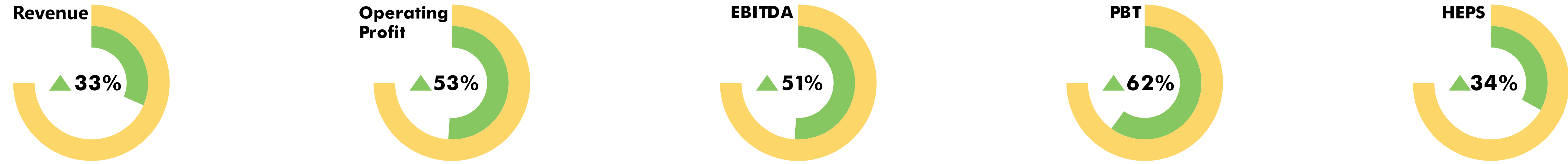
TSL LIMITED ABRIDGED GROUP REVIEWED RESULTS

FOR THE SIX MONTHS ENDED 30 APRIL 2021

INFLATION ADJUSTED HIGHLIGHTS



The Directors of TSL Limited are pleased to announce the Group's reviewed results for the six months ended 30 April 2021

GROUP CONDENSED STATEMENT OF FINANCIAL POSITION

As at:	Inflation adjusted 30 April 2021 Reviewed ZWL$	Inflation adjusted 31 October 2020 Audited ZWL$	Historical cost* 30 April 2021 Unaudited ZWL$	Historical cost* 31 October 2020 Audited ZWL$
ASSETS				
Non-current assets				
Property, plant and equipment	2,238,822,147	2,296,859,060	1,471,343,545	1,241,263,905
Investment properties	2,441,505,153	2,305,089,226	1,817,354,832	1,817,354,832
Intangible assets	40,750,446	40,955,255	2,210,167	2,424,873
Right of use assets	184,552,401	254,692,248	51,847,094	73,619,658
	4,905,630,147	**4,897,595,789**	**3,342,755,638**	**3,134,663,268**
Current assets				
Biological assets	53,667,429	28,735,969	53,667,429	23,592,750
Inventories	785,241,040	565,707,445	354,781,986	166,936,557
Inventory prepayments	121,895,997	191,879,818	76,610,970	106,383,258
Trade and other receivables	578,384,213	401,411,238	532,813,168	292,101,098
Financial assets held-for-trading	88,813,558	33,310,271	88,813,558	27,348,355
Cash and bank balances	444,488,675	412,077,063	444,488,675	338,322,712
	2,072,490,912	**1,633,121,804**	**1,551,175,786**	**954,684,730**
Total assets	**6,978,121,059**	**6,530,717,593**	**4,893,931,424**	**4,089,347,998**
EQUITY AND LIABILITIES				
Equity				
Issued share capital and premium	243,197,192	243,197,192	6,469,824	6,469,824
Non-distributable reserves	517,220,800	514,249,834	867,287,598	864,356,895
Retained earnings	4,307,888,345	4,043,669,739	2,347,265,337	2,000,256,284
Attributable to equity holders of parent	**5,068,306,337**	**4,801,116,765**	**3,221,022,759**	**2,871,083,003**
Non-controlling interest.	339,303,530	236,093,901	144,218,238	83,918,593
Total equity	**5,407,609,867**	**5,037,210,666**	**3,365,240,997**	**2,955,001,596**
Non-current liabilities				
Interest bearing loans and borrowings	668,842	880,372	668,842	722,801
Deferred tax liabilities	338,508,594	467,164,127	296,837,793	296,837,792
Lease liability	9,662,521	57,430,867	9,662,521	47,151,779
	348,839,957	**525,475,366**	**307,169,156**	**344,712,372**
Current liabilities				
Interest bearing loans and borrowings.	265,128,226	178,107,069	265,128,226	146,229,121
Bank overdraft	54,603,885	42,468,841	54,603,885	34,867,686
Provisions	63,107,991	28,821,660	63,107,991	23,685,790
Trade and other payables	362,782,346	244,620,445	362,632,381	195,677,751
Income tax payable	429,753,597	436,745,636	429,753,597	358,576,056
Lease liability	46,295,190	37,267,910	46,295,190	30,597,626
	1,221,671,235	968,031,561	1,221,521,271	789,634,030
Total equity and liabilities	**6,978,121,059**	**6,530,717,593**	**4,893,931,424**	**4,089,347,998**
Current ratio	1.7	1.7	1.3	1.2

GROUP CONDENSED STATEMENT OF COMPREHENSIVE INCOME

Six Months Ended:		Inflation adjusted 30 April 2021 Reviewed ZWL$	Inflation adjusted 30 April 2020 Reviewed ZWL$	Historical cost* 30 April 2021 Unaudited ZWL$	Historical cost* 30 April 2020 Unaudited ZWL$
Revenue		1,491,604,082	1,117,736,179	1,401,741,241	270,463,792
Profit from operations		**544,916,015**	**355,352,494**	**624,551,237**	**105,832,380**
Net exchange differences		(19,118,268)	27,948,975	(14,905,430)	13,584,769
Net monetary gain/(loss)		16,819,090	(10,088,981)	-	-
Fair value adjustments and impairments		91,559,997	28,742,344	106,749,584	26,661,863
Net finance costs	10	(52,157,481)	(43,770,673)	(49,453,985)	(10,210,615)
Profit before tax		**582,019,353**	**358,184,159**	**666,941,406**	**135,868,397**
Income tax charge	11	(114,602,431)	(49,351,617)	(159,644,023)	(32,483,375)
Profit for the period		467,416,922	308,832,542	507,297,383	103,385,022
Attributable to:					
Equity holders of the parent		364,207,293	278,163,693	446,997,738	97,627,989
Non-controlling interest		103,209,629	30,668,849	60,299,645	5,757,033
		467,416,922	308,832,542	507,297,383	103,385,022
Number of shares in issue		357,102,445	357,102,445	357,102,445	357,102,445
Earnings per share (cents)		101.99	77.89	125.17	27.34
Headline earnings per share (cents)		118.14	87.84	148.12	27.48
Interest cover		14	11	13	13
EBITDA		720,354,884	476,315,069	651,829,783	129,105,156
Other comprehensive income:					
To be reclassified to profit or loss in subsequent periods:					
Translation of a foreign subsidiary		2,385,528	28,212,460	2,385,528	9,593,748
Total other comprehensive income, net of tax		2,385,528	28,212,460	2,385,528	9,593,748
Total comprehensive income		**469,802,450**	**337,045,002**	**509,682,911**	**112,978,770**
Attributable to:					
Equity holders of the parent		366,592,821	306,376,153	449,383,266	107,221,737
Non-controlling interest		103,209,629	30,668,849	60,299,645	5,757,033
		469,802,450	337,045,002	509,682,911	112,978,770
Capital commitments - authorised but not contracted for		500,787,168	491,893,438	167,270,125	38,415,396
Depreciation on property, plant and equipment		177,738,047	103,744,831	42,183,976	9,688,007

GROUP CONDENSED STATEMENT OF CASH FLOWS

Six Months Ended:	Inflation adjusted 30 April 2021 Reviewed ZWL$	Inflation adjusted 30 April 2020 Reviewed ZWL$	Historical cost* 30 April 2021 Unaudited ZWL$	Historical cost* 30 April 2020 Unaudited ZWL$
OPERATING ACTIVITIES				
Profit before interest and tax	634,176,834	401,954,832	716,395,391	146,079,012
Non-cash adjustments to reconcile profit before tax to net cash flows	77,521,698	(154,064,333)	24,961,793	(7,382,241)
	711,698,532	**247,890,499**	**741,357,184**	**138,696,771**
Net (increase)/decrease in working capital	(233,292,360)	98,464,762	(213,215,568)	(35,702,187)
Operating cash flow	**478,406,172**	**346,355,261**	**528,141,616**	**102,994,584**
Net finance costs paid	(52,157,481)	(53,545,541)	(49,453,985)	(10,210,615)
Income tax paid	(92,819,712)	(100,124,771)	(89,266,172)	(14,887,650)
Net cash generated from operating activities	**333,428,979**	**192,684,949**	**389,421,459**	**77,896,319**
INVESTING ACTIVITIES				
Purchase of property, plant and equipment and investment properties	(259,360,128)	(155,438,637)	(239,645,026)	(29,594,281)
Proceeds on disposal of property, plant and equipment	2,238,510	3,335,815	2,156,148	92,225
Purchase of intangible assets	-	(2,081,839)	-	(410,783)
Net cash used in investing activities	**(257,121,618)**	**(154,184,661)**	**(237,488,878)**	**(29,912,839)**
				-
FINANCING ACTIVITIES				
Net increase/(decrease) in borrowings	48,676,252	(47,251,935)	47,969,331	12,353,513
Dividends paid to equity holders of parent	(99,988,687)	(134,525,021)	(99,988,687)	(26,468,999)
Lease liability principal payment	(14,407,584)	-	(13,483,461)	(2,423,131)
Net cash used in financing activities	**(65,720,019)**	**(181,776,956)**	**(65,502,817)**	**(16,538,617)**
				-
Net increase/(decrease) in cash and cash equivalents	**10,587,342**	**(143,276,668)**	**86,429,764**	**31,444,863**
Net exchange gains	9,689,226	-	-	-
Cash and cash equivalents at the beginning of the period	369,608,222	408,310,845	303,455,026	58,680,958
Cash and cash equivalents at the end of the period	**389,884,790**	**265,034,177**	**389,884,790**	**90,125,821**
Represented by:				
Cash and bank balances	444,488,675	340,381,106	444,488,675	115,747,814
Bank overdraft	(54,603,885)	(75,346,929)	(54,603,885)	(25,621,993)
	389,884,790	**265,034,177**	**389,884,790**	**90,125,821**

GROUP STATEMENT OF CHANGES IN EQUITY

INFLATION ADJUSTED	Issued share capital and premium	Non-distributable reserves	Retained earnings	Total attributable to equity holders of parent	Non-controlling interest	Total equity
Balance at 1 November 2019	243,197,192	246,176,881	3,532,424,028	4,021,798,101	218,598,322	4,240,396,423
Transfer between reserves	-	2,535,871	(2,535,871)	-	-	-
Profit for the period	-	-	278,163,694	278,163,694	30,668,849	308,832,543
Other comprehensive income	-	28,212,460	-	28,212,460	-	28,212,460
Total comprehensive income	-	28,212,460	278,163,694	306,376,154	30,668,849	337,045,003
Ordinary dividend	-	-	(134,525,021)	(134,525,021)	-	(134,525,021)
Employee share option expense	-	3,803,803	-	3,803,803	-	3,803,803
Balance at 30 April 2020	**243,197,192**	**280,729,015**	**3,673,526,830**	**4,197,453,037**	**249,267,171**	**4,446,720,208**
As at 1 November 2020	**243,197,192**	**514,249,834**	**4,043,669,739**	**4,801,116,765**	**236,093,901**	**5,037,210,666**
Profit for the period	-	-	364,207,293	364,207,293	103,209,629	467,416,922
Employee share option expense		585,438	-	585,438	-	585,438
Other comprehensive income	-	2,385,528	-	2,385,528	-	2,385,528
Total comprehensive income	-	2,970,966	364,207,293	367,178,259	103,209,629	470,387,888
Ordinary dividend	-		(99,988,687)	(99,988,687)	-	(99,988,687)
Balance at 30 April 2021	**243,197,192**	**517,220,800**	**4,307,888,345**	**5,068,306,337**	**339,303,530**	**5,407,609,867**

HISTORICAL COST	Issued share capital and premium	Non-distributable reserves	Retained earnings	Total attributable to equity holders of parent	Non-controlling interest	Total equity
As at 1 November 2019	6,469,824	153,306,773	308,100,048	467,876,645	14,746,682	482,623,327
Profit for the year	-	-	97,627,989	97,627,989	5,757,033	103,385,022
Transfer between reserves	-	364,446	(364,446)	-	-	-
Employee share option expense	-	546,669	-	546,669	-	546,669
Other comprehensive income	-	9,593,748	-	9,593,748	-	9,593,748
Total comprehensive income	-	10,504,863	97,263,543	107,768,406	5,757,033	113,525,439
Dividends	-	-	(26,468,999)	(26,468,999)	-	(26,468,999)
At 30 April 2020	**6,469,824**	**163,811,636**	**378,894,591**	**549,176,050**	**20,503,715**	**569,679,766**
Balance as at 1 November 2020	**6,469,824**	**864,356,895**	**2,000,256,284**	**2,871,083,003**	**83,918,593**	**2,955,001,596**
Profit for the period	-	-	446,997,738	446,997,738	60,299,645	507,297,383
Employee share option expense	-	545,175	-	545,175	-	545,175
Other comprehensive income	-	2,385,528	-	2,385,528	-	2,385,528
Total comprehensive income	-	2,930,703	446,997,738	449,928,441	60,299,645	510,228,086
Ordinary dividend	-	-	(99,988,685)	(99,988,685)	-	(99,988,685)
Balance at 30 April 2021	**6,469,824**	**867,287,598**	**2,347,265,337**	**3,221,022,759**	**144,218,238**	**3,365,240,997**

Directors: A S Mandiwanza (Chairman), D Odoteye* (Chief Executive Officer), P Shah, B Ndebele, H Rudland, W Matsaira, M Nzwere, J Gracie, D Garwe, E Muvingi, B Zamchiya, P Mujaya*, P Shiri*. (* Executive)

NOTES TO THE FINANCIAL RESULTS FOR THE HALF YEAR ENDED 30 APRIL 2021

1. BASIS OF PREPARATION
These abridged interim consolidated financial statements have been prepared under the inflation adjusted accounting basis in line with provisions of International Accounting Standards (IAS) 29-Financial Reporting in Hyperinflationary economies. The interim financial statements have been prepared in accordance with IAS 34 "Interim Financial Reporting". They do not include all the information required for full annual financial statements and should be read in conjunction with the audited financial statements for the year ended 31 October 2020.

*The historical cost numbers are shown as supplementary information. This information does not comply with International Financial Reporting Standards as it has not taken into account the requirements of International Accounting Standard 29: Financial Reporting for Hyperinflationary Economies. As a result, the auditors have not issued a review conclusion on the historical cost financial information.

2. STATEMENT OF COMPLIANCE
The Group's interim financial statements have been prepared in accordance with International Financial Reporting Standards("IFRS"), promulgated by the International Accounting Standards Board (IASB) with the exception to IAS21 "Effects of changes in exchange rates" on accounting for change in functional currency. This non compliance is due to inability of the Group to comply with IAS 21 requirements and the laws and regulations stemming from Statutory Instrument 33 in prior year and the consequential impact on the inflation - adjusted amounts determined in terms of IAS 29 (Financial Reporting in Hyperinflationary Economies).

Inflation adjusted financial statements have been drawn up using the conversion factors derived from the consumer price index (CPI) prepared by the Zimbabwe Central Statistical Office.

	Index	Conversion factor
CPI as at 30 April 2021	2,804	1.0
CPI as at 31 October 2020	2,302	1.218
CPI as at 30 April 2020	953	2.941

3. PRESENTATION AND FUNCTIONAL CURRENCY
These financial results are presented in Zimbabwe Dollars (ZWL) which is the Group's functional and presentation currency.

4. ACCOUNTING POLICIES
The accounting policies are consistent with those used in preparing the 31 October 2020 Group financial statements.

5. VALUATION OF INVESTMENT PROPERTIES
The property valuations done at 31 October 2020 have been maintained as at 30 April 2021, we have restated the 31 October 2020 as per IAS 29 principles.

6. AUDITOR'S STATEMENT
The Group's condensed inflation adjusted interim financial statements from which these abridged results have been extracted have been reviewed by the Group's external auditors, Ernst & Young Chartered Accountants (Zimbabwe), who have issued an adverse review conclusion as a result of the impact of the following prior year matters: Non-compliance with IAS 21 (The Effects of Changes in Foreign Exchange Rates) and IAS 8 (Accounting policies, Changes in Accounting Estimates and Errors), inappropriate valuation of properties and the consequential impact on the inflation-adjusted amounts determined in terms of IAS 29 (Financial Reporting in Hyperinflationary Economies). The auditor's review conclusion on the Group's inflation adjusted interim financial statements is available for inspection at the Group's registered office." The engagement partner for this review is Mr Walter Mupanguri (PAAB Practising Certificate Number 0367).

7. GOING CONCERN
The Directors have assessed the ability of the Group to continue operating as a going concern, in light of the COVID 19 pandemic, and believe that the preparation of the financial results on a going concern basis is still appropriate.

8. CONTINGENT LIABILITIES
There are no material contingent liabilities at the reporting date.

9. EVENTS AFTER THE REPORTING DATE
There were no reportable events after the reporting date.

10. NET FINANCE COSTS
INFLATION ADJUSTED

	Six Months Ended 30 April 2021 Reviewed ZWL$	Six Months Ended 30 April 2020 Reviewed ZWL$
The major components of net financing costs are shown below:		
Interest payable on borrowings	(52,191,571)	(43,770,673)
Interest receivable on money market instruments	34,090	-
Net finance costs in profit or loss	**(52,157,481)**	**(43,770,673)**

11. TAXATION

Current income tax charge	114,602,431	49,351,617
Income tax expense in profit or loss	**114,602,431**	**49,351,617**

12. BORROWINGS

The terms and conditions of the borrowings are as below:

	Interest rate%	Maturity	30 April 2021 ZWL$	31 Oct 2020 ZWL$
Authorised in terms of Articles of Association			7,602,459,506	7,201,675,148
Interest bearing loans and borrowings				
Current interest bearing loans and borrowings:				
Bank borrowings	2021 : 35%-45% (2020 : 35%-55%)	2021	265,128,226	178,107,069
Non-current interest bearing loans and borrowings:				
Bank borrowings	2021 : 35%-45% (2020 : 35%-55%)	2022 - 2023	668,842	880,372
Total interest bearing loans and borrowings			**265,797,068**	**178,987,441**
Actual borrowings as a percentage of authorised borrowings			3%	2%

Secured loans
The Group has pledged part of its freehold property with a carrying amount of ZWL$2 billion (31 October 2020: ZWL$2 billion) in order to fulfil the collateral requirements for the borrowings in place. There are no other significant terms and conditions associated with the use of collateral.

13. GROUP CONDENSED SEGMENT RESULTS

INFLATION ADJUSTED
For the six months ended 30 April 2021

	Logistics Operations	Agriculture Operations	Real Estate Operations	Services	Eliminations*	Consolidated
Revenue-external customers	474,928,455	1,057,650,498	163,606,837	37,620,741	(242,202,449)	1,491,604,082
Depreciation and amortisation	(60,080,221)	(102,218,072)	(7,137,287)	(8,302,467)	-	(177,738,047)
Segment (loss)/profit	(33,110,928)	501,318,563	107,810,760	(31,102,380)	-	544,916,015
Operating assets	577,347,251	2,295,776,862	3,539,541,684	251,338,857	-	6,664,004,654
Operating liabilities	148,876,042	236,774,768	30,713,855	9,525,672	-	425,890,337
Other disclosures:						
Financial assets held for trading	-	-	-	88,813,558	-	88,813,558
Capital expenditure	50,175,007	75,572,611	133,392,292	220,218	-	259,360,128

For the six months ended 30 April 2020

	Logistics Operations	Agriculture Operations	Real Estate Operations	Services	Eliminations	Consolidated
Revenue-external customers	475,208,435	664,496,691	189,329,078	90,776,006	(302,074,031)	1,117,736,179
Depreciation and amortisation	(29,623,161)	(59,015,345)	(14,027,066)	(1,079,259)	-	(103,744,831)
Segment profit	81,230,846	144,293,758	128,173,342	1,654,548	-	355,352,494
Operating assets	606,089,313	1,845,184,735	2,323,420,411	392,090,654	-	5,166,785,113
Operating liabilities	78,244,708	169,205,608	10,902,855	49,656,949	-	308,010,120
Other disclosures:						
Financial assets held for trading	-	-	-	24,391,315	-	24,391,315
Capital expenditure	57,705,977	95,154,110	2,273,348	305,202	-	155,438,637

CHAIRMAN'S STATEMENT

14. REVIEW OF THE OPERATING ENVIRONMENT
The economic environment remains uncertain and complex. Inflation receded in the period mainly due to availability of foreign currency on the foreign exchange auction system and an increased use of the United States Dollar by the market for transacting purposes. Interest rates on locally denominated borrowings remain unsustainably high.

A good 2020/21 rainy season resulted in significantly increased maize yields across the nation which bodes well for overall food security. The tobacco national crop size is anticipated to be in line with prior year levels whilst pricing to date has been firmer.

15. IMPACT OF COVID 19 PANDEMIC
The COVID 19 pandemic has continued to affect business operations across the globe. In January 2021, a further national lockdown was announced. Although the Group is classified as essential services, consumer demand was generally affected. The authorities have predicted a third wave of infections which may result in further action needing to be taken that could adversely affect business operations. A national vaccination program is ongoing and it is hoped that with increased uptake, this may mitigate some of the more severe effects of the pandemic. Some business units in the Group have been negatively impacted by global supply chain disruptions particularly related to suppliers based in India. The Group continues to take the necessary precautions to safeguard all stakeholders.

16. PERFORMANCE OVERVIEW
Financial Overview- Inflation adjusted
Revenue at ZWL$1.5 billion is 33% above prior year largely driven by volume growth in the agro inputs business. There has been an earlier start to the tobacco selling season resulting in increased volumes on auction in the first half of the year. The auction business has successfully decentralised into Karoi and Marondera in addition to the Harare floors, providing services to merchants. The logistics business has successfully undertaken the management of the transport and logistics services to and from the decentralised selling points. Profit from operations is 53% ahead of the comparative period and headline earnings are up 34%.

The Group's financial position remains strong, with gearing at under 5% and minimal foreign currency exposures. The trading businesses are adequately stocked with foreign currency requirements largely being met from sales to customers. The Group has continued to generate positive cashflows which have been utilised internally to fund working capital, capital expenditure and paying dividends to shareholders. The new state of the art 10,000 square metre warehouse was completed in May 2021, and is now fully let and operational.

The Group's real estate portfolio was revalued in October 2020 and no revaluation was done at half year. The values of the property portfolio and rental yields have not significantly changed from the last valuation date.

Volumes Overview
Agricultural Operations
Tobacco related services
The tobacco marketing season opened on 7 April 2021, three weeks earlier than in prior year which commenced on 29 April in 2020. Tobacco Sales Floor (TSF) handled 2.8 million kgs and 4.5 million kgs on behalf of independent growers and on behalf of merchants (contractors) respectively in the period. The contract handling model continues to receive attention as most of the tobacco grown in the country is under contract. TSF successfully opened and is operating contract handling floors in Marondera and Karoi on behalf of merchants. The regulators have not approved the decentralisation of the open auction system in the current year.

Hessian volumes at Propak are up 46% on the comparative period due to the earlier start of the tobacco marketing season. A new paper processing line which is expected to produce high quality paper packaging at a lower cost has been imported and is now in the country. There have been delays in the installation of the machinery by the team from India, who have been unable to travel due to COVID 19 travel restrictions. The paper packaging line is expected to be installed later in the year and in time for the next season.

Agricultural trading
Agricura recorded volume growth in most product lines due to product availability, improved marketing and a strong distribution network. The favourable rainfall pattern resulted in an increase in demand of the unit's product offering. Volumes in locally manufactured product lines have significantly improved. This strategic move continues to yield positive results, and focus remains on growing local manufacturing capabilities. A new in-house grain protectant was introduced into the market and uptake has been pleasing. Exports into Botswana continue to improve and product registration for the Zambian market continues.

Farming operations
The farming operation continues to grow its major crops under irrigation. Tobacco crop yields were lower than anticipated due to the very dry start of the season followed by incessant rains during the season, however, prices are expected to be firmer. The banana plantation which suffered in prior year from the drought was rejuvenated by the good rains received in the summer season and yields are improving. Satisfactory yields were achieved in the maize, seed maize and soya crops.

Logistics Operations
End to end logistics services
Volumes in the logistics business during the period were generally depressed. Tobacco handling volumes are down 11% due to a smaller crop in prior year and a shorter processing season. General cargo volumes are 31% below the comparative period. Port and freight forwarding volumes lagged behind comparative period as the number of containers into the country significantly reduced. Forklift hours are 5% below comparative period as most customers activities were dampened by the effect of the COVID 19 lockdown in the period.

Distribution volumes are 71% ahead of prior year due to improved volumes from major customers. Transport volumes are 75% above comparative period as the business commenced the management and transportation of tobacco to and from decentralised locations in Karoi and Marondera.

Vehicle rental services
Avis' rental days are 11% behind the comparative period. The business unit continues to be affected by worldwide travel restrictions which resulted in reduced international travel. However, with the vaccines being rolled out, improvement in volumes is expected. The Group acquired the Budget Rent A Car franchise during the period and will now be known as AvisBudget Group in line with global developments. The move is expected to provide the market with a broader range of products to suit both the premium and cost-conscious customer.

Real Estate Operations
Void levels remain low at 8%. Construction of the new 10,000 square meters warehouse was completed and has since been leased out.

17. OUTLOOK
Economic pressures are anticipated to persist for the rest of the financial year. Inflation in USD prices is being witnessed in the marketplace and will have to be monitored closely to ensure this does not adversely impact the sustainability of the Group's operations. New sources of more cost-effective funding are being explored for the initiatives that will be undertaken into the 2022 financial year.

The national tobacco crop is expected to be in line with prior year volumes although the eventual outturn remains to be seen. The restocking program for agro inputs and tobacco hessian is currently underway and will be impacted by availability of foreign currency on the interbank foreign exchange market.

The Group will continue to pursue its strategic initiatives under the "Moving Agriculture" strategy. Focus remains' on creating a resilient business with a strong balance sheet that enables sustainable value creation.

18. DIVIDEND
At their meeting held on 23 June 2021, the Directors declared an interim dividend of ZWL 28cents per share payable in respect of all ordinary shares of the Company. This dividend is in respect of the financial year ending 31 October 2021 and will be payable in full to all shareholders of the Company registered at close of business on 9 July 2021.

The payment of this dividend will take place on or about 12 July 2021. The shares of the Company will be traded cum-dividend on the Stock Exchange up to the market day of 6 July 2021 and ex-dividend as from 7 July 2021.

By Order of the Board

James Muchando
Group Company Secretary
23 June 2021

Directors: A S Mandiwanza (Chairman), D Odoteye* (Chief Executive Officer), P Shah, B Ndebele, H Rudland, W Matsaira, M Nzwere, J Gracie, D Garwe, E Muvingi, B Zamchiya, P Mujaya*, P Shiri*. (* Executive)

Building a better working world

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INDEPENDENT AUDITOR'S REVIEW CONCLUSION

TO THE SHAREHOLDERS OF TSL LIMITED

Introduction

We have reviewed the accompanying interim condensed inflation adjusted consolidated financial statements of TSL Limited and its subsidiaries ("the Group") , as set out on pages 16 to 27, which comprise the interim condensed inflation adjusted consolidated statement of financial position as at 30 April 2021 and the related interim condensed inflation adjusted consolidated statement of profit or loss and other comprehensive income, the interim condensed inflation adjusted statement of changes in equity and the interim condensed inflation adjusted consolidated statement of cash flows for the six-month period then ended and explanatory notes.

Management is responsible for the preparation and presentation of this interim condensed consolidated financial information in accordance with the Internal Financial Reporting Standards. Our responsibility is to express a review conclusion on this interim condensed consolidated financial information based on our review.

Scope of review

We conducted our review in accordance with International Standard on Review Engagements 2410, *"Review of Interim Financial Information Performed by the Independent Auditor of the Entity"*. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Basis for adverse review conclusion

Impact of prior year modification on current period

As explained in note 2.3 to the interim condensed consolidated inflation adjusted financial statements, the Group changed its functional and reporting currency from United States Dollar (US$) to Zimbabwe Dollars (ZWL) on 22 February 2019 in compliance with Statutory Instrument 33 of 2019.

Our most recent year end audit report was modified due to the impact of an incorrect date of change in functional currency. We believed that the change occurred on 1 October 2018 in terms of IAS21 given the significant monetary and exchange control policy changes witnessed in Zimbabwe from 2016 through to 2019.

Further contributing to the adverse opinion was the use of inappropriate exchange rates which did not meet IAS21 requirements for a spot rate from 22 February 2019 to 22 June 2020.

Lastly, the valuation of investment properties, freehold land and buildings as at 31 October 2020 was not appropriate given the use of USD inputs and resultant translation to ZWL. We were however not able to quantify the impact as the appropriate inputs could not be determined.

Management has not made retrospective adjustments in terms of IAS 8 – Accounting Polices, Changes in Accounting Estimates and Errors to correct the above matters. Consequently, many corresponding amounts on the interim condensed consolidated inflation adjusted financial statements are misstated, impacting comparability of the current period numbers.

Therefore, the matter continues to impact the following amounts on the interim condensed consolidated inflation adjusted statement of financial position which still comprise of material amounts from opening balances: ZWL1 723 893 053 included in Property, Plant and Equipment of ZWL 2 238 822 147, Investment Properties stated at ZWL2 441 505 153, Inventories stated at ZWL785 241 040 and Deferred Tax liability stated at ZWL338 508 594.

As opening balances enter into the determination of financial performance, our half year conclusion is modified in respect of the impact of these matters on Cost of Sales stated at ZWL179 493 549, Depreciation Expense stated at ZWL130 958 913 and Deferred Tax Income of ZWL45 041 592 included in Tax Expense stated at ZWL114 602 431 in the interim condensed consolidated inflation adjusted Statement of Profit or Loss and other comprehensive income. Consequently, the interim condensed consolidated inflation adjusted Statement of Changes in Equity and interim condensed consolidated inflation adjusted Statement of Cashflows are impacted.

Consequential impact on IAS29 - Financial Reporting in Hyperinflationary Economies
Furthermore, notwithstanding that IAS 29 principles have been applied correctly, it is noted that its application was based on prior and current periods' financial information which was not in compliance with IAS 21 / IAS 8 as described above. Had the correct base numbers been used, the above stated accounts would have been materially different. Consequently, the Monetary Gains or Losses of ZWL16 819 090 on the interim condensed consolidated inflation adjusted Statement of Profit or Loss and Other Comprehensive Income are impacted.

The effects of the above departures from IFRS are material and pervasive to the interim condensed consolidated financial information.

Adverse review conclusion

In view of the matters described in the preceding paragraphs, the interim condensed consolidated inflation-adjusted financial information is not prepared, in all material respects, in accordance with International Financial Reporting Standards.

The engagement partner on the review audit resulting in this review conclusion report on the interim condensed consolidated financial information is Mr Walter Mupanguri (PAAB Practicing Certificate Number 367).

Ernst & Young

Ernst & Young
Chartered Accountants (Zimbabwe)
Registered Public Audit

Harare
25 June 2021