IG EMI HOLDINGS PROPRIETARY LIMITED

Registration Number 2022/254344/07

Annual Financial Statements for the Period Ending 31 March 2023

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RSM

General Information

Country of incorporation and domicile	South Africa
Nature of business and principal activities	Investment holding
Registered office	13 Hudson Street De Waterkant Cape Town 8001
Business address	13 Hudson Street De Waterkant Cape Town 8001
Postal address	PO Box 1745 Milnerton Cape Town Western Cape 7435
Auditors	RSM South Africa Incorporated
Company registration number	2022/254344/07
Tax reference number	9036210319
Level of assurance	These financial statements have been audited in compliance with the applicable requirements of the Companies Act of South Africa.
Preparer	These financial statements were internally compiled by Robert Auditore CA(SA)
Directors	JWA Templeton JPA Day C Van der Merwe
Holding company	Castleview Property Fund Limited

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Directors’ Responsibility and Approval

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

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

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

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

The directors are satisfied that the company has or has access to adequate resources to continue in operational existence for the foreseeable future.

The external auditors are responsible for independently auditing and reporting on the company's financial statements. The financial statements have been examined by the company's external auditors and their report is presented on pages 7 to 9.

The financial statements set out on pages 10 to 28, which have been prepared on the going concern basis, were approved by the directors on 31 July 2023 and were signed on their behalf by:

DocuSigned by: 940FD9FDACAE419...	DocuSigned by: James Day BC712074CBA14B5...
JWA Templeton Executive	JPA Day Executive

Director's Report

The directors have pleasure in submitting their report on the financial statements of IG EMI Holdings Proprietary Limited for the period ended 31 March 2023.

1. NATURE OF BUSINESS

IG EMI Holdings Proprietary Limited was incorporated in South Africa with interests in the property holding industry. The company operates in South Africa. There have been no material changes to the nature of the company's business from the prior period.

2. REVIEW OF FINANCIAL RESULTS AND ACTIVITIES

The financial statements have been prepared in accordance with International Financial Reporting Standards and the requirements of the Companies Act of South Africa. The accounting policies have been applied consistently compared to the prior year.

Full details of the financial position, results of operations and cash flows of the company are set out in these financial statements.

3. SHARE CAPITAL

Authorised

	Number of shares	
Shares	**2023**	**2022**
Ordinary shares	100,000,000	100,000,000

Issued

	R	**R**	**Number of shares**	
Shares	**2023**	**2022**	**2023**	**2022**
Ordinary shares	2,536,429,074	100	250,514	100

Refer to note 5 of the financial statements for details of the movement in issued share capital.

4. DIVIDENDS

A final gross dividend of R540.28 (2022: nil) per share was approved by the directors on 31 March 2023 in respect of the period ended 31 March 2023. In accordance with the group's status as a REIT. The dividend declared meets the requirements of a qualifying distribution for the purposes of section 25BB of the Income Tax Act No 58 of 1962 (as amended).

5. DIRECTORATE

The directors in office at the date of this report are as follows:

Directors	**Date Appointed**	**Designation**	**Nationality**
JWA Templeton	Appointed 6 December 2022	Executive	South Africa

Directors	Date Appointed	Designation	Nationality
JPA Day	Appointed 6 December 2022	Executive	South Africa
P Munday	Resigned 6 December 2022	Executive	South Africa
W Loubser	Resigned 6 December 2022	Executive	South Africa
C Van der Merwe	Appointed 6 December 2022	Executive	South Africa

6. HOLDING COMPANY

The company's holding company is Castleview Property Fund Limited which holds 100% of the company's equity.

7. EVENTS AFTER THE REPORTING PERIOD

The directors are not aware of any material event which occurred after the reporting date and up to the date of this report.

8. GOING CONCERN

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

9. AUDITORS

The shareholder appointed RSM South Africa Inc. as the independent external auditors of the company and confirm Mr. Rieyaaz Rawoot, as the designated lead audit partner for the 2024 financial period.

10. SECRETARY

The company secretary is Statucor.

Information	Detail
Postal address:	6th Floor, 123 Hertzog Boulevard, Foreshore, Cape Town
Business address:	6th Floor, 123 Hertzog Boulevard, Foreshore, Cape Town

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INDEPENDENT AUDITOR'S REPORT

To the Shareholder of IG Emi Holdings Proprietary Limited

Opinion

We have audited the financial statements of IG Emi Holdings Proprietary Limited (the company) set out on pages 10 to 28, which comprise the statement of financial position as at 31 March 2023, statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements present fairly, in all material respects, the financial position of IG Emi Holdings Proprietary Limited as at 31 March 2023, and its financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards and the requirements of the Companies Act of South Africa.

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 Financial Statements section of our report. We are independent of the company in accordance with the Independent Regulatory Board for Auditors' Code of Professional Conduct for Registered Auditors (IRBA Code) and other independence requirements applicable to performing audits of financial statements in South Africa. We have fulfilled our other ethical responsibilities in accordance with the IRBA Code and in accordance with other ethical requirements applicable to performing audits in South Africa. The IRBA Code is consistent with the corresponding sections of the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards). We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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Directors E Bergh, B Com (Hons), CA(SA), C D Betty, B Acc, CA(SA), J Coetzer, B Compt (Hons), CA(SA), M G Q de Faria, B Bus Sc, CA(SA), B J Eaton, B Acc, H Dip Tax Law, CA(SA), B Frey, B Compt (Hons), CA(SA), M Com Ind & Org Psyc, A C Galloway, B Sc Mech Eng, CA(SA), M Greisdorfer, B Com (Hons), CA(SA), H Heymans, B Compt (Hons), M Com, FCCA, CA(SA), N C Hughes, B Compt (Hons), PG Cert Adv Tax, CA(SA), J Jones, B Com, B Acc, H Dip Tax Law, H Dip Int Tax Law, CA(SA), J Kitching, B Compt (Hons), CA(SA), M P Malematsa, B Compt (Hons), CA(SA), R Rawoot, B Compt (Hons), CA(SA), P D Schulze, B Acc Sc (Hons), PG Dip Tax Law, CA(SA), M Steenkamp, B Compt (Hons), M Com, CA(SA), A D Young, B Compt (Hons), CA(SA)

RSM South Africa Inc. Registration No. 2016/324649/21, Practice No. 900435 is a member of the RSM network and trades as RSM. RSM is the trading name used by the members of the RSM network. Each member of the RSM network is an independent accounting and consulting firm which practices in its own right. The RSM network is not itself a separate legal entity in any jurisdiction.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the document titled "IG Emi Holdings Proprietary Limited financial statements for the year ended 31 March 2023", which includes the Directors' Report as required by the Companies Act of South Africa. The other information does not include the financial statements and our auditor's report thereon.

Our opinion on the 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 financial statements, our responsibility is to read the other information 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, 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 Financial Statements

The directors are responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards and the requirements of the Companies Act of South Africa, 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 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.

Auditor's Responsibilities for the Audit of the 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 financial statements.

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.

DocuSigned by:

RSM South Africa Incorporated

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RSM South Africa Inc.

Rieyaaz Rawoot
Director
Chartered Accountant (SA)
Registered Auditor

Date 28 July 2023

Statement of financial position as at 31 March 2023

	Note(s)	March 2023	February 2022
Non-current assets			
Investments in subsidiaries	7	401,230,791	-
Loans to group companies	3	2,113,898,398	100
Listed property investment	2	1,191,127,728	-
		3,706,256,917	**100**
Current assets			
Trade and other receivables	6	1,396,609	-
Cash and cash equivalents	4	13,628,267	-
		15,024,876	**100**
Total assets		**3,721,281,793**	**100**
Equity			
Share capital	5	2,536,429,074	100
Accumulated Loss		(593,527,224)	-
		1,942,901,850	**100**
Non-current liabilities			
Interest-bearing debt	6	628,810,311	-
		628,810,311	**-**
Current liabilities			
Intercompany loan liabilities	8	1,149,569,632	**-**
		1,149,569,632	**-**
Total liabilities		**1,778,379,943**	**-**
Total liabilities and equity		**3,721,281,793**	**100**

Statement of comprehensive income for the period ended 31 March 2023

	Note(s)	13 months ending 31 March 2023	12 months ending 28 February 2022
Other operating expenses		(12,636)	-
Operating loss	9	**(12,636)**	**-**
Net fair value adjustments		(593,527,222)	-
Foreign exchange profit /loss	10	(56,607,605)	-
Investment income	11	290,635,656	-
Loss before finance costs		**(359,511,807)**	**-**
Net finance costs	12	(98,665,228)	-
Loss before taxation		**(458,177,035)**	**-**
Taxation	13	-	-
Loss for the period		**(458,177,035)**	**-**
Other comprehensive income / (loss) for the period:		**-**	**-**
Total comprehensive loss for the period net of taxation		**(458,177,035)**	**-**

Statement of cash flow for the period ended 31 March 2023

	Note(s)	13 months ending 31 March 2023	12 months ending 28 February 2022
Cash flow from operating activities			
Cash generated from operations	14	(12,631)	-
Interest income		187,079	-
Interest paid		(4)	
Dividends received		113,048,578	-
		113,223,022	**-**
Cash flow from investing activities			
Acquisition of a subsidiary		(288,240,393)	-
Repayment of loans from group companies		(635,900,162)	
Proceeds from loans from group companies		559,317,062	
		(364,823,493)	**-**
Cash flow from financing activities			
Proceeds on issue of shares		154,937,766	-
Other financial liabilities raised		110,290,972	-
		265,228,738	**-**
Cash and cash equivalents			
Total cash at end of the period	4	**13,628,267**	-
Total cash movement for the period		**13,628,267**	**-**
Cash at the beginning of the period		**-**	**-**

Statement of Changes in Equity

Statement of Changes in Equity

	Share capital	Accumulated loss	Total equity
Balance as at 1 March 2021	100	-	100
Profit/ (Loss) for the period	-	-	-
Balance as at 1 March 2022	**100**	**-**	**100**
Loss for the period	-	(458,177,035)	(458,177,035)
Shares issued during the period	2,536,428,974	-	2,536,428,974
Dividends paid	-	(135,350,189)	(135,350,189)
Balance as at 31 March 2023	**2,536,429,074**	**(593,527,224)**	**1,942,901,850**

Accounting Policies

Significant accounting policies

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

Basis of preparation

The financial statements have been prepared on the going concern basis in accordance with, and in compliance with, International Financial Reporting Standards ("IFRS") and the Companies Act of South Africa.

These accounting policies are consistent with the previous period.

Significant judgements and sources of estimation uncertainty

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

Critical judgements in applying accounting policies

The critical judgements made by management in applying accounting policies, apart from those involving estimations, that have the most significant effect on the amounts recognised in the financial statements, are outlined as follows:

Investments in subsidiaries

Investments in subsidiaries are carried at cost less any accumulated impairment losses. This excludes investments which are held for sale and are consequently accounted for in accordance with IFRS 5 Non-current Assets Held for Sale and Discontinued Operations.

Financial instruments

Classification

Financial assets and financial liabilities are recognised in the company's statement of financial position 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 are added to or deducted from the transaction price 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 are recognised immediately in profit or loss.

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

Financial instruments at fair value

All other financial instruments are measured at fair value through profit and loss.

Financial assets

The following categories of financial assets are recognised in the statement of financial position: Loans receivable, cash, and cash equivalents, listed property investment, and trade and other receivables. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition.

Loans receivable

Loans receivables are carried at amortised cost, less provisions made for irrecoverable amounts.

Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value. These are initially recorded at fair value and subsequently measured at amortised cost, using the effective interest rate method.

Trade and other receivables

Trade and other receivables are recognised at originated cost less an allowance for credit notes. The carrying amount of trade and other receivables is reduced by the impairment allowance using a lifetime expected credit loss (ECL) based on reasonable and supportable information that is available at the reporting date about past events, current conditions and a forecast of future economic conditions, taking into account an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes and the time value of money.

Changes in the carrying amount of the allowance account are written off against the allowance account, and the recovery of amounts, subsequent to being written off, are recognised in profit or loss.

Impairment of financial assets

Lifetime expected credit losses are recognised for all financial assets at every reporting period for which there have been significant increases in credit risk since initial recognition, whether assessed on an individual or collective basis.

For certain categories of financial assets, such as loans receivable and trade and other receivables, assets are assessed for impairment on a collective basis, even if they were assessed not to be impaired individually, from initial recognition of the receivables on a collective basis.

Defaulting trade receivables are "non-performing" for more than 60 days.

The company's write-off policy determines that a trade receivable and loan receivable be derecognised only if all avenues of recovery have been exhausted.

For financial assets carried at amortised cost, the amount of the impairment loss recognised is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

For financial assets measured at amortised cost, if, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the previously recognised impairment loss is reversed through profit or loss to the extent that the carrying amount of the investment, at the date the impairment is reversed, does not exceed what the amortised cost would have been had the impairment not been recognised.

Financial liabilities

Financial liabilities are recognised when there is a contractual obligation to deliver cash or another financial asset, or to exchange financial instruments with another entity on potentially unfavourable terms. Financial liabilities consist of loans payable, and trade and other payables. Financial liabilities are initially recognised at cost, and subsequently measured at amortised cost using the effective interest method.

Tax

Current tax assets and liabilities

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

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

Taxation and deferred taxation

Income tax expense comprises current and deferred taxation. Income tax expense is recognised in profit or loss.

Current tax is the expected tax payable on taxable income, after deducting the qualifying distribution for the period of assessment, using tax rates that have been enacted or substantively enacted by the reporting date and includes adjustments for tax payable in respect of previous years. In accordance with the REIT status, dividends declared are treated as a qualifying distribution in terms of section 25BB of the Income Tax Act, No. 58 of 1962 (as amended).

The distribution received is presented gross of withholding tax in the financial statements.

Deferred income tax is provided for all temporary differences arising between the tax bases of assets and liabilities and their carrying values for financial reporting purposes. In principle, deferred tax liabilities are recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises:

- From the initial recognition of goodwill in a business combination;
- From the initial recognition of other assets and liabilities in a transaction which is not a business combination and affects neither accounting profit nor taxable income; or
- Differences related to investments in subsidiaries, joint ventures, and associates, to the extent that it is probable that they will not reverse in the foreseeable future and the group is able to control the reversal.

Deferred tax is not recognised on the fair value of investment properties. Such items will be realised through sale and, in accordance with the income tax requirements relating to the REIT status, capital gains tax is not applicable.

Deferred tax is not recognised for temporary differences that will form part of future qualifying distributions.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability settled.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax assets and liabilities and they relate to income tax levied by the same authority on the same taxable entity, or on different tax entities, but they intend to settle current tax assets and liabilities on a net basis, or their tax assets and liabilities will be realised simultaneously.

Impairment of assets

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

If it is not possible to estimate the recoverable amount of the individual asset, the recoverable amount of the cash-generating unit to which the asset belongs is determined.

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

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

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

A reversal of an impairment loss of assets carried at cost less accumulated depreciation or amortisation is recognised immediately in profit or loss.

Share capital and equity

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

If the company reacquires its own equity instruments, the consideration paid, including any directly attributable incremental costs (net of income taxes) on those instruments are deducted from share capital. No gain or loss is recognised in profit or loss on the purchase, sale, issue, or cancellation of the company’s own equity instruments. Ordinary shares are classified as equity.

Investment Income

Dividend income is recognised when the company’s right to receive payment has been established and is shown as 'Investment income'. Interest is recognised, in profit or loss, using the effective interest method.

Foreign exchange

Exchange differences arising on monetary items are recognised in profit or loss in the period in which they arise. All transactions in foreign currencies are initially recorded in Rand, using the spot rate at the date of the transaction. Foreign currency monetary items at the reporting date are translated using the closing rate. All exchange differences arising on settlement or translation are recognised in profit or loss.

Borrowing costs

Borrowing costs are recognised as an expense in the period in which they are incurred and are calculated using the effective interest method.

Notes to the Financial Statements

1. NEW STANDARDS AND INTERPRETATIONS
Standards and interpretations not yet effective

The company has chosen not to early adopt the following standards and interpretations, which have been published and are mandatory for the company's accounting periods beginning on or after 01 April 2023 or later periods:

IAS 1 Presentation of Financial Statements

Classification of Liabilities as current or non- current: Narrow-scope amendments to IAS 1 to clarify how to classify debt and other liabilities as current or non-current.

Disclosure of Accounting Policies: The amendments require companies to disclose their material accounting policy information rather than their significant accounting policies, with additional guidance added to the Standard to explain how an entity can identify material accounting policy information with examples of when accounting policy information is likely to be material.

Non-current liabilities with Covenants: The amendment clarifies that only covenants with which an entity is required to comply on or before the reporting date affect the classification of a liability as current or non-current, with additional guidance to explain how an entity should disclose information in the notes to understand the risk that non-current liabilities with covenants could become repayable within twelve months.

IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors

Definition of Accounting Estimates: The amendments clarify how companies should distinguish changes in accounting policies from changes in accounting estimates, by replacing the definition of a change in accounting estimates with a new definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty". The requirements for recognizing the effect of change in accounting prospectively remain unchanged.

IAS 12 Income Taxes

Deferred Tax related to Assets and Liabilities arising from a Single Transaction, effective 1 January 2023: The amendment clarifies how a company accounts for income tax, including deferred tax, which represents tax payable or recoverable in the future. In specified circumstances, companies are exempt from recognizing deferred tax when they recognise assets or liabilities for the first time. The aim of the amendments is to reduce diversity in the reporting of deferred tax on leases and decommissioning obligations, by clarifying when the exemption from recognizing deferred tax would apply to the initial recognition of such items.

The adoption of these amendments are not expected to impact on the results of the company, but may result in more disclosure than what is presented in the current financial statements

2. LISTED PROPERTY INVESTMENT

Investment in listed property shares

	March 2023	February 2022
Emira Property Fund Limited	1,191,127,728	-
	1,191,127,728	**-**

Split between non-current and current portions.

	March 2023	February 2022
Non-current assets	1,191,127,728	-
Current assets	-	-
	1,191,127,728	**-**

During the period the company acquired 117,816,758 shares in Emira Property Fund Limited, a listed REIT (JSE: EMI). The fair value per share as reported on the Johannesburg Stock Exchange at period end was R10.11. The Net Asset Value of the shares at 31 March 2023 is R16.96 per share. If the shares held were recognised at net asset value, the net asset value of the company would be R807,044,792 higher.

20,000,000 of these shares have been pledged as security to Grindrod Bank as security over a facility drawn down by FEC Prop Proprietary Limited.

3. LOANS TO GROUP COMPANIES

	March 2023	February 2022
U REIT Holdings Proprietary Limited	2,113,898,398	-
This fluctuating loan bears interest at 0%. The loan is repayable on demand.		
I Group Consolidated Holdings Proprietary Limited (Former parent)	-	100
	2,113,898,398	**100**

These loans are unsecured, interest-free and are repayable on demand. The fair value of loans receivable and payable are estimated to approximate their carrying value due to the short-term nature of these loans. The company's write-off policy determines that a loan receivable be derecognised only if all avenues of recovery have been exhausted. The credit risk of these loans is low considering, inter alia, that the parent company's net asset value is considered sufficient to cover the value of their loan and therefore management considers the loan recoverable. All available forward-looking information, including estimates of economic growth, were taken into account which indicated an immaterial expected credit loss and consequently the loan was not impaired.

Split between non-current and current portions.

	March 2023	February 2022
Current assets	-	-
Non current assets	2,113,898,398	100
	2,113,898,398	**100**

4. CASH AND CASH EQUIVALENTS

Cash and cash equivalents consist of:

	March 2023	February 2022
Bank balances	13,628,267	-
	13,628,267	**-**

The carrying value of cash and cash equivalents approximates its fair value, due to the short-term nature of these balances. All cash at bank are held by major, reputable financial institutions that management believes are of high credit quality and accordingly minimal credit risk exists. The carrying amounts of cash and cash equivalents represent the maximum credit exposure.

5. SHARE CAPITAL

Authorised

	March 2023	February 2022
100,000,000 Shares at no par value	-	-
	-	**-**

Reconciliation of number of shares issued:

	March 2023	February 2022
Reported as at 1 March 2022	100	100
Shares issued during the period	250,414	-
Total shares as at 31 March 2023	**250,514**	100

The unissued ordinary shares are under the control of the directors in terms of a resolution of the shareholders passed at the last annual general meeting. This authority remains in force until the next annual general meeting.

Rand value of shares issued.

	March 2023	February 2022
Ordinary shares of no par value	2,536,429,074	100
	2,536,429,074	**100**

6. INTEREST-BEARING DEBT

Held at amortised cost

	March 2023	February 2022
Listed bond	628,810,311	-
During the period, the company issued a $35,000,000 unsecured bond dated 15 December 2022 which is due to be repaid on 31 August 2030. Interest shall accrue at a rate of 6% per annum and compound annually. This bond note is listed on the Bermuda stock exchange.		
	628,810,311	**-**

	March 2023	February 2022
Prepaid interest	1,396,609	-
During the period the company prepaid an amount to be used to settle interest that would accrue on the listed bond during the remainder of the 2023 period. As interest accrued it was written down against the balance of the remainder of the prepaid interest balance. The Net value of the bond is therefore the listed bond netted off against the period end value of the interest bearing debt.		
Net value of the listed bond	**627,413,702**	**-**

Reconciliation of interest-bearing debt for the period

	13 months ending March 2023	12 months ending February 2022
Opening balance as at 1 March 2022	-	
Listed bond issued during the period.	628,810,311	-
Facility (Loan A) drawn down during the period	92,642,192	-
Interest accrued on this loan at a fixed rate of 8%. Interest was to be paid on the last day of each financial year. This facility was repaid during the period.		
Facility repaid during the period	(92,642,192)	**-**
Facility (Loan B) drawn down during the period	170,319,781	**-**
Interest accrued on this loan at a fixed rate of 6%. Interest was to be paid on the last day of each financial year. This facility was repaid during the year.		
Facility repaid during the period	(170,319,781)	-
Closing balance as at 31 March 2023	**628,810,311**	**-**

7. INVESTMENTS IN SUBSIDIARIES

	% voting power 2023	% holding 2023	Carrying amount 2023	% voting power 2022	% holding 2022	Carrying amount 2022
Maitlantic Investments Proprietary Limited	100%	100%	1,999,026	0%	0%	-
U REIT Holdings Proprietary Limited	100%	100%	399,231,765	0%	0%	-
			401,230,791			**-**

Reporting period

All the entities are incorporated in South Africa and have the same year end as the company. The carrying amounts of subsidiaries are shown gross of impairment losses. The company has assessed at the end of the reporting period and concluded that there is no indication that the investment in subsidiary balances should be impaired.

Application of consolidation exemption

The financial statements presented are not consolidated financial statements as the entity qualifies for the consolidation exemption in IFRS 10 Consolidated Financial Statements.

The exemption is allowed provided that all of the following criteria are complied with:

- The entity is wholly owned or partially owned, where none of the other shareholder's object to the fact that consolidated financial statements are not prepared,
- The entity's debt or equity instruments are not traded in a public market,
- The entity did not file, and is not in the process of filing its financial statements with a securities commission or other regulatory organisation for the purpose of issuing any class of instrument in a public market, and
- The entity's ultimate or intermediary parent produces consolidated financial statements available for public use which comply with International Financial Reporting Standards.

8. INTERCOMPANY LOAN LIABILITIES

	March 2023	February 2022
Castleview Property fund	406,283,189	-
Maitlantic Investments Proprietary Limited	743,286,443	-
	1,149,569,632	**-**

These loans are unsecured, interest-free and are repayable on demand.

9. OPERATING LOSS

Operating profit for the period is stated after charging (crediting) the following, amongst others:

	March 2023	February 2022
Bank charges	(3,120)	-
Broker fees	(9,512)	-
Interest paid	(4)	-
	(12,636)	**-**

10. FOREIGN EXCHANGE PROFIT / (LOSS)

	13 months ending March 2023	12 months ending February 2022
Foreign exchange loss arising from foreign interest-bearing debt	(56,607,605)	-
	(56,607,605)	**-**

11. INVESTMENT INCOME

	March 2023	February 2022
Dividend received from fellow subsidiary	177,400,000	-
Income from listed property investment	113,048,578	-
Interest Received	187,077	-
	290,635,656	**-**

12. NET FINANCE COSTS

	March 2023	February 2022
Interest paid on group loans	(45,992,109)	-
Interest paid on mortgage bond	(52,673,119)	-
Total net finance costs	**(98,665,228)**	**-**

13. TAXATION

Reconciliation of the tax expense

Reconciliation between accounting profit and tax expense.

	March 2023	February 2022
Accounting loss	**(458,177,035)**	-
Tax at the applicable tax rate of 27% (2021: 28%)	(123,707,799)	-
Tax effect of adjustments on taxable income		
- Permanent difference - S25BB Distribution (REIT)	36,544,551	-
- Unrecognised deferred tax	(160,252,350)	-
	-	**-**

No provision has been made for tax as the company has no taxable income. The company is considered a Real Estate Investment Trust (REIT) enterprise and as such there is a qualifying allowance in terms of S25BB which allows for a deduction limited to taxable income.

14. CASH GENERATED FROM OPERATIONS

	13 months ending March 2023	12 months ending February 2022
Loss before taxation	(458,177,035)	-
Adjustments for:		
Dividends received	(290,448,578)	-
Interest income	(187,079)	-
Finance costs	98,665,233	-
Gain on fair value adjustment	593,527,222	-
Loss on foreign exchange	56,607,605	-
	(12,631)	-

15. RELATED PARTIES

Relationships	Party
Ultimate holding company	Castleview Property Fund Limited
Former Holding company	I Group Consolidated Holdings Propriety Limited
Subsidiary	U REIT Holdings Proprietary Limited
Subsidiary	Maitlantic Investments Proprietary Limited
Fellow subsidiary	FEC Prop Proprietary Limited

Loan accounts owing from (to) holding companies.

	March 2023	February 2022
Castleview Property fund	(406,283,189)	-
Maitlantic Investments Proprietary Limited	(743,286,443)	-
U REIT Holdings Proprietary Limited	2,113,898,398	-
I Group Consolidated Holdings Propriety Limited	-	100
	964,328,766	**100**

Transactions with related parties

	13 months ending March 2023	12 months ending February 2022
Dividends received from fellow subsidiary	177,400,000	-
Interest paid on group loans	(45,992,109)	-
	131,407,891	**-**

16. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Categories of financial instruments

Categories of financial assets

	March 2023		
	Fair value through profit or loss	Amortised cost	Total
Intercompany loan asset	-	2,113,898,398	2,113,898,398
Cash and cash equivalent	-	13,628,267	13,628,267
Trade and other receivables	-	1,396,609	1,396,609
Listed investments	1,191,127,728	-	1,191,127,728
	1,191,127,728	**2,128,923,274**	**3,320,051,002**

	February 2022		
	Fair value through profit or loss	Amortised cost	Total
Intercompany loan asset	-	100	100
	-	**100**	**100**

Categories of financial liabilities

		March 2023	
		Amortised cost	Total
Intercompany loan liability		1,149,569,632	1,149,569,632
Interest bearing debt		628,810,311	628,810,311
		1,778,379,943	**1,778,379,943**

Capital risk management

The company's objectives when managing capital are to safeguard the company's ability to continue as a going concern in order to provide returns for the shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The capital structure of the company consists of debt, which includes the borrowings disclosed in note 6. Cash and cash equivalents disclosed in note 4, and equity as disclosed in the statement of financial position. In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt. REIT legislation requires that a minimum of 75% of distributable income be distributed to shareholders annually.

Financial risk management

Credit risk

Credit risk is the risk of financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. Credit risk consists mainly of group company loans. Credit risk for exposures other than those arising on cash and cash equivalents, are managed by making use of credit approvals, limits, and monitoring. Financial assets exposed to credit risk at period end were as follows:

	March 2023		
	Gross carrying amount	**Credit loss allowance**	**Amortised cost / fair value**
Intercompany loan asset	2,113,898,398	-	2,113,898,398
Cash and cash equivalent	13,628,267		13,628,267
Trade and other receivables	1,396,609		1,396,609
Listed investments	1,191,127,728	-	1,191,127,728
	3,320,051,002	**-**	**3,320,051,002**

	February 2022		
	Gross carrying amount	**Credit loss allowance**	**Amortised cost / fair value**
Intercompany loan asset	100	-	100
	100	**-**	**100**

Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, and the availability of funding through an adequate amount of committed credit facilities. Due to the dynamic nature of the underlying businesses, company treasury maintains flexibility in funding by maintaining availability under committed credit lines.

The company's risk to liquidity is a result of the funds available to cover future commitments. The company manages liquidity risk through an ongoing review of future commitments and credit facilities.

The company mitigates its liquidity risk by effectively managing its working capital, capital expenditure and cash flows. Committed borrowing facilities are available for meeting liquidity requirements and the company manages the liquidity risk through an ongoing review of commitments and credit facilities.

The table below analyses the company's financial liabilities into relevant maturity groupings based on the remaining period at the statement of financial position date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

March 2023

	Less than 1 year	Between 1 and 2 years	2 to 5 years	Total
Intercompany loan liability	1,149,569,632	-	-	**1,149,569,632**
Interest bearing debt	37,728,619	150,914,475	720,289,290	**908,932,384**
	1,187,298,251	**150,914,475**	**720,289,290**	**2,058,502,016**

Interest rate risk

The company's interest rate risk arises from various borrowings. Borrowings issued at variable rates expose the company to cash flow interest rate risk. Management continues to monitor the local and global interest rate environment on an ongoing basis.

At ended 31 March 2023, if interest rates on Rand-denominated borrowings had been 1% higher/lower with all other variables held constant, post-tax profit for the period would have been R6,288,103 (2022: Nil) lower/higher for the company, mainly as a result of higher/lower interest expense on floating rate borrowings.

Exposure to interest rate risk

The company is exposed to interest rate risk on its financial liabilities. Interest rates on all financial liabilities compare favorably with those rates available in the market. Risk exposure as a result of interest rates is moderate and is mitigated by a surplus of cash in the company. There have been no significant changes in the interest rate risk management policies and processes since the prior reporting period.

Assets	**Average effective interest rate**	
	13 months ending March 2023	**12 months ending February 2022**
Loans to group companies	0.00%	-
Cash and cash equivalents	4.00%	-

Liabilities	**Average effective interest rate**	
	13 months ending March 2023	**12 months ending February 2022**
Loans from group companies	4.00% - 6.00%	-
Other financial liabilities	6.00% - 8.00%	-

17. FAIR VALUE INFORMATION

Fair value hierarchy

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

Level 1: Quoted unadjusted prices in active markets for identical assets or liabilities that the company can access at measurement date.
Level 2: Inputs other than quoted prices included in level 1 that are observable for the asset or liability either directly or indirectly.
Level 3: Unobservable inputs for the asset or liability.

Levels of fair value measurements

Level 1

Assets

	March 2023	**February 2022**
Listed Investments	1,191,127,728	-
	1,191,127,728	**-**

18. DIRECTORS EMOLUMENTS

No emoluments were paid to the directors or any individuals holding a prescribed office during the period.

19. EVENTS AFTER THE REPORTING PERIOD

The directors are not aware of any material event which occurred after the reporting date and up to the date of this report.

20. CHANGE IN YEAR END

The company's year-end changed from 28 February to 31 March. The financial statements for the current period are for 13 months.