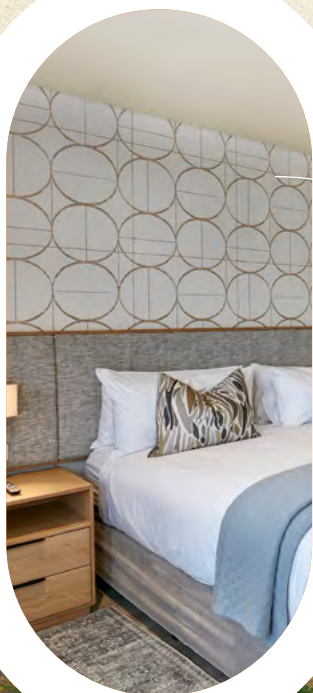




CRESTA

MARAKANELO LIMITED



Integrated REPORT 2025



Company Registration No:
BW00001308618

General Information

NATURE OF BUSINESS

Cresta Marakanelo Limited (“the Company”) is a public limited company listed on the Botswana Stock Exchange and primarily operates hotels and related services in Botswana. Of the 11 properties, 6 are owned (Mowana Safari and Spa, Marang Gardens, Thapama Hotel, President Hotel, Cresta Lodge, Bosele Hotel and Rileys Hotel), 5 are leased from different landlords (Maun Hotel, Mahalapye Hotel, Jwaneng Hotel, Botsalo Hotel and Marang Residency). A part of Cresta Marang Hotel is owned which is Marang Gardens and the other part Marang Residency is leased. All hotels are operated as business hotels and they offer accommodation and conferencing facilities except for Mowana Safari Resort and Spa which is a leisure property, offering accommodation and conferencing facilities, health and beauty spa, curio shop, game drives and boat cruises.

DIRECTORS

R W Mokgatlhe – Chairman
(appointed to the Board on 15 August 2025)

J Y Stevens
T G Ondoko
O Majuru
P Molefe
D C Mphoeng
W M Bojosi
M Morulane – Managing Director
(retired by rotation on 26 June 2025)
M K Lekaukau
J Hundah (resigned on 24 October 2025)

COMPANY SECRETARY

Tafadzwa Tafadzwa

TRANSFER SECRETARIES

Central Security Depository Botswana (CSDB)

REGISTERED OFFICE

2nd Floor, Marula House,
Prime Plaza, Plot 74538
Gaborone

INDEPENDENT AUDITORS

Grant Thornton

BANKERS

Absa Bank Botswana Limited
First National Bank of Botswana Limited
Stanbic Bank Botswana Limited

CURRENCY

Botswana Pula

CRESTA MARAKAELO LIMITED INTEGRATED REPORT

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Board of Directors



Reetsang Willie Mokgatlhe
Independent
Non-Executive Chairman
Appointed 15 August 2025

*Member of the Human Resources
and Nominations Committee*

Mr. Reetsang Mokgatlhe is the Managing Director of Prax Botswana and is currently leading the acquisition of the TotalEnergies Marketing Botswana assets. He is a seasoned business executive with extensive leadership experience across the aviation, petroleum and energy sectors in Africa and Europe.

He holds a Master of Science degree in Transport Economics from Cranfield Institute of Technology and a Bachelor of Commerce degree from University of Botswana and has completed various executive leadership and corporate governance programmes.

Mr. Mokgatlhe previously served as Chief Executive Officer of Air Botswana, Shell Oil Botswana and Botswana Oil Limited. He has also chaired and served on several boards including FAR Property Company, Botswana National Development Bank and the Botswana Stock Exchange.



John Yendall Stevens
Lead Independent Director
Appointed 22 January 2010

*Chairman of the Finance,
Risk and Audit Committee*

Mr Stevens served Deloitte in South Africa and Botswana for over 33 years. Eight of those years were as partner in charge of Deloitte Botswana. Mr Stevens retired from Deloitte in 2007 and took up the challenge of private consultancy. He holds a B.Comm Degree from Rhodes University, is a fellow member of the Botswana Institute of Chartered Accountants, a member of the South African Institute of Chartered Accountants and a member of the Institute of Chartered Accountants of England and Wales.



Pius Komane Molefe
Independent
Non-Executive Director
Appointed 15 January 2011

*Chairman of the Human Resources
and Nominations Committee*

Mr Molefe holds a Post Graduate Diploma in Economics from the University of Sussex in the United Kingdom. Mr Molefe previously worked for BBS Limited, Barclays Bank of Botswana and Ministry of Finance among others. At the Ministry of Finance, he was involved in the handling of all development projects.

Mr Molefe was further involved in the development of policies regulating the financial services sector. He was involved in the establishment of the Botswana Stock Exchange and also served as a member in the exchange.

Board of Directors (continued)



Tshepidi Ondoko
Independent
Non-Executive Director
Appointed 30 November 2017

*Member of the Finance,
Risk and Audit Committee*

Mrs Ondoko holds a BA Degree in Economics and Political Science from Swathmore College and an MBA in Finance and International Business from Columbia University Business School. Mrs Ondoko has a career spanning 20 years in financial services in both private equity and investment banking. She has worked for various institutions in Africa and Europe, including Aureos Capital, Goldman Sachs and Rand Merchant Bank. Mrs Ondoko is currently the Chief Operating Officer for Africa50 a pan-African infrastructure investment platform.



Osborne Majuru
Non-Executive
Director
Appointed 22 January 2010

*Member of the Finance,
Risk and Audit Committee*

Mr Majuru is a Chartered Accountant (Z) with an Accounting (Honours) Degree from the University of Zimbabwe. Mr Majuru has more than 20 years senior management experience including as Financial Director for Anglogold Ashanti in Zimbabwe, Tanzania and Isle of Man; Chief Executive Officer for Cresta Group of Hotels and Zuva Petroleum (Pvt) Limited. In 2019, Mr Majuru was appointed Chief Executive Officer in charge of the Cresta Hotels Cluster for the Masawara Group. Prior to this, he was the Group Chief Finance Officer and thereafter the Group Chief Strategy Officer for Masawara Zimbabwe (Pvt) Limited.

Mr Majuru serves on various Boards including Cresta Holdings (Pty) Limited, Cresta Hotels (Pvt) Limited, Grand Reinsurance and Minerva Risk Advisors.



**Angelica Waibale
Muganga Bojosi**
Independent Non-Executive Director
Appointed 1 April 2022

*Member of the Human Resources
and Nominations Committee*

Mrs Bojosi holds a Bachelor of Arts degree and a Bachelor of Laws degree from the University of Cape Town and a Master of Law degree from the University of Queensland (Australia). She is admitted as an attorney of the High Courts of Botswana and as a solicitor of the Supreme Court of England and Wales. Mrs Bojosi has over 18 years of experience practicing law specialising in corporate finance, compliance and general commercial law in both Botswana and the United Kingdom. Mrs Bojosi worked for eight years in the United Kingdom, including as General Counsel for Quadriga Worldwide Limited, a leading multinational organisation that provides a range of services for the hospitality industry. Mrs Bojosi is now the managing partner at Bojosi Law, a niche law firm operating in Gaborone, Botswana specialising in Corporate Finance, Banking, Regulatory and general Commercial Law.

Board of Directors (continued)



Ditiwa Mphoeng
Independent
Non-Executive Director
Appointed 1 April 2022

*Member of the Finance,
Risk and Audit Committee*

Mr Mphoeng is a graduate of Coventry University (United Kingdom) having attained a BEng (Hons) Degree in Electrical and Electronics specialising in Telecommunications. Mr Mphoeng is a well experienced ICT practitioner with a wealth of management experience across various industries in Botswana. Mr Mphoeng is currently the Managing Director of Newline Technologies Ltd, an ICT company he founded and continues to run. Mr Mphoeng brings along a wealth of Board experience having served in the founding Board of Botswana Fibre Networks and Botswana Railways. He currently serves on the Board of Mining Development Company of Botswana.



Mokwena Morulane
Managing Director
Appointed 10 October 2017

Mr Morulane is the Managing Director of Cresta Marakanelo Limited. Mokwena started his career at Deloitte, and has held leadership roles in the mining, oil and financial services sectors.

Mr Morulane is a fellow of the Association of Chartered Certified Accountants (ACCA), and a member of the Chartered Institute of Secretaries in Southern Africa. He is also a fellow member of the Botswana Institute of Chartered Accountants. He holds a BA (Hons) in Accounting from the University of Luton, United Kingdom. He has also completed the Saïd Business School, University of Oxford Executive Leadership Programme.

Mr Morulane is the current Chairman of Senthaga Pension Fund. Previously, he served on the Boards of Minergy Limited, Masiela Trust Fund and Old Mutual Botswana.



Chairman's Statement

Dear Shareholders,

The year ended 31 December 2025 was characterised by a difficult operating environment for both the hospitality sector and the broader Botswana economy.

Weakness in the global diamond market, reduced business activity and changing government expenditure patterns continued to place pressure on travel demand and consumer spending during the year under review.

Against this backdrop, the Company remained focused on preserving liquidity, strengthening operational resilience and re-positioning the business for long-term sustainability. While financial performance was impacted by lower occupancy levels across several business-focused hotels, the Board is satisfied that Management responded decisively through disciplined cost management, operational optimisation and strategic market diversification initiatives. This is an ongoing and reiterative process.

The Company continued to advance its strategy of reducing reliance on traditional government and mining-related business by growing exposure to corporate, leisure, regional and online travel segments. Encouraging progress was made in strengthening digital marketing and distribution channels, supporting increased engagement with broader customer markets.

During the year, the Company also benefited from the completion of significant refurbishment and expansion projects undertaken in prior years. These investments have enhanced the competitiveness and quality of the Company's hospitality offering and position the portfolio to benefit from future recovery in demand.

Chairman's Statement (continued)



A key milestone during the year was the successful restructuring and consolidation of the Company's debt facilities. This initiative materially improved the Company's liquidity profile, reduced debt service obligations and strengthened financial flexibility. The Board believes these measures provide a stronger platform from which the Company can navigate current market conditions and pursue sustainable recovery.

The Board further supported prudent balance sheet measures undertaken during the year, including the recognition of impairment charges at Cresta Jwaneng and the full write-off of goodwill. While these non-cash accounting adjustments impacted reported earnings, they reflect responsible financial stewardship and a disciplined approach to asset valuation under prevailing market conditions.

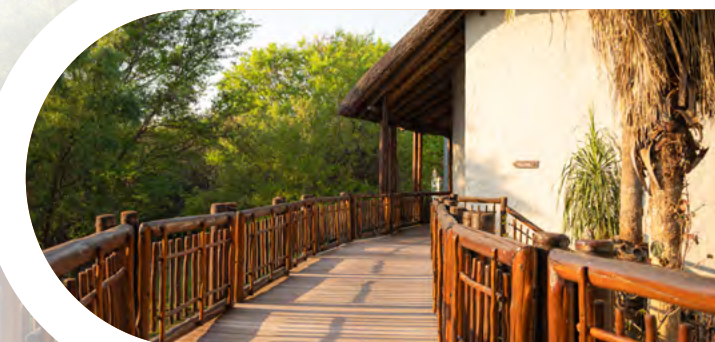
Notwithstanding the challenges experienced during the year, the Board remains confident in the long-term fundamentals of the hospitality industry and the strategic re-positioning of the Company's portfolio. Management will continue focusing on operational efficiency, revenue diversification, cash generation and disciplined capital allocation as the business navigates the evolving economic landscape.

On behalf of the Board, I would like to express sincere appreciation to my fellow Board members, Management and Staff for their resilience, dedication and professionalism during a demanding year. I also thank our shareholders, customers, financiers, regulators and business partners for their continued support and confidence in the Company.

The Board remains committed to sound governance, responsible stewardship and the creation of sustainable long-term value for all stakeholders.

Signed on behalf of the Board.

Reetsang Willie Mokgatlhe
Independent Non-Executive Chairman
30 March 2026



Executive Management



Mokwena Morulane
Managing Director

Mokwena is the Managing Director of Cresta Marakanelo Limited, and has been at the helm of the Company since 2017. Mokwena started his career at Deloitte and has held leadership roles in the mining and financial service sectors. Mokwena is a fellow of the Association of Chartered Certified Accountants (ACCA), and a member of the Chartered Institute of Secretaries in Southern Africa. He holds a BA (Hons) in Accounting from the University of Luton, United Kingdom.



Tafadzwa Tafadzwa
Chief Finance Officer

Tafadzwa was appointed as the Chief Finance Officer in August 2023. He is a Chartered Accountant by profession and has more than 10 years senior management experience in the hospitality industry. Before he joined the Company, he was the Finance Director at Cresta Hotels in Zimbabwe. He trained with Ernst & Young Chartered Accountants (EY).

Tafadzwa is a member of the Institute of Chartered Accountants of Zimbabwe (ICAZ) and an Associate Member of the Botswana Institute of Chartered Accountants (BICA). Among other qualifications, he is a holder of Honours Bachelor of Accounting Science from the University of South Africa (UNISA), Bachelor of Commerce Honours Degree in Accounting from the National University of Science and Technology (NUST), a university in Zimbabwe and is a Certified Internal Auditor (CIA).



Mpho Ntsatsi
Group Human Resources Manager

Mpho is a highly accomplished and seasoned HR expert, with a proven track record of delivering a People led strategic agenda premised on providing transformative, scalable, futuristic, and sustainable solutions. She has a strong background in building and supporting high-performing teams, improving company effectiveness through proactive cost containment strategies, and expertly administering employee related benefits.

Mpho holds an MSc Strategic Management from the University of Derby (UK), and a Bachelor of Arts majoring in Industrial Psychology from the University of Maryland Baltimore County (USA). She has also completed the Management Development Program through the Stellenbosch University and is a Change Management Registered Practitioner through APMG International. Additionally, Mpho is a Certified Talent Management Practitioner.

Executive Management (continued)



Galeboe Mmesesi
Group ICT Manager

Galeboe is responsible for the digital transformation of the Company, ensuring always-on hospitality technologies and experiences for guests and staff. Mmesesi's experiences span 24 years in the telecommunications and oil industries where he held senior positions. He holds a Bachelor of Computer Science from the University of Botswana and many professional certifications, including Board Director, ITIL, PRINCE2 and Managing Successful Programmes certificates.



Pearl Molomo
Group Risk & Internal Audit Manager

Pearl oversees the provision of assurance and consultancy services for the CML Board in relation to internal controls, risk management and governance processes. Pearl is a fellow member of the Association of Chartered Certified Association, FCCA (UK), a Certified Internal Auditor (CIA), a graduate of University of Stellenbosch Management Development Program. She also has a degree in Accounting from the University of Botswana. Mrs. Molomo has more than 15 years of managerial and leadership work experience in the auditing profession from various entities in different industries.



Managing Director’s Statement

Overview of Operations

The Company recorded revenue of P365.2 million for the year under review, representing a decline of P19.5 million (5%) compared to the prior year.

The decrease in revenue was primarily driven by lower occupancy levels and softer average room rate across the Company’s business-focused hotels, which account for 77% of the total room inventory. The hospitality industry’s inherently high operating leverage amplified the impact of reduced occupancy and average room rates on overall profitability.

The slowdown in the global diamond market, which has had a knock-on effect on the domestic economy, also weighed on corporate travel demand. Cresta Jwaneng, given its proximity to mining-related activity, experienced the most direct impact of this slowdown.

In response to these conditions, Management implemented targeted cost optimisation initiatives aligned with current revenue levels while simultaneously pursuing market diversification strategies aimed at broadening the Company’s customer base.

Gross profit margin declined from 38% in 2024 to 34% in 2025, reflecting the combined impact of lower revenue and higher depreciation charges related to right-of-use assets on leased properties.

The increase in depreciation reflects the expansion of room inventory at Cresta Jwaneng, where additional rooms commissioned in August 2024 resulted in a full-year depreciation charge being recognised in 2025 compared to a partial-year impact in the prior period. Despite these pressures, procurement efficiencies and strengthened cost management practices helped mitigate rising input costs.

Managing Director’s Statement (continued)

Financial Highlights

	2025 P'million	2024 P'million	% Change
Revenue	365.2	384.7	▼ 5%
Earnings before interest, tax, depreciation & amortisation	77.2	90.2	▼ 14%
Loss before tax	(29.1)	3.0	▼ 106.3%
Net cash movement	0.2	23.69	▲ 101%
Debt service	42.5	75.7	▲ 44%
Capital expenditure spend	14.6	46.5	▲ 69%

To support revenue recovery, the Company intensified its digital marketing and distribution strategies, targeting both corporate and international travellers. These initiatives contributed to increased bookings from individual travellers, corporate clients, and foreign markets. Looking ahead, the Company intends to further strengthen these initiatives by expanding its digital presence and enhancing targeted marketing campaigns in key regional and international markets.

Administrative and operating expenses remained broadly stable at P101.7 million (2024: P101.6 million) despite inflationary pressures. Through disciplined cost management, the Company contained fixed cost growth while actively managing variable cost structures to protect margins.

Cresta Jwaneng recorded an impairment loss of P14.1 million following a reassessment of its recoverable amount. The impairment was primarily driven by an increase in the discount rate applied in the valuation, reflecting tightening liquidity conditions in the domestic market and the associated rise in Botswana sovereign bond yields, which reduced the present value of projected cash flows. This was further impacted by subdued trading conditions as the market adjusted to policy and economic changes, affecting near-term cash flow expectations.

Depreciation expense increased by P1.9 million (6%) to P35.5 million (2024: P33.5 million). This increase reflects refurbishment and expansion projects undertaken in recent years, with capital expenditure of P46.5 million in 2024 and P14.6 million in 2025.

Finance income declined compared to the prior year following the liquidation of short-term investments in 2024 to support working capital requirements.

Interest-bearing borrowings reduced to P156.0 million (2024: P176.7 million) following continued debt service and capital repayments during the year. As a result, finance costs on interest-bearing borrowings decreased by 11%, from P15.3 million in 2024 to P13.6 million in 2025.

Statement of Financial Position

Shareholders’ equity declined by 15%, from P163.3 million in 2024 to P139.3 million in 2025, primarily due to the reduction in retained earnings following the impairment recognised at the Cresta Jwaneng cash-generating unit, the full write-off of goodwill, and the loss before tax for the period.



Managing Director's Statement (continued)

Statement of Financial Position (continued)

Total assets declined year-on-year primarily due to depreciation exceeding capital expenditure. Right-of-use assets decreased as a result of normal depreciation, with no new lease additions recognised, resulting in a corresponding reduction in lease liabilities.

Trade receivables declined slightly from P29.6 million to P28.6 million. Deferred revenue decreased by 16%, reflecting the utilisation of advance bookings and customer deposits. Overall, the credit quality of the Company's receivables remains stable.

Cash Flow

Despite the challenging operating environment, the Company maintained a resilient liquidity position during the year. Net cash inflows of P0.2 million were generated, compared to a net cash outflow of P23.7 million in the prior year. This was supported by a significant reduction in debt service obligations of 44% following the successful restructuring and consolidation of ABSA facilities.

Capital expenditure was tightly managed, declining from P46.5 million to P14.6 million, with spend focused primarily on essential maintenance following the completion of major projects in prior periods.

During the year, 35% (P28.2 million) of cash generated from operations was allocated towards lease payments relating to the Company's five leased properties (2024: 27%). Capital structure commitments, comprising capital repayments and finance costs on borrowings, consumed 53% (P42.5 million) of cash generated from operations (2024: 80%).

The Company ended the year with a positive cash position and no utilisation of its overdraft facility, reinforcing its ability to meet obligations as they fall due. Management remains focused on sustaining liquidity and strengthening cash generation as a key priority.

Outlook

Looking ahead to 2026, the Company will focus on strengthening cash generation, restoring profitability and maintaining disciplined cost management as market conditions stabilise.

The Board and Management will pursue market diversification initiatives, including opportunities to expand regional demand and grow the leisure segment of the portfolio, while leveraging recently refurbished and expanded properties to support improvements in occupancy and yield. The Company will also advance technology-driven initiatives aimed at improving operational efficiency and enhancing service delivery.

While macroeconomic conditions remain uncertain, Management will continue to monitor market developments and adjust operational strategies as necessary to support sustainable financial performance.

Appreciation

On behalf of Management, I would like to extend my sincere appreciation to our employees for their resilience, professionalism, and commitment during a demanding year for the hospitality industry and the broader economy.

I also wish to thank the Board for its guidance and support, as well as our valued customers, shareholders, financiers, business partners and stakeholders for their continued confidence in the Company and the Cresta brand.

Management remains committed to strengthening operational performance, enhancing guest experiences, and positioning the Company for sustainable long-term growth.



Mokwena Morulane
Managing Director
30 March 2026



Managing Director's Statement (continued)





Corporate Governance

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Corporate Governance

The Board
The Board is committed to ensuring that good practice in corporate governance is observed throughout the Company and remains the responsibility of the whole Board.

The Board is committed to maintaining high standards of business integrity and professionalism in all its activities and continues to support the highest standards in corporate governance. Over and above adhering to the Companies Act, the Company has adopted the King III Code of Corporate Governance and abides by the Botswana Stock Exchange (BSE) Listing Requirements.

Overall control of the Company is exercised by the Board, which has responsibility, among other things, for setting strategy and ensuring adequate resources are available and effective; and ethical leadership is provided to achieve the Company's strategy. It, therefore, considers and approves, among other things, all major investment decisions, the key risks to which the business is exposed, and measures to eliminate or minimise the impact of such risks, capital expenditure and the appointment of certain key executives. The Board meets at least four times a year or as often as the circumstances may determine. In addition to the Board members, Executive Management and professional advisors of the Company are requested to attend Board and Committee meetings as and when required.

Executive Management is accountable to the Board for the Company's operational performance including implementing strategy as determined by the Board; maintaining adequate internal control systems and risk management processes; monitoring operational performance against plans and targets and reporting to the Board any significant variances, maintaining an effective management team and succession planning.

Composition of the Board
The Company's Constitution prescribes that the number of Directors on the Board shall not be more than 12 or less than four. The quorum for a Board meeting is four Directors, two of whom must be independent. The Board is comprised of eight individuals of high calibre with a diverse set of skills, expertise and experience which are adequate to allow the Board to discharge its duties effectively. In accordance with the Company's Constitution, each Director may from time to time appoint any person who is not already a Director and who is approved by a majority of the other Directors to be the Director's alternate director.

The mandate of the Board also incorporates the promotion of diversity in the Board's membership including field of knowledge, skills and experience, age, culture, and gender, including the setting of targets for gender representation. The Board considers these gender targets when considering new appointments to the Board.

Non-executive directors are appointed through a formal process and the Human Resources and Nominations Committee assists with the process of identifying suitable candidates to be proposed. The term of office for non-executive members is three years. Thereafter non-executive members may be re-elected for three years subject to the rotation guidelines in the Constitution.

Corporate Governance (continued)

Composition of the Board (continued)
In accordance with the Company's Constitution, one-third of the non-executive directors are required to retire annually, and if available and eligible, may stand for re-election at the company's AGM. The Directors of Cresta Marakanelo Limited are:

Reetsang Willie Mokgatlhe	– Independent Non-Executive Chairman (appointed to the Board on 15 August 2025)
John Stevens	– Independent Non-Executive Director
Tshepidi Ondoko	– Independent Non-Executive Director
Pius Molefe	– Independent Non-Executive Director
Angelica Bojosi	– Independent Non-Executive Director
Ditirwa Mphoeng	– Independent Non-Executive Director
Osborne Majuru	– Non-Executive Director
Mokwena Morulane	– Managing Director
Moathodi Lekaukau	– Independent Non-Executive Chairman (retired by rotation on 26 June 2025)
Joseph Hundah	– Non-Executive Director (resigned on 24 October 2025)

Each Director is expected to fulfil their duties for the benefit of all shareholders, and the Independent Non-executive Directors provide strong independent judgement to the deliberations of the Board. The Board has established agreed procedures for managing potential conflicts of interest. All Directors are required to disclose at each meeting their shareholding, additional directorships, and any potential conflicts of interest to the Chairperson and the Company Secretary. The Board reviews these procedures on an annual basis. In order to assist the Board to deal with any actual or perceived conflicts of interest, Mr John Stevens was appointed as the Lead Independent Director. The Board is satisfied that the procedures for managing potential conflicts remain effective.

Board Evaluation
The performance of the Board, committees and individual board members are assessed annually whether internally or independently. The aim of the evaluation is to assist the Board in improving its effectiveness. The performance of the Chairman and the Managing Director is also assessed annually. The outcome of the evaluation is discussed at a Board meeting and relevant action points are noted for implementation.

The Board considered the competence, qualifications, and experience of the Company Secretary, Ms Mpho Moletlo Kgosietsile of Wise Leadership Proprietary Limited and concluded that she was competent to carry out her duties, and that it was satisfied that an arm's length relationship existed between the Board and the Company Secretary as envisaged in the Botswana Stock Exchange Listings Requirements. Ms Kgosietsile resigned as Company Secretary with effect from 28 February 2026. Following her resignation, Mr. Tafadzwa Tafadzwa was appointed Company Secretary of the Company.

Internal Control Systems
The Board is responsible for the Company's system of internal control, including the Company's financial reporting process and the Company's process for preparation of financial statements, and for monitoring its effectiveness. In establishing this system, the Directors have considered the nature of the Company's business, with regard to the risks to which the business is exposed to, the likelihood of such risks occurring, their potential impact and the costs of protecting against them. However, such a system is designed to manage rather than eliminate the risk of failure to achieve business objectives and can only provide reasonable and not absolute assurance against material misstatement.

The Board confirms that there is an ongoing process for identifying, evaluating, and managing the significant risks faced by the Company. This process is reviewed by the Finance, Risk and Audit Committee on behalf of the Board and has been in place for the year under review, and up to the date of the approval of the annual report. Primary responsibility for the operation of the system of internal controls is delegated to executive management. The effectiveness of the operation of internal control system is reviewed by the internal audit function and, where appropriate, by the Company's external auditor, who report to management and to the Finance, Risk and Audit Committee.

Corporate Governance (continued)

Internal Control Systems (continued)

In addition, responsibility is delegated to executive management to monitor the effectiveness of the systems of control in managing identified risks as established by the Board. The internal audit function reviews the effectiveness of key internal controls as part of its standard work programme, and individual reports are issued to appropriate senior management. These reports are summarized and distributed to the Finance, Risk and Audit Committee, the Managing Director and senior management of the Company. They are subsequently reviewed by the Finance, Risk and Audit Committee, which ensures that, where necessary, recommendations on appropriate corrective action are drawn to the attention of the full Board.

Board Delegated Committees

In relation to certain matters, committees have been established with specific delegated authority and terms of reference that have been approved by the Board. The standing committees of the Board are the Finance, Risk and Audit Committee and the Human Resources and Nominations Committee. Both of these committees have terms of references approved by the Board.

2025 Board and Sub-Committee Meetings Attendance

The table below indicates the attendance by the Directors for Board and Committee meetings:

	Board Meetings		Finance, Risk & Audit Committee Meetings		Human Resources Committee Meetings	
	Maximum possible*	Attended	Maximum possible*	Attended	Maximum possible	Attended
Reetsang W. Mokgathe**	2	2	—	—	1	1
Moathodi Lekaukau***	4	3	—	—	2	1
John Stevens	8	6	5	5	—	—
Pius Molefe	8	8	—	—	4	4
Osborne Majuru	7	4	5	3	—	—
Tshepidi Ondoko	8	4	5	4	—	—
Ditirwa Mphoeng	8	8	5	4	—	—
Angelica Bojosi	8	8	—	—	4	4
Joseph Hundah****	2	2	—	—	—	—
Mokwena Morulane	7	7	—	—	4	4

* In addition to the four scheduled quarterly Board and sub-committee meetings held during the year, the Board convened four Special Board meetings and FRAC convened one Special Committee meeting to address specific strategic and operational matters.

** R. W. Mokgathe was appointed during the financial year and his maximum possible attendance reflects meetings held after his appointment.

*** M. Lekaukau retired by rotation during the financial year and his maximum possible attendance reflects meetings held prior to his retirement.

**** J. Hundah resigned during the financial year and his maximum possible attendance reflects meetings held prior to his resignation.

Corporate Governance (continued)

Finance, Risk and Audit Committee (continued)

Mandate of the Committee:

- Assist the Board with the evaluation of adequacy and effectiveness of the internal control systems, accounting practices, information systems and auditing processes applied in the business.
- Ongoing reviews of the Company's risk management processes as well as ensuring legislative and regulatory compliance.
- Introduce such measures that would serve to enhance the credibility and objectivity of the financial statements.
- Reviewing the integrity of annual financial statements, reports, circulars, and announcements made by the Company to shareholders.
- Monitoring and reviewing the effectiveness of the internal audit function.
- Making recommendations to the Board on the appointment and dismissal of the external auditor; and annual review of the independence and objectivity of the external auditor.
- Agreement of detailed scope of the external audit prior to commencement of their audit; reviewing the results of the audit and its cost effectiveness; and recommendation of the audit fee to the Board; monitoring and approving, when appropriate, the nature of any non-audit work and levels of fees paid.
- Ensuring the effectiveness of the finance function.
- Considering on an annual basis and satisfying itself of the appropriateness of the expertise and experience of the Chief Financial Officer.

The Finance, Risk and Audit Committee is of the view that it has discharged all of its mandated roles. Further to this, the Committee confirms that it reviewed the appropriateness and expertise of the Chief Finance Officer, Mr. Tafadzwa Tafadzwa and it is satisfied that he has the suitable expertise and skills for the position. Mr. Tafadzwa is a Chartered Accountant (Institute of Chartered Accountants of Zimbabwe) and an Associate member of the Botswana Institute of Chartered Accountants (BICA). He is a holder of Honours Bachelor of Accounting Science from the University of South Africa, Bachelor of Commerce Honours Degree in Accounting from the National University of Science and Technology (Zimbabwe) and is a Certified Internal Auditor under the Global Institute of Internal Auditors.



Corporate Governance (continued)

Human Resources and Nominations Committee

Committee Chairman – Pius Molefe
Committee Members – Reetsang Mokgatlhe,
Angelica Bojosi,
Mokwena Morulane

The Human Resources and Nominations Committee is chaired by an independent non-executive director and has two non-executive Directors and one executive Director as members. The Human Resources Committee meets at least twice a year. It is responsible for considering and making recommendations to the Board, within agreed terms of reference, on the Company's remuneration policies, determining the remuneration packages of executive management and the operation of the Company's phantom share scheme. The mandate of the Committee also incorporates the regular review of the balance of skills, experience, independence and knowledge of the Board of Directors and its Committees. The Human Resources and Nominations Committee also leads the process for Board appointments and makes recommendations to the Board. Meetings convened to nominate new directors to the Board are chaired by Mr Mokgatlhe, the Board Chairman.

Other functions of the Committee include a review of the performance conditions used for long term incentives, review of short-term bonus arrangements and targets. The Committee takes independent advice as deemed necessary.



Remuneration Report

Directors' Remuneration

Non-executive Directors are remunerated as follows:

	Fee per meeting (P)	
	2025	2024
Board Chairman	22 000	22 000
Board Member	11 000	11 000
Sub Committee Chairman	11 550	11 550
Sub Committee Member	7 700	7 700

The fee per meeting is also for ad-hoc meetings of the Board and its sub committees and attendance at the Annual General Meeting.

The total remuneration paid by the Company to non-executive Directors for the 2025 and 2024 financial years for scheduled and ad-hoc meetings is listed below:

	2025 Directors' fees (P)	2024 Directors' fees (P)
Reetsang W. Mokgatlhe	77 000	—
Moathodi Lekaukau	77 000	231 550
John Stevens	131 450	141 900
Pius Molefe	136 400	123 200
Osborne Majuru	67 100	70 400
Tshepidi Ondoko	74 800	89 100
Ditirwa Mphoeng	121 000	107 800
Angelica Bojosi	113 300	118 800
Joseph Hundah	22 000	62 700
Total	820 050	945 450

The following Directors have direct or indirect shareholding in Cresta Marakanelo Limited:

John Stevens	200 000 shares
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Corporate Governance (continued)

Key Management Compensation

Key Management personnel of the Company includes the Managing Director, Chief Financial Officer, Group ICT Manager, Group Risk and Internal Audit Manager and Group Human Resources Manager. They are all on fixed term employment contracts for three-to-five-year periods, which are renewable based on performance.

The guiding principles relating to the remuneration of key management are;

- Compensation arrangements shall emphasize performance-based remuneration and retention of key management.
- Compensation shall maintain an appropriate balance between base salary, long-term and annual incentive compensation.
- In approving remuneration, the recent remuneration history of key management, including special or unusual remuneration payments, shall be taken into consideration.
- Bonus cash incentives remuneration shall be linked to the agreed bonus formula, determined in relation to set annual targets.

The long-term incentive plan is not yet in place.

The Managing Director and Chief Financial Officer's remuneration is paid by the Management Company (Note 26). The Managing Director and Chief Financial Officer's short-term incentive is based on the achievement of the annual revenue and profit targets of the Company. The Management Company's remuneration is based on a percentage of turnover and a percentage of net operating profit. Refer to Note 26.5 for remuneration received by key management.



Corporate Governance (continued)

King III Compliance Checklist

The Company has largely complied with the guidelines of the King III Code of Corporate Governance. Explanations for the instances of partial compliance and non-compliance have been included below.

Key: ✓ Compliant # Partially compliant X Non-compliant

	Status	Note
Ethical Leadership and Corporate Citizenship		
The board should provide effective leadership based on an ethical foundation	✓	
The board should ensure that the company is seen as a responsible corporate citizen	✓	
The board should ensure that the company's ethics are managed effectively	✓	
Board and Directors		
The board is the focal point for and the custodian of corporate governance	✓	
The board should appreciate that strategy, risk, performance and sustainability are inseparable	✓	
The board should ensure that the company is and is seen to be a responsible corporate citizen	✓	
The board should ensure that the company's ethics are managed effectively	✓	
The board should ensure that the company has an effective and independent audit committee	#	Note 1
The board should be responsible for the governance of risk	✓	
The board should be responsible for information technology (IT) governance	✓	
The board should ensure that the company complies with applicable laws and considers adherence to non-binding rules, codes and standards	✓	
The board should ensure that there is an effective risk-based internal audit	✓	
The board should appreciate that the stakeholders' affect the company's reputation	✓	
The board should ensure the integrity of the company's integrated annual report	✓	
The board should report on the effectiveness of the company's systems of internal controls	✓	
The board and its directors should act in the best interests of the company	✓	
The board should consider business rescue proceedings or other turnaround mechanisms as soon as the company is financially distressed as defined in the act	✓	
The board should elect a chairman of the board who is an independent non-executive director.		
The CEO of the company should not also fulfil the role of chairman of the board.	✓	
The board should appoint the chief executive officer and establish a framework for the delegation of authority	✓	
The board should comprise a balance of power, with a majority of non-executive directors.		
The majority of non-executive directors should be independent	✓	
Directors should be appointed through a formal process	✓	
The induction of and ongoing training and development of directors should be conducted through formal processes	✓	
The board should be assisted by a competent, suitably qualified and experienced company secretary	✓	
The evaluation of the board, its committees and the individual directors should be performed every year	✓	
The board should delegate certain functions to well-structured committees but without abdicating its own responsibilities	✓	
A governance framework should be agreed between the group and its subsidiary boards	✓	
Companies should remunerate directors and executives fairly and responsibly.	✓	
Companies should disclose remuneration of each individual director and prescribed officer	✓	
Shareholders should approve the company's remuneration policy	✓	

Corporate Governance (continued)

King III Compliance Checklist (continued)

Key: ✓ Compliant # Partially compliant X Non-compliant

	Status	Note
Audit Committee		
The board should ensure that the company has an effective and independent audit committee	#	Note 1
Audit committee members should be suitably skilled and experienced independent non-executive directors	#	Note 1
The audit committee should be chaired by an independent non-executive director	✓	
The audit committee should oversee integrated reporting	✓	
The audit committee should ensure that a combined assurance model is applied to provide a co-ordinated approach to all assurance activities.	✓	
The audit committee should satisfy itself of the expertise, resources and experience of the company's finance function	✓	
The audit committee should be responsible for overseeing of internal audit.	✓	
The audit committee should be an integral component to the risk management process	✓	
The audit committee is responsible for recommending the appointment of the external auditors and overseeing the external audit process	✓	
The audit committee should report to the board and shareholders on how it has discharged its duties	✓	
The Governance of Risk		
The board is responsible for the governance of risk	✓	
The board should determine the levels of risk tolerance	✓	
The risk committee or audit committee assists the board in carrying out its risk responsibilities.	✓	
The board should delegate to management the responsibility to design, implement and monitor the risk management plan	✓	
The board should ensure that risk assessments are performed on a continual basis	✓	
The board should ensure that frameworks and methodologies are implemented to increase the probability of anticipating unpredictable risks	✓	
The board should ensure management considers and implements appropriate risk responses	✓	
The board should ensure continual risk monitoring by Management	✓	
The board should receive assurance regarding the effectiveness of the risk management process	✓	
The board should ensure that there are processes in place enabling complete, timely, relevant, accurate and accessible risk disclosure to shareholders	✓	
The Governance of Information Technology ("IT")		
The board should be responsible for information technology (IT) governance	✓	
IT should be aligned with the performance and sustainability objectives of the company	✓	
The board should monitor and evaluate significant IT investments and expenditure	✓	
IT should form an integral part of the company's risk management	✓	
The board should ensure that the information assets are managed effectively	✓	
The risk committee and audit committee should assist the board in carrying out its IT responsibilities	✓	

Corporate Governance (continued)

King III Compliance Checklist (continued)

Key: ✓ Compliant # Partially compliant X Non-compliant

	Status	Note
Compliance with Laws, Codes, Rules and Standards		
The board should ensure that the company complies with applicable laws and considers adherence to non-binding rules, codes and standards	✓	
The board and its individual directors should have a working understanding of the effect of the applicable laws, rules, codes and standards on the company and its business	✓	
Compliance risk should form an integral part of the company's risk management process	✓	
The board should delegate to management the implementation of an effective compliance framework and processes	✓	
Internal Audit		
The board should ensure that there is an effective risk based internal audit	✓	
Internal audit should follow a risk-based approach to its plan	✓	
Internal audit should provide a written assessment of the effectiveness of the company's system of internal controls and risk management	✓	
The audit committee should be responsible for overseeing internal audit	✓	
Internal audit should be strategically positioned to achieve its objectives	✓	
Governing Stakeholder Relationships		
The board should appreciate that stakeholders' perceptions affect a company's reputation	✓	
The board should delegate to management to proactively deal with stakeholder relationships	✓	
The board should strive to achieve the appropriate balance between the various stakeholder groupings, in the best interests of the company	✓	
Companies should insure equitable treatment of shareholders	✓	
Transparent and effective communication with stakeholders is essential for building and maintaining their trust and confidence	✓	
The board should ensure disputes are resolved as effectively, efficiently, and expeditiously as possible	✓	
Integrated Reporting and Disclosure		
The board should ensure the integrity of the company's integrated annual report	✓	
Sustainability reporting and disclosure is integrated with the company's financial reporting	✓	
Sustainability reporting and disclosure should be independently assured.	#	Note 2

Notes

- Note 1.** The Finance, Risk and Audit Committee members are suitably qualified; however, the Committee includes one non-independent director.
- Note 2.** The Sustainability report has not been independently assured.

Corporate Governance (continued)

Communication with Stakeholders

The Company holds Annual General Meetings. At these meetings, there is an opportunity for all shareholders to question the Chairperson and other Directors (including Chairman of the Finance, Risk and Audit Committee, Human Resources and Nominations Committee). The Company prepares separate resolutions on each substantially separate issue put to shareholders and does not combine resolutions together inappropriately. A schedule of proxy votes cast is made available for inspection at the conclusion of the proceedings and the annual report is laid before the shareholders at the Annual General Meeting. Notice of the annual general meeting and related papers are sent to shareholders at least 21 days prior to the date of the meeting, and the Company encourages all shareholders to make positive use of the annual general meeting for communication with the Board.

Further, the Company has made available an investor relations page on the Company's website: www.crestamarakanelo.com. All information about the Company and activities can be found on this page. Comments and questions can be channelled to management through this page.



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Sustainability & Value Creation Report

Basis of Preparation & Presentation

This Sustainability and Value Creation Report forms part of the Integrated Reporting suite of Cresta Marakanelo Limited (“CML” or “Company”) for the financial year ended 31 December 2025.

The report seeks to provide stakeholders with insight into how the Company creates sustainable value over the short, medium, and long term through the responsible management of financial, manufactured, human, intellectual, social, and natural capital.

The report has been prepared taking guidance from the following frameworks, standards and governance principles:

- Botswana Stock Exchange Sustainability Disclosure Guidance.
- International <IR> Framework (“Framework”)
- Global Reporting Initiative (“GRI”) Standards
- Botswana Stock Exchange (“BSE”) Listing Requirements
- King IV Report on Corporate Governance for South Africa 2016 (“King IV”)
- United Nations Sustainable Development Goals (“UN SDGs”)

The Company’s financial statements have been prepared in accordance with IFRS Accounting Standards.

The Board acknowledges that the Company’s sustainability reporting journey is evolving and remains committed to progressively enhancing ESG disclosures, performance measurement and sustainability integration into strategy and operations.

Sustainability & Value Creation Report (continued)



Sustainability Governance

The Board recognises sustainability as a strategic imperative underpinning the long-term resilience and viability of the Company.

Oversight of sustainability, ESG and broader stakeholder matters resides with the Board, supported by the Finance, Risk and Audit Committee (“FRAC”). Sustainability considerations are integrated into strategic planning, enterprise risk management, capital allocation and operational decision-making processes.

Management is responsible for the execution of sustainability initiatives across the Company’s operations and for embedding sustainable business practices within the Company’s culture and operating model.

The Company’s governance approach to sustainability is guided by the following principles:

- Ethical and transparent leadership
- Responsible corporate citizenship
- Long-term stakeholder value creation
- Environmental stewardship
- Compliance with applicable laws and regulations
- Sustainable business resilience and operational continuity

The Company continues to strengthen its sustainability governance structures, policies and reporting capabilities in line with evolving stakeholder expectations and emerging ESG practices.

Company Overview

Cresta Marakanelo Limited operates in the hospitality and tourism sector and is one of Botswana’s leading hotel operators.

The Company operates eleven hotels across Botswana and services both the business and leisure travel segments through a diversified hospitality offering comprising accommodation, conferencing, restaurants, bars, safari experiences, wellness facilities and outside catering.

The Company derives strategic brand support and marketing benefits through the operation of the “Cresta Hotels” brand under a Management Agreement with Cresta Holdings Proprietary Limited.

The Company’s portfolio comprises the following hotels:

- **Gaborone** – Cresta Lodge and Cresta President
- **Francistown** – Cresta Thapama and Cresta Marang
- **Maun** – Cresta Riley’s and Cresta Maun
- **Palapye** – Cresta Botsalo
- **Selebi-Phikwe** – Cresta Bosele
- **Mahalapye** – Cresta Mahalapye
- **Jwaneng** – Cresta Jwaneng
- **Kasane** – Cresta Mowana Safari Resort & Spa

The Company remains committed to delivering memorable guest experiences while creating sustainable value for shareholders, employees, communities, suppliers, government, and broader stakeholders.

Sustainability & Value Creation Report (continued)



Our Operating Environment

FY2025 represented a transitional year for both the hospitality industry and the broader Botswana economy.

The operating environment continued to be characterised by:

- Slower economic growth
- Weakness in the diamond sector
- Reduced government expenditure
- Pressure on discretionary consumer spending
- Elevated operating costs
- High financing costs and liquidity pressures within the market
- Structural shifts in government travel and procurement patterns

The hospitality industry continued to experience changing domestic demand patterns following the migration from traditional government travel expenditure towards more cost-conscious travel policies.

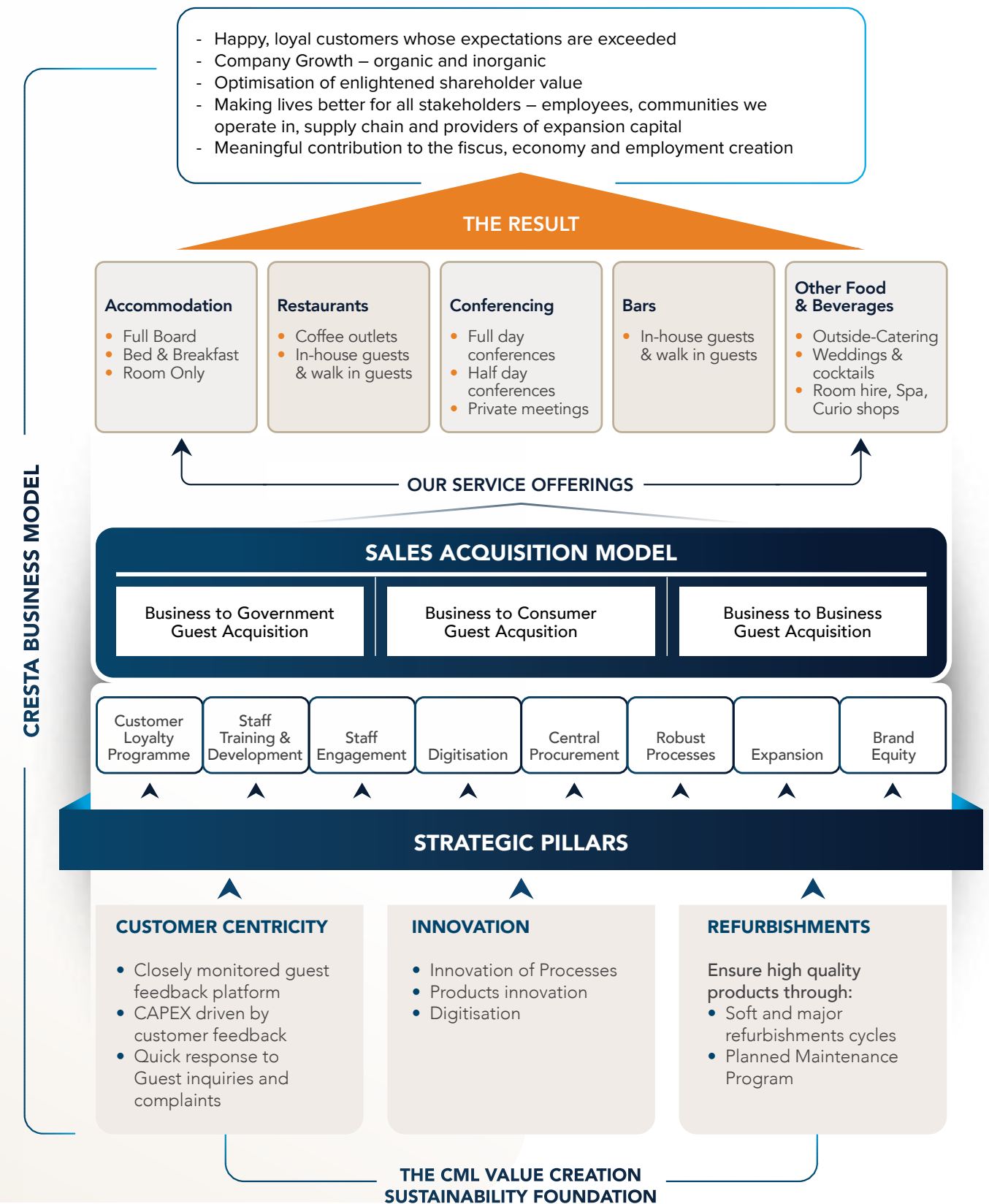
These market conditions accelerated the Company's strategic focus on:

- Diversification of revenue streams
- Leisure market penetration
- Regional and international tourism growth
- Digital sales and online distribution channels
- Cost optimisation and operational agility
- Yield management and revenue optimisation

Despite the challenging environment, the Company continued to demonstrate resilience through disciplined cost management, strategic market repositioning and targeted investment into key hospitality assets.

Sustainability & Value Creation Report (continued)

Our Business Model



Sustainability & Value Creation Report (continued)

Material Sustainability Matters

The Company continuously evaluates sustainability-related matters that materially impact its ability to create long-term value.

The following matters were identified as key sustainability priorities during FY2025:

ESG Theme	Material Matter	Strategic Response
Economic Sustainability	Weak economic environment and reduced government travel spend	Diversification into leisure, corporate and online markets
Climate & Environment	Water and energy efficiency	Water recycling, water reducers, dry gardens, and energy efficiency initiatives
Human Capital	Attraction and retention of key skills	Staff development, engagement, and succession planning
Social Impact	Community wellbeing and youth empowerment	Community investment and skills development initiatives
Governance	Ethical conduct and compliance	Strong governance structures and compliance monitoring
Technology	Cybersecurity and digitisation	Enhanced cybersecurity awareness and process digitisation
Financial Resilience	Liquidity and debt servicing	Active cashflow and working capital management including debt restructuring completed in quarter 4 of 2025.

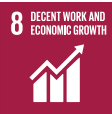


Sustainability & Value Creation Report (continued)

Contribution to the United Nations Sustainable Development Goals

The Company recognises the importance of contributing towards the United Nations Sustainable Development Goals (“SDGs”) through responsible corporate citizenship and sustainable business practices.

The Company’s sustainability initiatives contribute towards the following SDGs:

 SDG 1 No Poverty	The Company contributes towards employment creation and economic participation through: • Direct employment opportunities • Local procurement initiatives • Support for local suppliers and SMEs • Community investment initiatives The Company’s operations support livelihoods both directly and indirectly across its value chain.
 SDG 5 Gender Equality	The Company promotes diversity, inclusion, and equal opportunity within the workplace. During FY2025: • The workforce maintained close gender parity • Leadership opportunities continued to be allocated on merit • The Company promoted equal opportunity employment practices • The workplace culture encouraged diversity and inclusion
 SDG 6 Clean Water and Sanitation	The Company remains conscious of the importance of responsible water management. Key initiatives include: • Grey water recycling initiatives • Dry garden landscaping • Water-saving devices in selected properties • Sustainable water usage practices • Engagement with water authorities on sewage management
 SDG 8 Decent Work and Economic Growth	The Company employed approximately 824 employees during the year and continued to invest in: • Staff training and development • Graduate trainee programmes • Employee wellbeing • Skills development • Career growth opportunities • Inclusive employment practices The Company also contributed significantly towards taxation and economic activity within Botswana.

Sustainability & Value Creation Report (continued)

Contribution to the United Nations Sustainable Development Goals (continued)

The Company's sustainability initiatives contribute towards the following SDGs:

	SDG 9 Industry, Innovation, and Infrastructure	The Company continued investing in: • Hotel refurbishments • Product enhancement initiatives • Digital transformation • Technology-enabled guest experiences • Process innovation
	SDG 12 Responsible Consumption and Production	The Company continued implementing initiatives aimed at reducing waste and improving operational efficiency through: • Reduction of single-use plastics • Use of refillable guest amenities • Digitisation of processes • Cost and consumption monitoring • Procurement optimisation initiatives
	SDG 13 Climate Action	The Company recognises the importance of reducing its environmental footprint. Initiatives implemented include: • Energy-efficient lighting • Reduction in paper usage through digitisation • Gradual reduction in single-use plastics • Recycling and reuse initiatives
	SDG 15 Life on Land	The Company's hospitality operations, particularly in environmentally sensitive areas, continue to prioritise biodiversity preservation. Key initiatives include: • Maintenance of wildlife corridors • No off-road safari policy • Environmental rehabilitation initiatives • Riverbank protection and erosion management • Collaboration with wildlife authorities
	SDG 16 Peace, Justice, and Strong Institutions	The Company remains committed to ethical business practices, accountability, and transparency. Key governance initiatives include: • Supplier due diligence and Know-Your-Customer ("KYC") procedures • Declaration of interest processes • Independent tender adjudication processes • Internal audit oversight • Compliance monitoring

Sustainability & Value Creation Report (continued)

Our Six Capitals

The Company measures value creation through the integrated utilisation and optimisation of six capitals.

The Company performance which in turn builds Company value is built by the blocks of physical capital and intangible capitals. Physical capitals in the form of manmade capital which aids in production such as property and equipment and intangible capitals come in human capital, brand, technology, systems, and licenses to operate.

The fusion of these capitals with the financial capital underpins the growth of the business in the short, medium, and long term. To ensure maximisation of the return on investment, CML has deployed a robust strategy development and execution process underpinned by effective and efficient enterprise risk management.

The Group has identified Six Capitals under which it drives the sustainability of the Triple Bottom Line. These are described below.

		
Manufactured Capital	Intellectual Capital	Social and Relationship Capital
The state of the properties operated by CML is a key success factor to its triple bottom line goals across its planning horizon. To achieve a sustainable bottom line, the Company is committed to drive its manufactured capital through: • Reinvestment in maintenance and enhancement of capacity with significant spend being allocated towards property refurbishments (soft and hard refurbishments). • Expansion of capacity through: - Adding room inventory on existing properties - Developing new hotels (in partnership with Real Estate development partners) both domestically and regionally. The Company has introduced some level of green efficiencies in its builds, e.g. water treatment plants for providing water to guests with recyclable bottles, to supersede the provision of pre-bottled water. This has been actioned at Cresta Mahalapye.	The CML Intellectual Capital is the sum total value of the brand equity, company employee knowledge, skills, business training and processes which all consolidates into the business' competitive advantage. The CML core levers in keeping this capital efficient and effective are: • Brand maintenance. • Brand proliferation into gateways – Oasis, Urban Heartbeat, African Fingerprint and African Roots - to allow space to remain competitive in different customer segments. This enables price discrimination and optimisation of revenue from different markets. • Robust systems, processes and standard operating procedures, avoiding red tape through quarterly reviews of systems as first line of defence and internal audits as the second line of defence.	The Company is deliberate in developing and maintaining sound mutually beneficial business relationships with stakeholders – customers, investors, shareholders, employees and trade unions, government, financial institutions, suppliers including landlords and the communities we operate in. This capital is being propagated by: • Compliance with the laws and regulations and honouring contracts and agreements in all spheres of operation. Management maintains a Compliance Checklist and quarterly audits are performed which includes testing of compliance. • Enhanced turnaround time on responses to customer feedback and as far as practical, meeting the raised needs. • Stakeholder engagement between CML Executive Management and the Labour Unions on an annual basis plus regular Town Halls between staff and Management. • Negotiation policy underpinned by a desire for win-win agreements with our suppliers, landlords and property development partners. • CML is involved in Corporate Social Responsibility activities including: - Empowering the Youth in the education sector through Internship programmes, Graduate Traineeship Programmes, and donations to schools.

Sustainability & Value Creation Report (continued)

Our Six Capitals (continued)

The Group has identified Six Capitals under which it drives the sustainability of the Triple Bottom Line. These are described below.



Natural Capital

In its decision-making process, CML actively considers the impact of natural resources onto the business – both renewable and non-renewable. This has been significant in getting the Company to holistically identify and manage its Risk Universe and opportunities available for appropriation.

Key utilisation of this capital has been driven by the underscored:

- Water harvesting - for example Cresta Maun runs entirely on non-municipal water.
- Energy preservation initiatives in our builds– LED lighting across all hotels, and energy saving guest room access cards.

Water saving inventiveness – water regulation devices in all showers, central laundry at city / town level and rolling out of dry gardens.



Financial Capital

Having put together all the other capitals, the Board and management are well cognisant for the need of funding to spearhead strategy and effectively realise value out of the other capitals.

CML strives to have access to reasonably priced debt capital or equity contributions to fund its inorganic expansion strategy as well as financing some of the projects out of cash generated from operations.

The Company pays special attention to the following:

- Judicious working capital management to ensure continued going concern and ability to finance organic growth.
- Observance of the strategy and resource allocation process in place via quarterly Board meetings to review the progress on strategy execution.
- Active management of cashflows to ensure adherence to the debt covenants and periodic business update engagements with the lender.



Human Capital

CML prides itself in the engine that drives the optimisation of all the other five identified capitals – Our People. The Company places importance on its staff engagement levels to ensure there is always adequate highly skilled talent to deliver on the strategy.

Core Human Capital keys to CML are:

- Recruitment and retention of top skills.
- Employee engagement surveys and implementation of recommendations or corrective actions.
- Succession planning for key positions.
- Fair and sustainable remuneration with annual performance-based bonus.
- Career growth opportunities for our staff underpinned by internal promotions whenever possible.
- Investing in staff training and development programs.

Sustainability & Value Creation Report (continued)

Stakeholder Value Creation

The Company remains committed to creating sustainable long-term value for its stakeholders through responsible operations, employment creation, procurement, taxation, financing relationships and community investment initiatives.

Stakeholder Group	Point of Engagement with Stakeholder	Stakeholder Expectations of Us	Our Engagement method with stakeholder	The Engagement Expected Outcome
Guests are at the heart of our existence	We endeavour to accurately identify our guests needs, their view of our brand and spending patterns	- Hygienic facilities - Warm staff for a friendly stay - Uninterrupted bandwidth experience - Value for money - Loyalty recognition	- Guest feedback mechanisms are in place - Management check-ups while guests are in-house - 24/7 Reception Help Desk - Cresta Pride Loyalty Card which offers up to 50% discount	- Happy and brand loyal customer, leading to repeat business - Customer word of mouth advertising
Potential Guests Market wide customers not yet staying with Cresta hotels.	Understanding their needs, perception of our brand and service, feedback from our existing clients, what would make our potential guests patronise our properties.	- Increased awareness of our product offerings and value proposition - Better rates than their current service provider	- Reference to the Trip Advisor and other social media positive feedback - Word of mouth from existing guests whose expectations are continuously exceeded - Marketing efforts and sales calls	- New business - Enhanced brand perception based on experience - Market word of mouth advertising
Staff are the engine driving the business model to meet eventual guest customer satisfaction.	Empathising in their socio-economic needs, career aspirations and training needs	- Job security - Improve in household income by way of salary increments. - Friendly conducive working environment. - Provision of training opportunities and career advancement.	- Open door policy up to the office of the Managing Director - Staff engagement surveys - Town hall meetings with the Executive Management team - Formalised representation of staff through the trade union. - Training opportunities for staff where there are identified gaps in training.	- Reassured staff members who are enabled to consistently exceed guests' expectations - Innovation and creativity - Well trained and fulfilled staff members.

Sustainability & Value Creation Report (continued)

Stakeholder Value Creation (continued)

Stakeholder Group	Point of Engagement with Stakeholder	Stakeholder Expectations of Us	Our Engagement method with stakeholder	The Engagement Expected Outcome
Landlords Strategic partners in delivering Cresta standard properties.	Identification of salient features of the lease agreements and adherence to them.	- Adherence to the lease agreements duties and responsibilities - Business going concern - Timely payment of lease obligations.	- Scheduled periodic meetings plus ad-hoc engagements from time to time.	- Secured tenure beyond stated lease period to foster long-term business sustainability. - Expansion into new properties with existing landlords. - Remission of lease payments on time.
Shareholders, including potential investors. Providers of equity capital.	Understanding their business growth vision and required return on investment	- Business going concern - Growth, both organic and inorganic - Consistent dividend payment - Transparent and ethical management	- Annual General Meetings - Press Releases, whenever necessary - Website, in particular the Investor Relations tab - Publishing Audited Financial Statements and Reports - Results presentation meetings	- Enhanced market capitalisation - Sought after counter on Botswana Stock Exchange - Dividend payments - Increasing profitability
Suppliers Strategic partners in delivering the Cresta guest promise.	Gathering information on their going concern, price fairness and products quality	- Objectivity on tender adjudication and placing of orders - Fairness on pricing and payments terms - Timely payments of amounts due to them - Business going concern	- Communication of tender adjudication results - Supplier by supplier meetings - Three quotations system on orders - Tipoff forum, independently managed by Internal Audit	- Fair pricing and payment terms - Strong brand equity and perception - Reciprocal business and word of mouth advertising
Communities Providers of natural resources in our space	Understanding their points of needs – ecological and socio-economic.	- Ecological approach to business, conserving and preserving natural resources - Payback to the Communities we are doing business in	- Corporate Social Responsibility engagements - Donations	- Enhanced goodwill within communities - Building brand equity

Sustainability & Value Creation Report (continued)

Stakeholder Value Creation (continued)

Stakeholder Group	Point of Engagement with Stakeholder	Stakeholder Expectations of Us	Our Engagement method with stakeholder	The Engagement Expected Outcome
Media Partners in reaching our markets and guests	Engage them to ensure dissemination of the correct, objective narrative about the Company	- Providing content for various media channels - Transparency and honest response to questions - Advertising spend	- Radio appearances - Active social media presence - Press releases - Advertising spend	- Information enriched market
Government Sets the tourism policy parameters within which Cresta operates	Consistency of economic policies and even more especially Tourism policy is critical to the sustainable success of Cresta business	- Compliance to laws and regulations - Contribution to the fiscus in taxation - Contribution to Gross Domestic Product (GDP) - Employment creation	- Engagement through the hospitality industry body from time to time - Annual returns filing - Taxation returns - Co-Marketing the Country during the global and regional tourism expos	- Tourism friendly and consistent policies
Financial Institutions Providers of debt capital	Banks and lenders, from time to time fund Cresta's organic and inorganic growth.	- Adherence to debt covenants - Sustainable company performance - Meeting debt obligations	- Periodic business update meetings - Sharing periodic financial reports	- Favourable cost of capital - Access to expansionary capital



Sustainability & Value Creation Report (continued)

Stakeholder Value Creation (continued)

Despite the challenging operating environment during FY2025, the Company continued to contribute meaningfully towards economic participation and socio-economic activity within Botswana.

Stakeholder Group	Nature of Value Created	FY2025 Value Distributed (P'000)
Employees	Salaries, wages, pension contributions, training, and employee wellbeing	P113.4 million
Suppliers & Service Providers	Procurement spend, outsourced services and operational support	approximately P141.5 million
Government & Regulators	Taxation, statutory levies, and regulatory contributions	approximately P32.2 million*
Landlords	Lease rentals and long-term property partnerships	P28.2 million
Providers of Capital	Finance costs and servicing of debt obligations	P13.6 million
Communities	CSR initiatives, graduate trainee programmes and community support initiatives	Qualitative
Customers	Hospitality, conferencing, leisure, and tourism experiences	Qualitative
Shareholders	Long-term enterprise sustainability and strategic value preservation	Qualitative

* Includes taxation, regulatory levies, and broader statutory contributions.

The Company believes long-term sustainability depends on the creation of shared value across its broader stakeholder ecosystem. Management remains focused on balancing financial resilience, operational sustainability, customer experience, employee wellbeing and broader socio-economic contribution.



Sustainability & Value Creation Report (continued)

Community Investment and Social Impact

The Company continued implementing community investment and socio-economic empowerment initiatives across its operating locations during the year. Further details of the Company's Corporate Social Responsibility initiatives are set out in the Corporate Social Responsibility section of this Integrated Report

Environmental Stewardship

The Company acknowledges the importance of environmental sustainability within the hospitality and tourism sector.

Key environmental focus areas include:

- Responsible water management
- Energy efficiency
- Waste reduction
- Biodiversity preservation
- Reduction of environmental footprint

Key environmental initiatives implemented during FY2025 included:

- Use of LED lighting
- Water-saving infrastructure
- Grey water recycling
- Dry garden landscaping
- Reduction of paper usage through digitisation
- Refillable guest water initiatives
- Gradual reduction of single-use plastics

Properties located in environmentally sensitive areas continued implementing biodiversity-conscious operating practices.

Human Capital and Employee Development

The Company remains committed to attracting, developing, and retaining talent.

Training and development initiatives remained a strategic priority during FY2025.

Key focus areas included:

- Technical and operational training
- Leadership development
- Risk and compliance training
- Customer service excellence
- Graduate trainee development
- Professional development support

Technology, Innovation and Cybersecurity

Technology and digitisation continue to play a significant role in enhancing operational efficiency and customer experience.

Key focus areas during FY2025 included:

- Process digitisation
- Cybersecurity awareness
- Data protection compliance
- Revenue management systems
- Online customer engagement
- Digital marketing enhancement

The Company continued implementing cybersecurity awareness programmes and strengthening internal technology controls to protect customer and operational information.

Risk Management and Business Resilience

The Company maintains an integrated Enterprise Risk Management ("ERM") framework designed to identify, assess, monitor, and manage risks that may impact the achievement of strategic, operational, and financial objectives.

Risk management forms an integral part of the Company's governance framework and strategic decision-making processes. Oversight responsibility resides with the Board, supported by the Finance, Risk and Audit Committee ("FRAC"), while Management is responsible for implementing appropriate risk mitigation measures across the business.

The Company's risk management approach seeks to enhance operational resilience, support sustainable value creation, and protect stakeholder interests within an evolving operating environment.

During FY2025, the Company continued to operate in a challenging macroeconomic environment characterised by reduced business activity, pressure on corporate travel demand, inflationary cost pressures and constrained liquidity conditions within the market.

Management continued implementing mitigation initiatives aimed at strengthening liquidity, preserving operational resilience, and supporting long-term sustainability.

Sustainability & Value Creation Report (continued)

Risk Management and Business Resilience (continued)

The principal risks monitored during the year, together with key mitigation responses, are summarised below:

Principal Risk	Potential Impact	Mitigation Response
Macroeconomic and demand risk	Reduced occupancy levels, lower discretionary travel demand and pressure on revenues	Market diversification initiatives, enhanced digital marketing, regional market penetration and yield management strategies
Liquidity and financing risk	Pressure on cash flows, debt servicing obligations and funding flexibility	Active cash flow management, debt restructuring initiatives, disciplined capital allocation and ongoing engagement with financiers
Cost inflation risk	Margin compression and increased operating costs	Procurement optimisation, cost containment initiatives and operational efficiency improvements
Concentration risk	Dependence on specific customer segments and economic sectors	Diversification into leisure, corporate, online, and regional travel segments
Operational risk	Service disruption, operational inefficiencies, and customer experience impact	Standard operating procedures, maintenance programmes, staff training and operational oversight
Cybersecurity and technology risk	Data breaches, operational disruption, and reputational damage	Cybersecurity awareness initiatives, strengthened IT controls and ongoing monitoring of technology risks
Talent and human capital risk	Loss of key skills and operational capability constraints	Employee engagement, succession planning, training, and development initiatives
Regulatory and compliance risk	Financial penalties, reputational harm, and operational disruption	Compliance monitoring, governance oversight and internal control processes
Environmental and sustainability risk	Increased environmental impact and stakeholder expectations	Water conservation initiatives, waste reduction measures and sustainable operating practices

Sustainability & Value Creation Report (continued)

Sustainability Performance Dashboard

KPI	FY2025
Hotels operated	11 hotels, totalling 1 019 room
Employees	824 as at year end
Female employees	406
Male employees	418
Total number of non-citizens employees	5
Guest satisfaction score	86%
Sustainability reporting framework	BSE Sustainability Disclosure Guidance, GRI, King IV
Community investment focus areas	Education, youth empowerment, wellbeing
Key environmental initiatives	Reduction in energy consumption, water recycling, water reducers, dry gardens, LED lighting, waste management, reduced printing consumption
Graduate trainee and Internship programme	Ongoing

Future Focus Areas and Outlook

The Company recognises that sustainability is an evolving journey requiring continuous improvement, innovation, and stakeholder collaboration.

- Over the medium term, the Company intends to strengthen its sustainability agenda through:
- Enhanced ESG measurement and reporting
 - Expanded environmental performance tracking
 - Greater energy efficiency initiatives
 - Increased digitisation
 - Strengthened stakeholder engagement
 - Continued investment in employee development
 - Responsible community investment
 - Sustainable operational resilience

The Company remains committed to creating sustainable long-term value while positively contributing to the hospitality sector, the economy, and the communities within which it operates.

Conclusion
Cresta Marakanelo Limited continues to evolve its sustainability journey in response to changing stakeholder expectations, market conditions and environmental realities.

The Company believes that sustainable business success is built on responsible governance, resilient operations, empowered employees, satisfied guests, strong stakeholder relationships and responsible stewardship of natural resources.

Through disciplined execution of strategy and continued focus on long-term value creation, the Company remains committed to building a sustainable and resilient hospitality business for the benefit of all stakeholders.





Corporate Social Responsibility

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Corporate Social Responsibility (continued)



Corporate Social Responsibility and Community Impact

The Company remains committed to responsible corporate citizenship and to making a meaningful contribution to the communities in which we operate.

Our Corporate Social Responsibility (CSR) initiatives are guided by the belief that sustainable business success is closely linked to the wellbeing and development of the societies around us.

Across our properties, CSR programmes focus on education support, youth empowerment, cultural preservation, community welfare, and social awareness initiatives. These programmes are designed to respond to local community needs while fostering stronger partnerships between Cresta Hotels, local authorities, educational institutions, and community organisations.

During the 2025 reporting period, several impactful initiatives were undertaken across our hotel portfolio, demonstrating our continued commitment to social responsibility and community development.

Education and Youth Development

Cresta Mahalapye – Standard 7 Educational Support Initiative

Education remains one of the most effective tools for empowering communities and creating opportunities for future generations. In line with this belief, Cresta Mahalapye implemented the Standard 7 Educational Support Initiative, aimed at improving access to essential learning resources for primary school learners preparing for their Primary School Leaving Examinations (PSLE).

Corporate Social Responsibility (continued)



As part of this initiative, the Hotel donated 54 Collegium textbooks covering key examination subjects including Science, English, and Mathematics. The textbooks were distributed across three primary schools within the Mahalapye District:

- Shoshong Primary School
- St Patrick Primary School
- Xhosa Primary School

Each school received 18 textbooks, ensuring that learners had improved access to critical educational materials necessary for academic preparation and performance.

The initiative was warmly received by school administrators and community leaders, and it provided meaningful support to learners who previously had limited access to learning resources. Beyond the immediate educational benefit, the programme strengthened partnerships between Cresta Mahalapye and the surrounding community.

Cresta Bosele – Promoting Culture, Literacy, and Youth Empowerment

Cresta Bosele continued to support cultural preservation and youth empowerment through its Annual Cultural Food Festival, held on 30 August 2025 in Selebi Phikwe.

The festival serves as an important platform for celebrating Botswana's diverse cultural heritage, traditional cuisine, and community identity. In addition to the cultural showcase, the event included a youth engagement component aimed at strengthening cultural awareness among young learners.

As part of the programme, Standard 7 learners from primary schools within Selebi Phikwe participated in a composition writing competition under the theme:

“The Importance of My Culture / Bothokwa Jwa Ngwao Yame.”

The competition encouraged learners to reflect on and articulate the importance of cultural identity, traditions, and heritage in shaping national pride and personal values.

The initiative not only promoted literacy and creative expression, but also fostered cultural awareness among the younger generation, ensuring that Botswana's cultural values continue to be appreciated and preserved.

As part of Cresta Bosele's ongoing commitment to giving back to the community, proceeds from the Cultural Food Festival were used to support the winning school. The Hotel donated printing materials to Reuben Primary School which will assist the school in supporting teaching and learning activities.

In addition, Cresta Bosele sponsored the Makhubu CJSS Form 3 Top Achievers for a special breakfast celebration. The event was organised as a gesture of appreciation for the learners' academic excellence and commitment to their studies. The breakfast provided an opportunity for the hotel to recognise and celebrate the achievements of young leaders within the community while encouraging continued dedication to education.



Corporate Social Responsibility (continued)

Community Welfare and Social Support

Cresta Marang Gardens – Supporting Children’s Wellbeing

Cresta Marang Gardens continued its commitment to social upliftment through targeted support initiatives aimed at addressing the needs of vulnerable members of the community.

On 18 June 2025, the Hotel donated school shoes valued at BWP 20,000 to the Satellite Extension and Phase 4 Community Development Office in Francistown. The initiative supported approximately 50 learners from vulnerable households and reflected the Company’s commitment to creating meaningful social impact within the communities in which it operates. The donation was made under the theme:

“Planning and Budgeting for Children’s Rights.”

The initiative sought to assist children from disadvantaged households by ensuring they have access to basic school necessities, thereby supporting their ability to attend school comfortably and confidently.

The donation event brought together key stakeholders and local leadership, including:

- His Worship the Mayor of Francistown, Gaone Majere
- Ms Selwana Mahama, Deputy Town Clerk
- Ms D. Moemedi, Chairperson for Social and Community Development
- Community development representatives and other stakeholders

Through initiatives such as these, Cresta Marang Gardens continues to demonstrate its dedication to community development, social inclusion, and the protection of children’s rights, while strengthening relationships with local government and community structures.



Corporate Social Responsibility (continued)



Social Advocacy and Community Awareness

Cresta Maun – Walk in Unity Against Gender-Based Violence

Gender-Based Violence (GBV) remains a significant social challenge across many communities. Recognising the importance of collective action in addressing this issue, Cresta Maun organised a community awareness initiative titled “Walk in Unity – Speak Out Against GBV.”

Held on 28 June 2025, the event brought together community members, government representatives, local leaders, and stakeholders in a show of solidarity against gender-based violence.

The programme included an 8-kilometre community walk, which began and concluded at Cresta Maun, symbolising a united commitment to raising awareness and advocating for safer communities.

The initiative was led by Hon. Ramaotwana Nelson Ramaotwana, Minister of Justice and Correctional Services, who served as the Chief Walker for the event. The programme also featured keynote addresses, community engagement discussions, and presentations aimed at highlighting the role that individuals, institutions, and communities can play in preventing GBV.

Through this initiative, Cresta Maun reinforced the organisation’s position that businesses have a responsibility not only to contribute economically, but also to actively participate in addressing social challenges affecting the communities in which they operate.

Cresta Mowana Safari Resort & Spa – Support for Chobe Golf Club

As part of the Company’s ongoing commitment to community partnership development and destination enhancement, Cresta Mowana Safari Resort & Spa continued its support of the Chobe Golf Club during the 2025 reporting period.

Since April 2023, Cresta Mowana has provided monthly sponsorship support valued at BWP 30,000 towards the maintenance and management of the Chobe Golf Club facilities. The sponsorship contributes towards the upkeep of the golf course and clubhouse operations, helping sustain one of Kasane’s important recreational and tourism assets.

The partnership reflects Cresta Marakanelo Limited’s’ broader commitment to supporting tourism-enabling infrastructure and community-based recreational initiatives that contribute positively to the growth of the local community tourism economy. The Chobe Golf Club not only serves local residents, but also enhances the destination offering for domestic and international visitors travelling to Kasane and the Chobe region.

Through this continued support, Cresta Mowana reinforces its role as an active stakeholder in community development, sports tourism promotion, and destination sustainability within the Chobe area.

Our Ongoing Commitment

These initiatives represent only a portion of the broader efforts undertaken by Cresta Hotels to support community wellbeing across Botswana.

Through education support programmes, youth empowerment initiatives, cultural preservation activities, and social awareness campaigns, Cresta Marakanelo Limited continues to play an active role in fostering sustainable community development.

As part of the Company’s governance framework, CSR activities are aligned with the organisation’s values of responsibility, partnership, and long-term impact. Moving forward, Cresta Hotels remains committed to strengthening its community partnerships and expanding initiatives that contribute positively to social development and inclusive growth.

Annual Financial Statements

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Directors’ Statement of Responsibility and Approval of The Financial Statements
for the year ended 31 December 2025

Directors’ Statement of Responsibility

The Board of Directors of Cresta Marakanelo Limited (“the Company”) is required by the Botswana Companies Act (CAP 42:01), to maintain adequate accounting records and to prepare financial statements for each financial year which show a true and fair view of the state of affairs of the Company at the end of the financial year and of the results and cash flows for the period. In preparing the accompanying Company financial statements, IFRS® Accounting Standards as issued by the International Accounting Standards Board have been followed, suitable accounting policies have been used, and reasonable and prudent judgements and estimates have been made. Any changes to accounting policies are approved by the Company’s Board of Directors and the effects thereof are fully explained in the financial statements. The financial statements incorporate full and responsible disclosure in line with the material accounting policies of the Company.

For the financial year 2025, the Company achieved a net loss after tax of P24.1 million (2024: P2.4 million net profit after tax). The earnings before interest, taxation and depreciation stood at P77.2 million (2024: P90.2 million). The Company registered reduced occupancy at its business hotels, which coupled with the high operating leverage nature of the industry, saw a decline in profitability and therefore leading to a loss making position. The Company has since deployed measures to pivot the cost structure in line with the prevailing revenue generation capacity whilst working on market diversification strategies.

Based on the 2025 financial year performance and the forecast for the next 12 months, the Directors are satisfied that the Company has the ability to meet all obligations as they fall due and to trade as a going concern for a period of at least 12 months from the date of approval of these financial statements. The Directors have noted the net current liability position of the Company as at 31 December 2025. They have reviewed the expected timing of the settlement of the liabilities (Note 2.3) and are satisfied that the forecasted cash flows would be sufficient for the liabilities to be settled when due, while the P10 million overdraft facility would also be available for working capital requirements, which as at year end had the full balance (P10 million) was unused.

The Directors are therefore of the opinion that the going concern assumption is appropriate in the preparation of the financial statements.

The Board of Directors recognizes and acknowledges its responsibility for the Company’s systems of internal financial control. Cresta Marakanelo Limited has adopted policies on business conduct, which cover ethical behavior, compliance with legislation and sound accounting practice and which underpin the Company’s internal financial control process. The control systems include written accounting and control policies and procedures, clearly defined lines of accountability and delegation of authority, and comprehensive financial reporting and analysis against approved budgets. The responsibility for operating these systems is delegated to the executive director and management, who have confirmed that they have reviewed the effectiveness thereof.

The Directors considered that the internal financial control systems are appropriately designed to provide reasonable assurance, as to the reliability of the financial statements, and that assets are safeguarded against material loss or unauthorized use and that transactions are properly authorized and recorded.

The effectiveness of the internal financial control systems is monitored through management reviews, comprehensive reviews and testing by the internal auditors and the external auditors’ review and testing of appropriate aspects of the internal financial control systems during the course of their statutory examinations of the Company. The Company’s external auditors, Grant Thornton, have audited the financial statements and their audit report appears on pages 53 to 57 of the financial statements.

The Company’s Directors have considered the results of these reviews, none of which indicate that the systems of internal control were inappropriate or operated unsatisfactorily. Additionally, no breakdowns involving material loss have been reported to the Directors in respect of the year under review.

Directors’ approval of the financial statements

The financial statements for the year ended 31 December 2025, which appear on pages 58 to 106 were approved for issue by the Board of Directors on 27 March 2026 and are signed on its behalf by:



Reetsang Willie Mokgathe
Chairman



Mokwena Morulane
Managing Director



Chartered Accountants

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Independent Auditor’s Report

To the Shareholders of Cresta Marakanelo Limited

Opinion

We have audited the annual financial statements of Cresta Marakanelo Limited (the company) set out on pages 58 to 106, which comprise the statement of financial position as at 31 December 2025, and the statement of profit or loss and other comprehensive income for the year then ended, statement of changes in equity for the year then ended and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information.

In our opinion, the annual financial statements give a true and fair view of the financial position of Cresta wMarakanelo Limited as at 31 December 2025, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards as issued by the International Accounting Standards Board.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing. Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the audit of the annual 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 (Parts 1, 3 and 4A) (IESBA Code) and other independence requirements applicable to performing audits of annual 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.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the annual financial Statements of the current period. These matters were addressed in the context of our audit of the annual financial statements as a whole, and in forming our opinion thereon, and the report below is not intended to constitute separate opinions on those key audit matters.



Botswana Accountancy Oversight Authority registration number: FAP 005 2026 (Audit Firm of Public Interest Entity)
Botswana Institute of Chartered Accountants membership number: MeFBW11013 (Non-Audit)

Partners
Kalyanaraman Vijay (Managing), Aswin Vaidyanathan*, Madhavan Venkatachary*, Anthony Quashie, Sunny K Mulakulam*,
Aparna Vijay* (*Indian)

Member of Grant Thornton International Ltd
Offices in Gaborone & Francistown

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Independent Auditor’s Report (continued)
To the Shareholders of Cresta Marakanelo Limited

Key Audit Matter	How the matter was addressed in the audit
Impairment of Cresta Jwaneng CGU Cresta Marakanelo Limited fully impaired goodwill attributed to the Cresta Jwaneng CGU amounting to P5.27 million at the reporting date. Each hotel operates as a separate cash-generating unit (“CGU”). In accordance with IAS 36, goodwill is subject to an annual impairment assessment and a review for impairment is required where indicators exist that the carrying amount of an asset or CGU may not be recoverable. Directors performed an impairment assessment of the Cresta Jwaneng CGU using a value-in-use approach based on a discounted cash flow (“DCF”) model. The assessment required significant judgement and estimation by the directors, particularly in determining forecast occupancy rates, average daily rates and the appropriate discount rate. The impairment assessment concluded that the recoverable amount of the CGU was lower than its carrying amount. Consequently, an impairment loss was recognised and allocated in accordance with IAS 36, first to goodwill and thereafter to other non-financial assets within the CGU on a pro-rata basis. The impairment was allocated as follows: • Goodwill: P5.27 million (fully impaired) • Right-of-use assets: P6.36 million • Property, plant and equipment: P2.50 million The DCF model is highly sensitive to changes in key assumptions, particularly occupancy rates, average daily rates and discount rates. Due to the level of judgement involved and the significance of the impairment recognised across goodwill, right-of-use assets and property, plant and equipment, we identified the impairment assessment of the Cresta Jwaneng CGU as a Key Audit Matter. Related disclosures in the financial statements: • Note 1.7(a) – Intangible Assets: Goodwill • Note 1.8 – Impairment of Non-financial Assets • Note 3.1 – Accounting Estimates and Judgements: Estimated Impairment of Goodwill • Note 3.4 – Accounting Estimates and Judgements: Impairment of Assets • Note 13 – Goodwill • Note 28 – Segmental Information • Note 30 – Going Concern	We performed the following procedures: • Evaluation of Director’s Methodology: We reviewed the design and implementation of directors value-in-use model for the CGU, including the DCF methodology and key inputs. We also considered the involvement of the internal valuation expert in evaluating the methodology and assumptions applied. • Assessment of Key Assumptions: Revenue Growth and ARR: We compared forecast accommodation revenue and ARR growth assumptions to historical performance and external market data, and evaluated the reasonableness of underlying drivers, including anticipated reversal of the Government per diem policy and projected diamond output. • Cost Structure Assumptions: We assessed whether projected costs were consistent with historical performance and the expected operations of the CGU. • Discount Rate (WACC): We independently recalculated the WACC using appropriate market inputs, agreed the risk-free rate to year-end bond yields, verified the correct industry beta for the hospitality sector, and confirmed that the 17.6% discount rate was correctly applied in the model. • Sensitivity Analysis: We tested the sensitivity of the recoverable amount to reasonably possible changes in key assumptions, including revenue growth, ARR, and discount rates, to assess the risk of potential misstatement. • Mathematical Accuracy and Allocation: We recalculated the impairment allocation in accordance with IAS 36, ensuring that the impairment loss was allocated first to goodwill and then pro-rata to right-of-use assets and property, plant and equipment. • Disclosure Review: We evaluated the adequacy of the related financial statement disclosures, including references to accounting estimates, impairment of non-financial assets, goodwill, segmental information, and going concern considerations. The audit procedures provided us with sufficient and appropriate evidence to support the impairment loss of P14.13 million recorded in the financial statements. 

Independent Auditor’s Report (continued)
To the Shareholders of Cresta Marakanelo Limited

Key Audit Matter	How the matter was addressed in the audit
Going Concern For the year ended 31 December 2025, the Company reported a net loss after tax of P 24.08 million (2024: P2.38 million profit). Reduced occupancy at its business hotels, combined with the high operating leverage nature of the industry, contributed to the reported loss. The Company continues to remain in a net current liability position, which represents one of the key indicators of financial stress and uncertainty regarding the Company’s ability to meet obligations as they fall due. Directors’ assessment of going concern is based on the Company’s ability to generate future cash flows, which are dependent on achieving targeted occupancy levels and average room rates key drivers of EBITDA alongside planned cost containment measures, working capital management, operational efficiencies, and cash preservation initiatives. The assessment also considers ongoing engagement with lenders to restructure interest-bearing borrowings, enhancing cash flow flexibility. Significant judgements were applied in estimating the timing and amount of contractual outflows, cash inflows under director’s control, and the effectiveness of mitigation measures. Due to the significance of the judgement involved and the sensitivity of the going concern assessment to future operational performance, we considered the evaluation of the Company’s going concern assumption to be a Key Audit Matter.	We performed the following procedures: • Evaluating the assumptions used by the directors towards the company’s going concern and cash flow forecasts. • Reviewing the reasonableness of key assumptions, including occupancy rates, average room rates, EBITDA, and other operating metrics, with reference to historical performance and market data. • Assessing planned mitigation measures, including cost containment initiatives, phased capital expenditure, and operational efficiencies. • Considering financing arrangements, including covenant breaches and engagements with lenders to restructure repayment terms or access to unutilized funds. • Performing sensitivity analyses on cash flow forecasts to assess the impact of deviations from expected performance. • Reviewing and analyzing key financial ratios to evaluate liquidity, solvency, and operational performance. • The audit procedures performed also include ratio analysis, evaluation of ISA 570 indicators, and assessment of director’s cash flow forecasts, provided sufficient and appropriate evidence to support director’s assessment that the going concern assumption remains appropriate for the preparation of the Company’s 2025 financial statements. • The Lender confirms that no action will be taken in respect of the breach of covenant for the period ending 31st December 2025. The condonation is for a period of 12 months from the decision date. The Lender confirms that as of 31 December 2025, the Lender has unconditionally waived their legal right to enforce any event of default under the loan agreements due to the Covenant Breach. • Reviewed and assessed the disclosures made by the directors in the financial statements with respect to going concern and subsequent. • The audit procedures provided us with sufficient and appropriate evidence.



Independent Auditor’s Report (continued)
To the Shareholders of Cresta Marakanelo Limited

Other matter

The annual financial statements of Cresta Marakanelo Limited for the year ended 31 December 2024, were audited by another auditor who express an unmodified opinion on those statements on the 28 March 2025.

Other information

The directors are responsible for the other information. The other information comprises the statement of directors’ responsibility and approval of the financial statement, which were obtained prior to the date of this auditor’s report and the annual report will be made available after the date of our independent auditor’s report. The other information does not include the financial statements and our auditor’s report thereon. Our opinion on the annual 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 annual financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

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

Responsibilities of the directors for the annual financial statements

The directors are responsible for the preparation and fair presentation of the 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 financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the annual financial Statements, the directors are responsible for assessing the 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 company or to cease operations, or have no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the company’s financial reporting process.

Auditor’s responsibilities for the audit of the Annual Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with International Standards on Auditing 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 annual financial statements.



Independent Auditor’s Report (continued)
To the Shareholders of Cresta Marakanelo Limited

Auditor’s responsibilities for the audit of the Annual Financial Statements (continued)

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the 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 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 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 company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the current year 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.

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Grant Thornton
Firm of Certified Auditors
Practising Member: Sunny Mulakulam (CAP 0034 2026)

30 MARCH 2026

Gaborone

Statement of Profit and Loss and Other Comprehensive Income

for the year ended 31 December 2025

	Notes	2025 P'000	2024 P'000
Revenue	4	365 152	384 694
Cost of sales	5	(239 365)	(239 561)
Gross profit		125 787	145 133
Sales and distribution expenses	5	(9 920)	(10 723)
Administration expenses	5	(101 726)	(101 627)
Impairment expense on trade receivables	5	(243)	(525)
Impairment on property, plant and equipment	11	(6)	(1 034)
Impairment on non financial assets	10	(14 130)	—
Operating (loss)/profit		(238)	31 224
Finance income	7	5	198
Finance expense	7	(28 906)	(28 395)
(Loss) / profit before income tax		(29 139)	3 027
Income tax credit/(expense)	8	5 061	(644)
(Loss) / profit for the year		(24 078)	2 383
Other comprehensive income		—	—
Total (loss) / profit for the year		(24 078)	2 383
Earnings per share			
Basic and diluted earnings per share (thebe)	9	(13.31)	1.32

Statement of Financial Position

At 31 December 2025

	Notes	2025 P'000	2024 P'000
ASSETS			
Non-current assets			
Property, plant and equipment	11	344 615	372 616
Right-of-use-assets	12	124 824	154 235
Intangible assets			
- Goodwill	13	—	5 274
- Lease rights/software	13	102	274
Deferred tax asset	19	18 093	12 902
Total non-current assets		487 634	545 301
Currents assets			
Inventories	15	4 250	3 931
Trade and other receivables	16	28 631	29 611
Current income tax assets	25.2	544	617
Short term investments	17.2	26	24
Cash and cash equivalents	17.1	4 748	7 552
Total current assets		38 199	41 735
Total assets		525 833	587 036
EQUITY			
Capital and reserves			
Stated capital	18	18 500	18 500
Treasury shares	14	(5 915)	(5 915)
Retained earnings		126 666	150 744
Total equity		139 251	163 329
LIABILITIES			
Non-current liabilities			
Lease liabilities	12	140 298	163 389
Borrowings	20	135 844	127 894
Total non-current liabilities		276 142	291 283
Current liabilities			
Trade and other payables	21	54 619	49 362
Borrowings	20	20 125	48 800
Lease liabilities	12	22 783	17 873
Contract liabilities	22	12 913	15 438
Bank overdraft	17.1	—	951
Total current liabilities		110 440	132 424
Total liabilities		386 582	423 707
Total equity and liabilities		525 833	587 036

Statement of Changes in Equity
for the year ended 31 December 2025

	Stated capital P'000	Treasury shares P'000	Retained earnings P'000	Total equity P'000
Balance at 1 January 2024	18 500	(5 915)	156 363	168 948
Total comprehensive income for the year	—	—	2 383	2 383
Gross dividends	—	—	(8 002)	(8 002)
Balance at 31 December 2024	18 500	(5 915)	150 744	163 329
Year ended 31 December 2025				
Balance at 1 January 2025	18 500	(5 915)	150 744	163 329
Total comprehensive loss for the year	—	—	(24 078)	(24 078)
Balance at 31 December 2025	18 500	(5 915)	126 666	139 251

Statement of Cash Flows
for the year ended 31 December 2025

	Notes	2025 P'000	2024 P'000
Cash flows from operating activities			
Cash generated from operations	25	79 972	94 237
Interest paid		(13 605)	(18 812)
Interest paid - finance lease	7	(13 200)	(12 865)
Tax paid	25.2	(57)	(2 334)
Net cash generated from operating activities		53 109	60 226
Cash flows utilised in investing activities			
Purchase of property, plant and equipment	11	(14 545)	(46 275)
Purchase of computer software	13	(34)	(183)
Proceeds on disposal of plant and equipment		193	328
Redemption of short term investments (Income Fund)		—	5 000
Interest received	7	5	198
Net cash utilised in investing activities		(14 381)	(40 932)
Cash flows utilised in financing activities			
Repayment of lease liabilities		(15 043)	(12 607)
Repayment of borrowings		(28 901)	(56 920)
Proceeds from borrowings		5 463	34 537
Dividends paid to company's shareholders		—	(8 002)
Net cash utilised in financing activities		(38 480)	(42 992)
Net increase/(decrease) in cash and cash equivalents			
Cash and cash equivalents at beginning of year		6 601	30 487
Effect of exchange rate movement on cash and bank balances		(2 101)	(188)
Cash and cash equivalents at end of year	17	4 748	6 601

Summary of Significant Accounting Policies
for the year ended 31 December 2025

General information

Cresta Marakanelo Limited is a public limited Company listed on the Botswana Stock Exchange and primarily operates hotels and related services in Botswana. Of the 11 properties that the Company operates, 6 are owned (Mowana Safari and Spa, Marang Gardens, Thapama Hotel, President Hotel, Cresta Lodge, Bosele Hotel and Rileys Hotel), 5 are leased from different landlords (Maun Hotel, Mahalapye Hotel, Jwaneng Hotel, Botsalo Hotel and Marang Residency). A part of Cresta Marang Hotel is owned which is Marang Gardens and the other part Marang Residency is leased. All hotels are operated as business hotels and they offer accommodation and conferencing facilities except for Mowana Safari Resort and Spa which is a leisure property, offering accommodation and conferencing facilities, health and beauty spa, curio shop, game drives and boat cruises.

The Company financial statements for the year ended 31 December 2025 have been approved for issue by the Board of Directors on 27 March 2026.

Summary of Material Accounting Policies

The material accounting policies applied in the preparation of the Company financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Basis of preparation

The Company financial statements have been prepared in accordance with the IFRS Accounting Standards as issued by the International Accounting Standards Board. The financial statements have been prepared under the historical cost convention as modified by certain financial assets and liabilities at fair value.

The preparation of financial statements in conformity with the IFRS Accounting Standards require the use of certain critical accounting estimates. They also require management to exercise its judgement in the process of applying the Company’s accounting policies. These areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the Company’s financial statements are disclosed in the “Critical estimates and assumptions” section of the financial statements.

Estimates and judgements are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Rounding of amounts

The financial statements are presented in Botswana Pula (BWP). Unless otherwise indicated, all financial information presented in BWP has been rounded to the nearest thousand.

1.1 New and amended IFRS Standards

New and amended IFRS Standards that are effective for the current year.

The accounting policies of Cresta Marakanelo Limited (the “Company”) are described in the notes to the financial statements. The accounting policies adopted by the Company are in line with IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB).

In the current year, the following new and amended Standards issued by the IASB and effective for annual reporting periods beginning on or after 1 January 2025, and which are relevant to the Company, have been adopted. The Company has not early-adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

Lack of exchangeability – Amendments to IAS 21

The amendments introduce guidance on determining the spot exchange rate when a currency is not exchangeable into another currency at the measurement date. A currency is considered exchangeable when an entity is able to obtain the foreign currency within a time frame that allows for normal administrative delays and through a market or exchange mechanism that creates enforceable rights and obligations.

Summary of Significant Accounting Policies (continued)
for the year ended 31 December 2025

1.1 New and amended IFRS Standards (continued)

New and amended IFRS Standards that are effective for the current year (continued)

Lack of exchangeability – Amendments to IAS 21

The amendments introduce guidance on determining the spot exchange rate when a currency is not exchangeable into another currency at the measurement date. A currency is considered exchangeable when an entity is able to obtain the foreign currency within a time frame that allows for normal administrative delays and through a market or exchange mechanism that creates enforceable rights and obligations.

Where a currency is not exchangeable, the amendments require entities to estimate the spot exchange rate using an approach that reflects the rate at which an entity could have exchanged the currency at the measurement date. The amendments also introduce additional disclosure requirements to enable users to assess the financial effects of currency non-exchangeability.

The amendments are effective for annual reporting periods beginning on or after 1 January 2025.

The Company has adopted the amendments in the current year. The adoption did not have a material impact on the Company’s financial position, financial performance or cash flows, as the Company does not operate in jurisdictions where currencies are currently subject to severe exchange restrictions.

Non-current liabilities with covenants – Amendments to IAS 1

The amendments clarify that only covenants with which an entity must comply on or before the reporting date affect whether a liability is classified as current or non-current. Covenants that are required to be complied with after the reporting period do not affect classification at the reporting date.

The amendments also introduce enhanced disclosure requirements to enable users of financial statements to understand the risk that non-current liabilities could become repayable within twelve months of the reporting date due to covenant breaches.

The amendments are effective for annual reporting periods beginning on or after 1 January 2024.

The Company has adopted the amendments in the current year. The amendments are material to the presentation of the statement of financial position, particularly in instances where breaches of financial covenants attached to the Company’s borrowings may result in certain loan balances being classified as current liabilities. The amendments primarily affect classification and disclosure and do not impact measurement.

Amendments to IAS 1 – Classification of liabilities as current or non-current

The IASB issued amendments to IAS 1 to clarify the requirements for classifying liabilities as current or noncurrent. The amendments clarify:

- the meaning of a right to defer settlement;
- that the right to defer settlement must exist at the end of the reporting period;
- that classification is not affected by management’s intention or the likelihood of exercising the right to defer settlement; and
- that only if an embedded derivative in a convertible liability is itself an equity instrument would the terms of the liability not affect its classification.

The amendments are effective for annual reporting periods beginning on or after 1 January 2024 and must be applied retrospectively.

The Company has adopted the amendments in the current year. The impact of the amendments is not material, as lenders have unconditionally waived their rights to enforce events of default arising from covenant breaches in respect of prior periods, and the Company had an enforceable right to defer settlement at the reporting date.

Summary of Significant Accounting Policies (continued)
for the year ended 31 December 2025

1.1 New and amended IFRS Standards (continued)

New and amended IFRS Accounting Standards issued but not yet effective

At the date of authorisation of these financial statements, the following new Standards and amendments have been issued but are not yet effective for annual reporting periods beginning on or after 1 January 2026 and have not been early-adopted by the Company:

IFRS 18 – Presentation and Disclosure in Financial Statements

IFRS 18 introduces a new framework for the presentation of financial statements, including:

- defined subtotals in the statement of profit or loss;
- enhanced requirements for aggregation and disaggregation of information; and
- improved transparency of management-defined performance measures.

IFRS 18 replaces certain presentation requirements in IAS 1.

The standard is effective for annual reporting periods beginning on or after 1 January 2027, with retrospective application required.

The Company is currently assessing the impact of IFRS 18 on the presentation and disclosures in the financial statements. The standard is expected to significantly affect presentation and disclosures, but not recognition or measurement.

IFRS 19 – Subsidiaries without Public Accountability: Disclosures

IFRS 19 permits eligible subsidiaries to apply reduced disclosure requirements while continuing to apply IFRS recognition and measurement principles.

The standard is effective for annual reporting periods beginning on or after 1 January 2027.

The Company is assessing whether any subsidiaries within the Group may qualify for the application of IFRS 19 in future reporting periods.

Classification and Measurement of Financial Instruments (Amendments to IFRS 9, Financial Instruments and IFRS 7, Financial Instruments: Disclosures)

These amendments clarify financial assets and financial liabilities are recognised and derecognised at settlement date except for regular way purchases or sales of financial assets and financial liabilities meeting conditions for new exception. The new exception permits companies to elect to derecognise certain financial liabilities settled via electronic payment systems earlier than the settlement date. The amendments also provide guidelines to assess contractual cash flow characteristics of financial assets, which apply to all contingent cash flows, including those arising from environmental, social, and governance (ESG)-linked features.

The effective date of the amendment is for years beginning on or after January 1, 2026. The Company expects to adopt the amendment for the first time in the 2026 financial statements. It is unlikely that the amendment will have a material impact on the Company's financial statements.

Summary of Significant Accounting Policies (continued)
for the year ended 31 December 2025

1.2 Foreign currency translation

(a) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Pula, which is the Company's functional and presentation currency.

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of comprehensive income.

Foreign exchange gains and losses that relate to cash and cash equivalents are presented in the statement of comprehensive income within finance income.

1.3 Revenue Recognition

Revenue comprises income derived from the provision of hospitality services, including accommodation, food and beverage sales, curios, conferencing and banqueting, safaris, spa, laundry and other ancillary services, as well as the Cresta loyalty programme.

Revenue from contracts with customers is recognised in accordance with IFRS 15 Revenue from Contracts with Customers when control of goods or services is transferred to the customer in an amount that reflects the consideration to which the Group expects to be entitled. Revenue excludes value added tax and amounts collected on behalf of third parties.

Identification of contracts with customers

Contracts with customers arise in the ordinary course of business when the Group accepts a booking, provides goods or renders services to a guest or customer. These contracts are generally of short duration and payment is due at the point the service is rendered or on check-out, in accordance with agreed terms.

Performance obligations

The Group assesses the goods and services promised in a contract and identifies each distinct performance obligation. Performance obligations typically comprise:

- the provision of accommodation (bed nights);
- the sale of food, beverages and other goods;
- conferencing, banqueting, safaris and other hotel services; and
- loyalty award credits granted to members of the Cresta loyalty programme, which provide a material right to the customer.

Transaction price

The transaction price represents the amount of consideration to which the Group expects to be entitled in exchange for transferring the promised goods or services. The transaction price is generally fixed, with payment due immediately or within a short credit period. No significant financing components exist due to the short-term nature of the transactions.

Allocation of the transaction price

Where a contract contains multiple performance obligations, the transaction price is allocated to each performance obligation based on their relative stand-alone selling prices.

Consideration received in respect of the loyalty programme is allocated between the accommodation or other services provided and the award credits. The portion allocated to the award credits is recognised as a contract liability until the points are redeemed or expire.

Summary of Significant Accounting Policies (continued)
for the year ended 31 December 2025

1.3 Revenue Recognition (continued)

Recognition of revenue

Accommodation, conferencing, safaris and other services

Revenue from the provision of accommodation and other services is recognised over time as the customer simultaneously receives and consumes the benefits of the services, measured over the period of the guest's stay or as the services are rendered.

Food, beverages and other goods

Revenue from the sale of food, beverages and other goods is recognised at a point in time when control transfers to the customer, being when the goods are delivered to or consumed by the customer.

Customer loyalty programme

Revenue allocated to loyalty award credits is deferred and recognised when:

- the points are redeemed and the related goods or services are provided; or
- the points expire, based on the expected pattern of redemption (breakage).

Other income

Interest income is recognised using the effective interest method in accordance with IFRS 9 Financial Instruments. Dividend income is recognised when the Group's right to receive payment has been established.

1.4 The Company as a lessee

The Company assesses whether a contract is or contains a lease, at inception of the contract. The Company recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets (small items of office furniture and telephones). For these leases, the Company recognises the lease payments as an operating expense 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 assets are consumed.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the lessee uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:

- Fixed lease payments (including in-substance fixed payments), less any lease incentives receivable;
- The exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is presented as a separate line in the statement of financial position.

The finance costs included in the repayment of the lease liabilities are presented separately under operating activities in the statement of cash flows.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The Company remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- The lease term has changed or there is a significant event or change in circumstances resulting in a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.

Summary of Significant Accounting Policies (continued)
for the year ended 31 December 2025

1.4 The Company as a lessee (continued)

- The lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease
- A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day, less any lease incentives received and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Whenever the Company incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognised and measured under IAS 37. To the extent that the costs relate to a right-of-use asset, the costs are included in the related right-of-use asset, unless those costs are incurred to produce inventories. The Company however will not have any dismantling or removal activity to be done at the end of its property leases.

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Company expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts at the commencement date of the lease. The right-of-use assets are presented as a separate line in the statement of financial position.

The Company applies IAS 36 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in the 'Property, Plant and Equipment' policy.

Variable rents that do not depend on an index or rate are not included in the measurement of the lease liability and the right-of-use asset. The related payments are recognised as an expense in the period in which the event or condition that triggers those payments occurs.

As a practical expedient, IFRS 16 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has not used this practical expedient. For contracts that contain a lease component and one or more additional lease or non-lease components, the Company allocates the consideration in the contract to each lease component based on the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Company as lessor

The Company enters into lease agreements as a lessor with respect to some of its Property, Plant and Equipment. The Leases for which the Company 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.

When the Company 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. Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease.

1.5 Dividend distribution

Dividend distribution to the Company's shareholders is recognised as a liability in the Company's financial statements in the year in which the Company's shareholders approve the dividends.

Withholding tax of 10% is payable on the gross value of dividends. The withholding tax is treated as once off tax in the hands of the shareholders.

Summary of Significant Accounting Policies (continued)
for the year ended 31 December 2025

1.6 Property, plant, and equipment

Property, plant, and equipment are stated at historical cost less accumulated depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the statement of comprehensive income during the financial year in which they are incurred.

Capital work in progress is stated at cost less any recognised impairment. Depreciation of these assets, determined on the same basis as other assets, commences when the assets are ready for their intended use.

Land and buildings comprise mainly hotel properties. Land is not depreciated. Depreciation on other assets is calculated using the straight-line method to allocate their cost to their residual values over their estimated useful lives, as follows:

– Buildings: shorter of their useful life or the lease term.	50 years
– Improvements to leasehold premises: lower of lease period and useful lives	5 – 10 years
– Plant and equipment	6 – 7 years
– Furniture, fixtures, and fittings	4 – 7 years
– Motor vehicles	5 – 7 years
– Computers	3 years

Operating equipment (which includes uniforms, kitchen utensils, crockery, cutlery, and linen) is recognised as an expense based on usage. The period of usage depends on the nature of the operating equipment and varies between two to five years. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

Gains and losses

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised within other (losses)/gains – net, in the statement of comprehensive income.

Impairment

Property, Plant, and equipment are reviewed annually for impairment indicators and whenever events or changes in circumstances indicate that the carrying amounts may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount, the latter being the higher of fair value less cost to sell of the asset and its value in use.

1.7 Intangible assets

(a) Goodwill

Goodwill represents the excess of the cost of an acquisition over the fair value of the Company's share of the net identifiable assets of the acquired business at the date of acquisition. Goodwill on acquisition of business is included in 'intangible assets'. Separately recognised goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. Impairment losses on goodwill are not reversed. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold. Goodwill is allocated to cash generating units for the purpose of impairment testing. The allocation is made to those cash generating units or Companies of cash-generating units that are expected to benefit from the business combination in which the goodwill arose.

Summary of Significant Accounting Policies (continued)
for the year ended 31 December 2025

1.7 Intangible assets (continued)

(b) Computer software

Acquired computer/other software is capitalised on the basis of the costs incurred to acquire and bring to use the specific software. These costs are amortised over their estimated useful lives (three years). Costs associated with maintaining computer software programmers are recognised as an expense as incurred.

Costs that are directly associated with the development of identifiable and unique software products controlled by the Company, and that will probably generate economic benefits exceeding costs beyond one year, are recognized as intangible assets.

1.8 Impairment of non-financial assets

Intangible assets that have an indefinite useful life or intangible assets not ready for use are not subject to amortisation and are tested annually for impairment.

Assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are largely independent cash inflows (cash generating units). Prior impairments of non-financial assets (other than goodwill) are reviewed for possible reversal at each reporting date.

1.9 Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

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

Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace. All recognised financial assets are measured subsequently in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Classification of financial assets

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

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

Summary of Significant Accounting Policies (continued)
for the year ended 31 December 2025

1.9 Financial Instruments (continued)

Classification of financial assets (continued)

Currently, the Company does not have any financial assets that are measured at FVTPL or FVTOCI. The Company only has financial assets that are measured at amortised cost; hence the material accounting policies are disclosed for the financial assets at amortised cost.

Amortised cost and effective interest method

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

For financial assets other than purchased or originated credit-impaired financial assets (i.e. assets that are credit-impaired on initial recognition), the effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) excluding expected credit losses, through the expected life of the debt instrument, or, where appropriate, a shorter period, to the gross carrying amount of the debt instrument on initial recognition.

For purchased or originated credit-impaired financial assets, a credit-adjusted effective interest rate is calculated by discounting the estimated future cash flows, including expected credit losses, to the amortised cost of the debt instrument on initial recognition.

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

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

Interest income is recognised in profit or loss and is included in the “finance income” line item.

Impairment of financial assets

The Company recognises a loss allowance for expected credit losses on investments in debt instruments that are measured at amortised cost and trade and other receivables. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument.

(i) Definition of default

The Company considers the following as constituting an event of default for internal credit risk management purposes as historical experience indicates that financial assets that meet either of the following criteria are generally not recoverable:

- When there is a breach of financial covenants by the debtor; or
- Information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including the Company, in full (without taking into account any collateral held by the Company).

Irrespective of the above analysis, the Company considers that default has occurred when a financial asset is more than 90 days past due unless the Company has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

Summary of Significant Accounting Policies (continued)
for the year ended 31 December 2025

1.9 Financial Instruments (continued)

Impairment of financial assets (continued)

(ii) Credit-impaired financial assets

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

- (a) significant financial difficulty of the issuer or the borrower;
- (b) a breach of contract, such as a default or past due event (see (ii) above);
- (c) the lender(s) of the borrower, for economic or contractual reasons relating to the borrower’s financial difficulty, having granted to the borrower a concession(s) that the lender(s) would not otherwise consider;
- (d) it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation; or
- (e) the disappearance of an active market for that financial asset because of financial difficulties.

(iii) Write-off policy

The Company writes off a financial asset when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery. Financial assets written off may still be subject to enforcement activities under the Company’s recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

(iv) Measurement and recognition of expected credit losses

The measurement of expected credit losses is a function of the probability of default, loss given default (i.e. the magnitude of the loss if there is a default) and the exposure at default. The assessment of the probability of default and loss given default is based on historical data adjusted by forward-looking information as described above. As for the exposure at default, for financial assets, this is represented by the assets’ gross carrying amount at the reporting date; together with any additional amounts expected to be drawn down in the future by default date determined based on historical trend, the Company’s understanding of the specific future financing needs of the debtors, and other relevant forward-looking information.

For financial assets, the expected credit loss is estimated as the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive, discounted at the original effective interest rate.

The Company recognises an impairment gain or loss in profit or loss for all financial instruments with a corresponding adjustment to their carrying amount through a loss allowance account, for which the loss allowance is recognised in other comprehensive income and accumulated in the investment revaluation reserve, and does not reduce the carrying amount of the financial asset in the statement of financial position.

For financial assets, the expected credit loss is estimated as the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive, discounted at the original effective interest rate.

The Company recognises an impairment gain or loss in profit or loss for all financial assets, with a corresponding adjustment to their carrying amount through a loss allowance account. The Company uses the simplified approach when determining impairment losses.

Summary of Significant Accounting Policies (continued)
for the year ended 31 December 2025

1.9 Financial Instruments (continued)

Derecognition of financial assets

The Company 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 entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

Reclassification of financial assets

The Company reclassifies financial assets when, and only when, its business model for managing those financial assets changes. Such changes are expected to be very infrequent.

Reclassifications are applied prospectively from the reclassification date, which is the first day of the first reporting period following the change in the business model. Gains, losses or interest previously recognised are not restated.

When a financial asset is reclassified from amortised cost to fair value through profit or loss, it is measured at fair value at the reclassification date. Any gain or loss arising from a difference between the previous amortised cost and fair value is recognised in profit or loss.

When a financial asset is reclassified from amortised cost to fair value through other comprehensive income, it is measured at fair value at the reclassification date. Any gain or loss arising from a difference between the previous amortised cost and fair value is recognised in other comprehensive income.

When a financial asset is reclassified from fair value through other comprehensive income to amortised cost, the financial asset is reclassified at its fair value at the reclassification date. The cumulative gain or loss previously recognised in other comprehensive income is removed from equity and adjusted against the fair value of the financial asset at the reclassification date. As a result, the financial asset is measured at amortised cost as if it had always been measured at amortised cost.

When a financial asset is reclassified from fair value through profit or loss to amortised cost or to fair value through other comprehensive income, its fair value at the reclassification date becomes its new gross carrying amount.

Financial liabilities

All financial liabilities are measured subsequently at amortised cost using the effective interest method. Currently and also in the prior year, the Company does not have any financial liabilities measured at FVTPL, hence the material accounting policies disclosed relates to only those financial liabilities at amortised cost.

Financial liabilities measured subsequently at amortised cost

Financial liabilities that are not (i) contingent consideration of an acquirer in a business combination, (ii) held for trading, or (iii) designated as at FVTPL, are measured subsequently 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.

Summary of Significant Accounting Policies (continued)
for the year ended 31 December 2025

1.9 Financial Instruments (continued)

Financial liabilities (continued)

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

When the Company exchanges with the existing lender one debt instrument into another one with the substantially different terms, such exchange is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, the Company accounts for substantial modification of terms of an existing liability or part of it as an extinguishment of the original financial liability and the recognition of a new liability.

It is assumed that the terms are substantially different if the discounted present value of the cash flows under the new terms, including any fees paid net of any fees received and discounted using the original effective rate is at least 10 per cent different from the discounted present value of the remaining cash flows of the original financial liability. If the modification is not substantial, the difference between: (1) the carrying amount of the liability before the modification; and (2) the present value of the cash flows after modification should be recognised in profit or loss as the modification gain or loss within other gains and losses.

Reclassification of financial liabilities

The Company does not reclassify any financial liability.

The classification of financial liabilities as at amortised cost or at fair value through profit or loss is determined on initial recognition and is not subsequently reclassified.

1.10 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined using the average cost method. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs necessary to complete the sale. Provision is made for slow moving and obsolete inventories.

1.11 Cash and cash equivalents

Cash and cash equivalents are carried in the statement of financial position at cost which approximates amortised cost. Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less, net of bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities on the statement of financial position.

1.12 Stated capital

Ordinary shares are classified as equity and stated at the fair value of the consideration received. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Where any Company holds equity share capital (treasury shares), the consideration paid, including any directly attributable incremental costs (net of income taxes) is deducted from equity attributable to the Company's equity holders until the shares are cancelled or reissued. Where such ordinary shares are subsequently reissued, any consideration received, net of any directly attributable incremental transaction costs and the related income tax effects and is included in equity attributable to the Company's equity holders.

1.13 Related Parties

Related parties consist of entities under common ownership and control. Related parties comprise the holding Company, subsidiary companies, directors and key management. Transactions with related parties are in the normal course of business.

Summary of Significant Accounting Policies (continued)
for the year ended 31 December 2025

1.14 Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in the statement of comprehensive income over the period of the borrowings using the effective interest method.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

Finance costs on borrowings related to the acquisition of hotel properties that were previously rented by the Company are classified under operating activities on the statement of cash flows.

1.15 Trade Payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities. Trade payables are financial liabilities, recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

1.16 Trade Receivables

Trade receivables are amounts due from customers for services performed in the ordinary course of business and are initially recognised at the transaction price in accordance with IFRS 15 as they do not contain a significant financing component. Subsequently, trade receivables are measured at amortised cost using the effective interest method, less any loss allowance.

The Company applies the simplified approach to measure the loss allowance for trade receivables at an amount equal to lifetime expected credit losses. The expected credit losses on trade receivables are estimated using a provision matrix based on the Company's historical credit loss experience, adjusted for forward-looking factors that are specific to the debtors and the economic environment.

Trade receivables are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Company and a failure to make contractual payments for a period greater than 180 days past due, subject to legal enforcement activities where appropriate.

1.17 Cost of sales

Cost of sales comprise direct cost incurred in the provision of goods and services and are recognised as incurred.

1.18 Income tax

a) Income tax

The tax expense for the period comprises current and deferred tax. Tax is recognised in the statement of comprehensive income, except to the extent that it relates to items recognised directly in other comprehensive income. In this case the tax is also recognised in other comprehensive income.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the reporting date where the Company operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Summary of Significant Accounting Policies (continued)
for the year ended 31 December 2025

1.18 Income tax (continued)

b) Deferred tax

Deferred income tax is recognised for in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill; deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss.

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred income tax is provided on temporary differences arising on investments in subsidiaries, except where the timing of the reversal of the temporary difference is controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

1.19 Employee benefits

a) Pension obligations

The Company operates a defined contribution pension scheme. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity.

The Company has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods. The Company has no further payment obligations once the contributions have been paid. The contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

b) Termination benefits

Termination benefits are payable when employment is terminated before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Company recognises termination benefits when it is demonstrably committed to either: terminating the employment of current employees according to a detailed formal plan without possibility of withdrawal; or providing termination benefits as a result of an offer made to encourage voluntary redundancy. Benefits falling due more than 12 months after reporting date are discounted to present value. Contract staffs are paid terminal gratuities in accordance with their respective employment contract.

c) Other benefits

(i) Leave pay

The costs of paid leave is recognised as an expense based on basic pay, as the employee render services that increases the entitlement or, in the case of non-accumulating absence, when absence occurs.

Summary of Significant Accounting Policies (continued)
for the year ended 31 December 2025

1.19 Employee benefits (continued)

c) Other benefits (continued)

(ii) Profit sharing and bonus plans

The Company recognises a liability and an expense for bonuses and profit sharing due to management and employees where contractually obliged or where there is past practice that has created a constructive obligation.

Employees of the Company receive remuneration in the form of a phantom share. This scheme is managed through an employee trust scheme. The objective of the scheme is to retain staff. Only employees who meet the required criteria of two years in continuous employment are eligible to share in the dividend distribution.

(iii) Medical aid

In terms of the employment contracts and the rules of relevant medical aid scheme, medical benefits are provided to employees. The Company subsidizes a portion of medical aid contribution for certain employees. Contributions in relation to Company's obligations in respect of these benefits are charged against statement of comprehensive income in the period of payment.

1.20 Earnings per ordinary share

Earnings per ordinary share are calculated using the weighted average number of ordinary shares in issue during the period and are based on the net (loss)/profit attributable to ordinary shareholders.

1.21 Bank overdraft

Bank overdrafts that are repayable on demand and form an integral part of the Company's cash management are included as a component of cash and cash equivalents for the purposes of the statement of cash flows. In the statement of financial position, bank overdrafts are presented within current liabilities when the facility is utilised.

The Company maintains an overdraft facility with Absa Bank Botswana Limited to support short-term working capital requirements. At the reporting date, any utilised portion of the overdraft facility is recognised as a financial liability measured at amortised cost using the effective interest method.

1.22 Segmental report

Business segments are distinguishable components of the Company that provide services that are subject to risks and rewards. The costs of shared services are accounted for in a separate ("unallocated") segment. Transactions between segments are generally accounted for in accordance with Company policies as if the segments were standalone businesses with intra segment revenue being eliminated through separate adjustment to revenue.

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the executive management that makes strategic decisions.

Financial Risk Management
for the year ended 31 December 2025

2. Financial Risk Factors

The Company's activities expose it to a variety of financial risks:

- a) Market risk (including currency risk, price risk, fair value interest rate risk, and cash flow interest rate risk),
- b) Credit risk; and
- c) Liquidity risk

The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's financial performance.

Risk management is conducted by Senior Management under policies approved by the Board of Directors. Management identifies, evaluates and hedges financial risks in close co-operation with the Company's operating units. The Board of Directors provides written principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk, and investment of excess liquidity.

2.1 Market risk

i) Foreign currency risk

In the normal course of business, the Company may enter into transactions denominated in foreign currencies. In addition, the Company may have assets and liabilities in foreign currencies, which exposes it to fluctuations in foreign currency exchange rates. Foreign exchange risks arise when future commercial transactions or recognised assets and liabilities denominated in a currency that is not the entity's functional currency. Other than foreign bank balances, the Company had no other assets and liabilities, or significant committed future transactions denominated in foreign currencies at year end.

In the period under review, the Company did not have any material outstanding balances denominated in foreign currencies.

ii) Cash flow and fair value interest rate risk

The Company's interest rate risk arises from long-term borrowings, short-term bank deposits and bank overdrafts.

Bank overdrafts are obtained at, and short-term deposits are placed at, variable rates that expose the Company to cash flow interest rate risk. During the financial year, the Company's borrowings and deposits at variable rates were denominated in Botswana Pula.

The Company analyses its interest rate exposure on a dynamic basis. Various scenarios are simulated taking into consideration refinancing, renewal of existing positions, and alternative financing. Based on these scenarios, the Company calculates the impact on the statement of comprehensive income of a defined interest rate shift.

Interest rate sensitivity analysis

The Company is exposed to interest rate cash flow risks only. The sensitivity analysis has been determined on the exposure of financial instruments to interest rates at the reporting date. For floating rate liabilities denominated in the reporting currency, the analysis is prepared assuming the amount of liability outstanding at the reporting date was outstanding for the whole year.

A 50-basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

If the rates had been 50 basis points higher/lower and all other variables were held constant, the Company's profits for the year ended 31 December 2025 would increase/decrease by P0.068 million in 2025 (2024: P0.077 million).

Financial Risk Management (continued)
for the year ended 31 December 2025

2.1 Market Risk (continued)

In the current year, the Company had minimal funds in money market investments (2024: money market), with surplus funds primarily held in fluctuating interest-earning deposits that are adjusted on a short-term basis based on changes in prevailing market-related interest rates.

The cash resources are managed to ensure that surplus funds are invested in a manner to achieve maximum returns while minimising risks.

However, considering the short-term maturity for these deposits, these risks are minimised. The deposits at year end were as shown below:

2025			
Financial Instrument	Name of the financial institution	Current interest Rate	Due in less than one year P'000
Money market short term income fund	Morula Capital Partners	3 - 7.5% (variable)	26
2024			
Financial Instrument	Name of the financial institution	Current interest Rate	Due in less than one year P'000
Money market short term income fund	Morula Capital Partners	3 - 7.5% (variable)	24

2.2 Credit Risk

Credit risk arises from cash and cash equivalents and deposits with banks and financial institutions, as well as credit exposures to customers, including outstanding receivables and committed transactions. For banks and financial institutions, only reputable parties are accepted.

The Company continuously monitors defaults of customers and other counter parties and incorporate the information into credit risk controls.

If customers are independently rated, these ratings are used. Otherwise, if there is no independent rating, credit control assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. The utilisation of credit limits is regularly monitored. In accordance with standard practice within the industry, the Company may require prepayment of standard charges prior to booking confirmation thereby eliminating a significant portion of credit risk prior to rendering services. The balance of dues from guests is settled through bank transfer, in cash or using credit cards. The most significant dues from guests arise from transactions with agents.

The Company carefully vets new agents prior to extending credit terms and deals mostly with agents with whom it has established reliable long-term relationships. As a result of this, the Company historically has succeeded in minimising negative impacts of adverse credit risks events.

Financial Risk Management (continued)
for the year ended 31 December 2025

2.2 Credit Risk (continued)

Credit trading relationship

Individual customer risk limits are set in accordance with limits set by the board.

Management evaluates the credit risk relating to customers on an on-going basis and where appropriate, makes adequate provision for bad and doubtful debts. Financial assets exposed to credit risk at year end were as follows:

	2025 P'000	2024 P'000
Trade and other receiv ables ex cluding prepay ments & VAT	24 098	26 461
Amount due from related party (Note 26)	337	428
Absa Bank Limited	3 587	4 694
First National Bank of Botswana Limited	1 033	2 691
Stanbic Bank Botswana Limited	129	167
Morula Capital Partners	26	24

2.3 Liquidity Risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions. Management monitors rolling forecasts of the Company's and Company's liquidity reserve on the basis of expected cash flows. Surplus cash held over and above balance required for working capital management are transferred to interest bearing assets. These are invested in interest bearing current accounts and time deposits, and money market deposits, choosing instruments with appropriate maturities or sufficient liquidity to provide sufficient headroom as determined by the above-mentioned forecasts.

The Company's approach to managing liquidity is to ensure as far as possible that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

All financial instruments are measured at amortized cost. At the reporting date, the Company had the following assets that are expected to readily generate cash inflows for managing liquidity risk.

Financial assets at amortised cost

	2025 P'000	2024 P'000
Cash and cash equivalents	4 748	7 552
Short term inv estments	26	24
Trade and other receiv ables ex cluding prepayments & VAT	24 098	26 461
Amounts due from related parties	337	428
	29 210	34 465
Cash at bank and short-term deposits		
A bsa Bank Limited	3 587	4 694
First National Bank of Botswana Limited	1 033	2 691
Stanbic Bank Botswana Limited	129	167
Morula Capital Partners	26	24
	4 774	7 576

Financial Risk Management (continued)
for the year ended 31 December 2025

2.3 Liquidity Risk (continued)

Financial assets at amortised cost (continued)

The table below analyses the Company’s financial liabilities into relevant maturity groupings based on the remaining period at the balance sheet to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows:

	Less than 1 year P'000	Between 1 and 2 years P'000	Between 3 and 5 years P'000	Over 5 years P'000	Total P'000
As at 31 December 2025					
Trade and other payables	47 216	—	—	—	47 216
Bank overdraft	—	—	—	—	—
Borrowings	33 498	33 455	66 408	82 436	215 797
Lease Liabilities	31 052	25 400	77 749	83 015	17 216
	111 766	58 855	144 157	165 451	480 229
As at 31 December 2024					
Trade and other payables	46 854	—	—	—	4 6 854
Bank overdraft	951	—	—	—	951
Borrowings	58 218	52 239	96 651	9 600	216 708
Lease Liabilities	30 590	30 829	75 759	110 405	247 583
	136 613	83 068	172 410	120 005	512 096

Further details of amounts due in less than one year as at 31 December 2025 are shown below:

	Due in Quarter 1 P'000	Due in Quarter 2 P'000	Due in Quarter 3 P'000	Due in Quarter 4 P'000	Total P'000
As at 31 December 2025					
Trade and other payables	37 323	3 440	3 818	7 502	52 083
Borrowings	8 544	8 431	8 318	8 204	33 498
Lease Liabilities	8 018	8 044	8 035	6 955	31 052
	53 885	19 915	20 17 1	22 661	116 632

The Company’s current liabilities will be settled from cash and cash equivalents, cash received from trade and other receivables, as well as cash generated during the year. The Company’s trade and other receivables’ turnover is 3.6 months quicker than the trade and other payables, making available liquidity to fund any working capital gap. The working capital management and operational efficiencies of the Company saw it operating a negative working capital cycle as the trade and other receivables days plus inventory days are lesser than the trade and other payables days. The Company’s business model has the greater part of its revenue being cash revenue whilst suppliers are predominantly on credit terms backed by the Company’s economies of scale and sound relationships with the suppliers. The Company also has an overdraft facility of P10 million which is utilised for working capital shortfalls. As at year end, the facility was not utilised (Note 17).

Financial Risk Management (continued)
for the year ended 31 December 2025

2.3 Liquidity Risk (continued)

Financial assets at amortised cost (continued)

The reduction in cash to P4.7 million (2024: P6.6 million) was driven by relatively reduced revenue during the year as compared to the previous financial years. The debt service reduced in 2025 when compared to 2024 due to the restructuring of the ABSA debt, which resulted in the first repayment of the restructured loan being in December and with no debt service in June and September. This restructuring has therefore freed up to P15 million which was therefore released into working capital needs during the year.

The Company reinvested into expansionary capital expenditure primarily the Mowana BOMA. The capital expenditure spend strengthened the Company’s sustainability on profitability and cash generation into the future. The expenditure is not contractually recurring which reduces cash outflows in the future and the budgeted capital expenditure for the year 2025 is not contractually binding and will be invested informed by availability of surplus cash.

The Company has pivoted the business model to grow the leisure markets, corporates, and online business over and above the traditional predominantly government market. In 2024, leveraging its size economies of scale, the Company launched a procurement backward integration strategy which has seen a reduction in costs and such cost optimisation have and will continue being consolidated in 2025 and beyond.

2.4 Analysis of Financial Instruments

2.4.1 Financial instruments by category

	2025 P'000	2024 P'000
Trade and other pay ables (ex cluding related party balanc es)**	43 857	46 854
Bank overdraft	—	951
Borrowings	155 969	176 694
Amount due to related party	3 359	6 908
Lease Liabilities	163 082	181 262
	366 267	412 669

** Statutory liabilities, Employee Benefits and Value Added Tax (“VAT”) are also excluded from trade and other payables.

	2025 P'000	2024 P'000
Cash and cash equivalents	4 748	7 552
Short term investments	26	24
Trade and other receivables excluding prepayments & VAT	24 098	26 461
Amounts due from related parties	337	428
	29 210	34 465

All financial instruments are measured at amortised cost.

Financial Risk Management (continued)
for the year ended 31 December 2025

2.4 Analysis of Financial Instruments (continued)

2.4.2 Credit quality of financial assets

The credit quality of financial assets that are neither past due nor impaired can be assessed by reference to historical information about counterparty default rates.

There are no credit ratings available in Botswana. The below financial institutions have reported sound financial results and continued compliance with minimum capital adequacy requirements set by the regulator.

None of the financial assets that are fully performing have been re-negotiated during the year.

	2025 P'000	2024 P'000
Trade and other receivables excluding prepayments & VAT	24 098	26 461
Amount due from related party (Note 26)	337	428
Absa Bank Limited	3 587	4 694
First National Bank of Botswana Limited	1 033	2 691
Stanbic Bank Botswana Limited	129	167
Morula Capital Partners	26	24

2.5 Capital Risk Management

The Board reviews the Company’s capital allocation policy on a regular basis. The Company’s capital allocation framework defines its priorities for uses of cash, underpinned by its principle to maintain a strong balance sheet.

The framework prioritises the use of cash generated from operations for re-investment in the business to drive organic growth and to maintain a progressive dividend policy.

While funding organic growth remains the Board’s first priority, pressure on profit and cash in the short-term requires a reduction in operating and capital expenditure. With a focus on capital retention and sourcing of capital during the current period the Board has also reviewed the Company’s access to funding including sources of debt and equity.

The capital structure as at 31 December 2025 and 2024 was as follows:

	2025 P'000	2024 P'000
Total borrowings (Note 20)	155 969	176 694
Bank overdraft	—	951
Less: Cash and cash equivalent and other short term deposits (Note 17)	(4 774)	(7 576)
Net debt	151 195	170 069
Total equity	139 251	163 329
Total capital	290 446	333 398

Accounting Estimates and Assumptions
for the year ended 31 December 2025

3. Accounting Estimates and Judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions are discussed below.

3.1 Estimated impairment of goodwill

The Company tests annually whether the goodwill has suffered any impairment, in accordance with the accounting policy stated in note 1.8. The recoverable amounts of cash generating units have been determined based on value-in-use calculations. These calculations require the use of estimates.

3.2 Income taxes

The Company recognises the net future tax benefit related to deferred income tax assets to the extent that it is probable that the deductible temporary differences will reverse in the foreseeable future.

Assessing the recoverability of deferred income tax assets requires the Company to make significant estimates related to expectations of future taxable income. Estimates of future taxable income are based on forecast cash flows from operations and the application of existing tax laws in each jurisdiction. To the extent that future cash flows and taxable income differ significantly from estimates, the ability of the Company to realise the net deferred tax assets recorded at the end of the reporting period could be impacted.

3.3 Useful lives and residual values of property, plant and equipment

Property, plant and equipment are depreciated over its useful life taking into account residual values where appropriate. The actual useful lives of the assets and residual values are assessed annually and may vary depending on a number of factors. In re–assessing asset useful lives, factors such as technological innovation, product life cycles and maintenance and refurbishment programmes are taken into account. Residual value assessments consider issues such as future market conditions, the remaining life of the asset and projected disposal values.

The Company continues to utilise some property, plant, and equipment that have been fully depreciated but remain operational. These assets are still in use as their economic value is not material, and their disposal value is insignificant. The Company incurs ongoing repairs and maintenance expenses to prolong their economic life and ensure their continued functionality. Management regularly assesses these assets for impairment and monitors their condition to determine the necessity for replacement or further investment.

3.4 Impairment of assets

Financial Assets

The Company follows the guidance of IFRS 9 to determine when a financial asset is impaired. This determination requires significant judgement. In making this judgement, the Company evaluates, among other factors, the duration and extent to which the fair value of an investment is less than its cost; and the financial health of and near-term business outlook for the investee, including factors such as industry and sector performance, changes in technology and operational and financing cash flow.

Accounting Estimates and Assumptions (continued)
for the year ended 31 December 2025

3.4 Impairment of Assets (continued)

Financial Assets (continued)

Intangible assets are reviewed for impairment losses whenever events or changes in circumstances indicate that the carrying amounts may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount, the latter being the higher of fair value less cost to sell and the value in use.

Allowance for doubtful debts is created where there is objective evidence, such as probability of insolvency or significant financial difficulties of the debtor, that the Company will not be able to collect the amount under original terms of the invoice. An estimate is made with regards to the probability of insolvency and the estimated amount of debtors who will not be able to pay.

Non-financial Assets

In accordance with the accounting policy outlined in Note 1.8, the Company performed an impairment assessment of CGUs that exhibited indicators of impairment as at year end. The assessment was concluded in compliance with the requirements of IAS 36 – Impairment of Assets. The recoverable amounts of cash generating units have been determined based on value-in-use calculations. These calculations require the use of estimates.

Key assumptions used in the calculation of recoverable amounts, discount rates and growth rates for the loss-making CGUs – Cresta Jwaneng, Cresta President, Cresta Lodge, Cresta Rileys, Cresta Botsalo, Cresta Bosele, Cresta Thapama and Cresta Mahalapye – were based on the following;

Recoverable amount: The recoverable amount of a CGU is determined based on value-in-use calculations. These calculations use pre-tax cash flow projections based on financial budgets approved by management covering a five-year period. Cash flows beyond the five-year period are extrapolated using the estimated growth rates stated on page 93. The growth rate does not exceed the long-term average growth rate for the business in which the CGU operates. The following approaches were taken in determining the future cash flows:

Growth rate: Average annual growth rate over the five-year forecast period is based on past performance and management's expectations of market development.

Long-term growth rate: This is the weighted average growth rate used to extrapolate cash flows beyond the five-year forecast period. The rate used is consistent with forecasts included in industry reports.

Pre-tax discount rate: Reflects specific risks relating to Botswana, where the CGUs Hotel operate.

Budgeted cashflows: Based on past performance and management's expectations for the future, the budgeted cash flows for 2025 and forecasts for 2026 to 2029 were present valued using a discount rate reflective of the risk environment of the business.

Other operating costs: Management forecasts these costs based on the current structure of the business, adjusting for inflationary increases but not reflecting any future restructurings or cost saving measures.

Annual capital expenditure: Expected cash costs in the CGU. This is based on the historical experience of Management, and the planned maintenance capital expenditure. No incremental revenue or cost savings are assumed in the value-in-use model as a result of this expenditure.

Based on the results of the impairment testing, no impairment losses were recognized as all CGUs demonstrated positive cash flows with the recoverable amount being higher than the carrying amount, indicating their ability to generate sufficient economic benefits to support their carrying values.

Accounting Estimates and Assumptions (continued)
for the year ended 31 December 2025

3.5 Contract liabilities

The Company operates a loyalty programme through which guests accumulate points for every paid night spent in the Cresta hotel that entitles them to discounts on future purchases in form of a free meal and or free night of accommodation after reaching 500 points and 1,000 points respectively.

A guest needs to spend P1,000 to earn 100 points. These points provide a discount to guests that they would not receive without paying for a night at any Cresta Hotel (i.e. a material right). The promise to provide the discount to the customer is therefore a separate performance obligation. The points expire after two years.

The transaction price is allocated between the revenue and the points on a relative stand-alone selling price basis. The stand-alone selling price per point is estimated based on the discount to be given when the points are redeemed by the customer and the likelihood of redemption, as evidenced by the Company's historical experience. A contract liability is recognised for revenue relating to the loyalty points at the time of the initial sales transaction.

Revenue from the loyalty points is recognised when the customer redeems the points. Revenue for points that are not expected to be redeemed is recognised in proportion to the pattern of rights exercised by the guests.

At 31 December 2024, the contract liabilities were estimated based on an expected redemption rate of 30% (2024: 29%) of total accumulated points. Had the estimated redemption rate been 10% higher/(lower), the contract liabilities recognised at the balance sheet date would have been P0.27 million (2024: P0.39 million) higher/ (lower).

3.6 Leases

Key judgments and estimates are involved in the determination of the incremental borrowing rate and the assessment of the lease term considering the termination and renewal options, in the measurement of the right-of-use assets and the lease liabilities. The Company's incremental borrowing rate is assessed based on the current market rates of borrowing facilities for similar assets and similar tenure as the leases.

Notes to the Financial Statements

for the year ended 31 December 2025

	2025 P'000	2024 P'000
4. Revenue		
Accommodation revenue	185 360	198 967
Food revenue	130 515	134 079
Bar revenue	28 087	29 537
Other*	21 190	22 111
	365 152	384 694
External revenue by timing:		
Services transferred at a point in time	187 286	200 686
Goods transferred at a point in time	177 866	184 008
	365 152	384 694
* Other revenue comprises Cresta card sales, curio shop sales, rental income, commissions received		
5. Expenses by Nature		
Inventory consumed (note 15)	57 609	58 886
Employee benefit expense (note 6)	113 418	118 401
Transport expenses 226 4 04		
Depreciation of right-of-use assets (note 12)	23 342	21 235
Auditor's remuneration*		
— Statutory audit of financial statements	1 563	1 539
Depreciation of property, plant and equipment (note 11)	35 466	33 528
Usage of operating equipment (note 11)	4 240	3 997
Amortisation of intangible assets (note 13)	206	218
Provision for impairment of trade debtors (note 16)	243	525
Internal audit costs	66	72
Directors' fees	820	945
Management fees (note 26)	10 958	11 527
Profit bonus payable to management company (note 26)	3 694	6 571
Water and electricity	24 888	22 414
Marketing and promotion	5 777	6 875
Repairs and maintenance	11 411	11 640
Other expenses**	61 712	44 576
Insurance	3 713	3 551
Legal	515	499
Telephone	4 275	4 406
Travel expenses	1 248	1 662
	365 390	353 471
Analysed as:		
Cost of sales	239 365	239 561
Sales and distribution expenses	9 920	10 723
Administration expenses	101 726	101 627
Impairment expense on trade receivables (note 16)	243	525
Impairment of property, plant & equipment (note 11)	6	1 034
Impairment on non financial assets (note 10)	14 130	—
	365 390	353 471

* The audit fees represent amounts paid solely for the statutory audit of the annual financial statements, with no fees incurred for non-audit services in line with IAS 1 requirements.

** Other expenses consist of bank charges, motor vehicle expenses, courier & postage charges, security charges, rates, regulatory & compliance expenses, outsourced activities, reseach & development costs, data processing charges and pre-opening expenses.

Notes to the Financial Statements (continued)

for the year ended 31 December 2025

	2025 P'000	2024 P'000
6. Staff Costs		
Pension contributions	4 303	4 256
Gross salaries and wages	109 115	114 145
	113 418	118 401
Number of employees	824	953
7. Finance income and expense		
Interest income	5	198
Bank revaluation gains	—	—
Finance income	5	198
Interest income consists of:		
Interest on investment in income fund	2	158
Interest on cash and cash equivalents	3	40
	5	198
Interest on borrowings and bank overdraft	13 605	15 342
Interest expense on lease liabilities (note 12)	13 200	12 865
Bank revaluation losses	2 101	188
Finance expense	28 906	28 395
8. Income tax expense		
Company tax	130	435
Deferred tax charge/(credit) (note 19)	(5 191)	209
Tax (credit)/expense	(5 061)	644
The tax on the profit before tax differs from the theoretical amount that would arise using the weighted average tax rate applicable to profits of the company as follows:		
Profit before income tax	(29 139)	3 027
Tax calculated at current tax rates — 22%	(6 411)	666
Expenses not deductible for taxation		
— Donations	1	30
Prior year unrecognized deferred tax	1 349	(52)
Tax (credit)/charge	(5 061)	644

9. Earnings Per Share

Basic earnings per share is calculated by dividing the net profit attributable to ordinary shareholders by the weighted average number of ordinary shares in issue during the year (excluding Treasury Shares):

	2025 P'000	2024 P'000
Total operating profit attributable to shareholders	(24 078)	2 383
Weighted average number of ordinary shares in issue ('000)	180 934	180 934
— Total number of shares issued	185 000	185 000
— Less: Treasury shares (Note 14)	(4 066)	(4 066)
Basic and diluted earnings per share (thebe)	(13.31)	1.32

There are no instruments in issue with a dilutive effect.

Notes to the Financial Statements (continued)
for the year ended 31 December 2025

10. Impairment on non-financial assets

During the year, the Company recognised an impairment loss of P14.13 million (2024: nil) in respect of the Cresta Jwaneng cash-generating unit (CGU) following an impairment assessment performed in accordance with IAS 36. Management identified indicators that the carrying amount of the CGU may not be recoverable, primarily due to revised trading forecasts and reduced expected future cash flows. The recoverable amount of the CGU was determined based on a value-in-use calculation using discounted cash flow projections derived from approved budgets and forecasts. As the recoverable amount of the CGU was lower than its carrying amount, an impairment loss was recognised in profit or loss under “Impairment of non-financial assets”.

In accordance with IAS 36, impairment losses recognised for a CGU are allocated first to goodwill and thereafter to the remaining assets of the CGU on a pro-rata basis according to their carrying amounts, subject to the limitation that no asset is reduced below its individual recoverable amount or zero. Accordingly, the recognised impairment was first allocated to goodwill of P5.27 million, resulting in the goodwill balance being fully written off. The remaining impairment of P8.86 million was then apportioned between property, plant and equipment and right-of-use assets based on their relative carrying amounts within the CGU, resulting in P2.50 million being allocated to property, plant and equipment and P6.36 million to right-of-use assets. Financial assets (outside the scope of IAS 36) including inventory, trade receivables and cash and cash equivalents, were not affected by the impairment allocation.

11. Property, Plant and Equipment

	Leasehold land and buildings P'000	Furniture, fixtures and fittings P'000	Motor vehicles P'000	Computers P'000	Operating equipment P'000	Capital work in progress P'000	Total P'000
Year ended 31 December 2025							
Opening net book amount	295 688	48 636	528	4 706	12 163	10 894	372 616
Additions	579	6 904	60	633	2 486	3 883	14 545
Disposals - at cost	(1 157)	(1 799)	—	(671)	(2 042)	—	(5 670)
Depreciation on disposals	1 157	1 554	—	583	2 042	—	5 335
Transfers from capital work in progress	3 224	1 495	—	—	116	(4 835)	—
Depreciation	(19 932)	(12 938)	(203)	(2 395)	—	—	(35 466)
Impairment of property, plant & equipment	—	(6)	—	—	—	—	(6)
Impairment on non financial assets (note 10)	(532)	(1 219)	(21)	(122)	(176)	(428)	(2 498)
Usage of operating equipment	—	—	—	—	(4 240)	—	(4 240)
Closing net book amount	279 027	42 627	365	2 734	10 348	9 514	344 615
At 31 December 2025							
Cost	449 527	219 434	1 999	17 416	20 788	9 514	718 679
Accumulated depreciation	(170 500)	(176 807)	(1 635)	(14 682)	(10 440)	—	(374 064)
Net book amount	279 027	42 627	364	2 734	10 348	9 514	344 615

Notes to the Financial Statements (continued)
for the year ended 31 December 2025

11. Property, Plant and Equipment (continued)

	Leasehold land and buildings P'000	Furniture, fixtures and fittings P'000	Motor vehicles P'000	Computers P'000	Operating equipment P'000	Capital work in progress P'000	Total P'000
Year ended 31 December 2024							
Opening net book amount	300 779	31 501	24	3 285	11 428	18 307	365 324
Additions	9 518	18 540	551	3 677	4 733	9 256	46 275
Disposals - at cost	(530)	(5 247)	—	(280)	(2 720)	—	(8 777)
Depreciation on disposals	195	5 180	—	252	2 726	—	8 353
Transfers from capital work in progress	5 790	10 879	—	—	—	(16 669)	—
Depreciation	(19 037)	(12 216)	(47)	(2 228)	—	—	(33 528)
Impairment*	(1 027)	—	—	—	(7)	—	(1 034)
Usage of operating equipment	—	—	—	—	(3 997)	—	(3 997)
Closing net book amount	295 688	48 636	528	4 706	12 163	10 894	372 616
At 31 December 2024							
Cost	447 414	214 060	1 961	17 576	21 491	10 894	713 396
Accumulated depreciation	(151 726)	(165 424)	(1 433)	(12 870)	(9 328)	—	(340 780)
Net book amount	295 688	48 636	528	4 706	12 163	10 894	372 616

Leasehold and freehold land and buildings with a net book value of P208.4 million are secured as indicated in Note 20.

The Company owns the following properties:

Mowana Safari Lodge

Agreement through “ Deeds of Fixed Period State Grant” between the Government of Botswana and Cresta Marakanelo Limited dated 22 January 1998 for lease over Lot 2239 - Kasane, measuring 34,2 Ha and another lease dated 10 February 1987 for Lot 872 -Kasane, measuring 21,9 Ha in the Chobe Administrative District. The state grants are for a period of 50 years, upon which the land together with all improvements thereon shall revert to the State absolutely without compensation payable for improvements or otherwise.

Cresta Marang Hotel

Agreement through a “Deed of Fixed Period State Grant” between the Government of Botswana and Cresta Marakanelo Limited dated 14 November 1996 for lease over plots 930, 931 and 21367 - Francistown, measuring 6.38 Ha in the North East Administrative District. The state grant is for a period of 50 years expiring on 14 November 2046 upon which the land together with all improvements thereon shall revert to the State absolutely without compensation payable for improvements or otherwise.

Cresta President Hotel

Lot 1168/9 - Freehold property, Plot measuring 2002 square meters, in Gaborone Extension No. 3 - The Mall.

Notes to the Financial Statements (continued)
for the year ended 31 December 2025

11. Property, Plant and Equipment (continued)

The Company owns the following properties: (continued)

Cresta Lodge

Lot 50719 - Plot measuring 3,57 Ha, in the Gaborone Administrative District with a 50 year “Deed of Fixed State Grant” No. 1613/90, first registered on the 6 December 1990.

Cresta Riley’s Hotel

Tribal Lot 141 Maun - Plot measuring 2,48 Ha, in the Batawana Tribal Territory with a 50 year “Deed of Fixed State Grant” first registered on the 9 August 1998.

Cresta Thapama Hotel

Lot 6348 - Plot measuring 2,51 Ha, in the Francistown Administrative District with a 50 year “Deed of Fixed State Grant” No. 548/84, first registered on the 22 November 1984.

Cresta Bosele Hotel

Lot 19267 - Selebi Phikwe - Plot measuring 2,98 Ha, in the Selebi Phikwe Administrative district with a 50 year “Deed of Fixed State Grant” of 50 years, first registered on the 28 June 1973. The Company received an offer in January 2023 from the Department of Lands to purchase another 50 year fixed State Grant, for a consideration of P5.9 million, payable in instalments of a 24 months duration, which ended in January 2025. The Company accepted the offer and has paid off all the instalments during the year.

50 year “Deeds of Fixed State Grant” gives the purchaser (Cresta Marakanelo Limited) rights to cede, assign, transfer, lease, sell, mortgage or otherwise deal with the property during the period of ownership, provided that at the end of the 50-year period from the date of first registration the property together with all the improvements thereon (in whose name soever they may then be registered) shall revert to the State absolutely without compensation payable for improvements or otherwise.

12. Right of Use Assets and Lease Liabilities

Amounts recognised in the statements of financial position and profit or loss

Set out below, are the carrying amounts of the Company’s right-of-use assets and lease liabilities and the movement during the period.

	Right-of-use assets		
	Buildings P’000	Motor Vehicles P’000	Total P’000
Cost			
As at 1 January 2024	188 739	4 736	193 475
Additions	35 387	1 673	37 060
Lease modifications	18 926	185	19 111
Disposals	—	(465)	(465)
As at 31 December 2024	243 052	6 129	249 181
Additions	—	—	—
Lease modifications	(219)	509	290
As at 31 December 2025	242 833	6 638	249 471

Notes to the Financial Statements (continued)
for the year ended 31 December 2025

12. Right of Use Assets and Lease Liabilities (continued)

Amounts recognised in the statements of financial position and profit or loss (continued)

Set out below, are the carrying amounts of the Company’s right-of-use assets and lease liabilities and the movement during the period.

	Right-of-use assets		
	Buildings P’000	Motor Vehicles P’000	Total P’000
Accumulated depreciation			
As at 1 January 2024	70 304	3 407	73 712
Charge for the year (note 5)	20 194	1 041	21 235
As at 31 December 2024	90 498	4 448	94 947
Charge for the year (note 5)	22 053	1 290	23 342
Impairment on non-financial assets (note 10)	6 344	14	6 358
At 31 December 2025	118 895	5 752	124 648
Carrying amount			
At 31 December 2025	123 938	886	124 824
At 31 December 2024	152 554	1 681	154 235

* Additions are inclusive of newly signed leases and any arising incremental lease remeasurements from lease extensions

The Company leases several assets including buildings and vehicles. The average lease term for buildings is 10 years while for vehicles is 3 years.

Cresta Mahalapye Hotel

Mahalapye South Wing - initial 10 year lease with Knights Bridge Proprietary Limited commenced 1 September 2022. Annual lease rentals amount to P3.5 million for the first year with annual escalations of 6%. Mahalapye North Wing- initial 10 year lease with Tora Properties Proprietary Limited commenced 1 December 2023, and its respective annual lease rentals amount to P3.3 million for the first year with annual escalations of 6%.

Cresta Jwaneng Hotels

Lot 5483 - Jwaneng - 10 year lease with Debswana Pension Fund (DPF) commenced 1 June 2023. Annual lease rentals amount to P4 million for the first year with annual escalations of 6%. The lease has been extended to May 2033.

Cresta Grande Jwaneng - initial 10 year lease with Debswana Pension Fund commenced 1 August 2024. Annual lease rentals amount to P3,960,000 for the first year with annual escalations of 6%.

Cresta Head Office

Plot 74538, Marula House, 2nd floor, New CBD, Gaborone - 3 year lease with Primetime Property Holdings Limited commenced 1 April 2024. Annual lease rentals amount to P1.6 million for the first year with escalations of 5% per annum.

Cresta Maun Resort

Lot 16719 - Maun - 10 year lease with BIFM Local Property Fund commenced 1 January 2024. Annual lease rentals amount to P4.1 million for the first year with annual escalations of CPI plus 1% with a floor of 5% and a cap of 7%. The execution of the 10 year new lease was executed in November 2024, before expiration of the preceding lease that was due to expire in May 2027, hence resulting in a lease modification that extended it to December 2033.

Notes to the Financial Statements (continued)
for the year ended 31 December 2025

12. Right of Use Assets and Lease Liabilities (continued)

Cresta Marang Gardens (Residency)

The company has a lease agreement with Knight Bridge Proprietary Limited in respect of a Hotel for plot 6218 portion of lot 931, Francistown. The lease is for 10 years commencing on 1 July 2017 to June 2027. Annual lease rentals amount to P2.2 million for the first year with annual escalation of 6%.

Cresta Botsalo Hotel

Lot 87 - Palapye - 7 year lease with Botsalo Hotel Proprietary Limited commenced 30 September 2019 and renewable at the option of Cresta Marakanelo Limited. Annual lease rentals amount to P3.2 million for the first year with annual escalation of 8%. In addition to the lease terms, there has been a negotiated 10% rental reduction from November 2024 to March 2025. The lease expires in September 2026.

Motor Vehicles

The Company has options to purchase certain vehicles for a nominal amount at the end of the lease term. The Company's obligations are secured by lessors title to the leased assets for such leases.

In the current year several vehicle leases expired. Some of the related leases were renewed. There were no disposals during the year. The maturity analysis of the liabilities is presented below:

	2025 P'000	2024 P'000
Lease liabilities		
Analysed as:		
Non Current	143 752	163 389
Current	19 329	17 873
	163 081	181 262
Maturity analysis		
Year 1	31 052	30 590
Year 2	25 400	30 829
Year 3	24 470	25 400
Year 4	25 889	24 470
Year 5	27 390	25 889
Onwards	83 015	110 405
	217 216	247 583
Less: Unearned interest	(54 135)	(66 321)
	163 081	181 262
The unearned interest analysed as:		
Non Current	42 410	53 166
Current	11 737	13 155
	54 147	66 321
Amounts recognised in the profit and loss		
Depreciation expense of right-of-use assets	23 342	21 235
Rent expense — lease modifications	(698)	(2 362)
Interest expense on leased buildings	13 054	12 686
Interest expense on leased vehicles	146	179
Total interest expense (note 7)	13 200	12 865
Total amounts recognised in profit or loss	35 845	31 738

The total cash outflows for the leases in 2025 were P28.2 million (2024: P25.5 million), consisting of capital repayments of P15.0 million (2024: P12.6 million) and interest repayments of P13.2 million (2024: P12.9 million).

Notes to the Financial Statements (continued)
for the year ended 31 December 2025

	2025 P'000	2024 P'000
13. Intangible Assets		
Goodwill		
Arising out of acquisition of business from United Promotional Enterprises (Proprietary) Limited T/A Cezar Hotel		
Opening net book amount	5 274	5 274
Impairment for the year - non financial asset (note 10)	(5 274)	—
Closing net book amount	—	5 274
In 2013, the Company entered into an agreement with United Promotional Enterprise (Proprietary) Limited (t/a Cezar Hotel), a company registered in Botswana, to acquire the hotel business which operated within Jwaneng township. As a result of the acquisition, the Company recognised goodwill arising from customer relationships related to the location of the hotel premises.		
Impairment test of goodwill		
For the purpose of impairment testing, goodwill is attached to the following Cash Generating Unit ("CGU"):		
Cresta Jwaneng Hotel closing net book amount	—	5 274
The key assumptions use in the calculation of recoverable amounts are as follows:		
Growth rate beyond the budget period of 2025 to 2030 years (terminal value growth rate)	10.00%	3.50%
Discount rate (pre-tax)	17.60%	13.47%
Discount rate (after tax)	15.31%	9.99%
Headroom amount (P'000)*	—	154 254
Headroom %	—	2 925%

For the current year, there has been a goodwill impairment, and therefore no headroom.

Key assumptions used in the calculation of recoverable amounts, discount rates and growth rates for Cresta Jwaneng were based on the following:

Recoverable amount: The recoverable amount of a CGU is determined based on value-in-use calculations. These calculations use pre-tax cash flow projections based on financial budgets approved by management covering a five-year period. Cash flows beyond the five-year period are extrapolated using the estimated growth rates stated on page 93. The growth rate does not exceed the long-term average growth rate for the business in which the CGU operates. The following approaches were taken in determining the future cash flows:

Growth rate: Average annual growth rate over the five-year forecast period is based on past performance and management's expectations of market development.

Long-term growth rate: This is the weighted average growth rate used to extrapolate cash flows beyond the five-year forecast period. The rate used is consistent with forecasts included in industry reports.

Pre-tax discount rate: Reflects specific risks relating to Botswana, where Cresta Jwaneng Hotel operates.

Notes to the Financial Statements (continued)
for the year ended 31 December 2025

13. Intangible Assets (continued)

Budgeted cashflows: Budgeted cashflows: Based on past performance and management's expectations for the future, the budgeted cash flows for 2026 and forecasts for 2027 to 2030 were present valued using a discount rate reflective of the risk environment of the business.

Other operating costs: Management forecasts these costs based on the current structure of the business, adjusting for inflationary increases but not reflecting any future restructurings or cost saving measures.

Annual capital expenditure and working capital considerations: Expected cash costs in Cresta Jwaneng CGU. This is based on the historical experience of Management, and the planned maintenance capital expenditure, which also includes the expected lease replacement cost at the end of the CGU's lease term. No incremental revenue or cost savings are assumed in the value-in-use model as a result of this expenditure. Expected working capital changes have also been factored, which are also based on the CGU's past working capital trends.

	2025 P'000	2024 P'000
Software		
Opening net book amount	274	309
Additions	34	183
Disposal cost	—	(133)
Amortisation charge (note 5)	(206)	(218)
Closing net book amount	102	141
Cost	4 947	4 913
Accumulated amortisation	(4 845)	(4 639)
Net book amount	102	274
Net book amount of intangible assets (excluding goodwill)	102	274

14. Treasury Shares

Opening and closing balance	5 915	5 915
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The treasury shares consists of 365 056 shares which were bought back by the Company in 2011 from shareholders holding stocks between 100 and 2 000 shares, and 3 700 000 shares held by the Company for purposes of the Employee Phantom Share Scheme. The total value of the treasury shares was P5 915 000 (2024: P5 915 000). Refer to Note 14.1 for more detail on the Employee Phantom Share Scheme.

14.1 Cresta Employee Scheme

The Company operates an Employee Phantom Share Scheme which was approved at the Annual General Meeting held on the 26th June 2015. Only employees who have been with Cresta Marakanelo Limited for a period of not less than two years and who are not serving notice are eligible for participation in the scheme distributions. The persons who may participate in the Employee Phantom Share Scheme are such Qualifying Employees as the Board from time to time in its absolute discretion considers to be contributing to the growth and profitability of the Company and who have been employed by the Company for at least two years. Qualifying Employees who are entitled to benefit under the Scheme do not become shareholders in the Company and have no voting rights. The Scheme is a cash bonus payment which is determined on the dividends payable based on the Scheme Shares. 2% (3 700 000 shares) of the stated share capital of Cresta Marakanelo Limited is enjoyed by the Qualifying Employees through the Scheme. During the year no dividends have been paid (2024: 8 million).

Notes to the Financial Statements (continued)
for the year ended 31 December 2025

	2025 P'000	2024 P'000
15. Inventories		
Foods, beverages and tobacco	3 282	3 210
Curio shop and stationery	968	721
	4 250	3 931
The cost of inventories recognised as expense included in 'cost of sales' amounted to (note 5)	57 609	58 886
16. Trade and other receivables		
Financial Assets		
Trade receivables	22 420	24 948
less: expected credit loss	(1 711)	(1 712)
Trade receivables - net	20 709	23 236
Amount due from related parties (note 26)	795	428
Other receivables (sundry debtors, trade deposits and unpaid cheques)	2 931	2 799
Total Financial Assets	24 435	26 463
Non-Financial Assets		
Prepayments	2 879	2 096
VAT receivable	1 317	1 052
Total Non-Financial Assets	4 196	3 148
Total Trade and other receivables	28 631	29 611

The carrying amount of trade and other receivables approximates the fair value due to their short-term nature. Trade debtors are unsecured and do not attract interest. Other receivables consist of sundry debtors and trade deposits whose credit risk is negligible. Government or state-owned enterprises carry a low credit risk.

The Company writes off a trade receivable when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery, e.g. when the debtor has been placed under liquidation or has entered into bankruptcy proceedings, or when the trade receivables are over two years past due, whichever occurs earlier.

The following table details the risk profile of trade receivables based on the Company's provision matrix. As the Company's historical credit loss experience does not show significantly different loss patterns for different customer segments, the provision for loss allowance based on past due status is not further distinguished between the Company's different customer segments.

2025				
Aging brackets (days)	<30	30-90	>90	Total
Average expected credit loss % as per age analysis*	0.1%	0.1%	99.8%	
Loss allowance	2	2	1 707	1 711
2024				
Aging brackets (days)	<30	30-90	>90	Total
Average expected credit loss % as per age analysis*	14.2%	7.0%	78.8%	
Loss allowance	243	120	1 349	1 712

Notes to the Financial Statements (continued)
for the year ended 31 December 2025

	2025 P'000	2024 P'000
16. Trade and Other Receivables (continued)		
The movement in the provision for impairment of trade receivables is as follows:		
Movement of impairment		
Opening balance	1 712	1 192
Charge for the year (note 5)	243	525
Bad debts recovered	—	(5)
Bad debts provision utilisation on write-offs	(244)	—
Closing balance	1 711	1 712
* The provision balance has relatively unchanged, except for increased concentration to the the “over 90 days’ bracket. This is primarily attributable to delayed receipts from consistent repeat customers, driven by cash flow constraints faced by them. The doubtful debts computation considers updated historical default rates and forwardlooking information, indicating a heightened risk of non-payment from long-standing debtors.		
The creation and release of provision for impaired receivables have been included in operating expenses in the statement of comprehensive income. The increase in the current year is as a result of delayed payments from credit customers, mainly arising from the general sub-dued economic climate.		
Amounts charged to the allowance account are generally written-off when there is no expectation of recovering additional cash.		
	2025 P'000	2024 P'000
17. Cash and Cash Equivalents and Short Term Investments		
17.1 Cash and cash equivalents		
Cash at bank and in hand	4 748	7 552
Unsecured bank overdraft	—	(951)
Cash and cash equivalents	4 748	6 601
Included within the cash and cash equivalent is P1.2 million held in a USD call account with ABSA Bank Botswana Limited (2024: P1.2 million).		
Bank overdraft		
Amount used	—	951
The banking overdraft facilities available to the Company as at year end is P10 million which the full facility amount was unused (2024: 0.95 million utilised) by the Company during the trading period. The bank overdraft is unsecured and bears interest at prime plus 0.5%. The prime rate at 31 December 2025 was 6.76% (2024: 6.01%).		
17.2 Short term investments		
Short term investment in an Income Fund	26	24
18. Stated Capital		
185,000,000 ordinary shares of no par value issued and fully paid:		
At the end of the year	18 500	18 500

Notes to the Financial Statements (continued)
for the year ended 31 December 2025

	2025 P'000	2024 P'000
19. Deferred Tax		
Deferred tax assets/(liabilities)		
Beginning of the year	12 902	13 111
Income statement credit/(charge) (note 8)	5 191	(209)
End of the year	18 093	12 902
Comprising:		
Deferred tax assets	18 093	12 902
The deferred tax arises from:		
Accelerated tax depreciation on property, plant, equipment and software, lease rights	(8 499)	(8 080)
Right of use assets	27 706	33 932
Operating equipment	—	2 676
Lease liabilities	(35 884)	(39 878)
Unrealised exchange gain	(462)	(41)
Provision for loyalty Points	(182)	(260)
Bonus provision	(396)	(484)
Interest restriction	—	(390)
General Provision bad debts	(376)	(377)
	(18 093)	(12 902)
There was no deferred tax asset that has been recognised in respect of restricted interest on borrowings (2024: P0.4 million).		
The deferred tax asset of P18.1 million (2024: 12.9 million) was recognised as it is considered probable that there will be future taxable profits available.		
20. Borrowings		
Borrowings at amortised cost		
Non-current		
Absa Bank of Botswana Limited	135 844	105 350
Absa Bank of Botswana Limited - term loan facility	—	22 544
Total	135 844	127 894
Current*		
Absa Bank of Botswana Limited	20 125	39 200
Absa Bank of Botswana Limited - term loan facility	—	7 680
Botswana Development Corporation Limited	—	1 920
Total	20 125	48 800
The carrying amount and fair value of the non-current borrowings is as follows:		
Bank borrowings	135 844	127 894

Notes to the Financial Statements (continued)
for the year ended 31 December 2025

20. Borrowings (continued)

Facility 1: An unsecured loan of P25 million received from Botswana Development Corporation Limited (“BDC”) in two tranches; P13 milion received in September 2021 and P12 million received in December 2021. This loan was acquired through the Botswana Government Industry Support Facility, which was a COVID-19 initiative to assist companies with their working capital. The loan had a 6 months moratorium on interest payments and capital repayments. Interest was charged at prime rate, which in the 2025 financial year has been 6.76% (2024: 6.01%) and the loan term was 30 months. The loan has matured during the year and was fully paid off in April 2025.

Facility 2: A loan limit of P260 million to acquire properties from Letlole La Rona with the first drawdown of P251 million made in June 2019, second drawdown of P9 million in February 2020. The loan has been restructured (and consolidated with Facility 3) during the year, and its repayable date has been extended from 2029 to 2032. Interest rate - margin of 2.25% over the base rate (prevailing ABSA prime lending rate) of 6.76%. The capital balance outstanding as at 31 December 2025 is P156 million (2024: P175 million).

Facility 3: A term loan of P40 million to refurbish the Company’s existing properties, which was fully drawn in the 2025 financial year. During the year, the facility was subsequently consolidated with Facility 2.

During the year, the Company was in breach of a leverage service ratio (Net Debt: EBITDA) financial covenant stipulated in the loan agreement. The leverage ratio stood at 3.97 against the required maximum of 3.0 times. In accordance with IAS 1 Presentation of Financial Statements, when an entity breaches a loan covenant on or before the reporting date, and the lender has the right to demand immediate repayment, the full ABSA loan balances (Facility 2 & 3) must be classified as a current liability, unless a waiver or modification is obtained before the reporting date. As at 31 December 2024, ABSA unconditionally waived their legal right to enforce any Event of Default due to this covenant breach, therefore the respective loan balances have been accordingly classified and aged between both current and non-current liabilities.

Security - First, second and third Covering Mortgage Bonds totalling P47 million of remaining Lots 930 in Francistown and remaining Extent of Lot 931 Francistown and Lot 21367 Francistown, Tribal lot 141 in Maun for P31.2 million, Lot 50719 in Gaborone for P84 million, Lot 634 in Francistown for P72.8 million, Lot 1169 in Gaborone for P76.7 million and Lot 19267 in Selebi Phikwe for P21.2 million. The pledged properties have a total net book value of P208.4 million (note 11).

- Cession of material damage policies covering the properties listed above.
- Unlimited suretyship by Cresta Marakanelo Limited.

The bank has issued guarantees in favour of Botswana Power Corporation and Botswana Government amounting to P154,000 as security for the supply of power on credit to the company.

- Counter indemnity in respect of guarantees and bonds has been issued by the bank.

	2025 P'000	2024 P'000
Secured loan facilities with various maturity dates		
Amount used	161 000	294 537
Amount unused	—	5 463

Notes to the Financial Statements (continued)
for the year ended 31 December 2025

	2025 P'000	2024 P'000
21. Trade and Other Payables		
Financial liabilities		
Trade payables	36 055	25 208
Amount due to related parties (note 26)	3 521	6 908
Other accrued expenses	3	3
Payroll accruals (note 21.1)	3 383	5 710
Other payables*	9 121	9 026
Total Financial liabilities	52 083	46 854
Non-Financial liabilities		
Payroll accruals (Leave Provisions) (note 21.1)	2 536	2 507
Total Non-Financial liabilities	2 536	2 507
Toal Trade and other payables	54 619	49 362
The average credit period on purchased goods and services is 30 days. The Company has financial risk policies in place to ensure that all payables are paid within the credit time-frame. The carrying amount of the trade and other payables approximate the fair value due to their short term nature.		
* Other payables consist of sundry creditors, utility accruals, accrual for audit fees, accrual for corporate social responsibility and contractor retentions.		
21.1 Payroll accruals		
Balance at beginning of the year	8 217	11 706
Accrued during the year	2 966	4 290
Payments made during the year	(5 264)	(7 779)
Balance at end of the year	5 919	8 217
22. Contract Liabilities		
Arising from customer loyalty programme (i)	826	1 183
Amounts received in advance of provision of services and sale of goods (ii)	12 087	14 255
	12 913	15 438

- (i) A contract liability arises in respect of the Company’s customer loyalty programme as these points provide a benefit to customers that they would not receive without buying a Cresta Loyalty Card and using it to book for accommodation. This accommodation booking entitles the customer to loyalty points and the promise to provide loyalty points to the customer is therefore a separate performance obligation. A contract liability is recognised for revenue relating to the loyalty points at the time of the initial sales transaction.
- (ii) In certain instances, customers are required to pay for a portion of the services and goods in advance to secure a booking. In such instances the amounts received at this point by the Company are recognised as contract liabilities until the services are provided to the customers.

Notes to the Financial Statements (continued)
for the year ended 31 December 2025

23. Operating Lease Arrangements

The Company as a lessor

Operating leases, in which the Company is the lessor, relate to a property owned by the Company with lease terms of between 3 to 5 years, with extension option. All operating lease contracts contain market review clauses in the event that the lessee exercises its option to renew. The lessee does not have an option to purchase the property at the expiry of the lease period.

The property that is subject to these lease arrangements forms part of property, plant and equipment recognised in accordance with International Accounting Standard 16 (IAS 16). The property is primarily held for operational purposes in the Company's hotel operations, with the rental arrangements being ancillary to the Company's core business activities. Accordingly, the property does not meet the definition of investment property as set out in International Accounting Standard 40 (IAS 40).

The unguaranteed residual values do not represent a significant risk for the Company, as they relate to property which is located in a location with a constant increase in value over the years. The Company did not identify any indications that this situation will change.

Maturity analysis of operating lease payments:

	2025 P'000	2024 P'000
Year 1	1 927	1 719
Year 2	809	1 016
Year 3	50	163
Year 4	—	—
Total	2 786	2 898
The following tables presents amounts reported in profit or loss:		
Gross expected rent income	1 927	1 719
Less: lease concessions	—	—
Net lease income on operating leases	1 927	1 719

As set out above net property rental income earned during the year is **P1,926,638** (2024: P1,718,904) and is included in other revenue. All operating lease contracts contain market review clauses in the event that the lessee exercises its option to renew. The lessee does not have an option to purchase the property at the expiry of the lease period.

At the reporting date the, the Company has contracted with tenants for the following future minimum lease payments:

	2025 P'000	2024 P'000
Within one year	1 927	1 719
Two to five years	858	1 179
After five yeas	—	—
	2 785	2 898

Notes to the Financial Statements (continued)
for the year ended 31 December 2025

	2025 P'000	2024 P'000
24. Operating Leases		
The Company as a lessee		
Minimum lease payments under operating leases recognised as an expense in the year	20	1 74
25. Cash flow Statement Notes		
25.1 Cash generated from operations		
Operating profit	(238)	31 224
Adjustments:		
- Depreciation	35 466	33 528
- Operating equipment usage and write off	4 240	3 997
- Amortisation of intangible assets	206	218
- Right of use depreciation	23 342	21 235
- Impairment on property, plant & equipment	6	1 034
- Impairment on non-financial assets	14 130	—
- Loss on disposal of plant and equipment	142	47
- Lease modifications	(716)	(2 682)
	76 578	88 601
Changes in working capital:		
- Inventories	(319)	(130)
- Trade and other receivables	980	(201)
- Trade and other payables	5 257	2 779
- Movement in contract liabilities	(2 525)	3 188
Cash generated from operations	79 972	94 237
25.2 Taxation paid		
Opening balance	(617)	1 282
Charge for the year (note 8)	130	435
Closing balance	—	—
Taxation paid during the year	(57)	(2 334)
- Prior year tax payments	—	(1 334)
- Advance tax payments (SAT)	—	(900)
- Withholding tax credits utilized	(57)	(100)
Closing tax (receivable)/payable	(544)	(617)

Notes to the Financial Statements (continued)
for the year ended 31 December 2025

26. Related Party Transactions

Related companies are companies under common control, directors or ownership. The following are related parties: Botswana Development Corporation Limited ("BDC") - Shareholder with 27% interest. Cresta Holdings Proprietary Limited - Management company and shareholder with 25% interest. Cresta Holdings Proprietary Limited is part of the Masawara Holdings Group, which owns Cresta Lodge Harare Hotel and Cresta Hotels in Johannesburg, South Africa.

	2025 P'000	2024 P'000
i) Purchase of services		
Management services - fees		
- Management fees - Cresta Holdings Proprietary Limited (note 5)	10 958	11 527
- Profit bonus - Cresta Holdings Proprietary Limited (note 5)	3 694	6 571
The Managing Director and Chief Financial Officer are employees of Cresta Holdings Proprietary Limited who are seconded to the Company in accordance with a management contract.		
Interest Paid		
- BDC	51	296
ii) Year-end balances arising from sales/purchases of services:		
Amount due from related parties (note 16)		
- Masawara Holdings	337	321
- Cresta Lodge - Harare	—	107
- Botswana Development Corporation (BDC)	458	—
	795	428
Amount due to related parties (note 21)		
- Cresta Lodge - Harare	39	—
- Cresta Holdings Proprietary Limited	3 460	6 852
- Cresta Hotels - Johannesburg	22	56
	3 521	6 908
Balances are interest free and there is no fixed repayment date.		
iii) Year-end balances arising from Loans received:		
Amount due to related parties		
- BDC - Industry Support Loan	—	1 920
Refer Note 20 for details of the loan.		
iv) Directors' fees and costs		
- Costs	68	45
- Fees	820	945
	888	990

Notes to the Financial Statements (continued)
for the year ended 31 December 2025

26. Related Party Transactions (continued)

v) Key management compensation

Key management for the Company includes the Group Operations Manager, Group ICT Manager, Group Internal Auditor and Group Human Resource Manager. The compensation paid or payable to key management for employee services is shown below:

	2025 P'000	2024 P'000
Salaries and other short-term employee benefits	6 018	7 079
Terminal benefits	12	—
	6 030	7 079

27. Commitments

a) Capital commitments

Authorised:

Furniture and Fittings and leasehold improvements	27 202	34 413
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The capital expenditure will be financed from internally generated cash flows.

28. Segmental information

While strategic decision making rights vests with the Board of Cresta Marakanelo Limited, operational and managerial responsibility vests with Executive Management, which includes the Managing Director, Chief Finacial Officer, Group Operations Manager, Group ICT Manager, Group Internal Auditor and Group Human Resources Manager. For the purpose of presenting segmental information, Executive management has been identified as the Chief Decision Maker as defined in IFRS 8 (Operating segments), based on the location and theme of the hotels and type of guests served. Revenue for all the segments is derived from a broad and diversified customer base, with no single customer accounting for more than 10% of the Company's revenues. The major sources of revenue are various Botswana Government departments, parastatals, standard tour operators as well as local corporate entities. The main reporting segments reviewed by the Chief Operating Decision Maker are:

The main reporting segments reviewed by the Chief Operating Decision Maker are:

Cresta Urban Oasis

The hotels under this Gateway operate in major cities in Botswana primarily targeting business travellers. These properties are located close to the city centre and have lush gardens offering a more serene environment. The facilities available include meeting and conference rooms, wireless internet access and high-end restaurants, thereby meeting all business travellers' needs. The hotels under this Gateway are Cresta Lodge Gaborone and Cresta Marang Gardens.

Cresta Urban Heartbeat

Similar to Cresta Urban Oasis, the hotels in the Cresta Urban Heartbeat brand cater for business travellers as they are located in the city centres of the major cities (Gaborone and Francistown). These hotels offer a cosmopolitan setting with simple rooms and high quality restaurants ideal for business meals. Hotels under this Gateway are Cresta President Hotel and Cresta Thapama Hotel.

Notes to the Financial Statements (continued)
for the year ended 31 December 2025

28. Segmental Information (continued)

Cresta African Roots

These hotels offer modern and affordable accommodation, emphasising on value and comfort. They are located in the smaller cities within Botswana and have access to the surrounding areas. Hotels under this Gateway include Cresta Riley’s Hotel, Cresta Bosele Hotel, Cresta Jwaneng Hotel, Cresta Mahalapye Hotel and Cresta Botsalo Hotel.

Cresta African fingerprint

Two Hotels, Mowana Resort and Spa and Cresta Maun Resort, are classified within this brand, and they are a signature destination offering a unique travel experience to guests. These Gateway hotels has a high rating and offers guests a travel experience, which includes safaris and other activities in addition to top class hotel rooms and restaurants.

Control unit

Control unit is the head office which manages the entire operation of 11 hotels.

The Chief Operating Decision Maker reviews performance of each segment based on operating profit achieved, total assets employed and net assets employed.

	Cresta Urban Oasis P'000	Cresta Urban Heartbeat P'000	Cresta African Roots P'000	Cresta African Fingerprint P'000	Control Unit P'000	Combined P'000
Year Ended 31 December 2025						
Revenue	63 046	53 665	95 601	151 188	1 652	365 152
Accommodation revenue	30 571	29 616	49 145	75 671	357	185 359
Food revenue	23 318	17 951	34 971	54 277	—	130 517
Bar revenue	5 082	3 346	9 091	10 568	—	28 087
Other revenue	4 074	2 752	2 394	10 673	1 295	21 189
Cost of sales	(39 768)	(30 362)	(75 418)	(64 904)	(28 913)	(239 365)
Gross profit/(loss)	23 278	23 303	20 183	86 284	(27 261)	125 787
Sales and distribution costs	(757)	(662)	(1 822)	(2 706)	(3 972)	(9 920)
Administration and operating expenses	(26 482)	(27 725)	(39 034)	(46 264)	37 778	(101 726)
Impairment loss on trade receivables	—	—	—	—	(243)	(243)
Impairment on property, plant and equipment	(6)	—	—	—	—	(6)
Impairment - non financial Assets	—	—	(14 130)	—	—	(14 130)
Operating (loss)/profit	(3 967)	(5 084)	(34 803)	37 314	6 301	(238)
Finance income	—	—	—	—	5	5
Finance expense	(3 647)	(6 005)	(11 290)	(3 854)	(4 110)	(28 906)
Reportable segment (loss)/profit before tax	(7 614)	(11 088)	(46 093)	33 460	2 196	(29 139)
Income tax credit						5 061
Loss for the year						(24 078)
Total assets	93 657	118 568	178 307	103 810	31 491	525 833
Total liabilities	10 825	4 330	133 563	60 882	176 982	386 582
Capital expenditure	4 055	8 665	28 059	5 290	206	46 275
Depreciation - property, plant & equipment	7 511	11 864	11 452	4 374	272	35 473
Depreciation - leases	2 225	205	14 310	3 089	1 406	21 235
Usage of operating equipment	761	611	1 179	1 053	—	3 604
Amortisation	4	2	58	33	1 10	207

Notes to the Financial Statements (continued)
for the year ended 31 December 2025

28. Segmental Information (continued)

	Cresta Urban Oasis P'000	Cresta Urban Heartbeat P'000	Cresta African Roots P'000	Cresta African Fingerprint P'000	Control Unit P'000	Combined P'000
Year Ended 31 December 2024						
Revenue	75 426	61 621	113 058	132 196	2 393	384 694
Accommodation revenue	38 471	31 857	60 802	66 995	841 198	966
Food revenue	27 032	22 122	39 944	44 983	—	134 081
Bar revenue	6 233	4 686	9 068	9 550	—	29 537
Other revenue	3 690	2 956	3 244	10 668	1 552	22 110
Cost of sales	(42 035)	(34 089)	(76 919)	(55 587)	(30 930)	(239 561)
Gross profit/(loss)	33 390	27 532	36 139	76 609	(28 537)	145 133
Sales and distribution costs	(1 122)	(753)	(1 944)	(2 360)	(4 544)	(10 723)
Administration and operating expenses	(27 795)	(28 075)	(42 199)	(42 593)	39 034	(101 627)
Impairment loss on trade receivables	—	—	—	—	(525)	(525)
Impairment on property, plant and equipment	(1 034)	—	—	—	—	(1 034)
Operating profit/(loss)	3 439	(1 297)	(8 004)	31 656	5 429	31 224
Finance income	—	—	—	—	198	198
Finance expense	(808)	(31)	(9 152)	(2 556)	(15 849)	(28 395)
Reportable segment profit/(loss) before tax	2 632	(1 328)	(17 156)	29 100	(10 222)	3 027
Income tax expense						(644)
Profit for the year						2 383
Total assets	103 262	131 432	210 797	100 764	40 781	587 036
Total liabilities	15 258	4 075	144 435	56 881	203 058	423 707
Capital expenditure	4 055	8 665	28 059	5 290	206	46 275
Depreciation - property, plant & equipment	6 953	10 481	9 484	6 219	390	33 528
Depreciation - leases	2 225	205	14 310	3 089	1 406	21 235
Usage of operating equipment	942	729	1 337	989	—	3 997
Amortisation	—	2	49	34	133	218

29. Events after the Reporting Period

Management is not aware of any material events that have occurred subsequent to the end of the reporting period that require adjustment and or disclosure in the financial statements.

Notes to the Financial Statements (continued)
for the year ended 31 December 2025

30. Going Concern

For the financial year 2025, the Company achieved a net loss after tax of P24.1 million (2024: P2.4 million profit after tax). The Company registered reduced occupancy at its business hotels, which coupled with the high operating leverage nature of the industry, saw a decline in profitability. The Company has since deployed measures to pivot the cost structure in line with the prevailing revenue generation capacity whilst working on market diversification strategies. During the year, the Company also intensified its staffing levels and redeployments to align headcount with business levels.

The Company's ability to meet its obligations and continue as a going concern is underpinned by its future cash flows, which are dependent on the successful execution of its strategic plans—particularly the achievement of targeted occupancy levels and average room rates, which are key drivers of EBITDA. In the event of any shortfall in expected performance, management will reassess planned capital expenditure and intensify cost containment and cash preservation initiatives. These measures also include stringent working capital management, operational efficiencies, and disciplined cost controls aimed at sustaining liquidity and financial stability. The Company has interest-bearing borrowings and is actively engaging with its lenders to restructure the capital repayment terms. This initiative is aimed at enhancing the Company's cash flow flexibility and supporting its ongoing financial stability.

Management remains committed to proactively monitoring financial performance and taking necessary actions to support the Company's continued operations. Based on the 2025 financial year performance and the forecast for the next 12 months, the Directors are satisfied that the Company has the ability to meet all obligations as they fall due and to trade as a going concern for a period of at least 12 months from the date of approval of these financial statements. The Directors have noted the net current liability position of the Company as at 31 December 2025. They have reviewed the expected timing of the settlement of the liabilities and are satisfied that the forecasted cash flows would be sufficient for the liabilities to be settled when due. Quarterly analyses of liabilities have been performed, and from a quarterly view; current assets can meet the current liabilities. Refer to Note 2.3.

The Directors are therefore of the opinion that the going concern assumption is appropriate in the preparation of the Company financial statements.

Shareholder Information
As at 31 December 2025

TOP 10 SHAREHOLDERS

	SHARES HELD	% HOLDING
Botswana Development Corporation Limited	50 283 958	27.18%
Cresta Holdings (Pty) Ltd	46 179 583	24.96%
BIHL Insurance Company T/A Legal Guard	18 691 588	10.10%
LHG Malta Holding Ltd	18 437 348	9.97%
Motor Vehicle Fund	9 250 010	5.00%
Botswana Public Officers Pension Fund	8 390 047	4.54%
Botswana Insurance Company Limited	5 607 812	3.03%
Masawara Hospitality Mauritius United	3 680 000	1.99%
Debswana Pension Fund	2 194 554	1.19%
Botswana Public Pension Fund - Morula	1 523 976	0.82%
	164 238 876	88.78%

SHAREHOLDER PROFILE

	NUMBER OF SHAREHOLDERS	SHARES HELD	% HOLDING
SHAREHOLDERS SPLIT: NON-PUBLIC & PUBLIC			
Shareholders holding more than 10% and their associates	3	124 442 941	67.27%
Treasury shares	1	4 065 056	2.20%
Directors	1	200 000	0.11%
Non-Public Shareholders	5	128 707 997	69.57%
Public Shareholders	1 275	56 292 003	30.43%
Total	1 280	185 000 000	100.00%
SHAREHOLDERS SPREAD			
1 - 10 000 shares	1 103	1 977 654	1.07%
10 001 - 100 000 shares	142	3 980 831	2.15%
100 001 - 1 000 000 shares	23	6 823 917	3.69%
1 000 001 shares and above	10	164 238 876	88.78%
Omnibus account - shareholders who are yet to update their KYC	1	3 913 666	2.12%
Treasury shares	1	4 065 056	2.20%
Total	1 280	185 000 000	100.00%

Notice of Annual General Meeting

Notice is hereby given that the 2026 Annual General Meeting of members will be held on Thursday, 25 June 2026 at 0900hrs at the Cresta Lodge Gaborone Conference Room, to transact the following business:

1. To receive, consider and adopt the audited annual financial statements for the year ended 31 December 2025 together with the directors’ and auditors’ reports thereon.
2. To approve the remuneration of the external auditors, Grant Thornton, for the year ended 31 December 2025.
3. To approve the appointment of Grant Thornton as external auditors for the year ending 31 December 2026 and to authorise the Board of Directors to determine their remuneration.
4. To approve the Remuneration report for the year ended 31 December 2025.
5. To approve the Directors’ remuneration for the year ended 31 December 2025.
6. Mr. **Osborne Majuru** retires by rotation at this Annual General Meeting and has not offered himself for re-election. Accordingly, no resolution is proposed in this regard.
7. Mrs. **Tshepidi Ondoko** retires by rotation at this Annual General Meeting and has not offered herself for re-election. Accordingly, no resolution is proposed in this regard.
8. To transact any other business that may be transacted at an Annual General Meeting.

Any member entitled to attend and vote is entitled to appoint a proxy or proxies to attend, speak, and vote in his/her stead, and such proxy need not be a member of the Company. The instrument appointing such a proxy must be sent to Tafadzwa Tafadzwa by email at tafadzwa.tafadzwa@cresta.co.bw not less that 24 hours before the meeting.

A copy of this proxy form is available for download at www.crestamarakanelo.com or is available via email from tafadzwa.tafadzwa@cresta.co.bw.

By Order of the Board

Tafadzwa Tafadzwa
Company Secretary
04 June 2026

Proxy Form

(Please complete in block letters)

I/We* _____

Of _____

Being a member of Cresta Marakanelo Limited, hereby appoint (see note 1):

1. _____ or failing him/her

2. _____ or failing him/her

3. The Chairman of the meeting, as my/our proxy to act for me/us at the Annual General Meeting which will be held for the purpose of considering, and if deemed fit, passing with or without modification, the resolutions to be proposed thereat and at each adjournment thereof, and to vote for or against resolutions and/or abstain from voting in respect of the ordinary shares registered in my/our name in accordance with the following instructions (see note 2):

	NUMBER OF ORDINARY SHARES		
	FOR	AGAINST	ABSTAIN
Ordinary Resolution Number 1			
Ordinary Resolution Number 2			
Ordinary Resolution Number 3			
Ordinary Resolution Number 4			
Ordinary Resolution Number 5			

Signed: _____ on this _____ day of _____ 2026



Please read the notes on the following page.

Proxy Form (continued)

Proxy Form Notes

1. A shareholder may insert the names of two alternative proxies of the shareholder's choice in the space provided, with or without deleting "the Chairman of the Annual General Meeting". The person whose name appears first on the form of proxy and whose name has not been deleted will be entitled to act as proxy to the exclusion of those whose names follow.
2. A shareholder's instructions to the proxy must be indicated by the insertion of the relevant number of votes exercisable by the shareholder in the appropriate space provided. Failure to comply herewith will be deemed to authorize the proxy to vote at the Annual General Meeting as he/she deems fit in respect of the shareholder's votes exercisable thereat, but where the proxy is the Chairman, failure to comply will be deemed to authorize the proxy to vote in favor of the resolution. A shareholder or his/her proxy is obliged to use all the votes exercisable by the shareholder or by his/her proxy.
4. Forms of proxy must be lodged at or posted to the Company Secretary at P/Bag 00272, Plot 74538 Marula House, Prime Plaza, New CBD, Gaborone; or emailed to the Company Secretary not later than 24 hours before the time fixed for holding the meeting.
5. The Chairman of the Annual General Meeting may reject or accept any form of proxy not completed and/or received other than in accordance with these notes provided that he/she is satisfied as to the manner in which the shareholder concerned wishes to vote.
6. An instrument of proxy shall be valid for the Annual General Meeting as well as for any adjournment thereof, unless the contrary is stated thereon.
7. A vote given in accordance with the terms of a proxy shall be valid, notwithstanding the previous death or insanity of the shareholder, or revocation of the proxy, or of the authority under which the proxy was executed, or the transfer of the ordinary shares in respect of which the proxy is given, provided that no intimation in writing of such death, insanity or revocation shall have been received by the Company not less than one hour before the commencement of the Annual General Meeting or adjourned Annual General Meeting at which the proxy is to be used.
8. The authority of a person signing the form of proxy under a power of attorney or on behalf of a company must be attached to the form of proxy, unless the authority or full power of attorney has already been registered by the Company or the Transfer Secretaries.
9. Where ordinary shares are held jointly, all joint shareholders must sign.
10. A minor must be assisted by his/her guardian, unless the relevant documents establishing his/her legal capacity are produced or have been registered by the Company.





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CRESTA
MARAKANELO LIMITED