



Consolidated and Separate Annual Report

for the year ended 31 December 2023



General Information

Country of incorporation and domicile	Botswana
Nature of business and principal activities	Manufacturers of vinyl floor tiles, aluminium and PVC windows, and cleaning chemicals
Directors	Alex Njoroge Kimani Tebatso Tiraatso Lekalake Christopher Walter Obura Oupa Percy Mothibatsela Tengo Jabavu Rubadiri Patrick Matu Wamae
Registered office	Plot 64289 Tlokweng Road Gaborone Botswana
Business address	Plot 51, 52 & 53 Mogoditshane Industrial Gaborone Botswana
Postal address	P O Box 294 Gaborone Botswana
Holding company	Olympia Capital Holdings Limited incorporated in Kenya
Bankers	First National Bank of Botswana Limited Access Bank Botswana Limited Stanbic Bank of Botswana Limited First National Bank of South Africa Limited
Auditors	Mazars Certified auditors
Secretary	Pricewaterhousecoopers Proprietary Limited

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Corporate Governance Statement

The Board ensures that OCCL acts as a responsible corporate citizen by adhering to corporate governance policies. The board is aware that stakeholders' perceptions affect OCCLs reputation. The Group is committed to promoting ethical business practice in all aspects of its operations. The board acts as the custodian for corporate governance.

OCCL conducts business with integrity and its leadership operates on strong ethical foundations. The board directs strategy and operations to build a sustainable business while considering its long- term impact on the environment. Our corporate structure, business, operations and disclosure practices have been strictly aligned to our corporate governance policies. Respect, transparency, accountability, Integrity, fairness and communication with stakeholders are integral to our functioning.

The Group has adopted King Code (King III) as the framework for corporate governance. OCCL has applied the guidelines as entrenched in the revised Botswana Stock Exchange listing rules in so far as appropriate and practical for a company of its size.

Company Secretary

The company secretarial function is outsourced to PricewaterhouseCoopers (Pty) Ltd (PwC Botswana). Mr Saumendu Sinha from PwC Botswana is responsible for this function. He is a Fellow member of Botswana Institute of Chartered Accountants with over 30 years' experience in both listed and unlisted environment. The board is satisfied that he has the competence and experience to perform the role.

The company secretary plays a critical role in the corporate governance of the Group, acting as the advisor to the Board, guiding directors in areas of corporate governance, legal and statutory amendments and the effective execution of Director's responsibilities and fiduciary duties. Directors have unrestricted access to the advice and services of the company secretary. The company secretary ensures that the Board and Committee charters are kept up to date. Furthermore, the company secretary helps the Board and the Audit and Risk Committee in the process of self-assessment.

The board confirms that the relationship between the board and the company secretary remains at arm's length. The board reviews the relationship each year and ensures that the company secretary does not take on any management or executive duties for the board.

Board Committees

Audit and Risk Committee

The board has delegated certain specific responsibilities to the Audit and Risk Committee, whilst the overall responsibility remains with the board. The board is responsible for the implementation of tasks delegated to the audit and risk committee. The directors confirm that the committee has functioned according to their terms of reference. The Audit and Risk Committee is satisfied that it has fulfilled its responsibilities during the year and has satisfied itself with the appropriate role of the expertise and experience of the CFO position.

The audit and risk committee meets for a minimum of two times a year and presents reports to the board. This role is carried out at the Holding Company secretariat level (Olympia Capital Holdings Ltd).

It:

- Maintains oversight of financial results and reporting.
- Ensures satisfactory standards of governance, reporting and compliance. And satisfy itself of the appropriateness of the expertise and experience of the CFO.
- Ensures that there is an effective policy and plan for risk management.
- Ensures there are adequate financial and operating controls.
- Monitors adherence to corporate citizenship principles and ethical behaviour.

Corporate Governance Report (continued)

Remuneration Committee

Assists the Board in the discharge of its responsibilities and oversight relative to the remuneration and performance of the Chief Executive and senior executives, remuneration of Directors and human resources policy and strategy.

Investment Committee

The main responsibilities of this committee is to set limits for management in areas of capital expenditure, review the budgets, review the company's procurement and disposal policies and make recommendations on all new investment proposals.

Nominations Committee

Assists the Board in succession planning for the Board and ensuring the Board has the appropriate balance of skills, experience, independence and knowledge to enable it to effectively discharge its duties and responsibilities.

Board Membership And Attendance

The Board composition and attendance of board meeting are reflected below. The chairperson is a non-executive director and has the requisite business, financial and leadership skills for the position. All the Board Committee members are financially literate and also bring on board the requisite skills.

Board Attendance During 2023

Board Member	Status	Meetings Attended in 2023
Christopher Obura	Non- Executive (Chairman)	4
Alex Kimani	Executive	4
Tebatso Lekalake	Non-Executive	4
Tengo Rubadiri	Independent Non-Executive	3
Patrick Wamae	Non-Executive	4
Oupa Mothibatsela	Independent Non-Executive	4

Accountability And Compliance

Risk Management And Internal Controls

The board is responsible for the oversight of risk management process. The audit and risk committee reports to the board in this regard. The risk management policy was adopted to identify, assess, manage and monitor the risks to which OCCL is exposed.

Management has implemented systems of internal controls aimed at:

- safeguarding assets and reducing the risk of loss, error, fraud and other irregularities;
- ensuring the accuracy and completeness of accounting records and reporting;
- preparing timely and reliable financial statements and information in compliance with relevant legislation;
- complying with accounting policies and practices in accordance with International Financial Reporting Standards; and
- Increasing the probability of anticipating unpredictable risk. External auditors are used as required.

Corporate Governance Report (continued)

Dealings In The Company Securities

Directors, management and staff members are not permitted to transact in the company's shares in any way during closed periods and when they are in possession of unpublished price sensitive information in relation to OCCL securities. The Directors and Executive management are mandated to declare to the company secretary all personal dealings in the securities of the company and the same is disclosed to shareholders. All share transactions are disclosed on X-news within the time prescribed by the Botswana Stock Exchange listings requirements.

Legislative Compliance

Legislative and regulatory compliance is monitored by the Company Secretary. There were no cases of material legislative or regulatory non-compliance and no penalties or sanctions were imposed on OCCL or any of its directors or officers during the year.

Going Concern

The Board confirms that it is satisfied that the company has adequate resources to continue in business for the foreseeable future. For this reason, the company continues to adopt the going concern basis when preparing the financial statements.

Board of Directors

Christopher Walter Obura

Chairman – Non Executive

Dr Obura is a retired dentist and also a holder of a Bachelor's degree from Makerere University and an MSC from the University of London. He is the Chairman of Olympia Capital Holdings Limited since 1998. He's also the Chairman of Express Kenya limited which is also listed on the Nairobi Stock Exchange and also a director in other unlisted companies including ICEA Lion Holdings Ltd, Afridawa Holdings Limited, Avon Rubber Ltd and Karen Enterprises Ltd.

Tebatso T. Lekalake

Non - Executive Director

Ms Lekalake holds a Bachelors of Administration degree in Political Science from Williams College (USA) and a MSc in Economics (Development Studies) from the London School of Economics in the UK. She is the Executive Director of Brownstone (Pty) Limited, a citizen owned and operated property company that offers a full range of services including agency, valuations, property management and development. Tebatso is also the Executive Director of Gondwane Management Services (Pty) Limited, an event management company incorporated in Botswana in 2006. She has served on the board of MRI Botswana Limited, Standard Chartered Education Trust, Interpublic (Pty) Limited, Kgare Insurance Brokers and Kalahari Floor Tiles (Pty) Limited.

Alex N. Kimani

Executive Director

Mr Kimani is a Finance professional with corporate experience spanning a period of twenty Five years. He holds a Master's degree in Strategic Management from the University of Derbyshire (UK) and Bachelor's degree in Economics & Sociology from the University of Nairobi. He's also a Chartered Accountant registered with BICA (FCPA) and ICPAK. He has completed numerous other qualifications such as, Strategy in Action qualification (SIA) and Stanford Seed Transformation Program (STP). He holds several directorships including, Director of Olympia Capital Holdings Ltd (Kenya) and Kalahari Floor Tiles (Pty) Ltd. Alex is currently the Managing Director for Kalahari Floor Tiles (Botswana).

Tengo J. Rubadiri

Non - Executive Independent Director

Mr. Rubadiri is an admitted attorney of the High Court of Botswana, with over 30 years of experience. He is the current Chairman of the Botswana Institute of Arbitrators and Fidelity Fund of the Law Society of Botswana. Mr. Rubadiri served as a Judge of the Industrial Court of Botswana. He is a member of the Commonwealth Lawyers Society, Dispute Resolution Foundation, Chartered Institute of Arbitrators and a member of the Association of Arbitrators South Africa.

Patrick M. Wamae

Non - Executive Director

Mr. Wamae is an agronomist by profession and his experience spans over a period of 30 years as an entrepreneur in the Hospitality Industry, Manufacturing, Transportation and Commercial Agricultural Farming. He is also a Director of Olympia Capital Holdings Ltd, Mount Kenya Investments Ltd, Avon Rubber Ltd, Ngong Hills Hotel Ltd, Northwest Offshore Ltd, Baraka Forwarders Ltd and Tacczee Agro Ltd.

Oupa P. Mothibatsela

Non - Executive Independent Director

He has over 25 years' experience in financial services covering corporate banking, corporate finance and life insurance. He has a firm grasp of corporate banking and finance having worked as Head of Corporate Banking at First National Bank of Botswana and Corporate Director at Barclays Bank. He is the former Managing Director of Metropolitan Life Botswana and chairman of the Botswana Energy Regulatory Authority. He's currently a member of the board of Liberty Life Botswana and Chairman of its Audit & risk Committee. He also serves as an independent Director of Aluwani Fund Managers and as the Chairman of the Maru-A-Pula Foundation.

Olympia Capital Corporation Limited

(Registration number BW00002007272)

Consolidated And Separate Financial Statements for the year ended 31 December 2023

Directors' Responsibilities and Approval

The directors are required in terms of the Companies Act of Botswana to maintain adequate accounting records and are responsible for the content and integrity of the consolidated and separate financial statements and related financial information included in this report. It is their responsibility to ensure that the consolidated and separate financial statements fairly present the state of affairs of the group as at the end of the financial year and the results of its operations and cash flows for the period then ended, in conformity with International Financial Reporting Standards. The external auditors are engaged to express an independent opinion on the consolidated and separate financial statements.

The consolidated and separate financial statements are prepared in accordance with International Financial Reporting Standards and are based upon appropriate accounting policies consistently applied and supported by reasonable and prudent judgements and estimates.

The directors acknowledge that they are ultimately responsible for the system of internal financial control established by the group and place considerable importance on maintaining a strong control environment. To enable the directors to meet these responsibilities, the board sets standards for internal control aimed at reducing the risk of error or loss in a cost-effective manner. The standards include the proper delegation of responsibilities within a clearly defined framework, effective accounting procedures and adequate segregation of duties to ensure an acceptable level of risk. These controls are monitored throughout the group and all employees are required to maintain the highest ethical standards in ensuring the group's business is conducted in a manner that in all reasonable circumstances is above reproach. The focus of risk management in the group is on identifying, assessing, managing and monitoring all known forms of risk across the group. While operating risk cannot be fully eliminated, the group endeavours to minimise it by ensuring that appropriate infrastructure, controls, systems and ethical behaviour are applied and managed within predetermined procedures and constraints.

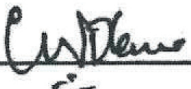
The directors are of the opinion, based on the information and explanations given by management, that the system of internal control provides reasonable assurance that the financial records may be relied on for the preparation of the consolidated and separate financial statements. However, any system of internal financial control can provide only reasonable, and not absolute, assurance against material misstatement or loss.

The directors have reviewed the group's cash flow forecast for the year to 31 December 2024 and, in light of this review and the current financial position, they are satisfied that the group has or had access to adequate resources to continue in operational existence for the foreseeable future.


The external auditors are responsible for independently auditing and reporting on the group's consolidated and separate financial statements. The consolidated and separate financial statements have been examined by the group's external auditors and their report is presented on pages 9 to 12.

The consolidated and separate financial statements set out on pages 13 to 56, which have been prepared on the going concern basis, were approved by the board on 26/03/2024 and were signed on their behalf by:

Approval of financial statements



Director



Director

Top Ten Shareholders and Shareholders Spread

TOP TEN (10) OCCL SHAREHOLDERS 2023		
NAME	NUMBER OF SHARES HELD	PERCENTAGE %
OLYMPIA CAPITAL HOLDINGS LTD	38,874,690	60.41%
KAREN ENTERPRISES LIMITED	3,817,000	5.93%
SOUTH BOUND INVESTMENT LIMITED	3,575,000	5.56%
SUNNYSIDE INTERNATIONAL LIMITED	3,575,000	5.56%
MATU MICHAEL MAINA WAMAE	2,977,492	4.63%
BOTSWANA PUBLIC OFFICERS PENSION FUND- FNB BOTSWANA NOMINEES	2,524,644	3.92%
KINGGROSS HOLDINGS (PTY)LTD	2,474,280	3.85%
LHG MALTA HOLDING LTD	2,287,076	3.55%
BRAY CHRISTOPHER JOHN	1,057,526	1.64%
CENTRAL KENYA WHOLESALERS LIMITED	973,040	1.51%
	62,135,748	96.56%
OTHER SHAREHOLDERS	2,214,237	3.44%
TOTAL	64,349,985	100.00%

SHAREHOLDER SPREAD BY NUMBER OF SHARES				
Range	Number of Shareholders	% of Shareholders	Total Shares	% Holding
<2,000	292	85%	76,913	0.1%
2,001-5,000	15	4%	51,746	0.1%
5,001-10,000	12	3%	98,003	0.2%
10,001-50,000	8	2%	182,473	0.3%
50,001-100,000	0	0%	-	0.0%
100,001-500,000	5	1%	1,183,455	1.8%
>500,000	11	3%	62,757,395	97.5%
Total	343	100%	64,349,985	100%

SHAREHOLDER SPREAD (PUBLIC/NON PUBLIC)			
Category	Number of Shareholders	Total Shares	% Holding
Public Shareholders	340	19,184,015	30%
Non Public Shareholders	3	45,165,970	70%
Total	343	64,349,985	100%

Category	Number of Shareholders	% of Shareholders	Total Shares	% Holding
Non -Public shareholders	3	1%	45,165,970	70%
Public shareholders comprising of:		0%		0%
Corporate bodies	10	3%	10,657,206	17%
Nominees companies	2	1%	2,702,687	4%
Private individuals	328	96%	5,824,122	9%
	343	100%	64,349,985	100%

Independent Auditor's Report

To the Shareholders of Olympia Capital Corporation Limited

Report on the Audit of the Consolidated and Separate Financial Statements

Opinion

We have audited the consolidated and separate annual financial statements of Olympia Capital Corporation Limited ("OCCL") (the group and company) set out on pages 8 to 51, which comprise the consolidated and separate statement of financial position as at 31 December 2023, and the consolidated and separate statement of comprehensive income, the consolidated and separate statement of changes in equity and the consolidated and separate statement of cash flows for the year then ended, and notes to the consolidated and separate consolidated annual financial statements, including a summary of significant accounting policies. In our opinion, the consolidated and separate annual financial statements presents fairly, in all material respects, the consolidated and separate financial position of Olympia Capital Corporation Limited as at 31 December 2023, and of its consolidated and separate financial performance and its consolidated and separate cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

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 company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and other independence requirements applicable to performing audits of financial statements in Botswana. We have fulfilled our other ethical responsibilities in accordance with the IESBA Code and in accordance with other ethical requirements applicable to performing audits in Botswana. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material uncertainty related to going concern

We draw attention to Note 36 to the separate annual financial statements, which indicates that during the year ended 31 December 2023 the company had accumulated losses of P31,668,238 (2022: P34,245,305) and, as of that date, the company's total liabilities exceed its total assets by P3,865,043 (2022: P6,442,110).

As stated in Note 36, these events or conditions, along with other matters as set forth in Note 36, indicate that a material uncertainty exists that may cast significant doubt on the company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated and separate annual financial statements of the current period. These matters were addressed in the context of our audit of the consolidated and separate annual financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the Material Uncertainty Related to Going Concern section, we have determined the matters described below to be the key audit matters to be communicated in our report.

Key audit matter	How our audit addressed the key audit matter
<p>Impairment of goodwill</p> <p>The Group’s accounting policy in notes 1.2 and 6 of the consolidated financial statements states that goodwill with a carrying value of P1,284,488 (2022: P1,284,488) is measured at cost less any accumulated impairment loss.</p> <p>Goodwill arose when the Group assumed control of Kalahari Floor Tiles (Pty) Ltd (Manufacturer of floor tiles and chemicals).</p> <p>The group assesses goodwill for impairment on an annual basis, or earlier when there are indicators of impairment in accordance with IFRS.</p> <p>The recoverable amount of the goodwill has been determined by management using the higher of fair value less cost to sell and value in use calculations in accordance with the requirements of IAS 36. In this instance, the recoverable amount was determined based on value in use, by using the discounted cash flow model. The valuation techniques applied by management involves a significant amount of estimation and judgement.</p> <p>The most significant estimates and assumptions used in determining the valuation of the recoverable amounts includes among others:</p> <ul style="list-style-type: none"> • Short – and long – term revenue growth; • Discount rates; • Capitalisation rates; • Net operating costs; • Working capital movement; and • Capital outlay <p>The significance of the estimates and judgements involved, coupled with the high number of individual estimates performed, could result in a material misstatement, and therefore, warranted specific audit focus.</p> <p>The disclosure associated with goodwill impairment assessment is set out in the financial statements in the following notes:</p> <ul style="list-style-type: none"> • Critical accounting estimates and judgements, impairment of goodwill. • Note 6 Intangible assets. 	<p>We performed the following substantive tests of detail on the impairment tests at the lowest level of cash generating units to which the goodwill has been allocated:</p> <ul style="list-style-type: none"> • We tested the reliability of budgets and forecasts by comparing the actual results against the historical budgets and forecasts; • We tested whether the budgets and forecasts utilised to support the recovery of goodwill were approved by those charged with governance; • We tested reasonableness of assumptions used by management; • Testing the mathematical accuracy of the impairment assessment; and • We considered the appropriateness of disclosures in the consolidated financial statements. <p>Having performed our audit procedures and evaluated the outcomes thereof, we concluded that our audit procedures appropriately addressed the key audit matter.</p>

Other information

The directors are responsible for other information. The other information comprises the information included in the document titled “Olympia Capital Corporation Limited consolidated and separate annual financial statements for the year ended 31 December 2023”, which includes the Directors’ Responsibilities and Approval, which we obtained prior to the date of this report. The other information does not include the consolidated and separate financial statements and our auditor’s report thereon.

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

In connection with our audit of the consolidated and separate annual financial statements, our responsibility is to read the other information and, in doing so, consider whether the information is materially inconsistent with the consolidated and separate annual 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 and Separate Annual Financial Statements

The directors are responsible for the preparation and fair presentation of the consolidated and separate annual financial statements in accordance with International Financial Reporting Standards and for such internal control as the directors determine is necessary to enable the preparation of consolidated and separate annual financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated and separate annual financial statements, the directors are responsible for assessing the group’s and company’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 and/or the company or to cease operations, or have no realistic alternative but to do so.

Auditor’s responsibilities for the audit of the consolidated and separate annual financial statements

Our objectives are to obtain reasonable assurance about whether the consolidated and separate annual 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 and separate annual 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 consolidated and separate annual 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 and company's internal control.


Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the group's and company'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 consolidated and separate annual 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 and/or the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate annual financial statements, including the disclosures, and whether the consolidated annual financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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



27/03/2024

Mazars
Certified Auditors
Practicing member: Devaprasad Arakkal
Membership number: CAP 0036 2024

Gaborone

Statement of Financial Position as at 31 December 2023

Figures in Pula	Notes	Group		Company	
		2023	2022	2023	2022
Assets					
Non-Current Assets					
Property, plant and equipment	3	21,651,365	22,264,921	-	-
Investment property	5	15,317,000	14,890,000	-	-
Goodwill	6	1,284,488	1,284,488	-	-
Investments in subsidiaries	7	-	-	4,991,589	4,991,589
Other financial assets	8	390,000	280,000	-	-
		38,642,853	38,719,409	4,991,589	4,991,589
Current Assets					
Inventories	9	14,028,884	12,252,879	-	-
Trade and other receivables	10	8,087,128	8,264,642	126	-
Current tax receivable		672,674	186,217	-	-
Cash and cash equivalents	11	2,840,369	3,659,443	3,991	6,824
		25,629,055	24,363,181	4,117	6,824
Total Assets		64,271,908	63,082,590	4,995,706	4,998,413
Equity and Liabilities					
Equity					
Stated capital	12	27,803,195	27,803,195	27,803,195	27,803,195
Reserves		12,793,785	12,793,785	-	-
Accumulated profit / (loss)		15,064,621	12,813,527	(31,668,238)	(34,245,305)
		55,661,601	53,410,507	(3,865,043)	(6,442,110)
Liabilities					
Non-Current Liabilities					
Borrowings	14	741,178	1,365,666	-	-
Deferred tax	15	3,659,162	3,584,120	-	-
		4,400,340	4,949,786	-	-
Current Liabilities					
Trade and other payables	16	2,239,726	2,677,462	-	34,875
Loans from group companies	17	-	-	8,860,749	11,405,648
Borrowings	14	589,164	577,507	-	-
Bank overdraft	11	1,381,077	1,467,328	-	-
		4,209,967	4,722,297	8,860,749	11,440,523
Total Liabilities		8,610,307	9,672,083	8,860,749	11,440,523
Total Equity and Liabilities		64,271,908	63,082,590	4,995,706	4,998,413

Statement of Profit or Loss and Other Comprehensive Income

Figures in Pula	Notes	Group		Company	
		2023	2022	2023	2022
Revenue	18	46,617,516	46,364,889	-	-
Cost of sales	19	(31,934,468)	(32,324,510)	-	-
Gross profit		14,683,048	14,040,379	-	-
Other operating income	20	1,115,984	1,220,370	-	-
Other operating gains (losses)	21	(24,034)	502,518	-	-
Movement in credit loss allowances	22	(64,517)	(64,889)	-	-
Other operating expenses		(12,336,830)	(12,109,556)	(573,081)	(491,600)
Operating profit (loss)	22	3,373,651	3,588,822	(573,081)	(491,600)
Investment income	23	55,591	43,303	3,500,148	-
Finance costs	24	(227,166)	(200,365)	-	-
Profit (loss) before taxation		3,202,076	3,431,760	2,927,067	(491,600)
Taxation	25	(950,981)	(470,260)	(350,000)	-
Profit (loss) for the year		2,251,095	2,961,500	2,577,067	(491,600)
Other comprehensive income:					
Items that will not be reclassified to profit or loss:					
Gains on property revaluation		-	1,536,000	-	-
Income tax relating to items that will not be reclassified		-	(337,920)	-	-
Total items that will not be reclassified to profit or loss		-	1,198,080	-	-
Other comprehensive income for the year net of taxation		-	1,198,080	-	-
Total comprehensive income (loss) for the year		2,251,095	4,159,580	2,577,067	(491,600)
Earnings/ (loss) per share (thebe)	28	4	6	4	(1)

Statement of Changes in Equity

Figures in Pula	Stated capital	Revaluation reserve	Accumulated profit / (loss)	Total equity
Group				
Balance at 01 January 2022	27,803,195	11,595,705	9,852,027	49,250,927
Profit for the year	-	-	2,961,500	2,961,500
Other comprehensive income	-	1,198,080	-	1,198,080
Total comprehensive income for the year	-	1,198,080	2,961,500	4,159,580
Balance at 01 January 2023	27,803,195	12,793,785	12,813,526	53,410,506
Profit for the year	-	-	2,251,095	2,251,095
Total comprehensive income for the year	-	-	2,251,095	2,251,095
Balance at 31 December 2023	27,803,195	12,793,785	15,064,621	55,661,601
Notes	12	13		

Company				
Balance at 01 January 2022	27,803,195	-	(33,753,705)	(5,950,510)
Loss for the year	-	-	(491,600)	(491,600)
Other comprehensive income	-	-	-	-
Total comprehensive Loss for the year	-	-	(491,600)	(491,600)
Balance at 01 January 2023	27,803,195	-	(34,245,305)	(6,442,110)
Profit for the year	-	-	2,577,067	2,577,067
Total comprehensive income for the year	-	-	2,577,067	2,577,067
Balance at 31 December 2023	27,803,195	-	(31,668,238)	(3,865,043)
Notes	12	13		

Statement of Cash Flows

Figures in Pula	Notes	Group		Company	
		2023	2022	2023	2022
Cash flows from operating activities					
Cash (used in)/generated from operations	29	2,255,118	1,795,004	(608,082)	(466,680)
Interest income		55,591	43,303	148	-
Finance costs		(227,166)	(200,365)	-	-
Tax paid	30	(1,362,396)	(270,777)	-	-
Net cash from operating activities		721,147	1,367,165	(607,934)	(466,680)
Cash flows from investing activities					
Purchase of property, plant and equipment	3	(278,341)	(758,249)	-	-
Proceeds from sale of property, plant and equipment	3	-	102,108	-	-
Purchase of other financial assets		(110,000)	(120,000)	-	-
Dividends received		-	-	3,150,000	-
Net cash from investing activities		(388,341)	(776,141)	3,150,000	-
Cash flows from financing activities					
Increase in / (repayment of) loans from group companies		-	-	(2,544,899)	466,680
Repayment of borrowings		(612,831)	(473,942)	-	-
Net cash from financing activities		(612,831)	(473,942)	(2,544,899)	466,680
Total cash movement for the year					
		(280,025)	117,082	(2,833)	-
Cash at the beginning of the year		2,192,115	2,275,515	6,824	6,824
Effect of exchange rate movement on cash balances		(452,798)	(200,482)	-	-
Total cash at end of the year	11	1,459,292	2,192,115	3,991	6,824

Accounting Policies

1. Significant accounting policies

The principal accounting policies applied in the preparation of these consolidated and separate financial statements are set out below.

1.1 Basis of preparation

The consolidated and separate financial statements have been prepared on the going concern basis in accordance with, and in compliance with, International Financial Reporting Standards (“IFRS”) and International Financial Reporting Interpretations Committee (“IFRIC”) interpretations issued and effective at the time of preparing these consolidated and separate financial statements and the Companies Act of Botswana.

The consolidated and separate financial statements have been prepared on the historic cost convention, unless otherwise stated in the accounting policies which follow and incorporate the principal accounting policies set out below. They are presented in Pula, which is the group and company’s functional currency.

These accounting policies are consistent with the previous period.

1.2 Consolidation

Basis of consolidation

The consolidated and separate financial statements incorporate the consolidated and separate financial statements of the company and all subsidiaries. Subsidiaries are entities (including structured entities) which are controlled by the group.

The group has control of an entity when it is exposed to or has rights to variable returns from involvement with the entity and it has the ability to affect those returns through use its power over the entity.

The results of subsidiaries are included in the consolidated and separate financial statements from the effective date of acquisition to the effective date of disposal.

Adjustments are made when necessary to the consolidated and separate financial statements of subsidiaries to bring their accounting policies in line with those of the group.

All inter-company transactions, balances, and unrealised gains on transactions between group companies are eliminated in full on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Non-controlling interests in the net assets of consolidated subsidiaries are identified and recognised separately from the group’s interest therein, and are recognised within equity. Losses of subsidiaries attributable to non- controlling interests are allocated to the non-controlling interest even if this results in a debit balance being recognised for non-controlling interest.

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions and are recognised directly in the Statement of Changes in Equity.

The difference between the fair value of consideration paid or received and the movement in non-controlling interest for such transactions is recognised in equity attributable to the owners of the company.

Where a subsidiary is disposed of and a non-controlling shareholding is retained, the remaining investment is measured to fair value with the adjustment to fair value recognised in profit or loss as part of the gain or loss on disposal of the controlling interest. The fair value is the initial carrying amount for the purposes of subsequently accounting for the

Accounting Policies (continued)

1.2 Consolidation (continued)

retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

Investments in subsidiaries in the separate financial statements

In the company's separate financial statements, investments in subsidiaries are carried at cost less any accumulated impairment losses. This excludes investments which are held for sale and are consequently accounted for in accordance with IFRS 5 Non-current Assets Held for Sale and Discontinued Operations.

1.3 Significant judgements and sources of estimation uncertainty

The preparation of consolidated and separate financial statements in conformity with IFRS requires management, from time to time, to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. These estimates and associated assumptions are based on experience and various other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Critical judgements in applying accounting policies

Management did not make critical judgements in the application of accounting policies, apart from those involving estimations, which would significantly affect the financial statements.

Key sources of estimation uncertainty

Impairment of financial assets

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period. For details of the key assumptions and inputs used, refer to the individual notes addressing financial assets.

Allowance for slow moving, damaged and obsolete inventory

Management assesses whether inventory is impaired by comparing its cost to its estimated net realisable value. Where an impairment is necessary, inventory items are written down to net realisable value. The write down is included in cost of sales.

Fair value estimation

Several assets and liabilities of the group are either measured at fair value or disclosure is made of their fair values.

Observable market data is used as inputs to the extent that it is available. Qualified external valuers are consulted for the determination of appropriate valuation techniques and inputs.

Impairment testing

The group reviews and tests the carrying value of assets when events or changes in circumstances suggest that the carrying amount may not be recoverable. When such indicators exist, management determine the recoverable amount by performing value in use and fair value calculations. These calculations require the use of estimates and assumptions. When it is not possible to determine the recoverable amount for an individual asset, management assesses the recoverable amount for the cash generating unit to which the asset belongs.

Accounting Policies (continued)

1.3 Significant judgements and sources of estimation uncertainty (continued)

Useful lives of property, plant and equipment

Management assess the appropriateness of the useful lives of property, plant and equipment at the end of each reporting period. The useful lives of motor vehicles, furniture and computer equipment are determined based on group replacement policies for the various assets. Individual assets within these classes, which have a significant carrying amount are assessed separately to consider whether replacement will be necessary outside of normal replacement parameters. The useful life of manufacturing equipment is assessed annually based on factors including wear and tear, technological obsolescence and usage requirements.

When the estimated useful life of an asset differs from previous estimates, the change is applied prospectively in the determination of the depreciation charge.

1.4 Investment property

Investment property is recognised as an asset when, and only when, it is probable that the future economic benefits that are associated with the investment property will flow to the enterprise, and the cost of the investment property can be measured reliably.

Investment property is initially recognised at cost. Transaction costs are included in the initial measurement.

Costs include costs incurred initially and costs incurred subsequently to add to, or to replace a part of, or service a property. If a replacement part is recognised in the carrying amount of the investment property, the carrying amount of the replaced part is derecognised.

Fair value

Subsequent to initial measurement investment property is measured at fair value.

A gain or loss arising from a change in fair value is included in net profit or loss for the period in which it arises.

1.5 Property, plant and equipment

Property, plant and equipment are tangible assets which the group holds for its own use or for rental to others and which are expected to be used for more than one year.

An item of property, plant and equipment is recognised as an asset when it is probable that future economic benefits associated with the item will flow to the group, and the cost of the item can be measured reliably.

Property, plant and equipment is initially measured at cost. Cost includes all of the expenditure which is directly attributable to the acquisition or construction of the asset, including the capitalisation of borrowing costs on qualifying assets and adjustments in respect of hedge accounting, where appropriate.

Expenditure incurred subsequently for major services, additions to or replacements of parts of property, plant and equipment are capitalised if it is probable that future economic benefits associated with the expenditure will flow to the group and the cost can be measured reliably. Day to day servicing costs are included in profit or loss in the year in which they are incurred.

Subsequent to initial recognition, property, plant and equipment is measured at cost less accumulated depreciation and any accumulated impairment losses, except for land and buildings which are stated at revalued amounts. The revalued amount is the fair value at the date of revaluation less any subsequent accumulated depreciation and impairment losses.

Revaluations are made with sufficient regularity such that the carrying amount does not differ materially from that which would be determined using fair value at the end of the reporting year.

Accounting Policies (continued)

1.5 Property, plant and equipment (continued)

When an item of property, plant and equipment is revalued, any accumulated depreciation at the date of the revaluation is eliminated against the gross carrying amount of the asset.

Any increase in an asset's carrying amount, as a result of a revaluation, is recognised in other comprehensive income and accumulated in the revaluation reserve in equity. The increase is recognised in profit or loss to the extent that it reverses a revaluation decrease of the same asset previously recognised in profit or loss.

Any decrease in an asset's carrying amount, as a result of a revaluation, is recognised in profit or loss in the current year. The decrease is recognised in other comprehensive income to the extent of any credit balance existing in the revaluation reserve in respect of that asset. The decrease recognised in other comprehensive income reduces the amount accumulated in the revaluation reserve in equity.

The revaluation reserve related to a specific item of property, plant and equipment is transferred directly to retained income when the asset is derecognised.

Depreciation of an asset commences when the asset is available for use as intended by management. Depreciation is charged to write off the asset's carrying amount over its estimated useful life to its estimated residual value, using a method that best reflects the pattern in which the asset's economic benefits are consumed by the group. Leased assets are depreciated in a consistent manner over the shorter of their expected useful lives and the lease term. Depreciation is not charged to an asset if its estimated residual value exceeds or is equal to its carrying amount. Depreciation of an asset ceases at the earlier of the date that the asset is classified as held for sale or derecognised.

The useful lives of items of property, plant and equipment have been assessed as follows:

Item	Depreciation method	Average useful life
Buildings	Straight line	40 years
Plant and machinery	Straight line	7 years
Furniture and fixtures	Straight line	10 years
Motor vehicles	Straight line	4 years
Office equipment	Straight line	7 years
IT equipment	Straight line	4 years
Loose tools	Straight line	10 years

The residual value, useful life and depreciation method of each asset are reviewed at the end of each reporting year. If the expectations differ from previous estimates, the change is accounted for prospectively as a change in accounting estimate.

Each part of an item of property, plant and equipment with a cost that is significant in relation to the total cost of the item is depreciated separately.

The depreciation charge for each year is recognised in profit or loss unless it is included in the carrying amount of another asset.

Impairment tests are performed on property, plant and equipment when there is an indicator that they may be impaired. When the carrying amount of an item of property, plant and equipment is assessed to be higher than the estimated recoverable amount, an impairment loss is recognised immediately in profit or loss to bring the carrying amount in line with the recoverable amount.

Accounting Policies (continued)

1.5 Property, plant and equipment (continued)

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its continued use or disposal. Any gain or loss arising from the derecognition of an item of property, plant and equipment, determined as the difference between the net disposal proceeds, if any, and the carrying amount of the item, is included in profit or loss when the item is derecognised.

1.6 Financial instruments

Financial instruments held by the group are classified in accordance with the provisions of IFRS 9 Financial Instruments.

Broadly, the classification possibilities, which are adopted by the group, as applicable, are as follows:

Financial assets which are equity instruments:

- Mandatorily at fair value through profit or loss; or
- Designated as at fair value through other comprehensive income. (This designation is not available to equity instruments which are held for trading or which are contingent consideration in a business combination).

Financial assets which are debt instruments:

- Amortised cost. (This category applies only when the contractual terms of the instrument give rise, on specified dates, to cash flows that are solely payments of principal and interest on principal, and where the instrument is held under a business model whose objective is met by holding the instrument to collect contractual cash flows); or
- Fair value through other comprehensive income. (This category applies only when the contractual terms of the instrument give rise, on specified dates, to cash flows that are solely payments of principal and interest on principal, and where the instrument is held under a business model whose objective is achieved by both collecting contractual cash flows and selling the instruments); or
- Mandatorily at fair value through profit or loss. (This classification automatically applies to all debt instruments which do not qualify as at amortised cost or at fair value through other comprehensive income); or
- Designated at fair value through profit or loss. (This classification option can only be applied when it eliminates or significantly reduces an accounting mismatch).

Derivatives which are not part of a hedging relationship:

- Mandatorily at fair value through profit or loss.

Financial liabilities:

- Amortised cost; or
- Mandatorily at fair value through profit or loss. (This applies to contingent consideration in a business combination or to liabilities which are held for trading); or
- Designated at fair value through profit or loss. (This classification option can be applied when it eliminates or significantly reduces an accounting mismatch; the liability forms part of a group of financial instruments managed on a fair value basis; or it forms part of a contract containing an embedded derivative and the entire contract is designated as at fair value through profit or loss).

Note 33 Financial instruments and risk management presents the financial instruments held by the group based on their specific classifications.

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

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

Accounting Policies (continued)

1.6 Financial instruments (continued)

Trade and other receivables

Classification

Trade and other receivables, excluding, when applicable, VAT and prepayments, are classified as financial assets subsequently measured at amortised cost (note 10).

They have been classified in this manner because their contractual terms give rise, on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding, and the group's business model is to collect the contractual cash flows on trade and other receivables.

Recognition and measurement

Trade and other receivables are recognised when the group becomes a party to the contractual provisions of the receivables. They are measured, at initial recognition, at fair value plus transaction costs, if any.

They are subsequently measured at amortised cost.

The amortised cost is the amount recognised on the receivable initially, minus principal repayments, plus cumulative amortisation (interest) using the effective interest method of any difference between the initial amount and the maturity amount, adjusted for any loss allowance.

Trade and other receivables denominated in foreign currencies

When trade and other receivables are denominated in a foreign currency, the carrying amount of the receivables are determined in the foreign currency. The carrying amount is then translated to the Pula equivalent using the spot rate at the end of each reporting period. Any resulting foreign exchange gains or losses are recognised in profit or loss in other operating gains (losses) (note 21).

Details of foreign currency risk exposure and the management thereof are provided in the trade and other receivables (note 10).

Impairment

The group recognises a loss allowance for expected credit losses on trade and other receivables, excluding VAT and prepayments. The amount of expected credit losses is updated at each reporting date.

The group measures the loss allowance for trade and other receivables at an amount equal to lifetime expected credit losses (lifetime ECL), which represents the expected credit losses that will result from all possible default events over the expected life of the receivable.

Measurement and recognition of expected credit losses

The group makes use of a provision matrix as a practical expedient to the determination of expected credit losses on trade and other receivables. The provision matrix is based on historic credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current and forecast direction of conditions at the reporting date, including the time value of money, where appropriate.

The customer base is widespread and does not show significantly different loss patterns for different customer segments. The loss allowance is calculated on a collective basis for all trade and other receivables in totality. Details of the provision matrix is presented in note 10.

An impairment gain or loss is recognised in profit or loss with a corresponding adjustment to the carrying amount of trade and other receivables, through use of a loss allowance account. The impairment loss is included in other operating expenses in profit or loss as a movement in credit loss allowance (note 22).

Accounting Policies (continued)

1.6 Financial instruments (continued)

Write off policy

The group writes off a receivable when there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery, e.g. when the counterparty has been placed under liquidation or has entered into bankruptcy proceedings. Receivables written off may still be subject to enforcement activities under the group recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

Credit risk

Details of credit risk are included in the trade and other receivables note (note 10) and the financial instruments and risk management note (note 33).

Derecognition

Refer to the derecognition section of the accounting policy for the policies and processes related to derecognition.

Borrowings and loans from related parties

Classification

Borrowings (note 14) are classified as financial liabilities subsequently measured at amortised cost.

Recognition and measurement

Borrowings are recognised when the group becomes a party to the contractual provisions of the loan. The loans are measured, at initial recognition, at fair value plus transaction costs, if any.

They are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortised cost of a financial liability.

Interest expense, calculated on the effective interest method, is included in profit or loss in finance costs (note 24.)

Borrowings expose the group to liquidity risk and interest rate risk. Refer to note 33 for details of risk exposure and management thereof.

Derecognition

Refer to the derecognition section of the accounting policy for the policies and processes related to derecognition.

Trade and other payables

Classification

Trade and other payables (note 16), excluding VAT and amounts received in advance, are classified as financial liabilities subsequently measured at amortised cost.

Accounting Policies (continued)

1.6 Financial instruments (continued)

Recognition and measurement

They are recognised when the group becomes a party to the contractual provisions, and are measured, at initial recognition, at fair value plus transaction costs, if any.

They are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortised cost of a financial liability.

If trade and other payables contain a significant financing component, and the effective interest method results in the recognition of interest expense, then it is included in profit or loss in finance costs (note 24).

Trade and other payables expose the group to liquidity risk and possibly to interest rate risk. Refer to note 33 for details of risk exposure and management thereof.

Trade and other payables denominated in foreign currencies

When trade payables are denominated in a foreign currency, the carrying amount of the payables are determined in the foreign currency. The carrying amount is then translated to the Pula equivalent using the spot rate at the end of each reporting period. Any resulting foreign exchange gains or losses are recognised in profit or loss in the other operating gains (losses) (note 21).

Details of foreign currency risk exposure and the management thereof are provided in the trade and other payables note (note 16).

Derecognition

Refer to the “derecognition” section of the accounting policy for the policies and processes related to derecognition.

Cash and cash equivalents

Cash and cash equivalents are stated at carrying amount which is deemed to be fair value.

Bank overdrafts

Bank overdrafts are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest rate method.

Derecognition

Financial assets

The group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the group retains substantially all the risks and rewards of ownership of a transferred financial asset, the group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

Accounting Policies (continued)

1.6 Financial instruments (continued)

Financial liabilities

The group derecognises financial liabilities when, and only when, the group obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

Reclassification

Financial assets

The group only reclassifies affected financial assets if there is a change in the business model for managing financial assets. If a reclassification is necessary, it is applied prospectively from the reclassification date. Any previously stated gains, losses or interest are not restated.

The reclassification date is the beginning of the first reporting period following the change in business model which necessitates a reclassification.

Financial liabilities

Financial liabilities are not reclassified.

1.7 Tax

Current tax assets and liabilities

Current tax for current and prior periods is, to the extent unpaid, recognised as a liability. If the amount already paid in respect of current and prior periods exceeds the amount due for those periods, the excess is recognised as an asset.

Current tax liabilities (assets) for the current and prior periods are measured at the amount expected to be paid to (recovered from) the tax authorities, using the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and liabilities

A deferred tax liability is recognised for all taxable temporary differences, except to the extent that the deferred tax liability arises from the initial recognition of an asset or liability in a transaction which at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).

A deferred tax asset is recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised. A deferred tax asset is not recognised when it arises from the initial recognition of an asset or liability in a transaction that at the time of the transaction, affects neither accounting profit nor taxable profit (tax loss).

A deferred tax asset is recognised for the carry forward of unused tax losses to the extent that it is probable that future taxable profit will be available against which the unused tax losses can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Accounting Policies (continued)

1.7 Tax (continued)

Tax expenses

Current and deferred taxes are recognised as income or an expense and included in profit or loss for the period, except to the extent that the tax arises from:

- a transaction or event which is recognised, in the same or a different period, to other comprehensive income, or
- a business combination.

Current tax and deferred taxes are charged or credited to other comprehensive income if the tax relates to items that are credited or charged, in the same or a different period, to other comprehensive income.

Current tax and deferred taxes are charged or credited directly to equity if the tax relates to items that are credited or charged, in the same or a different period, directly in equity.

1.8 Leases

The group assesses whether a contract is, or contains a lease, at the inception of the contract.

A contract is, or contains a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

In order to assess whether a contract is, or contains a lease, management determine whether the asset under consideration is “identified”, which means that the asset is either explicitly or implicitly specified in the contract and that the supplier does not have a substantial right of substitution throughout the period of use. Once management has concluded that the contract deals with an identified asset, the right to control the use thereof is considered. To this end, control over the use of an identified asset only exists when the group has the right to substantially all of the economic benefits from the use of the asset as well as the right to direct the use of the asset.

In circumstances where the determination of whether the contract is or contains a lease requires significant judgement, the relevant disclosures are provided in the significant judgments and sources of estimation uncertainty section of these accounting policies.

Group as lessee

A lease liability and corresponding right-of-use asset are recognised at the lease commencement date, for all lease agreements for which the group is a lessee, except for short-term leases of 12 months or less, or leases of low value assets. For these leases, the group recognises the lease payments as an operating expense (note 22) on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

The various lease and non-lease components of contracts containing leases are accounted for separately, with consideration being allocated to each lease component on the basis of the relative stand-alone prices of the lease components and the aggregate stand-alone price of the non-lease components (where non-lease components exist).

However as an exception to the preceding paragraph, the group has elected not to separate the non-lease components for leases of land and buildings.

Details of leasing arrangements where the group is a lessee are presented in note 4 Leases (group as lessee).

Accounting Policies (continued)

1.8 Leases (continued)

Group as lessor

Leases for which the group is a lessor are classified as finance or operating leases. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases. Lease classification is made at inception and is only reassessed if there is a lease modification.

When the group is an intermediate lessor, it accounts for the head lease and the sublease as two separate contracts. The sublease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease. If the head lease is a short-term lease to which the group applies the exemption described previously, then it classifies the sub-lease as an operating lease.

The various lease and non-lease components of contracts containing leases are accounted for separately, with consideration being allocated by applying IFRS 15.

Operating leases

Lease payments from operating leases are recognised on a straight-line basis over the term of the relevant lease, or on another systematic basis if that basis is more representative of the pattern in which the benefits from the use of the underlying asset are diminished. Operating lease income is included in other operating income (note 20).

Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and are expensed over the lease term on the same basis as the lease income.

Modifications made to operating leases are accounted for as a new lease from the effective date of the modification. Any prepaid or accrued lease payments relating to the original lease are treated as part of the lease payments of the new lease.

1.9 Inventories

Inventories are measured at the lower of cost and net realisable value on the weighted average cost basis.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

The cost of inventories comprises of all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

The cost of inventories of items that are not ordinarily interchangeable and goods or services produced and segregated for specific projects is assigned using specific identification of the individual costs.

The cost of inventories is assigned using the weighted average cost formula. The same cost formula is used for all inventories having a similar nature and use to the entity.

When inventories are sold, the carrying amount of those inventories are recognised as an expense in the period in which the related revenue is recognised. The amount of any write-down of inventories to net realisable value and all losses of inventories are recognised as an expense in the period the write-down or loss occurs. The amount of any reversal of any write-down of inventories, arising from an increase in net realisable value, are recognised as a reduction in the amount of inventories recognised as an expense in the period in which the reversal occurs.

Accounting Policies (continued)

1.9 Inventories (continued)

Inventories includes a “right to returned goods asset” which represents the group right to recover products from customers where customers exercise their right of return under the group returns policy. The group uses its accumulated historical experience to estimate the number of returns on a portfolio level using the expected value method. A corresponding adjustment is recognised against cost of sales.

1.10 Impairment of assets

The group assesses at each end of the reporting period whether there is any indication that an asset may be impaired. If any such indication exists, the group estimates the recoverable amount of the asset.

Irrespective of whether there is any indication of impairment, the group also:

- tests intangible assets with an indefinite useful life or intangible assets not yet available for use for impairment annually by comparing its carrying amount with its recoverable amount. This impairment test is performed during the annual period and at the same time every period.
- tests goodwill acquired in a business combination for impairment annually.

If there is any indication that an asset may be impaired, the recoverable amount is estimated for the individual asset. If it is not possible to estimate the recoverable amount of the individual asset, the recoverable amount of the cash-generating unit to which the asset belongs is determined.

The recoverable amount of an asset or a cash-generating unit is the higher of its fair value less costs to sell and its value in use.

If the recoverable amount of an asset is less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. That reduction is an impairment loss.

An impairment loss of assets carried at cost less any accumulated depreciation or amortisation is recognised immediately in profit or loss. Any impairment loss of a revalued asset is treated as a revaluation decrease.

An entity assesses at each reporting date whether there is any indication that an impairment loss recognised in prior periods for assets other than goodwill may no longer exist or may have decreased. If any such indication exists, the recoverable amounts of those assets are estimated.

The increased carrying amount of an asset other than goodwill attributable to a reversal of an impairment loss does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior periods.

A reversal of an impairment loss of assets carried at cost less accumulated depreciation or amortisation other than goodwill is recognised immediately in profit or loss. Any reversal of an impairment loss of a revalued asset is treated as a revaluation increase.

1.11 Stated capital and equity

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities.

Ordinary shares are recognised at no par value and classified as ‘stated capital’ in equity. Dividends are recognised as a liability in the group in which they are declared.

Accounting Policies (continued)

1.12 Employee benefits

Short-term employee benefits

The cost of short-term employee benefits, (those payable within 12 months after the service is rendered, such as paid vacation leave and sick leave, bonuses, and non-monetary benefits such as medical care), are recognised in the period in which the service is rendered and are not discounted.

The expected cost of compensated absences is recognised as an expense as the employees render services that increase their entitlement or, in the case of non-accumulating absences, when the absence occurs.

The expected cost of profit sharing and bonus payments is recognised as an expense when there is a legal or constructive obligation to make such payments as a result of past performance.

1.13 Provisions and contingencies

Provisions are recognised when:

- the group has a present obligation as a result of a past event;
- it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- a reliable estimate can be made of the obligation.

The amount of a provision is the present value of the expenditure expected to be required to settle the obligation.

Where some or all of the expenditure required to settle a provision is expected to be reimbursed by another party, the reimbursement shall be recognised when, and only when, it is virtually certain that reimbursement will be received if the entity settles the obligation. The reimbursement shall be treated as a separate asset. The amount recognised for the reimbursement shall not exceed the amount of the provision.

Provisions are not recognised for future operating losses.

If an entity has a contract that is onerous, the present obligation under the contract shall be recognised and measured as a provision.

A constructive obligation to restructure arises only when an entity:

- has a detailed formal plan for the restructuring, identifying at least:
 - the business or part of a business concerned;
 - the principal locations affected;
 - the location, function, and approximate number of employees who will be compensated for terminating their services;
 - the expenditures that will be undertaken; and
 - when the plan will be implemented; and
- has raised a valid expectation in those affected that it will carry out the restructuring by starting to implement that plan or announcing its main features to those affected by it.

After their initial recognition contingent liabilities recognised in business combinations that are recognised separately are subsequently measured at the higher of:

- the amount that would be recognised as a provision; and
- the amount initially recognised less cumulative amortisation.

Contingent assets and contingent liabilities are not recognised. Contingencies are disclosed in note 31.

Accounting Policies (continued)

1.14 Revenue from contracts with customers

The group recognises revenue from the following major sources:

- Sales of vinyl floor tiles and cleaning chemicals
- Sales of aluminium and PVC windows

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. The group recognises revenue when it transfers control of a product or service to a customer.

Revenue is recognised using the five step model of revenue recognition as prescribed in IFRS 15 which are as follows:

- Identify the sales contract between the buyer and the seller
- Identify the performance obligations in the sales contract
- Determine the transaction price
- Allocate the transaction price to the performance obligations in the contract
- Recognise revenue

Sale of vinyl floor tiles and cleaning materials

The company sells vinyl floor tiles and cleaning chemicals directly to customers both through its own retail outlets and warehouses in South Africa.

Revenue is recognised at a point in time for sales of goods.

For sales of goods to retail customers, revenue is recognised when control of the goods has transferred, being at the point the customer purchases the goods. Payment of the transaction price is due immediately at the point the customer purchases the goods for cash sales, or within 30 days for account holding customers. A receivable is recognised for account holding customers. No financing element is recognised as the payment terms are within 30 days.

Sale of aluminium products

The company constructs and sells aluminium products under short-term contracts with customers. Such contracts are entered into before construction of the products begins. Under the terms of the contracts, the company is contractually restricted from redirecting the properties to another customer and has an enforceable right to payment for work done. Revenue from construction of aluminium products is therefore recognised over time on a cost-to-cost method, i.e. based on the proportion of contract costs incurred for work performed to date relative to the estimated total contract costs. The directors consider that this input method is an appropriate measure of the progress towards complete satisfaction of these performance obligations.

The company becomes entitled to invoice customers for construction of aluminium products based on achieving a series of performance-related milestones. When a particular milestone is reached the customer is sent an invoice for the related milestone payment. The company will previously have recognised a contract asset for any work performed. Any amount previously recognised as a contract asset is reclassified to trade receivables at the point at which it is invoiced to the customer. If the milestone payment exceeds the revenue recognised to date under the cost-to-cost method then the company recognises a contract liability for the difference. There is not considered to be a significant financing component in construction contracts with customers as the period between the recognition of revenue under the cost-to-cost method and the milestone payment is always less than one year.

Dividend income is recognised when the group's right to receive payment has been established and is shown as 'investment income'.

Accounting Policies (continued)

1.15 Cost of sales

When inventories are sold, the carrying amount of those inventories is recognised as an expense in the period in which the related revenue is recognised. The amount of any write-down of inventories to net realisable value and all losses of inventories are recognised as an expense in the period the write-down or loss occurs. The amount of any reversal of any write-down of inventories, arising from an increase in net realisable value, is recognised as a reduction in the amount of inventories recognised as an expense in the period in which the reversal occurs.

The related cost of providing services recognised as revenue in the current period is included in cost of sales. Contract costs comprise:

- costs that relate directly to the specific contract;
- costs that are attributable to contract activity in general and can be allocated to the contract; and
- such other costs as are specifically chargeable to the customer under the terms of the contract.

Cost of sales is reduced by the amount recognised in inventory as a “right to returned goods asset” which represents the group right to recover products from customers where customers exercise their right of return under the group returns policy.

1.16 Borrowing costs

Borrowing costs are recognised as an expense in the period in which they are incurred.

1.17 Translation of foreign currencies Foreign currency transactions

A foreign currency transaction is recorded, on initial recognition in Pula, by applying to the foreign currency amount the spot exchange rate between the functional currency and the foreign currency at the date of the transaction.

At the end of the reporting period:

- foreign currency monetary items are translated using the closing rate;
- non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction; and
- non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

In circumstances where the group receives or pays an amount in foreign currency in advance of a transaction, the transaction date for purposes of determining the exchange rate to use on initial recognition of the related asset, income or expense is the date on which the group initially recognised the non-monetary item arising on payment or receipt of the advance consideration.

If there are multiple payments or receipts in advance, group determines a date of transaction for each payment or receipt of advance consideration.

Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous consolidated and separate financial statements are recognised in profit or loss in the period in which they arise.

When a gain or loss on a non-monetary item is recognised to other comprehensive income and accumulated in equity, any exchange component of that gain or loss is recognised to other comprehensive income and accumulated in equity. When a gain or loss on a non-monetary item is recognised in profit or loss, any exchange component of that gain or loss is recognised in profit or loss.

Cash flows arising from transactions in a foreign currency are recorded in Pula by applying to the foreign currency amount the exchange rate between the Pula and the foreign currency at the date of the cash flow.

Notes to the Consolidated and Separate Financial Statements (continued)

2. New Standards and Interpretations

2.1 Standards and interpretations effective and adopted in the current year

In the current year, the group has adopted the following standards and interpretations that are effective for the current financial year and that are relevant to its operations:

Standard/ Interpretation:	Effective date: Years beginning on or after	Expected impact:
• Deferred tax related to assets and liabilities arising from a single transaction - Amendments to IAS 12	01 January 2023	The impact of the amendment is not material.
• Disclosure of accounting policies: Amendments to IAS 1 and IFRS Practice Statement 2.	01 January 2023	The impact of the amendment is not material.
• Definition of accounting estimates: Amendments to IAS 8	01 January 2023	The impact of the amendment is not material.
• Classification of Liabilities as Current or Non-Current - Amendment to IAS 1	01 January 2023	The impact of the amendment is not material.

2.2 Standards and interpretations not yet effective

The group has chosen not to early adopt the following standards and interpretations, which have been published and are mandatory for the group's accounting periods beginning on or after 01 January 2024 or later periods:

Standard/ Interpretation:	Effective date: Years beginning on or after	Expected impact:
• Amendments to IFRS 10 and IAS 28: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	01 January 2009	Unlikely there will be a material impact

Notes to the Consolidated and Separate Financial Statements (continued)

3. Property, plant and equipment

Group	2023			2022		
	Cost or revaluation	Accumulated depreciation	Carrying value	Cost or revaluation	Accumulated depreciation	Carrying value
Land	2,934,282	-	2,934,282	2,934,282	-	2,934,282
Buildings	16,765,718	(1,319,830)	15,445,888	16,765,718	(883,057)	15,882,661
Plant and machinery	10,812,423	(9,267,556)	1,544,867	10,812,422	(8,951,179)	1,861,243
Furniture and fixtures	1,392,222	(835,877)	556,345	1,374,014	(759,110)	614,904
Motor vehicles	1,923,723	(1,380,327)	543,396	1,695,616	(1,371,241)	324,375
Office equipment	1,286,512	(940,744)	345,768	1,254,486	(900,077)	354,409
Loose tools	1,097,802	(816,983)	280,819	1,097,802	(804,755)	293,047
Total	36,212,682	(14,561,317)	21,651,365	35,934,340	(13,669,419)	22,264,921

Company	2023			2022		
	Cost or revaluation	Accumulated depreciation	Carrying value	Cost or revaluation	Accumulated depreciation	Carrying value
Furniture and fixtures	5,667	(5,667)	-	5,667	(5,667)	-

Reconciliation of property, plant and equipment - Group - 2023				
	Opening balance	Additions	Depreciation	Total
Land	2,934,282	-	-	2,934,282
Buildings	15,882,661	-	(436,773)	15,445,888
Plant and machinery	1,861,243	-	(316,376)	1,544,867
Furniture and fixtures	614,904	18,209	(76,768)	556,345
Motor vehicles	324,375	228,106	(9,085)	543,396
Office equipment	354,409	32,026	(40,667)	345,768
Loose tools	293,047	-	(12,228)	280,819
	22,264,921	278,341	(891,897)	21,651,365

Reconciliation of property, plant and equipment - Group - 2022						
	Opening balance	Additions	Disposals	Revaluations	Depreciation	Total
Land	2,934,282	-	-	-	-	2,934,282
Buildings	14,809,377	-	-	1,536,000	(462,716)	15,882,661
Plant and machinery	1,523,356	660,615	-	-	(322,728)	1,861,243
Furniture and fixtures	646,797	50,560	-	-	(82,453)	614,904
Motor vehicles	441,095	-	(102,108)	-	(14,612)	324,375
Office equipment	351,378	47,074	-	-	(44,043)	354,409
Loose tools	307,381	-	-	-	(14,334)	293,047
	21,013,666	758,249	(102,108)	1,536,000	(940,886)	22,264,921

Notes to the Consolidated and Separate Financial Statements (continued)

Figures in Pula	Group		Company	
	2023	2022	2023	2022

3. Property, plant and equipment (continued)

Property, plant and equipment encumbered as security

The following assets have been encumbered as security for the secured long-term borrowings 14:

Tribal Lots 44 and 45 Mogoditshane	4,600,000	4,600,000	-	-
Plot 10223 Gaborone - Section 4 and 5	6,980,000	6,980,000	-	-
Plot 36142, Block D Louisville, Block 8	6,800,000	6,800,000	-	-

Revaluations

The group's land and buildings are stated at revalued amounts, being the fair value at the date of revaluation, less any subsequent accumulated depreciation and accumulated impairment losses. Revaluations are performed every 3 years and in intervening years if the carrying amount of the land and buildings differs materially from their fair value.

The fair value measurements as of Saturday, 31 December 2022 were performed by Home Safe Properties and Okavango Properties, independent valuers not related to the group. Both Home Safe Properties and Okavango Properties are members of the Institute of Valuers and they have the appropriate qualifications and recent experience in the fair value measurement of properties in the relevant locations.

Refer to note 34 for specific details regarding the valuation of the land and buildings.

The carrying value of the revalued assets under the cost model would have been:

Buildings	3,854,840	3,953,682	-	-
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4. Leases (group as lessee)

Other disclosures

Expenses on short-term leases included in operating expenses	66,000	66,000	-	-
Leases of low value assets included in operating expenses	2,128	-	-	-

5. Investment property

Group	2023			2022		
	Cost / Valuation	Accumulated depreciation	Carrying value	Cost / Valuation	Accumulated depreciation	Carrying value
Investment property	15,317,000	-	15,317,000	14,890,000	-	14,890,000

Notes to the Consolidated and Separate Financial Statements (continued)

Figures in Pula	Group		Company	
	2023	2022	2023	2022

5. Investment property (continued)

Reconciliation of investment property - Group - 2023			
	Opening balance	Fair value adjustments	Total
Investment property	14,890,000	427,000	15,317,000

Reconciliation of investment property - Group - 2022			
	Opening balance	Fair value adjustments	Total
Investment property	14,187,000	703,000	14,890,000

Details of valuation

The effective date of the revaluations was Sunday, 31 December 2023. Revaluations were performed by an independent valuer, Mr Stephen Sedie BSc (Hons) MRICS MREIB, of Home Safe Properties. Home Safe Properties are not connected to the group and have recent experience in location and category of the investment property being valued.

The valuation was based on open market value for existing use.

Amounts recognised in profit and loss for the year

Rental income from investment property	1,064,450	903,314	-	-
Direct operating expenses from rental generating property	(239,088)	(196,989)	-	-
	825,362	706,325	-	-

6. Goodwill

Group	2023			2022		
	Cost	Accumulated impairment	Carrying value	Cost	Accumulated impairment	Carrying value
Goodwill	1,284,488	-	1,284,488	1,284,488	-	1,284,488

Notes to the Consolidated and Separate Financial Statements (continued)

Figures in Pula	Group		Company	
	2023	2022	2023	2022

7. Interests in subsidiaries including consolidated structured entities

The following table lists the entities which are controlled by the group, either directly or indirectly through subsidiaries.

Company							
Name of company	Held by	% voting power 2023	% voting power 2022	% holding 2023	% holding 2022	Carrying amount 2023	Carrying amount 2022
Kalahari Floor Tiles Proprietary Limited	Olympia Capital Corporation Limited	100.00 %	100.00 %	100.00 %	100.00 %	4,991,589	4,991,589

8. Other financial asset

Held to maturity:

Metropolitan Multi Cash investment	390,000	280,000	-	-
	390,000	280,000	390,000	280,000

9. Inventories

Finished goods and raw materials	12,405,662	11,170,895	-	-
Production supplies	1,623,222	1,081,984	-	-
	14,028,884	12,252,879	-	-

10. Trade and other receivables

Financial instruments:

Trade receivables	6,359,028	5,818,092	-	-
Loss allowance	(314,867)	(283,441)	-	-
Trade receivables at amortised cost	6,044,161	5,534,651	-	-
Deposits	21,874	18,874	-	-
Other receivable	447,623	290,633	126	-

Non-financial instruments:

VAT	1,045,601	2,054,953	-	-
Employee costs in advance	192,422	17,444	-	-
Prepayments	335,447	348,087	-	-
Total trade and other receivables	8,087,128	8,264,642	126	-

Split between non-current and current portions

Current assets	8,087,128	8,264,642	126	-
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Notes to the Consolidated and Separate Financial Statements (continued)

Figures in Pula	Group		Company	
	2023	2022	2023	2022
10. Trade and other receivables (continued)				
Financial instrument and non-financial instrument components of trade and other receivables				
At amortised cost	6,513,657	5,844,158	126	-
Non-financial instruments	1,573,470	2,420,484	-	-
	8,087,127	8,264,642	126	-

Exposure to credit risk

Trade receivables inherently expose the group to credit risk, being the risk that the group will incur financial loss if customers fail to make payments as they fall due.

In order to mitigate the risk of financial loss from defaults, the group only deals with reputable customers with consistent payment histories. Sufficient collateral or guarantees are also obtained when appropriate. Each customer is analysed individually for creditworthiness before terms and conditions are offered. Statistical credit scoring models are used to analyse customers. These models make use of information submitted by the customers as well as external bureau data (where available). Customer credit limits are in place and are reviewed and approved by credit management committees. The exposure to credit risk and the creditworthiness of customers, is continuously monitored.

There have been no significant changes in the credit risk management policies and processes since the prior reporting period.

A loss allowance is recognised for all trade receivables, in accordance with IFRS 9 Financial Instruments, and is monitored at the end of each reporting period. In addition to the loss allowance, trade receivables are written off when there is no reasonable expectation of recovery, for example, when a debtor has been placed under liquidation. Trade receivables which have been written off are not subject to enforcement activities.

The group measures the loss allowance for trade receivables by applying the simplified approach which is prescribed by IFRS 9. In accordance with this approach, the loss allowance on trade receivables is determined as the lifetime expected credit losses on trade receivables. These lifetime expected credit losses are estimated using a provision matrix, which is presented below. The provision matrix has been developed by making use of past default experience of debtors but also incorporates forward looking information and general economic conditions of the industry as at the reporting date.

There has been no change in the estimation techniques or significant assumptions made during the current reporting period.

The group's historical credit loss experience does not show significantly different loss patterns for different customer segments. The provision for credit losses is therefore based on past due status without disaggregating into further risk profiles. The loss allowance provision is determined as follows:

Group	2023	2023	2022	2022
Expected credit loss rate:	Estimated gross carrying amount at default	Loss allowance (Lifetime expected credit loss)	Estimated gross carrying amount at default	Loss allowance (Lifetime expected credit loss)
Not past due: 1% (2022: 1%)	3,080,302	30,803	3,221,194	32,212
Less than 30 days past due: 1% (2022: 1%)	1,757,941	17,579	1,621,628	16,216

Notes to the Consolidated and Separate Financial Statements (continued)

Figures in Pula	Group		Company	
	2023	2022	2023	2022
10. Trade and other receivables (continued)				
31 - 60 days past due: 1% (2022: 1%)	564,319	5,643	492,173	4,922
61 - 90 days past due: 2% (2022: 2%)	596,807	11,936	225,044	4,501
91 - 120 days past due: 5% (2022: 5%)	116,570	5,823	34,174	1,709
More than 120 days past due: 100% (2022: 100%)	243,083	243,083	223,881	223,881
Total	6,359,022	314,867	5,818,094	283,441

Reconciliation of loss allowances

The following table shows the movement in the loss allowance (lifetime expected credit losses) for lease receivables:

Opening balance	(283,441)	(218,553)	-	-
Provision raised on new trade receivables	(314,867)	(283,441)	-	-
Provisions reversed on settled trade receivables	283,441	218,553	-	-
Closing balance	(314,867)	(283,441)	-	-

Exposure to currency risk

The net carrying amounts, in Pula, of trade and other receivables, excluding non-financial instruments, are denominated in the following currencies. The amounts have been presented in Pula by converting the foreign currency amount at the closing rate at the reporting date.

Pula Amount				
Pula	6,513,657	5,844,158	126	-

Fair value of trade and other receivables

The fair value of trade and other receivables approximates their carrying amounts.

Notes to the Consolidated and Separate Financial Statements (continued)

Figures in Pula	Group		Company	
	2023	2022	2023	2022
11. Cash and cash equivalents				
Cash and cash equivalents consist of:				
Cash on hand	6,988	5,510	-	-
Bank balances	2,833,381	3,653,933	3,991	6,824
Bank overdraft	(1,381,077)	(1,467,328)	-	-
	1,459,292	2,192,115	3,991	6,824
Current assets	2,840,369	3,659,443	3,991	6,824
Current liabilities	(1,381,077)	(1,467,328)	-	-
	1,459,292	2,192,115	3,991	6,824
Tribal Lots 44 and 45 Mogoditshane were pledged as security for overdraft facilities of P2,000,000 (2022: P 2,230,000) of the company. The facility is with Access Bank Botswana Limited and bears interest at 2.5% above prime rate (currently 6.51%) per annum.				
Exposure to currency risk				
The net carrying amounts, in Pula, of cash and cash equivalents, are denominated in the following currencies. The amounts have been presented in Pula by converting the foreign currency amount at the closing rate at the reporting date.				
Pula amount				
Pula	(417,554)	(676,819)	3,991	6,824
ZAR	1,876,846	2,868,934	-	-
	1,459,292	2,192,115	3,991	6,824
Foreign currency amount				
ZAR	2,540,311	3,809,944	-	-
Foreign currency per Pula				
ZAR	1.354	1.328	-	-
12. Stated capital				
Issued				
64,349,985 ordinary shares at no par value	27,803,195	27,803,195	27,803,195	27,803,195
13. Revaluation reserve				
Land and buildings	12,793,785	12,793,785	-	-

Notes to the Consolidated and Separate Financial Statements (continued)

Figures in Pula	Group		Company	
	2023	2022	2023	2022
14. Borrowings				
Held at amortised cost	1,330,342	1,943,173	-	-
Stanbic Bank Botswana Limited Business Term Loan				
The loan was acquired to finance the acquisition of property in Block 8 Louieville Horizons. The amount is to be repaid in full no later than 30 April 2029. Repaid in 120 equal instalments of P75,050. Interest is charged at prime plus 4% per annum whilst the bank's prime rate is currently at 6.76%.				
Security				
1). Unlimited Suretyship by Olympia Capital Corporation Limited in favour of Kalahari Floor Tiles (Propretary) Limited.				
2). Mortgage Bond over section 4 of Plot 10223, Gaborone amounting to P1,563,100.				
3). Mortgage Bond over section 5 of Plot 10223, Gaborone amounting to P1,552,600.				
4). Lien over financed asset.				
5). Cession of rentals, unlimited suretyship by Michael Mato and Olympia Capital Corporation Limited.				
Split between non-current and current portions				
Non-current liabilities	741,178	1,365,666	-	-
Current liabilities	589,164	577,507	-	-
	1,330,342	1,943,173	-	-

Exposure to liquidity risk

Refer to note 33 Financial instruments and financial risk management for details of liquidity risk exposure and management.

Exposure to interest rate risk

The group is exposed to interest rate risk on borrowings. Rising interest rates would result in the values of borrowings declining. Management monitors interest rate curves and disposes of borrowings when forecasts predict a potential significant decline in value of borrowings.

There have been no significant changes in the interest rate risk management policies and processes since the prior reporting period.

Notes to the Consolidated and Separate Financial Statements (continued)

Figures in Pula	Group		Company	
	2023	2022	2023	2022
15. Deferred tax				
Deferred tax liability				
Tangible fixed assets	(3,659,162)	(3,584,120)	-	-
Deferred tax liability	(3,659,162)	(3,584,120)	-	-
Reconciliation of deferred tax asset / (liability)				
At beginning of year	(3,584,120)	(3,436,154)	-	-
Taxable / (deductible) temporary difference movement on tangible fixed assets	(75,042)	(147,966)	-	-
	(3,659,162)	(3,584,120)	-	-

16. Trade and other payables

Financial instruments:				
Trade payables	1,236,834	2,039,501	-	34,875
Trade payables - related parties	5,894	-	-	-
Accrued leave pay	113,294	123,371	-	-
Severance pay	515,084	91,150	-	-
Accrued audit fees	179,148	165,447	-	-
Other accrued expenses	75,827	140,867	-	-
Other payables	113,645	117,126	-	-
	2,239,726	2,677,462	-	34,875

Exposure to currency risk

The net carrying amounts, in Pula, of trade and other payables, excluding non-financial instruments, are denominated in the following currencies. The amounts have been presented in Pula by converting the foreign currency amount at the closing rate at the reporting date.

Pula Amount				
Pula	557,874	1,199,845	-	34,875
ZAR	1,681,852	1,477,617	-	-
	2,239,726	2,677,462	-	34,875

Notes to the Consolidated and Separate Financial Statements (continued)

Figures in Pula	Group		Company	
	2023	2022	2023	2022
16. Trade and other payables (continued)				
Foreign currency amount				
ZAR	2,276,387	1,962,275	-	-
Foreign currency per Pula				
ZAR	1.354	1.328	-	-

Exposure to liquidity risk

Refer to note 33 Financial instruments and financial risk management for details of liquidity risk exposure and management.

Fair value of trade and other payables

The fair value of trade and other payables approximates their carrying amounts.

17. Loans from group companies

Subsidiaries

Kalahari Floor Tiles Proprietary Limited

The loan is unsecured, carries no interest and does not have repayment terms.

	-	-	8,860,749	11,405,648
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The loan has been subordinated until a time when the company has restored its solvency.

Split between non-current and current portions

Current liabilities

	-	-	8,860,749	11,405,648
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Exposure to liquidity risk

Refer to note 33 Financial instruments and financial risk management for details of liquidity risk exposure and management.

Fair value of group loans payable

The fair value of group loans payable approximates their carrying amounts.

Notes to the Consolidated and Separate Financial Statements (continued)

Figures in Pula	Group		Company	
	2023	2022	2023	2022
18. Revenue				
Revenue from contracts with customers				
Sale of goods	46,617,516	46,364,889	-	-
Disaggregation of revenue from contracts with customers				
The group disaggregates revenue from customers as follows:				
Sale of goods				
Sale of goods - Tiles	35,163,330	36,179,561	-	-
Sale of goods - Chemicals	8,675,218	7,592,463	-	-
Sale of goods - Aluminium	2,778,968	2,592,865	-	-
	46,617,516	46,364,889	-	-
Timing of revenue recognition				
At a point in time				
Sale of goods	46,617,516	46,364,889	-	-
19. Cost of sales				
Manufactured goods:				
Raw materials consumed	26,020,616	27,506,656	-	-
Employee costs	5,851,758	5,219,424	-	-
Manufacturing expenses	62,094	(401,570)	-	-
20. Other operating income				
Rental income on investment property	1,064,450	1,127,316	-	-
Other income	51,534	93,054	-	-
	1,115,984	1,220,370	-	-
21. Other operating gains (losses)				
Foreign exchange gains (losses)				
Net foreign exchange loss	(451,034)	(200,482)	-	-
Fair value gains (losses)				
Investment property	5	427,000	703,000	-
Total other operating gains (losses)	(24,034)	502,518	-	-

Notes to the Consolidated and Separate Financial Statements (continued)

Figures in Pula	Group		Company	
	2023	2022	2023	2022
22. Operating profit (loss)				
Operating profit (loss) for the year is stated after charging (crediting) the following, amongst others:				
Auditor's remuneration - external				
Audit fees	252,101	254,177	69,101	79,177
Remuneration, other than to employees				
Administrative and managerial services	652,830	709,612	-	-
Consulting and professional services	144,927	313,440	89,794	175,039
	797,757	1,023,052	89,794	175,039
Employee costs				
Salaries, wages, bonuses and other benefits	8,951,084	8,407,217	259,850	165,997
Severance pay	1,206,119	975,234	-	-
Total employee costs	10,157,203	9,382,451	259,850	165,997
Less: Employee costs included in cost of merchandise sold and inventories	(5,851,758)	(5,219,424)	-	-
Total employee costs expensed	4,305,445	4,163,027	259,850	165,997
Leases				
Short-term leases	66,000	66,000	-	-
Leases of low value assets	2,128	-	-	-
Total lease expenses	68,128	66,000	-	-
Depreciation and amortisation				
Depreciation of property, plant and equipment	891,897	940,886	-	-
Movement in credit loss allowances				
Trade and other receivables	64,517	64,889	-	-

Notes to the Consolidated and Separate Financial Statements (continued)

Figures in Pula	Group		Company	
	2023	2022	2023	2022
23. Investment income				
Dividend income				
Group entities:				
Subsidiaries - Local	-	-	3,500,000	-
Interest income				
Investments in financial assets:				
Bank and other cash	148	-	148	-
Other financial assets	55,443	43,303	-	-
Total interest income	55,591	43,303	148	-
Total investment income	55,591	43,303	3,500,148	-
24. Finance costs				
Bank overdraft	55,706	-	-	-
Current borrowings	171,460	199,621	-	-
Interest paid	-	744	-	-
Total finance costs	227,166	200,365	-	-
25. Taxation				
Major components of the tax expense Current				
Local income tax - current period	875,939	660,214	350,000	-
Deferred				
Originating and reversing temporary differences	75,042	(189,954)	-	-
	950,981	470,260	350,000	-
Reconciliation of the tax expense				
Reconciliation between accounting profit and tax expense.				
Accounting profit	3,202,076	3,431,760	2,927,067	(491,600)
Tax at the applicable tax rate of 15% (2022: 15%)	480,311	514,764	439,060	(73,740)

Notes to the Consolidated and Separate Financial Statements (continued)

Figures in Pula	Group		Company	
	2023	2022	2023	2022
25. Taxation (continued)				
Tax effect of adjustments on taxable income				
Dividend income	350,000	-	-	-
Deemed interest	-	265,605	-	-
Effect of income subject to 22% tax rate	34,655	55,295	-	-
Exempt income	-	-	(175,000)	-
Unutilised tax loss	85,940	73,740	85,940	73,740
Donations	75	276	-	-
Prior year deferred tax adjustment	-	(439,420)	-	-
	950,981	470,260	350,000	-
26. Employee costs				
Direct employee costs				
Basic	5,020,841	4,696,796	-	-
Leave pay provision charge	6,627	60,686	-	-
Severance pay	824,290	461,942	-	-
	5,851,758	5,219,424	-	-
Indirect employee costs				
Basic	3,719,654	3,525,447	259,850	165,997
Medical aid - company contributions	115,437	66,912	-	-
Leave pay provision charge	88,525	57,376	-	-
Severance pay	381,829	513,292	-	-
	4,305,445	4,163,027	259,850	165,997
Total employee costs				
Direct employee costs	5,851,758	5,219,424	-	-
Indirect employee costs	4,305,445	4,163,027	259,850	165,997
	10,157,203	9,382,451	259,850	165,997
27. Depreciation, amortisation and impairment losses				
Depreciation				
Property, plant and equipment	891,897	940,886	-	-

Notes to the Consolidated and Separate Financial Statements (continued)

Figures in Pula	Group		Company	
	2023	2022	2023	2022
28. Earnings per share				
The calculation of basic earnings per share at the reporting date was based on the comprehensive income or loss attributable to ordinary shareholders and a weighted average number of ordinary shares calculated as follows:				
Shares in issue at the beginning and end of year (number)				
Issued ordinary shares at 31 December	64,349,985	64,349,985	64,349,985	64,349,985
Earnings per share calculation				
Total comprehensive income / (loss) attributable to the owners of the parent company (Pula)	2,251,095	4,159,580	2,577,067	(491,600)
Weighted average number of ordinary shares for the year ended 31 December	64,349,985	64,349,985	64,349,985	64,349,985
Weighted average number of ordinary shares	64,349,985	64,349,985	64,349,985	64,349,985
Basic earnings per share (Thebe)	4	6	4	(1)
29. Cash (used in)/generated from operations				
Profit before taxation	3,202,076	3,431,760	2,927,067	(491,600)
Adjustments for:				
Depreciation and amortisation	891,897	940,886	-	-
Losses on foreign exchange	451,034	200,482	-	-
Dividends received (trading)	-	-	(3,500,000)	-
Interest income	(55,591)	(43,303)	(148)	-
Finance costs	227,166	200,365	-	-
Fair value gains	(427,000)	(703,000)	-	-
Net impairments and movements in credit loss allowances	64,517	64,889	-	-
Changes in working capital:				
Inventories	(1,776,005)	937,415	-	-
Trade and other receivables	113,002	(1,892,833)	(124)	-
Trade and other payables	(435,978)	(1,341,657)	(34,877)	24,920
	2,255,118	1,795,004	(608,082)	(466,680)

Notes to the Consolidated and Separate Financial Statements (continued)

Figures in Pula	Group		Company	
	2023	2022	2023	2022
30. Tax paid				
Balance at beginning of the year	186,217	575,654	-	-
Current tax for the year recognised in profit or loss	(875,939)	(660,214)	-	-
Balance at end of the year	(672,674)	(186,217)	-	-
	(1,362,396)	(270,777)	-	-

31. Contingencies

Olympia Capital Corporation Limited has provided guarantees for borrowings under Kalahari Floor Tiles Proprietary Limited as detailed under note 16.

32. Related parties

Relationships

Holding company	Olympia Capital Holdings Limited
Members of key management	Alex Njoroge Kimani Tebatso Tiraatso Lekalake Christopher Walter Obura Oupa Percy Mothibatsela Tengo Jabavu Rubadiri Patrick Matu Wamae

Related party balances				
Loan accounts - Owing (to) by related parties				
Kalahari Floor Tiles Proprietary Limited	-	-	(8,860,749)	(11,438,055)
Compensation to directors and other key management				
Short-term employee benefits	2,293,217	2,270,317	259,850	165,997

33. Financial instruments and risk management

Categories of financial instruments

Categories of financial assets

Group - 2023					
	Notes	Fair value through profit or loss - Designated	Amortised cost	Total	Fair value
Other financial assets	8	390,000	-	390,000	390,000
Trade and other receivables	10	-	6,513,654	6,513,654	6,513,654
Cash and cash equivalents	11	-	2,840,369	2,840,369	2,840,369
		390,000	9,354,023	9,744,023	9,744,023

Notes to the Consolidated and Separate Financial Statements (continued)

33. Financial instruments and risk management (continued)

Group - 2022					
	Notes	Fair value through profit or loss - Designated	Amortised cost	Total	Fair value
Other financial assets	8	280,000	-	280,000	280,000
Trade and other receivables	10	-	5,844,159	5,844,159	5,844,159
Cash and cash equivalents	11	-	3,659,443	3,659,443	3,659,443
		280,000	9,503,602	9,783,602	9,783,602

Company - 2023					
	Notes		Amortised cost	Total	Fair value
Trade and other receivables	10		124	124	124
Cash and cash equivalents	11		3,991	3,991	3,991
			4,115	4,115	4,115

Company - 2022					
	Notes		Amortised cost	Total	Fair value
Cash and cash equivalents	11		6,824	6,824	6,824

Categories of financial liabilities

Group - 2023					
	Notes		Amortised cost	Total	Fair value
Trade and other payables	16		2,239,726	2,239,726	2,239,726
Borrowings	14		1,330,342	1,330,342	1,330,342
Bank overdraft	11		1,381,077	1,381,077	1,381,077
			4,951,145	4,951,145	4,951,145

Group - 2022					
	Notes		Amortised cost	Total	Fair value
Trade and other payables	16		2,677,462	2,677,462	2,677,462
Borrowings	14		1,943,173	1,943,173	1,943,173
Bank overdraft	11		1,467,328	1,467,328	1,467,328
			6,087,963	6,087,963	6,087,963

Notes to the Consolidated and Separate Financial Statements (continued)

Figures in Pula	Group		Company	
	2023	2022	2023	2022

33. Financial instruments and risk management (continued)

Capital risk management

The group's objective when managing capital (which includes share capital, borrowings, working capital and cash and cash equivalents) is to maintain a flexible capital structure that reduces the cost of capital to an acceptable level of risk and to safeguard the group's ability to continue as a going concern while taking advantage of strategic opportunities in order to maximise stakeholder returns sustainably.

The group manages capital structure and makes adjustments to it in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain the capital structure, the group may adjust the amount of dividends paid to the shareholder, return capital to the shareholder, repurchase shares currently issued, issue new shares, issue new debt, issue new debt to replace existing debt with different characteristics and/or sell assets to reduce debt.

The capital structure and gearing ratio of the group at the reporting date was as follows:

Loans from group companies	17	-	-	8,860,749	11,405,648
Borrowings	14	1,330,342	1,943,173	-	-
Trade and other payables	16	2,239,726	2,677,461	-	34,874
Total borrowings		3,570,068	4,620,634	8,860,749	11,440,522
Cash and cash equivalents	11	(1,459,292)	(2,192,115)	(3,991)	(6,824)
Net borrowing		2,596,921	2,401,429	4,052,222	4,586,720
Equity		66,961,161	63,559,714	66,961,161	63,559,714
Gearing ratio		4 %	4 %	4 %	4 %

Financial risk management Overview

The group is exposed to the following risks from its use of financial instruments:

- Credit risk;
- Liquidity risk; and
- Market risk (currency risk and interest rate risk).

The board has overall responsibility for the establishment and oversight of the group's risk management framework. The board has established the risk committee, which is responsible for developing and monitoring the group's risk management policies. The committee reports quarterly to the board on its activities.

The group's risk management policies are established to identify and analyse the risks faced by the group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the group's activities.

The group audit committee oversees how management monitors compliance with the risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by the group. The audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee and the risk committee.

Notes to the Consolidated and Separate Financial Statements (continued)

33. Financial instruments and risk management (continued)

Credit risk

Credit risk is the risk of financial loss to the group if a customer or counterparty to a financial instrument fails to meet its contractual obligations.

The group is exposed to credit risk on loans receivable (at amortised cost), trade and other receivables and cash and cash equivalents.

Credit risk for exposures other than those arising on cash and cash equivalents, are managed by making use of credit approvals, limits and monitoring. The group only deals with reputable counterparties with consistent payment histories. Sufficient collateral or guarantees are also obtained when necessary. Each counterparty is analysed individually for creditworthiness before terms and conditions are offered. The analysis involves making use of information submitted by the counterparties as well as external bureau data (where available). Counterparty credit limits are in place and are reviewed and approved by credit management committees. The exposure to credit risk and the creditworthiness of counterparties is continuously monitored.

Credit risk exposure arising on cash and cash equivalents is managed by the group through dealing with well-established financial institutions with high credit ratings.

Credit loss allowances for expected credit losses are recognised for all debt instruments, but excluding those measured at fair value through profit or loss. Credit loss allowances are also recognised for loan commitments and financial guarantee contracts.

In order to calculate credit loss allowances, management determine whether the loss allowances should be calculated on a 12 month or on a lifetime expected credit loss basis. This determination depends on whether there has been a significant increase in the credit risk since initial recognition. If there has been a significant increase in credit risk, then the loss allowance is calculated based on lifetime expected credit losses. If not, then the loss allowance is based on 12 month expected credit losses. This determination is made at the end of each financial period. Thus the basis of the loss allowance for a specific financial asset could change year on year.

Management apply the principle that if a financial asset's credit risk is low at year end, then, by implication, the credit risk has not increased significantly since initial recognition. In all such cases, the loss allowance is based on 12 month expected credit losses. Credit risk is assessed as low if there is a low risk of default (where default is defined as occurring when amounts are 90 days past due). When determining the risk of default, management consider information such as payment history to date, industry in which the customer is employed, period for which the customer has been employed, external credit references etc. In any event, if amounts are 30 days past due, then the credit risk is assumed to have increased significantly since initial recognition. Credit risk is not assessed to be low simply because of the value of collateral associated with a financial instrument. If the instrument would not have a low credit risk in the absence of collateral, then the credit risk is not considered low when taking the collateral into account. Trade receivable which do not contain a significant financing component are the exceptions and are discussed below.

Where necessary, the assessment for a significant increase in credit risk is made on a collective basis. Management typically adopt this approach when information relevant to the determination of credit risk is not available on an individual instrument level. Often, the only information available on individual instruments which could indicate an increase in credit risk, is "past due" information. It is typical that more forward-looking information is generally more readily available on a collective basis. Therefore, making the determination on a collective basis, helps to ensure that credit loss allowances are determined on the basis of lifetime expected credit losses before they reach the point of being past due. Forward looking, macro-economic information is applied on a collective basis when it is readily available without undue cost or effort. When loss allowances are determined on a collective basis, management determines the loss allowances by grouping financial instruments on the basis of shared credit risk characteristics.

Notes to the Consolidated and Separate Financial Statements (continued)

33. Financial instruments and risk management (continued)

For trade receivables which do not contain a significant financing component, the loss allowance is determined as the lifetime expected credit losses of the instruments. For all other trade receivables, contract assets and lease receivables, IFRS 9 permits the determination of the credit loss allowance by either determining whether there was a significant increase in credit risk since initial recognition or by always making use of lifetime expected credit losses. Management have chosen as an accounting policy, to make use of lifetime expected credit losses. Management does therefore not make the annual assessment of whether the credit risk has increased significantly since initial recognition for trade receivables, contract assets or lease receivables.

The maximum exposure to credit risk is presented in the table below:

Group		2023			2022		
		Gross carrying amount	Credit loss allowance	Amortised cost / fair value	Gross carrying amount	Credit loss allowance	Amortised cost / fair value
Other financial assets	8	390,000	-	390,000	280,000	-	280,000
Trade and other receivables	10	8,401,991	(314,867)	8,087,124	8,548,084	(283,441)	8,264,643
Cash and cash equivalents	11	2,840,369	-	2,840,369	3,659,443	-	3,659,443
Loan commitments		-	-	-	160,000	-	160,000
		11,632,360	(314,867)	11,317,493	12,647,527	(283,441)	12,364,086

Company		2023			2022		
		Gross carrying amount	Credit loss allowance	Amortised cost / fair value	Gross carrying amount	Credit loss allowance	Amortised cost / fair value
Trade and other receivables	10	124	-	124	-	-	-
Cash and cash equivalents	11	3,991	-	3,991	6,824	-	6,824
		4,115	-	4,115	6,824	-	6,824

Liquidity risk

The group is exposed to liquidity risk, which is the risk that the group will encounter difficulties in meeting its obligations as they become due.

The group manages its liquidity risk by effectively managing its working capital, capital expenditure and cash flows. The financing requirements are met through a mixture of cash generated from operations and long and short term borrowings. Committed borrowing facilities are available for meeting liquidity requirements and deposits are held at central banking institutions.

There have been no significant changes in the liquidity risk management policies and processes since the prior reporting period.

The maturity profile of contractual cash flows of non-derivative financial liabilities, and financial assets held to mitigate the risk, are presented in the following table. The cash flows are undiscounted contractual amounts.

Notes to the Consolidated and Separate Financial Statements (continued)

33. Financial instruments and risk management (continued)

Group - 2023					
		Less than 1 year	1 to 2 years	Total	Carrying amount
Non-current liabilities					
Borrowings	14	-	741,178	741,178	741,178
Current liabilities					
Trade and other payables	16	2,239,726	-	2,239,726	2,239,726
Borrowings	14	589,164	-	589,164	589,164
Bank overdraft	11	1,381,077	-	1,381,077	1,381,077
		(4,209,967)	(741,178)	(4,951,145)	(4,951,145)

Group - 2022					
		Less than 1 year	1 to 2 years	Total	Carrying amount
Non-current liabilities					
Borrowings	14	-	1,365,666	1,365,666	1,365,666
Current liabilities					
Trade and other payables		2,462,941	-	2,462,941	2,462,941
Borrowings	14	577,507	-	577,507	577,507
Bank overdraft	11	1,467,328	-	1,467,328	1,467,328
		(4,507,776)	(1,365,666)	(5,873,442)	(5,873,442)

Company - 2023				
		Less than 1 year	Total	Carrying amount
Current liabilities				
Loans from group companies	17	8,860,749	8,860,749	8,860,749

Company - 2022				
		Less than 1 year	Total	Carrying amount
Current liabilities				
Loans from group companies	17	11,405,648	11,405,648	11,405,648

Notes to the Consolidated and Separate Financial Statements (continued)

33. Financial instruments and risk management (continued)

Foreign currency risk

The group is exposed to foreign currency risk as a result of certain transactions and borrowings which are denominated in foreign currencies. Exchange rate exposures are managed within approved policy parameters utilising foreign forward exchange contracts where necessary. The foreign currencies in which the group deals primarily are the South African Rand.

The group has certain investments in foreign operations, whose net assets are exposed to foreign currency translation risk. Currency exposure arising from the net assets of the group's foreign operations is managed primarily through borrowings denominated in the relevant foreign currencies.

There have been no significant changes in the foreign currency risk management policies and processes since the prior reporting period.

Details of foreign currency risk exposure are contained in the relevant notes throughout these financial statements.

Interest rate risk

Fluctuations in interest rates impact on the value of investments and financing activities, giving rise to interest rate risk.

The debt of the group is comprised of different instruments, which bear interest at either fixed or floating interest rates. The ratio of fixed and floating rate instruments in the loan portfolio is monitored and managed, by incurring either variable rate bank loans or fixed rate bonds as necessary. Interest rate swaps are also used where appropriate, in order to convert borrowings into either variable or fixed, in order to manage the composition of the ratio. Interest rates on all borrowings compare favourably with those rates available in the market.

The group policy with regards to financial assets, is to invest cash at floating rates of interest and to maintain cash reserves in short-term investments in order to maintain liquidity, while also achieving a satisfactory return for shareholders.

There have been no significant changes in the interest rate risk management policies and processes since the prior reporting period.

Details of interest rate risk exposure are contained in the relevant notes throughout these financial statements.

34. Fair value information

Fair value hierarchy

The table below analyses assets and liabilities carried at fair value. The different levels are defined as follows:

Level 1: Quoted unadjusted prices in active markets for identical assets or liabilities that the group can access at measurement date.

Level 2: Inputs other than quoted prices included in level 1 that are observable for the asset or liability either directly or indirectly.

Level 3: Unobservable inputs for the asset or liability.

Levels of fair value measurements

Level 3

Recurring fair value measurements

Notes to the Consolidated and Separate Financial Statements (continued)

Figures in Pula	Group		Company	
	2023	2022	2023	2022

34. Fair value information Fair value hierarchy (continued)

Assets	Notes				
Investment property	5				
Investment properties		15,317,000	14,890,000	-	-
Property, plant and equipment	3				
Buildings		11,580,000	11,580,000	-	-
Total		26,897,000	26,470,000	-	-

Reconciliation of assets and liabilities measured at level 3

	Notes	Opening balance	Gains (losses) recognised in profit (loss)	Gains (losses) recognised in other comprehensive income	Closing balance
--	-------	-----------------	--	---	-----------------

Group - 2023

Assets					
Investment property					
Investment property		14,890,000	427,000	-	15,317,000
Property, plant and equipment	3				
Buildings		11,580,000	-	-	11,580,000
Total		26,470,000	427,000	-	26,897,000

Group - 2022

Assets					
Investment property					
Investment properties	5	14,187,000	703,000	-	14,890,000
Property, plant and equipment	3				
Buildings		10,044,000	-	1,536,000	11,580,000
Total		24,231,000	703,000	1,536,000	26,470,000

Notes to the Consolidated and Separate Financial Statements (continued)

35. Events after the reporting period

There were no material events which occurred between the year end and the date of signing of the consolidated financial statements.

36. Going concern

The consolidated and separate financial statements have been prepared on the basis of accounting policies applicable to a going concern. This basis presumes that funds will be available to finance future operations and that the realisation of assets and settlement of liabilities, contingent obligations and commitments will occur in the ordinary course of business.

The directors believe that the company has adequate financial resources to continue in operation for the foreseeable future and accordingly the consolidated and separate financial statements have been prepared on a going concern basis. The directors have satisfied themselves that the company is in a sound financial position and that it has access to sufficient borrowing facilities to meet its foreseeable cash requirements. The directors are not aware of any new material changes that may adversely impact the company. The directors are also not aware of any material non-compliance with statutory or regulatory requirements or of any pending changes to legislation which may affect the company.

We draw attention to the fact that at 31 December 2023, the company had accumulated losses of P (31,668,238) (2022: (P34,245,305)) and that the company's total liabilities exceed its assets by P 3,865,043 (2022: 6,442,110).

The ability of the company to continue as a going concern is dependent on a number of factors. The most significant of these is that the directors continue to procure funding for the ongoing operations for the company and that the subordination agreement referred to in note 17 of these consolidated and separate financial statements will remain in force for so long as it takes to restore the solvency of the company.

Notice of Meeting

Notice is hereby given that the Annual General Meeting of the company will be held virtually at 11.00am on Friday 28th June 2024, for the purpose of transacting the following business and considering and if deemed fit, passing with or without modification, the following resolutions:

AGENDA

1. To table the proxies and note the presence of a quorum.
2. To read notice convening the meeting.

ORDINARY RESOLUTIONS

3. Ordinary Resolution 1

To receive, consider and adopt the audited financial statements for the year ended 31 December 2023.

4. Ordinary Resolution 2

To re-elect the following directors of the company:

- i Alex Njoroge Kimani who retires by rotation in terms of Article 19.10.1 of the Company's Constitution, and being eligible, offers himself for re-election (*Please see profile under Board of Directors*).
- ii Tebatso Tiraatso Lekalake who retires by rotation in terms of Article 19.10.1 of the Company's Constitution, and being eligible, offers herself for re-election (*Please see profile under Board of Directors*).

5. Ordinary Resolution 3

To consider and ratify the remuneration paid to independent non- executive Directors for the year ended 31 December 2023.

For the Chairman and non-executive directors an annual retainer fee of **P30,000**.

6. Ordinary Resolution 4

To appoint Mazars as auditors for the ensuing year and approve their remuneration for the year ended 31 December 2023.

7. To transact any other business which may be transacted at an Annual General Meeting

A shareholder entitled to attend, and vote is entitled to appoint a proxy to attend, speak and vote in his/her stead. The person appointed need not be a shareholder. Proxy forms should be deposited or posted to PricewaterhouseCoopers Pty Ltd, whose business address is Plot 64289, Tlokweng Road, Gaborone, P.O. Box 294, Gaborone or emailed to bonolo.moutswi@pwc.com not later than 48 hours before the meeting.

By Order of the Board

PRICEWATERHOUSECOOPERS PTY LIMITED
Company Secretaries

Registered Office

Plot 64289
Tlokweng Road
P O Box 294
Gaborone
12 April 2024



OLYMPIA CAPITAL CORPORATION LIMITED
 Incorporated in the Republic of Botswana on 14 October 2002
 Company UIN: BW00002007272
 BSE Share Code: OCCL (“OCCL” or “the Company”)

Form of Proxy

I/we.....of.....being holder of.....

shares, issued and outstanding of the Company, hereby appoint.....or failing him/her.....or the chairman of the meeting as my/our proxy to vote for me/us at the Annual General Meeting of the Company to be held virtually at **11.00am on Friday 28th June 2024.**

Signed this.....day of..... 2024.

Resolutions	For	Against	Abstain
Ordinary Resolution 1 – To receive, consider and adopt the audited financial statements for the year ended 31 December 2023.			
Ordinary Resolution 2 – To re-elect the following directors of the company: i. Alex Njoroge Kimani who retires by rotation in terms of Article 19.10.1 of the Company’s Constitution, and being eligible, offers himself for re-election. ii. Tebatso Tiraatso Lekalake who retires by rotation in terms of Article 19.10.1 of the Company’s Constitution, and being eligible, offers herself for re-election.			
Ordinary Resolution 3 – To consider and ratify the remuneration paid to independent non-executive Directors for the year ended 31 December 2023. For the Chairman and non-executive directors an annual retainer fee of P30,000.			
Ordinary Resolution 4 – To appoint Mazars as auditors for the ensuing year and approve their remuneration for the year ended 31 December 2023.			

Please indicate with an “X” how you wish your votes to be cast.

ch proxy need not also be a member of the Company. The instrument appointing such a proxy must be emailed to **bonolo.moutswi@pwc.com** not less than 48 hours before the meeting i.e. before 11 am on Wednesday 26th June 2024.

Signed this.....day of.....2024

Signature of shareholder(s).....

Assisted by me (where applicable).....



OLYMPIA CAPITAL CORPORATION LIMITED
Incorporated in the Republic of Botswana on 14 October 2002
Company UIN: BW00002007272
BSE Share Code: OCCL (“OCCL” or “the Company”)

Electronic Participation Form

The shareholder or their proxies who wish to participate in the AGM to be held at 11:00 am on 28th June 2024 via electronic communication (“AGM Participant”) must notify the Company by delivering this form and supporting documents to the office of the company secretary PricewaterhouseCoopers Proprietary Limited (“PWC”), Plot 64289, Tlokweng Road, P O Box 294, Gaborone, or by email to bonolo.moutswi@pwc.com as soon as possible but no later than 11:00am on Wednesday 26th June 2024

Shareholders are strongly encouraged to complete their verification well ahead of time.

Each AGM Participant who has successfully been verified by PWC will be provided with the details on how to join the AGM webcast. Shareholders who have not appointed a proxy, hence not set forth instructions of voting, and who intend to participate in the meeting, once the identity of the shareholder has been verified the shareholders will be provided with a voting form together with instructions on how to join the 2024 AGM web stream. All verified participants who would be attending the meeting are strongly encouraged to send their completed proxy/voting forms to PWC at least 48 hours before the meeting.

Reference is made to the notice of 2024 AGM for important information regarding participation and voting at the 2024 AGM.

Name of registered shareholder	
Omang/ID/Passport number/Registration number of registered shareholder	
Number of Linked shares held	
Full name of AGM Participant	
Omang/ID/Passport number of AGM Participant	
Email Address of AGM Participant	
Mobile phone number of AGM Participant	

By signing this form, I/We agree and consent to the processing of my/our personal information above for the purposes of participation in the AGM and acknowledge the following:-

1. The cost of joining AGM is for the expense of the AGM Participant and will be billed separately by the AGM Participant’s own internet service provider. The AGM Participant is not permitted to share the link with a third party.
2. The Company, its agents and third party service providers cannot be held accountable and will not be obliged to make alternative arrangements in the event of a loss or interruption of network activity or other network failure due to insufficient airtime, internet connectivity, internet bandwidth, power outages or any other circumstances which prevents any AGM Participant or proxy holder from participating in the AGM or voting.

Signed this.....day of.....2024

Signature of Unitholder(s).....

Assisted by me (where applicable).....

KING III COMPLIANCE CHECKLIST

Key:

Y	Compliant
U	Under review
X	Non-compliant
P	Partially compliant
N/A	Not applicable

CHAPTER 1: ETHICAL LEADERSHIP AND CORPORATE CITIZENSHIP			
1.1	The board should provide effective leadership based on an ethical foundation		Y
1.2	The board should ensure that the company is and is seen to be a responsible corporate citizen		Y
1.3	The board should ensure that the company's ethics are managed effectively		Y
CHAPTER 2: BOARDS AND DIRECTORS			
2.1	The board should act as the focal point for and custodian of corporate governance		Y
2.2	The board should appreciate that strategy, risk, performance and sustainability are inseparable		Y
2.3	The board should provide effective leadership based on an ethical foundation		Y
2.4	The board should ensure that the company is and is seen to be a responsible corporate citizen		Y
2.5	The board should ensure that the company's ethics are managed effectively		Y
2.6	The board should ensure that the company has an effective and independent audit committee		Y
2.7	The board should be responsible for the governance of risk		Y
2.8	The board should be responsible for information technology (IT) governance		Y
2.9	The board should ensure that the company complies with applicable laws and considers adherence to non-binding rules, codes and standards		Y
2.10	The board should ensure that there is an effective risk-based internal audit	No separate internal audit department. Will be outsourced as and when required.	U

KING III COMPLIANCE CHECKLIST continued

2.11	The board should appreciate that stakeholders' perceptions affect the company's reputation		Y
2.12	The board should ensure the integrity of the company's integrated annual report	Adoption under review	P
2.13	The board should report on the effectiveness of the company's system of internal controls		Y
2.14	The board and its directors should act in the best interests of the company		Y
2.15	The board should consider business rescue proceedings or other turnaround mechanisms as soon as the company is financially distressed as defined in the Act		Y
2.16	The board should elect a chairman of the board who is an independent non-executive director. The CEO of the company should not also fulfill the role of chairman of the board		Y
2.17	The board should appoint the chief executive officer and establish a framework for the delegation of authority		Y
2.18	The board should comprise a balance of power, with a majority of non-executive directors. The majority of non-executive directors should be independent		Y
2.19	Directors should be appointed through a formal process		Y
2.20	The induction of and ongoing training and development of directors should be conducted through formal processes		Y
2.21	The board should be assisted by a competent, suitably qualified and experienced company secretary		Y
2.22	The evaluation of the board, its committees and the individual directors should be performed every year	The evaluation was done unofficially	P
2.23	The board should delegate certain functions to well-structured committees but without abdicating its own responsibilities		Y
2.24	A governance framework should be agreed between the group and its subsidiary boards		Y
2.25	Companies should remunerate directors and executives fairly and responsibly		Y
2.26	Companies should disclose the remuneration of each individual director and certain senior executives		Y
2.27	Shareholders should approve the company's remuneration policy		Y

KING III COMPLIANCE CHECKLIST continued

CHAPTER 3: AUDIT COMMITTEES			
3.1	The board should ensure that the company has an effective and independent audit committee		Y
3.2	Audit committee members should be suitably skilled and experienced independent non-executive directors		Y
3.3	The audit committee should be chaired by an independent non-executive director		Y
3.4	The audit committee should oversee integrated reporting	Integrated reporting is in progress	P
3.5	The audit committee should ensure that a combined assurance model is applied to provide a coordinated approach to all assurance activities	Assurance model not applied	U
3.6	The audit committee should satisfy itself of the expertise, resources and experience of the company's finance function		Y
3.7	The audit committee should be responsible for overseeing of internal audit	The committee is looking into this	U
3.8	The audit committee should be an integral component of the risk management process		Y
3.9	The audit committee is responsible for recommending the appointment of the external auditor and overseeing the external audit process		Y
3.10	The audit committee should report to the board and shareholders on how it has discharged its duties		Y
CHAPTER 4: THE GOVERNANCE OF RISK			
4.1	The board should be responsible for the governance of risk		Y
4.2	The board should determine the levels of risk tolerance		Y
4.3	The risk committee or audit committee should assist the board in carrying out its risk responsibilities		Y
4.4	The board should delegate to management the responsibility to design, implement and monitor the risk management plan		Y
4.5	The board should ensure that risk assessments are performed on a continual basis. Board and audit committee are responsible for risk		Y
4.6	The board should ensure that frameworks and methodologies are implemented to increase the probability of anticipating unpredictable risks		Y

KING III COMPLIANCE CHECKLIST continued

4.7	The board should ensure that management considers and implements appropriate risk responses		Y
4.8	The board should ensure continual risk monitoring by management		Y
4.9	The board should receive assurance regarding the effectiveness of the risk management process		Y
4.10	The board should ensure that there are processes in place enabling complete, timely, relevant, accurate and accessible risk disclosure to stakeholders		Y
CHAPTER 5: THE GOVERNANCE OF INFORMATION TECHNOLOGY			
5.1	The board should be responsible for IT governance		U
5.2	IT should be aligned with the performance and sustainability objectives of the company		U
5.3	The board should delegate to management the responsibility for the implementation of an IT		U
5.4	The board should monitor and evaluate significant IT investments and expenditure		U
5.5	IT should form an integral part of the company's risk management		U
5.6	The board should ensure that information assets are managed effectively		U
5.7	A risk committee and audit committee should assist the board in carrying out its IT responsibilities		U
CHAPTER 6: COMPLIANCE WITH LAWS, RULES, CODES AND STANDARDS			
6.1	The board should ensure that the company complies with applicable laws and considers adherence to non-binding rules, codes and standards		Y
6.2	The board and each individual director should have a working understanding of the effect of the applicable laws, rules, codes and standards on the company and its business		Y
6.3	Compliance risk should form an integral part of the company's risk management process		Y
6.4	The board should delegate to management the implementation of an effective compliance framework and processes		Y

KING III COMPLIANCE CHECKLIST continued

CHAPTER 7: INTERNAL AUDIT			
7.1	The board should ensure that there is an effective risk-based internal audit	No separate internal audit department. Will be outsourced as and when required.	U
7.2	Internal audit should follow a risk-based approach to its plan	No separate internal audit department. Will be outsourced as and when required.	U
7.3	Internal audit should provide a written assessment of the effectiveness of the company's system of control and risk management	No separate internal audit department. Will be outsourced as and when required.	U
7.4	The audit committee should be responsible for overseeing internal audit	No separate internal audit department. Will be outsourced as and when required.	U
7.5	Internal audit should be strategically positioned to achieve its objectives	No separate internal audit department. Will be outsourced as and when required.	U
CHAPTER 8: GOVERNING STAKEHOLDER RELATIONSHIPS			
8.1	The board should appreciate that stakeholders' perceptions affect a company's reputation		Y
8.2	The board should delegate to management to proactively deal with stakeholder relationships stakeholders and the outcomes of these dealings		Y
8.3	The board should strive to achieve the appropriate balance between its various stakeholder groupings, in the best interests of the company (Fund)		Y
8.4	Companies should ensure the equitable treatment of shareholders		Y
8.5	Transparent and effective communication with stakeholders is essential for building and maintaining their trust and confidence		Y
8.6	The board should ensure that disputes are resolved as effectively, efficiently and expeditiously as possible		Y
CHAPTER 9: INTEGRATED REPORTING AND DISCLOSURE			
9.1	The board should ensure the integrity of the company's integrated annual report	Adoption under review	U
9.2	Sustainability reporting and disclosure should be integrated with the company's financial reporting	Adoption under review	U
9.3	Sustainability reporting and disclosure should be independently assured	Adoption under review	U

