Premier

Growing Together

ANNUAL RESULTS AND DIVIDEND DECLARATION

for the year ended 31 March

2025

FINANCIAL HIGHLIGHTS
FOR THE FINANCIAL YEAR ENDED 31 MARCH 2025

Revenue **R19.9 billion** ↑ 7.0%	EBITDA **R2.4 billion** ↑ 14.7%	EBITDA margin **11.8%** (2024: 11.0%)
Operating profit **R1.9 billion** ↑ 16.9%	Operating profit margin **9.6%** (2024: 8.8%)	Net profit **R1.2 billion** ↑ 31.1%
Net profit margin **6.1%** (2024: 5.0%)	EPS **936 cps** ↑ 31.0%	HEPS **943 cps** ↑ 26.8%
Group leverage ratio **0.7x** (2024: 0.9x)	Cash generated from operations **R2.4 billion**	Voluntary debt repayments(1) **R340m** (2024: R916m)
ROIC(2) **24.9%** (2024: 22.4%)	Cash dividend **271 cps** (2024: 220 cps)	ROE(3) **30.6%** (2024: 30.9%)

(1) Voluntary debt repayments consist of R250 million repaid on the Syndicated RCF facility on 31 December 2024, together with R50 million and R40 million repaid on the Eswatini borrowing facilities on 31 December 2024 and 31 March 2025 respectively.

(2) Refers to return on average invested capital adjusted for the 2008 historical revaluation of intangibles of R722 million.

(3) Refers to return on equity adjusted for the 2008 historical revaluation of intangibles of R722 million.

COMMENTARY
FOR THE YEAR ENDED 31 MARCH 2025

OVERVIEW

Premier Group Limited and its subsidiaries (together "Premier" or the "Group") are pleased to announce our results for the year ended 31 March 2025. Through meticulous margin management and efficiencies, as well as a commitment to producing quality products at the lowest cost, moderate revenue growth has been leveraged into meaningful improvement in operational earnings. Premier manages the consolidated business based on a marginal contribution, as changes in its revenue are heavily influenced by changes in global grain prices. Lower global wheat prices compared with the prior year, as well as soft trading in the maize category driven by record high, weather-induced raw maize prices, detracted from revenue growth for the year. Staying the course and maintaining a clear focus on our long-term strategy of investing in state-of-the-art facilities and the upskilling and engagement of our workforce has enabled Premier to show resilience and deliver on its intention of creating sustainable value for its stakeholders.

At a macro level, despite the successful transition to a Government of National Unity and inflation moderating to below the middle of the target range, high interest rates, volatile soft commodity prices and low economic growth continue to besiege the consumer. Maize raw material prices reached record highs during the financial year but are believed to have peaked by year-end. Currently, all indications are that prices will soften in the coming months, which should provide some relief to consumers. Infrastructure challenges unfortunately persist, highlighted by the intermittent return of loadshedding and the ongoing water shortages in several municipalities. Despite these external challenges, Premier remains well positioned to continue delivering sustainable returns through a "brilliant at the basics" mentality, manifesting in our relentless focus on efficiencies, health and safety, operational optimisation and agile execution. More importantly we are absolutely focused and committed to our products and people making a difference in the everyday lives of our consumers.

We're excited about a number of achievements and initiatives underway this year. The Group's investments in its inland bakeries, the development of confectionery offerings and expansion of manufacturing and packaging capabilities for feminine hygiene products have all continued unabated. Nine months of Goldkeys International (Pty) Ltd's ("Goldkeys") contribution as an associate has been included in the results, and progress is being made on expanding Goldkeys from a regional presence in KwaZulu-Natal, to a national presence across partner retailers. To achieve this, investments are being made in product quality, brand building, consumer awareness and ensuring availability of the Goldkeys range in the retail and wholesale channels. Rice is a key staple in our consumers' basket and several synergies are emerging from our partnership with Goldkeys. Global rice prices ran up sharply in 2023/4, peaking in May 2024 and have been on a downward trajectory since then which has introduced volatility into the local market. In December 2024, Premier acquired a minority stake in ZEN Commodities Trading DWC-LLC ("ZEN Commodities"). ZEN Commodities is a Dubai-based, soft commodities trading business that procures rice from Thailand, and elsewhere, for supply to rice packers in Southern Africa. Future plans for ZEN Commodities are to expand its customer base, as well as the range of commodities it supplies. Subsequent to the Goldkeys and ZEN Commodities acquisitions, Premier's service and product offering is more closely aligned with customer needs.

In September 2024, Premier was included in the FTSE/JSE All Share Index. Premier's performance and investment case has been recognised by the wider investor base on the JSE Limited, and we are encouraged by the increasing list of shareholders in our share register. Rest assured that Premier takes immense care and pride in being a steward of investor capital and delivering above-market returns to our shareholders. Premier looks forward to continuing our growth story and to delivering sustainable shareholder returns to its wider investor base.

Meaningful community involvement is ingrained in Premier's day-to-day operations as we continue to invest in our strategy of "earning the right to operate in the communities where we trade". Established collaborations with partner non-profit organisations enabled us to donate, and distribute, products valued at R67 million during the year. This equates to approximately 33 million nutritional meals and over 1 million menstrual hygiene products supporting menstrual health for girls attending school.

FINANCIAL REVIEW

The Group's revenue increased by 7.0% to R19.9 billion, supported by revenue growth in both the Millbake and the Groceries and International divisions of 5.7% and 13.3% respectively. Moderate revenue growth was expected in the light of deflationary global wheat prices, the impact of high maize prices on consumer demand and a generally subdued economic environment.

Earnings before finance income and finance costs, foreign exchange (losses)/gains, share of net profit in equity-accounted investments, tax, depreciation and amortisation ("EBITDA") increased by 14.7% to R2.4 billion. Millbake EBITDA grew by 14.7%, while the Groceries and International EBITDA grew by 9.2%. The Group's EBITDA margin improved by 80 basis points to 11.8% compared to the prior year level of 11.0%.

Operating profit increased by 16.9% to R1.9 billion. The operating profit margin improved by 80 basis points to 9.6% when compared to the prior year.

Net finance costs decreased by 16.7% to R306 million, the result of debt repayments made on borrowings and the reduction of interest rates post the refinancing of the syndicated debt facilities during the year.

The effective tax rate for the year decreased to 26.0% from 27.2%.

Net profit increased by 31.1% to R1.2 billion, improving the net profit margin to 6.1%, an increase of 110 basis points over the prior year.

Earnings per share ("EPS") increased by 31.0% to 936 cents and headline earnings per share ("HEPS") increased by 26.8% to 943 cents, when compared to prior year.

Cash generated from operations was in line with the prior year, at R2.4 billion, enabled by growth in EBITDA and supported by disciplined working capital management.

Net cash outflow from investing activities increased by 68.9% to R1.2 billion largely comprising capital expenditure ("capex") (including prepaid capex) of R726 million invested in several site upgrades, including the Aeroton bakery and the new liquorice line. Corporate acquisitions were concluded to the value of R317 million. In June 2024, the Group acquired a 30% shareholding in Goldkeys for a purchase consideration of R314 million. In December 2024, Premier acquired a minority stake (13.3% shareholding) for a nominal value in ZEN Commodities and provided shareholder loan funding of $6 million (R108 million) to ZEN Commodities (in proportion to its shareholding) to fund its operations.

The net cash outflow from financing facilities of R345 million mainly relates to R340 million of voluntary capital repayments, R161 million repaid on the Standard Bank facility and R200 million received upon the refinancing of the Syndicated Term and RCF facilities. The refinancing resulted in a reduction of the interest rates on the facilities to JIBAR plus 1.25% and extended maturity dates to 30 September 2028. At 31 March 2025, R1.4 billion on the Revolving Credit Facility remains available to drawdown for future funding needs if required.

Other material cash flows during the year include net interest paid of R304 million, tax paid of R442 million and dividends paid of R287 million.

The Group's net debt (including lease liabilities but excluding the trade financing facility) on 31 March 2025 was R1.7 billion, translating into a leverage ratio of 0.7x (2024: 0.9x) for the Group. The cash generated by the Group has enabled it to continue reducing the leverage ratio compared to historical levels.

Property, plant and equipment increased by R319 million, mainly attributable to additions of R690 million, which was partially offset by depreciation charges of R343 million and disposals of R17 million. A further R166 million of capex was prepaid to suppliers mainly for the upgrade of the Aeroton bakery. Including the prepayments, the capex to revenue ratio was 3.7% (2024: 3.4%).

Return on invested capital ("ROIC") improved by 250 basis points to 24.9%. ROIC is calculated by using net operating profit after tax (including net profit in equity-accounted investments) divided by average invested capital for the year which has been reduced for the historical revaluation of intangibles of R722 million.

Return on equity ("ROE") decreased by 30 basis points to 30.6%. ROE is calculated using net profit attributable to the owners of the Company divided by equity reduced by the historical revaluation of intangibles.

SEGMENTAL REVIEW

Millbake

The Millbake division achieved a stellar set of results, displaying resilience despite a challenging economic environment. Revenue increased by 5.7% to R16.4 billion and EBITDA increased by 14.7% to R2.3 billion. The EBITDA margin of 13.7% improved by 100 basis points compared to last year. The increase in revenue is attributable to a price/mix growth of 2% and volume growth of 4%.

Improvement in EBITDA continues to be driven by a resolute focus on efficiencies, a disciplined cost containment mindset and service level excellence. The performance is also testimony to our ongoing investment in our sales, marketing and operational teams to ensure consistent quality and availability of our products in the market. Site efficiencies, attained through upgrades of several bakeries and wheat mills, and our relentless focus on product quality, recipe optimisation and best-in-class manufacturing processes continue to reflect in the quality and consistency of our premium Millbake products. Premier's bread brand power score, according to Kantar, increased from 27.3% in 2022 to 33.7% in 2024, indicative of the growing strength of our brands in the minds of consumers. The latest upgrade to our infrastructure stable, the Aeroton mega-bakery, remains on track to be commissioned in the second half of FY2026.

Groceries and International

A good performance was achieved in the Groceries and International division. The division's revenue increased by 13.3% to R3.5 billion and EBITDA increased by 9.2% to R233 million. The EBITDA margin declined slightly by 30 bps to 6.7% from 7.0% in the prior year.

The Home and Personal Care ("HPC") category had a pleasing year. The additional capacity installed in tampon manufacturing and packaging at the eThekwini (Durban) facility remains ahead of efficiency targets. This has enabled improved service levels contributing to volume gains in the local business. The HPC supply chain strategy, focused on becoming the best cost manufacturer to drive market share and brand equity, is gaining traction. Revenue growth in the UK market continues to be supported by growth in the eCommerce channel, while increased promotional activity to protect the brand in the traditional channels detracted from the year's performance.

Sugar Confectionery's performance was disrupted by a three-week transformer related power outage in April 2024, and a three-and-a-half-month strike at the Wadeville factory, both of which impacted service levels. The new private label contracts and product launches continue to gain momentum, reinforcing the strategic relationships we have with our key retail partners. The new liquorice line was commissioned in December 2024, as per plan, and will add exciting new product ranges to the confectionery offering. The first phase of site consolidations has been completed which is anticipated to enhance efficiencies between the two Sugar Confectionery sites.

Post-election tension and civil unrest in Mozambique impacted CIM's operations. Rising inflation continued to push food prices up, further constraining the Mozambican consumer, many of whom are facing extreme poverty. In addition, the country is experiencing a severe currency shortage, restricting grain and other raw material imports, which has tipped the economy into a dire situation. In order to protect the business and its working capital, focus shifted during the year to direct local sales to the informal market, and to growing exports. Some strengthening in currency flows was evident towards the end of the financial year which somewhat improved trading conditions.

DECLARATION OF CASH DIVIDEND

Premier is pleased to announce that, in line with its policy of paying out 30% of diluted headline earnings per share as dividends, a final gross dividend of 271 cents per share (2024: 220 cents per share) has been declared out of the Company's reserves, in respect of both the ordinary shares of no-par value and the unlisted "A" and "A1" ordinary shares of no-par value, for the year ended 31 March 2025.

Cash flows over FY2025 remained ahead of expectations and the Company has shown strong deleveraging of the balance sheet ahead of initial guidance. Premier continues to maintain appropriate cash reserves to execute on committed capital requirements, as well as to retain flexibility to assess organic and inorganic growth opportunities as they may arise. Furthermore, the Board is satisfied that the Company is solvent and liquid, and that it has sufficient capital and reserves after the payment of the final dividend, to support its operations for the foreseeable future.

DECLARATION OF CASH DIVIDEND (CONTINUED)

A dividend withholding tax of 20% (or 54.20000 cents per share) will be applicable, resulting in a net dividend of 216.80000 cents per share, unless the shareholder concerned is exempt from paying dividend withholding tax or is entitled to a reduced rate in terms of an applicable double-tax agreement.

The Company's tax reference number is 9102629160.

The salient dates relating to the payment of the dividend are as follows:

Last day to trade in order to participate in the dividend	Tuesday, 8 July 2025
First day to trade ex-dividend	Wednesday, 9 July 2025
Record date	Friday, 11 July 2025
Payment date	Monday, 14 July 2025

Share certificates may not be dematerialised or rematerialised between Wednesday, 9 July 2025 and Friday, 11 July 2025, both days inclusive.

In terms of the Company's Memorandum of Incorporation, dividends will only be transferred electronically to the bank accounts of shareholders. In the instance where shareholders do not provide the Transfer Secretaries with their banking details, the dividend will not be forfeited but will be marked as 'unclaimed' in the share register until the shareholder provides the Transfer Secretaries with the relevant banking details for payout.

OUTLOOK[1]

Moderate revenue growth is anticipated for the most part of FY2026 driven by substantial declines in maize input prices and subdued global wheat prices. Maize prices are expected to soften by mid-2025, which will enable Premier to pass through cost savings to burdened consumers. Local food inflation will be impacted in 2025 by Eskom tariff hikes and failing water infrastructure mitigation. The two-year capital project to refurbish the Aeroton bakery to the standards of Premier's coastal sites and the mega-bakery in Tshwane (Pretoria) is expected to further enhance efficiencies and step change bread quality in the inland region. The Aeroton bakery will replace the capacity of three small-scale, older generation bakeries in the region. Investments in the HPC factory, scheduled for commissioning during H1 2026, are expected to further improve efficiencies and economies of scale.

The Board and management will continue to remain disciplined in the further allocation of capital, selecting value enhancing projects to create sustainable stakeholder returns.

A continued focus on diversity, inclusivity, equity and belonging as the basis for constructive engagement with our workforce will assist in future-proofing Premier, enhancing skills, succession planning and ensuring we are an employer of choice. We have made great strides in establishing healthy succession planning metrics across all operating divisions and more recently applied particular focus on executive leadership development as a key building block of our succession planning strategy. We will continue to progress these customised executive level initiatives enabling us to seamlessly deliver on our leadership succession plan.

Playing a part in providing food security for the nation is integral to our strategy and commitment to serving our low-income consumers. Our sustainability journey will remain high on the agenda and continue to manifest through tangible actions. With our broad staples product offering, efficient low-cost production model and extensive distribution capability, we are well placed to continue serving our broad base of consumers and contributing to food security.

Premier continues to look for corporate acquisitions and industry consolidation opportunities to broaden its footprint in consumer packaged goods. Management has a clearly defined set of criteria to assess opportunities and will remain disciplined in its efforts to augment its organic growth strategies and drive investor returns.

(1) Any reference to future performance included in this announcement has not been reviewed or reported on by the Group's external auditors.

APPRECIATION

On behalf of the Board, we would like to express our gratitude to all our shareholders, our people, our customers, suppliers and all other stakeholders for their valued support.

For and on behalf of the Board

I van Heerden
Chairman

JJ Gertenbach
Chief Executive Officer

Waterfall
10 June 2025

SUMMARY CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 MARCH 2025

	Note	2025 R'000	2024 R'000
Revenue from contracts with customers		**19 884 658**	18 587 224
Cost of sales		**(12 988 712)**	(12 289 261)
Gross profit		**6 895 946**	6 297 963
Other operating income		**24 705**	39 412
Credit loss allowances raised		**(8 291)**	(4 800)
Sales and marketing expenses		**(2 034 676)**	(1 804 292)
Distribution expenses		**(1 015 254)**	(969 558)
Administration expenses		**(1 953 324)**	(1 925 735)
Operating profit		**1 909 106**	1 632 990
Finance income		**23 889**	28 413
Finance costs	3	**(329 598)**	(395 597)
Foreign exchange losses		**(2 168)**	(605)
Share of net profit in equity-accounted investments	4	**28 846**	132
Profit before tax		**1 630 075**	1 265 333
Income tax expense		**(423 494)**	(344 719)
Profit for the year		**1 206 581**	920 614
Other comprehensive income:			
Items that will not be reclassified to profit or loss:			
Remeasurement loss on defined benefit obligations		**(5 259)**	(1 980)
Deferred tax on remeasurements		**1 321**	495
Total items that will not be reclassified to profit or loss		**(3 938)**	(1 485)
Items that may be reclassified to profit or loss:			
Foreign currency translation reserve		**(24 011)**	40 173
Other comprehensive income for the year net of tax		**(27 949)**	38 688
Total comprehensive income for the year		**1 178 632**	959 302
Profit attributable to:			
Owners of the Company		**1 206 559**	921 080
Non-controlling interest		**22**	(466)
		1 206 581	920 614
Total comprehensive income attributable to:			
Owners of the Company		**1 178 610**	959 768
Non-controlling interest		**22**	(466)
		1 178 632	959 302
Earnings per ordinary share attributable to the owners of the Company			
Basic earnings per share (cents)	5	**936.0**	714.5
Basic earnings per share – diluted (cents)	5	**897.7**	705.2

SUMMARY CONSOLIDATED STATEMENT OF FINANCIAL POSITION

FOR THE YEAR ENDED 31 MARCH 2025

	Note	2025 R'000	2024 R'000
ASSETS			
Non-current assets			
Property, plant and equipment		4 286 400	3 967 510
Right-of-use assets		180 672	200 246
Goodwill		233 147	233 147
Intangible assets		1 480 562	1 490 199
Equity-accounted investments	4	353 061	7 246
Loans receivable		117 143	27 339
Deferred income tax		38 048	38 145
		6 689 033	5 963 832
Current assets			
Inventories		2 260 585	2 064 230
Trade and other receivables		1 846 706	1 588 366
Prepayments		197 685	160 971
Income tax receivable		3 139	9 641
Restricted cash		2 645	2 454
Cash and cash equivalents		467 144	636 006
		4 777 904	4 461 668
Total assets		11 466 937	10 425 500
EQUITY			
Share capital		2 464 267	2 464 267
Reserves		(58 482)	(34 682)
Retained income		2 715 061	1 756 998
Equity attributable to the equity holders of the Company		5 120 846	4 186 583
Non-controlling interest		7 685	7 874
Total equity		5 128 531	4 194 457
LIABILITIES			
Non-current liabilities			
Borrowings	6	1 920 000	2 194 703
Lease liabilities		199 894	224 011
Deferred income tax		634 633	618 939
Employee benefit obligations		41 252	38 421
		2 795 779	3 076 074
Current liabilities			
Trade and other payables		1 918 026	1 694 748
Trade financing facility		537 325	478 560
Refund liabilities		630 221	481 192
Employee benefit obligations		395 441	384 081
Borrowings	6	-	25 813
Lease liabilities		47 633	34 937
Income tax payable		13 981	55 638
		3 542 627	3 154 969
Total liabilities		6 338 406	6 231 043
Total equity and liabilities		11 466 937	10 425 500

SUMMARY CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 MARCH 2025

	Share capital R'000	Foreign currency translation reserve R'000	Retained income R'000	Total attributable to equity holders of the Group R'000	Non-controlling interest R'000	Total equity R'000
Balance at 31 March 2023	2 464 267	(72 421)	810 986	3 202 832	7 538	3 210 370
Total comprehensive income for the year	-	40 173	919 595	959 768	(466)	959 302
Profit for the year	-	-	921 080	921 080	(466)	920 614
Other comprehensive income	-	40 173	(1 485)	38 688	-	38 688
Share-based payment transactions	-	-	24 785	24 785	-	24 785
Changes in ownership interest-control not lost	-	-	1 632	1 632	(1 632)	-
Other movements	-	(2 434)	-	(2 434)	2 434	-
Balance at 31 March 2024	**2 464 267**	**(34 682)**	**1 756 998**	**4 186 583**	**7 874**	**4 194 457**
Total comprehensive income for the year	**-**	**(24 011)**	**1 202 621**	**1 178 610**	**22**	**1 178 632**
Profit for the year	**-**	**-**	**1 206 559**	**1 206 559**	**22**	**1 206 581**
Other comprehensive income	**-**	**(24 011)**	**(3 938)**	**(27 949)**	**-**	**(27 949)**
Share-based payment transactions	**-**	**-**	**42 126**	**42 126**	**-**	**42 126**
Dividend distribution	**-**	**-**	**(286 684)**	**(286 684)**	**-**	**(286 684)**
Other movements	**-**	**211**	**-**	**211**	**(211)**	**-**
Balance at 31 March 2025	**2 464 267**	**(58 482)**	**2 715 061**	**5 120 846**	**7 685**	**5 128 531**

SUMMARY CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 MARCH 2025

	2025 R'000	2024 R'000
Cash flows from operating activities		
Cash generated from operations	**2 391 119**	2 391 110
Finance income received	**25 352**	25 905
Finance costs paid	**(329 598)**	(395 597)
Tax paid	**(442 130)**	(325 787)
Cash available from operations	**1 644 743**	1 695 631
Dividends paid	**(286 684)**	-
Net cash inflow from operating activities	**1 358 059**	1 695 631
Cash flows from investing activities		
Replacement of property, plant and equipment	**(195 735)**	(341 797)
Expansion of property, plant and equipment	**(364 461)**	(132 043)
Proceeds from disposal of property, plant and equipment	**5 550**	9 196
Purchase of intangible assets	**(41 219)**	(66 990)
Prepayments for capital expenditure	**(166 178)**	(160 971)
Payment for acquisition of equity-accounted investments	**(316 937)**	(7 051)
Payment on loan advanced	**(108 433)**	-
Proceeds from loans receivable	**18 188**	2 205
Insurance proceeds on property, plant and equipment	**-**	5 346
Increase in restricted cash	**(191)**	(180)
Net cash outflow from investing activities	**(1 169 416)**	(692 285)
Cash flows from financing activities		
Proceeds from borrowings	**200 000**	-
Repayment of borrowings	**(500 516)**	(728 456)
Payment of principal portion of lease liabilities	**(44 377)**	(53 955)
Net repayments of bank overdraft	**-**	(209 624)
Net cash outflow from financing activities	**(344 893)**	(992 035)
Net movement in cash and cash equivalents	**(156 250)**	11 311
Cash and cash equivalents at the beginning of the year	**636 006**	595 402
Effect of exchange rate changes on cash and cash equivalents	**(12 612)**	29 293
Cash and cash equivalents at the end of the year	**467 144**	636 006

NOTES TO THE SUMMARY CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025

1. BASIS OF PREPARATION

The summary consolidated financial statements have been prepared in accordance with the framework concepts and the measurement and recognition concepts of International Financial Reporting Standards ("IFRS®"), the interpretations as issued by the IFRS Interpretations Committee ("IFRIC® Interpretations"), and comply with the South African Institute of Chartered Accountants ("SAICA") Financial Reporting Guides as issued by the Accounting Practices Committee ("APC"), Financial Reporting Pronouncements as issued by the Financial Reporting Standards Council ("FRSC"), the JSE Limited ("JSE") Listing Requirements, the requirements of the South African Companies Act, No. 71 of 2008, as amended ("Companies Act"), and also, as a minimum, contain the information required by IAS 34 Interim Financial Reporting. They have been prepared under the supervision of the Chief Financial Officer, F Grobbelaar CA(SA).

The accounting policies applied in the preparation of the consolidated annual financial statements from which the summary consolidated financial statements are derived, are in terms of IFRS and are consistent with those applied in the previous year.

These results are extracted from audited information and do not include all the notes of the type normally included in the consolidated annual financial statements. Accordingly, the summary consolidated annual financial statements are to be read in conjunction with the consolidated annual financial statements for the year ended 31 March 2025.

The consolidated annual financial statements were audited by PricewaterhouseCoopers Inc., who expressed an unqualified opinion thereon. The auditor's report does not necessarily report on all the information contained in this announcement. The shareholders are therefore advised that, in order to obtain a full understanding of the nature of the auditor's engagement, they should obtain a copy of the auditor's report together with the accompanying financial information. The audited consolidated annual financial statements and the auditor's report thereon are available for inspection on the Company's website www.premierfmcg.com or at the Company's registered office.

The directors take full responsibility for the preparation of these results and confirm that the financial information has been correctly extracted from the underlying consolidated annual financial statements.

NOTES TO THE SUMMARY CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025 (continued)

2. OPERATING SEGMENTS

2025	Millbake R'000	Groceries and International R'000	Corporate office R'000	Total R'000
Revenue from contracts with customers – External	16 414 721	3 469 937	-	19 884 658
Sale of food products	16 382 577	2 246 779	-	18 629 356
Sale of personal care products	-	901 399	-	901 399
Sale of animal feeds	-	310 541	-	310 541
Rendering of services	32 144	-	-	32 144
Royalties received	-	11 218	-	11 218
Inter-segment sales	45 334	75 226	-	120 560
Cost of sales	10 438 923	2 549 789	-	12 988 712
Staff costs	2 058 180	505 124	93 852	2 657 156
EBITDA	2 254 906	233 241	(133 952)	2 354 195
Depreciation and amortisation	306 734	67 212	71 143	445 089
Operating profit	1 948 172	166 029	(205 095)	1 909 106
Finance costs	99 234	13 278	217 086	329 598
Share of net profit/(loss) in equity-accounted investments	31 911	(3 065)	-	28 846
Capital expenditure[1]	540 774	153 546	32 054	726 374

[1] *Includes capital expenditure that was prepaid to suppliers.*

2024	Millbake R'000	Groceries and International R'000	Corporate office R'000	Total R'000
Revenue from contracts with customers – External	15 525 952	3 061 272	-	18 587 224
Sale of food products	15 504 452	1 963 704	-	17 468 156
Sale of personal care products	-	819 666	-	819 666
Sale of animal feeds	-	277 902	-	277 902
Rendering of services	21 500	-	-	21 500
Inter-segment sales	38 916	9 321	-	48 237
Cost of sales[2]	10 075 943	2 213 318	-	12 289 261
Staff costs[2]	1 884 158	492 778	80 918	2 457 854
EBITDA	1 965 764	213 616	(126 654)	2 052 726
Depreciation and amortisation	286 382	65 772	67 582	419 736
Operating profit	1 679 382	147 844	(194 236)	1 632 990
Finance costs[3]	105 572	31 297	258 728	395 597
Share of net profit in equity-accounted investments	-	132	-	132
Capital expenditure[1]	502 504	120 545	11 762	634 811

[1] *Includes capital expenditure that was prepaid to suppliers.*

[2] *The segment information for 31 March 2024 has been restated in light of the guidance provided by the IFRS Interpretations Committees ("IFRIC") final agenda decision relating to IFRS 8 Operating Segments on the disclosure of income and expense line items for reportable segments. The Group has elected to provide additional disclosure in light of the IFRIC agenda decision.*

[3] *IFRS 8 required finance costs to be specifically disclosed per segment. This error has been corrected in the segment information for the current and comparative period in accordance with IAS 8. This has no impact on the primary statements.*

NOTES TO THE SUMMARY CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025 (continued)

3. FINANCE COSTS

	2025 R'000	2024 R'000
Borrowings	**208 566**	258 318
Other payables	**9 208**	3 208
Lease liabilities	**26 397**	27 529
Bank overdraft	**25 422**	38 502
Trade financing facility	**60 005**	68 040
	329 598	395 597

Finance costs on borrowings decreased mainly as a result of a reduced level of borrowings during the current year. Refer to note 6 for further details on the voluntary debt repayments made on borrowings during the current year.

4. EQUITY-ACCOUNTED INVESTMENTS

Reconciliation of carrying amount of equity-accounted investments	**Goldkeys R'000**	**ZEN Commodities R'000**	**Science of Skin R'000**	**Total R'000**
2025				
Carrying amount at the beginning of the year	**-**	**-**	**7 246**	**7 246**
Acquisition of investments in associates	**313 664**	**198**	**3 075**	**316 937**
Share of net profit/(loss) in equity-accounted investments	**31 553**	**358**	**(3 065)**	**28 846**
Effect of foreign currency movement	**-**	**-**	**32**	**32**
Carrying amount at the end of the year	**345 217**	**556**	**7 288**	**353 061**
2024				
Carrying amount at the beginning of the year	-	-	-	-
Acquisition of investments in associates	-	-	7 051	7 051
Share of net profit in equity-accounted investments	-	-	132	132
Effect of foreign currency movement	-	-	63	63
Carrying amount at the end of the year	-	-	7 246	7 246

The Group's investments in associates are measured using the equity method. The countries of incorporation are also the principal place of business of each entity. Set out below are the associates of the Group.

		Ownership interest		**Carrying amount**	
Name of entity	Countries of incorporation	**2025 %**	2024 %	**2025 R'000**	2024 R'000
Goldkeys (refer 4.1)	South Africa	**30.0%**	0.0%	**345 217**	-
ZEN Commodities (refer 4.2)	United Arab Emirates	**13.3%**	0.0%	**556**	-
Science of Skin	England and Wales	**37.4%**	35.06%	**7 288**	7 246
				353 061	7 246

There are no contingent liabilities relating to the associates.

4. EQUITY-ACCOUNTED INVESTMENTS (CONTINUED)

4.1 Goldkeys

During the current year, the Group acquired a 30% shareholding in Goldkeys for a purchase consideration of R313.6 million with effect from 3 June 2024. The Group subscribed for Ordinary A shares which comprise 30% of Ordinary A shares immediately following the completion thereof.

The investment is built on the relationship that commenced on 10 May 2023, when Premier entered into a Sales, Merchandising and Route to Market Services Agreement with Goldkeys to assist Goldkeys in building its sales outside of KwaZulu-Natal.

Goldkeys is a rice distributor based in KwaZulu-Natal that was founded in 1994 and is one of the largest rice importers in South Africa.

The investment is aligned with Premier’s strategy to grow its product portfolio. Rice compliments the Group's staple foods basket of bread, maize and wheat products offering synergies along the value chain and will benefit Premier’s existing rice operations outside South Africa.

Goldkeys' share capital consists of Ordinary A shares, of which 30% are held directly by the Group with the same proportion of voting rights held, and Ordinary B shares that are 100% held by the major shareholder (previous 100% owner). The sole purpose of the Ordinary B shares is to enable the major shareholder to extract profits generated by Goldkeys prior to Premier acquiring the 30% shareholding in Goldkeys above the normalised working capital requirements. The Ordinary B Shareholder has the right to participate in a distribution to the Ordinary B Shareholder as determined by the Board.

4.2 ZEN Commodities

During the current year the Group acquired a 13.3% shareholding in ZEN Commodities, a company incorporated in accordance with the laws of the Emirate of Dubai, United Arab Emirates at a nominal value of AED40,000 (R197 570) with effect from 1 December 2024.

ZEN Commodities is a Dubai-based, soft commodities trading business that procures rice from Thailand, and elsewhere, for supply to rice packers in Southern Africa.

The Group advanced a loan of $5.985 million (R108.4 million) to ZEN Commodities as its proportionate shareholder funding of the entity's working capital.

5. EARNINGS PER SHARE

	2025	2024
Number of ordinary shares in issue	**128 905 800**	128 905 800
Weighted average number of ordinary shares in issue	**128 905 800**	128 905 800
Diluted weighted average number of ordinary shares in issue	**134 402 852**	130 605 598
Basic earnings per share (cents)	**936.0**	714.5
Basic earnings per share – diluted (cents)	**897.7**	705.2
Headline earnings per share (cents)	**942.8**	743.7
Headline earnings per share – diluted (cents)	**904.2**	734.0

The reconciliation of the weighted average number of ordinary shares used as the denominator in calculating basic and diluted earnings per share is as follows:

	2025	2024
Weighted average number of ordinary shares in issue	**128 905 800**	128 905 800
Adjusted for:		
"A" and "A1" ordinary shares[1]	**3 154 570**	1 171 167
Equity-settled share-based payments	**2 342 482**	528 631
Weighted average number of shares for calculation of diluted earnings per share	**134 402 852**	130 605 598

[1] *The increase in the potential ordinary shares relating to the "A" and "A1" ordinary shares is mainly due to the increase in Premier's 7-day VWAP from R62.51 at 31 March 2024 to R126.54 at 31 March 2025.*

Reconciliation between net profit attributable to the owners of the Company and headline earnings:

	2025		2024	
	Gross R'000	Net R'000	Gross R'000	Net R'000
Profit attributable to the owners of the Company		**1 206 559**		921 080
Adjusted for:				
Loss on disposal/scrapping of property, plant and equipment	**11 524**	**8 757**	45 444	42 903
Insurance proceeds on property, plant and equipment	**-**	**-**	(5 346)	(5 346)
Headline earnings		**1 215 316**		958 637

Basic earnings per share is calculated by dividing the profit attributable to owners of the Company by the weighted average number of ordinary shares in issue during the year.

Headline earnings per share is calculated using the weighted average number of ordinary shares in issue during the period and is based on the earnings attributable to owners of the Company, after excluding those items as required by Circular 01/2023: Headline Earnings issued by SAICA, as amended from time to time and as required by the JSE Limited.

Weighted average number of ordinary shares in issue is calculated as the number of ordinary shares in issue at the beginning of the period, increased by ordinary shares issued during the period, weighted on a time basis for the periods during which they have participated in the profit of the Group.

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares and is based on the net profit attributable to owners of the Company, adjusted for the after-tax dilutive effect, if any. The Company has dilutive potential ordinary shares which comprise the Group's equity-settled SARs and "A" and "A1" ordinary shares.

NOTES TO THE SUMMARY CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2025 (continued)

6. BORROWINGS

Secured bank loans	Currency	Interest rate	Maturity date	2025 R'000	2024 R'000
Term loan facilities					
Syndicated Term facility	ZAR	JIBAR plus 1.25%	30 September 2028	**1 500 000**	-
Syndicated Term facility	ZAR	JIBAR plus 1.35%	2 November 2025	**-**	1 900 000
Standard Bank of South Africa Limited	ZAR	Prime less 1.90%	30 November 2025	**-**	160 516
Revolving loan facilities					
Syndicated RCF	ZAR	JIBAR plus 1.25%	30 September 2028	**350 000**	-
Standard Bank of Eswatini Limited	SZL	Prime plus 0.45%	31 July 2026	**35 000**	80 000
First National Bank of Eswatini Limited	SZL	Prime plus 0.45%	31 July 2026	**35 000**	80 000
				1 920 000	2 220 516
Non-current				**1 920 000**	2 194 703
Current				**-**	25 813
				1 920 000	2 220 516

During the current year, the Group repaid the Standard Bank of South Africa Limited facility in full and refinanced the Syndicated Term and RCF facilities on 30 September 2024. The refinancing of the Syndicated Term and RCF facilities resulted in reduced interest rates to JIBAR plus 1.25% and extended maturity dates to 30 September 2028. Consequently, R1 900 million was retained and an additional R200 million cash inflow was received.

The Group made voluntary debt repayments of R250 million on the Syndicated RCF facility on 31 December 2024. Further voluntary debt repayments of R25 million (SZL25 million) and R20 million (SZL20 million) were made on each of the Standard Bank of Eswatini Limited and First National Bank of Eswatini Limited facilities on 31 December 2024 and 31 March 2025 respectively. At 31 March 2025, R1.4 billion on the Syndicated RCF facility remains available to drawdown for future funding requirements.

7. RELATED PARTIES

During the current year, the Group advanced a loan of $5.985 (R108.4 million) to ZEN Commodities as its proportionate shareholder funding of the entity's working capital. The Group continued to render sales, merchandising and customer management services to Goldkeys.

Other related party transactions include a loan to an executive director, key management personnel compensation and share-based payments similar to those in the prior year.

8. COMMITMENTS

	2025 R'000	2024 R'000
Capital expenditure approved not contracted	**475 777**	606 355
Capital expenditure contracted for not recognised as liabilities	**491 184**	221 042

9. EVENTS AFTER THE REPORTING PERIOD

Cash dividend declaration

In line with IAS10: Events after the Reporting Period, the dividend declared after the reporting period is a non-adjusting event that is not recognised in the financial statements.

Tariffs

Based on current analysis and available information, management does not anticipate that the tariffs imposed by the United States government during April 2025 will have a significant effect on the Group's operations and financial results.

Other than the above, there were no material subsequent events which occurred after year-end and up to the date of this report that may have affected the reported results at the financial reporting date.

GENERAL INFORMATION

Company Name	Premier Group Limited
Company registration number	2007/016008/06
Country of incorporation and domicile	Republic of South Africa
JSE share code	PMR
ISIN	ZAE000320321
Registered office and business address	Building 5 Maxwell Office Park Magwa Crescent West Waterfall, 2090 Private Bag X2127, Isando, 1600 Telephone +27 11 565 4300
Directors	I van Heerden (Non-executive Chairperson) FN Khanyile (Lead Independent Director) JJ Gertenbach (Chief Executive Officer) F Grobbelaar (Chief Financial Officer) DD Ferreira (Independent Non-executive Director) JER Matthews[1] (Non-executive Director) H Ramsumer (Independent Non-executive Director) W Sihlobo (Independent Non-executive Director) *[1] PRN Hayward-Butt is an alternate director to JER Matthews*
Bankers	FirstRand Bank Limited
Company secretary	Bronwyn Baker Email: companysecretary@premierfmcg.com
Transfer secretaries	Computershare Investor Services Proprietary Limited Rosebank Towers, 15 Biermann Avenue, Rosebank, 2196 Private Bag X9000, Saxonwold, 2132 Telephone +27 11 370 5000
Sponsor	Rand Merchant Bank (a division of FirstRand Bank Limited) 1 Merchant Place, Cnr Fredman Drive and Rivonia Road, Sandton, 2196 PO Box 786273, Sandton, 2146 Telephone +27 11 282 8000
Independent auditor	PricewaterhouseCoopers Inc. 4 Lisbon Lane, Waterfall City, Jukskei View, 2090 Private Bag X36, Sunninghill, 2157 Telephone +27 11 797 4000
Website	www.premierfmcg.com
Investor relations	Should you wish to be placed on the mailing list to receive email updates, please send an email to investor@premierfmcg.com
Tax reference number	9102629160
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