE, as per Altvest's core business model.

According to Altvest management forecasts, the directors expect the business to be profitable from the financial year ended 28 February 2024 onwards, which would be the first full year of trading after all once-off listing and incorporation costs are incurred.

DIRECTORS' REPORT

Altvest - a schematic:



The Altvest board

Altvest (also referred to here as 'The Company') has a corporate governance framework led by the Board. The Altvest Board members have been selected because they offer a range of complementary skills.

The Board determines the Company's strategic direction and exercises prudent control over the Company and its affairs. The Board is tasked with both setting Company values and ensuring that its conduct and that of Altvest staff align to these values.

Both the Company and the Board are committed to ensure that reasonable steps are taken to comply with the King IV Report of Corporate Governance in South Africa, as far as possible. Non-compliance in terms of the King Code is due to the Company's size of operations and the costs associated with controls and measures to comply. That said, the company supports the governance outcomes, principles and practices as stipulated in King IV and in compliance with the Cape Town Stock Exchange Listings Requirements.

Details of Altvest directors:

WARREN WHEATLEY

Appointment date:
2021-04-21
Position:
CEO, CFO and Founder

- CA(SA), CFP.
- Post Graduate Diploma in Corporate Finance.
- Post Graduate Diploma in Financial Planning Law.
- Post Graduate Diploma in Auditing.
- Founder and Chief Investment Officer of Lebashe Investment Group.
- Non-Executive Director on the board of Arena Holdings.
- Chairman of the Joint Investment Committee of the Telkom Retirement Fund.
- Extensive experience in the investment arena.

Prior Experience

- Previous Investment Banker and Wealth Manager at ABSA Capital
- Served in various roles at Alexander Forbes

KOSHIEK KARAN

Appointment date:
2021-06-18
Position:
Executive Chairperson

- Honours in Business Science specialising in Finance, UCT.
- Media and technology entrepreneur
- Founder and CEO of BankerX.

Prior Experience

- Investment banker specializing in M&A, corporate finance, technical valuations, restructuring, and capital raising.
- Cross-sector, multi-product experience across Africa.
- Actively involved in supervising postgraduate finance academic research, mentorship, and talent development.
- Regular thought leadership in demystifying complexities within financial markets.
- Promoting financial literacy through applied concepts, specifically for Gen Z and Millennials.

DIRECTORS' REPORT

Details of Altvest directors:

RICHARD STRONACH

Appointment date:

2022-03-10

Position:

Executive Director

- BCom (UCT)
- BCompt (Hons)
- CA(SA).
- HDipTax.

Prior Experience

- Richard completed his trainee accountant articles in 1997 (PWC Cape Town) and spent several years with the firm in the UK and South Africa.
- He subsequently practiced as a Director of a medium-sized BEE firm of Chartered Accountants.
- From 2008 to 2016 he was at the Technology Innovation Agency, where he focused on the support of SMEs.
- In 2018, after a year as Head of Risk at Zoona, he joined the Inyosi team.
- Most recently responsible for the full deals process at Inyosi Empowerment. With over 4 years in the role, he is highly effective in growing investor funds.

HENK BARNHOORN

Appointment date:

2022-06-01

Position:

Non-Executive Director

- CA(SA)
- BCom Hons
- MBA, Erasmus University, Rotterdam
- Chief Operating Officer, Creation Capital Services Group
- Executive Director of Creation Europe B.V. as well as the Global Yield Fund

Prior Experience

- Former Group Chief Financial Officer for Geneva Management Group.
- Many years of senior executive experience across various industries, including an NSE-listed entity working in both the USA and the Netherlands.
- Serves on a number of Boards and Audit Committees, including listed entities
- Senior Manager at PricewaterhouseCoopers (PwC) in the NetherlandsA

FAY MUKADDAM

Appointment date:
2022-02-01

Position:
Lead Independant Non-Executive Director

- Commercial Lawyer (M&A).
- Advocate of the High Court of SA.
- Chartered Director (SA).
- Specialist Board and Transaction Advisor.

Prior Experience

- Extensive strategic leadership experience brought to various executive and non-executive roles and positions occupied over the years.
- As a commercial lawyer, Fay focussed primarily on cross-border Mergers and Acquisitions and Transaction Advisory services, consequently specialising in governance, risk, and strategy advisory engagements.
- Acts as special advisor to several entities, and acts as a Board/Committee member of organisations in the public and private sectors.
- Skilled public speaker, panellist, and sought-after voice on matters of leadership, governance, and the role of directors in a time of disruption.

JOANNE BAYNAM

Appointment date:
2022-02-01

Position:
Independant Non-Executive Director

- CA(SA)
- BCom (UCT)
- Post Graduate Diploma in Accounting (UCT)

Prior Experience

- Main anchor for SA media business show, "Asset TV".
- Extensive experience in wealth management and structuring to private clients.
- Investment strategist to Apollo's DFM and Multi manager.
- Over 16 years' experience in portfolio management, structuring and investment strategies on both local and offshore funds.
- Chaired investment panels at investment forums.
- Key Individual.

AUDITED FINANCIAL RESULTS

DIRECTORS' REPORT

Details of Altvest directors:

BRIGHT KHUMALO
Appointment date:
2022-02-01
Position:
Independant Non-Executive Director

- BCom Accounting (UCT).
- A Dell Young Leader.
- Investment manager in a four-person team overseeing over R8.2 billion of high-net-worth client assets, charities, corporate pensions, and profit-sharing schemes.
- Joined Vestact in 2015 and provides investment insights to clients in a wide range of industries with a focus on technology, consumer, health and wellness, and renewables.
- Core competencies include portfolio and asset management, client relationship development, investment products, hedge fund operations, market analysis, investment strategies, regulatory compliance, and other financial services.

Prior Experience

- Corporate costing specialist in the FMCG industry.

Directors' fees

The estimate of the aggregate remuneration payable to, and benefits in kind receivable by, the Directors of the Company from any member of the Group in respect of the financial year ending 28 February 2023 is as follows:

Company Directors	Estimated renumeration
Richard George Stronach	R165,000 x 10 (As of 14 May 2022)
Warren Gregory Wheatley	R150,000 X 11 (From April 2022)
Koshiek Suresh Karan	R 150,000 X 11 (From April 2022)
Nhlakanipho Bright Khumalo	Board Meeting fees: R25,000 x 4 Investment Committee Fees: R6,000 x 4 Audit, Risk and Ethics Committee Fees: R5,000 x 4
Joanne Baynham	Board Meeting fees: R25,000 x 4 Investment Committee Fees: R6,000 x 4 Audit, Risk and Ethics Committee Fees: R10,000 x 4
Fariyal Mukaddam	Board Meeting fees: R25,000 x 4 Investment Committee Fees: R6,000 x [4] Audit, Risk and Ethics Committee Committee: R 5,000 x [4]

Director's attendance

	Director	Present	Absent
Date 07/04/2022	Warren Gregory Wheatley	X	
	Koshiek Suresh Karan	X	
	Richard Stronach*		X
	Bright Khumalo	X	
	Fariyal Mukaddam	X	
	Joanne Baynham	X	

*Only joined Altvest after this date

Audit, Risk and Ethics Committee

The Audit, Risk and Ethics Committee reports to the Board and is responsible for oversight and review of the financial, operational, compliance, social, ethical and risk management of Altvest's activities. The Board intends to constitute a separate Social and Ethics Committee over time. This Committee ensures the integrity of the financial reporting process, which shall include the Audit, Risk and Ethics Committee annually attending to and executing the annual report, the risk management system, internal reporting and control, and the management of strategic and major financial and operational risks including the external audit process.

Audit, Risk and Ethics Committee is made up as follows:

Independent Non-Executive Directors: 3	Joanne Baynham
	Bright Khumalo
	Fariyal Mukaddam

The Remuneration Committee

The role of a remuneration committee is to develop an appropriate pay and reward policy for a company. It must promote the achievement of strategic objectives and outcomes in the short, medium and long term. The committee must comply with both King IV and the Companies Act. This function is, and will be, managed by the Board until such time that the Company has reached a size that warrants a Remuneration Committee.

A note:

The Directors of Altvest are not aware, having made due and careful enquiry, of any contracts involving cash flows amounting to or valued equal to 10% (ten percent) or more of the aggregate of the Company's share capital and reserves within the 2 (two) years immediately preceding the issuance of this Annual Report.

INDEPENDENT AUDITORS REPORT

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South Africa

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Registered Auditors
Audit & Assurance
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5 Magwa Crescent
Waterfall City
Waterfall 2090
Docex 10 Johannesburg

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INDEPENDENT AUDITOR'S REPORT
To the Shareholders of Altvest Capital Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Altvest Capital Limited set out on pages 45 to 95 which comprise the statement of financial position as 28 February 2022 and the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the period then ended, and the notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements present fairly, in all material respects, the financial position of Altvest Capital Limited as at 28 February 2022, and its financial performance and cash flows for the period then ended in accordance with International Financial Reporting Standards (IFRSs) and the requirements of the Companies Act of South Africa.

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 Statements section of our report. We are independent of the Group in accordance with the Independent Regulatory Board for Auditors' Code of Professional Conduct for Registered Auditors (IRBA Code) and other independence requirements applicable to performing audits of financial statements in South Africa. We have fulfilled our other ethical responsibilities in accordance with the IRBA Code and in accordance with other ethical requirements applicable to performing audits in South Africa. The IRBA Code is consistent with the corresponding sections of the International Ethics Standards Board for Accountants' (IESBA) International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA code). We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The directors are responsible for the other information. The other information comprises the information which includes the Directors' Report as required by the Companies Act of South Africa. The other information does not include the financial statements and our auditor's report thereon.

Our opinion on the 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 financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the 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.

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Deloitte.

Responsibilities of the Directors for the financial statements

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

In preparing the financial statements, the directors are responsible for assessing 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 Company or to cease operations, or have no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the 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 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 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 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 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 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 Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the 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 or business activities within the Group to express an opinion on the 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.

Report on Other Legal and Regulatory Requirements

In terms of the IRBA Rule published in the Government Gazette Number 39475 dated 4 December 2015, we report that Deloitte & Touche has been the auditor of Altvest Capital Limited for 1 year.

DocuSigned by:
Deloitte & Touche
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Deloitte & Touche
Registered Auditor
Per: JAR Welch (Partner)
5 Magwa Cresent
Waterfall
South Africa

25 August 2022

INDEPENDENT COMPILER'S REPORT TO THE SHAREHOLDERS OF ALTVEST CAPITAL LIMITED

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Audit, Tax and Advisory Services

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ALTVEST CAPITAL LIMITED
(Registration No. 2021/540736/06)
Financial statements for the period ended 28 February 2022

INDEPENDENT COMPILER'S REPORT TO THE SHAREHOLDERS OF ALTVEST CAPITAL LIMITED

Report on the financial statements

We have compiled the annual financial statements of Altvest Capital Limited based on information provided by management. These financial statements are presented in accordance with the International Financial Reporting Standards, and the requirements of the Companies Act of South Africa. They comprise of the directors' report, the statement of financial position, the statement of comprehensive income, the statement of changes in equity and cash flow statement for the year ended 28 February 2022, a summary of significant accounting policies and other explanatory notes, as set out on pages 45 - 95.

Management 's responsibility

Management is responsible for these financial statements including adoption of the applicable financial reporting framework, and for the accuracy and completeness of the information used to compile the financial statements.

Compiler's responsibility

We performed this compilation engagement in accordance with International Standard on Related Services 4410 (Revised), Compilation Engagements. This Standard requires that we comply with quality control standards and relevant ethical requirements, including ethical principles of integrity, objectivity, professional competence and due care.

A compilation engagement involves applying expertise in accounting and financial reporting to assist management in preparing and presenting financial information. A compilation engagement does not include gathering evidence for the purpose of expressing an audit opinion or a review conclusion. Accordingly, we do not express an audit opinion or a review conclusion on these financial statements.

T Botha CA(SA)
Partner
Zeelie Auditors
24 August 2022

STATEMENT OF FINANCIAL POSITION

	Notes	2022 R
ASSETS		
Non-current assets		1,543,223
Property, plant and equipment	4	20,234
Investments	5	136,263
Group loans receivable	6	500,000
Deferred tax assets	7	511,220
Loans receivable	8	375,506
Current assets		516,080
Trade and other receivables	9	324,648
Cash and cash equivalents	17.3	191,432
TOTAL ASSETS		2,059,303
EQUITY AND LIABILITIES		
Equity		(3,153,296)
Share capital	10	-
Accumulated loss		(3,153,296)
Non-current liabilities		4,048,590
Non-interest bearing borrowings	11	618,590
Shareholders' loans	12	3,430,000
Current liabilities		1,164,009
Trade and other payables	13	1,144,789
Short-term provisions	14	19,220
TOTAL EQUITY AND LIABILITIES		2,059,303

AUDITED FINANCIAL RESULTS

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	Notes	2022 (11 Months) R
Other income		136,285
Other administrative expenses		3,800,626
Loss before finance charges		(3,664,341)
Finance charges		175
Loss before taxation	15	(3,664,516)
Taxation	16	511,220
Current taxation		-
Deferred taxation		511,220
Net loss after taxation		(3,153,296)
Other comprehensive income		-
Net comprehensive loss for the period		(3,153,296)

STATEMENT OF CHANGES IN EQUITY

	Share capital R	Accumulated loss R	Total R
Balance at incorporation	-	-	-
Total comprehensive loss for the period	-	(3,153,296)	(3,153,296)
Balance at 28 February 2022	-	(3,153,296)	(3,153,296)
Note	10		

STATEMENT OF CASH FLOWS

	Notes	2022 R
Net cash withdrawn from operating activities		(2,339,238)
Cash receipts from customers		-
Cash paid to suppliers and employees		(2,339,238)
Cash utilised by operating activities	17.1	(2,339,063)
Finance charges		(175)
Cash flows from investing activities		(899,330)
Purchase of property, plant and equipment	17.2	(23,824)
To increase operating capacity		(23,824)
Advances to group loans receivable		(500,000)
Advances to loans receivable		(375,506)
Cash flows from financing activities		3,430,000
Advances shareholders' loans		3,430,000
Net increase in cash and cash equivalents		191,432
Cash and cash equivalents at beginning of period		-
Cash and cash equivalents at end of period	17.3	191,432

NOTES TO THE ANNUAL FINANCIAL STATEMENTS

1. General information

Altvest Capital Limited is a company, incorporated in South Africa. Its principal business activity is investment holding as principal and all business related thereto.

2. Accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below.

2.1 Basis of preparation

The financial statements have been prepared on the going concern basis in accordance with, and in compliance with, International Financial Reporting Standards and International Financial Reporting Interpretations Committee interpretations issued and effective at the time of preparing these financial statements and the Companies Act 71 of 2008 of South Africa, as amended.

The financial statements have been prepared on the historical cost basis of accounting and in accordance with International Financial Reporting Standards as approved by the Accounting Practices Board, and the Companies Act of South Africa.

These financial statements have been prepared in accordance with the terms of the CTSE Listing requirements

2.2 Standards and interpretations effective and adopted in the current year

In the current year the company adopted all the amendments to IFRS's that are relevant to its operations and effective for annual periods beginning on or after 1 January 2021.

IFRS	Title and details	Effective date - annual periods beginning on or after	Impact
IFRS16 - Leases	Interest rate benchmark reform phase 2	01 January 2021	Not material
IFRS 9 - Financial instruments	Interest rate benchmark reform phase 2	01 January 2021	Not material
IAS 39 - Financial instruments: Recognition and measurement	Interest rate benchmark reform phase 2	01 January 2021	Not material

2.3 Standards and interpretations to existing standards that are not yet effective and have not been adopted early by the company

The company has chosen not to early adopt the following standards and interpretations, which have been published and are mandatory for the company's accounting periods beginning after 01 January 2022 or later periods. The company will adopt the new and amended IFRS's when they become effective. The company has assessed, where practicable, the potential impact of all of these new and amended IFRS's that will be effective in future periods.

IFRS	Title and details	Effective date - annual periods beginning on or after	Impact
IAS16 - Property, plant and equipment	Proceeds before intended use	01 January 2023	Not material
IAS 37 - Provisions, contingent liabilities and contingent assets	Onerous contracts–cost of fulfilling a contract	01 January 2023	Not material
IFRS 3 - Business combinations	Business Combinations outlines the accounting when an acquirer obtains control of a business	01 January 2023	Not material
		01 January 2023	Not material
IAS 1 - Presentation of financial statements	Annual improvements to IFRS standards 2018-2020	01 January 2023	Not material
IAS 8 - Accounting policies, Changes in accounting estimates and errors	Selecting and applying accounting policies, accounting for changes in estimates and reflecting corrections of prior period errors	01 January 2023	Not material
IAS 12- Income taxes	Implements a so-called comprehensive balance sheet method of accounting	01 January 2023	Not material
IFRS 17 - Insurance contracts	Establishes the principles for the recognition, measurement, presentation and disclosure of insurance contracts	01 January 2023	Not material

NOTES TO THE ANNUAL FINANCIAL STATEMENTS

2.3 Standards and interpretations to existing standards that are not yet effective and have not been adopted early by the company (continued)

IFRS	Title and details	Effective date - annual periods beginning on or after	Impact
IFRS10 - Consolidated financial statements	Sale or contribution of assets between an investor and its associate or joint venture	The effective date of this amendment has been deferred indefinitely until further notice	Not material
IFRS17 - Insurance contracts	Creates one accounting model for all insurance contracts in all jurisdictions that apply IFRS.	01 January 2023	Not material
IAS1 - Presentation of financial statements	Classification of liabilities as current or non-current	01 January 2023	Not material
	Disclosure of accounting policies	01 January 2023	Not material
IAS 8 - Accounting policies, Changes in accounting estimates and errors	Definition of accounting estimates	01 January 2023	Not material
IAS12 - Income taxes	Deferred tax related to assets and liabilities arising from a single transaction	01 January 2023	Not material
IAS 28 - Investments in associates	Sale or contribution of assets between an investor and its associate or joint venture	The effective date of this amendment has been deferred indefinitely until further notice	Not material
IFRS 9 - Financial instruments	Annual improvements to IFRS standards 2018-2020	01 January 2022	Not material

2.4 Property, plant and equipment

Property, plant and equipment are tangible assets that:

- are held for use in the production or supply of goods or services, for rental to others, or for administrative purposes, and
- are expected to be used during more than one period.

Items of property plant and equipment are initially recognised at cost, being the cash price equivalent at the recognition date.

The cost of an item of property, plant and equipment is recognised when:

- it is probable that future economic benefits associated with the item will flow to the company and;
- the cost can be measured reliably.

Expenditure on additions and improvements to property, plant and equipment including the cost of related interest is capitalised as the expenditure is incurred.

Subsequent to initial recognition, items of property plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses.

Depreciation is charged to profit or loss so as to allocate the cost of assets less their residual values over their estimated useful lives, using the straight-line method. The following useful lives are used for the depreciation of property, plant and equipment:

	Years
Computer equipment	3

The residual values, useful lives and economic consumption patterns for all items of property, plant and equipment are regularly reviewed and, if necessary, the consequent depreciable amounts, rates and methods are adjusted at each financial year end date.

Any changes are accounted for as changes in accounting estimates and included in profit or loss for the current and future periods by adjusting the relevant future depreciation charges. Gains or losses on disposal are calculated by deducting the carrying value from the proceeds on the date of disposal and are included in profit or loss.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS

2.5 Investments

Investments are initially recognised at cost, including transaction costs.

After initial recognition investments are measured at their fair values, without any deduction for transaction costs that may be incurred on disposal. The following categories of investments are measured at amortised cost using the effective interest rate method if they have a fixed maturity, or at cost it there is no fixed maturity:

- Loans and receivables originated by the company and not held for trading;
- Held to maturity investments; and
- An investment in a financial asset that does not have a quoted market price in an active market and whose fair value cannot be reliably measured.

2.6 Impairments

At the end of each reporting period, the group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the group estimates the recoverable amount of the cash generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash generating units, or otherwise they are allocated to the smallest group of cash generating units for which a reasonable and consistent allocation basis can be identified. Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risk specific to the asset for which the estimates of future cash flows have not been adjusted. If the recoverable amount of an asset (or cash generating unit) is estimated to be less than it's carrying amount, the carrying amount of the asset (or cash generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease. Where an impairment loss subsequently reverses, the carrying amount of the asset (or a cash generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

2.7 Deferred taxation

Deferred taxation is provided for on the comprehensive basis as per the balance sheet method in respect of all material timing differences arising between the tax bases of assets and liabilities and their carrying values for financial reporting purposes. Deferred tax liabilities are recognised for all temporary differences. Deferred tax assets are recognised for all deductible temporary differences to the extent that it is probable that the taxable profit will be available against which the deductible temporary differences can be utilised.

2.8 Revenue

Revenue consists of dividends received. Dividends are recognised in profit or loss when the company's right to receive payment has been established.

Revenue from the rendering of services is recognised on an accrual basis in accordance with the substance of the agreement.

Interest received is recognised on a time proportion basis, taking account of the principal outstanding and the effective rate over the period to maturity, when it is determined that such income will accrue to the company.

2.9 Foreign currency transactions

Foreign currency transactions are accounted for at the rates of exchange ruling on the date of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the rates of exchange ruling at the financial year end date. Gains and losses arising from the settlement of such transactions are recognised in the statement of comprehensive income in the period in which they occur.

2.10 Financial instruments

Financial instruments held by the company are classified in accordance with the provisions of IFRS 9 Financial Instruments.

Broadly, the classification possibilities, which are adopted by the company, 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).

NOTES TO THE ANNUAL FINANCIAL STATEMENTS

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).

Derivatives which are not 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
- 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).

Financial instruments and risk management presents the financial instruments held by the company based on their specific classifications.

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

The specific accounting policies for the classification, recognition and measurement of each type of financial instrument held by the company are presented below:

2.10.1 Loans receivable at amortised cost

Classification

Loans to group companies, loans to shareholders, loans to directors, managers and employees, and loans receivable are classified as financial assets subsequently measured at amortised cost.

They have been classified in this manner because the contractual terms of these loans give rise, on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding, and the company's business model is to collect the contractual cash flows on these loans.

Recognition and measurement

Loans receivable are recognised when the company becomes a party to the contractual provisions of the loan. The loans are measured, at initial recognition, at fair value plus transaction costs, if any.

They are subsequently measured at amortised cost. The amortised cost is the amount recognised on the loan initially, minus principal repayments, plus cumulative amortisation (interest) using the effective interest method of any difference between the initial amount and the maturity amount, adjusted for any loss allowance.

Application of the effective interest method

Interest income is calculated using the effective interest method, and is included in profit or loss in investment income.

The application of the effective interest method to calculate interest income on a loan receivable is dependent on the credit risk of the loan as follows:

- The effective interest rate is applied to the gross carrying amount of the loan, provided the loan is not credit impaired. The gross carrying amount is the amortised cost before adjusting for a loss allowance.
- If a loan is purchased or originated as credit-impaired, then a credit-adjusted effective interest rate is applied to the amortised cost in the determination of interest. This treatment does not change over the life of the loan, even if it is no longer credit-impaired.
- If a loan was not purchased or originally credit-impaired, but it has subsequently become credit- impaired, then the effective interest rate is applied to the amortised cost of the loan in the determination of interest. If, in subsequent periods, the loan is no longer credit impaired, then the interest calculation reverts to applying the effective interest rate to the gross carrying amount.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS

Impairment

The company recognises a loss allowance for expected credit losses on all loans receivable measured at amortised cost. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective loans.

The company measures the loss allowance at an amount equal to lifetime expected credit losses (lifetime ECL) when there has been a significant increase in credit risk since initial recognition. If the credit risk on a loan has not increased significantly since initial recognition, then the loss allowance for that loan is measured at 12 month expected credit losses (12 month ECL).

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a loan. In contrast, 12 month ECL represents the portion of lifetime ECL that is expected to result from default events on a loan that are possible within 12 months after the reporting date.

In order to assess whether to apply lifetime ECL or 12 month ECL, in other words, whether or not there has been a significant increase in credit risk since initial recognition, the company considers whether there has been a significant increase in the risk of a default occurring since initial recognition rather than at evidence of a loan being credit impaired at the reporting date or of an actual default occurring.

Significant increase in credit risk

In assessing whether the credit risk on a loan has increased significantly since initial recognition, the company compares the risk of a default occurring on the loan as at the reporting date with the risk of a default occurring as at the date of initial recognition.

The company considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort. Forward-looking information considered includes the future prospects of the industries in which the counterparties operate, obtained from economic expert reports, financial analysts, governmental bodies, relevant think-tanks and other similar organisations, as well as consideration of various external sources of actual and forecast economic information.

Irrespective of the outcome of the above assessment, the credit risk on a loan is always presumed to have increased significantly since initial recognition if the contractual payments are more than 30 days past due, unless the company has reasonable and supportable information that demonstrates otherwise.

By contrast, if a loan is assessed to have a low credit risk at the reporting date, then it is assumed that the credit risk on the loan has not increased significantly since initial recognition.

The company regularly monitors the effectiveness of the criteria used to identify whether there has been a significant increase in credit risk and revises them as appropriate to ensure that the criteria are capable of identifying significant increases in credit risk before the amount becomes past due.

Definition of default

For purposes of internal credit risk management purposes, the company consider that a default event has occurred if there is either a breach of financial covenants by the counterparty, or if internal or external information indicates that the counterparty is unlikely to pay its creditors in full (without taking collateral into account).

Irrespective of the above analysis, the company considers that default has occurred when a loan instalment is more than 90 days past due unless there is reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

Write off policy

The company writes off a loan 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. Loans written off may still be subject to enforcement activities under the company recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

Measurement and recognition of expected credit losses

The measurement of expected credit losses is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default.

The assessment of the probability of default and loss given default is based on historical data adjusted by forward-looking information as described above. The exposure at default is the gross carrying amount of the loan at the reporting date.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS

Lifetime ECL is measured on a collective basis in cases where evidence of significant increases in credit risk are not yet available at the individual instrument level. Loans are then grouped in such a manner that they share similar credit risk characteristics, such as nature of the loan, external credit ratings (if available), industry of counterparty etc.

The grouping is regularly reviewed by management to ensure the constituents of each group continue to share similar credit risk characteristics.

If the company has measured the loss allowance for a financial instrument at an amount equal to lifetime ECL in the previous reporting period, but determines at the current reporting date that the conditions for lifetime ECL are no longer met, the company measures the loss allowance at an amount equal to 12 month ECL at the current reporting date, and visa versa.

An impairment gain or loss is recognised for all loans in profit or loss with a corresponding adjustment to their carrying amount through a loss allowance account. The impairment loss is included in other operating expenses in profit or loss as a movement in credit loss allowance.

Credit risk

Details of credit risk related to loans receivable are included in the specific notes and the financial instruments and risk management notes.

Derecognition

Refer to the "derecognition" section of the accounting policy for the policies and processes related to derecognition.

Any gains or losses arising on the derecognition of a loan receivable is included in profit or loss in derecognition gains / (losses) on financial assets at amortised cost.

2.10.2 Trade and other receivables

Classification

Trade and other receivables, excluding, when applicable, VAT and prepayments, are classified as financial assets.

They are Subsequently measured at amortised cost.

They have been classified in this manner because their contractual terms give rise, on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding, and the company's business model is to collect the contractual cash flows on trade and other receivables.

Recognition and measurement

Trade and other receivables are recognised when the company becomes a party to the contractual provisions of the receivables. They are measured, at initial recognition, at fair value plus transaction costs, if any.

They are subsequently measured at amortised cost.

The amortised cost is the amount recognised on the receivable initially, minus principal repayments, plus cumulative amortisation (interest) using the effective interest method of any difference between the initial amount and the maturity amount, adjusted for any loss allowance.

Application of the effective interest method

For receivables which contain a significant financing component, interest income is calculated using the effective interest method, and is included in profit or loss in investment income.

The application of the effective interest method to calculate interest income on trade receivables is dependent on the credit risk of the receivable as follows:

- The effective interest rate is applied to the gross carrying amount of the instrument, provided the instrument is not credit impaired. The gross carrying amount is the amortised cost before adjusting for a loss allowance.
- If a debt instrument is a purchased or originated as credit-impaired, then a credit-adjusted effective interest rate is applied to the amortised cost in the determination of interest. This treatment does not change over the life of the instrument, even if it is no longer credit-impaired.
- If a debt instrument was not purchased or originally credit-impaired, but it has subsequently become credit-impaired, then the effective interest rate is applied to the amortised cost of the instrument in the determination of interest. If, in subsequent periods, the instrument is no longer credit impaired, then the interest calculation reverts to applying the effective interest rate to the gross carrying amount.

Impairment

The company recognises a loss allowance for expected credit losses on trade and other receivables, excluding VAT and prepayments. The amount of expected credit losses is updated at each reporting date.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS

The company 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 company 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.

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 company 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 company recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

Credit risk

Details of credit risk are included in the trade and other receivables note and the financial instruments and risk management note.

Derecognition

Refer to the derecognition section of the accounting policy for the policies and processes related to derecognition.

Any gains or losses arising on the derecognition of trade and other receivables is included in profit or loss in the derecognition gains / (losses) on financial assets at amortised cost line item.

2.10.3 Investments in equity instruments

Classification

Investments in equity instruments are presented in note 5. They are classified as mandatorily at fair value through profit or loss. As an exception to this classification, the company may make an irrevocable election, on an instrument by instrument basis, and on initial recognition, to designate certain investments in equity instruments as at fair value through other comprehensive income.

The designation as at fair value through other comprehensive income is never made on investments which are either held for trading or contingent consideration in a business combination.

Recognition and measurement

Investments in equity instruments are recognised when the company becomes a party to the contractual provisions of the instrument. The investments are measured, at initial recognition, at fair value. Transaction costs are added to the initial carrying amount for those investments which have been designated as at fair value through other comprehensive income. All other transaction costs are recognised in profit or loss.

Investments in equity instruments are subsequently measured at fair value with changes in fair value recognised either in profit or loss or in other comprehensive income (and accumulated in equity in the reserve for valuation of investments), depending on their classification. Details of the valuation policies and processes are presented in the notes.

Fair value gains or losses recognised on investments at fair value through profit or loss.
Dividends received on equity investments are recognised in profit or loss when the company's right to receive the dividends is established, unless the dividends clearly represent a recovery of part of the cost of the investment. Dividends are included in investment income.

Investments denominated in foreign currencies

When an investment in an equity instrument is denominated in a foreign currency, the fair value of the investment is determined in the foreign currency. The fair value is then translated to the Rand equivalent using the spot rate at the end of each reporting period. Any resulting foreign exchange gains or losses are recognised in profit or loss as part of the fair value adjustment for investments which are classified as at fair value through profit or loss. Foreign exchange gains or losses arising on investments at fair value through other comprehensive income are recognised in other comprehensive income and accumulated in equity in the reserve for valuation of investments.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS

Details of foreign currency risk exposure and the management thereof are provided in the financial instruments and risk management note.

Impairment

Investments in equity instruments are not subject to impairment provisions.

Derecognition

Refer to the derecognition section of the accounting policy for the policies and processes related to derecognition.

The gains or losses which accumulated in equity in the reserve for valuation of investments for equity investments at fair value through other comprehensive income are not reclassified to profit or loss on derecognition. Instead, the cumulative amount is transferred directly to retained earnings.

2.10.4 Borrowings and loans from related parties

Classification

Loans from group companies, loans from shareholders and borrowings are classified as financial liabilities subsequently measured at amortised cost.

Borrowings and loans from related parties are recognised when the company becomes a party to the contractual provisions of the loan. The loans are measured, at initial recognition, at fair value plus transaction costs, if any.

They are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortised cost of a financial liability.

Interest expense, calculated on the effective interest method, is included in profit or loss in finance costs.

Borrowings expose the company to liquidity risk and interest rate risk. Refer to note 21 for details of risk exposure and management thereof.

Loans denominated in foreign currencies

When borrowings are denominated in a foreign currency, the carrying amount of the loan is determined in the foreign currency. The carrying amount is then translated to the Rand equivalent using the spot rate at the end of each reporting period. Any resulting foreign exchange gains or losses are recognised in profit or loss in the other operating gains (losses).

Details of foreign currency risk exposure and the management thereof are provided in the specific loan notes and in the financial instruments and risk management note.

Derecognition

Refer to the derecognition section of the accounting policy for the policies and processes related to derecognition.

2.10.5 Trade and other payables

Classification

Trade and other payables, excluding VAT and amounts received in advance, are classified as financial liabilities subsequently measured at amortised cost.

They are recognised when the company becomes a party to the contractual provisions, and are measured, at initial recognition, at fair value plus transaction costs, if any.

They are subsequently measured at amortised cost using the effective interest method.
The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortised cost of a financial liability.

If trade and other payables contain a significant financing component, and the effective interest method results in the recognition of interest expense, then it is included in profit or loss in finance costs.

Trade and other payables expose the company to liquidity risk and possibly to interest rate risk. Refer to note 21 for details of risk exposure and management thereof.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS

2.10.6 Trade and other payables denominated in foreign currencies

When trade payables are denominated in a foreign currency, the carrying amount of the payables are determined in the foreign currency. The carrying amount is then translated to the Rand equivalent using the spot rate at the end of each reporting period. Any resulting foreign exchange gains or losses are recognised in profit or loss in the other operating gains / (losses).

Derecognition

Refer to the "derecognition" section of the accounting policy for the policies and processes related to derecognition.

2.10.7 Financial liabilities at fair value through profit or loss Classification

Financial liabilities which are held for trading are classified as financial liabilities mandatorily at fair value through profit or loss.

When a financial liability is contingent consideration in a business combination, the company classifies it as a financial liability at fair value through profit or loss.

The company, does, from time to time, designate certain financial liabilities as at fair value through profit or loss. The reason for the designation is to reduce or significantly eliminate an accounting mismatch which would occur if the instruments were not classified as such; or if the instrument forms part of a group of financial instruments which are managed and evaluated on a fair value basis in accordance with a documented management strategy; or in cases where it forms part of a contract containing an embedded derivative and IFRS 9 permits the entire contract to be measured at fair value through profit or loss.

Recognition and measurement

Financial liabilities at fair value through profit or loss are recognised when the company becomes a party to the contractual provisions of the instrument. They are measured, at initial recognition and subsequently, at fair value. Transaction costs are recognised in profit or loss.

For financial liabilities designated at fair value through profit or loss, the portion of fair value adjustments which are attributable to changes in the company's own credit risk, are recognised in other comprehensive income and accumulated in equity in the reserve for valuation of liabilities, rather than in profit or loss. However, if this treatment would create or enlarge an accounting mismatch in profit or loss, then that portion is also recognised in profit or loss.

Interest paid on financial liabilities at fair value through profit or loss is included in finance costs.

2.10.8 Financial liabilities denominated in foreign currencies

When a financial liability at fair value through profit or loss is denominated in a foreign currency, the fair value of the instrument is determined in the foreign currency. The fair value is then translated to the Rand equivalent using the spot rate at the end of each reporting period. Any resulting foreign exchange gains or losses are recognised as part of the fair value adjustment in profit or loss. To the extent that the foreign exchange gain or loss relates to the portion of the fair value adjustment recognised in other comprehensive income, that portion of foreign exchange gain or loss is included in the fair value adjustment recognised in other comprehensive income.

Details of foreign currency risk exposure and the management thereof are provided in the financial instruments and risk management note.

Derecognition

Refer to the derecognition section of the accounting policy for the policies and processes related to derecognition.

The changes in fair value attributable to changes in own credit risk which accumulated in equity for financial liabilities which were designated at fair value through profit or loss are not reclassified to profit or loss. Instead, they are transferred directly to retained earnings on derecognition.

2.10.9 Financial assets

The company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the company retains substantially all the risks and rewards of ownership of a transferred financial asset, the company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

2.10.10 Financial liabilities

The company derecognises financial liabilities when, and only when, the company obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

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Reclassification

Financial assets

The company only reclassifies affected financial assets if there is a change in the business model for managing financial assets. If a reclassification is necessary, it is applied prospectively from the reclassification date. Any previously stated gains, losses or interest are not restated.

The reclassification date is the beginning of the first reporting period following the change in business model which necessitates a reclassification.

Financial liabilities

Financial liabilities are not reclassified.

2.11 Cash and cash equivalents

For the purposes of the statement of cash flows, cash includes cash on hand, deposits held on call with banks, investments in money market instruments, and bank overdrafts.

2.12 Share capital

Share capital issued by the company is recorded at the proceeds received, net of issue costs.

2.13 Borrowing costs

Borrowing costs are either capitalized to the qualifying asset where there are future economic benefits or recognized as an expense in the period in which they are incurred.

2.14 Taxation

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 assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the tax authorities, using the tax rates that have been enacted or substantively enacted by the financial year end date.

Tax expenses

Current and deferred taxes are recognised as income or an expense and included in profit or loss for the period, except to the extent that the tax arises from:

- a transaction or event which is recognised, in the same or different period, directly in equity, or
- a business combination.

2.15 Provisions

Provisions are recognised when:

- The company has a present legal or constructive obligation as a result of a past event;
- it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- a reliable estimate can be made of the obligation.
- The amount of a provision is the present value of the expenditure expected to be required to settle the obligation.
- Provisions shall not be recognised for future operating losses.

2.16 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.

2.17 Fair value measurement

Fair value is measured as the price that would be received to sell an asset or to transfer a liability in an

NOTES TO THE ANNUAL FINANCIAL STATEMENTS

orderly transaction between market participants at the measurement date.
Fair value is determined on an arms-length transaction basis, for the asset or liability under consideration. When measuring fair value, consideration of the asset's location and condition are made, as well as the asset's highest and best use.

Fair value is measured to include the most observable information, and minimise non-observable inputs. A hierarchy classification of fair value inputs is used as follows:

1) Level 1 Inputs – these are quoted and unadjusted prices in active markets for identical assets or liabilities at the date of measurement.
2) Level 2 Inputs – Inputs other than quoted prices which are directly or indirectly observable.
3) Level 3 Inputs – Unobservable inputs for the asset or liability

Where an asset or liabilities valuation uses inputs from multiple input levels, the fair value is disclosed as the lowest applicable fair value input used.

Where practicable, the entity utilises the following valuation techniques:

1) Market Approach
   Prices and other relevant information generated from market transactions for identical or comparable assets is used to calculate fair value.
2) Cost Approach
   Fair value is calculated with reference to an asset's current replacement cost, adjusted for obsolescence.
3) Income Approach
   Converts future amounts to a single current (discounted) fair value. This technique is commonly known as a discounted cash flow method.

Where management has determined that utilising one of the above valuation techniques would fail to achieve fair presentation of the financial statements or the item under consideration, a departure from the above valuation methods is undertaken, with disclosure thereof.

2.18 Investments in associates

Application of the Non-Consolidation exemption

The company is considered to be an investment entity for the purposes of consolidation under IFRS10. To promote consistency in treatment, the company considers itself a 'similar entity' for the purposes of IAS28.18 and does not apply the equity method to investments in associates except to the extent that the investee company was acquired for the purposes of proving intra-group services as a main strategy element.
Investments in associates are treated in accordance with IFRS9, measured at fair value through profit or loss. The company makes the above non-consolidation election on an investment-by-investment basis.

3. Significant management judgements in applying the accounting policies

The preparation of financial statements in conformity with International Financial Reporting Standards requires management, from time to time, to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. These estimates and associated assumptions are based on experience and various other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods.

In the process of applying the entity's accounting policies management has made the following judgements which have significantly affected the amounts recognised in the financial statements:

Assets lives and residual values

Property, plant and equipment are depreciated to their residual values over their expected useful lives. Residual values and asset lives are assessed annually based on management's judgement of relevant factors and conditions.

Investment in associates

During the year, management considered the recoverability of the company's investments in its associates which are included in the statement of financial position as at 28 February 2022.

Determining whether the investments are impaired requires an estimation of the value in use and fair value less cost to sell, which is based on management's judgement of relevant factors and conditions. This assessment did not

NOTES TO THE ANNUAL FINANCIAL STATEMENTS

identify an impairment of the investment.

Calculation of expected credit losses ("ECL") allowances

The Company measures the ECL using reasonable and supportable forward-looking information, which is based on assumptions of future economic conditions.

The Company considers the following as constituting an event of default for internal credit risk management purposes as historical experience indicates that financial assets that meet either of the following criteria are generally not recoverable:

- When there is a breach of financial covenants by the debtor; or
- Information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including the Company, in full (without taking into account any collateral held by the Company).

The ECL allowance seeks to measure the possible loss arising on default. It is based on the difference between the contractual cash flows due and those that the Company would expect to receive, taking into account cash flows from debtors insurance and collections from debtors that have been handed over.

Probability of default constitutes a key input in measuring the ECL. Probability of default is an estimate of the likelihood of default over a given time horison, the calculation of which includes historical data, assumptions and expectations of future conditions.

4. Property, plant and equipment

	2022		
	Cost	Accum. Deprec.	Carrying value
	R	R	R
Computer equipment	23,824	(3,590)	20,234

The carrying amounts for 2022 can be reconciled as follows:

	Carrying value at beginning of year	Additions	Deprec.	Carrying value at end of year
	R	R	R	R
Computer equipment	-	23,824	(3,590)	20,234

NOTES TO THE ANNUAL FINANCIAL STATEMENTS

5. Investments

5.1 Investment in associate

	Number of shares held	Shareholding	2022 R
A-Trade Pty Ltd			
Carrying amount - share of result	500,000	50%	136,263
Original cost			-
Fair value adjustment			136,263

Summary of investment company's results:	
Total assets	**744,869**
Total liabilities	**472,343**
Revenue	**434,538**
Total comprehensive loss	**2,405,296**

The company owns 50% of the issued shares of A-Trade Pty Ltd but does not meet the definition of subsidiary per IFRS10 as the company does not control A-Trade. The company made the election at acquisition of A-Trade to apply the non-consolidation exemption to this associate and presents it in accordance with IFRS9. Post the current period under review management is in the process of revising it's investment in A- Trade Pty Ltd as part of the company's strategic initiatives which might see it's shareholding in A-Trade Pty Ltd either increasing or decreasing.

The company determined the fair value disclosed with reference to its' percentage shareholding of A-Trade and their Net Asset Value as at the report date. The company departed from the conventional IFRS13 calculation procedures as it was determined that the significant estimation uncertainty, and lack of a similar or identical asset with which to benchmark our investment, would yield a highly unreliable fair value estimate.

The fair value estimate generated is a Level 3 fair value classification.

A-Trade and Altvest media

The Company is a financial services company and its subsidiaries are: -

- Altvest Media Proprietary Limited (registration number 2022/388673/07). This is a limited liability private company incorporated on 23 March 2022 in Cape Town.

- A-Trade Proprietary Limited (registration number 2015/234354/07). This is a limited liability private company incorporated on 9 June 2015 Pretoria. Altvest is a majority shareholder (60% shareholder) in A-Trade Proprietary Limited but does not control the management and day to day controls of the entity. As at listing date of Altvest the shareholding in A-Trade was 50%. Subsequent to the Altvest listing there has been an increase in shareholding to 60%. The relative shareholding agreements are intended to be concluded by the 30th of September 2022. (Regulation 57(3)(a) and (b))

Breakdown of Altvest Capital LTD's ownership of other entities:	
Altvest Media (PTY) LTD	100%
A-Trade (PTY) LTD	60%

A-Trade context and more information

A-Trade is an online brokerage firm. It is currently the only active retail broker on the Cape Town Stock Exchange.

Its main function is to enable clients to obtain market access to the Cape Town stock exchange.

It provides the following services:

- Executes trades on the exchange on behalf of the customer, at their expense, based on their instruction
- Provides information support about the trading platform, sending notifications about quotes and trading mechanisms
- A technical base to make transactions on the exchange
- Storage and protection of customer data
- Provides information about securities on the Cape Town Stock Exchange, thereby assisting clients in making decisions regarding trading

AUDITED FINANCIAL RESULTS

NOTES TO THE ANNUAL FINANCIAL STATEMENTS

Performance Overview

A-Trade remained a going concern, with the primary business as an authorised user on the Cape Town Stock Exchange for Y/E 28 Feb 2022. The company made:

- Revenue of R434,538, with expenses of R1,730,915 with a total loss of R2,405,296 for the year, compared with a loss of R625,814 for the previous year.

There was a total of:

- 757 retail clients and 4 Institutional clients who opened trading accounts; of which 497 clients were active for the year.
- 7 counters traded (Assupol, CA sales, Heartwood properties, iHealthcare, NWK Holdings, TWK Limited and Tip One)
- R129 085 894,41 of volume traded (buy and sell side).

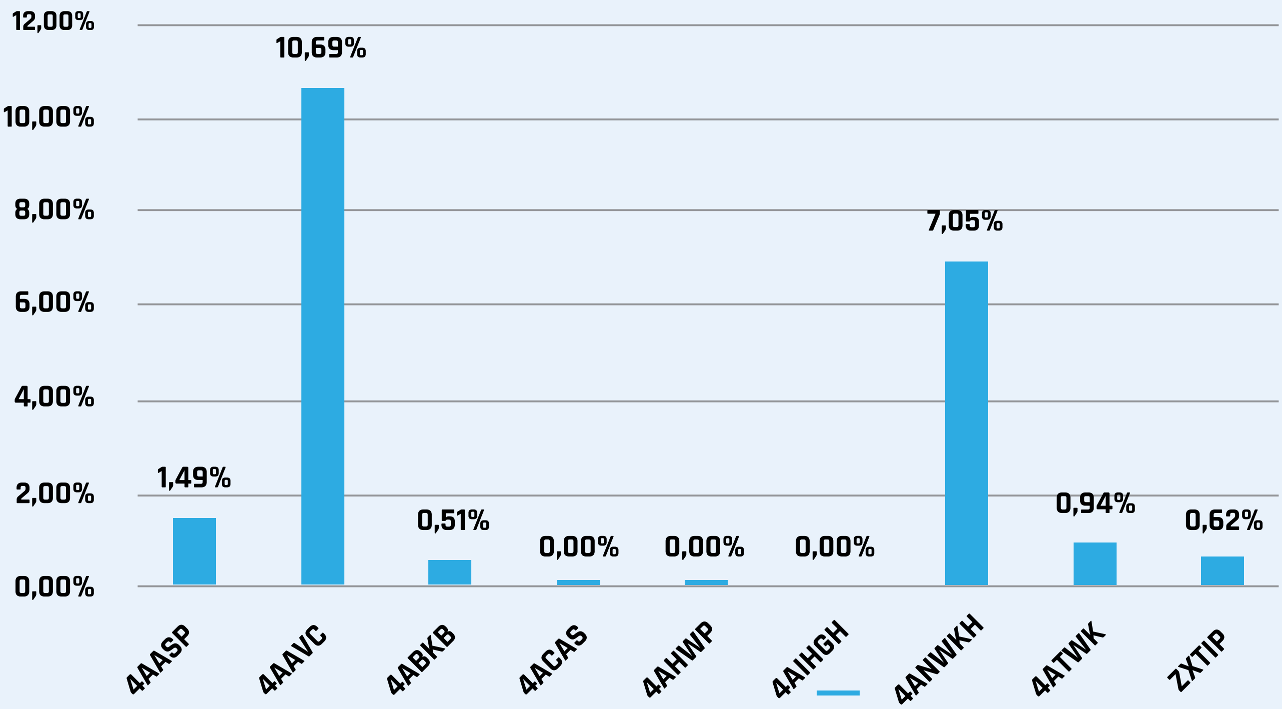
Altvest Impact

- From 01/01/2022 till 21/04/2022, there were 345 accounts opened on the A-Trade platform.
- From 01/05/2022 till 31/05/2022, there were 324 accounts opened on the platform (almost a 100% increase in the space of a month).

ANNUALISED TRADE REPORT AS AT 31/05/2022

SECURITY	MARKET CAP	AVERAGE PRICE	ANNUALISED NO OF TRADE	ANNUALISED VALUE OF TRADE	% OF MARKET CAP
4AASP	R 3 191 565 803	R 8,19	5795779	R 47 481 916	1,49%
4AAVC	R 50 300 000	R 5,07	1061688	R 5 377 749	10,69%
4ABKB	R 795 663 675	R11,16	365510	R 4 077 384	0,51%
4ACAS	R 3 691 460 016	R7,36	17784	R 130 944	0,00%
4AHWP	R 131 051 161	R 1,55	2923	R 4 531	0,00%
4AIHGH	R 66 704 759	R28,00	24	R 572	0,00%
4ANWKH	R 470 603 196	R4,79	6917496	R 33 167 470	7,05%
4ATWK	R 1 772 315 636	R41,57	402235	R 16 720 213	0,94%
ZXTIP	R 8 052 332	R1,05	47342	R 49 716	0,62%

% VALUE OF TRADES MARKET CAP



Plans

- A-Trade is currently undergoing development to ensure a more streamlined user experience. It is also adding updates to ensure a more robust system and a wider variety of features on offer to clients.
- A-Trade plans on becoming an authorized user on more exchanges – thereby expanding the revenue base, offering more to existing clients, and attracting new clients to the platform.

AUDITED FINANCIAL RESULTS

NOTES TO THE ANNUAL FINANCIAL STATEMENTS

Altvest Media

Altvest commenced operations with four objectives. These were to:

- Raise awareness of the Altvest offering
- Market upcoming listings on the Altvest platform
- Grow the Altvest community of retail investors by providing thought leadership within the alternative investment space
- Provide media and marketing packages to other companies to enhance their visibility, improve their community, and/or obtain insights from our community

For the first part of the year, the focus has been on the first three objectives. The aim has also been to show proof of Altvest Media's capabilities by using Altvest's own growth in community engagement as a case study. The Media team has been growing this community by leveraging social media channels and the Altvest newsmailer. This weekly newsmailer is distributed on Thursdays to all subscribers.

Social media channels

Twitter: Altvest introduced a Twitter channel in January and had 84 followers prior to the introduction of Altvest Media. The focus for Twitter has been to conduct Twitter Spaces (live audio broadcasts) about alternative asset classes. On these Spaces, the Altvest team host experts in a particular asset class (wine, art, classic cars etc.) and discuss the topic live.

To date these have achieved 51,000 streams from both live listeners and replays. Altvest also provides thought leadership via Twitter posts and threads and markets the Altvest platform and upcoming listings.

Altvest has grown 68x to 5700 Twitter followers and the Twitter channel has reached 1,4 million impressions (the number of times our Twitter content has been seen by people on twitter) in 2022.

Additionally, Altvest has an engagement rate of 1.6%. This represents the total interactions with a tweet (for example, retweeting, liking or replying to a post)) relative to Altvest's total number of followers. This is significant because according to Rival IQ's 'Social Media Industry Benchmark report', the average Twitter engagement rate is 0.037% with top brands achieving an engagement rate of 0.098%.

LinkedIn: The LinkedIn channel provides media content to followers on that platform. This media content includes articles and podcasts derived from Twitter Spaces. LinkedIn also serves as an additional marketing platform for upcoming Spaces, listings, and the newsmailer. Altvest's LinkedIn following has grown 19x this year, to reach 684 followers, and has reached 26110 impressions in the same period.

Instagram: Altvest has established a presence on Instagram. The channel has ~500 followers and is used as a marketing platform for our upcoming Twitter Spaces, listings, and newsmailer. It will also provide an inside track into listing events and media support.

Additional media channels

Newsmailer: The Altvest newsmailer was first distributed on 5 May 2022 and has since released 7 issues to a community of 3400. It has an open rate of 39%. The newsmailer distributes media content (podcasts and articles) and provides news from around the world about alternative assets. It will also offer advertising space to companies that partner with Altvest.

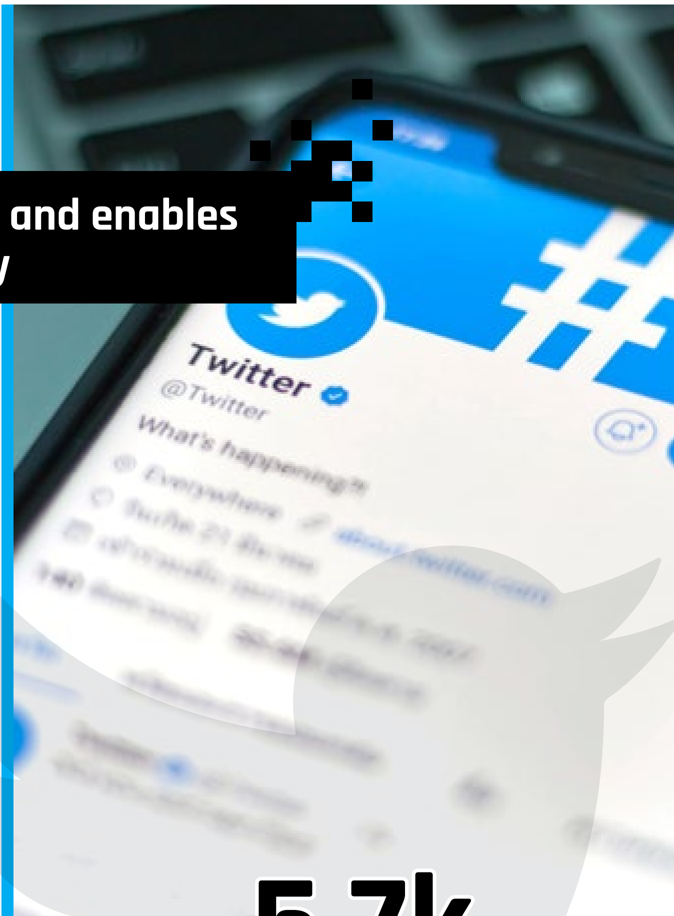
Podcast: The Altvest podcast is derived from Altvest Twitter Spaces. Each Space is edited and published on Spotify as a podcast. These podcasts have had an average of 5700 streams from our 1.4M broadcasts.

Articles: Leading journalists write articles on alternative asset classes as investor education pieces. These provide the context and history of said classes, their investment cases, and avenues for retail investor participation. There have been 6700 article reads this year.

1.4M Twitter Impressions	Twitter is leveraged to share insights relating to potential assets to be listed on Altvest and provide thought leadership
20k LinkedIn impressions	LinkedIn amplifies the reach of content by posting articles and links to twitter space recordings
51k Broadcast streams	Twitter spaces with industry / thought leaders are converted into podcasts for the community members unable to attend live
39% Newsletter open rate	Our 3400 newsmailer subscribers receive access to upcoming listings and thought leadership weekly
6700 Article reads since March	Self generated thought leadership regarding investments sharing insights, designed for investors interested in fractional investment opportunities
Presence on visual channels	Established an Instagram channel to be grown once we have developed our other social media channels

AUDITED FINANCIAL RESULTS

NOTES TO THE ANNUAL FINANCIAL STATEMENTS

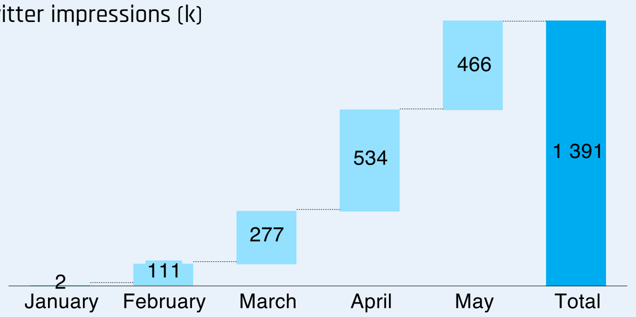


Our Twitter platform is expanding in reach and enables real time engagement with our community

Community growth as of May 2022

Community growth and visibility

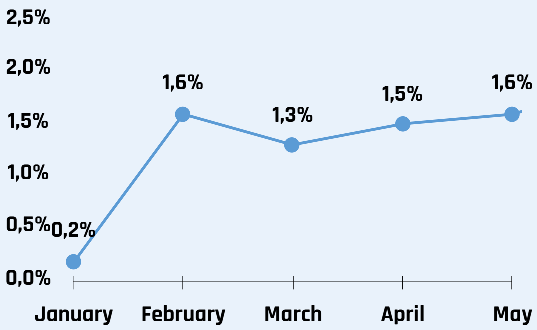
Twitter impressions (k)



Twitter followers have grown 68x from January to 5,7k

Community engagement

Engagement rate of tweets (%)



Altvest ave. engagement rate:
0.037%

Top Twitter brands ave. engagement rate:
1.6%

Our Spaces enable us to communicate to thousands of live listeners with replays available via our podcast

51k Total streams

9 Broadcasts completed to date

5,7k Average streams per broadcast

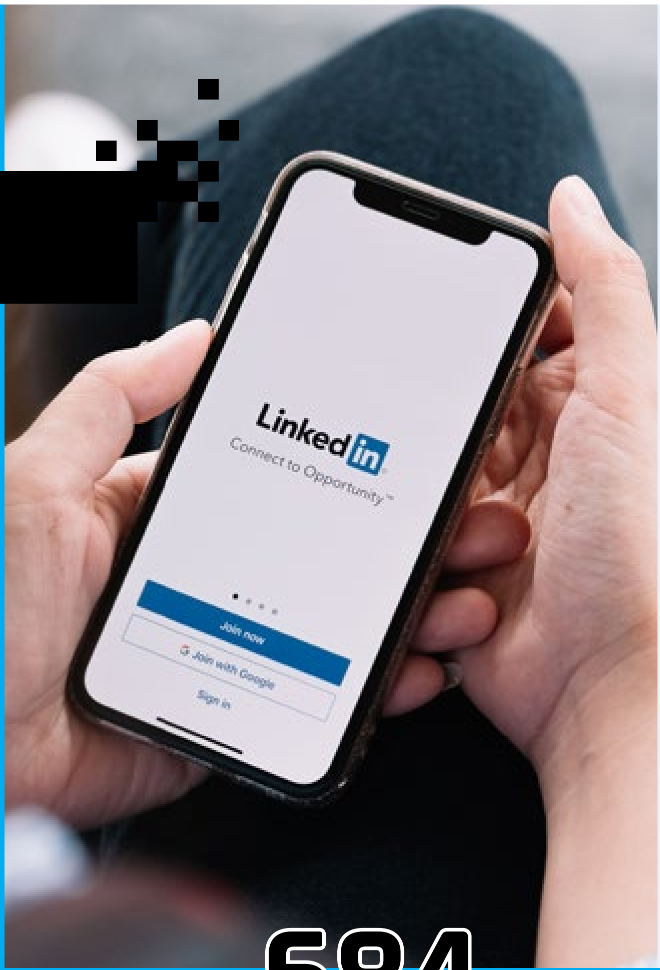
Our audio broadcasts are provided via 2 channels:

Twitter spaces
Live audio sessions in which we present to 1000s of listeners and engage directly with our community

Spotify podcast
We repurpose all live spaces and place them on our Spotify podcast for community members that are unable to listen live or wish to replay the broadcast

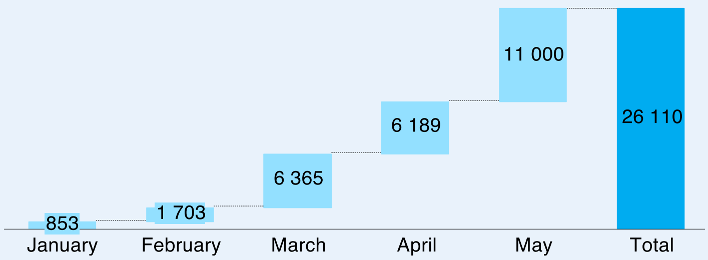
NOTES TO THE ANNUAL FINANCIAL STATEMENTS

The LinkedIn community is expanding within the Finance industry



Community growth as of May 2022

Community growth and engagement



January	February	March	April	May	Total
127	134	274	552	1228	2,3k

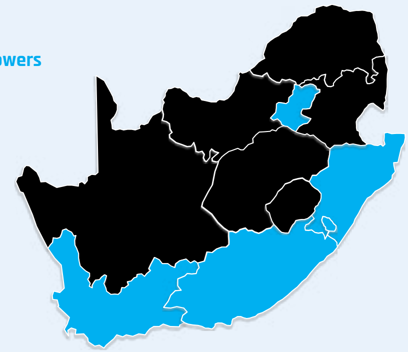
Page views

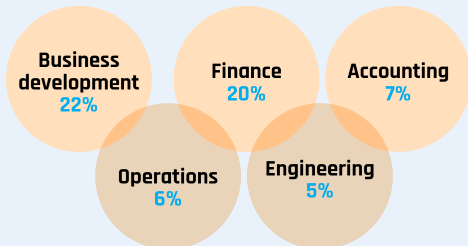
LinkedIn followers have grown 19x from January to 684

Follower demographics (Location and profession)

Provinces with significant Altvest followers

Province	% followers
Gauteng	52%
Western Cape	26%
Kwa-Zulu Natal	7%
Eastern Cape	2%
Rest of SA	6%
International / unknown	7%





The Altvest newsmailer reaches an engaged community

3400 Subscribers

39% Open rate

21% Industry ave.

2.2% Click through rate

1.8% Industry ave.

7 Issues distributed

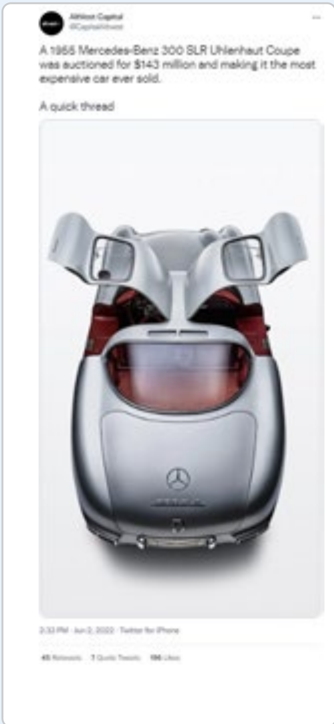
The newsmailer provides a centralized communication point on all Altvest operations including upcoming listings, thought leadership and media releases with potential to provide advertising space for corporate partners.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS

Our thought leadership has growing reach across both social media and our website

1.4M Impressions on twitter threads and posts

6700 Article reads in 2022



6. Group loans receivable

	2022 R
6.1 A Trade Pty Ltd	500,000

The above loan is unsecured and bears interest at prime, unless in disproportion with other shareholders' loans in A-Trade Pty Ltd, then the disproportion loan bears interest at prime plus 2%. The loan has no fixed terms of repayment and the lender has no right to call upon the loan until the board of A- Trade Pty Ltd determines that the borrower is in a financial position to repay the loan and A-Trade Pty Ltd shareholders have unanimously agreed to such repayment being made.

7. Deferred tax assets

	2022 R
7.1 Deferred tax balance consist of:	
Fair value adjustment on investments	(29,432)
Pre-trade expenditure	535,463
Provisions	5,189
Deferred taxation asset	511,220
7.2 Reconciliation between deferred taxation opening and closing balance	
Deferred tax asset at the beginning of the period	-
Charge to income – included in temporal differences	511,220
Deferred tax asset at the end of the period	511,220

At the balance sheet date, the company has pre-trade expenditure of R3,781,559 available for offset against future profits. No deferred tax asset has been recognised in respect of a portion of the pre-trade expenditure amounting to R1,798,360 due to the unpredictability of the of deductibility of the certain portion of the pre-trade expenditure.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS

8. Loans receivable

	2022 R
Kisby Capital Partners Pty Ltd	375,506

The above loan is unsecured, bears no interest and has no fixed terms of repayment.
No repayments for the next 12 months are expected. This loan is repayable on demand.

9. Trade and other receivables

VAT receivable	324,648

10. Share capital

Authorised	
100 000 000 Ordinary shares at no par value	-
1 000 000 000 Preferred ordinary shares at no par value	-
Issued	
1 000 Ordinary shares at no par value	-

Directors (including Associated Directors) Beneficial Interest in the Securities of the Company

	Percentage Shareholding at Listing Date *	Number Of Shares *	Indirect or Direct Holding
Warren Gregory Wheatley (WGW Capital Pty Ltd)	34%	3,400,000	Indirect
Koshiek Suresh Karan (Dorsia Holdings Pty Ltd)	8%	800,000	Indirect
Richard Stronach	2%	200,000	Indirect

Directors (including Associated Directors) Beneficial Interest in the Securities of the Company

Founders	56%
Staff	5%
Institutional and offshore	13%
Retail	5%
Other	20%

Shareholder	Shares Held	%
WGW Capital (Pty) Ltd	3 400 000	34.00%
Tatum Keshwar Investments (Pty) Ltd	1 694 682	16.95%
Dorsia Holdings (Pty) Ltd	800 000	8.00%
Aurelius Media (Pty) Ltd	700 000	7.00%
Rob Hersov	700 000	7.00%
Intaba Fund 2 En Commandite Partnership	600 000	6.00%

Creation Capital Solutions Proprietary Limited acquired a 6% interest in AltVest Capital before the Listing through the Intaba Fund 2 En Commandite Partnership pursuant to a subscription agreement.

Creation Capital Services is an authorised financial services provider with license number 45647. Creation Capital is a solutions asset management house, with a passion for creating sustainable and predictable returns to investors.

Tatum Keshwar Investments Proprietary Limited, the investment holding company for Ms T Keshwar, holds a 16.95% interest in AltVest Capital upon the Listing Date pursuant to a subscription agreement.

AUDITED FINANCIAL RESULTS

NOTES TO THE ANNUAL FINANCIAL STATEMENTS

Since listing, Altvest Capital Ordinary Shares have experienced the highest liquidity of all shares listed on the Cape Town Stock exchange, measured by value of shares traded as a % of Market Capitalization. Altvest Capital has also had the 3rd highest number of shares traded on the Cape Town Stock Exchange, despite having the 2nd lowest market capitalization.

SECURITY	MARKET CAP	AVERAGE PRICE	ANNUALISED NO OF TRADE	ANNUALISED VALUE OF TRADE	% OF MARKET CAP
4AASP	R 3 191 565 803	R 8,19	5795779	R 47 481 916	1,49%
4AAVC	R 50 300 000	R 5,07	1061688	R 5 377 749	10,69%
4ABKB	R 795 663 675	R11,16	365510	R 4 077 384	0,51%
4ACAS	R 3 691 460 016	R7,36	17784	R 130 944	0,00%
4AHWP	R 131 051 161	R 1,55	2923	R 4 531	0,00%
4AIHGH	R 66 704 759	R28,00	24	R 572	0,00%
4ANWKH	R 470 603 196	R4,79	6917496	R 33 167 470	7,05%
4ATWK	R 1 772 315 636	R41,57	402235	R 16 720 213	0,94%
ZXTIP	R 8 052 332	R1,05	47342	R 49 716	0,62%

11. Non-interest bearing borrowings	2022 R
11.1 WG Wheatley	309,295
The above loan is unsecured, bears no interest and is repayable at the option of the borrower. This loan was converted into equity, subsequent to the financial year end.	
11.2 K Karan	309,295
The above loan is unsecured, bears no interest and is repayable at the option of the borrower. This loan was converted into equity, subsequent to the financial year end.	
	618,590

12. Shareholders' loans

WGW Capital Pty Ltd	3,430,000

The above loan is unsecured, bears no interest and is repayable at the option of the borrower. This loan was converted into equity, subsequent to the financial year end.

13. Trade and other payables

Trade creditors	836,298
Other payables *	308,491
	1,144,789

* Included in other payables is an amount of R194 277 owed to Geral McGowan Designs Group Pty Ltd that will be converted to equity, subsequent to financial year end.

14. Short-term provisions

	Leave pay	Total
Carrying amount at the beginning of the period	-	-
Increase in provisions	19,220	19,220
Carrying amount at the end of the period	19,220	19,220

NOTES TO THE ANNUAL FINANCIAL STATEMENTS

15. Loss before taxation

	2022 R
15.1 Loss before taxation is arrived at after taking into account the following:	
Income	
Fair value adjustment on investments	136,263
Expenses	
Depreciation	3,590
Computer equipment	3,590
Directors' remuneration	618,589
Salaries and wages	681,881
Consulting fees	1,497,691
Finance charges	175

16. Taxation

16.1 SA Normal taxation	
Current taxation	-
Deferred taxation	(511,220)
Tax expense per statement of comprehensive income	(511,220)
16.2 Reconciliation between the accounting profit / (loss) and tax expense	
The income tax rate used is 27%	
Loss before taxation	(3,664,516)
Tax charge calculated at 27%	(989,419)
Expenses not deductible for tax purposes	(7,358)
Finance charges	485,557
	(511,220)

17. Notes to statement of cash flows

	2022 R
17.1 Reconciliation of net loss before taxation to cash flows utilised by	
Net loss before taxation	(3,664,516)
Adjustments for:	
Depreciation	3,590
Finance charges	175
Fair value adjustment on investments	(136,263)
Movement in directors loan accounts	618,590
Movement in short-term provisions	19,220
Operating loss before working capital changes	(3,159,204)
Working capital changes	820,141
Increase in trade and other receivables	(324,648)
Increase in trade and other payables	1,144,789
Cash generated from utilised by operating activities	(2,339,063)

NOTES TO THE ANNUAL FINANCIAL STATEMENTS

17.2 Property, plant and equipment

By means of cash payments	23,824

17.3 Cash and cash equivalents

Cash and cash equivalents consist of cash on hand and balances with banks and investments in money market instruments. Cash and cash equivalents included in the statement of cash flows comprise the following statement of financial position amounts:

Bank and cash balances	191,432

18. Related party disclosures

The following parties are related to the company:

Relationship	Name
Shareholders	WGW Capital Pty Ltd
Directors	WG Wheatley - Executive Director
	K Karan - Executive Director
	R Stronach - Executive Director
	J Baynham - Independent Non-Executive Director
	F Mukaddam - Lead Independent Non-Executive Director
	B Khumalo - Independent Non-Executive Director
Investment company	A-Trade Pty Ltd
Similar directors	Kisby Capital Partners Pty Ltd
	TW Capital Partners Pty Ltd

18.1 The following transactions were carried out with related parties:

	2022 R
Directors' salaries	
As employees of the company	
WG Wheatley	309,295
K Karan	309,295
Purchase of Fixed Assets	
TW Capital Partners Pty Ltd	23,824

18.2 Loan from shareholder

Loan from the shareholder are disclosed in note 12.

18.3 Loans to / from other related parties

Loans to from other related parties are disclosed in notes 6, 8 and 11.

Material Contracts

The Directors of Altvest are not aware, having made a due and careful enquiry, of any contracts involving cash flows amounting to or valued equal to 10% (ten percent) or more of the aggregate of the Company's share capital and reserves within the 2 (two) years immediately preceding the announcement of this Annual Report.

Material Contracts in relation to Umganu Lodge Pty Ltd are as follow:

Subscription agreement

Altvest invested in Umganu Lodge Pty Ltd by:

- Investing capital in Umganu Lodge Pty Ltd by way of the Subscription for the Subscription Shares
- providing the Umganu Lodge Pty Ltd with the Altvest Services in terms of the Altvest Services Agreement

In order to facilitate such investment, Altvest has agreed to subscribe for, and Umganu Lodge Pty Ltd has agreed to issue to Altvest, the Subscription Shares at the Subscription Price.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS

Shareholders Agreement
Shareholders agreement signed between Altvest Capital, Kevin Pietersen and Umganu Lodge Pty Ltd.

Altvest has agreed to subscribe for the Altvest Subscription Shares and will, by virtue of that subscription, be introduced as a Shareholder and strategic investor of the Umganu Lodge Pty Ltd.

The Parties have accordingly entered into this Agreement to record and regulate the terms and conditions applicable to the relationships between the Shareholders inter se and between the Shareholders and the Umganu Lodge Pty Ltd and matters ancillary thereto.

Umganu Rental Agreement
Signed between Umganu Lodge Pty Ltd and Magic Breakaways Lodge Management Services (Manco).

The agreement sets out the rental and services management services of the lodge.

Elephant Point Association Agreement
General Rules of the Body Corporate of Elephant Point Owners Association, the association governing the development within which Umganu Lodge is situated.

Strategic Services Agreement:
Pursuant to Altvest's investment in the Umganu Lodge Pty Ltd, Altvest has agreed to make available to the Company certain strategic services

19. Functional and presentation currency
Functional and presentation currencies are both stated in South African Rand unless otherwise indicated. Functional currency is the currency of the primary economic environment in which the company operates. Presentation currency represents the currency in which the financial statements are presented.

20. Going concern

	2022 R
The company incurred a net loss for the period ended:	3,153,296
Total liabilities exceeded total assets by:	3,153,296

The shareholder's loan shown in note 12 has been converted to equity subsequent to year end. The shareholder offers continuous financial support to the company by funding future operations, and to ensure that the realisation of assets and settlement of liabilities, contingent obligations and commitments will occur in the ordinary course of business. Accordingly, the financial statements are prepared on the basis of accounting policies applicable to a going concern.

21. Comparative figures

No comparative figures are presented as the company commenced with trading during the period under review.

22. Financial instruments

Financial risk management

The company's activities expose it to a variety of financial risks: market risk (including fair value interest rate risk, cash flow interest rate risk and price risk), credit risk and liquidity risk. The company's overall risk management program focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the company's financial performance. Risk management is carried out under the policies approved by management.

- **Market risk**

  Cash flow and fair value interest rate: As the company has no significant interest bearing assets, the company's income and operating cash flows are substantially independent of changes in market interest rates. The company's interest rate risk arises from non-current borrowings. Borrowings issued at variable rates expose the company to cash flow interest rate risk. Borrowings issued at fixed rates expose the company to fair value interest rate risk. All the company's borrowings are denominated in South African Rand. The company has no specific processes in place to manage cash flow risk. Interest rate exposure is not analysed on a specific basis.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS

- **Liquidity risk**

  Prudent liquidity risk management implies maintaining sufficient cash, the availability of funding through an adequate amount of committed credit facilities and continued financial support from the shareholders.

  The table below analyses the company's financial liabilities into relevant maturity groupings based on the remaining period at the financial year end date to the contractual maturity date.

  The amounts 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.

Class	Total	Payable within 1 year
2022		
Trade and other payables	1,144,789	1,144,789

- **Credit risk**

  Financial assets which potentially subject the company to concentrations of credit risk, consist principally of cash resources and trade receivables.

  The company's cash resources are placed with major South African financial institutions of high credit standing and approved by the executive committee comprising senior executives. Receivables are reflected net of doubtful debt provisions, which are considered adequate. An allowance for impairment is made where there is an identified loss event which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

  The company's credit risk in respect of amounts owing by related parties is also limited as the parties from whom the amounts are due, are related to the company.

  The company has no significant concentration of credit risk, with exposure spread over a large number of counterparties and customers.

- **Interest rate management**

  The company's exposure to the risk of changes in market interest rates relates primarily to the company's long-term debt obligations with fixed contractual interest rates. The company's policy is to manage its interest cost using fixed contractual rate debts. Cash and bank balances are subject to variable rates. This risk is managed by apportioning the cash reserves to the accounts with the most favourable rate.

- **Interest rate risk table**

  The following table demonstrates the sensitivity to a reasonably possible change in interest rates, with all other variables held constant, of the company's profit before tax (through the impact on floating rate borrowings). There is no impact on the company's equity.

Class	Increase / decrease in basis points	Effect on profit before tax R
2022	0.25	(7,883)

- **Fair value**

  The directors are of the opinion that the carrying value of financial instruments approximates fair value.

- **Capital risk management**

  The company's objectives when managing capital are to safeguard the company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

  The executive directors are involved in the daily operations of the company and the necessary decisions regarding capital risk management are made as and when necessary.

AUDITED FINANCIAL RESULTS

DETAILED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	2022 (11 Months) R
Other income	136,285
Fair value adjustment on investments	136,263
Realised currency gains	22
Total income	136,285
Administration expenses	3,800,626
Accounting services	150,000
Bank charges	806
Computer expenses	13,131
Consulting fees	1,497,691
Depreciation	3,590
Director's remuneration	618,589
Insurance	2,823
Internet expenses	27,600
Legal fees	300,669
Marketing and advertising	466,896
Meetings and conferences	1,000
Printing and stationery	1,350
Salaries and wages	681,881
Subscriptions	28,827
Travel and accommodation	5,773
Finance charges	175
Loss before taxation	(3,664,516)
Taxation	511,220
Current taxation	-
Deferred taxation	511,220
Net loss for the period	(3,153,296)

TAX CALCULATION

	2022 R
Loss before taxation	(3,664,516)
Permanent differences	(27,253)
Fair value adjustment on investment (20%)	(27,253)
Timing differences	3,691,769
Fair value adjustment on investment (80%)	(109,010)
Provision for leave pay - current period	19,220
S11A pre-trade expenditure carried forward to be deducted at commencement of trading activities	3,781,559
Calculated taxable profit	-
Assessed loss brought forward	-
Calculated taxable profit - end of period	-
Normal taxation future benefit at 27%	-

PRO-FORMA MANAGEMENT

STATEMENTS

for the period ended 31 May 2022

ALTVEST CAPITAL LIMITED

(Registration no: 2021/540736/06) Pro-forma Management Statements for the period ended 31 May 2022

Unaudited, and compiled based on information provided by management in accordance with International Financial Reporting Standards, to the extent that they are applicable

PRO-FORMA MANAGEMENT STATEMENTS

	Un-audited May-22 R	Audited February-22 R
ASSETS		
Non-current assets	20,217,092	1,543,223
Property, plant and equipment	74,249	20,234
Investments	17,436,263	136,263
Group loans receivable	1,350,000	500,000
Deferred tax assets	511,220	511,220
Loans receivable	845,361	375,506
Current assets	3,004,603	516,080
Trade and other receivables	758,527	324,648
Cash and cash equivalents	2,246,076	191,432
TOTAL ASSETS	23,221,696	2,059,303
EQUITY AND LIABILITIES		
Equity	22,282,690	(3,153,296)
Share capital	49,725,000	-
Accumulated loss	(27,442,310)	(3,153,296)
Non-current liabilities	-	4,048,590
Non-interest bearing borrowings	-	618,590
Shareholders' loans	-	3,430,000
Current liabilities	939,006	1,164,009
Trade and other payables	912,815	1,144,789
Short-term provisions	26,191	19,220
TOTAL EQUITY AND LIABILITIES	23,221,696	2,059,303

Statement of profit or loss and other comprehensive income

	Un-audited May-22 (3 Months) R	Audited February-22 (11 Months) R
Other income	2,300,456	136,285
Other administrative expenses	26,589,470	3,800,626
Loss before finance charges	(24,289,014)	(3,664,341)
Finance charges	-	175
Loss before taxation	(24,289,014)	(3,664,516)
Taxation	-	511,220
Current taxation	-	-
Deferred taxation	-	511,220
Net loss after taxation	(24,289,014)	(3,153,296)
Other comprehensive income	-	-
Net comprehensive loss for the period	(24,289,014)	(3,153,296)

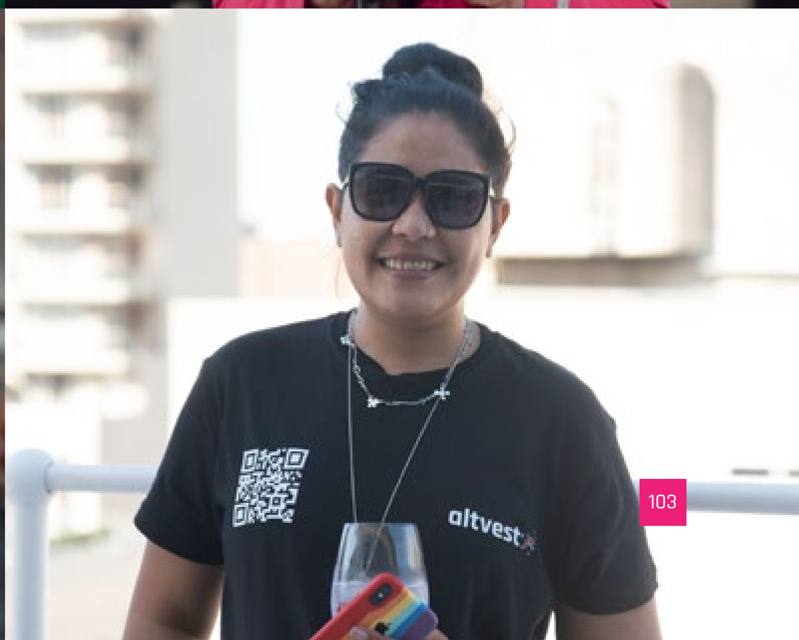
Statement of changes in equity

	Share capital R	Accumulated loss R	Total R
Balance at incorporation	-	-	-
Total comprehensive loss for the period	-	(3,153,296)	(3,153,296)
Balance at 28 February 2022	-	(3,153,296)	(3,153,296)
Total comprehensive loss for the period	-	(24,289,014)	(24,289,014)
Additional contributions received	50,000,000	-	50,000,000
Repurchase of shares	(275,000)	-	(275,000)
Balance at 28 February 2022	49,725,000	(27,442,310)	22,282,690

PRO-FORMA MANAGEMENT STATEMENTS

Statement of cash flows

	Un-audited May-22 (3 Months) R	Audited 2022 (11 Months) R
Net cash withdrawn from operating activities	(27,244,942)	(2,339,238)
Cash receipts from customers	-	-
Cash paid to suppliers and employees	(27,244,942)	(2,339,063)
Cash utilised by operating activities	(27,244,942)	(2,339,063)
Finance charges	-	(175)
Cash flows from investing activities	(16,376,826)	(899,330)
Purchase of property, plant and equipment	(56,971)	(23,824)
To increase operating capacity	(56,971)	(23,824)
Purchase of investments	(15,000,000)	-
Advances to group loans receivable	(850,000)	(500,000)
Advances to loans receivable	(469,855)	(375,506)
Cash flows from financing activities	45,676,411	3,430,000
Shares issued	50,000,000	-
Repurchase of shares	(275,000)	-
(Repayment) / advances of shareholders' loans	(3,430,000)	3,430,000
(Repayment) / proceeds from long-term borrowings	(618,589)	-
Net increase in cash and cash equivalents	2,054,643	191,432
Cash and cash equivalents at beginning of period	191,432	-
Cash and cash equivalents at end of period	2,246,075	191, 432


altvest

NOTICE OF THE ANNUAL

GENERAL MEETING


CAPE TOWN
STOCK
EXCHANGE
9:00:02

NOTICE OF THE ANNUAL GENERAL MEETING

ALTVEST CAPITAL LIMITED
Incorporated in the Republic of South Africa
Registration Number: 2021/540736/06
CTSE Share Code: 4AAVC
ISIN: ZAE400000143

("Altvest" or "the Company")

NOTICE OF THE ANNUAL GENERAL MEETING

1. NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the annual general meeting of the shareholders of Altvest Capital Limited, will be held and conducted entirely by electronic communication, on Monday, 03 October 2022 at 10:00 (hereinafter referred to as the **"Annual General Meeting**" or the **"AGM"**).

2. PURPOSE OF THE ANNUAL GENERAL MEETING

2.1 The purpose of the Annual General Meeting is:

(i) to transact the formal business as set out in this notice of AGM, as is required in terms of the Companies Act, No 71 of 2008, as amended **("Companies Act")**, the Cape Town Stock Exchange **("CTSE")** Listing Requirements **("CTSE Listing Requirements")** and the provisions of the memorandum of incorporation **("MOI")** of the Company;

(ii) to present the consolidated audited annual financial statements of the Company for the financial year ended 28 February 2022, incorporating the directors' report and the auditor's report;

(iii) to consider and, if deemed fit, approve, with or without modification, the ordinary and special resolutions set out in the agenda below; and

(iv) to consider any matters raised by the shareholders of the Company, with or without advance notice to the Company.

3. IDENTIFICATION, PROXIES AND VOTING

3.1 In terms of section 62(3)(e) of the Companies Act:

3.1.1 A shareholder who is entitled to attend and vote at the AGM is entitled to appoint one or more proxy(ies) to attend, participate in and vote at the AGM in the place of the appointing shareholder, by completing the form of proxy attached hereto as per the instructions provided therein. A proxy need not also be a shareholder of the Company.

3.1.2 AGM participants (including proxies) are required to provide reasonably satisfactory proof of their identification before being entitled to attend or participate in the AGM. All shareholders recorded in the securities register of the Company on Friday, 23 September 2022, being the voting record date **("Voting Record Date")**, will be required to provide proof of identification satisfactory to the chairperson of the AGM.

3.1.3 Examples of satisfactory proof of identification will include a valid South African green barcoded identity document, identity card, driver's license or passport. If shareholders and/or proxies are in any doubt as to whether a document will be regarded as satisfactory proof of identification, such shareholders and/or proxies should contact the Company for guidance.

4. AGENDA OF THE ANNUAL GENERAL MEETING

4.1 PRESENTATION OF THE ANNUAL FINANCIAL STATEMENTS

The audited annual financial statements of the Company (as approved by the Board of directors of the Company ("Altvest Board"), incorporating the external auditor and directors' reports for the year ended 28 February 2022 ("Annual Financial Statements"), are presented to shareholders.

A copy of the complete Annual Financial Statements can be obtained on the website of Altvest at www.altvestcapital.co.za under the Investor Centre link.

5. SHAREHOLDER RESOLUTIONS

ORDINARY RESOLUTIONS

To consider and if deemed fit, approve, with or without modification, the following ordinary resolutions set out below:

5.1 ORDINARY RESOLUTION NUMBER 1 – Re-appointment of Deloite Touche as auditor

"RESOLVED THAT, *Deloitte & Touche* ***("Deloitte")*** *(noting that that James Welch is the individual registered auditor of that firm who will undertake the audit), be and are hereby re-appointed as the auditors of the Company for the ensuing year on the recommendation of the Audit and Risk Committee of the Company, under section 90 of the Companies Act."*

Reason for Ordinary Resolution Number 1:

The reason for ordinary resolution number 1 is that the Company, being a public company, must have its financial results audited and such auditor must be appointed or re-appointed each year at the AGM of the Company as required by Section 90(3) of the Companies Act.

For ordinary resolution number 1 to be adopted, the support of more than 50% of the total number of votes exercisable by shareholders, present in person or by proxy is required.

5.2 ORDINARY RESOLUTION NUMBERS 2, 3 AND 4 – Reappointment of the members of the Audit and Risk Committee

members

To appoint, on the Altvest Board's recommendation, each by individual resolution, the following independent non-executive directors as members of the Audit and Risk Committee of the Company as provided for in section 94 of the Companies Act:

"RESOLVED THAT, *the following independent non-executive directors are elected as members of the Company's Audit and Risk Committee, in terms of section 94(2) of the Companies Act, by separate resolutions, with effect from the end of this AGM:*
The election of Ms. Joanne Baynham as member and Chair of the Audit and Risk Committee (as ordinary resolution 2); and
The election of Ms. Fariyal Mukaddam as member of the Audit and Risk Committee (as ordinary resolution 3); and
The election of Mr. Bright Khumalo as member of the Audit and Risk Committee (as ordinary resolution 4), all until the next AGM of the Company."

Brief profiles of the independent non-executive directors offering themselves for election as members of the Audit and Risk Committee are contained on pages 39 and 40 of the Annual Report.

Reason for Ordinary Resolution Numbers 2, 3 and 4 (inclusive):

The reason for ordinary resolution numbers 2, 3 and 4 (inclusive) is that the Company, being a public company, must elect an audit committee and the Companies Act requires that the members of such audit committee be elected, or re-elected, as the case may be, at each annual general meeting of a company.

For ordinary resolution numbers 2, 3 and 4 to be adopted, the support of more than 50% of the total number of votes exercisable by shareholders, present in person or by proxy is required.

5.3 ORDINARY RESOLUTION NUMBER 5 – Ratification of the appointment of Hendrik Petrus Barnhoorn as a Non-Executive Director of the Company

"RESOLVED THAT, the appointment of Henk Petrus Barnhoorn as a Non-Executive Directors of the Company effective from 01 June 2022, be and is hereby ratified."

For ordinary resolution number 5 to be adopted, the support of more than 50% of the total number of votes exercisable by shareholders, present in person or by proxy is required.

5.4 ORDINARY RESOLUTION NUMBER 6 – General authority to issue ordinary shares for cash

"RESOLVED THAT, *the directors of the Company be and are hereby authorised, by way of a general authority, to allot and issue any of the Company's unissued shares for cash as they in their discretion may deem fit, without restriction, subject to the provisions of the Company's MOI, the Companies Act and the CTSE Listing Requirements, provided that:*

- *The approval shall be valid until the date of the next AGM of the Company, provided it shall not extend beyond fifteen months from the date of this resolution;*
- *The general issues of shares for cash under this authority may not exceed, in the aggregate, 10 % of the Company's issued share capital, being 1,000,000 shares, of that class as at the date of this notice of AGM;*
- *Any such issue will only be made to public shareholders as defined in the CTSE Listing Requirements and not to related parties of the Altvest;*
- *in determining the price at which the securities will be issued under this general authority, any such issue will be at the consolidated net asset value per share of Altvest (per the latest published interim or annual financial information), provided that the maximum discount permitted on any such issue will be 10% to the net asset value per share; and*
- *any such issue will only be comprised of securities of a class already in issue or, if this is not the case, will be limited to such securities or rights that are convertible into a class already in issue.*

For listed entities wishing to issue shares for cash (other than issues by way of rights offers and/or in consideration for acquisitions and/or to duly approved share incentive schemes), it is necessary for the Board to obtain the prior authority of the shareholders in accordance with the CTSE Listings Requirements and the MOI of the Company."

Reason for Ordinary Resolution Number 6:

The reason for ordinary resolution number 6 is accordingly to obtain a general authority from shareholders to issue shares for cash in compliance with the CTSE Listing Requirements and the MOI of the Company.

For ordinary resolution number 6 to be adopted, the support of at least 75% of the total number of votes exercisable by shareholders, present in person or by proxy is required.

5.5 ORDINARY RESOLUTION NUMBER 7 – Waiver of the requirement for the interim financial information of the Company to be reviewed by the Company's reporting accountants

"RESOLVED THAT, *in accordance with paragraph 12.17.3 of the CTSE Listing Requirements, as a general mandate,* *shareholders hereby specifically waive the requirement for the interim financial information of the Company for the six months ended 31 August 2022 to be reviewed by the Company's reporting accountants, it being recorded that the approval by the Board of directors in respect of the aforementioned interim financial information shall be sufficient."*

Reason for Ordinary Resolution Number 7:
In terms of the CTSE Listing Requirements, issuers listed on CTSE are required to have their interim financial information reviewed by their reporting accountants, unless shareholders specifically waive this requirement through passing an ordinary resolution at the AGM.

For ordinary resolution number 7 to be adopted, the support of more than 50% of the total number of votes exercisable by shareholders, present in person or by proxy is required.

SPECIAL RESOLUTIONS
To consider and if deemed fit approve, with or without modification, the following special resolutions:

5.6 SPECIAL RESOLUTION NUMBER 1 – Financial assistance to related and inter-related parties

"RESOLVED THAT, *in terms of section 45(3)(a)(ii) of the Companies Act, as a general approval, that the Altvest Board may, subject to compliance with the requirements of the Company's MOI, the Companies Act and the CTSE Listing Requirements, authorise the Company to provide direct or indirect financial assistance, as contemplated in section 45(1) of the Companies Act, that the Altvest Board may deem fit to any company or corporation that is or becomes related or inter-related (as defined in the Companies Act) to the Company, on the terms and conditions and for amounts that the Altvest Board may determine, provided that the aforementioned approval shall be valid until the date of the next annual general meeting of the Company."*

Reason for and effect of Special Resolution Number 1:
The reason for and effect of special resolution number 1 is to grant the directors of the Company the authority, until the next annual general meeting of the Company, to provide direct or indirect financial assistance to any company or corporation which is related or inter-related to the Company. This means that the Company is, inter alia, authorised to grant loans to its subsidiaries and to guarantee the debt of its subsidiaries.

For special resolution number 1 to be adopted, the support of at least 75% of the total number of votes exercisable by shareholders, present in person or by proxy is required.

5.6 SPECIAL RESOLUTION NUMBER 2 – Financial assistance for the subscription and/or purchase of shares in the Company or a related or inter-related company

"RESOLVED THAT, *in terms of section 44(3)(a)(ii) of the Companies Act, as a general approval, that the Board of directors of the Company may, subject to compliance with the requirements of the Company's MOI, the Companies Act and the CTSE Listing Requirements, authorise the Company to provide direct or indirect financial assistance, as contemplated in sections 44(1) and 44(2) of the Companies Act, that the Board of directors of the Company may deem fit to any company or corporation that is related or inter- related to the company (as defined in the Companies Act) and/or to any financier who provides funding by subscribing for preference shares or other securities in the Company, on the terms and conditions and for amounts that the Board of directors of the Company may determine for the purpose of, or in connection with the subscription of any option, or any shares or other securities, issued or to be issued by the Company or a related or inter-related company or corporation, or for the purchase of any shares or securities of the Company or a related or inter-related company or corporation, provided that the aforementioned approval shall be valid until the date of the next annual general meeting of the Company."*

Reason for and effect of Special Resolution Number 2:

The reason for and effect of special resolution number 2 is to grant the directors of the Company authority, until the next annual general meeting the Company, to provide financial assistance to any company or corporation which is related or inter-related to the Company and/or any financier for the purpose of or in connection with, the subscription or purchase of options, shares or other securities in the Company or any related or inter-related company or corporation. This means that the Company is authorised, inter alia, to grant loans to its subsidiaries and to guarantee and furnish security for the debt of its subsidiaries where any such financial assistance is directly or indirectly related to a party subscribing for options, shares or securities in the Company or its subsidiaries.

A typical example of where the Company may rely on this authority is where a subsidiary raised funds by way of issuing preference shares and the third-party funder requires the Company to furnish security, by way of a guarantee or otherwise, for the obligations of its subsidiary to the third-party funder arising from the issue of the preference shares. The Company has no immediate plans to use this authority and is simply obtaining same in the interests of prudence and good corporate governance should the unforeseen need arise to use the authority.

In terms of and pursuant to the provisions of sections 44 and 45 of the Companies Act, the directors of the Company confirm that the Altvest Board will satisfy itself, after considering all reasonably foreseeable financial circumstances of the Company, that immediately after providing any financial assistance as contemplated in special resolution numbers 1 and 2 above:

- *the assets of the Company (fairly valued) will equal or exceed the liabilities of the Company (fairly valued) (taking into consideration the reasonably foreseeable contingent assets and liabilities of the Company);*
- *the Company will be able to pay its debts as they become due in the ordinary course of business for a period of 12 months;*
- *the terms under which any financial assistance is proposed to be provided, will be fair and reasonable to the Company; and*
- *all relevant conditions and restrictions (if any) relating to the granting of financial assistance by the Company as contained in the Company's MOI have been met.*

For special resolution number 2 to be adopted, the support of at least 75% of the total number of votes exercisable by shareholders, present in person or by proxy is required.

5.7 SPECIAL RESOLUTION NUMBER 3 - Non-executive director's Remuneration

"**RESOLVED THAT**, *unless otherwise determined by the Company in general meeting, the fees payable to non-executive directors for their services as directors, until the next AGM, as set out below, be approved:*
Attendance fee per Board meeting – R25 000.00 excluding VAT
Attendance fee per Investment Committee meeting – R6 000.00 excluding VAT
Attendance fee per Audit and Risk Committee meeting (Chairperson) – R10 000.00 excluding VAT
Attendance fee per Audit and Risk Committee meeting (Members) – R5 000.00 excluding VAT

For special resolution number 3 to be adopted, the support of at least 75% of the total number of votes exercisable by shareholders, present in person or by proxy is required.

5.8 SPECIAL RESOLUTION NUMBER 4 - Share repurchases by Altvest and its Subsidiaries

"RESOLVED THAT, *the Company or any of its subsidiaries, be and are hereby authorised, by way of a general authority, to repurchase any of the shares issued by the Company, upon such terms and conditions and in such amounts as the Board of directors may from time to time determine, but subject to the provisions of sections 46 and 48 of the Companies Act, the MOI of the Company, the CTSE Listing Requirements and the requirements of any other stock exchange on which the shares of the Company may be quoted or listed, including, inter alia, that:*

- *the general repurchase of the shares may only be implemented through the order book operated by the CTSE trading system and done without any prior understanding or arrangement between the Company and the counterparty;*
- *this general authority shall only be valid until the next annual general meeting of the Company, provided that it shall not extend beyond 15 (fifteen) months from the date of passing this resolution;*
- *a resolution has been passed by the Board of directors approving the purchase, that the Company and*

its subsidiaries have satisfied the solvency and liquidity test as defined in section 4 of the Companies Act, and since the solvency and liquidity test was applied there have been no material changes to the financial position of the Company and its subsidiaries (hereinafter referred to as "the Group");

- *the general repurchase is authorised by the Company's MOI; and*
- *the Company may not effect a repurchase during any prohibited period as defined in terms of the CTSE Listing Requirements unless there is a repurchase programme in place, which programme has been submitted to CTSE in writing and executed by an independent third party."*

Reason for and effect of Special Resolution Number 4:

The reason for and effect of special resolution number 4 is to grant the directors a general authority in terms of its MOI and the CTSE Listing Requirements for the acquisition by the Company or by a subsidiary of the Company of shares issued by the Company on the basis reflected in special resolution number 4.

In terms of section 48(2)(b)(i) of the Companies Act, subsidiaries may not hold more than 10%, in aggregate, of the number of the issued shares of a company. For the avoidance of doubt, a pro rata repurchase by the Company from all its shareholders will not require shareholder approval, save to the extent as may be required by the Companies Act.

For special resolution number 4 to be adopted, the support of at least 75% of the total number of votes exercisable by shareholders, present in person or by proxy is required.

5.9 SPECIAL RESOLUTION NUMBER 5 – Authority to use or allocate treasury shares to new employees

"RESOLVED THAT, the directors of the Company and/or any of its subsidiaries from time to time be and are hereby authorised by way of a special authority to allot and transfer, 29 900 ordinary shares, already in issue as treasury shares, as set out below, to the new employees noted, who joined the Company post 28 February 2022, on such terms and conditions and at such times as the directors in their discretion deem fit, subject to the Act, the memorandum of incorporation of the Company and Listings Requirements of the Cape Town Stock Exchange (CTSE).

Suzanne Van Niekerk	9 900 Ordinary Shares
Reggie Ntando Dlamini	20 000 Ordinary Shares

For special resolution number 5 to be adopted, the support of at least 75% of the total number of votes exercisable by shareholders, present in person or by proxy is required.

6. OTHER BUSINESS

To transact such other business as may be transacted at an annual general meeting and/or any matters raised by shareholders with or without advance notice to the Company.

NOTICE OF THE ANNUAL GENERAL MEETING

7. ADDITIONAL INFORMATION

7.1 Record Dates

7.1.1 Notice Record Date

The record date in terms of section 59 of the Companies Act for shareholders to be recorded on the securities' register of the Company in order to receive notice of the Annual General Meeting is Friday, 19 August 2022.

7.1.2 Voting Record Date

The record date in terms of section 59 of the Companies Act for shareholders to be recorded on the securities' register of the Company in order to be able to attend, participate and vote at the Annual General Meeting is Friday, 23 September 2022.

7.2 Information Relating to the Special Resolutions

The directors of the Company or its subsidiaries will only utilise the general authority to purchase shares of the Company as set out in special resolution number 4 to the extent that the directors, after considering the maximum number of shares to be purchased, are of the opinion that the position of the Group would not be compromised as to the following:

- the Group's ability in the ordinary course of business to pay its debts for a period of 12 (twelve) months after the date of this Annual General Meeting and for a period of 12 (twelve) months after the purchase;
- the consolidated assets of the Group will, at the time of the AGM and at the time of making such determination, be in excess of the consolidated liabilities of the Group. The assets and liabilities should be recognised and measured in accordance with the accounting policies used in the latest audited annual group financial statements of the Group;
- the ordinary capital and reserves of the Group after the purchase will remain adequate for the purpose of the business of the Group for a period of 12 (twelve) months after the Annual General Meeting and after the date of the share purchase; and
- the working capital available to the Group after the purchase will be sufficient for the Group's requirements for a period of 12 (twelve) months after the date of the notice of the Annual General Meeting.

7.3 Quorum Requirements:

7.3.1 The AGM cannot begin until sufficient persons (being not less than three in number who are entitled) are present at the AGM to exercise, in aggregate, at least 25% of all voting rights that are entitled to be exercised in respect of at least one matter to be decided at the AGM.

7.3.2 The chairperson of the AGM cannot put a resolution or matter to the vote of Shareholders unless sufficient persons (being not less than three in number who are entitled) are present at the AGM to exercise, in aggregate, at least 25% of all voting rights that are entitled to be exercised in respect of at least one matter to be decided at the AGM.

7.4 Voting and Proxies

7.4.1 A shareholder of the Company entitled to attend and vote at the AGM is entitled to appoint a proxy (who need not be a shareholder of the Company) to attend, vote and speak in his/her stead.

7.4.2 A form of proxy is attached for the convenience of any shareholder holding shares who cannot attend the AGM but who wishes to be represented thereat.

7.4.3 It is recommended for the proxy forms to be completed and forwarded to reach the Transfer Secretary at least 24 hours prior to the AGM, being no later than 10h00 on Friday, 30 September 2022 for administrative purposes.

7.4.4 Electronic Voting Online

7.4.4.1 Shareholders who are recorded in the securities register of Altvest will be entitled to electronically cast their votes on the CTSE Registry Voting Portal, from the date of the Notice of AGM until the AGM, being Monday, 03 October 2022. Voting will close once the last resolution to be voted on has been proposed at the AGM. Votes cast by Shareholders who have submitted their votes prior to Voting Record Date and who subsequently disposed of their securities held in Altvest, will be disregarded or amended to their new voting rights as on Voting Record Date.

7.4.4.2 All Shareholders will be able to register to attend the AGM and/or Vote by accessing the CTSE Registry Voting Portal via the following link: https://ctseregistry.co.za and following the steps in paragraph 7.4.4.4 below.

7.4.4.3 Shareholders who cast their votes on the CTSE Registry Voting Portal and who do not attend the electronic AGM, would be regarded as voting by proxy, and as a result authorise the chairperson of the AGM to attend, speak and vote for each respective shareholder at the AGM for purposes of considering and, if deemed fit, passing, with or without modification, the resolutions to be proposed thereat and at each adjournment or postponement thereof, and to vote in accordance with each respective shareholder's votes as exercised on the CTSE Registry Voting Portal in respect of the Altvest shares registered in each shareholder's name.

7.4.4.4 Steps to Register to Attend the Electronic Annual General Meeting and Voting Online:

- Access the CTSE Registry Voting Portal via the following link: https://ctseregistry.co.za;
- Capture the Shareholder's Email or Cell Phone number and request your OTP;
- An OTP will be sent to the cell phone number you have entered on the previous screen which must be captured and submitted on the next screen;
- You will be requested to submit or update your details;
- Once completed, click on the elections tab on the left side of your screen
- A screen containing the AGM resolutions on which you need to vote will open;
- You will be able to vote "in Favour", "Against" or "Abstain" for each resolution;
- Make your choice and click "Submit Resolutions"; and
- A link to attend the AGM will be available on the voting screen to click on to register and attend the meeting.

NOTICE OF THE ANNUAL GENERAL MEETING

7.4.4.5 In the event shareholders would like to change or cancel their votes cast via the CTSE Registry Voting Portal, Shareholders must do so at any time prior to the AGM resolutions being voted on at the AGM by updating their vote following the same process as set out in 7.4.4.4 above. Should you require any assistance with voting online or changing or cancellation of votes, please contact the CTSE Registry, being the Transfer Secretary on 011 100 8352 or by email at admin@ctseregistry.co.za. The Transfer Secretary must be informed prior to the commencement of the AGM, if a Shareholder intends to change or cancel his/her votes at the AGM. For the avoidance of doubt, votes which are changed or cancelled by Shareholders at the AGM will prevail and all previous votes submitted on the CTSE Registry Voting Portal will be deemed null and void.

7.4.4.6 Shareholders who experience any difficulty with registration for the electronic AGM or Online Voting must please contact CTSE Registry, being the Transfer Secretary, on 011 100 8352 or by email at admin@ctseregistry.co.za for assistance to ensure that they are able to vote and access the meeting.

7.5 Electronic attendance and participation

7.5.1 Altvest will conduct the AGM by way of electronic participation only, as permitted by CTSE and the provisions of the Companies Act, and the Company's MOI.

7.5.2 CTSE Registry will assist shareholders with all the requirements for electronic participation and is obliged to validate the information of each Shareholder's entitlement to participate in and/or vote at the AGM before providing it with the necessary means to access the AGM electronically and/or the electronic voting platform.

7.5.3 Aside from the costs incurred by Altvest as a result of the hosting by CTSE Registry of the AGM by way of a remote interactive electronic platform, which Shareholders can choose to access, Shareholders will be liable for their own network charges in relation to electronic participation in and/or voting at the AGM. Any such charges will not be for the account of CTSE, Altvest and/or CTSE Registry. None of the CTSE, Altvest and/or CTSE Registry can be held accountable in the case of loss of network connectivity or other network failure due to insufficient airtime, internet connectivity, internet bandwidth and/or power outages which prevents any such shareholder from participating in and/or voting at the AGM.

7.5.4 Notwithstanding the availability of the electronic voting platform, shareholders may still submit forms of proxy to CTSE Registry by no later than 10h00 on Monday, 03 October 2022 or the time and date stipulated by CTSE Registry for administrative purposes.

By order of the Board

CTSE Registry Services (Pty) Ltd
Company Secretary
25 August 2022

ALTVEST CAPITAL LIMITED
Incorporated in the Republic of South Africa
Registration Number: 2021/540736/06
CTSE Share Code: 4AAVC
ISIN: ZAE400000143

("Altvest" or "the Company")

FORM OF PROXY

FOR USE BY SHAREHOLDERS WHO CANNOT ATTEND THE ANNUAL GENERAL MEETING OF THE COMPANY BUT WISHES TO BE REPRESENTED THEREAT

Where appropriate and applicable, the terms defined in the notice of Annual General Meeting to which this form of proxy is attached bear the same meanings in this form of proxy.

For use by shareholders of the Company, registered as such at the close of business on **Friday, 23 September 2022**, being the voting record date **("Voting Record Date"),** at the annual general meeting of the Company to be held entirely by electronic communication on **Monday, 03 October 2022**, at **10:00** (hereinafter referred to as **"Annual General Meeting"** or **"AGM"**) or any postponement of this meeting.

I/We (FULL NAME IN BLOCK LETTERS)

of (ADDRESS)

being the holder/s of must be issued shares in the Company hereby appoint:

1. or failing him/her,

2. or failing him/her,

3. the chairperson of the annual general meeting,

NOTICE OF THE ANNUAL GENERAL MEETING

my/our proxy to attend, speak and vote for me/us and on my/our behalf at the Annual General Meeting and/or at any postponement or adjournment thereof, for the purpose of considering and, if deemed fit, passing, with or without modification, the resolutions to be proposed at the Annual General Meeting, and to vote on the resolutions in respect of the ordinary shares registered in my/our name(s), in the following manner:

	NUMBER OF SHARES		
AGENDA	***IN FAVOUR OF**	***AGAINST**	***ABSTAIN**
ORDINARY RESOLUTION NUMBER 1: Re-Appointment of Deloitte Touche as auditor			
ORDINARY RESOLUTION NUMBER 2: Re-election of Ms Joanne Baynham as member and Chair of the Audit and Risk Committee			
ORDINARY RESOLUTION NUMBER 3: Re-election of Ms Fariyal Mukaddam as member of the Audit and Risk Committee			
ORDINARY RESOLUTION NUMBER 4: Re-election of Mr Bright Khumalo as member of the Audit and Risk Committee			
ORDINARY RESOLUTION NUMBER 5: Ratification of the Appointment of Hendrik Petrus Barnhoorn as Non-Executive Director of the Company			
ORDINARY RESOLUTION NUMBER 6: General Authority to Issue Ordinary Shares for Cash			
ORDINARY RESOLUTION NUMBER 7: Waiver of the requirement for the interim financial information of the Company to be reviewed by the Company's external auditor			
SPECIAL RESOLUTION NUMBER 1: Financial Assistance to Related and Inter-Related Parties			
SPECIAL RESOLUTION NUMBER 2: Financial Assistance for the Subscription and/or Purchase of Shares in the Company or a Related or Inter-Related Company			
SPECIAL RESOLUTION NUMBER 3: Approval of the remuneration of Non-Executive Directors			
SPECIAL RESOLUTION NUMBER 4: Share Repurchases by Altvest and its Subsidiaries			
SPECIAL RESOLUTION NUMBER 5: Authority to use or allocate treasury shares to new employees			

* *One vote per share held by shareholders recorded in the register on the Voting Record Date.*

* *Mark "in Favour of", "against" or "abstain" as required. If no options are marked, the proxy will be entitled to vote as he/she thinks fit.*

Unless otherwise instructed, my/our proxy may vote or abstain from voting as he/she thinks fit.

Signed this day of 2022

Signature of shareholder(s)

Assisted by me (where applicable)

Please indicate how you wish your votes to be cast in the appropriate box provided.

A shareholder entitled to attend and vote at the electronic annual general meeting is entitled to appoint a proxy to attend, vote and speak in his/her stead. A proxy need not be a member of the Company. Forms of proxy must be deposited at:

COMPANY SECRETARY	TRANSFER SECRETARY
For the attention of: CTSE Registry cosec@ctseregistry.co.za	5th Floor, 68 Albert Road Woodstock, Cape Town, 7925 South Africa (Postnet Suite 5, Private Bag X4, Woodstock, 7915) **For the attention of: CTSE Registry** admin@ctseregistry.co.za

So as to be received by the Company, by no later than 10:00 on Friday, 30 September 2022.

NOTICE OF THE ANNUAL GENERAL MEETING

NOTES TO THE FORM OF PROXY:

1. This form of proxy is only to be completed by those shareholders who cannot attend the Annual General Meeting of the Company and wished to appoint another person to represent them at the Annual General Meeting.
2. A shareholder may insert the name of a proxy or the names of two alternative proxies of the shareholder's choice in the space, with or without deleting "the chairperson of the annual general meeting". The person whose name is first on the form of proxy and who is present at the Annual General Meeting will be entitled to act as proxy to the exclusion of those whose names follow.
3. A shareholder's instructions to the proxy must be indicated by means of a tick or cross in the appropriate box. However, if you wish to cast your votes for a lesser number of shares than you own in the company, insert the number of shares in respect of which you desire to vote. If -
   i) a shareholder fails to comply with the above; or
   ii) gives contrary instructions on any matter, or any additional resolution(s) which are properly put before the meeting; or
   iii) the resolution listed in the form of proxy is modified or amended, the shareholder will be deemed to authorise the chairperson of the Annual General Meeting, if the chairperson is the authorised proxy, to vote in favour of the resolutions at the Annual General Meeting, or any other proxy to vote or abstain from voting at the Annual General Meeting as he/she deems fit, in respect of all the shareholder's exercisable votes.
   If, however, the shareholder has provided further written instructions that accompany this form of proxy and indicate how the proxy should vote or abstain from voting in any of the circumstances referred to in i) to iii), the proxy will comply with those instructions.
4. The forms of proxy should be lodged at.

COMPANY SECRETARY	TRANSFER SECRETARY
For the attention of: CTSE Registry cosec@ctseregistry.co.za	5th Floor, 68 Albert Road Woodstock, Cape Town, 7925 South Africa (Postnet Suite 5, Private Bag X4, Woodstock, 7915) **For the attention of: CTSE Registry** admin@ctseregistry.co.za

So as to be received by the Company, by no later than 10:00 on Friday, 30 September 2022.

5. The completion and lodgement of this form of proxy will not preclude the relevant shareholder from attending the Annual General Meeting and speaking and voting in person to the exclusion of any proxy appointed, should such shareholder wish to do so. In addition, a shareholder may revoke the proxy appointment by
   (i) cancelling it in writing, or making a later inconsistent appointment of a proxy; and
   (ii) delivering a copy of the revocation instrument to the proxy and to the Company.
   The revocation of a proxy appointment constitutes a complete and final cancellation of the proxy's authority to act on behalf of the shareholder as at the later of the date stated in the revocation instrument, if any, or the date on which the revocation instrument was delivered in the required manner.
6. The chairperson of the Annual General Meeting may reject or accept any form of proxy that is completed and/or received, other than in compliance with these notes provided that, in respect of acceptances, he is satisfied on the manner in which the shareholder(s) concerned wish(es) to vote.
7. Any alteration to this form of proxy, other than a deletion of alternatives, must be initialled by the signatory(ies).
8. Documentary evidence establishing the authority of a person signing this form of proxy in a representative capacity must be attached herewith (save to the extent that the chairperson waives compliance with this requirement).
9. A minor must be assisted by a parent or guardian unless the relevant documents establishing his/her legal capacity are produced.
10. Where there are joint holders of shares:
    10.1. Any one holder may sign the form of proxy;
    10.2. The vote of the senior (for that purpose, seniority will be determined by the order in which the names of shareholders appear in the register of members) shareholder who tenders a vote (in person or by proxy) will be accepted to the exclusion of the vote(s) of the other joint holder(s) of shares.
11. If duly authorised, companies and other corporate bodies that are shareholders of the Company with shares registered in their own name may, instead of completing this form of proxy, appoint a representative to represent them and exercise all their rights at the meeting by giving written notice of the appointment of that representative. This notice will not be effective at the Annual General Meeting unless it is accompanied by a duly certified copy of the resolution or other authority in terms of which that representative is appointed and is received prior to the Annual General Meeting.
12. This form of proxy may be used at any adjournment of the Annual General Meeting, including any postponement due to a lack of quorum, unless withdrawn by the shareholder.
13. These notes summarise the relevant provisions of section 58 of the Companies Act 2008 ("the Companies Act"), as required.

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