



Unaudited Condensed Financial Results

for the half year ended 30 September 2025

Financial Highlights				Sales Volumes (September 2025)	Sales Volumes (September 2024)	Change %
	September 2025 US\$	September 2024 US\$	Change %			
Revenue	28,260,491	177,429,377	⬇️ (84.07%)	24,226,796	139,876,405	(82.68%) ⬇️
EBITDA	(16,193,311)	17,033,698	⬇️ (195.07%)			
(Loss)/profit for the period	(17,812,546)	3,710,522	⬇️ (580.06%)			
Basic (loss)/earnings per share (US\$ cents)	(0.91)	0.28	⬇️ (425.00%)			
Headline (loss)/earnings per share (US\$ cents)	(1.00)	0.28	⬇️ (457.14%)			
Net asset value per share (US\$ cents)	1.80	14.26	⬇️ (87.38%)			

Chairman’s Statement

Operating Environment

The operating environment during the period under review was extremely challenging. The Group focused on stabilising operations following the financial challenges highlighted earlier in the year. Limited working capital continued to restrict stock availability across all the key categories, with supplier trading terms not yet allowing the business to rebuild inventories to required levels. Although engagements with suppliers have enabled the resumption of deliveries, stock cover remained below optimal levels and affected trading performance. Suppliers, despite having 50% of their legacy debt settled from capital raise, are still to resume normal trading terms with the business.

As part of the turnaround plan, the Group implemented significant restructuring measures. Non-viable stores were closed, including the Food Lover’s Market franchise outlets. The business operated sixty-two strategically located stores, with close monitoring to ensure each outlet contributes positively to the recovery efforts.

Operational efficiencies and cost control remained central priorities. Management continued reviewing store profitability, staffing levels, rental commitments, and internal processes to align the cost base with current trading conditions. Strengthened governance and tighter financial controls were also put in place to support stability during the transition period.

The period therefore reflected a business focused on restoring operational normalcy, improving stock availability, and executing the turnaround initiatives necessary to return the Group to sustainable performance.

Group Performance

Revenue for the period amounted to US\$28.26 million, representing a significant decline of 84.07% compared to US\$177.43 million achieved same period in prior year. This substantial decrease was primarily due to a steep decline in sales volumes, which declined by 82.68% from 139.88 million units in prior period to 24.23 million units. The volume decline resulted from a combination of factors including liquidity constraints affecting inventory replenishment, supplier disruptions, and the strategic closure of underperforming stores as part of the Group’s rationalization program.

The Group recorded a net loss for the period of US\$17.81 million compared to a net profit of US\$3.71 million in the prior period. This significant deterioration was attributable to several key factors. Operating costs decreased compared to the prior period, however, they remained high relative to the reduced sales for the period. Employee benefits amounted to US\$9.51 million while other expenses totalled US\$11.76 million. Utilities and backup power expenses of US\$5.30 million represented a significant burden on operations, driven by increased tariffs and greater dependence on generators due to prolonged power outages in some sites.

Finance costs increased to US\$2.10 million from US\$1.65 million in the prior period, reflecting the increased cost of short-term borrowings utilized to fund working capital requirements in the constrained liquidity environment.

Capital expenditure amounted to US\$760 thousand and this was mainly confined to the relocation of Bon Marche’ Chisipite and OK Makoni branches. The rest of the previously planned projects have been deferred.

Capital raise

The Group required a minimum of US\$30.5 million to correct the liquidity shortage hampering business operations. The Directors approved the amount and presented the proposal to shareholders. At an Extraordinary General Meeting (“EGM”) held on 17 July 2025, the shareholders approved the capital raise composed of US\$20 million by way of a Renounceable Share Rights Offer and US\$10.5 million from sales of freehold properties owned by the Company.

The rights offer was successful and raised the full amount of US\$20 million, however, the Rights Issue process took significantly longer than anticipated and was only finalised in August instead of May. In the mean time, more liabilities were incurred, increasing total creditors balance. The property sales have taken longer than expected to materialise, and as a result, the US\$10.5 million funding has not yet been realised. Sale and purchase agreements on two of the properties are about to be signed, while offers on other three are being reviewed. Efforts to dispose of the other properties and improve liquidity continue.

Directors

During the period under review, there were no changes to the composition of the Board of Directors. The Board remained actively engaged in overseeing management’s response to a challenging operating environment and providing strategic direction to stabilize the business.

The Board extends its appreciation to management and staff for their dedication and resilience during this difficult period, and to shareholders for their continued support, particularly their participation in the rights issue procedure undertaken during the period.

Sustainability

Despite the challenging operating environment, the Group remains committed to its sustainability objectives encompassing environmental, social, and governance (ESG) priorities.

Environmental stewardship continues to be of focus, with efforts directed toward energy efficiency and waste management. The Group continues to explore sustainable energy solutions to reduce dependence on diesel generators and minimize its carbon footprint.

On the social front, the Group maintained its commitment to providing a safe working environment and supporting local communities where it operates. However, the difficult business conditions necessitated workforce rationalization to align staffing levels with operational requirements.

The Board continues to monitor progress in aligning the Group’s sustainability reporting with evolving international standards, including the International Financial Reporting Standards (IFRS) S1 and S2 on sustainability-related disclosures.

Dividend

In light of the loss recorded during the period, the Board resolved not to declare a dividend for the half year ended 30 September 2025.

Outlook

The Group continues to focus on stabilising operations and restoring financial viability. Key constraints to recovery remain centred on liquidity needed for product procurement, limited stock availability due to short supplier terms, revenue levels that are still below break-even, and delays in realising property disposal proceeds.

Management is confident that progress on property disposal transactions will unlock the necessary liquidity to support inventory rebuild and improve trading performance. Staff development initiatives are ongoing, with a strong emphasis on customer service, operational discipline, and execution consistency across all stores.

The Board and shareholders remain fully supportive of the turnaround efforts. With disciplined implementation of the restructuring and execution of the turnaround plan, the Group remains positive about returning to a sustainable growth path in the medium term.

Herbert Nkala
Board Chairman
11 December 2025

Unaudited Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the half year ended

	Notes	Unaudited 30 September 2025 US\$	Unaudited 30 September 2024 US\$
Revenue	5	28,260,491	177,429,377
Other income	6.1	766,488	1,229,048
Changes in trade inventories	11.1	(2,186,109)	(8,421,899)
Merchandise and consumables used	11.1	(21,837,971)	(134,156,511)
Employee benefits expense		(9,512,303)	(13,481,054)
Depreciation and amortisation expense	6.3	(5,014,919)	(10,317,170)
Share based payments expense		(4,837)	(6,212)
Exchange gain	6.2.1	75,660	14,612,382
Other expenses	6.2	(11,759,567)	(20,171,433)
Finance income		387	939
Finance costs		(2,099,124)	(1,645,077)
(Loss)/profit before income tax	6	(23,311,804)	5 072 390
Tax credit/ (expense)	7.1	5,499,258	(1,361,868)
(Loss)/profit for the period		(17,812,546)	3,710,522
Other comprehensive income (OCI)			
Items that will not be reclassified subsequently to profit or loss:			
Gain/(loss) on revaluation of property		420,424	(3,263,152)
Fair value gain on financial assets measured at FVTOCI		1,394	33,321
Deferred tax (expense)/credit		(475,539)	216,346
Other comprehensive loss net of tax		(53,721)	(3,013,485)
Total comprehensive (loss)/income for the period		(17,866,267)	697,037
(Loss)/income for the period attributable to:			
Owners of the company		(17,774,166)	3,814,556
Non-controlling interests		(38,380)	(104,034)
		(17,812,546)	3,710,522
Total comprehensive (loss)/income for the period attributable to:			
Owners of the company		(17,827,887)	801,071
Non-controlling interests		(38,380)	(104,034)
		(17,866,267)	697,037
Weighted average number of ordinary shares in issue			
		1,947,760,204	1,317,735,677
Share performance: US\$ cents			
: Basic (loss)/profit per share		(0.91)	0.28
: Headline (loss)/profit per share		(1.00)	0.28
: Net asset value per share		1.80	14.26



DIRECTORS: H. Nkala (Chairman), W.V. Zireva (Chief Executive Officer), A.E. Siyavora (Chief Finance Officer), T.L. Gumbo, R. Mavima, A.S. Mcleod. R.J. Moyo, W.S. Nyabereka, L. Webster-Rozon, K. Zawanda



Unaudited Condensed Consolidated Statement of Financial Position

As at

	Notes	Unaudited 30 September 2025 US\$	Audited 31 March 2025 US\$
Assets			
Non-current assets			
Property and equipment	8	53,874,485	54,914,887
Goodwill	9	95,123	95,123
Right of use asset	10	19,729,718	22,493,949
Intangible asset		352,351	374,315
Financial assets held at FVTOCI		44,615	43,221
Total non-current assets		74,096,292	77,921,495
Current assets			
Inventories	11	14,283,235	16,480,675
Trade and other receivables	12	478,524	982,689
Prepayments	13	677,417	2,984,588
Short-term loans receivable		8,107	8,649
Cash and cash equivalents		2,233,950	1,663,586
Assets held for sale	8.2	427,970	1,792,542
Total current assets		18,109,203	23,912,729
Total assets		92,205,495	101,834,224
Equity and liabilities			
Equity			
Share capital		317,068	133,582
Share premium		28,845,449	9,485,957
Share based payment reserve		697,274	695,289
Mark-to-market reserve		32,765	31,392
Revaluation reserve		16,985,600	17,040,694
Non-distributable reserves		2,335,436	2,335,436
Retained (loss)/earnings		(14,477,659)	3,296,507
Equity attributed to equity holders of the parent		34,735,933	33,018,857
Non-controlling interests		373,016	411,396
Shareholders' equity		35,108,949	33,430,253
Non-current liabilities			
Deferred tax liabilities	14	1,453,914	6,474,978
Long term borrowings	17.2	577,778	794,444
Long term lease liability	15	16,669,535	18,495,375
Total non-current liabilities		18,701,227	25,764,797
Current liabilities			
Trade and other payables	16	27,718,599	28,295,756
Provisions		2,703,727	2,422,974
Lease liability	15	1,751,500	2,068,713
Short term borrowings	17.1	5,722,415	7,235,463
Current tax liabilities		14,957	276,582
Liabilities directly associated with assets classified as held for sale	8.2	484,121	2,339,686
Total current liabilities		38,395,319	42,639,174
Total liabilities		57,096,546	68,403,971
Total equity and liabilities		92,205,495	101,834,224

For and on behalf of the board

H. Nkala
Chairman
11 December 2025

V.W.Zireva
Chief Executive Officer

Unaudited Condensed Consolidated Statement of Cash Flows

For the half year ended

	Notes	Unaudited 30 September 2025 US\$	Unaudited 30 September 2024 US\$
Cash flows from operating activities			
Cash (used in)/generated from trading	18	(17,991,922)	2,425,914
Working capital changes		5,242,349	1,553,673
Cash (used in)/generated from operations		(12,749,573)	3,979,587
Finance costs paid		(2,067,664)	(1,645,077)
Finance income received		387	939
Tax paid		-	(1,381,293)
Net cash (used in)/generated from operating activities		(14,816,850)	954,156
Cash flows from investment activities			
Investments to maintain operations:			
Replacement of property and equipment		(760,083)	(657,711)
Proceeds from disposal of property and equipment		230,839	4,955
Net cash used in investing activities		(529,244)	(652,756)
Cash flows from financing activities			
Capital raising costs		(457,022)	-
Proceeds from Rights issue		20,000,000	-
Repayment of lease liabilities		(1,835,188)	(1,380,158)
Proceeds from borrowings		3,112,673	2,202,015
Repayment of borrowings		(4,842,388)	(537,280)
Net cash generated from financing activities		15,978,075	284,577
Net increase in cash and cash equivalents		631,981	585,977
Cash and cash equivalents at the beginning of the period		1,663,586	8,375,431
Exchange loss on foreign cash balances		-	(1,150,456)
Cash and cash equivalents at the end of period		2,295,567	7,810,952
Cash and cash equivalents at end of period relating to assets classified as held for sale		(61,617)	-
Cash and cash equivalents at end of the period		2,233,950	7,810,952



Unaudited Condensed Consolidated Statement of Changes in Equity

For the half year ended 30 September 2025

	Share capital US\$	Share premium US\$	Share based payments reserve US\$	Mark-to- Market reserve US\$	Revaluation reserve US\$	Non- distributable reserve US\$	Retained Earnings US\$	Total US\$	Non- controlling interests US\$	Total Equity US\$
For the period ended 30 September 2024										
Balance at 1 April 2024	28,935	9,585,903	691,155	6,370	20,992,870	2,335,436	70,396,845	104,037,514	505,412	104,542,926
Profit for the period	-	-	-	-	-	-	3,814,556	3,814,556	(104,034)	3,710,522
Other comprehensive income/(loss), net of tax	-	-	-	32,821	(3,046,306)	-	-	(3,013,485)	-	(3,013,485)
Total	28,935	9,585,503	691,155	39,191	17,946,564	2,335,436	74,211,401	104,838,585	401,378	105,239,963
Transactions with owners:										
Contributions and distributions										
Share options exercised/recognised	56	3,270	2,886	-	-	-	-	6,212	-	6,212
Total transactions with owners	56	3,270	2,886	-	-	-	-	6,212	-	6,212
Balance at 30 September 2024	28,991	9,589,173	694,041	39,191	17,946,564	2,335,436	74,211,401	104,844,797	401,378	105,246,175
For the period ended 30 September 2025										
Balance at 1 April 2025	133,582	9,485,957	695,289	31,392	17,040,694	2,335,436	3,296,507	33,018,857	411,396	33,430,253
Loss for the period	-	-	-	-	-	-	(17,774,166)	(17,774,166)	(38,380)	(17,812,546)
Other comprehensive income/(loss), net of tax	-	-	-	1,373	(55,094)	-	-	(53,721)	-	(53,721)
Total	133,582	9,485,957	695,289	32,765	16,985,600	2,335,436	(14,477,659)	15,190,970	373,016	15,563,986
Transactions with owners:										
Contributions and distributions										
Rights issue	183,486	19,816,514	-	-	-	-	-	20,000,000	-	20,000,000
Capital raising costs	-	(457,022)	-	-	-	-	-	(457,022)	-	(457,022)
Recognition of share based payments	-	-	1,985	-	-	-	-	1,985	-	1,985
Total contributions and distributions	183,486	19,359,492	1,985	-	-	-	-	19,544,963	-	19,544,963
Total transactions with owners	183,486	19,359,492	1,985	-	-	-	-	19,544,963	-	19,544,963
Balance at 30 September 2025	317,068	28,845,449	697,274	32,765	16,985,600	2,335,436	(14,477,659)	34,735,933	373,016	35,108,949

* During the period, the Group undertook a rights issue to existing shareholders. The proceeds from the rights issue were recognised in equity



Notes to the Unaudited Condensed Consolidated Financial Statements

For the half year ended 30 September 2025

1. General information

The Group is a leading supermarket retailer whose business is in retail and hypermarket formats, supplying food and liquor, housewares and household goods, and building material. At the reporting date, the Group was operating from fifty-six retail, and six hypermarket stores countrywide. The company, OK Zimbabwe Limited, had five subsidiaries.

The Group's parent company OK Zimbabwe Limited is a registered limited liability entity incorporated in Zimbabwe under the Companies and Other Business Entities Act ("COBE") Chapter 24:31 and is listed on the Zimbabwe Stock Exchange with its registered office at OK House, 7 Ramon Road, Graniteside, P.O. Box 3081, Harare, Zimbabwe.

1.1 Statement of compliance

The Unaudited Condensed Consolidated Financial Statements have been prepared in accordance with IFRS® Accounting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards) and in compliance with Companies and Other Business Entities Act (COBE) (Chapter 24:31).

2. Currency of reporting

The Unaudited Condensed Consolidated Financial Statements are presented in United States dollars (US\$) which is the functional currency of the Group. All foreign denominated transactions and balances are translated to the US\$ in accordance with IAS 21 (The Effects of Changes in Foreign Exchange Rates) at the in-store exchange rate prevailing at the time of transacting.

3. Material Accounting Policies

The Unaudited Condensed Consolidated Financial Statements have been prepared in accordance with the accounting policies adopted in the Group's latest annual financial statements.

4 . Adoption of New and Revised IFRS Accounting Standards

During the half year ended 30 September 2025, the Group applied the new and amended IFRS Accounting Standards effective for annual reporting periods beginning on or after 1 January 2025, including the amendments to IAS 21 on lack of exchangeability. Consistent with the assessment performed at the previous year end, the adoption of these amendments did not have a material impact on the Group's recognition, measurement, or presentation of amounts in these unaudited condensed financial statements.

The Group also reviewed new IFRS Accounting Standards that have been issued but are not yet effective. These include amendments to IFRS 9 and IFRS 7 on classification and measurement of financial instruments (effective 1 January 2026), IFRS 18 on presentation and disclosure (effective 1 January 2027), IFRS 19 on reduced disclosures for qualifying subsidiaries, and the Annual Improvements to IFRS 2022–2026 Cycle. These standards are not expected to have a material impact on the Group's financial statements upon initial application, except for IFRS 18, which is expected to significantly affect presentation and disclosure when it becomes effective.

The Group will adopt each of these standards on their respective effective dates and will continue monitoring developments in order to assess their impact in future reporting periods.

5. Revenue

	Unaudited September 2025 US\$	Unaudited September 2024 US\$
Retail	23,934,760	134,491,468
Hypermarket	4,325,731	42,937,909
	28,260,491	177,429,377

6. Profit before Income tax

Profit before income tax considers the following:

6.1 Other income

	Unaudited September 2025 US\$	Unaudited September 2024 US\$
Lease and sub-lease income	1,800	30,454
Commission income	764,688	1,198,594
	766,488	1,229,048

6.2 Other expenses

	Unaudited September 2025 US\$	Unaudited September 2024 US\$
Other expenses		
Utilities and backup power expenses	5,304,484	8,145,677
Property operating costs	2,427,643	2,190,151
Maintenance expenses	1,273,698	1,591,114
Security expenses	911,559	1,223,992
Consultancy fees	665,567	152,367
Retirement benefit costs	558,106	719,498
Licences expenses	377,285	673,084
Transport and motor vehicle	288,908	938,945
Insurance expenses	245,073	203,582
Cleaning expenses	236,508	363,823
Auditor's fees	212,188	129,457
Marketing and promotional expenses	160,718	1,549,593
Bank Charges	153,329	708,218
Stock-taking expenses	136,309	247,821
Distribution expenses	35,020	751,353
Other ¹	496,123	584,372
Profit on sale of property and equipment and Leases*	(1,722,951)	(1,614)
Total	11,759,567	20,171,433

¹ Due to the nature of the Group's diversified operations, other expenses include several line items that are not material enough to be reasonably disaggregated.

* During the period, the Group terminated the lease contract for the Fresh and Green Borrowdale premises, resulting in the derecognition of the related right-of-use asset and lease liability.

6.2.1 Exchange gain/(loss)

	Unaudited September 2025 US\$	Unaudited September 2024 US\$
Exchange gain	75,660	14,612,382

6.3 Depreciation and amortization expense

	Unaudited September 2025 US\$	Unaudited September 2024 US\$
Property	607,599	578,354
Equipment	1,928,991	1,997,301
Right of use asset	2,456,366	7,739,356
Intangible asset	21,963	2,159
	5,014,919	10,317,170

Notes to the Unaudited Condensed Consolidated Financial Statements (continued)

For the half year ended 30 September 2025

7. Income taxes

	Unaudited September 2025 US\$	Unaudited September 2024 US\$
7.1 Tax charge		
Income Tax:		
Current	9,094	1,675,761
Standard	8,829	1,626,952
Aids Levy	265	48,809
Deferred:		
(Credit)/debit to statement of profit or loss	(5,508,352)	(313,893)
Total income tax (credit)/expense	(5,499,258)	1,361,868

8. Property and equipment

	Unaudited September 2025 US\$	Audited March 2025 US\$
Freehold land and buildings		
Revalued amount	27,268,000	27,268,000
Accumulated depreciation	-	-
	27,268,000	27,268,000
Leasehold improvements		
Cost	10,152,346	10,152,846
Accumulated depreciation	(4,659,365)	(4,472,357)
	5,492,981	5,680,489
Furniture and Equipment		
Cost	43,762,252	43,253,212
Accumulated depreciation	(26,055,365)	(24,263,372)
	17,706,887	18,989,840
Vehicles		
Cost	4,693,713	4,734,551
Accumulated depreciation	(2,223,696)	(2,008,761)
	2,470,017	2,725,790
Work in progress	936,600	250,768
Total Property and equipment	53,874,485	54,914,887

At the beginning of the period	54,914,887	67,050,565
Additions	760,083	873,457
Impairment	-	(1,735,768)
WIP write off	(53,982)	(339,098)
Revaluation	420,424	(4,607,306)
Assets transfers	606,921	-
Disposals	(237,257)	(537,756)
Depreciation	(2,536,591)	(5,018,567)
Reclassified as held for sale	-	(770,640)
At the end of the period	53,874,485	54,914,887

Fair value measurement of the Group's freehold land and buildings

The Group's freehold land and buildings are stated at their revalued amounts, being the fair value at the date of revaluation, less any subsequent accumulated depreciation and subsequent accumulated impairment. The fair value gain on property was US\$420,424. The fair value of all freehold land and buildings has been categorised as a Level 3 fair value based on the inputs to the valuation technique used. There were no transfers into or out of Level 3 fair value hierarchy. The fair value measurements of the Group's freehold land and buildings were performed by Dawn Properties Consultancy Limited, independent valuers, as at 30 September 2025.

Assets pledged as security

During the period, the Group had certain immovable properties pledged as security against borrowings from financial institutions. The total market value of the pledged properties amounted to US\$19,580,000 (2024: nil), with mortgage values of US\$19,580,000 securing total facilities of US\$23,000,000. As a result of liquidity constraints in the economy, the Group was not able to fully access the facilities during the period.

8.2 Assets held for sale

At 30 September 2025, the disposal group was stated at fair value less costs to sell and comprised the following assets and liabilities:

	Unaudited September 2025 US\$	Audited March 2025 US\$
Property and Equipment	163,596	770,640
Inventory	116,759	511,653
Trade and other receivables	40,888	7,626
Prepayments	-	27,845
Cash and Cash equivalent	61,617	175,392
Deferred tax asset	45,110	299,386
Assets held for sale	427,970	1,792,542
Trade and other payables	417,391	389,897
Current tax liability	-	78,161
Provisions	66,730	96,001
Lease Liability	-	1,775,627
Liabilities related to assets held for sale	484,121	2,339,686

9. Goodwill

	Unaudited September 2025 US\$	Audited March 2025 US\$
Opening Balance	95,123	4,096,889
Goodwill Impairment	-	(4,001,766)
Closing balance	95,123	95,123

Goodwill arose when the Group acquired assets and assumed liabilities of Makro Zimbabwe at a premium. The carrying value of goodwill is reviewed at least annually for impairment. Goodwill is monitored at the level of individual cash-generating units (CGUs) or groups of CGUs that are expected to benefit from the business combination.



Notes to the Unaudited Condensed Consolidated Financial Statements (continued)

For the half year ended 30 September 2025

10. Right of use asset

	Unaudited September 2025 US\$	Audited March 2025 US\$
Cost	44,308,392	41,848,623
Reclassification to held for sale	-	(2,039,395)
Remeasurements	(307,865)	4,499,164
Accumulated depreciation of Right of Use Asset	(24,270,809)	(18,755,740)
Impairment	-	(3,058,703)
Total	19,729,718	22,493,949

11. Inventories

	Unaudited September 2025 US\$	Audited March 2025 US\$
Consumable inventory	222,455	233,786
Merchandise	14,060,780	16,246,889
	14,283,235	16,480,675

11.1 Changes in trade inventories

	Unaudited September 2025 US\$	Unaudited September 2024 US\$
Opening Merchandise Inventory	16,246,889	28,960,849
Closing Merchandise Inventory	14,060,780	37,382,748
	(2,186,109)	(8,421,899)

12. Trade and other receivables

	Unaudited September 2025 US\$	Audited March 2025 US\$
Trade receivables	335,119	735,292
Other receivables	355,204	607,812
Allowance for credit losses	(211,799)	(360,415)
	478,524	982,689

13. Prepayments

	Unaudited September 2025 US\$	Audited March 2025 US\$
Prepayments	677,417	2,984,588

The prepayments relate to mainly imported inventory and capital equipment paid for in advance.

14. Deferred Tax

	Unaudited September 2025 US\$	Audited March 2025 US\$
Deferred tax liability movement		
At the beginning of period	6,474,978	12,161,079
Credit to statement of profit or loss	(5,508,352)	(5,330,737)
Income tax relating to components of other comprehensive income	475,539	(654,749)
Reclassification of deferred tax directly associated with assets held for sale	(258,969)	299,385
Reclassification from current tax liability	270,718	-
At the end of period	1,453,914	6,474,978

The deferred tax liability / (asset) comprises of the effects of temporary differences arising from:

	Unaudited September 2025 US\$	Audited March 2025 US\$
Property	5,718,652	5,214,922
Equipment	4,470,677	4,801,962
Quoted investments	669	648
Intangible assets	83,614	94,153
Right of use asset	5,080,402	5,792,191
Lease liability	(4,743,417)	(5,370,202)
Unrealised exchange loss	(112,899)	520,780
Provisions	(1,087,219)	(1,120,124)
Tax loss	(7,956,565)	(3,459,352)
	1,453,914	6,474,978

15. Lease liabilities

	Unaudited September 2025 US\$	Audited March 2025 US\$
Lease liabilities		
Long term lease liability	16,669,535	18,495,375
Short term lease liability	1,751,500	2,068,713
	18,421,035	20,564,088

The Group leases several properties. The average lease tenure is between 3 to 10 years and lease extension options included in the property leases are considered for purposes of determining the right of use asset and lease liabilities.

In assessing lease terms, the Group concluded that renewal options are reasonably certain to be exercised given its long-term commitments to strategic locations and store improvement plans. Accordingly, such options have been incorporated into the measurement of lease liabilities and right-of-use assets.

Contractual rentals linked to an index or a rate are considered variable lease payments in accordance with IFRS 16. These variable payments are included in the measurement of the lease liability at inception and are remeasured when changes in the relevant indices or rates occur, with remeasurements applied consistently in line with the Group's functional currency.

16. Trade and other payables

	Unaudited September 2025 US\$	Audited March 2025 US\$
Trade payables	22,411,491	25,557,401
Accruals and other payables	5,307,108	2,738,355
	27,718,599	28,295,756

The Group endeavours to settle its obligations to suppliers in accordance with agreed terms. However, during the reporting period the Group did not have sufficient liquidity to settle all obligations as they fell due, resulting in delays in payments to creditors.

Notes to the Unaudited Condensed Consolidated Financial Statements (continued)

For the half year ended 30 September 2025

17. Borrowings

	Unaudited September 2025 US\$	Audited March 2025 US\$
Interest-bearing loans	2,170,663	4,127,932
Bank overdraft	3,551,752	3,107,531
	5,722,415	7,235,463

The Group took out unsecured short-term borrowings and utilised overdraft facilities during the period.

	Unaudited September 2025 US\$	Audited March 2025 US\$
Due in over a year	577,778	794,444
	577,778	794,444

The Group's principal bank loans

In February 2025 the Group took out a loan of US\$1.3 million with a maturity date of 31 January 2028 with an interest of 16% per annum.

18. Cashflow information

	Unaudited September 2025 US\$	Unaudited September 2024 US\$
Cash generated from trading	(17,991,922)	2,425,914
(Loss)/profit before tax	(23,311,804)	5,072,390
Adjusted for:		
Finance costs	2,099,124	1,645,077
Depreciation and amortization	5,014,919	10,317,170
Share based payments expense	4,837	6,212
Foreign exchange gain	(75,660)	(14,612,382)
Interest income	(387)	(939)
Gain on sale of property and equipment and Leases*	(1,722,951)	(1,614)
Working capital changes	5,242,349	1,553,673
Decrease/(increase) in inventories	2,080,682	(8,300,638)
Decrease/(increase) in trade and other receivables	1,106,089	(1,668,821)
Decrease/(increase) in prepaid expenses and merchandising supplies	2,307,171	(656,697)
(Decrease)/increase in trade and other payables	(251,593)	12,179,829

* During the period, the Group terminated the lease contract for the Fresh and Green Borrowdale premises, resulting in the derecognition of the related right-of-use asset and lease liability.

19. Commitment for capital expenditure

	Unaudited September 2025 US\$	Unaudited September 2024 US\$
Authorised but not contracted	-	838 072

20. Segment reporting

IFRS 8, Operating Segments requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision maker in order to allocate resources to the segments and to assess their performance. For the purpose of decision making, allocation of resources and assessment of performance, senior management consider the Group to be a single operating unit. Consequently, no segment information is presented.

21. Fair value of financial instruments

The estimated net fair values of all financial instruments approximate the carrying amounts shown in the financial statements.

22. Financial risk management

The Group has financial control systems in place which include checklists, policies, audits, security system and spot checks. These are designed to mitigate any finance related risks. Our financial risk management includes credit risk, liquidity risk and control risk. The Group conducts business predominantly in USD and foreign exchange risk mainly occurred where the Group incurred liabilities or transactions denominated in ZWG. The Group manages this risk by settling ZWG denominated obligations promptly to minimise exchange losses.

23. Subsequent events

Exchange Rate Movement

As at the date of approval of these financial statements, the interbank rate had moved from ZWG26.64:US\$1 to ZWG26.12:US\$1. The Directors have considered this movement to be a non-adjusting subsequent event.

Other developments

Subsequent to the reporting date, the Group continued implementing branch rationalisation and restructuring programme aimed at improving operational efficiency and preserving liquidity.

Key developments after period-end include:

The closure of six branches after termination of lease agreements;

Management expects that these actions will enhance the Group's cost efficiency and support its ongoing efforts to streamline operations and strengthen financial stability.

These events occurred after the reporting date and have been appropriately disclosed but not adjusted in the financial statements.

24. Going concern

Assessment of the Group's Ability to Continue as a Going Concern

The Unaudited Condensed Consolidated Financial Statements have been prepared on the assumption that the Group will continue as a going concern. This basis assumes that the Group will be able to realise its assets and discharge its liabilities in the normal course of business for at least 12 months from the date of approval of these financial statements.

The Directors have evaluated the Group's financial position, liquidity, cash flow forecasts, borrowing capacity, and the broader economic environment in accordance with IAS 1 – *Presentation of Financial Statements*. This review included consideration of the Group's capital structure, profitability trends, debt maturity profile, and access to financing.

Financial Position

For the half year period ended 30 September 2025, the Group incurred a net loss of US\$17,812,546 and as at that date, its current liabilities exceeded current assets by US\$20,286,116. These conditions indicate the existence of events or conditions that may cast doubt on the Group's ability to continue as a going concern.



Notes to the Unaudited Condensed Consolidated Financial Statements (continued)

For the half year ended 30 September 2025

Macroeconomic and Trading Environment

The Group operates in a market facing economic challenges, including:

- reduced consumer liquidity;
- power supply disruptions; and
- tight credit conditions.

While these factors create uncertainty, management has already taken significant steps to stabilise the Group and strengthen its ability to withstand external pressures.

Mitigating Actions and Progress

1. **Capital Raising** –Property valued at US\$10.5 million has been identified for disposal and as at end of September 2025 offers worth US\$7.3 million were under management consideration. All prospective buyers are prepared to enter long-term sale-and-leaseback agreements. . The Group has additional owned properties worth US\$17.2 million and these may be disposed to fund working capital requirements, should it be necessary, and subject to Board approval.
2. **Debt Refinancing and Facilities** – US\$19.6 million in banking facilities have been secured, with US\$12.3 million still undrawn at approval. Four key relationship banks have provided formal letters of support (subject to normal conditions), reinforcing confidence in continued financial backing.
3. **Cost Control and Efficiency** – Overhead reductions were achieved through headcount rationalisation to align staffing levels with productivity requirements. During the period, the Group closed an additional six stores OK Mart Kwekwe, OK Mart Mutare, OK Ardbare, OK Julius Nyerere, OK Mabelreign and Food Lovers Market Bulawayo bringing the total number of closed branches to 15 under the turnaround programme.. The Group continues negotiations with landlords and other service providers to pay rentals and fees commensurate with economic benefit to the Group. In the same vein, the Group will continue reviewing performance of stores with a view to close non-performing stores.
4. **Revenue Growth Initiatives** – The revised product mix is improving margins, digital sales channels are being rolled out, and we are in negotiations with suppliers who have not met their supply commitments after settlement of 50% of their legacy debt amounts. These steps are expected to enhance both sales growth and supply chain stability.
5. **Capital Expenditure** – The Group has deliberately slowed down on capital expenditure projects and other expansion initiatives in order to preserve liquidity and strengthen the balance sheet. Investment has been limited to essential maintenance of existing infrastructure, refurbishment of strategic stores, and critical systems upgrades required to support operational efficiency.

Cash Flow Forecasts

Management prepared detailed forecasts covering December 2025 to November 2026. These incorporate expected property disposals, cost reductions already achieved, and access to committed facilities. The Group is negotiating for additional US\$15 million funding from the shareholders. The forecasts indicate that, assuming continuation of these actions, the Group will maintain sufficient liquidity to meet obligations as they fall due.

Directors’ Conclusion

After careful review, the Directors are satisfied that:

- Adequate financing arrangements are in place or are reasonably expected to be secured;
- Property disposals and cost reductions are progressing and will support working capital stability; and
- The Group has sufficient resources to continue operations for at least 12 months from the approval date of these financial statements.

Accordingly, the financial statements have been prepared on a going concern basis.





Special Purpose Consolidated Financial Statements

For the half year ended 30 September 2025

The abridged financial information set out below is presented as supplementary disclosure in compliance with Reserve Bank of Zimbabwe requirements.

Unaudited Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the half year ended

	30 September 2025 Unaudited ZWG	30 September 2024 Unaudited ZWG
Revenue	752,859,480	4,726,718,603
Other income	20,419,240	32,741,839
Changes in trade inventories	(58,237,944)	(224,359,389)
Merchandise and consumables used	(581,763,547)	(3,573,929,453)
Employee benefits expense	(253,407,752)	(359,135,279)
Depreciation and amortisation expense	(133,597,442)	(274,849,409)
Share based payments expense	(128,858)	(165,488)
Exchange gain	2,015,582	389,273,856
Other expenses	(313,274,865)	(537,366,975)
Finance income	10,310	25,015
Finance costs	(55,920,663)	(43,824,851)
(Loss)/profit before income tax	(621,026,459)	135,128,469
Tax credit/ (expense)	146,500,233	(36,280,164)
(Loss)/profit for the period	(474,526,226)	98,848,305
Other comprehensive income (OCI)		
Items that will not be reclassified subsequently to profit or loss:		
Gain/(loss) on revaluation of property	11,200,095	(86,930,369)
Fair value gain on financial assets measured at FVTOCI	37,136	887,671
Deferred tax (expense)/credit	(12,668,359)	5,763,457
Other comprehensive loss net of tax	(1,431,128)	(80,279,241)
Total comprehensive (loss)/income for the period	(475,957,354)	18,569,064
(Loss)/income for the period attributable to:		
Owners of the company	(473,503,783)	101,619,771
Non-controlling interests	(1,022,443)	(2,771,466)
	(474,526,226)	98,848,305
Total comprehensive (loss)/income for the period attributable to:		
Owners of the company	(474,934,911)	21,340,530
Non-controlling interests	(1,022,443)	(2,771,466)
	(475,957,354)	18,569,064
Weighted average number of ordinary shares in issue	1,947,760,204	1,317,735,677
Share performance: ZWG cents		
: Basic (loss)/profit per share	(24.24)	7.46
: Headline (loss)/profit per share	(26.64)	7.46
: Net asset value per share	47.95	379.89



Unaudited Condensed Consolidated Statement of Changes in Equity

For the half year ended 30 September 2025

	Share capital ZWG	Share premium ZWG	Share based payments reserve ZWG	Mark-to- Market reserve ZWG	Revaluation reserve ZWG	Non- distributable reserve ZWG	Retained Earnings ZWG	Total ZWG	Non- controlling interests ZWG	Total Equity ZWG
For the period ended 30 September 2024										
Balance at 1 April 2024	770,828	255,368,456	18,412,369	169,697	559,250,057	62,216,015	1,875,371,951	2,771,559,373	13,464,176	2,785,023,549
Profit for the period	-	-	-	-	-	-	101,619,771	101,619,771	(2,771,466)	98,848,305
Other comprehensive income/(loss), net of tax	-	-	-	874,351	(81,153,592)	-	-	(80,279,241)	-	(80,279,241)
Total	770,828	255,368,456	18,412,369	1,044,048	478,096,465	62,216,015	1,976,991,722	2,792,899,903	10,692,710	2,803,592,613
Transactions with owners:										
Contributions and distributions										
Share options exercised/recognised	1,492	87,113	76,883	-	-	-	-	165,488	-	165,488
Total transactions with owners	1,492	87,113	76,883	-	-	-	-	165,488	-	165,488
Balance at 30 September 2024	772,320	255,455,569	18,489,252	1,044,048	478,096,465	62,216,015	1,976,991,722	2,793,065,391	10,692,710	2,803,758,101
For the period ended 30 September 2025										
Balance at 1 April 2025	3,558,624	252,705,894	18,522,499	836,283	453,964,088	62,216,015	87,818,949	879,622,352	10,959,589	890,581,941
Loss for the period	-	-	-	-	-	-	(473,503,783)	(473,503,783)	(1,022,443)	(474,526,226)
Other comprehensive income/(loss), net of tax	-	-	-	36,577	(1,467,705)	-	-	(1,431,128)	-	(1,431,128)
Total	3,558,624	252,705,894	18,522,499	872,860	452,496,383	62,216,015	(385,684,834)	404,687,441	9,937,146	414,624,587
Transactions with owners:										
Contributions and distributions										
Rights issue	4,888,068	527,911,933	-	-	-	-	-	532,800,001	-	532,800,001
Capital raising costs	-	(12,175,066)	-	-	-	-	-	(12,175,066)	-	(12,175,066)
Recognition of share based payments	-	-	52,880	-	-	-	-	52,880	-	52,880
Total contributions and distributions	4,888,068	515,736,867	52,880	-	-	-	-	520,677,815	-	520,677,815
Total transactions with owners	4,888,068	515,736,867	52,880	-	-	-	-	520,677,815	-	520,677,815
Balance at 30 September 2025	8,446,692	768,442,761	18,575,379	872,860	452,496,383	62,216,015	(385,684,834)	925,365,256	9,937,146	935,302,402

* During the period, the Group undertook a rights issue to existing shareholders. The proceeds from the rights issue were recognised in equity

Unaudited Condensed Consolidated Statement of Financial Position

As at

	30 September 2025 Unaudited ZWG	31 March 2025 Unaudited ZWG
Assets		
Non-current assets		
Property and equipment	1,435,216,280	1,462,932,590
Goodwill	2,534,077	2,534,077
Right of use asset	525,599,688	599,238,801
Intangible asset	9,386,631	9,971,752
Financial assets held at FVTOCI	1,188,543	1,151,407
Total non-current assets	1,973,925,219	2,075,828,627
Current assets		
Inventories	380,505,380	439,045,182
Trade and other receivables	12,747,879	26,178,835
Prepayments	18,046,389	79,509,424
Short-term loans receivable	215,970	230,409
Cash and cash equivalents	59,512,428	44,317,931
Assets held for sale	11,401,121	47,753,319
Total current assets	482,429,167	637,035,100
Total assets	2,456,354,386	2,712,863,727
Equity and liabilities		
Equity		
Share capital	8,446,692	3,558,624
Share premium	768,442,761	252,705,894
Share based payment reserve	18,575,379	18,522,499
Mark-to-market reserve	872,860	836,283
Revaluation reserve	452,496,383	453,964,088
Non-distributable reserves	62,216,015	62,216,015
Retained (loss)/earnings	(385,684,834)	87,818,949
Equity attributed to equity holders of the parent	925,365,256	879,622,352
Non-controlling interests	9,937,146	10,959,589
Shareholders' equity	935,302,402	890,581,941
Non-current liabilities		
Deferred tax liabilities	38,732,269	172,493,414
Long term borrowings	15,392,006	21,163,988
Long term lease liability	444,076,412	492,716,790
Total non-current liabilities	498,200,687	686,374,192
Current liabilities		
Trade and other payables	738,423,477	753,798,940
Provisions	72,027,287	64,548,027
Lease liability	46,659,960	55,110,514
Short term borrowings	152,445,136	192,752,734
Current tax liabilities	398,454	7,368,144
Liabilities directly associated with assets classified as held for sale	12,896,983	62,329,235
Total current liabilities	1,022,851,297	1,135,907,594
Total liabilities	1,521,051,984	1,822,281,786
Total equity and liabilities	2,456,354,386	2,712,863,727





Unaudited Condensed Consolidated Statement
of Cash Flows

For the half year ended

	30 September 2025 Unaudited ZWG	30 September 2024 Unaudited ZWG
Cash flows from operating activities		
Cash (used in)/generated from trading	(479,304,802)	64,626,349
Working capital changes	139,656,177	41,389,849
Cash (used in)/generated from operations	(339,648,625)	106,016,198
Finance costs paid	(55,082,569)	(43,824,851)
Finance income received	10,310	25,015
Tax paid	-	(36,797,646)
Net cash (used in)/generated from operating activities	(394,720,884)	25,418,716
Cash flows from investment activities		
Investments to maintain operations:		
Replacement of property and equipment	(20,248,611)	(17,521,421)
Proceeds from disposal of property and equipment	6,149,551	132,001
Net cash used in investing activities	(14,099,060)	(17,389,420)
Cash flows from financing activities		
Capital raising costs	(12,175,066)	-
Proceeds from Rights issue	532,800,006	-
Repayment of lease liabilities	(48,889,408)	(36,767,409)
Proceeds from borrowings	82,921,609	58,661,680
Repayment of borrowings	(129,001,216)	(14,313,139)
Net cash generated from financing activities	425,655,925	7,581,132
Net increase in cash and cash equivalents	16,835,981	15,610,428
Cash and cash equivalents at the beginning of period	44,317,924	223,121,482
Exchange loss on foreign cash balances	-	(30,648,148)
Cash and cash equivalents at end of period	61,153,905	208,083,762
Cash and cash equivalents at end of period relating to assets classified as held for sale	(1,641,477)	-
Cash and cash equivalents at end of the period	59,512,428	208,083,762

1. Summary of Material Accounting Policies and Notes

1.1 Statement of Compliance

These Unaudited Consolidated Special Purpose Financial Statements have been prepared in accordance with the 2024 Monetary Policy Statement (MPS) issued by the Reserve Bank of Zimbabwe (RBZ).

1.2 Basis of Preparation and Presentation

This condensed unaudited consolidated financial information is presented in Zimbabwe Gold (ZWG) and has been prepared based on statutory records maintained under the historical cost convention.

The consolidated special purpose financial information for the half year ended 30 September 2025 was derived from the Group's general purpose financial statements, which are prepared in the Group's presentation currency, the United States Dollar (USD). Conversion to ZWG was performed using the spot exchange rate of US\$1: ZWG26.64.

