MASHONALAND HOLDINGS LIMITED
(Incorporated in Zimbabwe)

Leading property owners and developers

2024 ANNUAL REPORT

CONTENTS

BUSINESS PROFILE

Mashonaland Holdings Limited is a listed property company incorporated in Zimbabwe. The company was incorporated in 1966 and over the years it has streamlined its strategy and operations to focus on property investments and management.

The Group has a property portfolio that is distributed across office, retail, industrial, residential and health sectors with footprint across major cities which include Harare, Bulawayo, Kwekwe and Mutare.

The Group provides services that include:

- Property management
- Facilities management
- Property development
- Property investment research and advisory
- Property valuations

Membership of professional associations

Mashonaland Holdings Limited Group is a member, directly and indirectly through its key staff of the following professional associations among others:

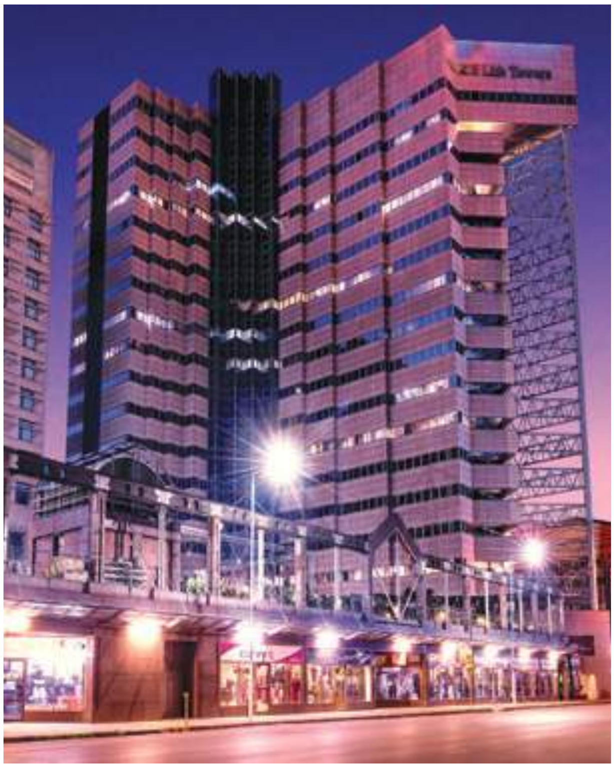
- Estate Agents Council of Zimbabwe
- Real Estate Institute of Zimbabwe
- Valuers Council of Zimbabwe
- Royal Institute of Surveyors
- National Property Owners Association of Zimbabwe
- Institute of Chartered Accountant of Zimbabwe (ICAZ)

REPORT BOUNDARIES

The Group applies International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) and interpretations as issued by the IFRS Interpretations Committee. Sustainability information has been prepared with reference to the Global Reporting Initiative (GRI) Standards. This complies with the Zimbabwe Stock Exchange listing requirements and the Companies and Other Business Entities Act (Chapter 24:31).

While the presented non-financial and forward-looking content of the report was not independently assured, the information presented has been reviewed by the Audit Committee and approved for issue by the Board of Directors. The forward-looking statements included in this report are current as of the date of publication of the Annual Report.

The annual financial statements were audited by independent external auditors, Axcentium.



STRATEGIC FOUNDATIONS

Vision
To be the leading property investment and development company in the region.

Mission
To build stakeholder return by delivering value solutions.

Values
Integrity
Innovation
Entrepreneurship
Teamwork
Fairness

GENERAL CORPORATE INFORMATION

Non-executive Directors
Eng. Grace Bema (Ms.) - Board Chairperson
P. Musarurwa (Mrs.) - Deputy Board Chairperson
M. Mubayiwa (Mr.)
Dr. B. Shumba (Mr.)
T. Chaparamhosva (Mr.)
I. Tigere (Mrs.)
T. Masunda (Ms.)

Executive Directors
K. Musundire - Managing Director (Mr.)
G. Mabiza - Head of Finance (Ms.)

Company Secretary and Legal Advisor
E. Madhaka (Ms.)

Head Office
12th Floor ZB Life Towers
77 Jason Moyo Avenue, Harare

Insurers
Old Mutual Insurance
Mutual Gardens, Emerald Hill, Harare

Principal Property Valuer
EPG Global
4th Floor Runhare House
Cnr. Simon Muzenda Street & Kwame Nkrumah Avenue
Harare

Transfer Secretaries
ZB Transfer Secretaries
21 Natal Road, Avondale, Harare

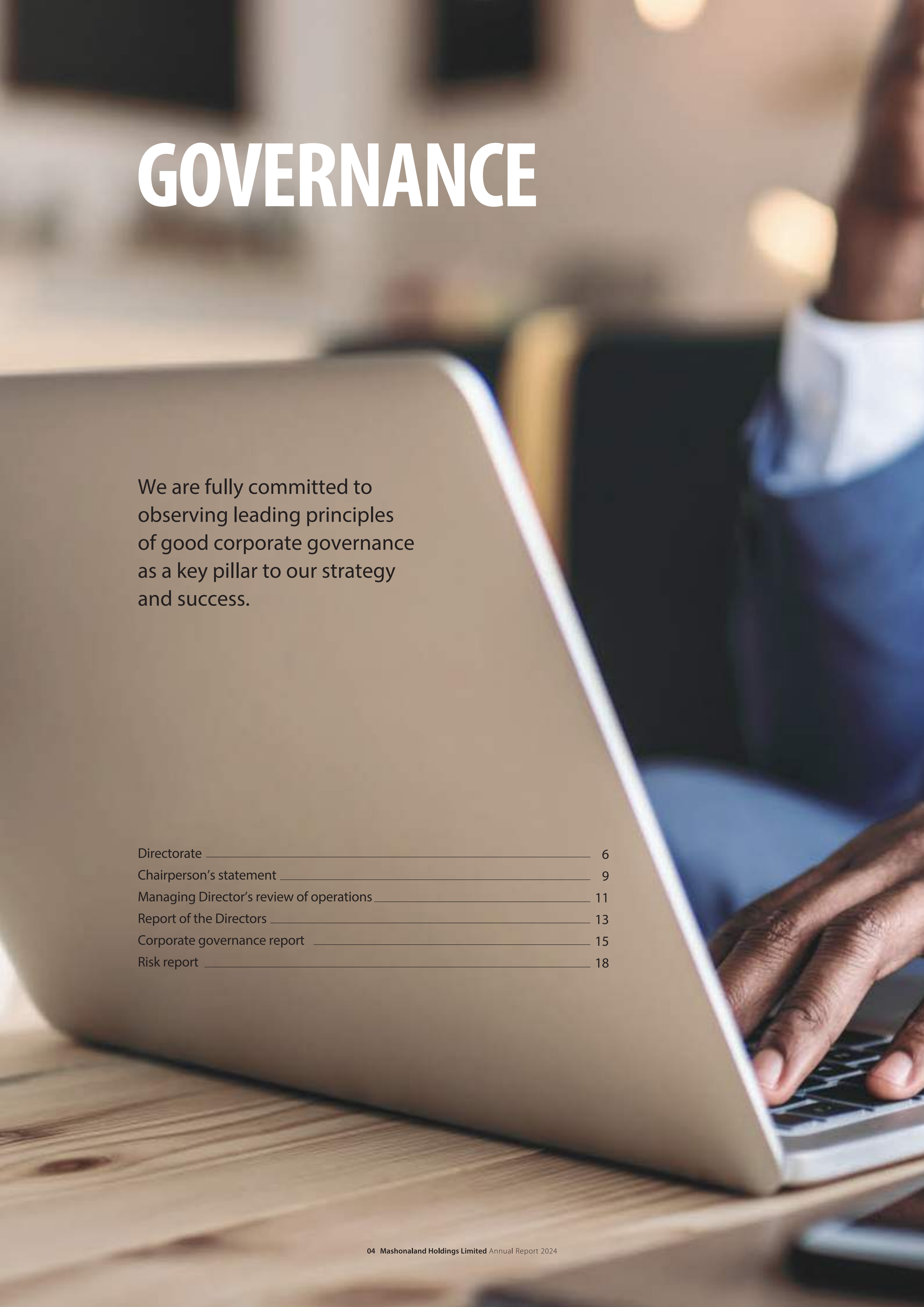
Auditors
Axcentium
West Block, Borrowdale Office Park
Borrowdale, Harare

Bankers
Nedbank Zimbabwe Limited
99 Jason Moyo Avenue, Harare

ZB Bank
21 Natal Road, Avondale, Harare

FBC Crown Bank
Africa Unity Square,
68 Nelson Mandela Avenue

BancABC
Mt Pleasant Business Park,
Mt Pleasant, Harare



GOVERNANCE

We are fully committed to observing leading principles of good corporate governance as a key pillar to our strategy and success.

DIRECTORATE

Ms. Grace Bema
INDEPENDENT NON-EXECUTIVE CHAIRPERSON
MSC, MBA, Bsc. Eng, MZweIE, MZACE, PrEng (ECZ)

Engineer Grace Bema is a partner at Brain Colquhoun Hugh O'Donnell & Partners (BCHOLD Consulting Engineers) Eng. Bema brings to the Board a wealth of experience in the built environment having successfully completed several big projects in Zimbabwe and the United States of America.

She is particularly interested in the use of environmentally friendly systems in the build environment to protect the environment and future generations. Eng. Bema hold a Bsc. Honours degree in Civil Engineering and MBA from the University of Zimbabwe and a Master of Science in Sustainable Systems from Slippery Rock University in Pennsylvania (USA).

She is a certified Prince2 practitioner.

Mrs. Patronella Musarurwa
INDEPENDENT NON-EXECUTIVE DIRECTOR, DEPUTY BOARD CHAIRPERSON
BL (Hons), LLBs (UZ)

Patronella is a registered legal practitioner with special interest in Property, Commercial and Family law. She obtained a Bachelor of Law (BL Hons) and a Bachelor of Laws (LLB) from the University of Zimbabwe.

She has over 20 years' experience in the legal profession and currently manages a Private Law firm. She is a member of various corporate Boards.

Patronella spent 8 years as a lawyer in commerce where she held various management positions in insurance companies before moving into private legal practice. She sits on the Great Zimbabwe University, ZIMSEC and Health Professions Authority of Zimbabwe Boards.

Mr. Mubaiwa Mubayiwa
NON-EXECUTIVE DIRECTOR
BscEcon (UZ),
CIMA, ACI (Kenya)

Mubaiwa Mubayiwa is currently the Chief Executive Officer of Crown Bank Zimbabwe (former Standard Chartered Bank Zimbabwe).

He has served as the Head, Commercial Banking, Zimbabwe and Southern Africa since 2015 following a two-year stint as Head for Financial Markets in Zimbabwe. Mubaiwa has also held different managerial positions in various African countries over the past 20 years that he has been with the Bank.

Key roles held include Head of Sales in Cameroon in 2006 and Head of Wholesale Banking in Sierra Leone in 2008. He joined the Bank on the Africa Regional Management Trainee program after graduating from the University of Zimbabwe with a Bachelor of Science Degree in Economics. He is also a holder of a Chartered Institute of Management Accountants (CIMA) qualification.

DIRECTORATE (continued)

Dr. Brilliant Shumba
NON-EXECUTIVE DIRECTOR
PHD, Msc (UK), Bcom (NUST), MBA (UK), AICPU (USA), ACII (UK)

Dr. Brilliant Shumba has vast experience in Banking and Insurance, having worked at executive level in the insurance industry and most recently in the banking sector.

He is the Chief Customer Experience Officer for ZBFH after serving as the Managing Director of ZB Reinsurance (Private) Limited for 13 years.

He is qualified with a PhD having researched on digital bank management, an MSC in Digital Business from the University of Salford and an MBA from Nottingham Trent University. He is an Associate of the UK Chartered Insurance Institute (CII) and is a practicing associate of the American Institute of Chartered Property and Casualty Underwriters (AICPCU).

He is a former Chairman of the Insurance Council of Zimbabwe among other industry bodies he has led in his illustrious career.

Mr. Terence Chaparamhosva
NON-EXECUTIVE DIRECTOR
CA (Z), MBA (UZ), B. Compt. (UNISA)

Terence Chaparamhosva is a Chartered Accountant with over twenty years' experience in finance and operations acquired working for blue chip companies such as Ecocash Holdings Limited, British American Tobacco and Ernst and Young Chartered Accountants.

Terrence sits on the Hunyani Rotary Board and is the District Communication Officer for District 9210 (Zimbabwe, Zambia, Malawi & Northern Mozambique). He also sits on the Board of Directors for Krypton Plant & Equipment, Mosi Safari and Terbland Trading P/L.

Ms. Innocencia Tigere
NON-EXECUTIVE DIRECTOR
BA GEO (UZ), DipRUP (UK), DipPPM (UK)

Innocencia Tigere is a qualified town planning and property development advisory expert with over 30 years' experience gained through working in both the public and private sector.

She founded her own Town Planning and Property Development Consultancy Firm, Ricencia Realty Solutions Private Limited in 2015 which provides town planning, development advisory and project management consultancy services.

She is a corporate member of the Zimbabwe Institute of Regional and Urban Planners (ZIRUP) and she is the Past President of this institute. She is also a member of the International Society of City and Regional Planners (ISOCARP) and a Member of the Project Management Institute of Zimbabwe (PMIZ).

DIRECTORATE (continued)

Ms. Tandiwe Masunda
NON-EXECUTIVE DIRECTOR
CA (Z), CFA (USA), Finance Bcomm. (NUST), B Compt. (UNISA)

Tandiwe Masunda is the CEO, Investments Cluster for ZB Financial Holdings. Prior to joining ZB Financial Holdings Limited, she was an Associate Director - Corporate Finance and Transaction Services at Pricewaterhouse Coopers Chartered Accountants (Zimbabwe) ("PwC").

She has over 15 years of experience in financial services, corporate finance, transaction services and assurance. Tandiwe is a qualified Chartered Accountant and a Chartered Financial Analyst ("CFA") charter holder and a member of the Institute of Chartered Accountants of Zimbabwe and the Investment Professionals Association of Zimbabwe.

Mr. Kudakwashe Musundire
MANAGING DIRECTOR
CA(Z), Hons BCompt (UNISA), BCom (Hons) ACC (NUST)

Kudakwashe Musundire is the Managing Director for Mashonaland Holdings Limited. He joined the company in 2020 as Chief Finance Officer and was appointed company Managing Director in 2024.

Kudakwashe is a Chartered Accountant by profession and has more than 15 years of experience in managerial roles in various industries which have included telecommunications, financial services, manufacturing and retail. Kudakwashe holds a Bachelor of Commerce (Honours Degree in Accounting from the National University of Science and Technology (NUST) as well as an Honours Bachelor of Accounting Science from the University of South Africa (UNISA). He also holds a Certificate in Property Development and Investments (UCT). He is currently studying for a Master of Business Administration at the Stellenbosch Business School.

Kudakwashe completed his articles training with BDO Zimbabwe Chartered Accountants and has held management positions with TelOne, First Mutual Holdings Limited and PG Industries.

Ms. Ginnel Mabiza
HEAD OF FINANCE
CA (Z) ,BCom (Hons), ACC (UZ),ACCA,MBA(EBS UK)

Ginnel Mabiza joined the company as Head of Finance with effect from 02 January 2025.

Ginnel Mabiza is a highly skilled Finance Executive with over 15 years of experience in financial management, business strategy formulation and implementation.

She is a member of the Institute of Chartered Accountants Zimbabwe (ICAZ), Women Chartered Accountants Network and the Association of Chartered Certified Accountants (ACCA). She holds a Masters in Business Administration from Edinburgh Business School (UK) and a Bachelor of Accountancy Honours Degree from the University of Zimbabwe. She is currently pursuing CFA qualification and has concluded Level 1.

Ginnel sits on the TelOne (Pvt) Ltd Board and also serves on the ICAZ Public Relations Committee.

CHAIRPERSON'S STATEMENT

I am pleased to present to you the condensed consolidated financial statements of Mashonaland Holdings Limited for the year ended 31 December 2024. The 2024 financial period was marked by significant reinvestment as the Group sought to bring new products to our customers.

Operating environment

The economic environment was largely pronounced by volatility as the country sought to recover from the effects of the El Nino induced drought which adversely impacted agricultural output and power generation. Further, falling commodity prices on the international markets weighed down on the mining sector's performance. Economic activity was, however, buoyed by improved performance in the real estate and financial services sectors.

During the year, the Government introduced a new currency and implemented a tight monetary policy framework to control inflationary headwinds and exchange rate volatility experienced in the first half of the year. While the tight monetary policy position led to an improved stability in exchange rates and prices, it also saw a notable decrease in liquidity in the formal sectors of the economy.

Despite the challenging macroeconomic environment, the Group achieved notable successes in 2024:

- **Revenue growth:** 12% increase in revenue, driven by our strategic focus on sustainable property management services supported by effective voids management, efficient rent reviews and timely property upgrades and renovations.
- **Socially responsible real estate investments:** The Group added a day hospital facility to its portfolio. The development was handed over to the contracted tenant who has made significant progress towards preparing the facility for public access. The facility is expected to significantly support the delivery of health services in the country.
- **Portfolio expansion:** We successfully added an expansive flagship property to our portfolio, the Pomona Commercial Centre, increasing our total assets under management to US$94.9 million following an investment of US$14.6 million.
- **Customer satisfaction:** We maintained a high level of customer satisfaction and a well engaged human resource base.

Property market

In 2024, the Zimbabwe property market showed notable resilience despite limited long-term financing options and volatility which affected tenant operating models. The market saw continued investment into residential and retail property segments. These segments offer a lower market risk due to high occupier demand.

The growing informal sector of the economy continues to strengthen demand for miniature retail spaces in CBD and suburban locations. Property owners are responding by transforming their buildings into smaller units to meet the needs of small and medium-sized enterprises (SMEs). The property market continues to witness demand for high-quality living spaces, driven by the growing urban population in the country.

Emerging trends also indicate that property investors are preferring to invest in hospitality real estate in attractive tourism destinations in the country. This sector is forecast to record significant investments in the short to medium term as investors are looking to capitalise on an ageing hospitality sector offering in the country.

Overall, the property market continues to present opportunities for property investors and homebuyers, despite the persisting economic challenges.

Change in functional and reporting currency

The Board assessed the Group's business trends against the requirements of IAS 21 and concluded that the business had met the threshold to change its functional currency from the local currency to the United States Dollar. This change in the Group's functional currency was implemented retrospectively with effect from 1 January 2023. Further information on the change in functional and reporting currency is outlined in the Group's audited financial statements.

CHAIRPERSON'S STATEMENT (continued)

Financial performance for the year

Revenue increased by 12% from US$6.2 million to US$7 million. Rental income contributed to the positive performance having improved from US$4.9 million in 2023 to US$5.6 million in current year. Rental income growth was supported by portfolio rebalancing and optimisation which saw the Group introducing SME retail facilities and handing over of the day-hospital facility to its tenants.

The Group recorded fair value gains on investment properties of US$742,907, down from US$1,871,811 in 2023. The decrease in fair value gains was a result of lower volatility in the USD property market. The decreased fair value gains consequently contributed to a 9% decrease in profit after tax which closed the period at US$3.7 million compared to US$4.1 million in 2023.

While profit after tax decreased by 9% owing to a lower fair value gain on properties in 2024, the quality of earnings improved. Sustainable profits, excluding fair value and non-recurring gains, improved by 10% from US$2,453,725 in 2023 to US$2,696,146 in 2024.

Investment property

The Group performed an open market valuation of its investment properties as at 31 December 2024. The investment property portfolio was valued at US$91.6 million compared to US$80.7 million in December 2023. The growth in the asset base was due to property capital gains of US$742,907 and investments of US$10.1 million which were made into property development projects during the year.

Property development projects

Pomona Commercial Centre Development Project

The construction works on the Pomona Commercial Centre Development commenced in the 3rd quarter of 2023 and were completed in the 4th quarter of 2024. The complex is designed to offer prime wholesaling and flexible warehousing space with a total lettable area of 14,000sqm.

The Pomona Commercial Centre was designed to provide a modern mixed-use facility in an environmentally friendly manner ensuring ground water recharge and optimal usage of renewable energy and natural lighting. The Development was delivered at a total investment value of US$14.6 million using a sustainable balance of debt and equity financing. The development was successfully pre-leased with a pre-opening occupancy of 82%.

Milton Park Day Hospital

The Milton Park Day Hospital is a 2,134m2 modern hospital facility that was built under a develop and lease arrangement with one of the leading medical insurance and hospital brands. The Hospital is now under the management of the operator under a long-term lease. The investment into the hospital facility was in line with the Group's plans to achieve a balanced property portfolio while also making socially responsible property investments which enhance societal well-being.

Chiyedza House SME Centre

The company repurposed office space at Chiyedza House to offer SME retail facilities. The facility comprises of 60 offices that are furnished and equipped with complimentary Wi-Fi, telephones, boardrooms and a shared reception. The retail facility also provides decent trading space to 40 retailers drawn from various trades. The facility was fully let out during the year.

Dividend

The Board declared and paid an Interim dividend of US$200,000 during the year. Further to this, the Board has declared a final dividend of US$230 000 payable from the Group's profits for the year. A separate dividend notice will be issued to this effect.

Outlook

Zimbabwe's economy is projected to experience a 6% GDP growth in 2025, recovering from a 2% growth in 2024. The agricultural, mining and services sectors are forecast to support economic growth in 2025. The positive outlook is forecast to support the Group in further realizing its portfolio diversification, and performance optimisation strategy. The Group remains focussed on pursuing its strategic growth plans while continuously improving efficiencies and customer service delivery.

Appreciation

On behalf of the Board, I would like to express my sincere gratitude to our shareholders, esteemed tenants and partners for their continued support. I also thank my fellow board members, management and staff for their commitment throughout the year.

ENG. G. BEMA
Board Chairperson
26 March 2025

MANAGING DIRECTOR'S REVIEW OF OPERATIONS

Property market overview

The property market remains a top choice for investors seeking value preservation. Anticipated monetary policy changes at the end of the prevailing multicurrency regime have left investors preferring to hold real assets which preserve value, and this has attracted investments into the sector. The rate of development however has been affected by a high cost of capital and absence of appropriately tenured facilities to support development in infrastructure which is required to sustain the sector's growth.

The occupier market continues to be dominated by strong demand in the residential and retail market segments. In addition, sectors such as suburban office parks and specialized warehousing remain key. Rapid informalization and deterioration of traditional economic hubs including central business districts (CBDs) and conventional shopping malls are reshaping tenant preferences. Property investors have responded in line with this shifting demand pattern, and this has triggered a noticeable shift toward suburban office spaces and boutique retail mall developments.

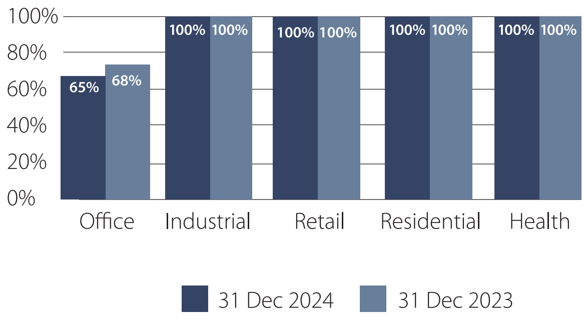
Overall, the real estate remains a prime destination for investors seeking capital preservation with moderate to high returns and manageable risk. Key investment opportunities include affordable to mid-range housing developments, mixed-use projects, and infrastructure investments that foster economic expansion and urban transformation.

Business performance

• *Occupancy*

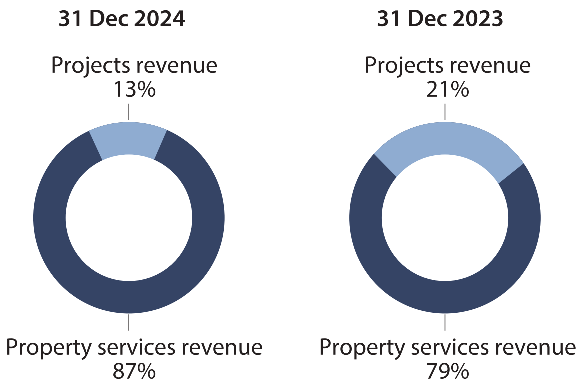
The portfolio maintained stable occupancies across sectors, with industrial, retail, residential, and specialized sectors achieving 100% occupancy throughout the year. This success is attributed to consistent building maintenance programs and tenant engagements. In line with market trends, the CBD sector continues to experience subdued performance this has diluted the group's overall occupancy to 88% at the end of the year.

Occupancy per segment



• *Revenue*

Revenue rose by 12% from US$6.3 million in 2023 to US$7 million in December 2024. This positive performance was driven by rental income, which increased from US$4.9 million in 2023 to US$5.6 million in the current year. The growth in rental income was supported by strategic portfolio rebalancing and optimization efforts, including the introduction of SME retail facilities and the completion and handover of Van Praagh Day-hospital facility to the contracted tenant. Additionally, revenue from projects accounted for 13% of the Group's total revenue.



• *Collections*

The Group achieved a property services revenue collection rate of 90% during the year, down from 95% at the end of December 2023. The drop in collections percentage was due to liquidity challenges prevailing in the economy towards end of year. Engagements with tenants are ongoing for debt recovery.

Property developments

• *Pomona Commercial Centre*

The development concept features a wholesale center anchored by a major national retail chain, along with standalone industrial retail units and a restaurant, collectively offering a total lettable area of 14,000m^2. The development was delivered at a total cost of US$14.6 million funded from a mix of debt and equity.

Key milestones achieved include:

- **Practical completion:** Achieved in December 2024.
- **Handover to anchor tenant:** Completed in September 2024.
- **Lease commencement:** Started in December 2024.

MANAGING DIRECTOR'S REVIEW OF OPERATIONS (continued)

• *Day hospital project, Milton Park Harare*
The tenant is undertaking fit outs following handover of the white box. The lease for the property officially commenced in January 2024. The development was delivered at a cost of US$3million funded from internally generated funds.

• *Greendale Cluster Housing Stands*
The project entails subdividing and servicing the site to create ten cluster housing stands, each averaging 500m². The development permit was granted on 23 October 2024. Subsequently a project team was appointed to prepare the engineering service drawings and survey diagrams for approvals by the local authority. Tendering for the project is scheduled for the first quarter of 2025.

Property valuation and yields
The investment property portfolio was valued by Edinview Property Group (EPG Global), an independent professional property valuer, as at 31 December 2024. The portfolio registered a 14% increase in capital value, driven by the acquisition of the Victoria Falls land bank, capitalisation of development works at Pomona Commercial Centre, and capital gains realised during the year ended 31 December 2024.

Below is a detailed analysis of the portfolio:

Sector	GLA	2024 market values US$	2023 market values US$	Capital movements %	Rental yield %
Office	46,599	44,586,000	44,040,000	1%	9%
Industrial	48,143	24,118,000	16,620,000	45%	14%
Retail	6,021	5,440,000	5,350,000	2%	7%
Residential & health	2,990	8,408,000	8,119,000	4%	7%
Land banks	N/A	9,043,000	6,536,000	38%	N/A
Total/average	**103 753**	**91,595,000**	**80,665,000**	**14%**	**9%**

Appreciation
During the year, the group made significant progress towards delivering its strategic goals despite economic challenges. Accomplishments included completing key projects and growing the property portfolio. The company remains focused on sustainable growth and creating long-term value through innovation and strategic partnerships

I extend my sincere gratitude to our Board of Directors for their guidance, to our staff for their unwavering dedication, and to our tenants, investors, and stakeholders for their continued trust and support.

K. MUSUNDIRE
Managing Director
26 March 2025

REPORT OF THE DIRECTORS

The Directors are pleased to present their annual report for Mashonaland Holdings Limited (the "Company") and its subsidiaries (the "Group") for the year ended 31 December 2024.

FINANCIAL PERFORMANCE

Consolidated statement of profit or loss and other comprehensive income highlights

	31 Dec 2024 US$	31 Dec 2023 US$	31 Dec 2022 US$
Revenue	7,040,710	6,286,745	5,583,709
Operating profit	3,007,707	3,008,951	2,408,913
Profit for the period	3,728,508	4,102,760	941,260

Consolidated statement of financial position highlights

	31 Dec 2024 US$	31 Dec 2023 US$	31 Dec 2022 US$
Investment property	91,595,000	80,665,000	76,882,000
Shareholder's funds	83,899,221	80,489,914	76,802,454

Authorised share capital
The Authorised share capital of the Company at 31 December 2024 was US$1,250,000 made up of 2,500,000,000 ordinary shares of US$0.0005 each.

Issued share capital
The issued share capital of the Company at 31 December 2024 was US$175,379 made up of 1,687,584,009 ordinary shares of US$0.0005 each.

Directorate
In accordance with article 99 of the company's substituted articles of association, the following directors will retire by rotation and being eligible, have offered themselves for re-election. A resolution will be proposed at the Annual General Meeting for their re-appointment.

Name	Designation	Year of appointment
Dr. B. Shumba	ZBFH Group Representative Non-executive director	2022
Mr. M. Mubayiwa	Africa Enterprise Network Trust Representative Non-executive director	2022

Dividend
The Board declared and paid an interim dividend of US$200,000 during the year. Further to this, the Board has declared a final dividend of US$230,000, which is payable from the Group's profit for the year. A separate dividend notice will be issued to this effect.

Auditors
Members will be asked to approve the remuneration of the Auditors amounting to US$65,998 for the period ended 31 December 2024. In accordance with the Companies and Other Business Entities Act [Chapter 24:31], the auditors of the Company, Messrs. Axcentium, have expressed their willingness to continue in the office. A resolution to confirm their reappointment as independent auditors for the financial year ending 31 December 2025 will be proposed at the forthcoming Annual General Meeting.

REPORT OF THE DIRECTORS (continued)

REPORT OF THE DIRECTORS (CONTINUED)

	31 Dec 2024 USD	31 Dec 2023 USD	31 Dec 2022 USD
Share Statistics			
Number of shares in issue	1,687,584,009	1,687,584,009	1,687,584,009
Weighted average number of shares	1,687,584,009	1,687,584,009	1,687,584,009
Net worth per share (US$ cents)	4.96	4.76	4.54
Basic and diluted earnings per share (US$ cents)	0.22	0.24	0.06
Profitability and asset management			
Operating profit (%)	42.70%	47.90%	43.10%
Occupancy (%)	88%	89%	87%
Collection (%)	92%	95%	92%
Debt to equity	6.4%	2.6%	3.9%
Return on equity	4.52%	5.42%	4.38%
Liquidity			
Current ratio	0.52	2.02	2.07
Human capital			
Number of employees	34	22	23

CORPORATE GOVERNANCE REPORT

Corporate Governance Approach
The company's approach to corporate governance is based on a set of values and behaviours designed to promote transparency, fair dealings and the protection of stakeholder interests, including our customers, our shareholders, our employees and our community.

Mashonaland Holdings Limited is committed to upholding robust corporate governance principles, as outlined in its Articles of Association. The Company aligns its operations with the Companies and Other Business Entities Act [Chapter 24:31], the Securities and Exchange (Zimbabwe Stock Exchange Listings Requirements) Rules, 2019 (S.I. 134 of 2019), and the King IV Code on Corporate Governance. In addition to fostering adherence with prevailing legislation and regulations, the entity holds its personnel to strict standards of conformity to internal policies, codes of conduct and standard operating procedures which govern its operations

The Board of Directors is entrusted with safeguarding the interests of shareholders and all company stakeholders. It comprises both shareholder representatives and independent non-executive directors, ensuring balanced and equitable oversight. The Governance, Risk, and Compliance Committee plays a pivotal role in shaping the Company's governance systems and ensuring adherence to established frameworks.

Mashonaland Holdings operates under the oversight of several regulators, including the Zimbabwe Stock Exchange, Estate Agents Council of Zimbabwe, the Reserve Bank of Zimbabwe Financial Intelligence Unit, the Data Protection Authority and the Zimbabwe Revenue Authority. The Company diligently strives to meet all regulatory requirements and to operate in conformity with the prevailing legislative framework in the country.

The Board is responsible for ensuring the integrity of the Company's accounting and financial reporting systems. It ensures that appropriate systems of control, risk management, and compliance with legislation are in place. To foster effectiveness, Board members have unrestricted access to information regarding the Company's affairs, facilitated through regular Board meetings, the circulation of board papers and other stakeholder engagements.

The Board Structure

Audit Committee: The primary role of the audit committee is to oversee the company's financial reporting and internal controls, ensuring accurate and reliable financial statements and protecting shareholder interests in line with International Financial Reporting Standards (IFRS), the Companies and Business Entities Act, and Zimbabwe Stock Exchange requirements. This involves monitoring the external auditor's work, ensuring financial discipline within the Group, sound corporate values and implementation of appropriate financial procedures. This Committee is further tasked with reviewing dividend proposals and considering any accounting policy changes. The Committee is chaired by an Independent Non-Executive Director and is composed of three other Non-Executive Directors.

Investment Committee: The Investments committee is responsible for developing investment policies, reviewing and approving investment strategies, and monitoring performance. The Committee reviews performance of the Group's investment property and makes recommendations to the Board concerning new investment proposals as well as approving the financing arrangements and providing oversight on capital project execution. The Committee is chaired by a Non-Executive Director and comprises of three other Non-Executive Directors.

Risk and Compliance Committee: The Governance, Risk, and Compliance (GRC) Committee's mandate is to ensure adherence to corporate governance standards, legislative provisions, industry regulations and company policies. It also assesses insurance coverage for assets and oversees risk management strategies. The committee reviews the adequacy of internal controls, monitors the effectiveness of the risk management system. The Committee is chaired by an Independent Non-executive Director and has two other Non-executive Directors.

Human Resources and Remuneration Committee: The Human Resources and Remuneration Committee focuses on ensuring the organization's human capital is managed effectively and strategically. This includes overseeing HR policies, procedures, and practices, ensuring compliance with relevant laws, and providing advice on talent management, compensation, and benefits. In essence, the committee helps the board of directors oversee the organization's human resources function. They oversee the recruitment of key personnel, ensuring the hiring process aligns with the organization's values and legal compliance. The Committee has the mandate to ensure that the Group adopts market related remuneration policies and ensure effective succession planning. The Committee is chaired by a Non-Executive Director and comprises of two other Non-Executive Directors.

Nomination Committee: The Nomination committee's primary responsibility is to identify and recommend suitable candidates for board positions or key leadership roles, ensuring the organization's leadership is well-suited to its strategic goals. This often involves assessing existing board members, evaluating succession plans, and identifying individuals with the necessary skills and experience. The committee also plays a crucial role in maintaining board diversity and ensuring that leadership is aligned with the organization's values. It is chaired by an independent non-executive director and comprises of two other non-executive directors.

The Executive Committee comprises of the Managing Director, Chief Finance Officer and other senior management. It meets monthly and is charged with implementing the policies, plans and strategies of the Group as approved by the Board.

CORPORATE GOVERNANCE REPORT (continued)

Board Diversity
Mashonaland Holdings Limited has made notable strides in enhancing board diversity, aligning with best practices in corporate governance. The Board comprises of nine Directors, two of whom are Executive Directors. The Board is chaired by an independent non-executive director.

The company's non-executive directors are required to retire on a rotational basis once in every two years and eligible directors can be re-elected. In line with King IV Code of Governance there is continuous assessment of independent directors to confirm their continued independence as well as general performance evaluation for all directors. The Executive Directors are employed under performance driven service contracts setting out responsibilities of their particular offices and establishing parameters for performance measurement and continuous review.

Gender Diversity
Mashonaland Holdings Limited's board comprises nine directors, with five female and four male members. This represents a 56% female and 44% male gender distribution. The near parity in representation reflects a commendable effort toward gender inclusivity and balanced leadership. By having women occupy over 40% of board seats, the company demonstrates alignment with global best practices that emphasize diversity as a key driver of innovation, ethical governance, and improved decision-making.

Professional and Sectoral Diversity
The company's Board of Directors bring a wealth of experience from various sectors:

- **Finance and Accounting:** Two Non-Executive directors - Terence Chaparamhosva and Tandiwe Masunda, are seasoned chartered accountants with extensive experience in financial services.
- **Urban Planning and Property Development:** Innocencia Tigere is a recognized expert in town planning and property development, with over 30 years of experience in both public and private sectors.
- **Corporate Governance and Strategy:** All directors have held leadership roles in various organizations, contributing to strategic oversight and governance.
- **Banking and Economics:** Mubaiwa Mubayiwa is a seasoned economist and currently heads Crown Bank; Brilliant Shumba is an expert in insurance and risk management.
- **Legal:** Patronella Musarurwa is a legal practitioner with over 20 years of experience in commercial and private practice.
- **Engineering:** the Board Chairperson - Grace Bema is a Consulting Engineer who has supervised huge construction projects in Zimbabwe and across the continent.

Board Demography
Age Range: 37 to 60 years
Average Age: 49 years
Youngest: 37 (Female)
Oldest: 60 (Female)
Race: All directors are Black Africans

Board Demography table:

Director Anonymous ID	Gender	Age	Race	Region of Origin
A	Female	44	Black African	Midlands
B	Female	60	Black African	Mash East
C	Male	51	Black African	Midlands
D	Male	53	Black African	Mash East
E	Male	50	Black African	Mash East
F	Female	59	Black African	Mash Central
G	Female	40	Black African	Harare
H	Male	43	Black African	Midlands
I	Female	37	Black African	Harare

For 2024 Board and Committee Meetings Attendance

	Board	Nomination Committee	Audit Committee	Investments Committee	Remuneration Committee	Governance, Risk and Compliance Committee
Meetings Held	**5**	**0**	**6**	**4**	**7**	**4**
G. Bema	5	N/A	N/A	4	6	N/A
P. Musarurwa	5	N/A	6	N/A	N/A	4
I. Tigere	5	N/A	N/A	4	N/A	4
T. Chaparamhosva	5	N/A	6	N/A	7	N/A
T. Masunda	5	N/A	6	4	N/A	N/A
M. Mubayiwa*	5	N/A	N/A	4	7	N/A
B. Shumba*	5	N/A	N/A	4	N/A	4

** Retiring by rotation and eligable for reappointment.*

CORPORATE GOVERNANCE REPORT (continued)

Board and statutory meetings

The Board meets regularly and guides corporate strategy, risk management practices, annual budgets and implementation of business plans. Special Board meetings are convened on an ad-hoc basis when necessary to consider issues requiring urgent attention or decision. The Company's shareholders meet at least once every year at the Annual General Meeting. The company's 57th Annual General Meeting was held on the 19th of June 2024.

Communication systems

The Company engages with stakeholders through multiple channels. Shareholders can interact with the board and management and vote on key issues at Annual General Meetings. Information is shared via shareholder notices, press announcements, analyst briefings, annual reports, the company website and company social media platforms. Additionally, corporate announcements and updates are accessible online, and the company promotes direct contact through its Company Secretary or Transfer Secretaries.

Directors' declarations

In accordance with the Companies and Other Business Entities Act and the Company's Articles of Association, Directors declare in writing any material interests they have in relation to transactions, arrangements, contracts or in any company-related business that may lead to a conflict of interest, at any time during the year.

Share dealing

In compliance with the Zimbabwe Stock Exchange Listing Requirements (S.I. 134 of 2019), directors, officers, and employees of the Company are prohibited from trading in the Company's shares during closed periods or when in possession of unpublished, price-sensitive information related to the Company's business or affairs. All dealings are required to be transparent to ensure no conflict of interest or misuse of insider information occurs.

Directors' remuneration

Non-Executive Directors' remuneration packages are set by the Human Resources and Remuneration Committee.

The Human Resources and Remuneration Committee, comprising a majority of independent non-executive directors, reviews and recommends the remuneration policy annually. All decisions are made with reference to market benchmarks and the company's overall financial health and strategic goals. The total remuneration paid to directors during the financial year is disclosed in detail in the financial statements, in compliance with listing requirements and relevant corporate governance frameworks and is approved at the Annual General Meeting.

The company is committed to maintaining a transparent and competitive remuneration framework for its directors. The directors' remuneration is designed to attract, retain, and motivate individuals of high calibre, while aligning their interests with those of shareholders and long-term company performance.

Stakeholders

Mashonaland Holdings Limited recognizes that fostering strong relationships with its stakeholders is fundamental to achieving sustainable value creation. To this end, the company implements a structured and approved annual Corporate Social Responsibility (CSR) programme.

Furthermore, Mashonaland Holdings actively participates in initiatives and events organized by its regulators and industry partners, reinforcing its commitment to collaborative growth and sector development. The company also places a strong emphasis on sound corporate governance, which is articulated in this report and other corporate communications.

Customer engagement

Customer care training sessions are conducted to enhance internal and external service quality. The company conducts bi-annual Customer Net Promoter Score Survey to secure clear and actionable insights into how customers perceive the brand and their likelihood of recommending it to others as well as noting areas that require improvement.

Employee engagement

Regular employee engagement initiatives are carried out and the company formally evaluates its employee engagement indices on an annual basis. The results from the study are used to design strategies to enhance employee motivation and overall engagement as well as creating value for staff.

Whistleblowing Mechanism

As part of its robust corporate governance strategies, Mashonaland Holdings Limited has a formal whistleblowing mechanism to promote transparency, accountability, and ethical conduct across all levels of the organisation. The mechanism is administered by the company's external auditors and the platform provides employees, stakeholders and other relevant parties with a secure and confidential channel to report any suspected misconduct, fraud, corruption, or other unethical behaviour. This tool reinforces the company's commitment to integrity, responsible leadership, and continuous improvement in its governance practices.

Commitment to Governance Standards

Mashonaland Holdings Limited upholds the highest standards of ethical conduct, integrity, and professionalism. The company ensures full compliance with all applicable legislation, regulatory requirements, and International Financial Reporting Standards (IFRS), demonstrating its unwavering commitment to sound corporate governance and transparency in all business operations.

RISK REPORT

Mashonaland Holdings Limited is committed to proactive risk management as a core part of its governance and business strategy. The operating environment in Zimbabwe presents unique challenges, including currency volatility and regulatory shifts. MHL employs a proactive and structured approach to risk management. The Governance, Risk and Compliance Committee of the Board with the support of internal audit, external audit and compliance functions provides oversight on risk management. Various internal policies and standard operating procedures govern the operations of the company.

The Risk management framework for the company:

- Aligns with **ISO 31000** and **ISO/IEC 27005** standards.
- Covers risk identification, evaluation, and mitigation strategy design.
- Includes periodical enterprise risk assessments, scenario and sensitivity analysis, risk registers, internal control testing and stakeholder feedback mechanisms.

Key Risk Exposures

1. Market Risk

The risk arising from changes in the market in which the company operates. Market risk for MHL is the risk of loss in property investments due to factors that affect the entire market.

- **Impact:** Inflation and macroeconomic instability leading to rental income erosion and reduced demand, affects cost of capital through its effect on cost of equity-interest rate changes, price volatility, foreign exchange (forex) fluctuations, commodity price turmoil.
- **Mitigation:**
  - o Rigorous financial feasibility reviews which incorporate scenario and sensitivity analysis.
  - o Diversification across asset classes (residential, retail, mixed-use)
  - o Flexible pricing strategies and phased project rollouts
  - o Market research and customer feedback integration

2. Environmental Risk

This refers to potential threats to the environment and human health arising from construction activities including air and water pollution, noise pollution, habitat destruction and waste generation.

- **Impact:** Potential for environmental degradation from construction projects.
- **Mitigation:**
  - o Environmental Impact Assessments (EIAs).
  - o Environmental Management Plans (EMPs).
  - o Compliance with zoning/land use by-laws.
  - o Prioritizing eco-friendly materials and technologies to reduce the environmental footprint of construction.

RISK REPORT (continued)

3. Liquidity Risk
The risk that the company may not have enough funds or liquid assets to meet its obligations or will only be able to obtain sufficient funds at excessive cost.
- **Impact:** Insufficient liquidity to meet obligations and fund operations.
- **Mitigation:**
  - o Cash flow forecasting and liquidity stress testing.
  - o Contingency planning.
  - o Budget adherence and cost containment.
  - o Hedging strategies for foreign currency exposure.
  - o Diversified funding sources incorporating a healthy debt-equity, balance.

4. Regulatory and Compliance Risk
This type of risk refers to potential consequences for a business arising from non-compliance with laws and regulations including the risk of legal disputes, penalties, fines and damage to reputation.
- **Impact:** Penalties, reputational damage, and legal repercussions.
- **Mitigation:**
  - o Legal and regulatory due diligence on all transactions.
  - o Compliance tracking systems and status registers.
  - o Robust AML/CFT and data protection monitoring.
  - o Regular stakeholder engagement with regulatory authorities.
  - o Employee compliance training.

5. Project Management Risk
This form of risk refers to events which may negatively impact on project deliverables, timelines and budgets potentially leading to project failure if not managed effectively.
- **Impact:** Underperformance of developments due to overruns or poor market alignment.
- **Mitigation:**
  - o Project charters and oversight by steering committees.
  - o Pre-sale/lease agreements before project initiation.
  - o Regular reviews by management and Board committees.
  - o Vendor due diligence and performance contracts.
  - o Project risk assessments form part of project oversight meetings.

6. Default and Credit Risk
This refers to tenants' inability to meet their contractual obligations and failure to make necessary payments when they are due.
- **Impact:** Loss of rental income due to tenant defaults.
- **Mitigation:**
  - o Tenant vetting and credit checks.
  - o Agreements to Develop and Lease for all pre-let agreements with specific clauses to protect the company's interests in the event of tenant default.
  - o Use of USD rentals and late-payment penalties.
  - o Active debt recovery and litigation if necessary.

7. Supply Chain Risk
Any potential threat or vulnerability that could disrupt the flow of goods or services within the business's supply chain from raw materials to the final product delivered to the customer.
- **Impact:** Financial losses, reputational damage, and operational disruptions.
- **Mitigation:**
  - o Strict procurement policy compliance.
  - o Use of vetted suppliers and due diligence.
  - o Contractual protections (e.g., penalties, bonds, guarantees).
  - o Having robust contingency plans.

8. Cybersecurity threats
Any action, either intentional or unintentional, that could potentially compromise the security of an organization or individual's systems, data, or networks ranging from malware and phishing to DDoS attacks and insider threats.
- **Impact:** Cyber threats can lead to financial losses, damage to reputation, disruption of operations.
- **Mitigation:**
  - o implementing strong security policies,
  - o regular training for employees,
  - o maintaining up-to-date security software.

Additional Risk management controls

- **Whistle Blowing Mechanism:** The company has a Whistleblower policy which is supported by a Fraud and Ethics hotline operated by Axcentium Ethics Line. The company encourages ethical behaviour, accountability and transparency in its operations.

- **Customer Complaints Register:** Provides insights into service improvement areas and enhances responsiveness.

- **Customer Satisfaction Survey:** Utilised for gathering feedback and gauge how satisfied customers are with a product, service, or interaction. The purpose is to understand customer experiences, identify areas for improvement, and ultimately enhance customer loyalty and business performance.

- **Training and Awareness:** Provides employees with appropriate training and awareness programs on risk management and internal control procedures to foster a strong control culture.

- **Segregation of Duties:** Ensures that no single individual has complete control over critical processes to prevent errors, abuse of resources and fraud.

- **Internal and external audit reviews:** Conducted regularly by company external auditors (Axcentium) and internal auditors (outsourced from ZB Internal Audit).

2024 SUSTAINABILITY REPORT

Sustainability plays a key role in our business practices.

INTRODUCTION

Mashonaland Holdings Limited (MHL) is pleased to present our Sustainability Report for the financial year ended 31 December 2024. The Group continues to pursue its vision and strategy of growing shareholder value by owning and managing strategic real estate assets and spaces in a way that transforms the lives of stakeholders and communities it serves. To achieve this vision, the Group set out a roadmap to diversify and increase its property investments. The portfolio diversification strategy is aimed at reducing portfolio concentration and ensuring steady returns while the portfolio growth strategy is aimed at improving the Group's offering to a changing customer preference. We are committed to delivering long-term value to our shareholders, whilst contributing to the sustainable development of the communities in which we operate. Our vision is to be the leading real estate Group in the region, known for our excellence, innovation, integrity, and accountability.

Our Reporting Suite

Our Sustainability Report is supplemented by a number of reports that provide a comprehensive view of MHL's performance and prospects covering environmental, social and governance (ESG) aspects. These reports go beyond traditional financial reporting by integrating sustainability and non-financial information.

Integrated report

Our primary communication to stakeholders aims to help them make informed assessments of our performance and prospects, strategic direction, and the value we create through our activities. It provides a forward-looking perspective on Mashonaland Holdings Limited's financial and non-financial performance, encompassing strategy, risks and opportunities, targets and governance.

Sustainability reporting

The following suite of reports provides information on MHL's strategy and performance related to sustainability issues with potential impact on our organisation, society and the environment. The reports detail MHL's environmental and social policies, governance, strategies, risks and opportunities. The reports also provide detailed performance data on a wide range of ESG metrics and targets. MHL's sustainability disclosures are structured with reference to the Global Reporting Initiative (GRI) Standards (2021).

Financial reporting

These reports include an analysis of the Group's financial results. They provide insight for current and prospective investors, employees, creditors, analysts and other stakeholders. They disclose details of MHL's income statement, financial position, cash flows, performance per share, as well as key non-financial information.

Sustainability Data

This report was prepared using both quantitative and qualitative data extracted from company records, policies, and persons responsible in the Key Results Areas ("KRA") of sustainability impacts for the Group.

In some cases, assumptions are made and confirmed for consistency with business activities. The Group continues to review its measurement systems for consistency on sustainability data.

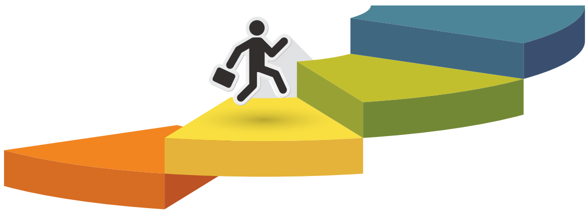
Reporting Frameworks

This report was prepared with due consideration of the following reporting requirements:

- With reference to the Global Reporting Initiative (GRI) Standards.
- The Companies and Other Business Entities Act [Chapter 24:31].
- Statutory Instrument ("SI") 134 of 2019 Securities and Exchange (Zimbabwe Stock Exchange Listings Requirements) Rules, 2019.
- International Financial Reporting Standards (IFRS).

The report was also prepared using ZWS ISO 26000:2010, the international ISO guidance standard adopted by Zimbabwe, providing the framework to integrate Social Responsibility (SR) into the values and practices of the Group. It identifies our key stakeholders, how we relate with them and deliver on their expectations:

Our sustainability reporting is a journey of ongoing maturity, which is founded on an integrated approach



1. Stakeholder Engagement

Engaging with stakeholders - including customers, employees, investors and the community - ensures their perspectives, concerns and expectations are considered in the report. It fosters transparency, trust and accountability, enhancing the report's credibility and relevance.

2. Materiality Assessment

Identifying and prioritising material issues helps MHL to focus on what truly matters to our sustainability performance and stakeholders. This ensures the report addresses key ESG aspects, avoiding information overload and enabling more informed decision making.

3. Integration with Strategy

Aligning sustainability reporting with MHL's strategic priorities reinforces our commitment to sustainability. It demonstrates a coherent approach, showing how sustainability initiatives are integral to our long-term success and competitiveness.

4. Risk assessment

Assessing sustainability risks and opportunities allows MHL to proactively manage and mitigate potential issues. Reporting on these aspects helps stakeholders understand how we are preparing to address emerging challenges and capitalise on opportunities, contributing to long-term resilience.

MATERIAL MATTERS IN 2024

MHLs operations impact the environment and society ('inside-out'). In turn, the environment and society affect the Group and our performance ('outside-in'). These effects may be positive or negative and vary with time. Our materiality determination process identifies our key material matters and the underlying issues which inform each matter. Through this process we identify all those matters that have a significant bearing on enterprise value (financial materiality), as well as our most significant impacts on people, society and the environment (impact materiality). Our approach to 'double materiality' is to disclose the material 'outside-in 'impacts in the Integrated Report and the 'inside-out' impacts in this Sustainability Report.

Material Matters Assessment

MHL's 2024 materiality assessment provides a holistic inside-out and outside-in perspective on our financial and ESG impacts on our stakeholders and business. Local and regional socio-economic developments have caused shifts in our stakeholders' priorities, allowing us to achieve greater alignment between our pursuit of sustainable growth and stakeholders' needs, amidst the local economic challenges and other vices such as climate change. Since 2024, MHL started conducting materiality assessments annually to determine the key Economic, Environmental, Social and Governance (EESG) issues that are important to our stakeholders. These issues are foundational to MHL's annual sustainability reporting. Corresponding EESG targets, metrics, initiatives, and progress are reviewed by the Management team, reported to the Board and published in the annual Sustainability Report.

Our findings revealed the following matters, and these were also ranked accordingly:

1

Highly Critical Matters

1. Climate Resilience
2. Infrastructure Inclusion
3. Energy Efficiency and Renewable Sources Responsible Investment

2

Critical Material Issues

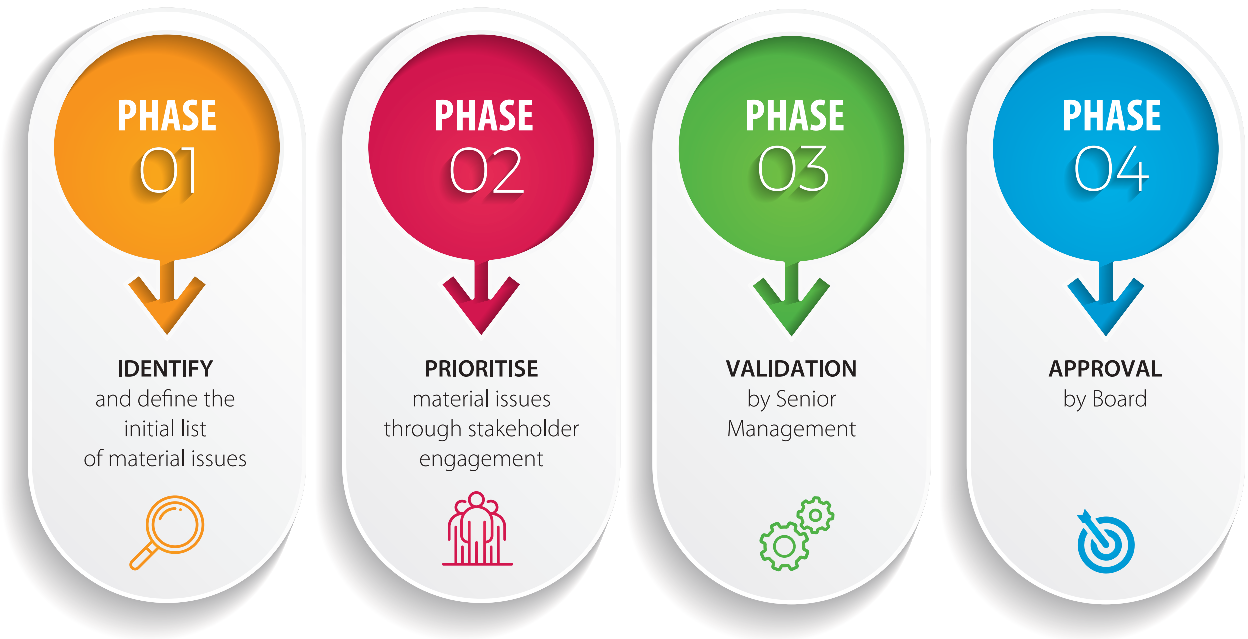
4. Economic Contribution
5. Occupational Health and Safety
6. Stakeholder Impact and Partnerships
7. Sustainable Finance
8. Customer Data Protection

3

Moderate Material Issues

1. Governance, Ethics and Risk Management
2. Safe and Green Buildings
3. Diversity and Inclusion
4. Human Capital Wellness and Development

The process for material matters assessment conducted by MHL is shown in the image below:



MATERIAL MATTERS IN 2024 (continued)

Material ESG Matter	Stakeholder Impacted	GRI Standards Disclosure	Addressed In This Report
1. Climate Resilience	• Customers, builders & suppliers, government and regulators, investors and analysts, lenders, academics and industry experts and media	• Emissions • Construction and Real Estate Sector (CRES): Building greenhouse gas emissions intensity	• Decarbonising towards Net Zero
2. Infrastructure Inclusion	• Customers, government and regulators, community members, media	• Construction and Real Estate Sector: Reporting Principles & Standard Disclosure	• Portfolio diversification to include emerging sectors such as SMEs
3. Energy Efficiency & Renewable Sources Responsible Investment	• Customers, builders and suppliers, government and regulators, investors and analysts, community, academics and industry experts, and media	• Energy • CRES: Building energy intensity	• Decarbonising towards Net Zero
4. Economic Contribution	• All stakeholders across our value chain	• Economic performance • Market presence • Indirect economic impacts • Employment	• Developing Sustainable Communities • Determined to Create a Fair, Safe and Inclusive Business Environment
5. Occupational Health and Safety	• All stakeholders across our value chain	• Occupational health and safety	• Environmental stewardship • Determined to Create a Fair, Safe and Inclusive Business Environment
6. Stakeholder Impact and Partnerships	• All stakeholders across our value chain	• Direct economic impacts	• Developing Sustainable Communities
7. Sustainable Finance	• Lenders, government and regulators, and academics and industry experts	• There is no relevant GRI topic disclosure	• Dedicated to Sustainability Integration
8. Data protection and compliance with Anti Money Laundering (AML) provisions	• Customers, employees, government and regulators, investors and analysts, and media	• Customer Privacy • There is no relevant GRI topic disclosure	• Determined to Create a Fair, Safe and Inclusive Business Environment Commitment • Enhancement of internal processes to ensure total compliance with national Anti-Money Laundering provisions
9. Governance, Ethics and Risk Management	• All stakeholders across our value chain	• Anti-corruption • Anti-competitive behaviour	• Determined to Create a Fair, Safe and • Inclusive Business Environment
10. Safe and Green Buildings	• Customers, builders and suppliers, government and regulators, investors and analysts, community, academics and industry experts, and media	• Customer health and safety	• Driving Innovation and Building Performance
11. Diversity and Inclusion	• Employees, investors and analysts, academics and industry experts	• Diversity and equal opportunity	• Determined to Create a Fair, Safe and Inclusive Business Environment
12. Human Capital Wellness and Development	• Employees, government and regulators, and investors and analysts	• Diversity and equal opportunity	• Determined to Create a Fair, Safe and Inclusive Business Environment

OUR SUSTAINABILITY CONTEXT

Macroeconomic and socio-political challenges

Mashonaland Holdings Limited operates amid volatile and complex macroeconomic conditions, with global trends impacting our operations. Economic pressures, economic informalization, currency volatility, taxation challenges and geopolitical tensions influence our adaptability and responses. We proactively address current trends such as supply chain disruptions or the cost-of-living crisis, recognising their impact on our business and consumers.

Infrastructure inclusion and access

One of the primary issues affecting growth of Small to Medium Entrepreneurs in Africa is unavailability of affordable, "SME-Centric" and decent trading space. Consequentially, traders resort to setting up on the peripheries of the Central Business Districts or simply resort to pavement trading where they have running battles with municipal police. We address this challenge by remodelling some of our existing properties to fit the size, format and use case for Small to Medium Entrepreneurs.

Housing affordability

Recent trends in Zimbabwe and Africa have shown that housing remains unaffordable to the majority of the population. Incomes have not been growing in tandem with the cost of housing. Property developers have to contend with the rising costs of delivering residential stock, which include high interest rates, high land servicing and compliance costs. With limited stock coming through from local authorities/town councils, the burden of housing delivery is placed upon the shoulders of private developers.

We are exploring Private Public Partnerships with government and local authorities in an effort to circumvent high land costs and ultimately deliver low-cost housing stock for low-income earners.

Load shedding

Zimbabwe faces a serious energy shortage. One of the national power stations, which is hydrobased, has over the years been forced to scale down production of electricity due to depleting water levels at Kariba dam. This results in incessant load shedding which affects both commercial and residential consumers of electricity. As a response, property owners and tenants are forced to rely on alternative sources of energy, which in most cases is from diesel powered generators. Though a necessary business continuity vice, this option results in further emission of carbons into the atmosphere. As a property owner we are addressing this issue by adopting cleaner sources of power such as solar, where possible. Other power consumption management initiatives that have been employed will also be unpacked in the later sections of this report.

Community engagement and social impact

We recognise the importance of community engagement in driving local sustainable development that delivers relevant and lasting impacts. Through our sustainability initiatives, we invest in projects that address local needs and priorities, focusing on education, empowerment of the rural girl child, skills development and women's empowerment. By collaborating with local stakeholders and grassroots organisations, we foster meaningful partnerships that create shared value and contribute to the socioeconomic development of Zimbabwean communities.

EMBEDDING SUSTAINABILITY IN OUR CORPORATE STRATEGY

Mashonaland Holdings Limited's contribution

As a demonstration of our commitment towards mainstreaming sustainability in our operations, we adopted it as a separate, stand-alone pillar on our corporate strategy from 2024 going onwards.

OUR SUSTAINABILITY STRATEGY

Relevant SDGs

07 AFFORDABLE AND CLEAN ENERGY · 09 INDUSTRY, INNOVATION AND INFRASTRUCTURE · 12 RESPONSIBLE CONSUMPTION AND PRODUCTION

1. Managing our real estate portfolio responsibly

- At MHL, we constantly find ways to drive efficiency and improve our business, through close monitoring of our assets
- We strive to diversifying our assets to deliver innovative solutions that speaks to the demands and expectations of the modern day tenant
- We seek to maximize utility for the tenant, returns for our shareholders and value for all our stakeholders

We are committed to maximizing value in a sustainable manner for all our stakeholders

Relevant SDGs

12 RESPONSIBLE CONSUMPTION AND PRODUCTION · 13 CLIMATE ACTION

2. Design and delivery of environmentally conscious, safe, healthy & efficient spaces

- MHL seeks to provides spaces that are energy efficient, reduce water usage, promote prudent waste management, and consider the environment, while also reducing operating costs for the benefit of both our tenants and shareholders

We are committed to provide efficient spaces that are alive to the need for environmental preservation

03 GOOD HEALTH & WELL-BEING · 04 QUALITY EDUCATION · 05 GENDER EQUALITY · 08 DECENT WORK AND ECONOMIC GROWTH · 15 LIFE ON LAND

3. Uplifting Communities

- MHL provides support and resources to the communities in which we operate to ensure that our on-the-ground presence, and not just our assets, add value, and provide access and opportunities to the surrounding communities

We are responsible for the well-being of the communities in which we operate our business from

Relevant SDGs

04 QUALITY EDUCATION · 05 GENDER EQUALITY

4. Developing our employees

- The Group realizes that it is important to build people, who in turn, build businesses, by creating opportunities for individuals and teams to grow, innovate, debate, problem solve and realise their full potential

We are committed to enhancing our employee value proposition focusing on Rewards, work-life balance and skills development

Relevant SDGs

03 GOOD HEALTH & WELL-BEING

5. Setting the highest standards of health and safety

- MHL creates and provides a safe and healthy work and living environment for our stakeholders by implementing the ISO45001 health and safety standards

We are committed to maintaining a zero incidence/fatality record at our buildings (staff & tenants) and development projects (contractors)

Relevant SDGs

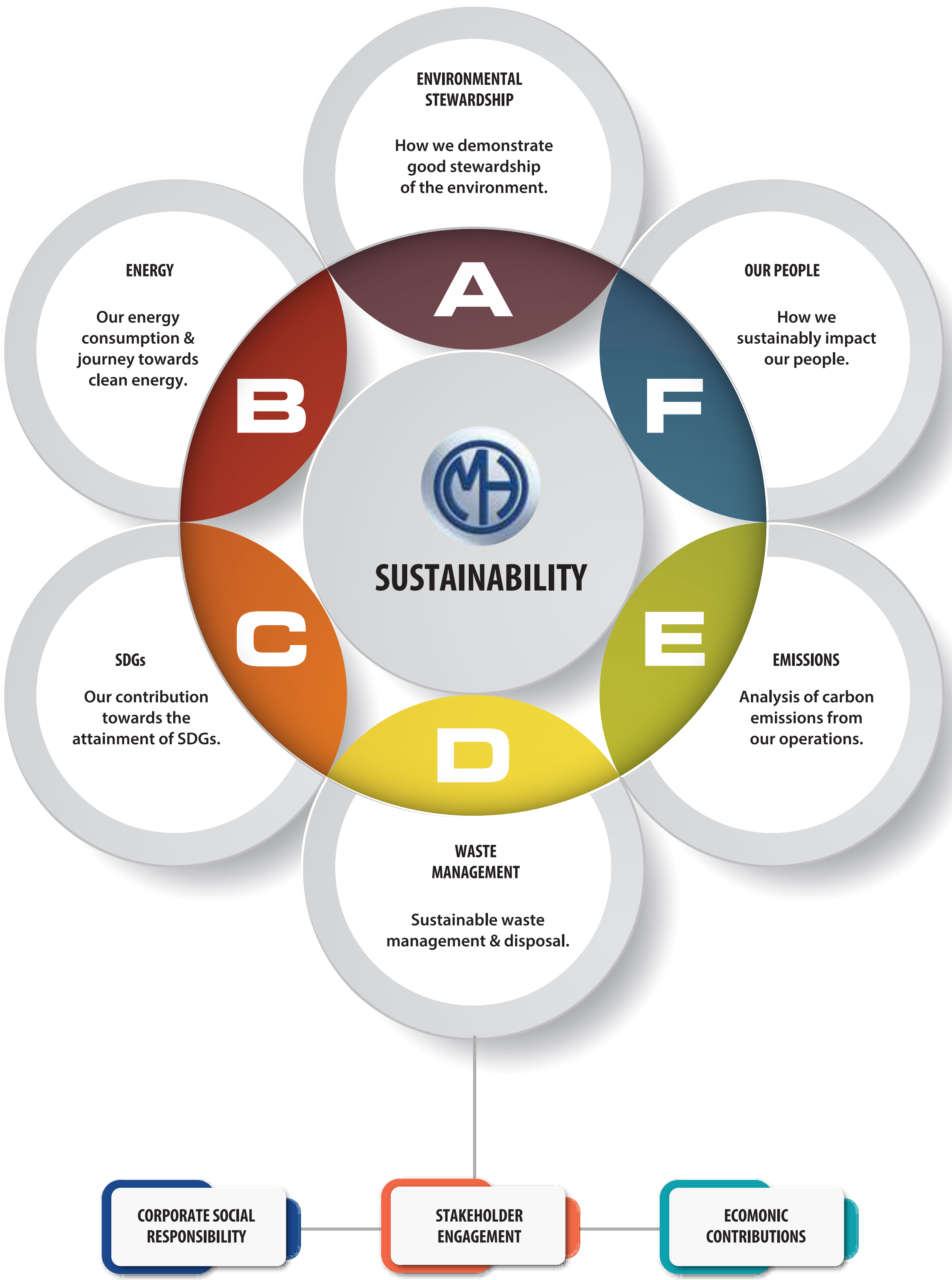
10 REDUCED INEQUALITIES

6. Protecting human rights

- Human rights are basic rights that belong to everybody. They embody the values in their society, such as fairness, dignity, equality and respect
- They are an important means of protection for all people, espaceially those who may face potential harm or abuse
- At MHL human rights protection is a fundamental

We believe that human rights are non-negotiable. 100% compliance is enforced regardless

MHL SUSTAINABILITY APPROACH AT A GLANCE



OUR ESG PERFORMANCE FOR 2024

Pillar	Commitment	Managerial Imperatives	Target 2024	Achieved 2024
Managing our real estate assets responsibly	"We are committed to maximizing value for all stakeholders in a sustainable manner for all our stakeholders"	Optimize portfolio performance by increasing exposure in resilient sectors of the economy so as to generate more sustainable income	Complete acquisition of Victoria Falls Hotel land (US$3million) Complete disposal of Mashview Gardens and unlock residual revenue (US$1 million) Complete construction of Pomona Commercial Centre project (US$15 million)	Acquisition successfully completed Disposal successfully completed Practical completion successfully attained in December 2024
Design and delivery of environmentally conscious, safe, healthy and efficient spaces	"We are committed to provide efficient spaces that are alive to the need for environmental preservation"	Reduction usage of paper Reduction of carbon emissions Reduction of diesel consumption Reduction of electricity consumption Attain at least 1 building efficiency rating in 2024	400 Kgs 3.6 Tons CO_2 2,160 Litres 3.86 kWh/m^2/year 1 EDGE/Green Rated Building	447.5 Kgs 4 Tons CO_2 2,000 Litres 4.68 kWh/m^2/year Zero
Uplifting Communities	"We are responsible for the well-being of the communities in which we operate our business from"	**Responsible Investment -** Channelling investment resources towards societal well-being **Local Businesses Support -** Local vs Foreign Service providers **Employment -** Local vs Expatriates Support local communities through Corporate Social Responsibility	Complete construction of Van Praagh Day Hospital and handover to operator At least 70% of CAPEX and OPEX budget should be allocated to local contractors At least 90% of employment opportunities (directly or indirectly) should be allocated to local citizens Implement at least 6 key CSR initiatives in 2024 covering Health, Social, Education and Arts sectors.	Completed and handed over. More than 85% of contractors used were home grown entities. All employees employed by MHL during the year are local citizens 8 initiatives were done during the year covering Health, Social and Educational sectors.
Developing our employees	"We are committed to enhancing our employee value proposition focusing on Rewards, work-life balance and skills development"	**Rewards -** Salary reviews to ensure that reward is in tandem with the obtaining cost of living trends **Skills development -** provide financial support to employees who intend to further their studies in line with their approved Personal Development Plans Where sustainable, increase in employment numbers by at least 10% per annum	Review remuneration at least once per year Provide education loans to staff To add at least three employees.	- Cost of living allowance for employees was reviewed twice during the year - Quarterly grocery hampers for staff were maintained during the year Education loans scheme was maintained during the year 10 additional employees
Setting the highest standards of health and safety	"We are committed to maintaining a zero incidence/fatality record at our buildings (staff and tenants) and development projects (contractors)"	Property Development Projects and Property Portfolio	Maintain a Zero Incidence (Injuries/Fatalities/Building Related Accidents) benchmark at all property development sites	Benchmark successfully maintained
Protecting human rights	"We believe that human rights are non-negotiable. 100% compliance is enforced regardless"	Protection of human right at facets of our business, within the value-chain, and/or at all our buildings	Maintain a Zero Incidents record of human rights violations (directly/indirectly)	Maintained a Zero Incidents record of human rights violations (directly/indirectly)

DRIVING POSITIVE UNSDG OUTCOMES

SDG	Key Targets/Initiatives	Our 2024 Contribution
GOOD HEALTH & WELLBEING	1. By 2028, increase investment exposure in the medical sector to at least 10% of the overall portfolio value. 2. Support at least 2 social welfare institutions per annum with financial/material support as part of enabling them to deliver on their mandates. 3. Enhance employee access to quality healthcare. 4. Regular reviews of employee remuneration in line with the cost of living and inflation.	• During the year 2024, we completed the Van Praagh Day Hospital and handed it over to the operator. Valued at US$3million, this brings investment in the medical sector to US$5 million representing 6% of the overall MHL portfolio value. • Supported 3 institutions during the course of the year namely (KidzCan, Bumhudzo Old Peoples Home & Village of Hope) with financial, medical, nutritional and material support. • All staff members are covered on USD medical aid insurance. • Remuneration reviews were effected twice during the course of the year.
GENDER EQUALITY	1. Maintain current board gender diversity ratio (4:3) female to male. 2. Improve staff gender diversity ration from the current 10 females to 13 males.	• Maintained board gender diversity ratio at 4 females to 3 males (non-executive directors). • Staff gender diversity ratio was as 13 females to 20 males as at 31 December 2024.
CLEAN WATER AND SANITATION	• Ensure access of water for all tenants at all buildings. • Reduce overall water consumption in the portfolio by 10% in 2028.	• In all these properties, the provision of clean potable water is available (municipal or borehole). • Through an internal Maintenance and Facilities Management team, regular maintenance of boreholes and pipe infrastructure to ensure continuous access to water. • Water consumption in 2024 was measured at compared to 2023.
DECENT WORK AND ECONOMIC GROWTH	• Contribute to economic growth by increasing job opportunities. • Contribute to economic growth by payment of taxes • Regular review of remuneration in line with the obtaining cost of living. • Promote development-oriented policies that support productive activities, decent job creation, entrepreneurship, creativity and innovation, and encourage the formalisation and growth of micro, small, and medium-sized enterprises, including through access to affordable and decent infrastructure.	• During the year, staff numbers increased by 43% as 10 more employees were recruited. • The Group was in compliance of all its tax obligations. • During the year 2024, the company undertook regular salary reviews to ensure that remuneration is commensurate with obtaining cost of living. • The Group maintained its SME's portfolio, which is anchored by Chiyedza House SME Centre (Retail) and Chiyedza House Co-Working Space with a combined number of offices/shops amounting to 100.
INDUSTRY, INNOVATION AND INFRASTRUCTURE	• Build resilient infrastructure, promote inclusive and sustainable industrialisation and foster innovation.	• The Group attained practical completion of the Pomona Commercial Centre at a budget of US$15 million. • The property is a mixed-use facility offering flexible, proving additional 15,000 square metres of retail, industrial, warehousing and light manufacturing space.
SUSTAINABLE CITIES AND COMMUNITIES	• Reducing carbon footprint through renewable energy and waste management. • Encouraging water conservation and sustainable land use. • Implementing climate-adaptive designs to withstand extreme weather.	• The Group is an active member of the Zimbabwe Green Buildings Council whose mandate is to advocate for the adoption of sustainable building concepts in the local BUILT environment. • Within its own portfolio, the Group continues to steer towards adoption of clean alternative energy through adoption of Solar energy • Additional initiatives such as Rainwater Harvesting, maximum usage of Natural Light have already been provided for in the ongoing property development projects. • Where diesel powered generators are used as back-up power, the Group has Carbon Emissions Licences for every generator set. These licenses are renewed every year upon satisfactory inspections and audits by Environmental Management Agency (EMA). As of 31 December 2024, all generator sets were licences and in compliance with the set carbon emission parameters. • Carbon emissions for 2024 were measured at compared to 2023.
RESPONSIBLE CONSUMPTION AND PRODUCTION	• Implementing smart energy management systems to reduce consumption. • Investing in solar, wind, or other renewable energy sources for properties.	• The Group is in the process of migration all properties onto smart electricity metres. In 2024, x buildings successfully migrated to smart metres. • For its entire residential portfolio, the Group also managed to migrate to solar energy. This is the case for the current development projects.

ENVIRONMENTAL STEWARDSHIP & WASTE MANAGEMENT

Carbon Emissions

The Group is headquartered at ZB Life Towers, 77 Jason Moyo Avenue, Harare. The building is powered by electricity from the national grid but during load shedding, power is provided by standby diesel generator. The generator is subject to annual carbon emissions and monitoring in line with the provisions of the Environmental Management Act. The following table shows the level of carbon emissions for 2024.

	2024 Actual Emissions	2024 Targeted Emissions	2023 Emissions
Measured carbon emissions	4 tons	3.6 tons	4 tons

Diesel Consumption

	2024 Actual Consumption	2024 Targeted Consumption	2023 Consumption
Litres consumed	2,000 litres	2,160 Litres	2,400 Litres

Fuel consumption was lower in 2024 compared to the prior year due to an improvement in power supply.

Electricity Consumption

	2024 Actual Emissions	2024 Targeted Emissions	2023 Emissions
Electricity consumed	4.68 KW/m^2/Year	4.25 KW/m^2/Year	4.29 KW/m^2/Year

Electricity consumption was higher in 2024 compared to the prior year due to an improvement in occupancy (new properties that started lettings in 2024).

Paper Usage

	2024 Actual Consumption	2024 Targeted Consumption	2023 Consumption
Paper consumed	447.5kgs	346.5kgs	385kgs

Paper consumption was higher in 2024 compared to the prior year due to an increase in headcount during the year.

STAKEHOLDER MANAGEMENT

Stakeholder	Key Engagements	Key Interests	Engagement Outcomes	SDG's Supported
Investor Community	• Annual General Meeting • Annual Report • Regular market updates	• Exceptional and sustainable business performance • Achievement of minimum expected return on investment • Shareholder value growth • Accounting and transparency underpinned by total compliance to corporate governance principles, practices and leadership	• Resilient business performance amid challenging economic headwinds • Increased shareholder value as demonstrated by our annual results	• SDG 8 - Decent work & economic growth • SDG 9 - Industry innovation & Infrastructure
Board of Directors	• Board meetings • Annual General Meeting • Business Performance Updates	• Implementation of the company's long term strategy • Achievement of minimum expected return on investment • Shareholder value growth • Compliance to corporate governance principles, practices and leadership • Profit optimisation	• Resilient business performance amid challenging economic headwinds • Increased shareholder value • Unqualified opinion from external auditors • Key milestones recorded in strategy implementation	• SDG 8 - Decent work & economic growth • SDG 9 - Industry innovation & Infrastructure
Media	• Analyst and Media Briefings • Media Responses • Press Releases	• Information regarding the operations of the business • Telling the MHL story to inform and empower all stakeholders	• Positive coverage of MHL operations and brand • Support for MHL initiatives and events	• SDG 17 - Partnership for goals
Employees	• Quarterly staff updates • Annual strategy formulation exercise • Engagement survey • Quarterly performance review sessions	• High performance and high engagement culture • Regular communication on Group performance and strategy • Fair remuneration • Training and development support • Enforcement of safety, health and hygiene regulations at the workplace	• Regular review of remuneration in line with the cost of living • Staff participation in strategy formulation and overall alignment to business objectives • Support towards personal development	• SDG 1 - No poverty • SDG 2 - Zero Hunger • SDG 3 - Good health & well-being • SDG 8 - Decent work & economic growth
Tenants	• Online Meetings • Physical Meetings • Memos • Monthly Account Statements	• Functional workplace that allows them to conduct their business without constraint • Fair rental • Regulator engagements with the Account Manager/Property Manager or Managing Director	• High lessee/lessor engagement • Market informed rent reviews • Quick query resolution • Excellent customer service	• SDG 9 - Industry innovation & Infrastructure • SDG 11 - Sustainable cities & communities
Regulators	• Annual Audit • Quarterly Seminars	• Compliance and promotion • Participation at regular events • Information sharing	• Participation in all regular initiatives, events • Provision of information upon request	• SDG 17 - Partnership for the goals
Environment	• Day to day operations • Property management and/or investment decisions	• Implementation of the ESG framework and its principles • Adoption of sustainable energy solutions • Active contribution towards the reduction of carbon footprint • Observation of modern property and facilities management practises	• Carbon emission certificates • Annual ESG report • Positive contribution towards the future well-being of the environment	• SDG 6 - Clean water & sanitation • SDG 7 - Affordable & clean energy • SDG 11 - Sustainable cities & communities • SDG 13 - Climate action
Society	• Corporate Social Responsibility Initiatives	• Consistent implementation of the ESG framework and principles • Infrastructure inclusion • Responsive Corporate Social Responsibility initiatives	• Responsive Corporate Social Responsibility Initiatives • Contribution towards inclusive infrastructure	• SDG 1 - No poverty • SDG 2 - Zero Hunger • SDG 3 - Good health & well-being • SDG 8 - Decent work & economic growth

GIVING BACK TO OUR COMMUNITIES

Mashonaland Holdings Limited as a responsible Group, supports and provides resources to the communities in which we operate to manage our impacts from our on-site presence, add value and provide access and opportunities to locals.

Impact Assessment

Through our in-house methodology, we ensure that all our projects are scored in such a way that we are able to quantify their impacts in relations to the SDGs. This impact calculator is based on a scoring system that looks at the materiality of the project, the beneficiaries and the significance of outcomes as well as the contribution and the level of achievement.

SDG	Core	Materiality	Beneficiary	Significance of Outcomes	Contribution	Level of Achievement	Impact Score
01 NO POVERTY	**Fighting period poverty in Zimbabwe** - Donation of washable sanitary pads - Donation of sewing equipment to enhance capacity for local production of sanitary wear - Sponsorship of pad making training	5	5	15	5	5	150
02 ZERO HUNGER	**Alleviating hunger in local care homes** - Donation of assorted food hampers to KidzCan (a local home for children living with cancer)	5	5	15	5	5	150
02 ZERO HUNGER	**Alleviating hunger in local care homes** - Donation of assorted food hampers to Bumhudzo Old Peoples Home (a local home for aged and neglected senior citizens)	5	5	15	5	5	150
02 ZERO HUNGER	**Alleviating hunger in local care homes** - Donation of assorted food hampers to Village of Hope Children's Home	5	5	15	5	5	150
03 GOOD HEALTH & WELL-BEING	**Supporting the fight against chronic diseases** - Donation of critical chemotherapy drugs for children living with cancer	5	5	15	5	5	150
04 QUALITY EDUCATION	**Bridging the digital divide between urban and rural students** - Sponsorship of Wi-Fi connectivity and yearly subscriptions for rural schools	5	5	15	5	5	150
15 LIFE ON LAND	**Supporting environmental preservation** - Participation in nationwide tree planting initiatives	5	5	15	5	5	150

SOME OF OUR COMMUNITY ENGAGEMENT INITIATIVES FOR 2024

KidzCan Food Hamper.

Donation of a food hamper to KidzCan to provide the essential nutrional support to children undergoing chemo-therapy sessions. A balanced diet is a key component towards full healing and recovery from cancer.

KidzCan Medical Drugs Hamper.

Donation of a medical drugs hamper to KidzCan. The hamper consisted of essential drugs required during chemotherapy sessions.

Village of Hope Food Hamper.

Donation of a food hamper to Village of Hope children's home to provide the essential nutrional support to children undergoing chemotherapy sessions. A balanced diet is a key component towards full healing and recovery.

Bumhudzo Old People's Home.

Donation of a food hamper, building materials for the proposed new dining halls and fruit trees for the orchard. The home caters for 40 neglected senior citizens.

Students from Gosha Secondary School being taken through a training session on how to sew washable pads. The program was fully funded by Mashonaland Holdings.

- Donation of 300 reusable sanitary pads packs to all girls at the school.
- Donation of 2 sewing machines to the Textile Technology and design Department.
- Donation of fabric and sewing notions to make reusable sanitary pads
- Training teachers and students who take the Textile Technology and Design subject (formerly Fashion & Fabrics)

SOME OF OUR COMMUNITY ENGAGEMENT INITIATIVES FOR 2024 (continued)

Donation of branded bins to Africa University. Aimed at improving waste recycling efforts at the university.

Some of the recipients of the washable pads at Gosha Secondary School, Murehwa.

Total investment in the "Action Against Period Poverty" campaign benefitting over 1,000 rural girls.

Some of the recipients of the washable pads at Chabwino Secondary School, Shamva.

SOME OF OUR COMMUNITY ENGAGEMENT INITIATIVES FOR 2024 (continued)






Tree Planting Initiatives Undertaken (Investment US$5,000)

AWARDS AND STAFF ENGAGEMENTS

Mashonaland Holdings Limited was awarded the following accolades at the ***Institute of Directors of Zimbabwe - Director of The Year Awards Ceremony:***

1. *"Director of The Year – Listed Companies"*
2. *"Board of The Year"*
3. *"Chairperson of The Year"*
4. *"Overall Director of The Year"*

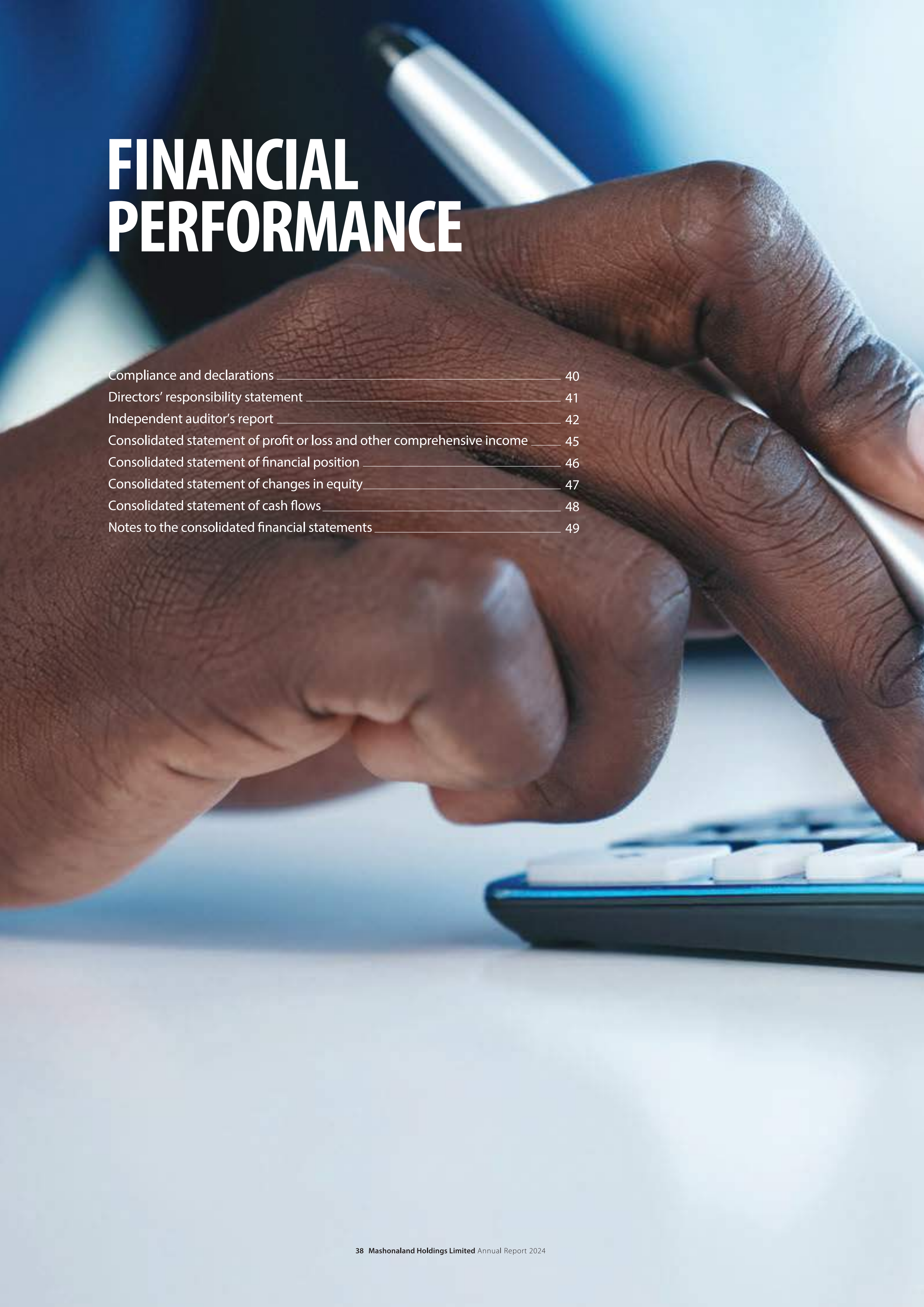
Mashonaland Holdings Limited Managing Director, Kudakwashe Musundire receiving the ***"Top Company of The Year 2024 - 4th Position"*** *accolade at the awards ceremony.*

Staff members receive their "Blue Card Awards" from the Managing Director, Kuda Musundire. This is peer to peer performance recognition scheme that is held quarterly & annually to celebrate exceptional performance by staff members.

Staff members participating at the Arundel Fun Run as part of the employee wellness initiatives undertaken during the year

Staff Members on a familiarization tour of Pomona Commercial Centre.

Staff Members enjoying proceedings at an event held to commemorate International Workers Day.



FINANCIAL PERFORMANCE

COMPLIANCE AND DECLARATIONS

Certificate of Compliance by Company Secretary

In my capacity as Company Secretary of Mashonaland Holdings Limited and its subsidiary companies, I confirm that, in terms of the Companies and other Business Entities Act (Chapter 24:31), the Company lodged with the Registrar of Companies all such returns as are required of a public quoted company and private limited liability companies in terms of this Act, and that all such returns are true, correct and up to date.

Egnes Madhaka
Company Secretary

Declaration by Head of Finance

The financial statements on page 45 to 84 have been prepared under the supervision of the Head of Finance, a registered Chartered Accountant and member of the Public Accountants and Auditors Board (PAAB), registration number 04107.

Ginnel Mabiza
Head of Finance

Directors' responsibility statement

Corporate governance
In its operations, Mashonaland Holdings Limited together with its subsidiaries "the Group" is guided by principles of good corporate governance and best practice as set out in the King Codes, the Zimbabwe National Code on Corporate Governance and the Zimbabwe Stock Exchange Listing rules. The Directors of the Group are cognisant of their responsibility to exercise the duty of care and to act in good faith in order to safeguard the interests of all stakeholders.

Board of Directors
Board appointments are made in a manner that ensures an adequate mix of skills and expertise on the Board. The majority of the Group's Directors are independent non-executive and thus provide the necessary checks and balances on the Board and ensure that the interests of all stakeholders are taken into account in the decision-making process. The Chairman of the Board is an independent non-executive Director. The Board is assisted by various committees in executing its responsibilities. The Board meets at least quarterly to assess risks, review financial performance and provide guidance to management on operational and policy issues.

Internal financial controls
The Board is responsible for ensuring that effective internal control systems are implemented within the Group. The Group has comprehensive risk management and loss control procedures in place. The Group maintains internal controls and systems designed to provide reasonable assurance of the integrity and reliability of its records, safeguard the assets of the Group and prevent and detect fraud or errors. The Audit Committee reviews and assesses the internal control systems of the Group in key risk areas. The Audit Committee assesses the efficiency of the internal control system and makes recommendations for improvement to the Board of Directors. During the period under review nothing has come to the attention of the Directors that indicates any material breakdown in the functioning of the key internal controls and systems during the period under review.

Responsibility
The Directors of the Group are responsible for preparing financial statements and other information presented in the annual report in a manner that fairly presents the state of affairs and results of the operations of the Group as mandated by the Companies Act. The external auditors are responsible for carrying out an independent audit of the financial statements in accordance with International Standards on Auditing and reporting their findings thereon.

The Group's consolidated financial statements for the year ended 31 December 2024 have been prepared in accordance with the requirements of IFRS Accounting Standards as issued by the International Accounting Standards Board, the Zimbabwe Stock Exchange Listing requirements and in the manner required by the Zimbabwe Companies and Other Business Entities Act (Chapter 24:31) (COBE). These consolidated financial statements are based on appropriate accounting policies and are supported by reasonable and prudent judgements and estimates having been prepared under the supervision of Ginnel Mabiza who is the Head of Finance of the Group. Ginnel Mabiza is a qualified Chartered Accountant and is a member of the Institute of Chartered Accountants Zimbabwe ("ICAZ") and the Public Accountants and Auditors Board ("PAAB"), PAAB registration number 04107.

Going concern
The Directors assessed the ability of the Group to continue operating as a going concern and believe that the use of the going concern assumption is appropriate in the preparation of these financial statements.

Remuneration
The Remuneration Committee determines the remuneration policy for the Group. The remuneration policy is formulated to attract, retain and motivate top-quality people in the best interests of shareholders. Remuneration arrangements are designed to support the Group's business strategy, vision, and conform to best practices. Total rewards are set at levels that are competitive within the context of the relevant areas of responsibility and the industry in which the Group operates.

Regulation
The Group is subject to regulation and supervision by the Zimbabwe Stock Exchange among other regulators. Where appropriate, the Group participates in industry-consultative meetings and discussions aimed at enhancing the business environment.

Ethics
As a Group, we aim to ensure that we adhere to the highest standards of responsible business practice. The Group is committed to excellence and pursues outstanding performance in every activity. Directors and employees are required to observe the highest ethical standards, ensuring that the business practices are conducted in a manner which is beyond reproach. The Directors and Key Management sign a declaration of interest for any conflict arising in carrying out their effective roles and responsibilities to the Group. Furthermore, all employees are required to observe the Group's Code of Ethics. The Group is a subscriber to an independently managed fraud hotline system.

Approval of consolidated financial statements
The consolidated financial statements for Mashonaland Holdings Limited and its subsidiaries for the year ended 31 December 2024, were approved by the Board of Directors on **26 March 2025** and signed by:

Harare 26 March 2025	Eng. G. Bema Chairperson
Harare 26 March 2025	K. Musundire Managing Director
Harare 26 March 2025	G. Mabiza Head of Finance

Independent Auditor's Report

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TO THE SHAREHOLDERS OF MASHONALAND HOLDINGS LIMITED

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Qualified opinion

We have audited the accompanying consolidated financial statements of Mashonaland Holdings Limited and its subsidiaries ("the Group") set out on pages 45 to 84, which comprise the consolidated statement of financial position as at 31 December 2024, and the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity, and the consolidated statement of cash flows for the year then ended, and the notes to the consolidated financial statements, including a summary of material accounting policy information.

In our opinion, except for the effects of the matter described in the Basis for Qualified Opinion section of our report, the accompanying consolidated financial statements present fairly, in all material respects the consolidated financial position of the Group as at 31 December 2024, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and in the manner required by the Companies and Other Business Entities Act (Chapter 24:31).

Basis for Qualified Opinion

Non-compliance with International Accounting Standard (IAS) 21 "The Effects of Changes in Foreign Exchange Rates" with respect to the effect of change in functional currency on comparatives

IAS 21 requires that an entity translates all items into the new functional currency using the exchange rate at the date of the change, which for the Group was 1 January 2023. The qualification is based on the departure by the Directors from IAS 21 in the determination of opening balances for investment property and related deferred tax, that has affected the comparative balances and transactions. The Directors have elected to adopt a balance determined through a United States Dollar (USD) based valuation of investment property that was performed at 31 December 2022. This departure from IAS 21 has resulted in the following misstatements at date of change (1 January 2023):

- Investment property is understated by $20 826 513; and deferred tax is understated by $1 041 326 with the related entries affecting an exchange reserve).

The impact of this misstatement carries over to the comparative period ended 31 December 2023, as the fair value adjustments on investment property recognised in the statement of profit or loss and other comprehensive income would be overstated by $20 826 513 whilst related deferred tax expense would have been overstated by $1 041 326 for the period then ended.

The above matter only impacts the comparative financial information; our opinion on the current year consolidated financial statements is modified because of the effects of the matter on the comparability of the current period's financial information with that of the prior period.

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code) together with the ethical requirements that are relevant to our audit of consolidated financial statements in Zimbabwe. We have fulfilled our ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

A full list of partners and directors is available on request.

Independent Auditor's Report (continued)

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter	How the matter was addressed
Valuation of investment property	
As included in notes 1.6(i)(iii) and note 12 to the consolidated financial statements, investment property amounting to $91 595 000 has been considered to be an area where significant judgements were applied. In determining the fair values of investment property, the directors make use of independent external valuers who in turn involve the use of judgment and estimates which involve significant unobservable inputs. The determination of the fair value of investment property was considered to be a matter of most significance to our current year audit due to the following: • Use of unobservable information such as: - capitalisation rates; - market rentals; and - market comparable property values • The current economic environment is volatile given the valuation intricacies impacting property in the Zimbabwean market.	We performed the following audit procedures: • We assessed the competence, capabilities, objectivity and independence of the directors' independent valuers, and assessed their qualifications. • We made enquiries of the directors' independent external valuers to obtain an understanding of the valuation techniques and judgements adopted. • We assessed the work performed by the independent external valuers in valuing investment property by performing the following: - Reviewed the valuation methods used and assessed whether they are appropriate and consistent with the reporting requirements; - Engaged an auditor's valuation specialist to assess reasonability of inputs and methods used by the independent valuer on selected properties; - Assessed the reasonableness of capitalisation rates, expected rentals and market comparable property values by comparing to historic trends, market information and market conditions at reporting date; - Assessed the market rentals by comparing with internal rentals earned and rentals from other property holders through work performed by the auditor's expert; and - Evaluated the consolidation financial statement disclosures for appropriateness and adequacy. Based on the work done, we concur with management that the judgments and assumptions used in the valuation of investment property were appropriate and the disclosures pertaining to the investment property were found to be appropriate in terms of the relevant accounting standards.

Other information
The directors are responsible for the other information. The other information comprises the Directors' Responsibility Statement, as required by the Companies and Other Business Entities Act (Chapter 24:31), and the Analysis of Shareholders, which we obtained prior to the date of this auditor's report and the Annual Report, which is expected to be made available to us after that date. The other information does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not and will not express an audit opinion or any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements, or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the directors for the consolidated financial statements
The directors are responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and the requirements of the Companies and Other Business Entities Act (Chapter 24:31) and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Independent Auditor’s Report (continued)

REPORT ON THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

In preparing the consolidated financial statements, the directors are responsible for assessing the Group’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the consolidated financial statements
Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:
- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group’s internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors’ use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group’s 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 Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated 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 consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor’s report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other legal and regulatory requirements
In fulfilment of the requirements of Section 193 of the Companies and Other Business Entities Act (Chapter 24:31) (“the Act”), we report to the shareholders as follows:

Section 193(1)(a)
In our opinion, except for the matter described in the Basis for Qualified Opinion section of our report, the consolidated financial statements of the Group are properly drawn up in accordance with the Act so as to give a true and fair view of the state of the Group’s affairs at the date of its financial statements for its financial year ended on that date.

Section 193(2)
We have no matters to report in respect of the Section 193(2) requirements of the Act.

The engagement partner on the audit resulting in this independent auditor’s report is Stelios Michael.

Axcentium
Chartered Accountants (Zimbabwe)
PER: Stelios Michael
(PAAB Practice Certificate 0443)
Partner
Registered Auditor
26 March 2025

Consolidated statement of profit or loss and other comprehensive income

For the year ended 31 December 2024

	Note	Group 31 December 2024 USD	Group 31 December 2023 Restated* USD
Revenue	3	**7,040,710**	**6,286,745**
Property expenses	4	(1,632,676)	(1,694,834)
Net property income		**5,408,034**	**4,591,911**
Other income	5	113,946	557,807
Allowance for credit (losses)/gains	14	(7,022)	9,762
Administrative expenses	6.1	(2,507,251)	(2,150,529)
Operating profit		**3,007,707**	**3,008,951**
Fair value adjustments		**1,016,798**	**1,772,823**
Investments held for trading	11	273,891	(98,988)
Investment property	12	742,907	1,871,811
Profit before finance income and tax		**4,024,505**	**4,781,774**
Finance income	7	210,052	341,841
Net foreign currency exchange losses		(298,144)	(279,761)
Finance costs	8	(270,569)	(217,305)
Profit before tax		**3,665,844**	**4,626,549**
Tax credit/(expense)	9	62,664	(523,789)
Profit after tax		**3,728,508**	**4,102,760**
Other comprehensive income			
Gains on revaluation of vehicles & equipment	10	122,946	-
Tax		(31,659)	-
Total		**91,287**	**-**
Total comprehensive income for the year		3,819,795	4,102,760
Total comprehensive income attributable to the equity holders of the parent		3,819,795	4,102,760
Basic and diluted earnings per share-USD	16	0.22	0.24

**Comparative figures have been restated to effect the change in functional currency from 1 January 2023 (note 1.4).*

Consolidated statement of financial position

As at 31 December 2024

	Note	Group 31 December 2024 USD	31 December 2023 Restated* USD	1 January 2023 Restated* USD
Assets				
Non-current assets		**93,076,524**	**82,124,734**	**77,883,424**
Investment property	**12**	91,595,000	80,665,000	76,882,000
Vehicles and equipment	**10**	295,528	151,435	147,047
Long-term receivables	**14**	1,185,996	1,308,299	854,377
Current assets		**1,832,243**	**35,55,412**	**8,182,201**
Investments held for trading	**11**	834,790	672,289	770,901
Inventories	**13**	39,115	85,259	418,646
Trade and other receivables	**14**	519,697	1,837,658	996,075
Contract asset receivable from customers	**18.1**	-	738,773	-
Cash and cash equivalents	**19**	438,641	221,433	5,996,579
Assets held for sale	**15**	-	2,950,000	-
TOTAL ASSETS		**94,908,767**	**88,630,146**	**86,065,625**
Equity		**83,899,221**	**80,489,914**	**76,802,454**
Share capital	**16**	175,379	175,379	175,379
Share premium	**16**	350,758	350,758	350,758
Retained earnings		103,273,138	99,955,118	96,267,658
Exchange reserve		(19,991,341)	(19,991,341)	(19,991,341)
Revaluation reserve		91,287	-	-
Non-current liabilities		**7,891,278**	**4,745,517**	**5,303,618**
Deferred taxation	**9.2**	3,633,794	4,136,501	3,803,485
Non-current portion of borrowings	**21**	4,257,484	609,016	1,500,133
Current liabilities		**3,118,268**	**3,394,715**	**3,959,553**
Trade and other payables	**18**	1,155,469	1,196,820	1,755,756
Current portion of borrowings	**21**	1,150,910	1,490,804	1,523,726
Liabilities payable from contracts with customers	**18.1**	35,574	102,100	247,873
Income tax payable		418,691	79,463	122,862
Provisions		357,624	525,528	309,335
TOTAL EQUITY AND LIABILITIES		**94,908,767**	**88,630,146**	**86,065,625**

**Comparative figures have been restated to effect the change in functional currency from 1 January 2023 (note 1.4).*

Eng. G. Bema
Chairperson
26 March 2025

K. Musundire
Managing Director
26 March 2025

G. Mabiza
Head of Finance
26 March 2025

Consolidated statement of changes in equity

For the year ended 31 December 2024

	Group					
	Share capital USD	**Share premium USD**	**Exchange•• reserve USD**	**Revaluation reserve USD**	**Retained earnings USD**	**Total USD**
Balance at 1 January 2023 (Restated)	**175,379**	**350,758**	**(19,991,341)**	**-**	**96,267,658**	**76,802,454**
						-
Profit for the year	-	-	-	-	4,102,760	4,102,760
Dividends declared	-	-	-	-	(415,300)	(415,300)
Balance at 31 December 2023 (Restated)	**175,379**	**350,758**	**(19,991,341)**	**-**	**99,955,118**	**80,489,914**
Profit for the year	-	-	-	-	3,728,508	3,728,508
Other comprehensive income	-	-	-	91,287	-	91,287
Dividends declared	-	-	-	-	(410,488)	(410,488)
Balance at 31 December 2024	**175,379**	**350,758**	**(19,991,341)**	**91,287**	**103,273,138**	**83,899,221**

**Comparative figures have been restated to effect the change in functional currency from 1 January 2023 (note 1.4).*

**The Exchange reserve arose from the difference in approach that was used by management on 1 Jan 2023 on conversion of the investment property value. Management adopted the USD valuation determined by an independent professional valuer (EPG Global) as the beginning investment property valuation and not a conversion of the opening ZWL amounts into new functional currency i.e. USD and detailed in note 1.4 and 1.5.

Consolidated statement of cash flows

For the year ended 31 December 2024

	Note	Group 31 December 2024 USD	Group 31 December 2023 Restated* USD
Cash flows from operating activities			
Profit before tax		**3,665,844**	**4,626,549**
Adjusted for:			
Depreciation	**10**	27,060	14,083
Allowance for credit losses		7,022	(9,762)
Fair value adjustment on investments held for trading	**11**	(273,891)	98,988
Fair value adjustment on investment property	**12**	(742,907)	(1,871,811)
Profit on disposal of investment property		-	(400,000)
Loss on disposal of vehicle & equipment		46,699	-
Finance income	**7**	(210,052)	(341,841)
Finance costs	**8**	270,569	217,305
Unrealised exchange loss/(gain)		27,540	(764,026)
Dividend in specie		(25,038)	(5,328)
Net cash flow from operating activities		**2,792,846**	**1,564,156**
Changes in working capital			
Decrease in inventories		46,144	333,387
Decrease/(increase) in trade and other receivables		1,440,265	(1,295,505)
Decrease/(increase) in contract asset with customers		738,773	(738,773)
(Decrease) in contract liability with customers		(66,526)	(145,773)
Increase/(decrease) in trade and other payables		220,201	(558,936)
Increase in accruals		10,301	37,987
Net cash generated from /(utilised in) working capital changes		**2,389,158**	**(2,367,613)**
Cash generated from /(utilised in) operations		**5,182,004**	**(803,457)**
Tax paid		(153,446)	(237,633)
Net cash inflow/(outflow) from operating activities		**5,028,558**	**(1,041,090)**
Cash flows from investing activities			
Interest received		197,448	302,444
Dividends received		25,038	5,328
Proceeds on disposal of investments held for trading		111,390	-
Proceeds from disposal of investment property		2,900,000	1,400,000
Proceeds from disposal of vehicle and equipment		20,561	6,091
Acquisition of vehicles and equipment		(117,405)	(119,234)
Acquisition of investment property		(10,161,552)	(4,850,484)
Refurbishment and development of investment property		(341,582)	-
Net cash outflow from investing activities		**(7,366,102)**	**(3,255,855)**
Cash flows from financing activities			
Loan raised		6,079,820	-
Loan repayment		(2,914,197)	(924,039)
Finance costs		(253,274)	(173,129)
Dividend paid		(357,597)	(381,033)
Net cash inflow/(outflow) from financing activities		**2,554,752**	**(1,478,201)**
Increase/(decrease)in cash and cash equivalents		**217,208**	**(5,775,146)**
Cash and cash equivalents at the beginning of the year		221,433	5,996,579
Cash and cash equivalents at the end of the year		**438,641**	**221,433**

**Comparative figures have been restated to effect the change in functional currency from 1 January 2023 (note 1.4).*

Notes to the consolidated financial statements

For the year ended 31 December 2024

1 BASIS OF PREPARATION

1.1 Reporting entity

Mashonaland Holdings Limited ('the Group') was incorporated in Zimbabwe in 1966 and is listed on the Zimbabwe Stock Exchange. The Group's registered office is at 77 Jason Moyo Avenue, Harare. The consolidated financial statements of the Group as at 31 December 2024 comprise the Group and its subsidiaries (together referred to as the 'Group' and individually as 'Group entities'). The Group's primary business is property investment and management.

The consolidated financial statements of the Group for the year ended 31 December 2024 were authorised for issue in accordance with a resolution of the Directors on 26 March 2024**.**

1.2 Basis of accounting

The Group's financial statements for the year ended 31 December 2024 have been prepared in accordance with the requirements of IFRS Accounting Standards as issued by the International Accounting Standards Board except for non-compliance with IFRS in the recognition of the investment property balance on date of change in functional currency as detailed in note 1.5, the Zimbabwe Stock Exchange Listing requirements and in the manner required by the Zimbabwe Companies and Other Business Entities Act (Chapter 24:31) (COBE). The accounting policies adopted in the current year are in compliance with IFRS requirements which was not the case in prior period (Non-compliance with IAS 21 "The Effects of Changes in Foreign Exchange Rates"). The Group's consolidated annual financial statements have been prepared based on the statutory records that are maintained under the historical cost basis and are presented in United States Dollars (USD).

1.3 Functional and presentation currency

These consolidated financial statements are presented in United States Dollars ("USD") which is the functional currency and presentation currency of the Group. During the current period, the Group assessed that it had met the indicators stipulated in International Accounting Standard (IAS) 21"The Effects of Changes in Foreign Exchange Rates" for reporting in United States Dollars with effect from 1 January 2023.

The Group assessed its functional currency in accordance with the requirements of IAS 21. In assessing the change in functional currency, management has considered the following primary and secondary factors:

- The currency that mainly influences sales prices for goods and services (this will often be the currency in which sales prices for its goods and services are denominated and settled).
- The currency of the country whose competitive forces and regulations mainly determine the sales prices of its goods and services.
- The currency in which labour, material and costs of providing services are denominated.
- Currency in which funds from financing activities (debt and equity instruments are generated.
- The currency in which receipts from operating activities are usually retained.

Based on the above, all the primary and secondary indicators have been satisfied as per IAS 21 requirements and management's conclusion is that the group's functional currency has changed to USD. The change in functional currency is with effect from 1 January 2023, hence the presentation of the third/opening balance sheet.

1.4 Restatement of prior period balances

Comparative balances have been restated in accordance with IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors" to effect the change in functional currency from 1 January 2023. This is because the prior year financial statements were prepared in Zimbabwe Dollars which was not in compliance with IAS 21 in the prior year. The restatement has been performed on all comparative amounts presented. An impact analysis is impracticable because of different functional and presentation currencies i.e. ZW$ and USD.

1.5 Conversion process and exchange rates

In the preparation of these audited financial statements, the Group separated transactions based on the currency in which they occurred. Transactions which occurred in United States Dollars are reported in United States Dollars, and transactions which occurred in Zimbabwe Dollars were converted to United States Dollars based on the spot rates which were the prevailing Reserve Bank of Zimbabwe interbank rates except for the following:

i. Investment property

The Group adopted the USD valuation determined at 31 December 2022 as the opening balances for investment property. These USD based valuations were determined by an independent professional valuer (EPG Global) as at 31 December 2022. This was not in compliance with IAS 21 in that IAS 21 requires that an entity translates all previously reported ZWL amounts into the new functional currency using the exchange rate at the date of the change, which for the Group was 1 January 2023. The Directors believe that use of the USD based valuations in presenting investment property and determining the fair value gain achieves fair presentation and also allows comparability with prior periods.

The investment property fair value gain is based on the movement of the fair value of investment property at each balance sheet date. The deferred tax balances are based on the closing value of investment property at each balance sheet date.

1.6 Use of material judgements and sources of estimate uncertainties

In preparing these consolidated financial statements, management has made judgements, estimates and assumptions that affect the application of the Group's accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

Assumptions and estimation uncertainties

Information about assumptions and estimation uncertainties that have a risk of resulting in a material adjustment for the year ended 31 December 2024 is included in Note 12– investment property: Key valuation assumptions.

i. Valuation approach for investment property

The valuation was undertaken using the appropriate valuation methodology and professional judgement of the valuers.

For investment property held at fair value, the Group engaged an independent external valuer, EPG Global, to value the investment property at the end of the reporting period. The fair values as determined by EPG Global are used for reporting purposes.

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

1. Basis of preparation (continued)

1.6 Use of material judgements and sources of estimate uncertainties (continued)

Valuations of commercial and industrial properties are based on comparative and investment approaches. The investment approach involves the capitalisation of expected rental income by an appropriate yield. The comparative approach seeks to ascribe to the subject property a value similar to that achieved for comparable properties. Through the comparative approach, the rental value rates and capitalisation rates for similar properties sold are assessed and after appropriate adjustments, are applied to determine its value. The most acceptable valuation approach in assessing the market values of commercial/industrial investment properties is the income approach. Capitalisation rates/rental yields are a critical valuation input and are determined by the rates at which similar properties have traded recently.

With regards to the market values of commercial/industrial properties, both the direct comparison and the income capitalisation or investment approaches were used. Income producing real estate is typically purchased as an investment essentially exchanging present money for the right to receive future income. The indication of value using the income capitalisation approach requires consideration of market-oriented assumptions and data. In this valuation assignment, the Income Capitalisation Approach to value is employed to indicate the value of the freehold property involving market-based decisions. This process considers a direct relationship whereby an overall capitalisation rate or all risks yield is applied to a single year's income. In brief a capitalisation rate is a rate used to convert a property's potential income into value. It is the rate at which the annual estimated potential income of a property is capitalised into perpetuity to help derive its market value. The market determines the capitalisation rate, i.e. the capitalisation rate is determined by the rate at which similar assets have traded recently.

In respect of properties that are either partially or completely unoccupied, valuations have allowed for a period for the letting of the vacant space. The period allowed for each individual property is influenced by the size of the vacancy and the property's characteristics.

With regards to the residential properties and small pieces of undeveloped stands, the sales evidence either achieved or on the market, of similar properties situated in the comparable residential suburbs with that of the subject properties, is taken into consideration. For the large tracts of undeveloped land, the development/ residual valuation method is utilized. The property is assessed on the assumption that it is subdivided into smaller stands and fully serviced. Estimated total costs of development and disposal, which include servicing costs, agency fees, interest on servicing costs, contingency costs and the developer's profit are then deducted.

ii. *Classification of property*

The Group determines whether a property should be classified as investment property or inventory.

Investment property comprises of land and buildings (principally offices, industrial and retail properties) which are not occupied substantially for use by, or in the operations of, the Group, nor for sale in the ordinary course of business, but are held primarily to earn rental income and capital appreciation; and

Inventory comprises of properties that are held for sale in the ordinary course of business. Principally, this relates to land and residential properties that the Group develops and intends to sell before or on completion of construction.

iii. *Techniques used for valuing investment property*

Traditionally the income capitalisation approach converts anticipated future cash flow benefits in the form of rental income into present values. This approach requires careful estimation of future benefits and application of investor yields or return requirements. One approach to value the property on this basis is to capitalize net rental income on the basis of an Initial Yield, generally referred to as the 'All Risks Yield' approach or 'Net Initial Yield' approach.

Direct comparison approach considers comparable market evidence i.e. the sales evidence either achieved or on the market, of similar properties situated in the comparable residential suburbs with that of the subject properties. This comprises of complete transactions as well as transactions where offers had been made but the transaction had not been completed. For information on valuation techniques refer to note 12.

iv. *Useful lives of equipment*

As indicated in note 2.7, depreciation is provided on equipment over the useful life of the asset in order to progressively write the asset down to its residual value. The useful lives of the assets are reviewed on an annual basis. In the current year, a review of the useful lives was carried out and the management is of the view that for all asset categories, there were no material developments during the year-end up to the reporting date requiring the shortening or extension of the previously assessed useful lives.

The residual values were assessed through comparison of prices of new and aged assets on a sample basis for each asset category to give an indicative recovery rate. A nil residual value has been ascribed to assets known to have limited resell potential.

The financial effect of the aforementioned estimates on assets is expressed in note 11 as the charge for depreciation in the currentyear.

v. *Capitalisation of borrowing costs*

As described in note 2.18, the group capitalises borrowing costs directly attributable to the acquisition, construction or production of qualifying assets. Capitalisation of borrowing costs relate to construction of the group's Pomona Wholesale Centre. Capitalisation of borrowing costs commenced in the 2024 financial year, following the finalisation of development concepts, plans, and commencement of the construction works/activities necessary to prepare the asset for its intended use. There were no delays and disruption on construction works that resulted in suspension of capitalisation of borrowing costs during this period.

2. Summary of material accounting policies

2.1 Basis of consolidation

Subsidiaries are fully consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases. The financial statements of the subsidiaries are prepared using the same accounting policies as the parent Group. All intra-group balances, income and expenses and unrealised gains and losses resulting from intra-group transactions are eliminated in full.

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

2. Summary of significant accounting policies (continued)

i. Business combinations

The Group accounts for business combinations using the acquisition method when control is transferred to the Group. The consideration transferred in the acquisition is generally measured at fair value, as are the identifiable net assets acquired. Any goodwill that arises is tested annually for impairment. Any gain on a bargain purchase is recognised in profit or loss immediately. Transaction costs are expensed as incurred, except if related to the issue of debt or equity securities.

The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognised in profit or loss.

Group applies the below definition in classifying an acquisition as a business combination or as an asset acquisition.

Definition of a business combination (IFRS 3- amendments effective from the 1st of January 2020: The Group applies the amended definition of a business as contained in IFRS 3 (amendments effective from the 1st of January 2020). Under this definition, business combinations are required to have substantial processes that contribute to the creation of goods and services provided to customers thereby generating income for the Group. The Group designates acquisitions which do not involve inputs and outputs as asset acquisitions in line with the requirements of IFRS 3.

ii. Subsidiaries

Subsidiaries are entities controlled by the Group. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases. Any changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

2.2 Finance income

For all financial instruments measured at amortized cost, finance income is recorded using the effective interest rate, which is the rate that discounts the estimated future cash payments or receipts over the expected life of the financial instrument or over a shorter period, where appropriate, to the net current amount of the financial asset or liability. Finance income is recognised in profit or loss.

2.3 Foreign currencies

Transactions and balances

Foreign currency transactions that are denominated, or that require settlement in a foreign currency are translated into the functional currency using the exchange rates prevailing at the date of the transactions. Monetary items denominated in foreign currency are translated at the closing rate as the reporting date. Non-monetary items measured at historical cost denominated in a foreign currency are translated at the exchange rate as at the date of initial recognition, non-monetary items in a foreign currency that are measured at fair value are translated using the exchange rates at the date when the fair value was determined. Foreign currency differences arising on translation are generally recognised in profit and loss.

2.4 Income tax

Income tax expense consists of the current tax expense and the deferred tax movement. It is recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in other comprehensive income.

(i) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss. Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the tax authorities. The amount is based on the taxable income or loss for the year and is adjusted for taxes payable/receivable in respect of previous years, where necessary. The tax rates and laws used to compute the amount are those that are enacted or substantively enacted as at the reporting date. Current income tax relating to items recognised directly in equity or other comprehensive income is recognised in equity or other comprehensive income and not in profit or loss.

(ii) Deferred tax

Deferred tax is provided using the balance sheet method for temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax liabilities are recognised for all taxable temporary differences, except:

- in respect of taxable temporary differences on the initial transaction that is not a business combination and, at the time of the transaction, recognition of goodwill or of an asset or liability in a transaction affect neither the accounting profit nor taxable profit or loss; and
- in respect of taxable temporary differences associated with investments in subsidiaries, associates and jointly controlled entities to the extent that the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

The measurement of deferred tax reflects the tax consequences that would follow the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities. For investment property measured at fair value, the presumption that the carrying amounts of the investment property will be recovered through sale has not been rebutted.

Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profits will be available against which they can be utilised except:

- where the deferred tax asset relating to the deductible temporary differences arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of deductible temporary differences associated with investments in subsidiaries, associates, and jointly controlled entities. The deferred income tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profits will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the deferred income tax asset to be utilised.

Notes to the consolidated financial statements (continued)
For the year ended 31 December 2024

2. Summary of significant accounting policies (continued)
2.4 Income tax (continued)
Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognised directly in equity or other comprehensive income is recognised in equity or other comprehensive income and not in profit or loss.

Deferred tax assets and liabilities are offset, if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

(iii) Value Added tax
Revenues, expenses, and assets are recognised net of the amount of value added tax except:
- where the value added tax incurred on the purchase of assets or services is not recoverable from the tax authority, in which case the value added tax is recognised as part of the cost of acquisition of the assets or as part of the expense as applicable; and
- receivables and payables that are recognised with the amount of value added tax included.

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

(iv) Capital gains tax
Proceeds from disposal of land inventory and other investment property are recognised net of capital gains tax. Capital gains tax accrued will be included as part of current tax income.

2.5 Employee benefits

(i) Short term benefits
The cost of all short-term employee benefits is recognised during the period in which the employee renders the related service. Short term benefits are measured on an undiscounted basis. The accrual for employee entitlements to salaries, bonuses, staff incentive schemes and annual leave represents the amount the Group has present legal or constructive obligations to pay as a result of employees' services provided up to the reporting date.

(ii) Defined contribution plans
A defined contribution plan is a post-retirement benefit plan under which an entity pays fixed contributions into a separate legal entity and has no constructive legal obligation to pay further amounts. The Group operates a defined contribution fund and also contributes to the National Pension Scheme administered by the National Social Security Authority.

Obligations for contributions to the plans are recognised as an employee benefit expense in profit or loss in the period during which the services are rendered by employees.

2.6 Investment property
Investment property consists of land and buildings held to earn rental income for the long term and subsequent capital appreciation. Also included in the investment property, is undeveloped land held for an undeterminable future use. Investment property is initially measured at cost including transaction costs and subsequently at fair value with any change therein recognised in profit or loss. All costs directly attributable to the acquisition and subsequent additions that will result in future economic benefits and whose amounts can be measured reliably, are capitalized.

Policy guidelines on accounting for rental income are disclosed in note 2.15 below.

Investment properties are maintained, upgraded, and refurbished, where necessary, in order to preserve or improve their capital value. Maintenance and repairs which neither materially add to the value of the properties nor prolong their useful lives are charged against profit or loss.

2.7 Vehicles and equipment

2.7.1 Change in accounting policy on vehicles and equipment
During the year ended 31 December 2024, management changed the accounting policy on vehicles and equipment from cost model to revaluation model. The revaluation of vehicles and equipment is a change in accounting policy i.e. from a cost model to a revaluation model. The Standard requires recognizing the effect of the change in the accounting policy in the current and future periods affected by the change. Therefore, the change accounted for in the year ended 31 December 2024 going forward is in line with the requirements of the standard, hence no retrospective adjustment on the prior years' figures.

2.7.2 Measurement of vehicles and equipment
Vehicles and equipment held for use in the supply of goods or services, or for administrative purposes are stated in the consolidated statement of financial position at their revalued amounts, being the fair value at the date of revaluation, determined from market-based evidence by appraisal undertaken by or with assistance of professional valuers, less any subsequent accumulated depreciation and subsequent accumulated impairment. Revaluations are performed with sufficient regularity such that the carrying amount does not differ materially from that which would be determined using fair values at the statement of financial position date.

Any revaluation increase arising on the revaluation of such vehicles and equipment is credited to the revaluation reserve, except to the extent that it reverses a revaluation decrease for the same asset previously recognised as an expense, in which case the increase is credited to profit or loss to the extent of the decrease previously charged. A decrease in carrying amount arising on the revaluation of such vehicles and equipment is charged as an expense to the extent that it exceeds the balance, if any, held in the revaluation reserve relating to a previous revaluation of that asset.

If an item of vehicles and equipment is revalued, the entire class of vehicles and equipment to which that asset belongs is revalued. A class of vehicles and equipment is a grouping of assets of a similar nature and use in the Group's operations.

At the date of revaluation, the revalued amount will be the carrying amount of the asset. The accumulated depreciation is adjusted to the equal difference between the gross carrying amount of the asset after taking into account the accumulated impairment losses.

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

2. Summary of significant accounting policies (continued)

2.7.2 Measurement of vehicles and equipment (continued)

Depreciation on revalued vehicles and equipment is recognised in profit or loss. On the subsequent sale or retirement of a revalued asset, the attributable revaluation surplus remaining in the revaluation reserve is transferred directly to accumulated profit.

Depreciation is charged so as to write off the cost or valuation of assets, other than land and properties under construction, over their estimated useful lives, to their residual amounts using the straight-line method. Depreciation is calculated over the estimated useful life of the asset which is reassessed on an annual basis.

All assets are assessed to determine whether there is indication of impairment at the end of the reporting period. The recoverable amount is only determined where there is indication of impairment. The recoverable amount is determined as the higher of an assets or cash generating unit's fair value less costs of disposal and its value in use. Impairment is charged to the statement of profit or loss.

The gain or loss arising from disposal or retirement of an asset is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

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The maximum useful lives were determined as follows:

Asset class	Estimated useful lives
Motor vehicles	4 years
Office equipment	10 years
Computer equipment	3 years

The assets residual values, useful lives and depreciation methods are reviewed and, adjusted if appropriate, at each reporting date. An item of vehicles and equipment is derecognised upon disposal or when no future economic benefits are expected from its use. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the year the asset is derecognised.

2.8 Assets held for sale

Assets held for sale are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable, and the asset is available for immediate sale in its present condition. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

When the Group is committed to a sale plan involving investment property, all the assets and liabilities of that investment property are classified as held for sale when the criteria described above are met.

Properties classified as held for sale are measured at the lower of their previous carrying amount and fair value less costs of selling. However, Assets held for sale previously recognized at fair value i.e. investment property will continue to be recognised at fair value.

2.9 Inventories

(i) Property held for re-sale

Properties acquired for sale or construction of housing units for resale are classified as inventory and valued at the lower of cost or net realisable value. The inventory is derecognised to cost of sale in line with stage of completion.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs necessary to make the sale. Cost is determined by reference to the actual costs attributable to the specific property.

(ii) Consumables

Consumable inventories (mainly construction materials and fuel) are valued at the lower of cost or net realisable value. The cost is determined using the weighted average method.

(iii) Impairment of inventory

Inventory is impaired when the cost is greater than its net realisable value. Any impairment is recognised as an expense. Reversals of impairment are recognised in the period in which the reversal occurs, to the extent of amounts previously recognised as impairment losses.

2.10 Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event; it is probable that the Group will be required to settle the obligation; and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

2.11 Share capital

(i) Ordinary shares

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

(ii) Treasury shares (Repurchase and reissue of ordinary shares)

When share capital recognised as equity is repurchased, the amount of the consideration paid, which includes directly attributable costs, net of any tax effects, is recognised as a deduction in equity. The Holding Company's own shares reacquired in a share buyback scheme are deducted from equity and are classified as treasury shares and are presented in a separate reserve for owned shares. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Holding Company's own equity instruments. When treasury shares are sold or reissued subsequently, the amount received is recognised as an increase in equity and the resulting surplus or deficit on the transaction is presented within the share premium.

2.12 Leases

The Group has entered into trade and business leases on its property portfolio under operating leases. The Group determined that the leases are operating leases as the risks and rewards incidental to ownership are not transferred to the lessee. The commercial property leases typically have lease terms of between one and three years and include clauses to enable periodic

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

2. Summary of significant accounting policies (continued)

2.12 Leases (continued)

revision of the rental charge according to prevailing market conditions. Some leases contain options to cancel before the end of the lease term.

Operating lease income is determined on a straight-line basis with initial direct costs, including depreciation incurred in earning lease income being recognised as an expense in profit or loss.

Lease incentives received are recognised as an integral part of the total lease income, over the term of the lease. Lease restructuring costs are amortised over the life of the restructured lease.

2.13 Dividends

Dividend received

Dividend income is recognised in profit or loss when the Group's right to receive the payment is established.

Dividend paid

The Group declares dividends of up to 90% of distributable earnings (Net property income after administration costs plus finance income less income tax), payable at such intervals as the Board may decide.

2.14 Measurement of fair values

A number of the Group's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets.

The Group has an established control framework with respect to the measurement of fair values.

When measuring the fair value of an asset, the Group uses market observable data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

level 1: quoted prices (unadjusted) in active markets for identical assets.

level 2: inputs other than quoted prices in Level 1 that are observable for the asset, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

level 3: inputs for the asset that are not based on observable market data (unobservable inputs).

If inputs used to measure the fair value of an asset might be categorised in different levels of their fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of their fair value hierarchy as the lowest level input that is material to the entire measurement.

The Group recognises transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

2.15 Revenue from contracts with customers ("IFRS 15")

The Group recognises revenue when the following conditions have been met:

- the contract has been approved by the parties to the contract.
- each party's rights in relation to the goods or services to be transferred can be identified.
- the payment terms for the goods or services to be transferred can be identified.
- the contract has commercial substance; and
- it is probable that the consideration to which the Group is entitled to in exchange for the goods or services will be collected.

Rental income ("IFRS 16")

The Group is the lessor on operating lease transactions. Rental income arising from operating leases on investment property is accounted for on a straight-line basis over the term of the relevant lease in accordance with IFRS 16 requirements.

Tenant lease incentives are recognised as a reduction of rental revenue on a straight-line basis over the term of the lease. The lease term is the non-cancellable period of the lease togethe with any further term for which the tenant has the option to continue the lease, where, at the inception of the lease, the directors are reasonably certain that the tenant will exercise that option. Amounts received from tenants to terminate leases or to compensate for dilapidations are recognised in profit or loss when the right to receive them arises.

There are no variable lease payments that depend on an index or a rate between the Group and its tenants' agreements.

Sale of residential stands and constructed housing units

Revenue from sale of residential stands and constructed housing units is recognised as follows:

- Residential stands-point in time, recognised upon receipt of final instalment as per agreement of sale and passing of vacant possession,
- Constructed residential housing units- recognised over time based on stage of completion method.

Construction of residential properties (Mashview Gardens construction project)

The Group constructs and sells residential properties under short term contracts with customers. Such contracts are entered into before construction of the residential properties begins. Under the terms of the contracts, the Group is contractually restricted from redirecting the properties to another customer and has an enforceable right to payment for work done. Revenue from construction of residential properties is therefore recognised over time on a stage of completion basis. The stage of completion is determined by the project architects. The directors consider that this method provides an appropriate measure of the progress towards complete satisfaction of performance obligations under IFRS 15.

The Group becomes entitled to invoice customers for construction of residential properties based on achieving a series of performance-related milestones. The Group will previously have recognised a contract asset for any work performed in excess of advance payments received. If the advance payment received exceeds the revenue recognised to date under the stage of completion, then the Group recognises a contract liability for the difference.

There is not considered to be a material financing component in construction contracts with customers due to the short-term nature (within 12 months) of the period between the recognition of revenue under the stage of completion method and the advance payment.

Property services income

Property services income comprises income due from property-related services to other parties. The income is recognised at a point in time when the related services have been provided. Property services income will be generated from the property management commission.

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

2. Summary of significant accounting policies (continued)

2.16 Finance income

Finance lease income is calculated with reference to the gross carrying amount of the lease receivables, except for credit impaired financial assets for which interest income is calculated with reference to their amortised cost (i.e. after a deduction of the loss allowance).

2.17 Financial Instruments

Financial assets and financial liabilities are recognised in the Group's statement of financial position when the Group becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value, except for trade receivables that do not have a material

financing component which are measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Financial assets

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 recognised financial assets are measured subsequently in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Classification of financial assets

Debt instruments that meet the following conditions are measured subsequently at amortised cost:

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

Debt instruments that meet the following conditions are measured subsequently at fair value through other comprehensive income (FVTOCI):

- The financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the financial assets
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding

By default, all other financial assets are measured subsequently at fair value through profit or loss (FVTPL).

Despite the foregoing, the Group may make the following irrevocable election/designation at initial recognition of a financial asset:

- The Group may irrevocably elect to present subsequent changes in fair value of an equity investment in other comprehensive income if certain criteria are met (see (iii) below)
- The Group may irrevocably designate a debt investment that meets the amortised cost or FVTOCI criteria as measured at FVTPL if doing so eliminates or materially reduces an accounting mismatch (see (iv) below)

i) Amortised cost and effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period.

For financial assets other than purchased or originated credit impaired financial assets (i.e. assets that are credit impaired on initial recognition), the effective interest rate is the rate that exactly discounts estimated future cash receipts (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) excluding expected credit losses, through the expected life of the debt instrument, or, where appropriate, a shorter period, to the gross carrying amount of the debt instrument on initial recognition. For purchased or originated credit-impaired financial assets, a credit-adjusted effective interest rate is calculated by discounting the estimated future cash flows, including expected credit losses, to the amortised cost of the debt instrument on initial recognition.

The amortised cost of a financial asset is the amount at which the financial asset is measured at initial recognition minus the principal repayments, plus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount, adjusted for any loss allowance. The gross carrying amount of a financial asset is the amortised cost of a financial asset before adjusting for any loss allowance.

Interest income is recognised using the effective interest method for debt instruments measured subsequently at amortised cost and at FVTOCI. For financial assets other than purchased or originated credit-impaired financial assets, interest income is calculated by applying the effective interest rate to the gross carrying amount of a financial asset, except for financial assets that have subsequently become credit-impaired (see below). For financial assets that have subsequently become credit impaired, interest income is recognised by applying the effective interest rate to the amortised cost of the financial asset. If, in subsequent reporting periods, the credit risk on the credit impaired financial instrument improves so that the financial asset is no longer credit-impaired, interest income is recognised by applying the effective interest rate to the gross carrying amount of the financial asset.

For purchased or originated credit-impaired financial assets, the Group recognises interest income by applying the credit-adjusted effective interest rate to the amortised cost of the financial asset from initial recognition. The calculation does not revert to the gross basis even if the credit risk of the financial asset subsequently improves so that the financial asset is no longer credit impaired.

Interest income is recognised in profit or loss.

(ii) Debt instruments classified as at FVTOCI

A debt instrument is classified as a financial asset at amortised cost if it means both of the following conditions and it is not designated as at FVTPL.:

- It is held with a business model whose objective is to hold assets to collect contractual cashflow and

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

2. Summary of significant accounting policies (continued)
2.17 Financial Instruments (continued)
(ii) Debt instruments classified as at FVTOCI (continued)

- Its contractual terms gives rise on specific dates to cashflows that are solely payments of principal and interest on the principal amount outstanding.

A debt instrument is measured at FVTOCI if it means both of the following conditions and it is not designated as at FVTPL.:

- It is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial asset and
- Its contractual terms give rise on specific dates to cashflows that are solely payments of principal and interest on the principal amount outstanding.

(iii) Equity instruments designated as at FVTOCI

On initial recognition, the Group may make an irrevocable election (on an instrument-by-instrument basis) to designate investments in equity instruments as at FVTOCI. Designation at FVTOCI is not permitted if the equity investment is held for trading or if it is contingent consideration recognised by an acquirer in a business combination.

Investments in equity instruments at FVTOCI are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the investments revaluation reserve. The cumulative gain or loss is not reclassified to profit or loss on disposal of the equity investments, instead, it is transferred to retained earnings.

Dividends on these investments in equity instruments are recognised in profit or loss, unless the dividends clearly represent a recovery of part of the cost of the investment.

(iv) Debt instruments classified as at FVTOCI

The Group designated all investments in equity instruments that are not held for trading as at FVTOCI on initial recognition. A financial asset is held for trading if either:

- It has been acquired principally for the purpose of selling it in the near term
- On initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has evidence of a recent actual pattern of short-term profit taking

(v) Financial assets at FVTPL

Financial assets that do not meet the criteria for being measured at amortised cost or FVTOCI are measured at FVTPL.
Specifically:

- Investments in equity instruments are classified as at FVTPL, unless the Group designates an equity investment that is neither held for trading nor a contingent consideration arising from a business combination as at FVTOCI on initial recognition
- Debt instruments that do not meet the amortised cost criteria or the FVTOCI criteria are classified as at FVTPL. In addition, debt instruments that meet either the amortised cost criteria or the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or materially reduces a measurement or recognition inconsistency (so called 'accounting mismatch') that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Group has not designated any debt instruments as at FVTPL

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any fair value gains or losses recognised in profit or loss to the extent they are not part of a designated hedging relationship. The net gain or loss recognised in profit or loss includes any dividend or interest earned on the financial asset.

Classification as debt or equity

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Group's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Group's own equity instruments.

Financial liabilities

All financial liabilities are measured subsequently at amortised cost using the effective interest method or at FVTPL.

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

Trade and other receivables

Classification

Trade and other receivables, excluding, when applicable, VAT and prepayments, are classified as financial assets 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 the Group'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 Group 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. When trade and other receivables are denominated in a foreign currency, the carrying amount of the receivables are determined in the foreign currency. The carrying amount is then translated to the ZW$ 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 other operating gains (losses).

Long term receivables

Classification

Long term receivables are classified as financial assets 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 the Group's business model is to collect the contractual cash flows on trade and other receivables.

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

2. Summary of significant accounting policies (continued)

2.17 Financial Instruments (continued)

Recognition and measurement

Long-term receivables are recognised when the Group 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.

Impairment of financial assets

The Group 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 to reflect changes in credit risk since initial recognition of trade and other receivables.

The Group always recognises lifetime expected credit losses (ECL) for trade receivables, contract assets and lease receivables. The expected credit losses on these financial assets are estimated using a provision matrix based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions, and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

Expected credit losses on staff loans

- Staff loans running for more than one year are secured and recovered through payroll hence no specific ECL provision is made on these loans.
- Staff loans running for less than one year are also recovered through payroll and not secured.

ECL provisions on these loans are based on historic credit losses experience applicable to the financial services sector in the country adjusted for the rate of staff turnover.

Measurement and recognition of expected credit losses

The Group makes use of a provision matrix as a practical expedient to the determination of expected credit losses on trade and other receivables. The provision matrix is based on historic credit loss experience, adjusted for factors (probability of default and loss given default) that are specific to the debtors.

The impact of forward-looking macro-economic changes on the trade receivables at any point is likely to be immaterial given the short tenor of the Group's trade receivables. However, the ECL has been calculated after adjustments have been made for any forward-looking information. The customer base is widespread and does not show materially different loss patterns for different customer segments. The loss allowance is calculated on a collective basis for all trade and other receivables in totality.

2.18 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the asset is substantially ready for their intended use or sale.

To the extent that variable rate borrowings are used to finance a qualifying asset and are hedged in an effective cash flow hedge of interest rate risk, the effective portion of the derivative is recognised in other comprehensive income and reclassified to profit or loss when the qualifying asset affects profit or loss. To the extent that fixed rate borrowings are used to finance a qualifying asset and are hedged in an effective fair value hedge of interest rate risk, the capitalised borrowing costs reflect the hedged interest rate.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

2.19 Application of New and Revised International Financial Reporting Standards (IFRS)

In the current year, the group has applied a number of amendments to IFRS Accounting Standards issued by the International Accounting Standards Board (IASB) that are mandatorily effective for an accounting period that begins on or after 1 January 2024. Their adoption has not had any material impact on the disclosures or on the amounts reported in these financial statements.

The directors do not expect that the adoption of the Standards listed below will have a material impact on the financial statements of the Group in future periods, except as noted below:

- **Amendments to IAS 1 – Classification of Liabilities as Current or Non-current**

  The amendments to IAS 1 affect only the presentation of liabilities as current or non-current in the statement of financial position and not the amount or timing of recognition of any asset, liability, income or expenses, or the information disclosed about those items.

  The amendments clarify that the classification of liabilities as current or non-current is based on the rights that are in existence at the end of the reporting period. It specifies that classification is unaffected by expectations about whether an entity will exercise its right to defer settlement of a liability, explain that rights are in existence if covenants are complied with at the end of the reporting period, and introduce a definition of 'settlement' to make clear that settlement refers to the transfer to the counterparty of cash, equity instruments, other assets, or services.

- **Amendments to IAS 1 Presentation of Financial Statements— Non-current Liabilities with Covenants**

The group has adopted the amendments to IAS 1, published in November 2022, for the first time in the current year. The amendments specify that only covenants that an entity is required to comply with on or before the end of the reporting period affect the entity's right to defer settlement of a liability for at least twelve months after the reporting date (and therefore must be considered in assessing the classification of the liability as current or non-current). Such covenants affect whether the right exists at the end of the reporting period, even if compliance with the covenant is assessed only after the reporting date (e.g. a covenant based on the entity's financial position at the reporting date that is assessed for compliance only after the reporting date).

The IASB also specifies that the right to defer settlement of a liability for at least twelve months after the reporting date is not affected if an entity only has to comply with a covenant after the reporting period.

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

2. Summary of significant accounting policies (continued)

2.19 Application of New and Revised International Financial Reporting Standards (IFRS) (continued)

However, if the entity's right to defer settlement of a liability is subject to the entity complying with covenants within twelve months after the reporting period, an entity discloses information that enables users of financial statements to understand the risk of the liabilities becoming repayable within twelve months after the reporting period. This would include information about the covenants (including the nature of the covenants and when the entity is required to comply with them), the carrying amount of related liabilities and facts and circumstances, if any, that indicate that the entity may have difficulties complying with the covenants.

- **IFRS 16 – Leases**
  The amendments add subsequent measurement requirements for sale and leaseback transactions that satisfy the requirements in IFRS 15-Revenue from Contracts with Customers to be accounted for as a sale. The amendments require the seller lessee to determine 'lease payments' or 'revised lease payments' such that the seller-lessee does not recognise a gain or loss that relates to the right of use retained by the seller-lessee, after the commencement date. The amendments do not affect the gain or loss recognised by the seller-lessee relating to the partial or full termination of a lease. Without these new requirements, a seller-lessee may have recognised a gain on the right of use it retains solely because of a re-measurement of the lease liability (for example, following a lease modification or change in the lease term) applying the general requirements in IFRS 16. This could have been particularly the case in a leaseback that includes variable lease payments that do not depend on an index or rate.
- **IAS 7 - Statement of Cash Flows**
  The IASB amends IAS 7 to require entities to provide qualitative and quantitative information about its supplier finance arrangements. The term 'supplier finance arrangements' is not defined. Instead, the amendments describe the characteristics of an arrangement for which an entity would be required to provide the information. In addition, IFRS 7 was amended to add supplier finance arrangements as an example within the requirements to disclose information about an entity's exposure to concentration of liquidity risk. The amendments add a disclosure objective to IAS 7 stating that an entity is required to disclose information about its supplier finance arrangements that enables users of financial statements to assess the effects of those arrangements on the entity's liabilities and cash flows and the entity's exposure to liquidity risk. Supplier finance arrangements are characterised by one or more finance providers offering to pay amounts an entity owes its suppliers and the entity agreeing to pay according to the terms and conditions of the arrangements at the same date as, or a date later than, suppliers are paid. These arrangements provide the entity with extended payment terms, or the entity's suppliers with early payment terms, compared to the related invoice payment due date. Supplier finance arrangements are often referred to as supply chain finance, payables finance or reverse factoring arrangements. Arrangements that are solely credit enhancements for the entity (for example, financial guarantees including letters of credit used as guarantees) or instruments used to settle directly with a supplier the amounts owed (for example, credit cards) are not supplier finance arrangements. To meet the disclosure objective set out above, an entity is required to disclose in aggregate for its supplier finance arrangements:

2.20 New standards, amendments and interpretations issued but not effective for 31 December 2024 year-ends that are relevant to the Group but have not been early adopted

- **Amendments to IAS 21 The Effects of Changes in Foreign Exchange Rates titled Lack of Exchangeability**
  The amendments specify how to assess whether a currency is exchangeable, and how to determine the exchange rate when it is not.

  The amendments state that a currency is exchangeable into another currency when an entity is able to obtain the other currency within a time frame that allows for a normal administrative delay and through a market or exchange mechanism in which an exchange transaction would create enforceable rights and obligations.

  An entity assesses whether a currency is exchangeable into another currency at a measurement date and for a specified purpose. If an entity is able to obtain no more than an insignificant amount of the other currency at the measurement date for the specified purpose, the currency is not exchangeable into the other currency.

  The assessment of whether a currency is exchangeable into another currency depends on an entity's ability to obtain the other currency and not on its intention or decision to do so.

  When a currency is not exchangeable into another currency at a measurement date, an entity is required to estimate the spot exchange rate at that date. An entity's objective in estimating the spot exchange rate is to reflect the rate at which an orderly exchange transaction would take place at the measurement date between market participants under prevailing economic conditions.

  The amendments do not specify how an entity estimates the spot exchange rate to meet that objective. An entity can use an observable exchange rate without adjustment or another estimation technique. Examples of an observable exchange rate include:

- a spot exchange rate for a purpose other than that for which an entity assesses exchangeability
- the first exchange rate at which an entity is able to obtain the other currency for the specified purpose after exchangeability of the currency is restored (first subsequent exchange rate).

An entity using another estimation technique may use any observable exchange rate—including rates from exchange transactions in markets or exchange mechanisms that do not create enforceable rights and obligations—and adjust that rate, as necessary, to meet the objective as set out above.

When an entity estimates a spot exchange rate because a currency is not exchangeable into another currency, the entity is required to disclose information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows.

The amendments add a new appendix as an integral part of IAS 21. The appendix includes application guidance on the requirements introduced by the amendments.

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

2. Summary of significant accounting policies (continued)

2.20 New standards, amendments and interpretations issued but not effective for 31 December 2024 year-ends that are relevant to the Group but have not been early adopted

- **Amendments to IAS 21 The Effects of Changes in Foreign Exchange Rates titled Lack of Exchangeability (continued)**
  The amendments also add new Illustrative Examples accompanying IAS 21, which illustrate how an entity might apply some of the requirements in hypothetical situations based on the limited facts presented.

  In addition, the IASB made consequential amendments to IFRS 1 to align with and refer to the revised IAS 21 for assessing exchangeability.

  The amendments are effective for annual reporting periods beginning on or after 1 January 2025, with earlier application permitted. An entity is not permitted to apply the amendments retrospectively. Instead, an entity is required to apply the specific transition provisions included in the amendments.
- **IFRS 18 Presentation and Disclosures in Financial Statements**
  IFRS 18 replaces IAS 1, carrying forward many of the requirements in IAS 1 unchanged and complementing them with new requirements. In addition, some IAS 1 paragraphs have been moved to IAS 8 and IFRS 7. Furthermore, the IASB has made minor amendments to IAS 7 and IAS 33 Earnings per Share.

IFRS 18 introduces new requirements to:

- present specified categories and defined subtotals in the statement of profit or loss
- provide disclosures on management-defined performance measures (MPMs) in the notes to the financial statements
- improve aggregation and disaggregation.

An entity is required to apply IFRS 18 for annual reporting periods beginning on or after 1 January 2027, with earlier application permitted. The amendments to IAS 7 and IAS 33, as well as the revised IAS 8 and IFRS 7, become effective when an entity applies IFRS 18. IFRS 18 requires retrospective application with specific transition provisions.

- **IFRS 19 Subsidiaries without Public Accountability: Disclosures**
  IFRS 19 permits an eligible subsidiary to provide reduced disclosures when applying IFRS Accounting Standards in its financial statements.

A subsidiary is eligible for the reduced disclosures if it does not have public accountability and its ultimate or any intermediate parent produces consolidated financial statements available for public use that comply with IFRS Accounting Standards. IFRS 19 is optional for subsidiaries that are eligible and sets out the disclosure requirements for subsidiaries that elect to apply it.

An entity is only permitted to apply IFRS 19 if, at the end of the reporting period:

- it is a subsidiary (this includes an intermediate parent)
- it does not have public accountability, and
- its ultimate or any intermediate parent produces consolidated financial statements available for public use that comply with IFRS Accounting Standards.

A subsidiary has public accountability if:

- its debt or equity instruments are traded in a public market, or it is in the process of issuing such instruments for trading in a public market (a domestic or foreign stock exchange or an over-the-counter market, including local and regional markets), or
- it holds assets in a fiduciary capacity for a broad group of outsiders as one of its primary businesses (for example, banks, credit unions, insurance entities, securities brokers/dealers, mutual funds and investment banks often meet this second criterion).

Eligible entities can apply IFRS 19 in their consolidated, separate or individual financial statements. An eligible intermediate parent that does not apply IFRS 19 in its consolidated financial statement may do so in its separate financial statements.

The new standard is effective for reporting periods beginning on or after 1 January 2027 with earlier application permitted. If an entity elects to apply IFRS 19 for a reporting period earlier than the reporting period in which it first applies IFRS 18, it is required to apply a modified set of disclosure requirements set out in an appendix to IFRS 19. If an entity elects to apply IFRS 19 for an annual reporting period before it applied the amendments to IAS 21, it is not required to apply the disclosure requirements in IFRS 19 with regard to Lack of Exchangeability.

The above amendment has no impact on the Group's current year financial statements. The above standards will not have impact in future when adopted.

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

3. Revenue

	Group	
	31 December 2024 USD	31 December 2023 Restated* USD
Revenue	**7,040,710**	**6,286,745**
IFRS 16 rental income	5,560,705	4,910,145
Revenue from contract with customers		
a) Recognised based on stage of completion Mashview Gardens housing project (Note 18.1)	816,881	1,192,800
b) Recognised at a point in time		
Land inventory sales	64,672	157,933
Property services income	598,452	25,867
3.1 Future minimum rentals receivable under non-cancellable operating leases as at year end are as follows:		
With one year	6,089,943	5,024,830
After one year but not more than five years	12,179,887	10,049,661

These figures represent the remaining future rental amounts at year end.

As set out in note 3 above, sustainable property rental income earned during the year from investment property was USD5,560,705 (2023: USD4,910,145). All operating lease contracts contain market clauses to ensure continued alignment of rentals to market conditions.

4. Property expenses

	Group	
	31 December 2024 USD	31 December 2023 Restated* USD
Costs related to vacant space	(324,934)	(195,350)
Repairs and maintenance	(68,481)	(90,520)
Utilities	(262,325)	(204,609)
Property insurance costs	(75,498)	(43,910)
Property management expenses	(579,425)	(386,107)
Mashview Gardens development costs (note 18.2)	(308,863)	(772,533)
Cost of land inventory sold	(13,150)	(1,805)
Total	**(1,632,676)**	**(1,694,834)**
5. Other Income		
Service charges	135,607	77,191
Dividend income	25,038	5,328
Sundry income	-	75,288
Loss on disposal of vehicles and equipment	(46,699)	-
Profit on disposal of investment property	-	400,000
Total	**113,946**	**557,807**

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

		Group	
		31 December 2024 USD	31 December 2023 Restated* USD
6.	**Profit before finance income, monetary loss and tax**		
	Profit before finance income and tax was arrived at after charging:		
	-external audit fees	(65,998)	(60,550)
	-depreciation (note 10)	(27,060)	(14,083)
	-non-executive directors' emoluments	(232,157)	(145,129)
	-allowance for credit losses on trade receivables (note 14)	(7,022)	(9,762)
6.1	**Administrative expenses**		
	Staff related costs (note 6.2)	(670,670)	(637,808)
	Consultancy	(398,392)	(59,338)
	Intermediate money transfer tax	(30,442)	(118,495)
	Office expenses	(1,295,876)	(1,063,466)
	Total	**(2,507,251)**	**(2,150,529)**
6.2	**Staff related costs-admin**		
	Salaries and other staff related expenses	(659,343)	(624,972)
	Contribution to Pension fund	(7,786)	(7,857)
	Contribution to National Social Security Authority Scheme	(3,541)	(4,979)
	Sub total	**(670,670)**	**(637,808)**
6.3	**Staff related costs-property management**		
	Salaries and other staff related expenses	(413,728)	(378,256)
	Contribution to Pension fund	(7,786)	(6,617)
	Contribution to National Social Security Authority Scheme	(1,452)	(1,234)
	Sub total	**(422,966)**	**(386,107)**
	Total employee costs	**(1,093,636)**	**(1,023,915)**
7.	**Finance income**		
	This comprises of:		
	Interest received from tenants' balances	96,599	152,921
	Interest received from staff balances	113,453	188,920
	Total	**210,052**	**341,841**
8.	**Finance costs**		
	Interest charged	270,569	217,305
	Total	**270,569**	**217,305**

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

9. Tax credit/(expense)

	Group	
	31 December 2024 USD	31 December 2023 Restated* USD
Current income tax	(400,700)	(120,773)
Deferred income tax credit/(expense)	534,366	(333,016)
Capital gains tax expense	(71,002)	(70,000)
Total	**62,664**	**(523,789)**

9.1 Current tax rate reconciliation

	Group			
	31 December 2024 USD	31 December 2024 Tax rate %	31 December 2023 Restated* USD	31 December 2023 Tax rate %
Profit before tax	**3,665,844**	**-**	**4,626,549**	**-**
Tax using the standard rate	(943,955)	(25.75)	(1,143,683)	(24.72)
Net effects tax adjustments	472,255	14.82	1,022,910	22.11
Fair value adjustments	261,825	7.14	438,242	9
Non-deductible expenses	(260,365)	(7.10)	(35,876)	(1)
Exempt income	62,690	1.71	183,383	4
Other	479,105	11.13	437,161	9
Current tax expense	**(400,700)**	**(10.93)**	**(120,773)**	**(2.61)**
Current tax expense	**(400,700)**	**-**	**(120,773)**	**-**
Deferred tax credit/(expense)	534,366	-	(333,016)	-
Capital gains tax expense	(71,002)	-	(70,000)	-
Total tax credit/(expense)	**62,664**	**-**	**(523,789)**	**-**

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

9. Tax expense (continued)

9.2 Deferred tax

	Group	
	31 December 2024 Tax rate %	31 December Restated* 2023 Tax rate %
The following tax rates were applied in computing deferred tax		
Deferred taxes		
Investment property acquired before February 2019	5	5
Investment property acquired on or after February 2019	20	20
Deferred income tax	25.75	24.72
Investments held for trading	1	1.5

Investment property acquired before 22 February 2019 are taxed at a capital gains tax rate of 5% on gross proceeds and no deductions are allowed in respect of the capital amount; for investment property acquired on or after 22 February 2019 they are taxed at a capital gains tax rate of 20% on the capital gain amount.

Deferred tax liability – Analysis of temporary differences

	Group		
	Balance at 1 January 2024 USD	Recognised in profit or loss 2024 USD	Balance at 31 December 2024 USD
Investment property	3,928,203	(263,575)	3,664,628
Non- current asset held for sale	157,500	(157,500)	-
Investment in quoted shares	10,084	(1,736)	8,348
Property and equipment- through profit and loss	126,570	(105,322)	21,248
Provision	(85,856)	(6,233)	(92,089)
Sub-total-profit and loss	**4,136,501**	**(534,366)**	**3,602,135**
Property and equipment-through other comprehensive income	-	31,659	31,659
Total	**4,136,501**	**(502,707)**	**3,633,794**

	Balance at 1 January 2023 Restated* USD	Recognised in profit or loss 2023 Restated* USD	Balance at 31 December 2023 Restaed* USD
Investment property	3,799,255	(128,948)	3,928,203
Non- current asset held for sale	-	(157,500)	157,500
Investment in quoted shares	9,490	(594)	10,084
Property and equipment	71,245	(55,325)	126,570
Provision	(76,505)	9,351	(85,856)
Closing balance	**3,803,485**	**(333,016)**	**4,136,501**

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

10. Vehicles and equipment

	Group		
	Motor vehicles 2024 USD	Computer equipment 2024 USD	Total 2024 USD
Cost			
Balance at beginning of year	286,972	164,458	451,430
Additions	102,087	15,318	117,405
Surplus on revaluations	91,202	31,744	122,946
Disposals	(144,662)	(1,730)	(146,392)
Balance at year end	**335,599**	**209,790**	**545,389**
Accumulated depreciation			
Balance at beginning of year	239,030	60,965	299,995
Depreciation for the year	13,978	13,082	27,060
Disposals	(75,464)	(1,730)	(77,194)
Balance at year end	**177,544**	**72,317**	**249,861**
Carrying amount at 31 Dec 2024	**158,055**	**137,473**	**295,528**
Carrying amount at 31 Dec 2023	**47,942**	**103,493**	**151,435**

The vehicles and equipment were revalued at year end by independent professional valuers EPG Global (refer to note 12). The carrying amount of vehicles and equipment had they not been revalued would be USD 173,270 (USD:151,435)

Cost			
Balance at beginning of year	392,026	140,124	532,150
Additions	94,899	24,334	119,233
Disposals	(99,191)	-	(99,191)
Exchange adjustment	(100,762)	-	(100,762)
Balance at year end	**286,972**	**164,458**	**451,430**
Accumulated depreciation			
Balance at beginning	328,246	56,857	385,103
Depreciation for the period/year	9,975	4,108	14,083
Disposals	(99,191)	-	(99,191)
Balance at year end	**239,030**	**60,965**	**299,995**
Carrying amount at 31 December 2023	**47,942**	**103,493**	**151,435**
Carrying amount at 1 January 2023	**63,781**	**83,266**	**147,047**

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

11. Investments held for trading

	Group		
	31 December 2024 USD	31 December 2023 Restated* USD	1 January 2023 Restated* USD
Listed securities			
Balance at beginning of year	672,289	770,901	2,487,734
Additions	-	671	42,029
Net disposals	(111,390)	(295)	(291,758)
Fair value gain/(loss) recognised in profit or loss	273,891	(98,988)	(1,467,104)
Balance at end of year	**834,790**	**672,289**	**770,901**

12. Investment property

	Group						
	31 December 2024						
	Office USD	Industrial USD	Retail USD	Residential USD	Health USD	Land USD	Total USD
Fair value 1 January	44,040,000	16,620,000	5,350,000	3,369,000	4,750,000	6,536,000	80,665,000
Borrowing costs capitalised*	-	444,898	-	-	-	-	444,898
Additions	-	-	-	-	-	2,400,000	2,400,000
Improvements	113,611	7,032,137	-	483	183,427	12,537	7,342,195
Fair value gain recognised in profit or loss	432,389	20,965	90,000	182,517	(77,427)	94,463	742,907
Fair value at 31 December	**44,586,000**	**24,118,000**	**5,440,000**	**3,552,000**	**4,856,000**	**9,043,000**	**91,595,000**

*Borrowing costs included in the cost of qualifying assets during the year arose from the specific borrowing at average interest rate of 14% (2023: nil). Investment properties with a carrying value of USD 32,690,000 (2023: USD7,950,000), was pledged as security for borrowings.

	31 December 2023 Restated*						
	Office USD	Industrial USD	Retail USD	Residential USD	Health USD	Land USD	Total USD
Fair value 1 January	42,630,000	12,710,000	5,350,000	2,961,000	2,987,000	10,244,000	76,882,000
Disposals	-	-	-	-	-	(803,000)	(803,000)
Reclassification to assets held for sale	-	-	-	-	-	(2,950,000)	(2,950,000)
Improvements/additions	188,476	-	22,718	7,414	1,405,039	4,040,541	5,664,189
Fair value loss recognised in profit or loss	1,221,524	3,910,000	(22,718)	400,586	357,961	(3,995,541)	1,871,811
Fair value at 31 December	**44,040,000**	**16,620,000**	**5,350,000**	**3,369,000**	**4,750,000**	**6,536,000**	**80,665,000**

12 (b) Investment property transfers

	Group		
	31 December 2024 USD	31 December 2023 Restated* USD	1 January 2023 Restated* USD
Transfer to asset held for sale	-	(2,950,000)	-
Net movement	**-**	**(2,950,000)**	**-**

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

12. Investment property (continued)

12.1 Measurement of fair value

(a) Hierarchy (Level 3)

The fair value of investment property adopted for financial reporting was determined by an independent external valuer, EPG Global as at 31 December 2024. EPG Global has recognised professional qualification and recent experience in the location and category of the property being valued.

The fair value of investment property of USD 91,595,000 has been categorized under level 3 in the fair value hierarchy based on the inputs to the valuation techniques used. (See Note 1(e) – material estimates and judgements).

(b) Valuation technique and material unobservable inputs

The following table shows the valuation technique used in measuring the fair value of investment property, as well as the material unobservable inputs used.

31 December 2024 Audited

Income approach

This method was applied on all investment property classes except residential and undeveloped land. Anticipated future cash flow benefits in the form of annual market rental income were capitalized into present values using an all-risk yield.

All risk yield for the different asset classes were determined by the rates/yields at which similar properties in the different asset classes traded in the recent past.

Direct comparison approach

This method was applied on residential properties and undeveloped land. The method considered comparable market evidence i.e., the sales evidence either achieved or on the market, of similar properties situated in the comparable residential suburbs and undeveloped land with that of the subject properties. This comprises of complete transactions as well as transactions where offers had been made but the transaction had not been completed.

	Group				
	31 December 2024				
	Office	Industrial	Pure retail	Residential and health	Land banks
Material unobservable inputs					
Occupancy rate	65%	100%	98%	100%	n/a
Yields	9%	14%	7%	7%	n/a
Capitalisation rate (ranges)	7.0%-11.0%	10.0%-12.5%	7.0%-10%	residential- n/a health-6.7%-7%	n/a
Rental per square meter (ranges)	\$5-\$10/sq.m	\$1.20-\$4.30/sq.m	\$8.5-25	\$1,400-3,300 residential \$6-\$9/sqm health	n/a
Landbank price per square meter (ranges)	\$170/sqm (Gunhill)	\$0.90-\$1 (Kwekwe)	\$50-\$51 (Houghton Park)	residential-\$6-\$35 (Burnside and Greendale)	\$2.40-\$1.63 (other)

	31 December 2023 Restated*				
	Office	Industrial	Pure retail	Residential and health	Land banks
Material unobservable inputs					
Occupancy rate	68%	100%	100%	100%	n/a
Yields	6%	7%	5%	6%	n/a
Capitalisation rate (ranges)	8.2%-11.2%	9.7%-11.5%	8.0%-8.5%	residential n/a health-7-8%	n/a
Rental per square meter (ranges)	\$4-\$10/sq.m	\$1-\$3.60/sq. m	\$8-\$14.75	\$1,400-\$3,300 residential \$6-9/sq. health	n/a
Landbank price per square meter (ranges)	\$170/sqm (Gunhill)	\$0.90-\$1 (Kwekwe)	\$46-\$47 (Houghton Park)	residential-\$6-\$34 (Burnside and Greendale)	\$2-\$1.96 (other)

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

12. Investment property (continued)

12.1 Measurement of fair value (continued)

c) Inter-relationship between key unobservable inputs and fair value measurement

The estimated fair value would increase/(decrease) if all-risk yields were lower/(higher) as shown in the sensitivity analysis below:

Sensitivity analysis to material changes in unobservable inputs within Level 3 of the hierarchy

Sensitivity to capitalisation rates

Capitalisation rates represent an all-risk yield derived from property market sales transactions for similar properties. It is the closing yield on disposal of an income generating property determined from adjusted net income expected in year zero divided by the property value. Factors contributing to an increase in risk include the increase in vacancy levels, this increase will consequently result in a reduction in net incomes and ultimately property value. Where external factors and property specific factors improve, reduction in capitalisation rates is expected, all things being constant, the result is increased property values. The table below highlights the sensitivity of the Group profit for the year and equity arising from a possible change in the capitalisation rates applied in the valuation of investment property.

	Group			
All figures in USD	**31 December 2024**		**31 December 2023 Restated***	
	10% increase in yield rates	**10% decrease in yield rates**	**10% increase in yield rates**	**10% decrease in yield rates**
Effect on fair value adjustment on investment property	(7,181,818)	8,777,778	(5,746,364)	7,023,333
Effect on deferred tax expense	359,091	(438,889)	287,318	(351,167)
Effect on loss for the year	(6,822,727)	8,338,889	(5,459,045)	6,672,167
Effect on equity	(6,822,727)	8,338,889	(5,459,045)	6,672,167

Sensitivity to observed market rentals

Observed market rentals are used in determining the potential income for investment properties. These market rentals are affected by several property specific and macro-economic factors. Where property specific and macro-economic factors improve, all things being constant, property potential incomes will improve the result being an increase in property values. The table below highlights the sensitivity of the Group profit for the year and equity arising from a possible change in market rentals applied in the valuation of investment property.

All figures in USD	**31 December 2024**		**31 December 2023 Restated***	
	10% increase in market rentals	**10% decrease in market rentals**	**10% increase in market rentals**	**10% decrease in market rrentals**
Effect on fair value adjustment on investment property	(7,181,818)	8,777,778	(5,746,364)	7,023,333
Effect on deferred tax expense	359,091	(438,889)	287,318	(351,167)
Effect on loss for the year	(6,822,727)	8,338,889	(5,459,045)	6,672,167
Effect on equity	(6,822,727)	8,338,889	(5,459,045)	6,672,167

Sensitivity to changes in land value per square meter

The Group's land banks are valued based on sales evidence obtained from comparable market transactions. The value of land banks are sensitive to changes in demand and supply of similar land in the market. The table below highlights the sensitivity on the Group's equity and profit for the year arising from a possible change in land values.

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

12. Investment property (continued)

12.1 Measurement of fair value (continued)

c) Inter-relationship between key unobservable inputs and fair value measurement (continued)

All figures in USD	Group			
	31 December 2024		31 December 2023 Restated*	
	10% increase in land value per m2	10% decrease in land vale per m2	10% increase in land value per m2	10% decrease in land value per m2
Effect on fair value adjustment on investment property	904,300	904,300	653,600	(653,600)
Effect on deferred tax expense	(45,215)	(45,215)	(32,680)	32,680
Effect on loss for the year	859,085	859,085	620,920	(620,920)
Effect on equity	859,085	859,085	620,920	(620,920)

Sensitivity to changes in the value of comparable residential properties observed in the valuation of residential properties

The Group's residential properties were valued based on the direct comparison approach. Under this approach residential property values were determined based on the values of similar transacted properties in the market. The value of residential properties are sensitive to changes in demand and supply of similar properties in the market. The table below highlights the sensitivity on the Group's equity and profit for the year arising from a possible change in residential property values.

All figures in USD	31 December 2024		31 December 2023 Restated*	
	10% increase in land value per m2	10% decrease in land vale per m2	10% increase in land value per m2	10% decrease in land value per m2
Effect on fair value adjustment on investment property	355,200	(355,200)	336,900	(336,900)
Effect on deferred tax expense	(17,760)	17,760	(16,845)	16,845
Effect on loss for the year	337,440	(337,440)	320,055	(320,055)
Effect on equity	337,440	(337,440)	320,055	(320,055)

12.2 Measurement of fair value of vehicles and equipment

In the current year vehicles and equipment were revalued by EPG Global, an independent and professional valuer. The valuation which conforms to RICS Appraisal and Manual was arrived at by reference to market evidence of transactions for similar assets at the time of valuation after application of the Direct Comparison Approach - Level 3 of the fair value hierarchy.

There was professional judgement on valuation of vehicles and equipment to adjust the market evidence to take cognisance of the fact that the revalued assets are not exactly comparable in terms of quality and life span. Average prices were obtained from various relevant shops, auction houses, local newspapers and the internet. However, due care was applied where necessary to moderate the prices.

13. Inventories	Group		
	31 December 2024 USD	31 December 2023 Restated* USD	1 January 2023 Restated* USD
Mashview Gardens land	-	54,906	320,688
Land inventory	28,295	24,369	51,115
Consumables	10,820	5,984	46,843
Total	**39,115**	**85,259**	**418,646**

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

14. Trade and other receivables

	Group		
	31 December 2024 USD	31 December 2023 Restated* USD	1 January 2023 Restated* USD
Rent receivables	346,379	590,949	214,593
VAT receivable from disposal of non-current asset held for sale	-	-	517,562
Short term staff receivables	5,059	75,793	70,132
Other receivables	242,634	1,237,800	268,993
	594,072	**1,904,542**	**1,071,280**
Impairment allowance on rental receivables	(74,375)	(66,884)	(75,205)
Net short-term receivables	**519,697**	**1,837,658**	**996,075**
Long-term receivables	**1,189,539**	**1,312,311**	**859,830**
Impairment allowance on long term staff loans	(3,543)	(4,012)	(5,453)
	1,185,996	**1,308,299**	**854,377**
Grand total	**1,705,693**	**3,145,957**	**1,850,452**

Average credit period for the trade receivables is 30 days and any unpaid outstanding balance above 30 days attracts late payment charges at market bank rate plus 5% margin in line with the RBZ requirements. The current year charge rate was 13% (2023: 9%).

Long term staff receivables consist of housing loans disbursed to staff issued over 10-to-20-year tenures. The loans are secured and bear an interest rate of 8% per annum. The pledged security is adequate to cover the credit exposure on the long-term loans receivable, hence low credit risk exposure to the Group.

During the current year management computed loss-factors as set out in note 2.17 (Financial instruments). The Group computed the impairment allowance by focusing on the entire receivable portfolio over a 24-month period. The 24-month average net flow rate used to compute the loss given default (LGD). Debtors over 90 days for sitting tenants and vacated tenants were provided for in full. In order to determine the portfolio impairment allowance, management applies loss factors on the gross amount outstanding for all rental receivables that are less than 90 days past due. The carrying amount of trade receivables approximates its fair value.

Movements in the allowance for expected credit losses on rental receivables were as follows.

	Group		
	31 December 2024 USD	31 December 2023 Restated* USD	1 January 2023 Restated* USD
Opening balance	70,896	80,658	35,063
Charge for the year	7,022	(9,762)	45,595
Closing balance	**77,918**	**70,896**	**80,658**

There were no credit impaired debtors that were identified during the year (2023: nil) which require reclassification. The increase in ECL was a result of increase in current rental and staff debtors.

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

15 Assets held for sale

	Group		
	31 December 2024 USD	31 December 2023 Restated* USD	1 January 2023 Restated* USD
Opening balance	2,950,000	-	-
Net reclassification from investment property	-	2,950,000	2,370,000
Disposals	(2,950,000)	-	1,419,927
Fair value adjustment	-	-	(3,789,927)
Closing balance	**-**	**2,950,000**	**-**

Asset held for sale comprise of a land bank which was classified as held for sale in the prior year valued at US$2,950,000 which was the market value of the land bank. The conditions to classify the landbank as held for sale were wholly met at 31 December 2023. The landbank, which was sold during the year, has been classified as asset held for sale and presented separately in the statement of financial position. The sale was concluded in United States Dollars (USD) and the selling price was the same with the carrying value and no impairment loss or gain from that sale was recognised during the year.

16 Share capital and premium

	Group		
	31 December 2024 USD	31 December 2023 Restated* USD	1 January 2023 Restated* USD
Share capital and premium			
Ordinary shares of US$0.0005			
Authorised			
Authorised share capital 2 500 000 000 at year end	1,250,000	1,250,000	1,250,000
Issued and fully paid up			
1 687 584 009 shares	175,379	175,379	175,379
At year end	**175,379**	**175,379**	**175,379**
Share premium			
Share premium	350,758	350,758	350,758
At year end	**350,758**	**350,758**	**350,758**

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

16 Share capital and premium

16.1 Basic and diluted earnings per share

The calculation of basic earnings per share has been based on the following profit attributable to ordinary shareholders and weighted-average number of ordinary shares outstanding.

	Group	
	31 December 2024 USD	**31 December 2023 Restated* USD**
(i) Profit attributable to ordinary shares	3,728,508	4,102,760
	Number of shares	**Number of shares**
(ii)Weighted average number of ordinary shares (basic)		
Issued ordinary shares at beginning	1 687 584 009	1 687 584 009
Effects of treasury shares	-	-
Weighted-average number of ordinary shares at year end	**1 687 584 009**	**1 687 584 009**
Basic and diluted earnings per share (US$ cents)	**0.22**	**0.24**

There are no transactions with a potential dilutive effect.

17. Operating segments

17.1 Basis for segmentation

For investment property, discrete financial information for each segment in the property portfolio is provided to the Group executive committee for performance monitoring. The individual properties are aggregated into segments with similar economic characteristics. The executive directors consider that this is best achieved by aggregating into the office, industrial, retail, residential and health and land segments. The segment information provided includes revenue, other income, investment property fair value adjustments, property expenses and segment profit or loss. Segment information provided also includes the segment assets and liabilities.

17.2 Reportable segments

The Group has the following strategic segments, which are reportable segments:

- Office segment – acquires, develops, and leases offices and shops housed in office complexes.
- Industrial segment – acquires, develops, and leases warehouses and factories.
- Pure Retail – acquires, develops, and leases shops;
- Residential and health – leases accommodation and health space,
- Land -comprised of undeveloped and development land inventory

Group administrative costs, profits/losses on disposal of investment property, finance revenue, finance costs and income taxes are not reported to the Board on a segment basis. There are no sales between segments.

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

17. Operating segments (continued)

17.3 Information about reportable segments

Information related to each reportable segment is set out below. Segment profit before tax is used to measure performance because management believes that this information is the most relevant in evaluating the results of the respective segments relative to other entities that operate in the same industries.

	31 December 2024					
	Office USD	Industrial USD	Pure retail USD	Residential and health USD	Land USD	Total USD
Total revenue	**3,714,113**	**840,547**	**418,118**	**578,327**	**1,489,605**	**7,040,710**
Rental income	3,714,113	840,547	418,118	578,327	9,600	5,560,705
Mash View Gardens Housing	-	-	-	-	816,881	816,881
Land inventory sales	-	-	-	-	64,672	64,672
Property services income	-	-	-	-	598,452	598,452
Allowances for credit losses	(2,951)	(217)	(93)	(186)	(31)	(3,478)
Fair value adjustment	432,389	20,965	90,000	105,090	94,463	742,907
Property expenses	(521,566)	(85,878)	(12,887)	(20,574)	(991,771)	(1,632,676)
Segment profit	**3,621,985**	**775,417**	**495,138**	**662,657**	**592,266**	**6,147,463**
Reconciliation of segment profit						
Segment profit						**6,147,463**
Fair value loss on asset held for trading						-
Allowances for credit losses						(3,544)
Fair value adjustment – investment held for trading						273,891
Administrative expenses						(2,507,251)
Other income						113,946
Finance income						210,052
Net exchange losses						(298,144)
Finance cost						(270,569)
Profit before tax as per consolidated statement of profit or loss						**3,665,844**

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

17. Operating segments (continued)

17.3 Information about reportable segments (continued)

31 December 2023 Restated*	Office USD	Industrial USD	Pure retail USD	Residential and health USD	Land USD	Total USD
Total revenue	**2,749,681**	**1,522,145**	**147,304**	**491,015**	**1,376,600**	**6,286,745**
Rental income	2,749,681	1,522,145	147,304	491,015	-	4,910,145
Mash View Gardens Housing					1,192,800	1,192,800
Land inventory sales					157,933	157,933
Property services income					25,867	25,867
Allowances for credit losses	(5,248)	(2,905)	(281)	(937)		(9,371)
Fair value adjustment	1,221,524	3,910,000	(22,718)	758,547	(3,995,541)	1,871,811
Property expenses	(555,689)	(285,913)	(27,669)	(52,886)	(772,677)	(1,694,834)
Segment profit	**3,236,958**	**1,813,588**	**175,508**	**605,655**	**622,642**	**6,454,351**
Reconciliation of segment profit						
Segment profit						**6,454,351**
Allowances for credit losses						(391)
Fair value adjustment - listed shares						(98,988)
Administrative expenses						(2,131,005)
Other income						557,807
Finance income						341,841
Exchange loses						(279,761)
Finance cost						(217,305)
Profit before tax as per consolidated statement of comprehensive income						**4,626,549**

31 December 2024	Office USD	Industrial USD	Pure retail USD	Residential and health USD	Land USD	Total USD
Investment properties	44,586,000	24,118,000	5,440,000	8,408,000	9,043,000	91,595,000
Current assets	344,295	92,293	33,454	49,655	-	519,697
Total assets			**5,473,454**	**8,457,655**	**9,043,000**	**92,114,697**
Reconciliation of segment assets						
Total segment assets						**92,114,697**
Vehicles and equipment						295,528
Assets held for trading						834,790
Inventory						39,115
Trade and other receivables						1,185,996
Cash and cash equivalents						438,641
Total assets as per consolidated statement of financial position						**94,908,767**

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

17. Operating segments (continued)

17.3 Information about reportable segments (continued)

31 December 2023 Restated*	Office USD	Industrial USD	Pure retail USD	Residential and health USD	Land USD	Total USD
Investment properties	44,040,000	16,620,000	5,350,000	8,119,000	6,536,000	80,665,000
Current assets	345,335	136,519	112,173	16,025	-	610,052
Total assets	**44,435,335**	**16,756,519**	**5,462,173**	**8,135,025**	**6,536,000**	**81,275,052**
Reconciliation of segment assets						
Total segment assets						**81,275,052**
Vehicles and equipment						151,435
Assets held for trading						672,289
Inventory						85,259
Asset held for sale						2,950,000
Trade and other receivables						2,535,905
Contract asset receivable from customers						738,773
Cash and cash equivalents						221,433
Total assets as per consolidated statement of financial position						**88,630,146**

31 December 2024	Office USD	Industrial USD	Pure retail USD	Residential and health USD	Land USD	Total USD
Deferred tax liability	1,723,697	932,403	210,310	325,054	473,164	3,664,628
Current liability	521,629	24,638	4,271	9,474	261,210	560,012
Total liabilities	**2,245,326**	**957,041**	**214,581**	**334,528**	**734,374**	**4,224,640**
Reconciliation of segment liabilities						**4,224,640**
Deferred tax - vehicles and equipment						(30,834)
Tax payable						418,691
Borrowings						5,408,394
Liabilities payable from contracts with customers						35,574
Accruals						357,624
Trade and other payables						595,457
Total liabilities as per consolidated statement of financial position						**11,009,546**

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

17. Operating segments (continued)

17.3 Information about reportable segments (continued)

	31 December 2023 Restated*					
	Office USD	Industrial USD	Pure retail USD	Residential and health USD	Land USD	Total USD
Deferred tax liability	2,244,607	1,242,550	120,246	350,026	128,276	4,085,705
Current liability	439,455	170,899	56,966	81,381	-	748,701
Total liabilities	**2,684,062**	**1,413,449**	**177,212**	**431,407**	**128,276**	**4,834,406**
Reconciliation of segment liabilities						
Segment liabilities						
Deferred tax - vehicles and equipment						50,796
Tax payable						79,463
Borrowings						2,099,820
Liabilities payable from contracts with customers						102,100
Accruals						525,528
Trade and other payables						448,119
Total liabilities per consolidated statement of financial position						**8,140,232**

18 Trade and other payables

	Group		
	31 December 2024 USD	31 December 2023 Restated* USD	1 January 2023 Restated* USD
Trade payables	1,077,132	1,142,065	813,261
VAT payable	-	14,269	914,552
Dividend payable	78,337	40,486	27,943
	1,155,469	**1,196,820**	**1,755,756**

The carrying amount of trade and other payables approximates fair value. Trade payables are non-interest bearing and are normally settled within 30 days. The Groups' exposure to liquidity risk related to trade and other payables is disclosed in note 23.

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

18 Trade and other payables (continued)

18.1 Customer contract liabilities/(assets)

	Group		
	31 December 2024 USD	31 December 2023 Restated* USD	1 January 2023 Restated* USD
Contract liability in respect of Mashview Gardens	-	-	158,590
Contract liability in respect of Ruwa stand sales	35,574	102,100	89,284
Total contract liability	**35,574**	**102,100**	**247,873**
Contract (assets)/liabilities at beginning of the year	(738,773)	158,589	788,461
Contract liability received during the year	1,131,061	-	1,281,372
Contract liability in respect of amounts received for Mashview Gardens	**392,288**	**158,589**	**2,069,833**
Revenue for stage of completion recognised	(383,560)	(1,192,800)	(1,707,354)
Valued added tax	(8,728)	295,438	(203,889)
Contract (assets)/liabilities at the end of the year	**-**	**(738,773)**	**158,589**
Revenue recognised in profit/loss			
Mashview Gardens total revenue recognised	**816,881**	**1,192,800**	**1,707,354**
Less gain on contract	(158,667)	-	-
Less VAT unwinding	(274,654)	-	-
Revenue for stage of completion recognised	**383,560**	**1,192,800**	**1,707,354**

Construction and hand over of the 24 housing units to the beneficial owners was concluded at 30 June 2024. All funds for the projects have been received.

18.2 Mashview Gardens Project Performance

Included in profit and loss are the following revenue and expenses realised on the sale of completed development. Revenue was from the remaining development works that were completed during the year at 30 June 2024. Revenue and cost of sales from this project were recognised based on percentage of completion in accordance with IFRS 15 (Revenue from Contracts with Customers). The stage of completion for the entire project was determined as 100% at 31 December 2024: 93% at 31 December 2023 by the project architect.

The Group has entered into agreements to develop and dispose the housing units under this project for a total consideration of US$3,408,000 excluding VAT.

	Group	
	31 December 2024 USD	31 December 2023 Restated* USD
Mashview Gardens housing project		
Revenue recognised based on stage of completion	383,560	1,192,800
Development cost recognised in property expenses	(308,863)	(772,533)
Recognised developer's margin	**74,697**	**420,267**
Developer's profit margin (%)	**19%**	**35%**

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

19 Cash and cash equivalents

	Group		
	31 December 2024 USD	31 December 2023 Restated* USD	1 January 2023 Restated* USD
Balances with banks	438,641	221,433	5,996,579

The carrying amount of cash and cash equivalents approximates fair value. Cash and cash equivalents comprise bank balances and cash on hand.

20 Subsidiaries

The consolidated financial statements include the financial statements of Mashonaland Holdings Limited, and the subsidiaries listed in the following table. There are no control restrictions on all the subsidiaries owned by Mashonaland Holdings Limited.

		Group	
Name	Country of incorporation	2024 Equity holding	2023 Equity holding Restated*
Charter Properties (Private) Limited	Zimbabwe	100%	100%
Celine Scheidje (Private) Limited	Zimbabwe	100%	100%
Labacn Investments (Private) Limited	Zimbabwe	-	100%
Canon Investments (Private) Limited	Zimbabwe	-	100%
Armhold Investments (Private) Limited	Zimbabwe	100%	100%
Floraline (Private) Limited	Zimbabwe	100%	100%
Drillvest Investments (Private) Limited	Zimbabwe	100%	-

Disposal of Canon Investments (Private) Limited & Labacn Investments (Private) Limited was completed during the year. Drillvest Investments (Private) Limited, a land bank holding company was acquired during the year.

21 Borrowings

	Group		
	31 December 2024 USD	31 December 2023 Restated* USD	1 January 2023 Restated* USD
Opening balance	2,099,820	3,023,859	-
Capital raised	6,079,820	-	3,900,000
Finance costs	396,224	173,129	266,653
Loan repayment	(3,167,470)	(1,097,168)	(1,142,795)
Closing balance	**5,408,394**	**2,099,820**	**3,023,859**
The loan balance is presented as follows:			
Non-current liabilities	4,257,484	609,016	1,500,133
Current liabilities	1,150,910	1,490,804	1,523,726
Closing balance	**5,408,394**	**2,099,820**	**3,023,859**

The loan details and terms are as follows:
- The loans are denominated (USD) currency with a 36–60-month tenure
- Loan repayments are done monthly, and the group is compliant with loan covenants
- Interest rates ranges from 8.5%-17% per annum payable monthly
- The Group secured the loans against some of its investment properties with a carrying value of USD 32,690,000 (2023: USD7,950,000)

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

22 Related party transactions and balances

Related party	Relationship	Nature of transaction	Group Transaction 31 Dec 2024 USD	Transaction 31 Dec 2023 Restated* USD	Balance 31 Dec 2024 USD	Balance 31 Dec 2023 Restated* USD
ZB Life Assurance Limited	Direct shareholder	Rent accrued	191,335	101,752	15,709	37,463
ZB Bank Limited	Indirect shareholder	Rent accrued	460,021	339,144	26,424	2,571
ZB Life Assurance Limited	Direct shareholder	Interest received	4,900	1,584	-	-
ZB Bank Limited	Indirect shareholder	Interest received	10,512	-	-	-
ZB Bank Limited	Indirect shareholder	Finance cost	311,371	-	-	
FBC Crown Bank	Direct shareholder	Finance cost	163,038	-	-	-
ZB Financial Holdings Limited	Indirect shareholder	Dividends received	15,301	6,719	-	-
ZB Financial Holdings Limited	Indirect shareholder	Investment in equities	-	-	605,337	337,873
ZB Bank Limited	Indirect shareholder	Bank balances		-	241,819	71,901
ZB Bank Limited	Indirect shareholder	Loan payable	-	-	4,169,559	2,099,820
FBC Crown Bank	Direct shareholder	Loan payable	-	-	1,238,835	-
FBC Crown Bank	Direct shareholder	Bank balances	-	-	67,096	-

23.1 Compensation of key management personnel in the Group

	Group 31 December 2024 USD	31 December 2023 Restated* USD
Non-executive directors' emoluments	232,157	194,013
Short and long-term employee benefits	164,273	232,316
Post-employment pension and medical benefits	11,079	20,226
Total compensation paid to key management	**407,509**	**446,553**

	Group 31 December 2024 USD	31 December 2023 Restated* USD	1 January 2023 Restated* USD
Loans and advances to key management personnel in the Group			
Short term loans and advances	126,814	50,734	57,405
Long term loans and advances	169,981	466,022	476,659
Interest charge	26,016	18,908	20,779
Expected credit loss allowance	(742)	(1,344)	(2,821)
Total	**322,069**	**534,320**	**552,022**

Loans to key management personnel consist of 10–20-year housing loans issued to the Group's key personnel. The loans are secured and carry an interest rate of 8% per annum.

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

23 Financial risk management

23.1 Risk management framework

The Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework.

The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Audit Committee oversees how management monitors compliance with the Group's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the other risks faced by the Group.

23.2 Treasury risk management

The Group monitors its risk to a shortage of funds using recurring liquidity planning tools. Treasury management policy is in place to maximise returns on the available surplus funds.

23.3 Interest rate risk management

At year end, the Group has a long-term foreign denominated loan, hence there was exposure to interest rate risk. The risk is low as the change/floating in rate is not significant since the loans are all USD denominated which is considered to be a stable currency as shown on note 23.3.1. The table below shows the remaining contractual maturity for the foreign currency denominated loan with agreed payment periods and variabl interest rate. The table includes interest cashflow. All interest rate cashflows are variable in nature.

	Group				
	31 December 2024				
All figures in USD	**Average rate %**	**0-3 months**	**4-12 months**	**12-36 months**	**Total**
Borrowings	14	287,728	863,183	4,257,483	5,408,394
	31 December 2023 Restated*				
All figures in USD	**Average rate %**	**0-3 months**	**4-12 months**	**12-36 months**	**Total**
Borrowings	8.5	372,701	1,118,102	609,016	2,099,820
	1 January 2023 Restated*				
All figures in USD	**Average rate %**	**0-3 months**	**4-12 months**	**12-36 months**	**Total**
Borrowings	10.5	358,317	955,512	1,710,030	3,023,859

23.4 Interest rate sensitivity analysis

		Group		
		31 December 2024 USD	**31 December 2023 Restated* USD**	**1 January 2023 Restated* USD**
	10% increase		**10% decrease**	
Interest expense	270,569	217,305	270,569	217,305
Increase or decrease	(297,626)	(239,036)	(243,512)	(195,575)
Impact on profit or loss	**(27,057)**	**(21,731)**	**27,057**	**21,731**

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

23 Financial risk management (continued)

23.5 Credit risk management

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligation and arises principally from the payments to acquire investment property, long term loans granted, trade receivables as well as cash and cash equivalents. There is no material concentration of credit risk as exposure is spread over a large number of counterparties.

23.6 Exposure to credit risk

(a) Exposure to credit risk

The carrying amount of financial assets represents the maximum credit exposure. The exposure to credit risk at the reporting date arising from trade receivables was:

Trade receivables (age analysis)

	Group		
	31 December 2024 USD	31 December 2023 Restated* USD	1 January 2023 Restated* USD
0-30 days	120,142	276,463	151,593
30-60 days	82,796	189,080	59,223
60-90 days	143,442	125,406	3,778
Total	**346,379**	**590,949**	**214,593**

The Group has long term staff and other receivables of USD 1.2million (2023: USD1.3million) which has credit risk exposure. The other receivables are current.

(b) Trade receivables

The Group's exposure to credit risk is mainly in respect of tenants and is influenced by the individual characteristics of each tenant. The Group's widespread tenant base reduces credit risk.

Management has established a credit policy under which each new tenant is analysed individually for creditworthiness before the Group's standard payment terms and conditions are offered, which include in majority of the cases, the provision of a deposit of at least one month's rental. When available, the Group's credit review includes external ratings. In some instances, the Group requires that Directors of the new tenant sign a deed of surety.

Credit risk grades

The Group allocates each exposure to a credit risk grade based on a variety of data that is determined to be predictive of the risk of default and applying experienced credit judgment. Credit risk grades are defined using qualitative and quantitative factors that are indicative of risk of default. These factors vary depending on the nature of the exposure and the type of debtor. The grades are according to the number of days in arrears which ranges from 0-30 to +90 days.

(c) Definition of default

The Group recognises default in the following cases
- Arrears including restructuring loans >90 days
- Decease of client
- Force majeure, when a client becomes insolvent due to external factors beyond control.

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

23 Financial risk management (continued)
23.7 Exposure to credit risk (continued)

(d) Forward looking information

The group's expected credit loss rates are adjusted to reflect the current and forward-looking information on macroeconomics factors such as inflation forecast, interest rates, and GDP growth which might affect the ability of the customers to settle the receivables.

Impairment losses have been recorded for those debts, where recovery was not reasonably assured at year-end. The maximum credit exposure at the reporting date was USD 1.4million (2023: USD3.1 million), of which USD 149,923 (2023: USD70,898) has been provided for. No receivable was written off during the year (2023: USD nil). The Group's current provision matrix is as follows:

	Group					
	31 December 2024			31 December 2023 Restated*		
Category	**(0 ≤ 30 days)**	**(31 to 90 days)**	**(91 days past due)**	**(0≤ 30 days)**	**(31 to 90 days)**	**(91 days past due)**
Corporates	2.62%	4.32%	5.14%	3.11%	6.11%	6.63%
Individuals and SME's	2.62%	6.62%	7.12%	3.11%	7.11%	7.61%
Long outstanding debtors	-	-	100%	-	-	100%

23.8 Financial instruments

The financial assets are included as an estimate of the amount that the instrument could be exchanged for a current transaction between willing parties, other than in a forced or liquidation sale. The estimated fair values of all financial instruments approximate their carrying amounts shown in the financial statements. The following table summarises the Group's classification of financial instruments:

Assets as per statement of financial position	Group		
	31 December 2024 USD	**31 December 2023 Restated* USD**	**1 January 2023 Restated* USD**
At amortised cost			
Other receivables-staff loans	1,185,996	1,308,299	854,377
Trade receivables	272,004	524,065	139,387
Cash and cash equivalents	438,641	221,433	5,996,579
At fair value			
Equity instruments	834,790	672,289	770,901
	2,731,431	**2,726,086**	**7,761,244**
Liabilities as per statement of financial position			
At amortised cost			
Borrowings	5,408,394	2,099,820	3,023,859
Trade and other payables (excluding statutory obligations)	717,941	1,154,109	813,261
Total financial liabilities	**6,126,335**	**3,253,929**	**3,837,120**

The liquidity gap will be funded from cash to be generated from operations.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

For the year ended 31 December 2024

23 Financial risk management (continued)

23.9 Liquidity risk

The Group's main objective is to maintain a balance between continuity through a well-managed portfolio of short-term and long-term funding management. The following table set out the remaining contractual maturities of the Groups' liabilities.

	Group			
	31 December 2024			
All figures in USD	0-3 months	4-12 months	12-36 months	Total
Borrowings	649,584	1,948,751	4,751,768	7,350,103
Trade and other payables	579,001	576,468	-	1,155,469
Total	**1,312,162**	**2,775,950**	**4,088,112**	**1,155,469**
	31 December 2023 Restated*			
All figures in USD	0-3 months	4-12 months	12-36 months	Total
Borrowings	167,625	502,876	2,682,007	3,352,508
Trade and other payables	769,546	427,274	-	1,196,820
Total	**937,171**	**930,150**	**2,682,007**	**4,549,328**
	1 January 2023 Restated*			
All figures in USD	0-3 months	4-12 months	12-36 months	Total
Borrowings	380,932	1,142,795	1,904,658	3,428,384
Trade and other payables	365,968	1,389,788	-	1,755,756
Total	**746,900**	**2,532,583**	**1,904,658**	**5,184,140**

23.10 Market risk

The Group is exposed to market risk through its listed and unlisted equity securities which are susceptible to market price risk arising from uncertainties about the future values of the investments. The Group manages the equity price risk through diversification and by placing limits on individual and total equity instruments. Reports on the equity portfolio are submitted to the Group's finance and investments committee on a regular basis.

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

24 Capital management

The Group manages its capital to ensure that entities in the Group will be able to continue as going concerns while maximising the return to shareholders.

The capital structure of the Group consists of debt and equity. Debt is defined by the Group as long- and short-term borrowings as disclosed in note 21. Equity includes capital and retained earnings. The Group manages its capital structure and adjusts it according to business requirements to fund strategic investments. To maintain or adjust the capital structure, the Group adjusts dividend payments to shareholders or issue new shares or implement share buyback schemes or secures debt financing from financial institutions.

The Group is not subject to any externally imposed capital requirements. The Group's Board Audit Committee monitors the Group's gearing and debt to equity ratio on a quarterly basis. As part of this review, the Committee considers the cost of capital and the Group's ability to meet commitments related to borrowings and equity (dividends).

The debt-to-equity position for the Group at 31 December 2023 is as follows:

	Group		
Description	**31 December 2024 USD**	**31 December 2023 Restated* USD**	**1 January 2023 Restated* USD**
Debt to equity ratio	6.5%	2.6%	**3.9%**

In line with the Mashonaland Holdings Limited Articles of Association, the Board of Directors have the authority to borrow up to 2 times the Group net asset position. As shown below, the Group has not exceeded this limit and will continue reviewing borrowings to enable pursuit of strategic investments.

	Group		
	31 December 2024 USD	**31 December 2023 Restated* USD**	**1 January 2023 Restated* USD**
Borrowing limit	**83,899,221**	**80,489,914**	**76,802,454**
Borrowings	5,408,394	2,099,820	3,023,859
Borrowing headroom	**78,490,827**	**78,390,094**	**73,778,595**
24.1. Commitments for capital expenditure			
Authorised and contracted	10,213,204	3,488,125	1,136,000
Authorised and not yet contracted	11,537,908	11,537,908	3,408,000

Notes to the consolidated financial statements (continued)

For the year ended 31 December 2024

25 Pension and retirement benefits

25.1 Defined contribution plan

The Group operates a defined contribution pension plan administered by ZB Life Assurance Limited. The Group and employees contribute 12% and 5% of pensionable salaries respectively. The assets of the fund are held in a separate trustee administered fund.

25.2 National Social Security Authority Scheme (NSSA)

All employees are members of the National Social Security Scheme to which both the employees and the Group contribute. The Group's obligations under the scheme are limited to specific contributions as legislated from time to time and are presently 4.5% of pensionable emoluments. Employees contribute the same amount.

	Group	
	31 December 2024 USD	31 December 2023 Restated* USD
Defined contributions for the year	15,572	14,474
NSSA contributions for the year	4,993	6,213
Total	**20,565**	**20,687**

26 Going concern

The Directors assessed the ability of the Group to continue operating as a going concern and concluded that the use of the going concern assumption is appropriate in the preparation of the financial statements. The Directors have considered the impact of macro-economic conditions on the Group's business and are satisfied that adequate measures have been put in place to ensure viability of the Group beyond the next 12-month period.

27 Events after repoting period

27.1 Presentation of ZWG financial statements

The Monetary Policy Committee issued a statement (MPS) on the 6th of February 2025, which read as follows; "all entities adopt a common presentation currency, ZiG, for reporting purposes, with immediate effect, including for the 2024 audited financial statements. This requirement is consistent with the increase in the number and value of transactions settled in ZiG since its introduction on 5 April 2024." In addition to the MPS, the Zimbabwe Stock Exchange (ZSE) on 12 March 2025, issued a notice contains specific requirements on the presentation of financial results in respect of the MPS on Presentation currency.

Having assessed the impact of this event after the reporting period, in accordance with the financial reporting provisions established by the MPS of 6 February 2025 and with the requirements of the ZSE through notice to listed companies of 12 March 2025, the Group translated the USD based consolidated financial statements to ZWG based on the prevailing Reserve Bank of Zimbabwe interbank rate as at 31 December 2024. The summarised translated ZWG financial statements have been presented separately.

The management have assessed and concluded that this is a non-adjusting event and does not have impact on the consolidated financial statements.

Final dividend

On the 19th of March, the board approved a final dividend of USD 230,000. This is a non-adjusting event and has no impact on the consolidated financial statements.

SHAREHOLDERS' INFORMATION

Our commitment to our shareholders is to create long term shareholder value using a strategic investment policy and by maintaining a broad tenant base.

ANALYSIS OF SHAREHOLDERS

As at 31 December 2024

1. Shareholder analysis according to the number of shares held

Number of shares held	Number of shareholders	% of total holders	Total holding	% of total holding
11-100	236	9.38	13,412	0.0008
101-200	178	7.08	31,388	0.0019
201-500	293	11.65	106,521	0.0063
501-1000	314	12.49	248,570	0.0147
1001-5000	676	26.88	1,724,324	0.1022
5001-10000	236	9.38	1,789,738	0.1061
10001-50000	280	11.13	6,504,120	0.3854
50001-100000	63	2.50	4,439,623	0.2631
100001-500000	75	2.98	16,216,985	0.9610
500001-1000000	26	1.03	18,474,729	1.0947
1000001-10000000	22	0.87	60,959,535	3.6122
10000001-1000000000	9	0.36	1,577,075,064	93.4516
Total	**2,408**	**95.75**	**1,687,584,009**	**100.00**

2. Shareholder analysis by category

Shareholders group	Number of shareholders	% holding	Total holding	% of total holding
Companies	282	11.22%	666,470,225	39.49%
Individuals	2,034	80.87%	373,863,256	22.16%
Insurance companies	4	0.16%	470,447,927	27.88%
Investment, trust, and property companies	32	1.28%	3,311,727	0.19%
Nominee company	67	2.66%	25,994,272	1.54%
Non-residents	42	1.67%	14,601,912	0.86%
Pension funds	53	2.11% .	132,894,690	7.87%
Total	**2,551**	**100.00%**	**1, 687,584,009**	**100.00%**

3. Top ten shareholders

Major shareholders	Number of shares	% holding
ZB Life Assurance Limited	470,048,820	27.85
ZB Financial Holdings Limited	358,762,947	21.26
Africa Enterprise Network Trust	348,995,283	20.68
Mega Market (Pvt) Ltd	133,920,355	7.94
Barcelona Investments	123,162,752	7.30
Africa Opportunity Fund L P	105,269,963	6.24
Fieler-Nnr Sean Michael	14,311,139	0.85
ZB Reinsurance Ltd	12,152,432	0.72
Hippo Valley Estate PF- Datvest	10,451,373	0.62
Stanbic Nominees (Pvt)Ltd-Ac 140043470003	7,298,817	0.43
Total Holding of Top Shareholders	**1,584,373,881**	**93.88**

NOTICE OF ANNUAL GENERAL MEETING

Notice is hereby given that the 58th Annual General Meeting of Mashonaland Holdings Limited will be held virtually on Thursday 05 June 2025 at 1100 hours.

AGENDA

ORDINARY BUSINESS

1. **Financial statements and statutory reports**
   To receive, review and adopt the audited financial statements and the reports of the directors and auditors for the 12-month period ended 31 December 2024.

2. **Directorate**
   2.1 Retirement by rotation
   Dr. Brilliant Shumba and Mr. Mubaiwa Mubayiwa retire by rotation in accordance with Article 99 of the Substituted Articles of Association. Both directors being eligible, have offered themselves for re-appointment. Each director will be confirmed through a separate resolution.
   2.1.1 To confirm the re-appointment of Dr. B. Shumba to the Board of Directors with effect from 05 June 2025.
   2.1.2 To confirm the re-appointment of Mr. M. Mubayiwa to the Board of Directors with effect from 05 June 2025.

   2.2 Remuneration of Directors
   To approve non-executive directors' remuneration for the past financial year.

3. **External Auditors**
   3.1 Auditors Remuneration
   To approve the fees of the Auditors (Axcentium) for the past financial year.

   3.2 Appointment of Auditors
   To appoint Axcentium, as the auditors of the company for the ensuing financial year.

   * *In terms of Section 69(6) of S.I 134 of 2019 (ZSE listing Rules), companies must change their audit partners every five years and their audit firm every ten years. Axcentium has been auditing Mashonaland Holdings Limited since 2024 and previously as Deloitte & Touche.*

4. **FY2024 Dividend**
   To confirm a final dividend of US$230,000.00 which represents 0.0136 US cents per share in respect of the financial year ended 31 December 2024 and payable in respect of 1,687,584,009 ordinary shares in issue.

Any other business
To transact any other business as may be transacted at an Annual General Meeting.

Appointment of proxy
In terms of the Companies and Other Business Entities Act (Chapter 24:31), members who are entitled to attend and vote at the meeting may appoint one or more proxies to attend, vote and speak in their stead. A proxy need not be a member of the Company. To be effective, the proxy must be lodged at the Company's registered office, to the attention of the Secretary, at least 48 hours before the commencement of the meeting.

Meeting details
Shareholders will be provided with an electronic link to join the virtual meeting by the company's transfer secretaries, ZB Transfer Secretaries who may be contacted through email to PMberikwazvo@zb.co.zw and RMutakwa@zb.co.zw.

By Order of the Board

Egnes Madhaka
Company Secretary
27 May 2025

ZB Life Towers
12th Floor
77 Jason Moyo Avenue
Harare

CONTACT DETAILS

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