AUDITED ABRIDGED GROUP FINANCIAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2024

ZIMPLOW
ENGINEERING PERFORMANCE

The Directors report the following audited abridged Group financial results in respect of the Group and Company's operations for the year ended 31 December 2024.

FARMEC | MEALIEBRAND | TPS | POWERMEC | C.T. BOLTS | SCANLINK | TrenTyre ZIMBABWE

CHAIRMAN'S STATEMENT

OPERATING ENVIRONMENT

Dear Stakeholders,
I am pleased to present to you the Group's financial results for the year 2024.

Operating environment
The tough operating environment that persisted in the period under review, characterised by the poor 2023/2024 cropping season due to the El Nino induced drought, US$ inflation and currency related challenges had a notable adverse impact on the financial performance of the Group. Monetary authorities introduced a raft of measures in April 2024 to restore exchange rate stability and to address market volatility through the introduction of a new currency, the Zimbabwe Gold (ZWG). However, the depreciation of the local currency in September 2024 caused severe disruptions in trading activities as liquidity dampened, resulting in a resurgence of inflationary pressures.

Group financial performance
The financial year 2024 saw the Group's profitability swing from a profit position in the prior year to a loss before tax of US$3.4 million in the period under review attributable to the agriculture related business units, which collectively contributed 96.6% of operational losses, as well as to TrenTyre. Volumes across all product ranges within the Agriculture Cluster were depressed due to the severe impact of the El Nino induced drought from the 2023/2024 cropping season thereby resulting in reduced consumer spending. This was further exacerbated by the late onset of the 2024/2025 agricultural season following of an erratic rainfall pattern, particularly in Quarter 4 of 2024. TrenTyre's financial performance was adversely affected by persistent supply chain bottlenecks coupled with the informalisation of the tyre industry.

Included in the current year loss is IFRS (International Financial Reporting Standards) related provisions and write-downs amounting to US$1.4 million as listed below:
- Stock write down US$957,780
- Allowance for credit losses US$390,011

These adjustments were part of the balance sheet clean-up exercise pursuant to the migration to a US$ reporting currency.

The Group's performance is discussed in greater detail by the Group Chief Executive Officer (GCEO) in his report.

The Group followed through on the following initiatives to preserve shareholder value:
- Embarked on a cost containment drive to preserve cash flows, which included a group-wide staff rationalisation exercise, closure of non-performing branches and branch consolidation at TrenTyre. This was buttressed through the review of the Group's organisational structure resulting in the disbanding of the Cluster approach to foster decentralisation within the separate business units to achieve a lean structure, operational excellence and efficiencies.
- Review of the production costs of the key products manufactured in the Mealie Brand factory with the aim of passing on the cost reduction to the customer to improve competitiveness. Furthermore, Management is on course with widening the product range through the full utilisation of the new equipment acquired to capacitate the factory with an objective to diversify the product offering to cater for the growing mining and infrastructure sectors. Given the continued depressed market demand , business operations at Mealie Brand were placed under care and maintenance pending improvement in market demand.
- Identification and disposal of non-strategic assets comprised of residential and commercial properties worth US$2,753,000. The proceeds from the disposal of the abovementioned assets were channelled towards working capital to consolidate the Group's position in the mining and infrastructure sector pursuant to the successful conclusion of the Barzem transaction. This initiative resulted in the revenue growth and financial performance improvement of Tractive Power Solutions (TPS) by 478% and 63% respectively. The unsold properties earmarked for disposal were disclosed in the Consolidated financial statements as "Assets Held for Sale" in terms of IFRS (International Financial Reporting Standards).
- Preservation of the Group balance sheet pursuant to the comprehensive review exercise with a focus on working capital management. Given the tight liquidity in the market, the Group has prioritised self-financing of the business by reviewing the cash cycle, inventory management and refinement of the supply chain.

Directorate
During the period under review two new Non-Executive Directors were appointed to the Board of Directors namely Mr Benjamin Burr on 25 March 2024 and Mr. Hamish B.W. Rudland on 31 July 2024.

Mr Vimbayi Nyakudya resigned as the Group CEO and an executive member of the Board on 31 March 2024. On behalf of the Board and Management, I would like to convey my gratitude to him for his service to the Group over the past 8 years. Mr Willem Swan, the Group Chief Operating Officer (COO), was appointed as Acting CEO on the same date and has since been appointed as substantive Group CEO with effect from 1 March 2025.

Mr. Godfrey T. Manhambara retired as a Director of the Company and Chairman of the Board of Directors on 31 July 2024, having served the Board for over 11 years. On the same date, Mr. Benjamin N. Kumalo was appointed as the new Chairman of the Board of Directors.

The Board of Directors, Management and Staff warmly welcome the new appointees and also express their gratitude for the invaluable contributions of Messers Manhambara and Nyakudya and wish them well in their future endeavors.

Dividend
The Board resolved not to declare a dividend as the Group is focused on preserving its cash flow with a strong focus on returning to profitability.

Outlook
The Board and Management are encouraged by the opportunities that lie ahead through the 2024/2025 agriculture season, which is forecast to be characterised by normal to above-normal rainfall patterns, , thus presenting immense opportunities for the Agriculture focused business units. The energy supply, is expected to worsen up to year end presenting an opportunity for improved sales to the alternative power related business unit. The Board and Management will concentrate on continuous review of the Group cost structure, working capital management and business model reviews as key strategic focus areas to restore the Group to profitability.

Appreciation
I would like to extend my appreciation to Management and Staff for their hard work during the period under review. I would also like to thank my fellow Board members for their continued commitment and guidance to the Group, as well as our valued stakeholders for their support.

B. N. Kumalo
Board Chairman

31 March 2025

GROUP CHIEF EXECUTIVE OFFICER'S REPORT

GROUP PERFORMANCE OVERVIEW

The Group recorded a revenue of US$29.778 million, 7.2% below prior year. The devastating effects of the El Nino induced drought, introduction of the new currency (ZWG) and its subsequent devaluation in September 2024, along with tight liquidity have had a knock on effect across all the Group Business Units, particularly in the Agricultural Sector. The resultant loss before tax was US$3.437 million, having achieved a profit in the prior year.

AGRICULTURE

Mealie Brand
The Business Unit was particularly hard hit by the drought owing to its primary target market, being small scale and subsistence farmers, recording the poorest harvest in 40 years. Mealie Brand recorded a turnover of US$3.3 million, 46% below prior year. This was off the back of collaboration with Zambian based distributors. The Business Unit managed to reduce the cost of its plough by 11% during the year and is on track to reduce it by a further 9% by the end of quarter 2 of 2025, giving it an aggregate of 21% in cost reduction.

The volumes of smuggled spares and implements continue unabated despite authorities tightening the border controls. The cost reductions made in the production of the plough will make the product competitive against grey imports. Mealie Brand received the 'Exporter of the Year award' in the Agricultural equipment category from ZimTrade and participated at a ZimTrade trade fair in Angola in an attempt to revive export sales in that market. Mealie Brand continued to interact with mines in order to gain traction in the heavy equipment repair arena so as to fully utilize their equipment capacity outside of trailer and small implements manufacturing.

Farmec
The Business Unit recorded a 9% increase in revenue over prior year. Tractor volumes were up 11% and implements up 34% over the previous year. Service hours were 15% behind previous year. Informal business practitioners (runners) have enabled customers to bypass statutory charges, resulting in the Business Unit recording lower part sales in the year under review. In response, Farmec undertook a refinement of its supplier base, culminating in price reductions on most fast-moving spares lines late in 2024. Tight liquidity and the effects of the drought amongst other macro-economic factors put pressure on the Business Unit's margins, resulting in an operating loss of US$877,356.

The introduction of a finance facility through a major local bank in Quarter 4 of 2024 to facilitate the extension of credit to approved farmers, which the Group is pleased to announce has been well received by customers.

MINING AND INFRASTRUCTURE

Powermec
The Business Unit recorded a 1% negative variance in turnover against the previous year and a 14% drop in gross profit, which led to the unit recording a loss before tax of US$170,673, 177% down from 2023. The BU was unable to take full advantage of the reduced power supply from the regulator owing to supply chain delays, tight liquidity, and delays in ports in Mozambique. Sales of regionally sourced generators as stop gap measures had a negative effect on whole goods margins. Solar equipment sales and installations grew by 142% over the previous year, but the margins were tight in a very competitive environment.

CT Bolts
CT Bolts turnover was 4% behind previous year with operating costs 4% above 2023 levels owing to increased rent and occupancy costs of 61% above previous year. The delayed delivery of the nail factory led to a failure to penetrate the wire nail market to the levels expected. The Group expects the nail factory to deliver in Q1 of 2025. The Business unit experienced delays of stock owing to port congestion at Beira during the civil strife in Mozambique post their elections in the second half of 2024, but this has since been rectified. The impact of the informal market is also keenly felt by the Business unit.

Tractive Power Solutions
The Business Unit created a footprint in the supply of Develon earthmoving equipment and FAW trucks during the period under review. TPS was awarded best FAW service provider in Zimbabwe for FAWtrucks by FAW Global in China in December 2024. TPS recorded a 478% increase in the top line mainly driven by whole goods sales albeit at low margins and generally on short term credit arrangements owing to exceedingly tight market liquidity conditions. Unfortunately, the Business unit recorded a loss for the period under review but fared better in the prior period. Management expects the Unit to perform substantially better in the next financial year owing to increased focus on the supply of construction equipment spares and service to the mining and construction sector which attract higher margins. A lack of capital equipment financing from financial institutions has forced the Group to extend credit to customers and severely disrupted its cashflows.

LOGISTICS

Scanlink
The Business unit recorded an 8% drop in revenue for the period under review, mainly driven by the lower number of buses sold into the market (25% less). However, the number of trucks sold increased by 19%. Parts were down by 3% whereas service hours were up 3%. Operating expenses were up 24% off the back of increases in NEC salaries and wages and administrative expenses including rent and occupancy costs. Scanlink recorded a profit but was 91% below previous year. The Business unit expects to return to the prior year's profitability owing to a strong confirmed pipeline, but market illiquidity may tamper the returns.

TrenTyre
TrenTyre recorded a 29% drop in revenue against prior year owing to lower sales volumes across the range. In an effort to reduce exposure to loss making branches, the Business unit closed the Gweru fitment centre and relocated the Bulawayo Branch to the Scanlink premises. The retread factory showed positive growth in the second half of 2024 but closed the year 11% below previous year. Competition from cross border informal traders has resulted in the fitment centres coming under increasing overhead pressure. The Business unit increased its focus on truck and bus tyres in the second half of the year but was plagued by supply chain challenges emanating from congestion at the Beira port. Further focus on refining the business unit has led to cost reductions in employment costs by 27% and rent and occupation down 38%.

OUTLOOK AND STRATEGIC FOCUS

The Group has vigorously pursued cost cutting measures, re-examined supplier pricing and actively sought new suppliers for fast moving stock items in an effort to remain competitive. The effects of the El Nino drought will still be felt during 2025 in the agricultural sector, and tight liquidity is expected to persist. The impact of the informal market will continue to be felt by TrenTyre and CT Bolts, but measures to be more price competitive, offer the best- in-class service and lower overheads are expected to translate to profitability. Late rains in the 2024/25 season have delayed infrastructure and mining projects, and coupled with persistent power outages, the cost of doing business will impact the entire market. Softer platinum and Chrome prices have delayed several large projects. Chinese mines, which currently make up approximately 80% of all mines, generally buy exclusively from Chinese suppliers, reducing the rest of the mining equipment suppliers to 20% of the market, which leads to further pressure on margins.

Rationalisation at Mealie Brand and TrenTyre is expected to bring these business units back to profitability thereby adding to Group profitability. Sales pipelines across Scanlink, Farmec, Powermec and TPS are encouraging.

W. Swan
Group Chief Executive Officer

31 March 2025

ZIMPLOW

ENGINEERING PERFORMANCE

AUDITED ABRIDGED GROUP FINANCIAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2024

The Directors report the following audited abridged Group financial results in respect of the Group and Company's operations for the year ended 31 December 2024.

Auditor's Statement

These abridged financial statements derived from the audited financial statements of Zimplow Holdings Limited and its subsidiaries "Group" for the financial year ended 31 December 2024, should be read together with the complete set of audited financial statements of the Group, for the year ended 31 December 2024, which have been audited by Grant Thornton Chartered Accountants (Zimbabwe) and the auditor's report signed by Farai Chibisa, Registered Public Auditor 0547.

A qualified audit opinion has been issued on the audited financial statements of the Group, for the year then ended. The qualified audit opinion was made regarding non- compliance with (IAS) 21 - *The Effects of Changes in Foreign Exchange Rates.*

The auditor's report includes a section on key audit matters outlining matters that in the auditor's professional judgement, were of most significance in the audit of the financial statements. The key audit matters were with respect to Goodwill impairment and revenue recognition.

The auditor's report on the financial statements and the full set of the audited consolidated financial statements, is available for inspection at the Group's registered office and the auditor's report has been lodged with the Victoria falls Stock Exchange.

Audited Abridged Group and Company Statement of Profit or Loss and Other Comprehensive Income
for the year ended 31 December 2024

	Notes	Group 31-Dec-24 US$	Group 31-Dec-23 US$	Company 31-Dec-24 US$	Company 31-Dec-23 US$
Sales of goods		27,209,724	29,784,336	16,228,720	18,967,734
Rendering of services		2,489,556	2,190,217	1,318,327	1,055,169
Investment property rental income		79,426	98,160	103,200	98,144
Revenue	4	**29,778,706**	**32,072,713**	**17,650,247**	**20,121,047**
Cost of sales		(22,241,368)	(23,142,729)	(12,980,741)	(14,407,891)
Gross profit		**7,537,338**	**8,929,984**	**4,669,506**	**5,713,156**
Other operating income		798,526	1,040,000	45,883	723,962
Selling and distribution expenses		(411,892)	(456,961)	(281,320)	(378,745)
Administrative expenses		(10,175,187)	(8,146,906)	(6,333,273)	(4,842,698)
Other operating expenses		(581,901)	(762,335)	(620,789)	(500,185)
Allowance for expected credit losses		(331,436)	276,865	(252,911)	42,295
Operating (loss)/profit		**(3,164,552)**	**880,647**	**(2,772,904)**	**757,785**
Finance costs		(276,972)	(204,220)	(192,952)	(163,487)
Finance income		4,136	3,719	4,081	3,719
(Loss)/profit before tax		**(3,437,388)**	**680,146**	**(2,961,775)**	**598,017**
Income tax expense		1,276,000	(120,275)	591,277	(220,529)
(Loss)/profit for the year		**(2,161,388)**	**559,871**	**(2,370,498)**	**377,488**
Other comprehensive income					
Other comprehensive income that may be recycled through profit or loss					
Revaluation of plant, land and buildings		(508,475)	356,820	(603,971)	(47,844)
Income tax		153,413	(52,694	155,523	24,770
Total other comprehensive (loss)/income for the year, net of tax		**(355,063)**	**304,126**	**(448,449)**	**(23,074)**
Total comprehensive (loss)/income for the year		**(2,516,451)**	**863,997**	**(2,818,947)**	**354,414**
(Loss)/income for the year attributed to:					
Owners of the parent		(2,136,772)	594,344	(2,370,498)	377,488
Non controlling interests		(24,616)	(34,473)	-	-
		(2,161,388)	**559,871**	**(2,370,498)**	**377,488**
Total comprehensive (loss)/profit for the year attributable to:					
Owners of the parent		(2,491,835)	819,170	(2,818,947)	354,414
Non controlling interests		(24,616)	44,827	-	-
		(2,516,451)	**863,997**	**(2,818,947)**	**354,414**
Earnings per share					
Basic earnings per share		(0.006)	0.002	(0.007)	0.0004
Diluted earnings per share		(0.006)	0.002	(0.007)	0.0004
Headline earnings per share		(0.006)	0.002	(0.007)	0.0004
Diluted headline earnings per share		(0.006)	0.002	(0.007)	0.0004

Audited Abridged Group and Company Statement of Financial Position
as at 31 December 2024

	Group 31-Dec-24 US$	Group 31-Dec-23 US$	Company 31-Dec-24 US$	Company 31-Dec-23 US$
ASSETS				
Property, plant and equipment	14,325,638	17,617,000	4,979,437	5,670,607
Intangible assets	52,996	48,641	35,670	48,641
Investment property	-	248,000	2,140,000	2,140,000
Investment in subsidiaries	-	-	21,739,005	20,507,891
Right of use assets	-	-	102,370	307,110
Government treasury bills	462,572	-	107,294	-
Long term receivables	583,103	787,204	583,103	787,204
Goodwill on impairment	5,995,285	5,995,285	-	-
Total non-current assets	**21,419,594**	**24,696,130**	**29,686,879**	**29,461,453**
Current assets				
Inventories	10,145,270	11,571,978	6,899,723	9,346,441
Inter company receivables	-	-	1,886,221	759,927
Trade and other receivables	5,177,308	3,090,513	2,461,858	1,383,725
Prepayments	2,028,863	5,597,527	1,360,285	3,663,663
Investment in financial assets	38	14	38	14
Assets held for sale	1,093,000	-	-	-
Cash and bank balances	1,291,860	1,263,835	379,629	460,140
Total current assets	**19,736,339**	**21,523,867**	**12,987,754**	**15,613,910**
Total assets	**41,155,933**	**46,219,997**	**42,674,633**	**45,075,363**
EQUITY AND LIABILITIES				
Equity				
Share capital	137,832	137,832	137,832	137,832
Share premium	19,741,179	19,741,179	19,741,179	19,741,179
Revaluation reserve	3,983,872	4,338,935	3,254,475	3,702,924
Capital reserve	(194,451)	(194,451)	(194,451)	(194,451)
Change in ownership reserve	-	(904,212)	-	-
Foreign currency translation reserve	(3,714,283)	(3,128,494)	6,300,353	6,820,191
Retained earnings	8,476,689	6,649,535	5,236,966	7,607,464
Attributable to holders of the parent	**28,430,838**	**26,640,324**	**34,476,354**	**37,815,139**
Non-controlling interests	-	6,123,869	-	-
Total equity	**28,430,838**	**32,764,193**	**34,476,354**	**37,815,139**
Non-current liabilities				
Inter company payables	-	-	2,978,107	347,904
Deferred tax liabilities	739,315	2,015,315	552,281	1,143,557
Total non-current liabilities	**739,315**	**2,015,315**	**3,530,388**	**1,491,461**
Current liabilities				
Trade and other payables	6,216,210	6,208,717	2,226,750	2,515,894
Provisions	930,647	862,121	181,435	137,946
Short term borrowings	852,731	1,221,711	852,731	1,221,711
Customer deposits	3,315,695	2,460,040	1,076,920	1,267,122
Lease liabilities	-	-	111,711	316,087
Current tax liabilities	670,497	687,900	218,344	310,003
Total current liabilities	**11,985,780**	**11,440,489**	**4,667,891**	**5,768,763**
Total equity and liabilities	**41,155,933**	**46,219,997**	**42,674,633**	**45,075,363**

Audited Abridged Group and Company Statement of Cash Flows
for the year ended 31 December 2024

	Group 31-Dec-24 US$	Group 31-Dec-23 US$	Company 31-Dec-24 US$	Company 31-Dec-23 US$
Operating (loss)/profit before tax	(3,437,388)	680,146	(2,961,775)	598,017
Adjusted to reconcile (loss)/profit before tax to net cash flows:				
Depreciation of property plant and equipment and amortisation of intangible assets	774,419	864,845	680,215	674,557
Net fair value adjustments	-	(41,000)	-	(140,000)
Net unrealised foreign exchange differences	98,861	(77,994)	12,954	(19,428)
Interest income	(4,136)	(3,719)	(4,081)	(3,719)
Interest payable	276,972	204,220	192,952	163,487
Movement in provisions	190,725	(200,448)	(1,124)	(29,730)
Loss/(profit) on disposal of property, plant and equipment	(143,360)	8,909	219,472	8,909
	(2,243,907)	**1,434,959**	**(1,861,387)**	**1,252,093**
Working capital changes				
Decrease/(increase) in inventories	1,398,050	698,034	2,418,023	(358,283)
Decrease/(increase) in trade and other receivables	(2,411,033)	1,790,685	145,169	2,021,146
Decrease/(increase) in prepayments	382,010	(1,888,841)	314,405	(2,226,382)
Increase in customer deposits	21,800	2,310,248	1,800	1,184,393
(Increase)/decrease in intergroup receivables	(554,986)	-	1,358,530	(851,413)
Increase/(decrease) in trade and other payables	3,244,279	(1,964,325)	189,757	(96,523)
	(163,787)	**2,380,760**	**2,566,297**	**925,031**
Interest received	4,136	3,719	4,081	3,719
Interest paid	(276,972)	(204,220)	(192,952)	(163,487)
Income tax paid	(177,339)	(11,394)	(141,323)	(10,457)
Net cash flow (used)/from in operating activities	**(613,962)**	**2,168,865**	**2,236,103**	**754,806**
Investing activities				
Acquisition of subsidiaries and investments	(1,326,700)	-	(1,326,700)	-
Proceeds from sale of property, plant and equipment	2,150,998	9,328	111,212	9,328
Purchase of property, plant and equipment	(888,051)	(556,381)	(715,951)	(363,858)
Net cash flows used in investing activities	**(63,753)**	**(547,053)**	**(1,931,439)**	**(354,530)**
Financing activities				
Lease liability principal repaid	-	-	-	(93,521)
Repayments of borrowings	(368,980)	(1,335,158)	(368,980)	(1,335,158)
Proceeds from borrowings	-	1,920,000	-	1,920,000
Net cash flows from financing activities	**(368,980)**	**584,842**	**(368,980)**	**491,321**
Net (decrease)/increase cash and cash equivalents	**(1,046,695)**	**2,206,654**	**64,316**	**891,597**
Effects of exchange rate changes on cash and cash equivalents	1,074,720	(3,162,822)	16,195	(1,673,779)
Cash and cash equivalents at 1 January	**1,263,835**	**2,220,003**	**460,140**	**1,242,322**
Cash and cash equivalents at 31 December	**1,291,860**	**1,263,835**	**379,629**	**460,140**
Comprising of:				
Cash and cash balances	1,291,860	1,263,835	379,629	460,140

Audited Abridged Group Statement of Changes in Equity
for the year ended 31 December 2024

	Share Capital US$	Capital Reserve US$	Share Premium US$	Revaluation Reserve US$	Change in Ownership reserve US$	Foreign currency translation reserve US$	Retained earnings US$	Attributable to Owners of the parent US$	Non-Controlling Interest US$	Total US$
Balance on 1 January 2023	**137,832**	**(194,451)**	**19,741,179**	**4,114,109**	**(904,212)**	**(893,953)**	**6,055,191**	**28,055,695**	**5,976,379**	**34,032,074**
Effects of currency translation	-	-	-	-	-	(2,234,541)	-	(2,234,541)	102,663	(2,131,878)
Profit for the year	-	-	-	-	-	-	594,344	594,344	(34,473)	559,871
Other comprehensive income, net of tax	-	-	-	224,826	-	-	-	224,826	79,300	304,126
Balance at 31 December 2023	**137,832**	**(194,451)**	**19,741,179**	**4,338,935**	**(904,212)**	**(3,128,494)**	**6,649,535**	**26,640,324**	**6,123,869**	**32,764,193**
Effects of currency translation	-	-	-	-	-	(585,789)	-	(585,789)	-	(585,789)
Elimination of NCI on Barzem disposal	-	-	-	-	904,212	-	3,963,926	4,868,138	(6,099,253)	(1,231,115)
Profit for the year	-	-	-	-	-	-	(2,136,772)	(2,136,772)	(24,616)	(2,161,388)
Other comprehensive loss, net of tax	-	-	-	(355,063)	-	-	-	(355,063)	-	(355,063)
Balance at 31 December 2024	**137,832**	**(194,451)**	**19,741,179**	**3,983,872**	**-**	**(3,714,283)**	**8,476,689**	**28,430,838**	**-**	**28,430,838**

Audited Abridged Company Statement of Changes in Equity
for the year ended 31 December 2024

	Share Capital US$	Capital Reserve US$	Share Premium US$	Revaluation Reserve US$	Foreign currency translation Reserve US$	Retained earnings US$	Attributable to Owners of the parent US$
Balance on 1 January 2023	**137,832**	**(194,451)**	**19,741,179**	**3,725,998**	**6,997,204**	**7,229,976**	**37,637,738**
Effects of currency translation					(177,013)	-	(177,013)
Profit for the year	-	-	-	-	-	377,488	377,488
Other comprehensive loss, net of tax	-	-	-	(23,074)	-	-	(23,074)
Balance at 31 December 2023	**137,832**	**(194,451)**	**19,741,179**	**3,702,924**	**6,820,191**	**7,607,464**	**37,815,139**
Effects of currency translation	-	-	-	-	(519,838)	-	(519,838)
Loss for the year	-	-	-	-	-	(2,370,498)	(2,370,498)
Other comprehensive loss, net of tax	-	-	-	(448,449)	-	-	(448,449)
Balance at 31 December 2024	**137,832**	**(194,451)**	**19,741,179**	**3,254,475**	**6,300,353**	**5,236,966**	**34,476,354**

Supplementary Information
for the year ended 31 December 2024

	Group 31-Dec-24 US$	Group 31-Dec-23 US$	Company 31-Dec-24 US$	Company 31-Dec-23 US$
Shares in issue	344,580,486	344,580,486	344,580,486	344,580,486
For the purpose of Basic EPS	344,580,486	344,580,486	344,580,486	344,580,486
For the purpose of Diluted EPS	344,580,486	344,580,486	344,580,486	344,580,486
	US$	US$	US$	US$
Headline earnings	(2,136,772)	594,344	(2,370,498)	377,488
(Loss)/profit for the period	(2,136,772)	594,344	(2,370,498)	377,488
Headline earnings per share	(0.006)	0.002	(0.007)	0.0004
Basic (loss)/profit per share	(0.006)	0.002	(0.007)	0.0004
Diluted (loss)/profit per share	(0.006)	0.002	(0.007)	0.0004

AUDITED ABRIDGED GROUP FINANCIAL RESULTS FOR THE YEAR ENDED 31 DECEMBER 2024

The Directors report the following audited abridged Group financial results in respect of the Group and Company's operations for the year ended 31 December 2024.

Notes to the financial statements

1. Presentation and statement of compliance

Basis of preparation
The Group's financial results have been prepared under policies consistent with the requirements of the Companies and Other Business Entities Act (Chapter 24.31). The consolidated financial statements of the Group have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) and interpretations developed and issued by the International Financial Reporting Interpretations Committee (IFRIC) with the exception to IAS 21 Effects of Changes in Exchange Rates on accounting for change in functional currency in prior year and IAS 29 -" Financial Reporting in Hyperinflationary Economies" and IAS 8, Accounting Policies, Changes in Accounting Estimates and Errors for non-correction of the prior year non-compliance with IAS 21. This is because it has been impracticable to fully comply with IFRS in the prior year, due to the need to present financial statements with reasonable fair view. The Directors are of the view that the requirement to comply with IAS 29-Financial reporting in Hyperinflationary Economies and IAS 21-The effects of Changes in Foreign Exchange Rates as well as with the principles embedded in the IFRS Conceptual Framework, will not produce financial statements with a true and fair view. This has resulted in the accounting treatment adopted in translating prior year financial Statements being different from that which the Directors would have adopted if the Group had been able to fully comply with IFRS. These exceptions have also made full compliance with the Companies and Other Business Entities Act (Chapter 24.31) not possible.

The accounting policies are applied consistently throughout the Group. The consolidated financial statements are presented in United Sates dollars (US$) and all values are rounded to the nearest dollar except where otherwise stated. The consolidated financial statements are prepared under the historical cost convention, except for land and buildings (classified as property, plant and equipment) and factory plant and machinery which is carried using the revaluation model.

2. Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

3. Borrowings

The Group has short term loan facilities of US$852,731 secured against properties during the period under review. The average cost of borrowing was 15% per annum.

4. Revenue

An analysis of Group revenue and results for the period:

	Audited Group		Audited Company	
	31-Dec-24 US$	31-Dec-23 US$	31-Dec-24 US$	31-Dec-23 US$
Sale of goods: Domestic	28,612,860	30,068,837	16,460,627	18,117,187
Sale of goods: Export	1,086,420	1,905,716	1,086,420	1,905,716
Total revenue from contracts with customers	**29,699,280**	**31,974,553**	**17,547,047**	**20,022,903**
Investment property rental income	79,426	98,160	103,200	98,144
Total revenue	**29,778,706**	**32,072,713**	**17,650,247**	**20,121,047**

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5. Segment information

	Agriculture US$	Mining and Infrastructure US$	Logistics and Automotive US$	Property US$	Segments US$	Total Segments US$	Adjustments US$	Consolidated US$
31 December 2024								
Revenue	13,632,183	6,833,691	9,875,507	103,200	-	30,444,581	(665,875)	29,778,706
Segment operating profit	(2,001,508)	(378,424)	(683,789)	(118,479)	(238,564)	(3,420,764)	256,212	(3,164,552)
Other items								
Finance income	3,441	56	-	-	639	4,136	-	4,136
Finance costs	(119,724)	(46,296)	(110,952)	-	-	(276,972)	-	(276,972)
Income taxes	-	-	-	-	-	-	1,276,000	1,276,000
Group profit after tax	**(2,117,791)**	**(424,664)**	**(794,741)**	**(118,479)**	**(237,925)**	**(3,693,600)**	**1,532,212**	**(2,161,388)**
Segment assets	13,676,960	9,932,196	6,963,616	6,400,797	30,299,381	67,272,950	(26,117,017)	41,155,933
Segment liabilities	(2,397,095)	(5,231,705)	(6,804,286)	(587,376)	(3,379,103)	(18,399,564)	5,674,469	(12,725,095)
Other segment information								
Depreciation and amortisation	157,622	113,482	92,116	-	73,480	436,699	337,720	774,419
Additions to non-current assets	35,770	-	206,038	-	196,623	438,431	449,620	888,051
Inventory provision	450,780	309,496	79,206	-	-	839,481	-	839,481
Impairment loss recognized on receivables	210,007	219,395	40,739	-	-	470,142	(138,706)	331,436
31 December 2023								
Revenue	15,787,004	5,078,651	11,699,447	98,160	-	32,663,262	(590,549)	32,072,713
Segment operating profit	423,803	(83,325)	437,972	42,796	(15,770)	805,476	75,171	880,647
Other items								
Finance income	2,460	15,859	-	-	1,257	19,576	(15,857)	3,719
Finance costs	(122,536)	(38,365)	(58,654)	(396)	-	(219,951)	15,731	(204,220)
Income taxes	(107,878)	142,950	(197,881)	(71,969)	(73,503)	(308,281)	188,006	(120,275)
Group profit after tax	**195,849**	**37,119**	**181,437**	**(29,569)**	**(88,016)**	**296,820**	**263,051**	**559,871**
Segment assets	17,568,521	8,043,147	5,946,791	7,905,000	28,977,419	68,440,878	(22,220,881)	46,219,997
Segment liabilities	(4,108,035)	(3,122,889)	(4,978,226)	(355,663)	(952,639)	(13,517,452)	61,648	(13,455,804)
Other segment information								
Depreciation	384,975	226,651	69,474	113,240	67,883	862,223	2,622	864,845
Additions to non-current assets	167,666	121,197	177,678	-	89,840	556,381	-	556,381
Inventory provision	345	267,644	9,564	-	-	277,553	-	277,553
Impairment loss recognized on receivables	50,841	189,003	21,100	-	-	-	-	260,944

The inter company assets and liabilities are eliminated on consolidation.

6. Share capital

Subject to Section 183 of the Companies and Other Business Entities Act (Chapter 24.31), and to the limitations of the Victoria Falls Stock Exchange (VFEX), the unissued shares are under the control of the Directors.

7. Contingent liabilities

The Group and the Company do not have any significant contingent liabilities that require disclosure as at 31 December 2024.

8. Non-current assets held for sale

On 25 February 2024, the Board of Directors approved the disposal of certain non-core properties with a carrying amount of US$1,093,000 These properties have been classified as non-current assets held for sale as of 31 December 2024, as management is committed to a plan to sell the assets and has engaged reputable real estate agents to facilitate the sale. The sale is expected to be completed within 12 months.

The non-core properties are measured at fair value less costs to sell, with a fair value of US$1,232,800 and costs to sell of US$120,198 Since the carrying amount is lower than fair value less costs to sell, no impairment loss has been recognized. As the properties were previously measured under the revaluation model, the related revaluation reserve has been transferred to retained earnings.

9. Acquisition of non-Controlling interest in Barzem

On 6 March 2024, Zimplow acquired an additional 49% shareholding in Barzem, increasing its ownership from 51% to 100%. Zimplow was exercising a call option per the provisions of the Shareholders Agreement. The consideration paid for the additional 49% was US$1,231,115. As a result of this transaction, the non-controlling interest (NCI), previously recognised at US$6,099,253, was derecognised. The difference between the NCI and the consideration paid, amounting to US$4,868,138, was recognised in equity. The transaction did not result in any gain or loss as it was accounted for as an equity transaction with the NCI. Following this acquisition, Barzem is now a wholly owned subsidiary of the Group.

10. Going concern

The Group has prepared the financial statements on the basis that it will continue to operate as a going concern. The Directors consider that there are no material uncertainties that may cast significant doubt over this assumption. The Directors have satisfied themselves that the Group is in a sound financial position and has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they are satisfied that it is appropriate to adopt the going concern basis in preparing the interim consolidated financial statements.

11. Subsequent events note

Changes to the Board of Directors
On 31 March 2025, Mr. Grant Pio resigned from the Board as a Non-Executive Director of the Zimplow Holdings Limited ("the Company"). The Board sincerely expresses its gratitude for his service.

This event is considered a non-adjusting event after the reporting date.

Grant Thornton

INDEPENDENT AUDITOR'S REPORT

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To the members of Zimplow Holdings Limited and its subsidiaries

Report on the Audit of the Consolidated Financial Statements

Qualified Opinion

We have audited the consolidated financial statements of Zimplow Holdings Limited and its subsidiaries set out on pages **9 to 67**, 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, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of the Group's significant accounting policies.

In our opinion, except for the effects of the matters described in the *Basis for Qualified Opinion* section of our report, the consolidated financial statements present fairly, in all material respects, the financial position of Zimplow Holdings Limited and its subsidiaries as at 31 December 2024, and its financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

Basis for Qualified Opinion

Non-Compliance with International Accounting Standard (IAS) 21 – The Effect of changes in Foreign Exchange Rates

Exchange rates applied to translate foreign currency transactions and balances.

During the prior and current financial years, the Group's foreign currency transactions and balances were translated into the functional and presentation currency using internally generated exchange rates which were not considered appropriate spot exchange rates for translations as required by (IAS) 21 - The Effect of Changes in Foreign Exchange Rates. Had the appropriate spot exchange rates been used some elements of the consolidated financial statements could have been materially different.

<u>Comparative financial information</u>

During the prior year, the Group changed its functional and presentation currency from Zimbabwe Dollar (ZWL) to United States Dollar (USD) with effect from 1 July 2023. In preparing the USD consolidated financial statements for the year ended 31 December 2023, management translated ZWL transactions and balances (including comparatives) by separating USD and ZWL components of the transactions and balances for the period prior to the change in the functional and presentation currency. The USD components of the transactions and balances (including comparatives) were then maintained as if the USD had always been the functional currency of the Group. The ZWL components were translated to USD using internally generated exchange rates on the dates the transactions occurred, as described above. This constitutes a departure from the requirements of IAS 21. Our opinion on the current year's consolidated financial statements is modified because of the possible effects of the matter on the comparability of the current year's consolidated financial statements with those of the prior year.

The effects of the above non-compliance with International Financial Reporting Standards were considered to be material but not pervasive to the financial statements.

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 Annual Financial Statements section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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. we have determined that there are no other key audit matters to communicate in our report.

Key Audit Matter	How our audit addressed the Key Audit Matter
IFRS 15 - Revenue from Contracts with Customers • There is a presumed fraud risk with regards revenue recognition as guided by International Standard on Auditing (ISA 240: Revised). There is a risk that the revenue is presented at amounts	Our audit procedures incorporated a combination of tests of the Group's controls relating to revenue recognition and the appropriateness of revenue recognition

Key Audit Matter	How our audit addressed the Key Audit Matter
higher than what has been actually generated by the Group. This is a significant risk and accordingly a key audit matter.	policies as well as substantive procedures in respect of testing the occurrence assertion. Our substantive procedures included but were not limited to the following: • Reviewed that revenue recognition criteria are appropriate and in line with the requirements of IFRS 15. • Tested design, existence and operating effectiveness of internal controls implemented as well as tests of detail to ensure accurate processing of revenue transactions. • We identified key controls and tested these controls to obtain satisfaction that they were operating effectively for the year under review. • We performed analytical procedures and assessed the reasonableness of explanations provided by management. • Performed cut-off tests on year end balances to ensure revenue is recognised in the correct period. • Inspected reversals and credit memos performed in the period subsequent to year end and established if they were for valid revenue transactions. Based on the audit work performed, we satisfied ourselves that the Group revenue recognition is appropriate and in compliance with the requirements of IFRS 15 - Revenue from Contracts with Customers.
Goodwill Impairment - IAS 36 Impairment of assets. • Goodwill arose from the acquisition of Farmec through Tractive Power Holding Limited and from the acquisition of Scanlink, Tredcor and Birmingham investments in 2021. • Farmec is a division which falls under farming segment, Scanlink and Tredcor are subsidiaries falling under	We performed the following procedures in response to the key audit matter identified: • We assessed management's process for the determination of key inputs into the impairment assessment. • Reviewed the accounting policy to ascertain whether it complied with IFRSs. • We reviewed the reasonableness of management's key assumptions in the impairment assessment of the goodwill.

Key Audit Matter	How our audit addressed the Key Audit Matter
the logistics and automotive segment and Birmingham a subsidiary falling under properties segment in applying IAS 36. • The goodwill on acquisition for each of the above has been tested for impairment and no impairment has been recognized in the current year. • Due to the significant use of judgement involved in the impairment assessment and determination of the impairment loss, we consider this to be a key audit matter.	• Verified the calculation of impairment to check the arithmetic accuracy. • Reviewed the disclosure made in the financial statements relating to the judgements involved in the impairment assessment. Based on the audit work performed, we satisfied ourselves that the Group's goodwill is recognized and disclosed appropriately.

Responsibilities of Management and Those Charged with Governance for the Consolidated Annual Financial Statements

Management is responsible for the preparation and fair presentation of the Consolidated annual financial statements in accordance with International Financial Reporting Standards (IFRSs), and for such internal control as management determines is necessary to enable the preparation of consolidated annual financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated annual financial statements, management is 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 management either intends to liquidate the Group or to cease operations or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Annual Financial Statements

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

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's 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 financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the business activities within the Group to express an opinion on the financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance 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, related safeguards.

Report on other legal and regulatory requirements

In our opinion, except for the possible effects of the matters described in the *Basis for Qualified Opinion* paragraph, the consolidated annual financial statements have been properly prepared in compliance with the requirements of the Companies and Other Business Entities Act (Chapter 24:31.

The engagement partner on the audit resulting in this independent auditor's report is Farai Chibisa.

Grant Thornton

Farai Chibisa
Partner

Registered Public Auditor (PAAB No: 0547)

Grant Thornton
Chartered Accountants (Zimbabwe)
Registered Public Auditors

31 March 2025

HARARE