# > SHORT-FORM

# FINANCIAL ANNOUNCEMENT

FOR THE YEAR ENDED 30 JUNE 2025



# Salient Features













# Issued in terms of Victoria Falls Stock Exchange requirements

This short-form financial announcement is the responsibility of the Directors and is only a summary of the information contained in the full announcement and does not contain full or complete details. Any investment decisions by investors and/or shareholders should be based on consideration of the full announcement, which has been prepared under the supervision of the Finance Director, David Takudzwa Mudzengi (CA (Z)).

A copy of the full announcement has been shared with Shareholders using the latest email addresses supplied by the Shareholder, and is available upon request, and for inspection at the Company's registered office or via email to **corpserve@escrowgroup.org**. The full announcement is also available on the Victoria Falls Stock Exchange website: **www.vfex.exchange** and the Company website **www.simbisabrands.com**.

# External Auditor's **Statement**

These abridged financial results should be read in conjunction with the full set of consolidated financial statements for the year ended 30 June 2025, audited by BDO Zimbabwe Chartered Accountants, who expressed an unmodified audit opinion. The External Auditor has noted a Key Audit Matter in respect of occurrence, completeness, and accuracy of revenue. The Independent Auditor's Report on the consolidated financial statements is available for inspection at the Company's registered office. The Engagement Partner on the audit resulting in the Independent Auditor's Report is Gilbert Gwatiringa (PAAB Practicing Certificate No. 0475).

|  | Twelve months<br>ended 30 Jun 2025<br>Audited<br>USD'000 | Twelve months<br>ended 30 Jun 2024<br>Audited<br>USD'000 |          | % Change<br>FY25 vs FY24      |
|--|--|--|----------|-------------------------------|
| Revenue  | 306,452  | 286,447  |          | 7%                            |
| Operating profit before impairment, depreciation and amortisation                | 45,448   | 41,782   |          | 8.8%                          |
| Profit before tax  | 23,436   | 21,066   |          | 11.3%                         |
| Headline earnings  | 16,488   | 15,634   |          | 5.5%                          |
| Continuing and Discontinued Operations   |  |  |          |                               |
| Cash generated from operating activities   | 51,293   | 46,765   |          | 9.7%                          |
| Net cash flow from operating activities - continuing and discontinued operations | 38,443   | 36,493   |          | 5.3%                          |
| Dividend per share   |  |  |          |                               |
| Final dividend (US cents)  | 0.453  | 0.392  | <b>A</b> | 15.6%                         |
|  | As at 30 Jun 2025<br>Audited<br>USD'000                  | As at 30 Jun 2024<br>Audited<br>USD'000                  | V        | %<br>change<br>s 30 June 2024 |
| Total assets   | 206,563  | 187,791  | <b>A</b> | 10%                           |
| Total equity   | 97,846   | 86,955   |          | 12.5%                         |
| Total liabilities  | 108,717  | 100,836  |          | (7.8%)                        |

# Dividend **Announcement**

The Board has resolved to declare a final dividend of 0.453 US cents per share. Additionally, the Board approved a dividend of USD 127,335 to the Simbisa Employee Share Trust. The dividend will be payable in United States dollars on or about 7 November 2025 to shareholders registered in the Company's books as of the close of business on 17 October 2025. The last day to trade cum-dividend is 15 October 2025, and the ex-dividend date is 16 October 2025. The total dividend for the year is 1.073 US cents per share, inclusive of an interim dividend of 0.62 US cents per share.

| Description                     | Date            |
|---------------------------------|-----------------|
| Last Date to trade Cum-Dividend | 15 October 2025 |
| Date to trade Ex- Dividend      | 16 October 2025 |
| Record Date                     | 17 October 2025 |
| Payment Date (on/about)         | 7 November 2025 |
| Dividend Declared (US cents)    | 0.453           |

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Independent Non-Executive Chairman

30 September 2025

# > Abridged Financial Results

FOR THE YEAR ENDED 30 JUNE 2025

Simbisa Brands

Revenue

Operating profit before impairment, depreciation and amortisation

**Profit before tax** 

Cash generated from operating activities

Headline earnings per share (US cents)

Final Dividend (US cents)

**† 7.0%** 

**18.8%** 

† **11.3**%

**†9.7%** 

**†5.7%** 

**†15.6%** 

**US\$ 306,451,700** (FY2024: US\$ 286,446,956)

**US\$ 45,447,897** (FY2024: US\$ 41,782,476)

**US\$ 23,436,271** (FY2024: US\$ 21,065,611)

**US\$ 51,293,459** (FY2024: US\$ 46,765,097)

**2.98** (FY2024: 2.82)

**0.453** (FY2024: 0.392)





























# > Abridged Financial Results

FOR THE YEAR ENDED 30 JUNE 2025



# Salient Features

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| FOR THE YEAR ENDED 30 JUNE 2023                                   | 12 months<br>ended<br>30-Jun-25<br>USD<br>Audited | 12 months<br>ended<br>30-Jun-24<br>USD<br>Audited | Change   |
|---|---|---|----------|
| Revenue   | 306,451,700                                       | 286,446,956                                       |          |
| Operating profit before impairment, depreciation and amortisation | 45,447,897  | 41,782,476  | 8.8%     |
| Profit before tax   | 23,436,271  | 21,065,611  | 11.3%    |
| Cash generated from operating activities                          | 51,293,459  | 46,765,097  | 9.7%     |
| Headline earnings per share (US cents)                            | 2.98  | 2.82  | 5.7%     |
| Cash generated from operations to operating profit percentage     | 113%  | 112%  | <b>\</b> |
| Final dividend (US cents)   | 0.453   | 0.392   | 15.6%    |

# Chairman's **Statement**

#### **Overview**

The year ended 30 June 2025 presented both challenges and transformative progress for Simbisa Brands Limited ('Simbisa' or the 'Group'). This progress was despite persistent socio-economic volatility in some key markets, inflationary pressure, and shifting consumer behaviours across our markets. The year under review saw the introduction of a number of new taxes in Zimbabwe and Kenya whose effect was to apply further pressure on an already depleted disposable income base of consumers and ultimately negatively affecting the Group's customer counts. In response, the Group has developed strategies to increase customer counts through product innovation and expansion, with a view of strengthening long-term growth while continuing to improve customer experience. The Group has continued its expansion drive, with forty-seven new counters opened (including franchised markets) and a sharpened portfolio through strategic relocations of certain stores. This strategy has deepened our reach and improved asset quality and consequently resulted in the closure of thirty-one counters (including franchised markets) in the period. Overall, these initiatives resulted in a marginal 4% increase in customer counts which was below internal targets.

Financially, the Group delivered a solid performance, achieving 7% revenue growth despite the volatile environment. Our delivery business also gained significant traction, with the number of deliveries growing by 33% and 42% year-on-year for Kenya and Zimbabwe respectively, as customers are increasingly embracing the convenience of our digital delivery channels and growing fleet.

Customers' usage of our customer feedback platform grew significantly, and the feedback is welcome and assists in enhancing product and service value proposition to our customers.

The Group remains committed to sustainable operations with continuous improvement in this area being a major focus. The Group now uses 100% biodegradable packaging in Zimbabwe and Kenya. There is an active rollout of solar-powered facilities at our stores, and a deliberate expansion of our Electrical Bike (EV) delivery fleet. It is our stated intention to be a leader in Africa's QSR sector in the quest for a sustainable, low-carbon future. These initiatives also benefit the communities we serve and will also strengthen Simbisa's long-term competitiveness.

As at 30 June 2025, the Group operated 604 company-owned stores, having achieved a net addition of 3 stores since June 2024. Additionally, 21 stores were refurbished during the same period as part of our commitment to elevating customer satisfaction through modern and aesthetically refreshed outlets.

# **Market Performance**

# Zimbabwe

The Zimbabwean operating environment saw the second half of the financial year characterised by a slowdown in economic growth and a significant shift in the local tax regime. Pleasing though, the market was able to deliver growth through disciplined pricing and customer-centric value offerings. Of note was the introduction of the 1% 'Fast Food Tax', levied on all items defined at law as "fast food", which was effective 1 January 2025. This tax led to an erosion of margins. Simbisa made the conscious decision not to pass the "food tax" onto our customers, and as a result, contributed to the fiscus by paying at least USD0.9 million in Fast Food Tax.

Certain macroeconomic challenges persisted, with local currency devaluation in the first quarter of the year eroding disposable incomes and requiring adaptive strategic interventions. On the energy front, intensified load-shedding impacted cost structures and hence profitability. The Zimbabwe operations responded by increasing its value offering to customers, with price reductions in our key brands and several value deals offered to our customers.

Despite these challenges, the Zimbabwean market recorded a 5% year-on-year revenue growth, primarily driven by a 7% increase in customer count, with 48.7 million customers served during the year. A 2% reduction in average spend was noted, reflecting the Group's strategic decision to lower prices in response to weakening consumer purchasing power. The market expanded its footprint through new store openings, adding a net total of 3 new counters since July 2024, bringing the total to 335 counters trading at the end of the year, with a total of 13 counters also having been face-lifted during the same period.

A combination of cost containment initiatives, supplier engagement, and enhanced customer-driven promotional activities helped preserve consumer affordability while preserving operating margins and sustaining profitability. We believe these strategies, among others, have set the Zimbabwean market well on a sustainable growth path.

# Kenya

Kenya's operations reported a 12% revenue growth in USD terms for the year, driven by a 20% increase in real USD average spend, despite a 6% decline in customer count. A 33% increase in revenue from deliveries was achieved as management increasingly focused on this channel. The market added 6 new counters since July 2024, with 6 counters being strategically closed. The Kenya market closed the year with 252 operating counters, with 8 stores being refurbished during the same period.

The raft of tax measures implemented by the authorities at the beginning of the year continued to weigh on consumer spending power and operational costs. As reported in the interim report, the socio-economic unrest continued in this period resulting in intermittent protests which disrupted business and caused damage to some of our CBD stores. Management remains confident that customer centric value offerings, delivery coupled with the digitalisation thereof and a focus on improving the ambience of the existing stores will lead the market to success.

#### Eswatini

Revenue in Eswatini increased by 1% year-on-year in USD terms, with a 4% drop in customer count offset by a 5% increase in real average spend. Despite this, profit margins remained stable year-on-year.

With the market's performance having stabilised, management believe a strong base is now in place for future expansion of the store network. Refurbishment of stores started shortly after the end of the reporting period.

#### **Sustainability and Community Engagement**

The Group remains focused on prioritising sustainability across its operations, innovations and strategic decisions. The Group applies GRI Standards for Sustainability Reporting. Our Sustainability Champions and Management continue to drive the agreed sustainability projects and initiatives, with a keen focus on Sustainable Development Goals as defined in our Group Sustainability Policy which is regularly reviewed.

On 1 February 2025, our Zimbabwe and Kenya markets transitioned to 100% biodegradable paper packaging across all brands demonstrating our commitment to responsible waste management. Kenya's electric motor bikes delivery fleet grew significantly during the period, and plans to introduce these EV delivery motor bikes in other markets, starting with Zimbabwe are at an advanced stage. These initiatives contribute to the Group's strategic response to climate change and transition towards a low to ZERO carbon footprint.

Consistent with the Group Sustainability Policy, we also supported the following sectors - education, health, the disadvantaged, youth employment and other public institutions and in the process empowered local communities in the markets we operate in.

#### Governance

## Resignations

The Group announced the departure of the following Board members, who were a key part of our success in the past:

#### **Group Finance Director**

Mr. Baldwin Guchu stepped down from his position as Group Finance Director of Simbisa Brands Limited, effective 1 January 2025, to assume the role of Chief Executive Officer for Innbucks Microbank Limited.

Baldwin joined Simbisa in 2018 and has been instrumental in driving the Group's financial strategy, enhancing operational efficiencies and supporting the Group's expansion in existing markets as well as capital raising projects.

The Board extends its gratitude to Baldwin for his outstanding leadership and commitment and wishes him the best in his future endeavours.

# Independent Non-Executive Director

Mrs. Jaqueline Hussein stepped down from her position as a Non-Executive Director of the Company effective 30 June 2025.

Mrs. Hussein joined the Board in January 2021. She served as a member of the Audit and Risk Committee.

The Board extends its sincere gratitude to Mrs. Hussein for her service, counsel and contributions over the years and wishes her the very best in her future endeavours.

# Appointments

The Group in this period, also welcomed the following new leadership talent in finance, legal and secretarial

# **Appointment of new Group Finance Director**

Simbisa Brands appointed Mr. David Takudzwa Mudzengi (CA (Z)) as the Group Finance Director of Simbisa Brands Limited effective 1 February 2025.

David is a Chartered Accountant with extensive experience in financial reporting, corporate finance, management accounting and enterprise risk management. He holds a Bachelor of Commerce Honours in Accounting from National University of Science and Technology. Over his 17-year career, he has served in various leadership roles including as Finance Director of Bakers Inn Sales & Distribution, Chief Finance Officer at Ecocash Holdings, Finance Executive at First Mutual Health and as a Senior Advisor – Transaction Advisory services at Ernst and Young. His accomplishments include leading complex corporate restructurings, developing fintech and insurtech business models, and overseeing multimillion-dollar transactions in the insurance, health and asset management industries.

David's extensive experience and proven leadership will be invaluable as Simbisa Brands Limited continues its growth trajectory.

The Board congratulates David on his appointment and is confident in his ability to make a meaningful contribution to the Group's success.

His appointment will be tabled for ratification at the Company's 10<sup>th</sup> Annual General Meeting in November 2025.

# Appointment of Independent Non-Executive Director

Simbisa Brands appointed Mrs. Thembiwe Chikosi Mazingi as a Non-Executive Director of the Company with effect from 1 July 2025. She has also been appointed to the Audit & Risk Committee effective the same date. Mrs. Mazingi is a seasoned legal practitioner with over four decades of experience and currently serves as Senior Partner at Coghlan, Welsh & Guest. She has extensive expertise in corporate law, taxation, property law and conveyancing as well as regulatory compliance. She holds an LLB, BL and MBA from the University of Zimbabwe and has pursued specialist qualifications in advanced taxation and international tax law.

She currently serves on the boards of Axia Corporation Limited, African Century Limited and Proplastics Limited. In addition, she is a member of the Law Society of Zimbabwe, the International Bar Association and the International Fiscal Association.

The Board welcomes Mrs Mazingi and looks forward to her contribution to the Company's governance and strategic oversight.

Her appointment will be tabled for ratification at the Company's  $10^{th}$  Annual General Meeting in November 2025.

# > Abridged Financial Results

FOR THE YEAR ENDED 30 JUNE 2025



# Chairman's Statement - continued

#### **Appointment of new Company Secretary**

Simbisa Brands Limited confirmed Ms. Fadeke Hatineti Obatolu as the Company Secretary, effective 2 January 2025.

Fadeke has been serving as the Acting Company Secretary since 1 October 2024, during which time she has effectively managed the Company's compliance and governance responsibilities. She also currently serves as the Group Legal Advisor for Simbisa Brands Limited, a role she has held since June 2017, overseeing legal compliance, governance, strategic legal initiatives and matters related to intellectual property rights protection. Her experience in these areas has made her an invaluable member of the leadership team.

She holds a LLB degree from Rhodes University, an MBA from Nottingham Trent University along with training from the University of Stellenbosch Business School's Management Development Programme.

The Board warmly congratulates Fadeke on her confirmation and looks forward to her continued contribution to the Company in her expanded role.

#### **Board committees**

All the Board Committees were fully functional, met regularly and discharged their fiduciary duties in accordance with the Board Policies in the reporting period.

# Financial Highlights

Despite the challenges encountered during the year, the Group produced a strong set of results:

- Revenue grew by 7%, despite economic headwinds.
- Operating profit before impairment, depreciation and amortization increased by 8.8% year-on-year.
- Cash generated from operations improved by 10% to USD 51 million, translating to a 113% conversion rate of operating profit to cash.
- There was a notable decline in the profit on translation of foreign subsidiaries to almost USD Nil. This change was driven by the stability of the Kenyan Shilling since the beginning of the current year and the prior year disposal of subsidiaries in Zambia, Ghana, and Mauritius, which had previously contributed substantial currency translation gains and losses.

### **Final dividend**

The Board has resolved to declare a final dividend of 0.453 US cents per share [interim 0.62 US cents per share - total dividend for the year 1.073 US cents per share]. Additionally, the Board approved a dividend of USD 127,335 to the Simbisa Employee Share Trust. The dividend will be payable in United States dollars on or about 7 November 2025 to shareholders registered in the Company's books as at the close of business on 17 October 2025. The last day to trade cum-dividend is 15 October 2025, and the ex-dividend date is 16 October 2025.

### **Looking Ahead:**

While external uncertainties remain part of the landscape, the Group's performance this year confirms the robustness of our strategy. Simbisa's ambition remains clear, that is, to transform Simbisa from a leading quick-service restaurants operator into Africa's most trusted and digitally enabled quick service restaurant, whose DNA is - resilient, sustainable, and customer-centric.

In addition, the following areas of focus will be key during the ensuing year and beyond:

- Continuous enhancement of our value proposition by introducing value-led promotions to bring the
  customers back to our stores and cushion our customers against shrinking disposable incomes, whilst
  preserving margins.
- Our teams will become more **brand focused**, in order to give our customers unique experiences across all our brands. We will be rolling out an operational re-structure that affords each brand team autonomy to enhance focused and agile decision making, starting with the Zimbabwean market in the new year.
- Further embed **Sustainability ethos** in all that we do, with a keen focus on clean energy, sustainable waste management and investment in the community, directly linked to our key focus on Sustainable Development Goals being **Zero Hunger, Quality Education, Clean Water and Sanitation** and **Good Health and Wellbeing.**

With the above in place among other initiatives, we are confident of building a sustainable business capable of delivering long-term value to customers, employees, and shareholders alike

# Appreciation

Simbisa's achievements are as a result of people, namely - our teams whose passion brings our brands to life; our customers whose loyalty energises us; our partners and suppliers who share our resilience; and our shareholders who trust in our vision. Together, we are not only building a profitable enterprise but shaping a Pan-African brand whose sustainability and profitability shall endure for generations. I thank my fellow Board members, the Executive Management Team and all our staff members for their continued resilience in driving Simbisa Brands forward.



ABC Chinake Independent Non-Executive Chairman Harare

30 September 2025

# Dividend **Announcement**

The Board has resolved to declare a final dividend of 0.453 US cents per share. Additionally, the Board approved a dividend of USD 127,335 to the Simbisa Employee Share Trust. The dividend will be payable in United States dollars on or about 7 November 2025 to shareholders registered in the Company's books as of the close of business on 17 October 2025. The last day to trade cum-dividend is 15 October 2025, and the ex-dividend date is 16 October 2025. The total dividend for the year is 1.073 US cents per share, inclusive of an interim dividend of 0.62 US cents per share.

| Last Date to trade Cum-Dividend | 15 October 2025 |
|---------------------------------|-----------------|
| Date to trade Ex-Dividend       | 16 October 2025 |
| Record Date                     | 17 October 2025 |
| Payment Date (on/about)         | 7 November 2025 |
| Dividend Declared (US cents)    | 0.453           |
|                                 |                 |

# Chief Executive Officer's **Report**

#### TRADING ENVIRONMENT

Africa continued on a gradual path to recovery during FY 2025, despite volatility in key macroeconomic indicators and global supply chain disruptions. Inflation rates moderated across much of Sub-Saharan Africa, prompting central banks in several countries to adopt monetary easing policies to support growth.

In Zimbabwe, real GDP growth is expected to improve significantly, from 2% in 2024 to a forecast 6% in 2025, supported by improved weather conditions, stabilising exchange rates and increased investment in key sectors. The Zimbabwean currency, which had depreciated significantly in early FY 2025, stabilised in 2H following further policy tightening by the Reserve Bank. Power outages remained prevalent and continue to be a key challenge. Improved economic growth and currency stability provide a backdrop for a cautiously optimistic outlook for FY 2026

In Kenya, growth was dampened by elevated taxes, socio-political unrest and subdued consumer demand. While the Kenyan Shilling average operating rate appreciated by more than 10% against the US Dollar during FY 2025 versus prior year, consumer demand remained muted due to fiscal pressures and subdued disposable incomes. Inflation remained stable and the Central Bank continued a monetary easing policy to stimulate consumer activity. Political instability in the final quarter had an impact on walk-in customer traffic.

In Eswatini, the macro environment remained stable, with moderate inflation. However, cost-of-living pressures and cross-border trade disruptions led to constrained consumer demand, although consumer activity improved significantly in 2H.

#### **GROUP PERFORMANCE OVERVIEW**

Simbisa delivered a resilient performance in FY 2025 across its key markets despite challenging economic conditions. The Group achieved 7% revenue growth in FY 2025 versus prior year, supported by a 4% increase in customer volumes and a 3% increase in real average spend. Operating profit grew 9% year-on-year, driven primarily by an improvement in operating margins in the Region.

In Zimbabwe, revenue grew 5% in FY 2025 versus prior year with customer counts up 7% year-on-year, supported by menu innovation and aggressive promotions, though margins were compressed by power shortages, higher operating costs and the absorption of the Fast-Food Tax. The Region achieved 11% revenue growth despite a 6% decline in customer counts, as higher average spend and currency appreciation offset the impact of subdued consumer demand, political unrest and tax reforms.

Organic growth was complemented by an expanded delivery footprint, with delivery volumes growing 42% in Zimbabwe and 33% in Kenya in FY 2025 versus prior year. This was primarily driven by the Dial-a-Delivery platform enhancements, third-party aggregator integrations and app-exclusive promotions and bundles.

The Group's footprint continued to grow with 47 new stores opened in FY 2025, although the Group also closed 31 counters as part of its strategy to focus on key brands that deliver strong investment returns. The Group closed the year ended 30 June 2025 with 730 active counters, of which 604 are company-operated and 126 are franchised outlets. During the year under review, 21 outlets were refurbished as part of the Group's drive to modernise its older store network, improve the overall customer experience and elevate brand perception.

CSR and sustainability initiatives were continued in FY 2025, including education support, hybrid solar pilots, a transition to EV bikes in Kenya, a Group-wide transition to paper-based packaging and the launch of a 24-hour staff mental health support line.

# ZIMBABWE

# Operating Context

The Zimbabwean operating environment in FY 2025 was marked by continued economic volatility, power shortages and the introduction of new tax regulations, such as the Fast-Food Tax, implemented from January 2025. Higher IMTT charges and increased energy costs significantly increased operating costs during the financial year under review. Consumer demand remained fragile, pressured by inflation and reduced liquidity, despite relative exchange rate stability in the second half of the year. Simbisa Zimbabwe defended its market share from both the formal and informal sectors.

Between January and June 2025, Simbisa contributed close to US\$1mn in Fast Food Tax to the Zimbabwe Revenue Authority (ZIMRA). This substantial contribution underscores Simbisa's position as the leading formal sector player, committed to transparency and compliance whilst supporting national development through our tax contributions. Simbisa absorbed the full impact of the Fast Food Tax in a highly price-sensitive consumer environment, allowing the Group to remain competitive and resilient in a challenging operating environment.

# **Performance Overview**

Zimbabwe operations delivered resilient revenue growth of 5% year-on-year, despite economic headwinds and a contracting consumer environment. Customer counts increased 7% in FY 2025 versus prior year, supported by menu innovation and aggressive value-led promotions and pricing strategies that successfully attracted volumes, offsetting the resultant 2% decline in average spend.

Delivery volumes rose sharply, growing 42% year-on-year, with contribution to turnover climbing to double digits in some brands. Delivery growth was supported by value-led and app-exclusive promotions, expanded delivery coverage and significant traction across delivery apps, with 80% of delivery orders now being placed digitally. In addition to higher volumes, operational efficiencies have been improving through zone optimisation, fleet complement increase, smart scheduling and productivity management.

The Zimbabwe footprint expanded by 21 new outlets in FY 2025, whilst 18 outlets were closed resulting in a net of 3 new store openings to close 30 June 2025 with 335 active stores. There were 13 outlets refurbished over the same period, as part of the refurbishment program which aims to upgrade and modernise the older store network.

Operating margins were compressed during the year under review, primarily due to frequent power supply disruptions that increased reliance on generators, driving up fuel and repair costs. In addition, the Fast-Food Tax was fully absorbed to preserve price competitiveness, further weighing on margins.

# Outlook

Simbisa Zimbabwe has 31 net new counters planned for FY 2026, with a strategic focus on drive-thru formats and delivery optimisation to enhance convenience and broaden reach. Delivery currently contributes just 4% of total revenue, presenting significant headroom for growth. Expansion of delivery coverage from 66% to 80% of outlets by year-end, coupled with app-exclusive promotions, bundled offers and enhanced service standards will be key drivers of this growth. Simbisa Zimbabwe is targeting a 15% delivery-segment contribution by the end of FY 2026.

An additional 19 store refurbishments are planned for FY 2026 to continually modernise and refresh the existing network. Profitability will be safeguarded through increased local sourcing and workforce optimisation initiatives designed to protect margins against inflationary pressures, together with an expanded pilot solar program.

Building on the success of the brand-focused operating model introduced in FY 2023, Simbisa will implement a full organisational restructure in Zimbabwe effective 1 July 2025. The decentralised structure assigns dedicated leadership and support functions to each brand, enhancing focus, accountability and agility. This shift will enable faster decision-making, brand-specific resource allocation and stronger alignment with customer needs, positioning the business to drive operational efficiency, accelerate growth and deliver long-term shareholder value.



Company Secretary 30 September 2025

Simbisa Brands

LIMITED

# Chief Executive Officer's Report - continued

FOR THE YEAR ENDED 30 JUNE 2025

#### **REGIONAL OPERATIONS**

**KENYA** 

#### **Operating Context**

Kenya's economic performance in FY 2025 was shaped by a mix of fiscal reform, currency appreciation and political unrest. New taxes introduced under the Finance Act reduced consumer disposable incomes, leading to more price-sensitive consumer behaviour. Intensified competition as well as widespread political protests, which impacted trading capacity and led to damage to several of our outlets, also impacted the Kenyan operations.

Following a sustained period of currency appreciation and moderating inflation, from mid-2024 the CBK began monetary easing, lowering interest rates to stimulate economic growth. This is expected to support demand and consumer activity in the medium term.

#### **Performance Overview**

Despite economic and socio-political headwinds, Simbisa Kenya delivered positive revenue growth, with total market turnover expanding 12% in FY 2025 versus prior year. This was driven by a 20% increase in real average spend, supported by a stronger currency. Improved contribution from deliveries and strong uptake of bundle deals also underpinned the increase in average spend.

Customer counts declined by 6% year-on-year, with footfall negatively impacted by protests and reduced disposable incomes. We have observed a significant migration towards delivery channels, with a drop in walk-in traffic offset by a significant increase in deliveries, where order frequency was lower but ticket sizes were higher. Delivery sales increased 33% in FY 2025 versus prior year, supported by the implementation of strategic partnerships with third party aggregators which expanded reach, while app-exclusive offers strengthened digital adoption.

The Kenyan operations grew cautiously whilst the business focused on improvements to its current store network; 6 new outlets were opened between 30 June 2024 and 30 June 2025 whilst 6 under-performing outlets were closed, closing the period with 252 active stores. There were 8 stores that were refurbished over the same period.

## Outlook

Deliveries currently account for 22% of total market revenue, and this channel is expected to be a key driver of growth heading into FY 2026 and beyond. The market is targeting to increase delivery contribution to 30% of total turnover by the end of FY 2026. This growth will be achieved through exclusive app bundles and promotions, strengthened partnerships with delivery aggregators, expanded coverage and intensified digital marketing campaigns

Simbisa Kenya will drive a recovery in walk-in sales and defend its market leadership through value-led promotions, innovative new product launches and an accelerated refurbishment program designed to modernise the older stores and elevate customer brand perception. In FY 2026, 15 outlets are scheduled for refurbishment, alongside the opening of a net of 12 new stores under the network expansion program.

# **ESWATINI**

# **Operating Context**

In Eswatini, FY 2025 was marked by moderate inflation and relative currency stability. However, higher taxes and rising costs of essentials continued to suppress discretionary spending. Cautious consumer behaviour persisted amid broader regional pressures and limited economic momentum.

# **Performance Overview**

US Dollar revenue for Eswatini increased a modest 1% in FY 2025 versus prior year, with a 4% decline in customers offset by a 5% year-on-year increase in real average spend. The store count remained unchanged at 17.

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Eswatini's growth strategy for FY 2026 will be anchored on accelerating delivery penetration, supported by the launch of the Dial-a-Delivery brand in Q4 FY 2025 and a renewed focus on service excellence to strengthen customer loyalty. Early momentum from Q4 promotions and value-led deals, which drove an 11% increase in customer footfall versus prior year, will be sustained through FY 2026 to capture further revenue growth and defend market share.

The pipeline for FY 2026 includes 3 net new counters and 5 store refurbishments, initiatives that will refresh the customer experience, extend reach and contribute meaningfully to top-line expansion.

# FRANCHISED MARKETS

In FY 2025, Simbisa's franchised markets delivered a resilient performance despite economic challenges. Store development continued, with a net of 13 new counters opened across Simbisa's franchised markets during the year, including the launch of RocoMamas in Kinshasa in June 2025. There are a further 10 pipeline projects scheduled for FY 2026. Strategic initiatives focused on brand awareness, operational restructuring and improved customer experience through store upgrades and expanded market presence via targeted marketing initiatives. Overall, while margins were pressured, franchised markets continued to defend market share and laid the groundwork for FY 2026 growth through pipeline expansions, stronger brand positioning and enhanced service standards.

DRC closed the year ended 30 June 2025 with 36 active counters, Mauritius with 14 counters, Zambia with 30, Ghana with 18, Malawi with 21 and Namibia with 7.

# STRATEGIC FOCUS

Simbisa's strategy for FY 2026 is anchored on driving customer growth, defending market leadership and sustaining profitability across all markets. The Group will focus on:

- Accelerating Delivery and Digital Growth: Expand delivery coverage, scale app-exclusive promotions and loyalty programmes and strengthen partnerships with third-party aggregators.
- Enhancing Customer Experience: Sustain value-led promotions and innovative new product development
- to attract price-sensitive customers while preserving average spend.
   Network Expansion and Asset Refreshes: Continue to grow our store network and defend market share through a new store pipeline of 61 outlets (net 58) across company-operated markets, with a strong focus
- on drive-thru formats, alongside an extensive refurbishment programme covering 39 outlets.
   Organisational Agility: Roll out a decentralised, brand-focused operating model in Zimbabwe and Kenya, giving each brand dedicated leadership and support functions to enhance focus, accountability, and faster decision-making.
- **Operational Efficiency and Cost Control:** Mitigate inflationary and energy cost pressures through an expanded pilot solar rollout, local sourcing strategies and workforce optimisation to preserve margins.
- Sustainability and Long-Term Value: Position Simbisa for profitable, scalable growth by embedding digital-first, customer-centric strategies and reinforcing the Group's competitive advantage in the QSR market

# APPRECIATION

Simbisa Brands remains committed to delivering long-term value to all stakeholders. Despite a challenging economic environment, compounded by the absorption of the Fast-Food Tax, the Group has achieved sustainable growth in FY 2025 through strategic agility, operational discipline and the strength of our brand portfolio. We are deeply grateful to our dedicated team and to our loyal customers for their continued support.

On behalf of Management, I extend sincere appreciation to our Board of Directors for their strategic guidance, and to our franchise partners, lenders, suppliers and other stakeholders for their valued partnerships throughout FY 2025. We look forward to building on this momentum as we continue our growth journey into FY 2026 and beyond.



Chief Executive Officer

30 September 2025

# Directors' Responsibility

The Directors are responsible for the preparation and fair presentation of the Group's consolidated financial statements, of which this press release represents an extract. These abridged Group financial statements are presented in accordance with the disclosure requirements of the Victoria Falls Stock Exchange (VFEX) Listing Requirements for provisional financial statements (Preliminary Reports), and in accordance with the measurement and recognition principles of International Financial Reporting Standards - Accounting Standards (IFRS Accounting Standards) and in the manner required by the Companies and Other Business Entities Act (Chapter 24:31) (COBE).

# External Auditor's Responsibility

These abridged financial results should be read in conjunction with the full set of consolidated financial statements for the year ended 30 June 2025, audited by BDO Zimbabwe Chartered Accountants. who expressed an unmodified audit opinion. The External Auditor has noted a key audit matter in respect of occurrence, completeness, and accuracy of revenue. The Independent Auditor's Report on the consolidated financial statements is available for inspection at the Company's registered office. The Engagement Partner on the audit resulting in the Independent Auditor's Report is Gilbert Gwatiringa (PAAB Practicing Certificate No. 0475).

| ABRIDGED GROUP STATEMENT OF <b>PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME</b> FOR THE YEAR ENDED 30 JUNE 2025   | Notes    | 12 months<br>ended<br>30-Jun-25<br>Audited<br>USD | 12 months<br>ended<br>30-Jun-24<br>Audited<br>USD |
|--|----------|---|---|
| Revenue  | 4        | 306,451,700                                       | 286,446,956                                       |
| Operating profit before depreciation, amortisation and impairment  | 4        | 45,447,897  | 41,782,476  |
| Foreign exchange and other gains Depreciation and amortisation   | 4; 5     | 3,467,563<br>(20,416,266)                         | 2,298,077<br>(18,899,096)                         |
| Profit before interest and tax   |          | 28,499,194  | 25,181,457  |
| Interest income Interest expense   | 6        | 572,825<br>(6,261,643)                            | 234,697   |
| ·  |          |   |   |
| Profit after interest Profit from associate companies  |          | <b>22,810,376</b> 625,895                         | <b>19,755,651</b><br>1,309,960                    |
| Profit before tax  |          | 23,436,271  | 21,065,611  |
| Income tax expense Profit for the year   |          | (6,522,398)<br><b>16,913,873</b>                  | (5,074,537)<br><b>15,991,074</b>                  |
| Loss for the year from discontinued operations   |          | -   | (391,771)   |
| Profit for the year from continuing and discontinued operations  |          | 16,913,873  | 15,599,303  |
| Other comprehensive income   |          |   |   |
| <b>To be recycled to profit or loss:</b> Exchange differences arising on the translation of foreign operations, net of tax  Share of fair value loss on financial assets at FVOCI from associate, net of tax |          | 102<br>(128,958)                                  | 403,117   |
| <b>Not to be recycled to profit or loss:</b> Revaluation surplus on property, plant and equipment, net of tax  |          | -   | 3,247,931   |
| Other comprehensive income for the period, net of tax  |          | (128,856)   | 3,651,048   |
| Total comprehensive income for the year  |          | 16,785,017  | 19,250,351  |
| CONTINUING OPERATIONS  |          |   |   |
| Profit for the period attributable to: Equity holders of the parent  |          | 16,579,263  | 15,663,267  |
| Non-controlling interests  |          | 334,610<br><b>16,913,873</b>                      | 327,807<br><b>15,991,07</b> 4                     |
|  |          | 10,913,073  | 15,331,074  |
| CONTINUING AND DISCONTINUED OPERATIONS Profit for the period attributable to:  |          |   |   |
| Equity holders of the parent   |          | 16,579,263  | 15,271,496  |
| Non-controlling interests  |          | 334,610<br><b>16,913,873</b>                      | 327,807<br><b>15,599,30</b> 3                     |
| Total comprehensive income for the year attributable to:   |          |   |   |
| Equity holders of the parent Non-controlling interests   |          | 16,450,390  | 18,916,006  |
| Non-controlling interests  |          | 334,627<br><b>16,785,017</b>                      | 334,345<br><b>19,250,351</b>                      |
| Earnings per share (US cents):   |          |   |   |
| Basic earnings per share   | 14       | 3.00  | 2.83  |
| Headline earnings per share Diluted earnings per share   | 14<br>14 | 2.98<br>3.00                                      | 2.82<br>2.83                                      |
| Diluted headline earnings per share  | 14       | 2.98  | 2.82  |
| ABRIDGED GROUP STATEMENT OF <b>FINANCIAL POSITION</b>  |          | 20: 25  | 20.   |
| AS AT 30 JUNE 2025   |          | 30-Jun-25<br>Audited                              | 30-Jun-24<br>Audited                              |
|  | Notes    | USD   | USD   |
| ASSETS   |          |   |   |
| Non-current assets Property, plant and equipment   |          | 120 654 502                                       | 110 262 00  |
| Investment property  |          | 120,654,592<br>650,000                            | 118,262,984<br>650,000                            |
| Investments in associates  |          | 3,983,967   | 3,487,030   |
| Right-of-use assets  | 0        | 32 888 440  | 20 810 177  |

| ABRIDGED GROUP STATEMENT OF <b>FINANCIAL POSITION</b> AS AT 30 JUNE 2025 |      | 30-Jun-25<br>Audited    | 30-Jun-24<br>Audited    |
|--|------|-------------------------|-------------------------|
| N  | otes | USD                     | USD                     |
| ASSETS   |      |                         |                         |
| Non-current assets   |      |                         |                         |
| Property, plant and equipment  |      | 120,654,592             | 118,262,984             |
| Investment property  |      | 650,000                 | 650,000                 |
| Investments in associates  |      | 3,983,967               | 3,487,030               |
| Right-of-use assets  | 8    | 32,888,440              | 29,819,177              |
| Intangible assets  |      | 555,632                 | 579,950                 |
| Financial assets   | 9    | 6,290,786               | 7,640,917               |
| Deferred tax assets  |      | 901,582                 | 833,075                 |
|  |      | 165,924,999             | 161,273,133             |
| Current assets   |      |                         |                         |
| Financial assets   | 9    | 10,259,706              | -                       |
| Inventories  |      | 10,748,271              | 10,821,015              |
| Trade and other receivables  |      | 7,332,649               | 5,560,723               |
| Cash and cash equivalents  |      | 12,296,953              | 10,135,979              |
|  |      | 40,637,579              | 26,517,717              |
|  |      |                         |                         |
| Total assets   |      | 206,562,578             | 187,790,850             |
| EQUITY AND LIABILITIES   |      |                         |                         |
| Equity   |      |                         |                         |
| Share capital and share premium  |      | 18,178,323              | 18,178,323              |
| Distributable reserves   |      | 83,616,791              | 72,959,320              |
| Other reserves   |      | (5,510,295)             | (5,317,782)             |
|  |      | 96,284,819              | 85,819,861              |
| Non-controlling interests  |      | 1,560,966               | 1,134,729               |
| Total equity   |      | 97,845,785              | 86,954,590              |
| Non-current liabilities  |      |                         |                         |
| Deferred tax liabilities   |      | 8,912,080               | 9,152,566               |
| Borrowings   |      | 58,787                  | 44,720                  |
| Lease liabilities  | 8    | 31,919,252              | 28,864,429              |
| Lease habilities   | O    | 40,890,119              | 38,061,715              |
| Current liabilities  |      | 40,030,113              | 30,001,113              |
| Borrowings   |      |                         |                         |
|  |      | 11 762 405              | 12 503 164              |
| Lease liabilities  | 8    | 11,762,405<br>6,978,827 | 12,503,164<br>5,679,077 |

6,151,964

62,774,545

100,836,260

187,790,850

5,732,924

67,826,674

108,716,793

206,562,578

Current tax liabilities

Total equity and liabilities

**Total liabilities** 

# Audited > Abridged Financial Results

FOR THE YEAR ENDED 30 JUNE 2025



LIMITED

30-Jun-25

30-Jun-24

Audited

38,898,079

28,864,429

ABRIDGED GROUP STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 JUNE 2025

|   |  | Attributable To                  | o Equity Holder<br>e Parent | rs           |   |              |
|---|--|----------------------------------|-----------------------------|--------------|---|--------------|
|   | Share capital<br>and share<br>premium<br>USD | Distributable<br>Reserves<br>USD | Other<br>Reserves<br>USD    | Total<br>USD | Non-<br>Controlling<br>Interests<br>USD | Total<br>USD |
| Balance at 1 July 2023  | 18,178,323                                   | 63,225,301                       | (7,589,103)                 | 73,814,521   | 927,493                                 | 74,742,014   |
| Profit for the year   | -  | 15,271,496                       | -                           | 15,271,496   | 327,807                                 | 15,599,303   |
| Other comprehensive income for the year   | -  | -                                | 3,644,510                   | 3,644,510    | 6,538                                   | 3,651,048    |
| Total comprehensive income for the year   | -  | 15,271,496                       | 3,644,510                   | 18,916,006   | 334,345                                 | 19,250,351   |
| Transactions with owners  | -  | -                                | 233,652                     | 233,652      | 262,169                                 | 495,821      |
| Exchange losses recycled to profit or loss on disposal of subsidiaries                  | -  | -                                | 621,831                     | 621,831      | -                                       | 621,831      |
| Purchase of treasury shares   | -  | -                                | (1,774,315)                 | (1,774,315)  | -                                       | (1,774,315)  |
| Revaluation reserve transferred to Distributable<br>Reserve on disposal of subsidiaries | -  | 454,357                          | (454,357)                   | -            | -                                       | -            |
| Dividends   | -  | (5,991,834)                      | -                           | (5,991,834)  | (389,278)                               | (6,381,112)  |
| Balance at 30 June 2024   | 18,178,323                                   | 72,959,320                       | (5,317,782)                 | 85,819,861   | 1,134,729                               | 86,954,590   |
| Profit for the year   | -  | 16,579,263                       | -                           | 16,579,263   | 334,610                                 | 16,913,873   |
| Other comprehensive income for the year   | -  | -                                | (128,873)                   | (128,873)    | 17                                      | (128,856)    |
| Total comprehensive income for the year   | -  | 16,579,263                       | (128,873)                   | 16,450,390   | 334,627                                 | 16,785,017   |
| Transactions with owners  | -  |                                  | -                           | -            | 292,776                                 | 292,776      |
| Deferred tax on revaluation surplus realised  | -  | 69,084                           | -                           | 69,084       | -                                       | 69,084       |
| Realisation of revaluation surplus on disposal  | of assets -                                  | 63,640                           | (63,640)                    | -            | -                                       | -            |
| Dividends   | -  | (6,054,516)                      | -                           | (6,054,516)  | (201,166)                               | (6,255,682)  |
| Balance at 30 June 2025   | 18,178,323                                   | 83,616,791                       | (5,510,295)                 | 96,284,819   | 1,560,966                               | 97,845,785   |

| ABRIDGED GROUP STATEMENT OF <b>CASH FLOWS</b> FOR THE YEAR ENDED 30 JUNE 2025 | 12 months<br>ended<br>30-Jun-25<br>Audited<br>USD | 12 months<br>ended<br>30-Jun-24<br>Audited<br>USD |
|---|---|---|
| Cash generated from operations Net interest paid Tax paid                     | <b>51,293,459</b> (5,711,031) (7,139,819)         | <b>46,765,097</b> (5,556,487) (4,715,428)         |
| Net cash flow from operating activities                                       | 38,442,609  | 36,493,182  |
| Investing activities  | (23,937,331)                                      | (26,848,591)                                      |
| Net cash inflow before financing activities                                   | 14,505,278  | 9,644,591   |
| Financing activities  | (12,370,991)                                      | (14,177,918)                                      |
| Net increase/ (decrease) in cash and cash equivalents                         | 2,134,287   | (4,533,327)                                       |
| Effects of currency translation on cash and cash equivalents                  | 26,687  | (123,593)   |
| Cash and cash equivalents at the beginning of the year                        | 10,135,979  | 14,792,899  |
| Cash and cash equivalents at the end of the year                              | 12,296,953  | 10,135,979  |
|   |   |   |

# NOTES TO THE AUDITED ABRIDGED FINANCIAL RESULTS

FOR THE YEAR ENDED 30 JUNE 2025

# 1 General information

Simbisa Brands Limited (Simbisa or the Group) is a limited liability company incorporated and domiciled in Zimbabwe whose shares are publicly traded on the Victoria Falls Stock Exchange ("VFEX"). Simbisa Brands Limited, and its subsidiaries own and operate quick service

# **Accounting policies**

The Group reports in terms of IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB). The principal accounting policies of the Group have been applied consistently in all material respects with those of the previous and most recent financial reporting year, unless stated otherwise.

The audited abridged consolidated financial results have been prepared using accounting records maintained under the historical cost

# Basis of preparation

The Group's consolidated financial statements for the year ended 30 June 2025 have been prepared in accordance with the requirements of the Victoria Falls Stock Exchange Listing Requirements and in the manner required by the Zimbabwe Companies and Other Business Entities Act (Chapter 24:31) (COBE). The consolidated financial statements are presented in United States of America dollar (USD) and all values are rounded to the nearest dollar, except where otherwise indicated.

# 4 Summarised segment information

| Twelve months ended 30 June 2025 - Audited  | Zimbabwe<br>USD   | Region<br>USD   | Net eliminations<br>USD  | Total<br>USD  |
|---|---|---|--------------------------|---|
| Revenue Operating profit before depreciation and amortisation Depreciation and amortisation Profit before tax   | 216,098,600<br>n 25,514,263<br>(12,748,851)<br>11,919,318 | 90,353,100<br>19,933,634<br>(7,667,415)<br>11,516,953 | -<br>-<br>-<br>-         | 306,451,700<br>45,447,897<br>(20,416,266)<br>23,436,271 |
| Capital expenditure   | 12,730,424  | 3,247,900   | -                        | 15,978,324  |
| As at 30 June 2025 - Audited<br>Segment assets<br>Segment liabilities   | 133,943,841<br>71,829,450                                 | 76,520,132<br>37,167,213                              | (3,901,395)<br>(279,870) | 206,562,578<br>108,716,793                              |
|   |   |   |                          |   |
| Twelve months ended 30 June 2024 - Audited  | Zimbabwe<br>USD   | Region<br>USD   | Net eliminations<br>USD  | Total<br>USD  |
| Twelve months ended 30 June 2024 - Audited  Revenue Operating profit before depreciation and amortisation Depreciation and amortisation Profit before tax | <b>USD</b><br>205,756,260                                 |   |                          |   |
| Revenue Operating profit before depreciation and amortisation Depreciation and amortisation   | 205,756,260<br>on 25,026,115<br>(10,931,753)              | 80,690,696<br>16,756,360<br>(7,967,343)               |                          | 286,446,956<br>41,782,475<br>(18,899,096)               |

# **NOTES TO THE AUDITED ABRIDGED FINANCIAL RESULTS**

FOR THE YEAR ENDED 30 JUNE 2025 - (continued)

### **Depreciation and amortisation**

Depreciation and amortisation for the period is broken down as follows

|   | Audited<br>USD   | Audited<br>USD                                  |
|---|--|---|
| Depreciation on property, plant and equipment<br>Depreciation on right of use assets<br>Amortisation on intangible assets | 13,269,746<br>7,122,206<br>24,314<br><b>20,416,266</b> | 13,552,566<br>5,324,610<br>21,920<br>18,899,096 |
| Interest expense Interest expense on borrowings Interest expense on lease liabilities                                     | 1,569,628<br>4,692,015<br><b>6,261,643</b>             | 2,011,259<br>3,649,244<br><b>5,660,503</b>      |

#### 7 Property, plant and equipment

#### Change in accounting estimate - Depreciation of leasehold improvements - Prior Year

With effect from 01 July 2023, management reviewed and revised the depreciation for leasehold improvements, a class under the Group's Property, plant and equipment. This was applied prospectively from the beginning of the financial year ending 30 June 2024, in accordance with IAS 16, 'Property, plant and equipment'. The annual depreciation for leasehold improvements was revised from the previous 5% to 10%. Management believes the change results in a fairer depreciation and carrying amounts for the asset, as it takes into account both the lease tenures and the expected replacement tenure for the leasehold improvements.

The impact of the change in the comparative depreciation is shown below:

|   | 30 June 2024 | 30 June 2024 | 30 June 2024  |
|---|--------------|--------------|---------------|
|   | After change | Change       | Before change |
|   | USD          | USD          | USD           |
| Depreciation and amortisation   | (18,899,096) | 3,236,034    | (15,663,062)  |
|   | (5,074,537)  | (867,279)    | (5,941,816)   |
| Income tax expense<br>Profit attributable to equity holders of the parent | 15,663,265   | 2,368,755    | 18,032,020    |
| Property, plant and equipment   | 118,262,984  | 3,236,034    | 121,499,018   |
| Net deferred tax liabilities  | 8,319,491    | 186,770      | 8,672,799     |

#### **Acquisitions and disposals**

During the twelve months ended 30 June 2025, the Group acquired assets with a cost of USD15,980,883 (2024: USD30,432,509).

Assets with a net book value of USD 192,595 were disposed by the Group during the twelve months ended 30 June 2025 (2024: USD 144,907), resulting in a net profit on disposal of USD 122,900 (2024: USD 42,139).

#### PPE from/on acquisition and disposal of subsidiaries - Prior Year

On 01 July 2023, the Group acquired, through the acquisition of subsidiaries, property, plant and equipment with a net carrying amount of USD1,185,674. This came through the acquisition of Chowtown (Proprietary) Limited, a quick restaurants business incorporated in

On the 1st of October 2023, the Group disposed of its 3 subsidiaries; Mauritius, Zambia and Ghana operations, resulting in disposal of property, plant and equipment with a net carrying amount of USD8,697,861.

Set out below are the carrying amounts of right-of-use assets recognised and the movements during the year:

|  | USD          |
|--|--------------|
| Right of Use Asset   |              |
| As at 1 July 2023  | 22,355,501   |
| Non-cash additions   | 10,108,356   |
| Depreciation expense   | (5,324,610)  |
| Acquired through purchase of subsidiaries  | 793,723      |
| Remeasurement  | 598,047      |
| Exchange differences on translation of foreign subsidiaries  As at 30 June 2024                | 1,288,160    |
| As at 50 June 2024   | 29,819,177   |
| Non-cash additions   | 9,612,219    |
| Depreciation expense   | (7,122,206)  |
| Remeasurement  | 448,766      |
| Exchange differences on translation of foreign subsidiaries                                    | 130,484      |
| As at 30 June 2025   | 32,888,440   |
| Set out below are the carrying amounts of lease liabilities and the movements during the year: |              |
| Lease liabilities  |              |
| As at 1 July 2023  | 25,710,868   |
| Non-cash additions   | 10,108,356   |
| Accretion of interest  | 3,649,244    |
| Payments   | (7,942,653)  |
| Acquired through purchase of subsidiaries  | 793,723      |
| Remeasurement  | 598,047      |
| Exchange differences on translation of foreign subsidiaries  As at 30 June 2024                | 1,625,921    |
| As at 50 June 2024   | 34,543,506   |
| Non-cash additions   | 9,612,219    |
| Accretion of interest  | 4,692,015    |
| Payments   | (10,401,498) |
| Remeasurement  | 448,766      |
| Exchange differences on translation of foreign subsidiaries                                    | 3,071        |

#### Current 5,679,077 As at 30 June 2025 Non-current Current 31.919.252 6,978,827

# Financial assets

As at 30 June 2025

As at 30 June 2024

|  | Penomination | Rate of interest<br>Per annum | Year<br>Repayable | 30-Jun-25<br>Audited<br>USD                  | 30-Jun-24<br>Audited<br>USD        |
|--|--------------|-------------------------------|-------------------|--|------------------------------------|
| Financial assets held at amortised cos<br>Loans receivable - Non-current<br>Short term receivable (secured) - curren | USD          | 5%-12%<br>5%-12%              |                   | 6,290,786<br>10,259,706<br><b>16,550,492</b> | 7,640,917<br>-<br><b>7,640,917</b> |

# 10 Borrowings

The Group's non-current borrowings are repayable from July 2026 to June 2027. The facilities are secured with a Corporate guarantee and bear interest at an average rate of 12.98% in the Region segment.

Short-term borrowings form part of the Group's core borrowings and are renewed on maturity in terms of on-going facilities negotiated with the relevant financial institutions. The average interest rate for short-term borrowings is 7,69% and 8,7% per annum for the Region and

# 11 Trade and other payables

|  | 30-Jun-25<br>Audited<br>USD                             | 30-Jun-24<br>Audited<br>USD                             |
|--|---|---|
| Trade payables<br>Accruals and other payables<br>Dividends payable to shareholders of the parent | 24,717,793<br>18,618,448<br>16,277<br><b>43,352,518</b> | 19,839,576<br>18,582,942<br>17,822<br><b>38,440,340</b> |

# Audited AbridgedFinancial Results

FOR THE YEAR ENDED 30 JUNE 2025



**NOTES TO THE AUDITED ABRIDGED FINANCIAL RESULTS** 

FOR THE YEAR ENDED 30 JUNE 2025 - (continued)

|    |  | 30-Jun-25<br>Audited<br>USD                  | 30-Jun-24<br>Audited<br>USD                 |
|----|--|--|---|
| 12 | Commitments for capital expenditure  |  |   |
|    | Authorised by Directors and contracted<br>Authorised by Directors but not contracted | 17,286,146<br>1,302,042<br><b>18,588,188</b> | 8,628,692<br>3,175,151<br><b>11,803,843</b> |

The capital expenditure is to be financed out of the Group's own resources and existing borrowing facilities.

#### 13 Purchase/ Disposal of subsidiaries - Prior Year

Purchase of investment in subsidiary - Chowtown (Proprietary) Limited (Eswatini) Effective 1 July 2023, the Group acquired 100% interest in Chowtown (Proprietary) Limited. Chowtown was previously a franchisee which operated the Group's brands and other third party brands within the Eswatini market.

The transaction resulted in a Goodwill of USD 362,429.

Disposal of investment in subsidiaries - Simbisa Brands Mauritius Limited, Simbisa Brands Ghana Limited and Simbisa Brands **Zambia Limited**On 01 October 2023, the Group disposed of its 100% shareholding in each of the Mauritius, Ghana and Zambia operations. After disposal,

these markets are now part of the Group's franchisee markets. The transactions resulted in a profit on disposal of USD75,088

**NOTES TO THE AUDITED ABRIDGED FINANCIAL RESULTS** FOR THE YEAR ENDED 30 JUNE 2025 - (continued)

14 Earnings per share - Continuing operations

|   | 30-Jun-25<br>Audited<br>USD                            | 30-Jun-24<br>Audited<br>USD                           |
|---|--|---|
| Basic and Diluted earnings Profit attributable to equity holders of the parent (basic and diluted earnings)   | 16,579,263   | 15,663,267  |
| Number of shares in issue for Basic and Diluted earnings per share<br>Number of ordinary shares in issue  | 562,184,788  | 562,184,788   |
| Less treasury shares  | (8,626,093)  | (8,626,093)   |
| Weighted average number of ordinary shares in issue   | 553,558,695  | 553,558,695   |
| Basic earnings per share (US cents) Diluted basic earnings per share (US cents)   | 3.00<br>3.00   | 2.83<br>2.83  |
| Reconciliation of basic earnings to headline earnings Profit for the period attributable to equity holders of the parent Adjustment for capital items (gross of tax): Profit on disposal of property, plant and equipment Tax effect on adjustments Headline earnings attributable to ordinary shareholders | 16,579,263<br>(122,900)<br>31,647<br><b>16,488,010</b> | 15,663,267<br>(39,383)<br>10,141<br><b>15,634,025</b> |
| Headline earnings per share (US cents) Diluted headline earnings per share (US cents)   | 2.98<br>2.98   | 2.82<br>2.82  |

#### 15 Events after reporting date

There were no material events after the reporting date.





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#### REPORT OF THE INDEPENDENT AUDITORS

#### TO THE SHAREHOLDERS OF SIMBISA BRANDS LIMITED

#### **Opinion**

The abridged consolidated financial statements, which comprise the abridged consolidated statement of financial position as at 30 June 2025, the abridged consolidated statement of profit or loss and other comprehensive income, the abridged consolidated statement of changes in equity and the abridged consolidated statement of cash flows for the year then ended, and related notes, are derived from the audited consolidated financial statements of **Simbisa Brands Limited** for the year ended 30 June 2025. In our opinion, the abridged consolidated financial statements are consistent, in all material respects, with the audited consolidated financial statements Simbisa Brands Limited, in accordance with the of the Victoria Falls Stock Exchange ("VFEX") Listing Requirements for abridged financial statements and the requirements of the Companies and Other Business Entities Act (Chapter 24:31).

#### Abridged consolidated financial statements of Simbisa Brands Limited

The abridged consolidated financial statements of Simbisa Brands Limited do not contain all the disclosures required by IFRS Accounting Standards as issued by the International Accounting Standards Board as applicable to annual financial statements. Reading the abridged consolidated financial statements of Simbisa Brands Limited and the auditor's report thereon, therefore, is not a substitute for reading the audited consolidated financial statements of Simbisa Brands Limited and the auditor's report thereon.

#### The audited consolidated financial statements and our report thereon

We issued an unmodified audit opinion on the audited consolidated financial statements of Simbisa Brands Limited in our report dated 30 September 2025. That report also includes, the communication of key audit matter on the occurrence, completeness and accuracy of revenue. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current year.

#### Directors' responsibility for the abridged consolidated financial statements

The directors are responsible for the preparation of the abridged consolidated financial statements, in accordance with the Victoria Falls Stock Exchange ("VFEX") Listing Requirements and requirements of the Companies and Other Business Entities Act (Chapter 24:31).

The listings requirements require abridged consolidated financial statements to be prepared in accordance with the framework concepts and the measurement and recognition requirements of IFRS Accounting Standards as issued by the International Accounting Standards Board.

#### Auditor's responsibility

Our responsibility is to express an opinion on whether the abridged consolidated financial statements of Simbisa Brands Limited are consistent, in all material respects, with the audited consolidated financial statements of Simbisa Brands Limited based on our procedures, which were conducted in accordance with International Standard on Auditing (ISA) 810 (Revised), Engagements to Report on Summary Financial Statements.

The engagement partner on the audit resulting in this independent auditor's report is Gilbert Gwatiringa PAAB Practicing Certificate No. 0475.

BDO Zimbabwe
Chartered Accountants

Per: Gilbert Gwatiringa CA(Z) Partner Registered Public Auditor

Kudenga House 3 Baines Avenue Harare

30 September 2025



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#### REPORT OF THE INDEPENDENT AUDITORS

#### TO THE SHAREHOLDERS OF SIMBISA BRANDS LIMITED

#### **Opinion**

We have audited the consolidated financial statements of SIMBISA BRANDS LIMITED AND ITS SUBSIDIARIES (herein after referred to as, "the Group") which comprise the consolidated statement of financial position as at 30 June 2025, 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 material accounting policy information.

In our opinion, the consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at 30 June 2025, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB).

#### **Basis for Opinion**

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

#### Key audit matter

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

| Key audit matter                                 | Audit response   |
|--|--|
| Occurrence, completeness and accuracy of         |  |
| revenue  |  |
|  |  |
| The Group's revenue is generated from more       | We performed the following procedures to address               |
| than six hundred counters which are              | this matter:   |
| geographically spread in three territories, that |  |
| is; Zimbabwe, Kenya and Eswatini. The volume     | <ul> <li>We tested the design and implementation of</li> </ul> |
| of revenue transactions is high and there is no  | both manual and automated general and                          |
| automated interface between the point-of-        | application controls relevant to the revenue                   |
| sale system and the general ledger.              | cycle.   |

The above issue resulted in complexities in testing of revenue resulting in the audit of revenue being a key audit matter.

- We also tested the operational effectiveness of controls over cash handling, inventory management and review and approval of monthly revenue reconciliations.
- Based on our understanding of the Group's business, we developed expectations on relationships between revenue, cost of sales and gross profit margins and performed substantive analytical procedures.
- We reconciled revenue generated from GAAP to that reported in the consolidated financial statements.
- We reconciled revenue to amounts banked through cash and other modes of payment.
- Reconciled stock issues to revenue generated.
- Performed cut-off procedures on revenue.

#### Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, but does not include the consolidated financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is not materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

#### Responsibilities of the directors for the consolidated financial statements

The directors are responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRS Accounting Standards as issued by the IASB, and for such internal control as the directors determine is necessary to enable the preparation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

#### Auditor's Responsibilities for the audit of the consolidated financial statements

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

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

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

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

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

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

## Report on Other Legal and Regulatory Requirements

In fulfilment of the requirements of Section 193 of the Companies and Other Business Entities Act (Chapter 24:31) ("the Act"), we report to shareholders as follows:

#### **Section 193(1)**

The consolidated financial statements have been prepared in accordance with the Act.

The engagement partner on the audit resulting in this independent auditor's report is Gilbert Gwatiringa PAAB Practicing Certificate No. 0475.

BDO Zimbabwe
Chartered Accountants

Per: Gilbert Gwatiringa CA(Z)
Partner
Registered Public Auditor

Kudenga House 3 Baines Avenue Harare

30 September 2025