SUMMARISED FINANCIAL RESULTS AND CASH DIVIDEND DECLARATION FOR THE YEAR ENDED 30 JUNE 2024



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Revenue increased by 4.6% to R64.90 billion (June 2023: R62.03 billion)\*



Operating cash flow decreased by **3.4%** to **R8.57 billion** (June 2023: R8.87 billion)\*



Headline earnings per share decreased by 25.9% to

**353.8 cents** (June 2023: 477.5 cents)\*

Net asset value per share decreased by 7.4% to R42.90 (30 June 2023: R46.35)\*

# **Operating context**

The Group's trading environment remains challenging. Geopolitical tensions, supply chain disruptions and higher interest rates have exacerbated cost-of-living pressures on consumers in all operating geographies. These pressures may reduce gradually due to potential rate cuts and moderating inflation but little consumption expenditure growth is expected in the short to medium term.

In Europe, conflicts in the Ukraine and Middle East remain the primary obstacles to growth, intensifying the rise in food and energy prices. Following a decline in economic activity in 2023, the German economy continued to stagnate in 2024. Post a technical recession in the latter half of 2023, the UK economy is gradually showing signs of recovery although risks related to geopolitical tensions and disrupted supply chains persist.

In Australia, households faced ongoing challenges due to rising cost of living, with consumers holding mortgages having to grapple with significantly higher loan repayments. Despite these pressures, the overall economy remained robust and corporate confidence was stable. In New Zealand, the economy slowly began to emerge from a recessionary phase but overall conditions remained subdued as unemployment increased.

In South Africa, growth was hampered by a weak Rand, persistent electricity and water supply problems, and significant challenges in rail and port infrastructure.

\* Restated, refer to note 11 in Salient features.

# **Financial performance**

The Group continued to capitalise on opportunities in a challenging and evolving market, as demonstrated by substantial new client gains, successful contract renewals and increased market share. Rigorous cost management mitigated escalating inflation, including diesel price increases and Rand volatility.

The weakening of the average Rand exchange rate and the acquisitions of AMCO in the United Kingdom and Right Side Up in South Africa, contributed to the 4.6% increase in the Group's revenue to R64.90 billion (June 2023: R62.03 billion).

EBITDA decreased by 1.4% to R8.45 billion (June 2023: R8.57 billion) due mainly to weaker performances in Supply Chain Europe and Dealerships UK. Depreciation and amortisation increased by 2.3% to R4.65 billion (June 2023: R4.55 billion).

Operating profit decreased by 5.6% to R3.79 billion (June 2023: R4.02 billion), with the overall Group margin of 5.8% (June 2023: 6.5%) being impacted by the weaker margins in the Supply Chain and Dealerships divisions. Operating profit margins increased in the Fleet Africa division.

Super Group's revenue and operating profit contributions from its non-South African businesses were 56% (June 2023: 54%) and 54% (June 2023: 57%), respectively.



The geographical diversity of the Group is illustrated below:

Net finance costs increased by 20.2% to R1.21 billion (June 2023: R1.0 billion), mainly due to increased interest rates, higher trade receivables and the funding of acquisitions.

Capital item losses of R1.18 billion (June 2023: profit of R30.5 million) included a €59.7 million (R1.21 billion) impairment in goodwill and intangibles in the inTime operations, which was necessary due to continuing poor automotive volumes and a significant decline in operating margins in Germany.

Profit before taxation decreased by 53.8% to R1.41 billion (June 2023: R3.05 billion). Earnings per share decreased by 97.3% to 12.9 cents (June 2023: 480.9 cents) and headline earnings per share decreased by 25.9% to 353.8 cents (June 2023: 477.5 cents).

Total assets increased by 5.1% to R76.90 billion (30 June 2023: R73.19 billion), largely as a result of the increased vehicle fleet in the Supply Chain businesses and increased lease portfolio assets in SG Fleet.

The Group's return on net operating assets (RNOA), after tax, of 8.4% was lower than the previous year (June 2023: 10.2%) due to the lower returns in the Supply Chain and Dealerships businesses.

Super Group raised a net R262 million of listed senior unsecured notes during the year. The net debt position, excluding Right Of Use (ROU) lease liabilities and securitised lease portfolio warehouse borrowings, was R4.84 billion (30 June 2023: R4.38 billion) resulting in a net debt to equity (gearing) ratio 26.5%, up from 22.4% at 30 June 2023. The Group continued to meet its debt covenants and has sufficient cash and debt facilities to meet its current obligations.

The net asset value per share decreased by 7.5% to R42.90 (30 June 2023: R46.35).

Operating cash flow decreased by 3.4% to R8.57 billion (June 2023: R8.87 billion). A working capital outflow of R7.86 billion was recorded compared to an outflow of R4.42 billion in the prior year, reflecting a R6.94 billion net increase in lease portfolio assets within the Fleet Division. Total dividends paid to Super Group shareholders was R269.4 million (June 2023: R211.3 million).

# **Divisional review**

#### **Supply Chain**

#### **Supply Chain Africa**

R'million	Change %	30 June 2024 Audited	30 June 2023 Audited
Revenue	(2.3%)	17 388.6	17 804.7
Operating profit	(7.4%)	1 168.5	1 261.3
Operating profit margin		6.7%	7.1%
Capital items		31.2	51.2
Net finance costs	42.5%	(290.1)	(203.6)
Profit before tax	(18.0%)	909.6	1 108.9

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**Supply Chain Africa's** consumer businesses, including SG Convenience, Lieben Logistics, SG Consumer and Digistics, delivered an excellent performance as a result of new business wins and contract renewals.

Supply Chain Africa's revenue declined by 2.3%, and operating profit dropped 7.4% due to weaker performance in the commodity transport businesses. The division's operating margin decreased from 7.1% to 6.7%. Net finance costs increased by 42.5% due to higher interest rates and increased trade receivables.

The industrial and commodity transport businesses were negatively impacted by significant decreases in coal export volumes, border delays and slow turnaround times at South African ports. The vast majority of copper exports bound for China and the Middle East are being rerouted from Durban to Dar es Salaam and Walvis Bay. The significant migration to these two ports took place in the final quarter of this financial year. The loss of southbound volumes has made South African hauliers less competitive, resulting in lower revenues and margins across the division. Prevailing cabotage laws also impact both South African and Zimbabwean hauliers operating into Dar es Salaam.

Bad debts in the division's coal operations, resulting from financially distressed customers (including Wescoal Mining), negatively impacted profitability within these businesses.

The industrial businesses were negatively impacted by weaker customer volumes and lower operating margins, particularly in relation to the distribution of automotive and mining equipment spares.

#### Supply Chain Europe

R'million	Change %	Year ended 30 June 2024 Audited	Year ended 30 June 2023 Audited
			1
Revenue	29.1%	5 786.5	4 482.5
Operating (loss)/profit	nm	(87.7)	120.6
Operating profit margin		(1.5%)	2.7%
Capital items		(1 207.2)	(1.1)
Net finance costs	117.3%	(214.8)	(98.9)
(Loss)/profit before tax	nm	(1 509.7)	20.6

**Supply Chain Europe's** revenue increased by 29.1% to R5.79 billion largely due to the acquisition of AMCO which contributed R1.35 billion and the weakening of the Rand against the Euro.

The division's overall performance was disappointing, with an operating loss of R87.7 million (June 2023: operating profit of R120.6 million). This was due to a sharp decline in automotive parts distribution volumes across Europe and a significant erosion in gross margins due to excess vehicle capacity in Germany.

The European time critical distribution sector declined by over 29%, resulting in these businesses having to be restructured to realistic volume and pricing parameters. In Spain, a key client of Ader discontinued its next-day delivery operations, negatively impacting volumes. The net finance costs of the division were impacted by substantial interest rates hikes in Europe.

The carrying value of goodwill and intangible assets of inTime has been impaired by €59.7 million (R1.21 billion) in the second half of the year due to changes in key assumptions and projected cash flows of the business. Despite the significant automotive market contraction this year, conservative market growth has been projected in Germany of between 2% and 5% per annum over the next five years. This is fundamental to the impairment raised.

The weakening of the average Rand against the Euro negatively impacted the results by R114.4 million for the year.

### Divisional review continued

#### **Fleet Solutions**

#### **SG Fleet**

Change %	Year ended 30 June 2024 Audited	Year ended 30 June 2023 Restated*
5.4%	12 961 2	12 292.7
4.5%	1 780.1	1 703.1
	13.7%	13.9%
	_	(2.7)
(25.6%)	(342.1)	(459.6)
15.9%	1 438.0	1 240.7
	% 5.4% 4.5% (25.6%)	30 June 2024   30 June 2024   30 June 2024   4.5% 12 961.2   1 780.1   13.7%   -   (25.6%) (342.1)

\* Refer to note 11 in salient features.

**SG Fleet** reported an increase of 5.4% in revenue and a 4.5% increase in operating profit, driven largely by strong growth in delivery volumes. This was partially offset by lower profits on End of Lease disposals. Operating expenses were adversely impacted by buoyant labour market conditions, integration costs and ongoing technology investments.

Historically, pent-up demand drove strong activity in tendering and new business in the Corporate channel and the business continued to see strong enquiry levels and volumes in the Novated channel, although the supply of some mainstream vehicle models remained constrained. Finance commissions and sales of additional products such as accessories grew by 50% and 22.6% respectively due to an increase in funded new deliveries and extensions.

The weakening of the average Rand against the AUD positively impacted the results by R46.0 million for the year.

For the full set of results refer to www.sgfleet.com.

#### Fleet Africa

R'million	Change %	Year ended 30 June 2024 Audited	Year ended 30 June 2023 Audited
Revenue	3.7%	1 130.2	1 089.4
Operating profit	5.6%	256.7	243.1
Operating profit margin		22.7%	22.3%
Net finance costs	(157.0%)	8.4	(14.8)
Profit before tax	16.1%	265.1	228.3

**Fleet Africa's** revenue increased by 3.7% to R1.13 billion (June 2023: R1.09 billion) due to growth in ad hoc rental volumes from existing contracts. Operating profit increased by 5.6% to R256.7 million (June 2023: R243.1 million) due to improved margins on shorter term rental agreements.

Net finance costs benefitted from lower average net borrowings, and profit before tax increased by 16.1% to R265.1 million (June 2023: R228.3 million). The joint venture with the Co-Op Bank in Kenya was negatively impacted by lower used vehicle sales volumes and delays in parastatal spending.

### Divisional review continued

#### Dealerships

#### **Dealerships SA**

R'million	Change %	Year ended 30 June 2024 Audited	Year ended 30 June 2023 Audited
Revenue	1.8%	10 784.1	10 596.9
Operating profit	(1.0%)	404.4	408.3
Operating profit margin		3.7%	3.9%
Capital items		(8.8)	(15.9)
Net finance costs	9.8%	(144.0)	(131.1)
Profit before tax	(3.7%)	251.6	261.4

**Dealerships SA** reported revenue growth of 1.8% on the back of stronger new and used vehicle sales. New vehicle sales volumes increased by 4.9%, strongly outperforming the NAAMSA decline of 6.0% for the period. Used vehicle sales volumes increased by 4.3% and optimisation of inventories and trade-in values partially mitigated the price erosion in the South African market.

Operating profit decreased by 1.0%. Net finance costs were 9.8% higher due to higher inventory levels, vehicle price escalations and interest rate increases.

#### **Dealerships UK**

R'million	Change %	Year ended 30 June 2024 Audited	Year ended 30 June 2023 Audited
Revenue Operating profit Operating profit margin	6.9% (36.8%)	16 843.1 200.8 <i>1.2%</i>	15 752.7 317.5 <i>2.0%</i>
Capital items Net finance costs Profit before tax	70.4% (76.1%)	(0.3) (144.4) 56.1	2.0 (84.8) 234.8

**Dealerships UK's** revenue increased by 6.9%, mainly as a result of higher pricing of new vehicles and the weakening of the Rand against the GBP. New vehicle sales volumes were in line with the previous year while used vehicle sales volumes decreased by 4.2%. Operating profit declined by 36.8% to R200.8 million (June 2023: R317.5 million), mainly due to a significant margin erosion in used vehicle sales following the substantial market correction in valuations.

Ongoing supply issues resulted in a notable decline in Ford volumes and market share. Ford's decision to discontinue a bestselling model materially impacted sales performance and there have been further delays in the release of the new Ford Puma.

Net finance costs were 70.4% higher as a result of increased inventory levels and higher interest rates.

The weakening of the average Rand against the GBP positively impacted the results by R7.0 million for the year.

#### Services

The services segment reported an under-recovery of R3.3 million for the year.

# Prospects

Super Group is optimistic that potential rate cuts and moderating inflation will ease the cost-ofliving pressures on consumers in all operating geographies but does anticipate continued macroeconomic and infrastructural challenges in the year ahead. The Group will continue to focus on innovative client solutions and effective cost management and is well positioned to deliver a resilient financial performance for the year ending June 2025.

In a Southern African environment marked by declining disposable income, **Supply Chain Africa's** consumer businesses anticipate modest growth in the coming year. This growth is expected to stem from ongoing new business gains and contract renewals, rather than an increase in core customer volumes. Poor coal export volumes, border delays and slow turnaround times at South African ports will continue to hamper growth in the industrial and commodity transport businesses. The copper export volumes lost to Dar es Salaam and Walvis Bay are unlikely to be fully recovered in the short term although it is hoped that some efficiency improvements will be realised from February 2025.

**Supply Chain Europe** will face tough trading conditions, with contracted automotive parts volumes and excess vehicle capacity in Germany set to persist. The rightsizing of inTime is progressing as planned and should result in an improvement in financial performance in the forthcoming financial year. New customer wins and the repositioning of the courier business are likely to enhance the performance of Iberian-based Ader.

**SG Fleet** has performed exceptionally well over the past two years, partially due to new vehicle supply constraints and the direct positive impact this had on used vehicle residual values. This business is expected to perform consistently well in FY25, although post taxation earnings are forecast to be slightly lower than in the current financial year as new vehicle availability improves. The negative impact on used vehicle residual values will be partially offset by the higher number of vehicles being sold. Higher interest costs on corporate debt due to a maturing interest rate swap, will also add pressure to the next year's earnings.

Increased activity on existing contracts and good growth in ad hoc rental volumes should see **Fleet Africa** produce solid results. With little progress being made in the issue and award of tenders by parastatals, the business will continue to develop its private sector customer base and grow its funding, maintenance and insurance service offerings.

**Dealerships SA** is expected to deliver another resilient performance, with strong contributions from services and ancillary products. The division's growing representation of volume and value brands will help meet the changing needs of a pressurised South African consumer.

The improved availability of new Ford models should see **Dealerships UK** achieve a reasonable recovery, although the British consumer continues to feel the impact of high interest rates. Kia and Hyundai are expected to deliver sustained growth for the division, albeit at low margins. The strong demand for commercial vehicles will support improved performance in the year ahead.

# **Dividend declaration**

#### **Declaration of Dividend No. 15**

Notice is hereby given that a final gross dividend of 60 cents (2023: 80 cents) per share has been declared out of income reserves in respect of the ordinary shares of no-par value for the year ended 30 June 2024.

A dividend withholding tax of 20% or 12 cents per share will be applicable, resulting in a net dividend of 48 cents per share, unless the shareholder concerned is exempt from paying dividend withholding tax or is entitled to a reduced rate in terms of an applicable double-tax agreement. The issued share capital at the declaration date is 340,000,000 ordinary shares. The income tax number of the Company is 9050050716.

#### **Dates of importance**

Dividend declaration date	Wednesday, 11 September 2024
Last day to trade in order to participate in the dividend	Tuesday, 1 October 2024
Shares trade ex-dividend	Wednesday, 2 October 2024
Record date	Friday, 4 October 2024
Payment date	Monday, 7 October 2024

Share certificates may not be dematerialised or rematerialised between Wednesday, 2 October 2024 and Friday, 4 October 2024, both days inclusive.

In terms of the Company's Memorandum of Incorporation, dividends will only be transferred electronically to the bank accounts of shareholders. In the instance where shareholders do not provide the Transfer Secretaries with their banking details, the dividend will not be forfeited, but will be marked as "unclaimed" in the share register until the shareholder provides the Transfer Secretaries with the relevant banking details for pay-out.

# **Appreciation**

We extend our appreciation to our employees, clients and shareholders for their invaluable contributions and ongoing support of Super Group.

On behalf of the Board

#### V Chitalu Chairperson

P Mountford Chief Executive Officer

10 September 2024

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Post the release of the SENS announcement on 11 September 2024, the Summarised Consolidated Financial Statements will be available on the Group's website at https://supergroup.co.za/latest-results/. The Audited Consolidated and Separate Annual Financial Statements will be available on request from the Company Secretary, John Mackay, at john.mackay@supergrp.com.

Any forward-looking information is the responsibility of the directors and has not been reviewed or reported on by the Company's External Auditor.



# Independent auditor's report on the summarised consolidated financial statements

#### To the Shareholders of Super Group Limited

#### Opinion

The summarised consolidated financial statements, which comprise the summarised consolidated statement of financial position as at 30 June 2024, the summarised consolidated statements of comprehensive income, changes in equity and cash flows for the year then ended, operating segments, business combinations and salient features, are derived from the audited consolidated financial statements of Super Group Limited ("the Group") for the year ended 30 June 2024.

In our opinion, the accompanying summarised consolidated financial statements are consistent, in all material respects, with the audited consolidated financial statements, in accordance with the requirements of the JSE Limited Listings Requirements and Debt Listings Requirements, as set out in the basis of preparation and accounting policies note to the summarised consolidated financial statements, and the requirements of the Companies Act of South Africa, as applicable to summarised consolidated financial statements.

#### Summarised consolidated financial statements

The summarised consolidated financial statements do not contain all the disclosures required by IFRS Accounting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards) . Reading the summarised consolidated financial statements and the auditor's report thereon, therefore, is not a substitute for reading the audited consolidated financial statements and the auditor's report thereon. The summarised consolidated financial statements and the audited consolidated financial statements do not reflect the effects of events that occurred subsequent to the date of our report on the audited consolidated financial statements.

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

We expressed an unmodified audit opinion on the audited consolidated financial statements in our report dated 10 September 2024. That report also includes the communication of key audit matters. Key audit matters are those matters that in our professional judgement, were of most significance in our audit of the consolidated financial statements for the current period.

## Directors' responsibility for the summarised consolidated financial statements

Directors are responsible for the preparation of the summarised consolidated financial statements in accordance with the requirements of the JSE Limited Listings Requirements and Debt Listings Requirements, as set out in the basis of preparation and accounting policies note to the summarised consolidated financial statements, and the requirements of the Companies Act of South Africa, as applicable to summarised consolidated financial statements.

#### Auditors' Responsibility

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

#### KPMG Inc.

Registered auditor

Per David Read Chartered Accountant (SA) Registered auditor Director

10 September 2024

85 Empire Road Parktown 2193

## **Basis of preparation and accounting policies**

The Summarised Consolidated Financial Statements for the year ended 30 June 2024 are prepared in accordance with the requirements of the JSE Limited (JSE) Listings Requirements and Debt Listings Requirements (JSE Listings Requirements) and the requirements of the Companies Act of South Africa. The JSE Listings Requirements require reports to be prepared in accordance with the framework concepts and the measurement and recognition requirements of IFRS Accounting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards) and the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Pronouncements as issued by the Financial Reporting Standards Council and to also, as a minimum, contain the information required by International Accounting Standards (IAS) 34 Interim Financial Reporting.

These Summarised Consolidated Financial Statements do not include all the information required for full annual financial statements and should be read in conjunction with the consolidated Annual Financial Statements for the year ended 30 June 2024. The accounting policies applied in the preparation of the Summarised Consolidated Financial Statements are in terms of IFRS Accounting Standards and are consistent with those applied in the previous Consolidated Financial Statements for the year ended 30 June 2023. The definitions of capital items, PPA, EBITDA, and related adjustments are included in the accounting policies in the June 2023 Annual Financial Statements.

The Consolidated Financial Statements for the year ended 30 June 2024, which have been audited by KPMG Inc. (the Auditor), and their accompanying unmodified audit report, which includes their key audit matters, are available from the issuers registered office. The Auditor's Report does not necessarily report on all information contained in this announcement. Shareholders and noteholders are therefore advised that in order to obtain a full understanding of the nature of the Auditor's engagement, they should obtain a copy of both the Auditor's Report together with the accompanying financial information from the issuers registered office.

Standards effective for reporting periods starting on or after 1 July 2024:

- Classification of liabilities as current or non-current and non-current liabilities with covenants (Amendments to IAS 1)
- Lease Liability in a Sale and Leaseback (Amendments to IFRS 16)
- Disclosures: Supplier Finance Agreements (Amendments to IAS 7 and IFRS 7)

Standards effective immediately upon issuance, when issued:

• International Tax Reform – Pillar Two Model Rules (Amendments to IAS 12)

Standards effective for reporting periods starting on or after 1 July 2025:

• Lack of exchangeability (Amendments to IAS 21)

Effective for the financial year commencing 1 July 2026:

- Classification and measurement of financial instruments (Amendments to IFRS 9 and IFRS 7)
- Settlement by electronic payments (Amendments to IFRS 9)

Effective for the financial year commencing 1 July 2027:

- Presentation and disclosure in financial statements (IFRS 18)
- Subsidiaries without Public Accountability: Disclosures (IFRS 19)

Standards effective at the option of the entity (effective date has been deferred indefinitely):

• Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to IFRS 10 and IAS 28)

The Board's initial view on these standards not yet effective is that the impact is not expected to be material. During the year, the group has adopted all the new and revised standards issued by the International Accounting Standards Board that are relevant to its operations and effective for annual reporting periods beginning 1 July 2023. The adoption thereof did not have a material impact on the summarised consolidated financial statements.

The Summarised Consolidated Financial Statements are presented in Rand, which is the Company's functional currency and the Group's presentation currency, rounded to the nearest thousand.

The Consolidated Financial Statements and Summarised Consolidated Financial Statements have been compiled under the supervision of the Chief Financial Officer, Colin Brown, CA(SA), BCompt (Hons), MBL and were approved by the board of directors on 10 September 2024.

# Summarised consolidated statement of comprehensive income

	Year ended 30 June 2024 Audited R'000	Year ended 30 June 2023 Restated <sup>1</sup> R'000
<b>Revenue</b> (Refer to note 10 in Salient Features) Operating expenditure – excluding capital items and impairment of receivables Operating expenditure – net impairment of receivables	64 899 034 (56 356 106) (97 900)	62 025 933 (53 401 477) (59 423)
EBITDA Depreciation and amortisation	8 445 028 (4 650 152)	8 565 033 (4 545 493)
Operating profit before capital items Net capital items	3 794 876 (1 181 158)	4 019 540 30 461
Operating profit after capital items Finance costs Investment income	2 613 718 (2 649 351) 1 443 007	4 050 001 (1 774 592) 770 587
Profit before income tax Income tax expense	1 407 374 (789 876)	3 045 996 (846 372)
Profit for the year	617 498	2 199 624
<b>Profit for the year attributable to:</b> Non-controlling interests (NCI) Equity holders of Super Group	574 025 43 473	575 006 1 624 618
	617 498	2 199 624
Other comprehensive income (OCI) Items which will be reclassified to profit or loss:	(739 772)	1 653 268
Translation adjustment Effective portion of hedge Tax effect of effective portion of hedge	(509 871) (328 431) 98 530	1 677 814 (37 112) 12 566
Items which will not be reclassified to profit or loss:	14 798	(20 065)
Revaluation of land and buildings Taxation effect of revaluation of land and buildings	25 581 (10 783)	9 902 (29 967)
Other comprehensive income for the year (net of tax)	(724 974)	1 633 203
Total comprehensive income for the year	(107 476)	3 832 827
<b>Total comprehensive income for the year attributable to:</b> Non-controlling interests Equity holders of Super Group	342 909 (450 385)	972 880 2 859 947
	(107 476)	3 832 827
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<sup>1</sup> Refer to note 11 in Salient Features.

	Year ended 30 June 2024 Audited R'000	Year ended 30 June 2023 Restated <sup>1</sup> R'000
ADDITIONAL COMPREHENSIVE INCOME INFORMATION RECONCILIATION OF HEADLINE EARNINGS		
Profit attributable to equity holders of Super Group	43 473	1 624 618
Capital items after tax and NCI (Refer to note 9 in Salient Features)	1 150 434	(11 554)
Headline earnings for the year	1 193 907	1 613 064
Earnings per share (cents)		
Basic	12.9	480.9
Diluted	12.9	475.5
Headline earnings per share (cents)		
Basic	353.8	477.5
Diluted	353.7	472.1

# Summarised consolidated statement of financial position

	Year ended 30 June 2024 Audited R'000	Year ended 30 June 2023 Restated <sup>1</sup> R'000
ASSETS		
Non-current assets	44 056 712	41 991 719
Property, plant and equipment	11 003 194	9 825 982
ROU assets	2 250 334	2 330 300
Investment properties	173 657	162 200
Lease portfolio assets	17 954 051	15 578 229
Intangible assets	1 842 528	1 985 897
Goodwill	10 349 992	11 159 866
Investments and other non-current assets	343 971	763 658
Deferred tax assets	138 985	185 587
Current assets	32 838 806	31 196 556
Lease portfolio assets	7 249 791	6 009 051
Inventories	5 914 102	6 210 050
Trade receivables	8 098 822	7 292 267
Sundry receivables	2 759 997	2 602 354
Income tax receivable	-	18 187
Cash and cash equivalents	8 816 094	9 064 647
Total assets	76 895 518	73 188 275
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	Year ended 30 June 2024 Audited R'000	Year ended 30 June 2023 Restated <sup>1</sup> R'000
EQUITY AND LIABILITIES Capital and reserves Capital and reserves attributable to equity holders of Super Group Non-controlling interests	14 529 702 3 778 763	15 512 532 4 057 495
Total equity	18 308 465	19 570 027
Non-current liabilities	30 838 835	24 943 778
Fund reserves Non-controlling interest put options and other liabilities Lease portfolio borrowings ROU lease liabilities Interest-bearing borrowings Provisions Deferred tax liabilities	1 243 625 361 795 14 448 880 2 156 360 10 390 892 500 632 1 736 651	1 372 622 121 288 10 668 911 2 270 977 8 164 228 377 396 1 968 356
Current liabilities	27 748 218	28 674 470
Non-controlling interest put option and other liability Lease portfolio borrowings ROU lease liabilities Interest-bearing borrowings Trade and other payables Income tax payable Provisions	325 694 7 248 219 628 433 1 689 187 16 625 113 458 692 772 880	381 765 6 631 764 600 589 3 315 435 17 047 631 – 697 286
Total equity and liabilities	76 895 518	73 188 275

<sup>1</sup> Refer to note 11 in Salient Features.

# Summarised consolidated statement of cash flows

	Year ended 30 June 2024 Audited R'000	Year ended 30 June 2023 Restated <sup>1</sup> R'000
Cash flows from operating activities Operating cash flow	8 565 647	8 866 104
Working capital outflow	(7 862 785)	(4 417 734)
Lease portfolio assets working capital outflow Other working capital (outflow)/inflow	(6 939 747) (923 038)	(4 786 103) 368 369
Cash generated from operations Finance costs paid Interest received Income tax paid Dividends paid Dividends paid to non-controlling interests	702 862 (2 558 700) 1 291 696 (414 213) (269 428) (376 463)	4 448 370 (1 761 205) 718 574 (252 780) (211 324) (382 538)
Net cash (utilised by)/generated from operating activities	(1 624 246)	2 559 097
Cash flows from investing activities Additions to property, plant and equipment Additions to intangible assets Proceeds on disposal of property, plant and equipment Long-term receivable loan granted Long-term receivable loan repaid Acquisition of businesses (net of cash acquired) Other investing activities	(2 803 949) (145 408) 624 014 (3 771) 194 893 (752 563) (31 121)	(2 727 273) (117 313) 597 472 (58) 43 795 (502 815) (24 952)
Net cash outflow from investing activities	(2 917 905)	(2 731 144)
Cash flows from financing activities Cash outflow on net shares repurchased Additional investments in existing subsidiaries Interest-bearing borrowings raised ROU lease liabilities repaid Lease portfolio borrowings raised Interest-bearing borrowings repaid Lease portfolio borrowings repaid	(82 251) (387 373) 5 304 309 (696 893) 6 574 984 (4 691 252) (1 579 840)	(527 836) (2 881) 4 732 169 (589 959) 1 739 720 (1 633 828) (1 046 276)
Net cash inflow from financing activities	4 441 684	2 671 109
Net (decrease)/increase in cash and cash equivalents Cash and cash equivalents at beginning of year Effect of foreign exchange on cash and cash equivalents	(100 467) 9 064 647 (148 086)	2 499 062 6 221 629 343 956
Cash and cash equivalents at end of year	8 816 094	9 064 647

<sup>1</sup> Refer to note 11 in Salient Features.

# Summarised consolidated statement of changes in equity

	Stated capital R'000	Other reserves R'000	Retained earnings R'000	Share buyback reserve R'000	Total R'000	Non- controlling interest R'000	Total equity R'000
Balance at 30 June 2022 – Audited	3 531 888	1 810 517	8 380 162	(235 616)	13 486 951	3 440 646	16 927 597
Other comprehensive income	-	1 235 329	_	-	1 235 329	397 874	1 633 203
Translation adjustment	-	1 268 460	_	-	1 268 460	409 354	1 677 814
Effective portion of hedge	-	(19 755)	_	_	(19 755)	(17 357)	(37 112)
Tax effect of effective portion of hedge	-	6 689	_	_	6 689	5 877	12 566
Revaluation of land and buildings	-	9 902	_	_	9 902	_	9 902
Tax effect and adjustment of revaluation of land and buildings	-	(29 967)	_	-	(29 967)	_	(29 967)
Profit for the year (restated) <sup>1</sup>		-	1 624 618	-	1 624 618	575 006	2 199 624
Total comprehensive income for the year (restated) <sup>1</sup>	_	1 235 329	1 624 618	_	2 859 947	972 880	3 832 827
Transactions with shareholders recognised directly in equity							
Movement in treasury shares	-	_	_	25 020	25 020	_	25 020
Realisation of revaluation reserve through depreciation	-	(289)	289	_	_	_	_
Shares repurchased	(525 882)	_	_	_	(525 882)	_	(525 882)
Share repurchase expenses	(1 954)	_	_	_	(1 954)	_	(1 954)
Share-based payment reserve movement	-	_	105 655	_	105 655	25 212	130 867
Share options exercised – South Africa and SG Fleet	-	_	(69 641)	_	(69 641)	(8 924)	(78 565)
Deferred tax recorded directly in equity on movement in options	_	_	(13 688)	_	(13 688)	_	(13 688)
NCI put options movement	-	_	(191 130)	_	(191 130)	_	(191 130)
Dividends paid	_	_	(211 324)	_	(211 324)	(382 538)	(593 862)
Transactions with equity partners – inTime	-	_	54 649	_	54 649	(54 649)	-
Transactions with equity partners – Fleet East Africa	-	_	(6 071)	-	(6 071)	(45)	(6 116)
Transactions with equity partners – GLS Middle East	-	_	_	_	_	3 235	3 235
Acquisition – Delver and T.I.	_	_	_	_	_	25 011	25 011
Acquisition – Clean Tech and RSC	-	_	_	_	_	36 667	36 667

# Summarised consolidated statement of changes in equity continued

	Stated capital R'000	Other reserves R'000	Retained earnings R'000	Share buyback reserve R'000	Total R'000	Non- controlling interest R'000	Total equity R'000
Balance at 30 June 2023 – Restated <sup>1</sup>	3 004 052	3 045 557	9 673 519	(210 596)	15 512 532	4 057 495	19 570 027
Other comprehensive income	-	(493 858)	_	_	(493 858)	(231 116)	(724 974)
Translation adjustment	_	(385 784)	_	_	(385 784)	(124 087)	(509 871)
Effective portion of hedge	-	(175 532)	_	_	(175 532)	(152 899)	(328 431)
Tax effect of effective portion of hedge	-	52 660	_	_	52 660	45 870	98 530
Revaluation of land and buildings	-	25 581	-	_	25 581	_	25 581
Taxation effect of revaluation of land and buildings	-	(10 783)	-	-	(10 783)	-	(10 783)
Profit for the year	-	-	43 473	_	43 473	574 025	617 498
Total comprehensive income for the year	-	(493 858)	43 473	_	(450 385)	342 909	(107 476)
Transactions with shareholders recognised directly in equity							
Transfer from general reserves	-	(556 036)	556 036	-	-	-	-
Realisation of revaluation reserve through depreciation		(288)	288	_	-	-	-
Shares repurchased <sup>2</sup>	(34 501)	_	-	_	(34 501)	-	(34 501)
Share repurchase expenses <sup>2</sup>	(129)	-	-	_	(129)	-	(129)
Treasury shares repurchased from subsidiaries and cancelled <sup>2</sup>	(183 704)	-	-	183 704	-	-	-
Other movement in treasury shares	-	-	-	163 910	163 910	-	163 910
Share-based payment reserve movement	-	-	51 788	_	51 788	29 345	81 133
Share options exercised – South Africa and SG Fleet	-	_	(270 126)	_	(270 126)	(49 912)	(320 038)
NCI put options movement	-	-	(115 655)	_	(115 655)	-	(115 655)
Dividends paid	-	-	(269 428)	_	(269 428)	(376 463)	(645 891)
Deferred tax recorded directly in equity on movement in options	-	-	23 325	-	23 325	-	23 325
Acquisition – AMCO <sup>3</sup>	-	-	-	_	-	33 324	33 324
Acquisition – RSU <sup>3</sup>	-	-	_	_	-	47 809	47 809
Transactions with equity partners – Lieben <sup>3</sup>	-	-	(112 572)	_	(112 572)	(27 122)	(139 694)
Transactions with equity partners – SG Coal <sup>3</sup>	-	_	36 479	_	36 479	(260 270)	(223 791)
Transactions with equity partners – SG Fleet <sup>3</sup>	-	_	(10 188)	_	(10 188)	(24 021)	(34 209)
Transactions with equity partners – inTime <sup>3</sup>	-	_	4 652	_	4 652	(5 152)	(500)
Transactions with equity partners – GLS Middle East <sup>3</sup>	-	-	-	-	-	10 821	10 821
Balance at 30 June 2024 – Audited	2 785 718	1 995 375	9 611 591	137 018	14 529 702	3 778 763	18 308 465

<sup>1</sup> Refer to note 11 in Salient Features.

<sup>2</sup> Refer to note 6 in Salient Features.

<sup>3</sup> Refer to Business Combinations.

# **Operating segments**

	Super	Group	Supply Ch	ain Africa	Supply Cha	ain Europe	Fleet A	Africa	SG F	leet	Dealers	hips SA	Dealers	hips UK	Services and i elimina	
	Year ended 30 June 2024 Audited R'000	Year ended 30 June 2023 Restated* R'000	Year ended 30 June 2024 Audited R'000	Year ended 30 June 2023 Audited R'000	Year ended 30 June 2024 Audited R'000	Year ended 30 June 2023 Audited R'000	Year ended 30 June 2024 Audited R'000	Year ended 30 June 2023 Audited R'000	Year ended 30 June 2024 Audited R'000	Year ended 30 June 2023 Restated* R'000	Year ended 30 June 2024 Audited R'000	Year ended 30 June 2023 Audited R'000	Year ended 30 June 2024 Audited R'000	Year ended 30 June 2023 Audited R'000	Year ended 30 June 2024 Audited R'000	Year ended 30 June 2023 Audited R'000
Revenue	64 899 034	62 025 933	17 388 552	17 804 699	5 786 501	4 482 458	1 130 221	1 089 424	12 961 206	12 292 670	10 784 137	10 596 912	16 843 074	15 752 737	5 343	7 033
South Africa United Kingdom Australia Europe New Zealand	28 565 329 19 699 204 9 592 875 4 450 522 1 848 180	28 341 686 16 915 762 9 440 506 4 482 458 1 689 139	16 707 025 - - -	16 713 624 _ _ _	- 1 335 979 - 4 450 522	- - 4 482 458	1 073 722 - - -	1 030 852 - - -	- 1 520 151 9 592 875 - 1 848 180	- 1 163 025 9 440 506 - 1 689 139	10 784 137 - - -	10 596 912 - - -	_ 16 843 074 _ _	- 15 752 737 - -	445 _ _ _	298 - - -
Africa and other	742 924	1 156 382	- 681 527	- 1 091 075	-	-	- 56 499	- 58 572	- 1040 100	- 1009 139	-	-	-	-	4 898	6 735
Depreciation and amortisation Net operating	(4 650 152)	(4 545 493)	(1 035 332)	(908 453)	(357 111)	(230 866)	(254 104)	(276 303)	(2 739 051)	(2 887 132)	(72 763)	(81 875)	(147 748)	(125 601)	(44 043)	(35 263)
expenditure – excluding capital items	(56 454 006)	(53 460 900)	(15 184 696)	(15 634 913)	(5 517 122)	(4 131 042)	(619 426)	(569 998)	(8 442 024)	(7 702 457)	(10 307 012)	(10 106 714)	(16 494 544)	(15 309 600)	110 818	(6 176)
Cost of sales Employee benefit costs Other operating	(44 993 245) (7 291 978)	(43 326 372) (6 570 523)	(10 672 773) (2 171 695)	(11 666 336) (2 047 552)	(3 694 808) (1 156 404)	(2 768 472) (893 041)	(453 421) (85 604)	(427 116) (74 742)	(5 659 129) (2 029 548)	(5 241 889) (1 734 016)	(9 205 034) (683 316)	(9 041 887) (663 141)	(15 307 898) (957 789)	(14 180 478) (941 594)	(182) (207 622)	(194) (216 437)
expenditure	(4 168 783)	(3 564 005)	(2 340 228)	(1 921 025)	(665 910)	(469 529)	(80 401)	(68 140)	(753 347)	(726 552)	(418 662)	(401 686)	(228 857)	(187 528)	318 622	210 455
Operating profit/(loss) before capital items Operating expenditure – capital items	3 794 876 (1 181 158)	4 019 540 30 461	1 168 524 31 249	1 261 333 51 160	(87 732) (1 207 195)	120 550 (1 062)	256 691	243 123 -	1 780 131 _	1 703 081 (2 698)	404 362 (8 795)	408 323 (15 868)	200 782 (293)	317 536 2 002	72 118 3 876	(34 406) (3 073)
Operating profit/(loss) after capital items Net finance (cost)/income	2 613 718 (1 206 344)	4 050 001 (1 004 005)	1 199 773 (290 134)	1 312 493 (203 598)	(1 294 927) (214 813)	119 488 (98 855)	256 691 8 420	243 123 (14 784)	1 780 131 (342 149)	1 700 383 (459 635)	395 567 (144 008)	392 455 (131 103)	200 489 (144 411)	319 538 (84 755)	75 994 (79 249)	(37 479) (11 275)
Profit/(loss) before tax	1 407 374	3 045 996	909 639	1 108 895	(1 509 740)	20 633	265 111	228 339	1 437 982	1 240 748	251 559	261 352	56 078	234 783	(3 255)	(48 754)
Net capex	2 325 343	2 247 114	1 721 258	1 612 582	106 719	149 967	472	431	205 884	146 461	51 006	183 163	147 613	25 308	92 391	129 202
South Africa United Kingdom Australia Europe New Zealand Africa and other	1 788 906 201 143 173 931 75 618 9 524 76 221	1 829 623 35 621 134 262 149 967 1 886 95 755														

\* Refer to note 11 in Salient features

### Operating segments continued

	Super	Group	Supply Ch	ain Africa	Supply Cha	ain Europe	Fleet /	Africa	SG I	Fleet	Dealers	nips SA	Dealers	hips UK	Services and i elimina	
	As at 30 June 2024 Audited R'000	As at 30 June 2023 Restated* R'000	As at 30 June 2024 Audited R'000	As at 30 June 2023 Audited R'000	As at 30 June 2024 Audited R'000	As at 30 June 2023 Audited R'000	As at 30 June 2024 Audited R'000	As at 30 June 2023 Audited R'000	As at 30 June 2024 Audited R'000	As at 30 June 2023 Restated* R'000	As at 30 June 2024 Audited R'000	As at 30 June 2023 Audited R'000	As at 30 June 2024 Audited R'000	As at 30 June 2023 Audited R'000	As at 30 June 2024 Audited R'000	As at 30 June 2023 Audited R'000
ASSETS		]		] [						]						
Non-current assets																
Property, plant and																
equipment	11 003 194	9 825 982	6 530 348	5 522 742	349 047	319 674	1 461	2 058	147 393	142 603	1 359 906	1 341 635	1 606 886	1 579 641	1 008 153	917 629
ROU assets	2 250 334	2 330 300	484 964	439 209	867 523	801 943	-	-	236 097	323 036	168 381	234 446	462 673	530 073	30 696	1 593
Investment properties	173 657	162 200	7 257	-	-	-	-	-	-	-	-	-	-	-	166 400	162 200
Lease portfolio assets	17 954 051	15 578 229	-	293 863	-	- 373 308	1 516 990	1 501 612	16 437 061	14 076 617	-	-	- 21 264	29 306	- 34 567	- 43 811
Intangible assets Goodwill	1 842 528 10 349 992	1 985 897 11 159 866	272 462 1 195 753	293 863 1 082 018	418 822 1 287 544	373 308 1 944 797	- 87 822	- 87 822	1 095 413 6 214 167	1 245 609 6 432 811	- 366 964	- 365 964	21 264 1 197 742	29 306 1 246 454	34 567	43 811
Investments and other	10 349 992	11 109 900	1 195 753	1 062 016	1 267 544	1 944 7 97	67 622	07 022	0214 107	0 432 811	300 904	303 904	1 197 742	1 240 404	-	-
non-current assets	343 971	763 658	46 686	29 378	137 804	162 594	_	_	145 936	409 040	-	_	-	_	13 545	162 646
Current assets																
Lease portfolio assets	7 249 791	6 009 051	_	-	_	-	5 646	3 795	7 244 145	6 005 256	-	-	-	-	-	-
Inventories	5 914 102	6 210 050	467 365	563 034	1 967	912	17 442	7 855	528 418	371 640	1 844 266	1 809 466	3 054 644	3 457 143	-	-
Trade receivables	8 098 822	7 292 267	3 143 482	2 850 621	1 105 579	912 247	204 139	206 879	3 266 325	2 647 537	123 318	130 482	230 186	502 766	25 793	41 735
Sundry receivables	2 759 997	2 602 354	1 885 650	1 670 988	166 542	93 118	9 497	12 978	426 586	676 228	13 339	11 633	138 595	101 942	119 788	35 467
Intercompany trade																
receivables	-	-	10 579	8 408	-	-	9 701	1 749	-	-	1 649	1 628	-	-	(21 929)	(11 785)
SEGMENT ASSETS <sup>1</sup>	67 940 439	63 919 854	14 044 546	12 460 261	4 334 828	4 608 593	1 852 698	1 824 748	35 741 541	32 330 377	3 877 823	3 895 254	6 711 990	7 447 325	1 377 013	1 353 296
South Africa	19 793 041	18 133 759														
United Kingdom	10 003 525	9 151 096														
Australia	29 803 433	26 668 992														
Europe	3 110 016	4 607 872														
New Zealand	3 871 732	4 084 423														
Africa and other	1 358 692	1 273 712														
	L															

\* Refer to note 11 in Salient features.

<sup>1</sup> Segment assets exclude deferred tax assets, income tax receivable and cash and cash equivalents.

### Operating segments continued

	Super	Group	Supply Ch	ain Africa	Supply Cha	ain Europe	Fleet	Africa	SG	Fleet	Dealers	hips SA	Dealers	nips UK	Services and i elimina	intercompany ations
	As at 30 June 2024 Audited R'000	As at 30 June 2023 Restated* R'000	As at 30 June 2024 Audited R'000	As at 30 June 2023 Audited R'000	As at 30 June 2024 Audited R'000	As at 30 June 2023 Audited R'000	As at 30 June 2024 Audited R'000	As at 30 June 2023 Audited R'000	As at 30 June 2024 Audited R'000	As at 30 June 2023 Restated* R'000	As at 30 June 2024 Audited R'000	As at 30 June 2023 Audited R'000	As at 30 June 2024 Audited R'000	As at 30 June 2023 Audited R'000	As at 30 June 2024 Audited R'000	As at 30 June 2023 Audited R'000
LIABILITIES		] [		] [		]				]		]		] [		]
Non-current liabilities																
Fund reserves	1 243 625	1 372 622	-	-	-	-	51 615	42 591	1 192 010	1 330 031	-	-	-	-	-	-
Non-controlling interest put option/s and other																
liabilities	361 795	121 288	200 748	108 603	120 009	_	_	-	41 038	12 685	_	_	_	_	_	_
Lease portfolio																
borrowings	14 448 880	10 668 911	-	-	-	-	660 209	843 356	13 788 671	9 825 555	-	-	-	-	-	-
ROU lease liabilities	2 156 360	2 270 977	360 642	578 903	945 679	647 958	-	-	168 808	247 914	229 547	304 370	429 713	491 832	21 971	-
Interest-bearing	10.000.000	0.404.000	1 00 1 000	1 005 100	10 505	0.4.000				0 700 744				115 001	1 700 000	0.070.000
borrowings Provisions	10 390 892 500 632	8 164 228 377 396	1 894 029 80 915	1 325 436	43 595	24 082	-	-	3 663 268 339 257	3 789 714 273 057	-	-	- 80 460	145 064 104 339	4 790 000	2 879 932
Current liabilities	500 032	311 390	80 915	-	_	-	_	-	339 237	213 001	_	_	80 400	104 339	-	-
Non-controlling interest																
put options and other liabilities	325 694	381 765	325 694	381 765	-	-	-	-	_	-	-	-	-	_	_	_
Lease portfolio																
borrowings	7 248 219	6 631 764	-	-	-	-	195 099	170 837	7 053 120	6 460 927	-	-	_	-	-	-
ROU lease liabilities	628 433	600 589	194 091	198 909	225 352	185 472	-	-	80 450	77 989	44 093	51 298	74 774	82 163	9 673	4 758
Interest-bearing borrowings	1 689 187	3 315 435	921 157	391 259	12 346	462 483	_	_	182	189	_	_	139 395	65 726	616 107	2 395 778
Trade and other																
payables and provisions	17 397 993	17 744 917	3 524 928	3 516 413	1 191 876	921 278	237 266	293 833	5 767 810	5 228 729	2 755 786	2 671 690	3 657 148	4 616 233	263 179	496 741
Intercompany trade				75 005			00.504	007			10,000	1.107			(101.015)	(77,000)
payables	-	-	149 084	75 625	-	-	22 501	907	-	-	19 630	1 167	-	-	(191 215)	(77 699)
SEGMENT LIABILITIES <sup>1</sup>	56 391 710	51 649 892	7 651 288	6 576 913	2 538 857	2 241 273	1 166 690	1 351 524	32 094 614	27 246 790	3 049 056	3 028 525	4 381 490	5 505 357	5 509 715	5 699 510
South Africa	16 938 248	15 938 342														
United Kingdom	6 690 832	8 356 738														
Australia	27 605 771	21 358 857														
Europe	1 900 822	2 505 400														
New Zealand	2 817 910	3 049 337														
Africa and other	438 127	441 218														
Net operating assets	26 082 408	26 267 013	9 680 061	8 289 941	2 137 622	2 722 778	1 541 427	1 491 212	8 016 235	9 808 430	934 027	987 952	2 511 708	2 196 681	1 261 328	770 019

\* Refer to note 11 in Salient features.

<sup>1</sup> Segment liabilities exclude deferred tax liabilities and income tax payable.

### **Business combinations**

Subsidiaries and businesses acquired	Nature of business	Operating segment	Date acquired	Interest acquired (%)	Net effective interest in (%)	Purchase price R'000
CBW Group Holdings Limited (AMCO) Right-Side Up Distribution Proprietary Limited (RSU) Haval Northcliff	Logistics Logistics Dealerships	Supply Chain Europe Supply Chain Africa Dealerships SA	19 July 2023 01 September 2023 01 July 2023	79 60 100	79 60 100	739 974 188 405 11 592
Purchase price						939 971

Net cost on acquisition of businesses	AMCO R'000	RSU R'000	Haval Northcliff R'000	Total R'000
Fair value of assets acquired and liabilities assumed at date of acquisition Assets				
Property, plant and equipment ROU assets Intangible assets	22 823 267 472 124 593	43 888 - 36 831	-	66 711 267 472 161 424
Goodwill Inventories	622 513 -	116 691	- 8 000 3 869	747 204 3 869
Trade receivables Sundry receivables Income tax receivable	324 132 77 990	48 364 308 1 167	-	372 496 78 298 1 167
Cash and cash equivalents	89 402	64 431	-	153 833
	1 528 925	311 680	11 869	1 852 474
Liabilities Interest-bearing borrowings Deferred tax liabilities ROU lease liabilities Trade and other payables Provisions Income tax payable	(10 813) (31 268) (283 635) (366 892) (37 373) (25 646)	(32 775) (13 695)  (28 996) 	- - (277) - -	(43 588) (44 963) (283 635) (396 165) (37 373) (25 646)
	(755 627)	(75 466)	(277)	(831 370)
Fair value of net assets acquired Less: Non-controlling interest	773 298 (33 324)	236 214 (47 809)	11 592 -	1 021 104 (81 133)
Purchase price Cash acquired Deferred contingent purchase consideration liability	739 974 (89 402)	188 405 (64 431) (33 575)	11 592 	939 971 (153 833) (33 575)
Cash outflow	650 572	90 399	11 592	752 563

The Group purchased AMCO for R740.0 million, complementing the Group's supply chain offering. The Group performed a PPA exercise whereby intangible assets acquired were separately valued. The valuation, using the projected financial information, led to recognition of a trade name of R24.5 million and customer relations of R99.9 million.

RSU was purchased for R188.4 million, in order to bolster the Supply Chain Africa division. The Group performed a PPA exercise whereby intangible assets acquired were separately valued. The valuation, using the projected financial information, led to recognition of a trade name of R5.5 million and customer relations of R31.3 million.

The Dealerships SA division grew with the purchase of the Haval Northcliff dealership for R11.6 million. The Group has performed the PPA exercise whereby intangible assets acquired are separately valued, and no intangibles were identified.

The non-controlling interests have been calculated using the present ownership instruments' proportionate share in the recognised amounts of the acquiree's identifiable net assets.

Goodwill has been recognised on the acquisition of AMCO, RSU and Haval Northcliff amounting to R622.5 million, R116.7 million and R8.0 million, respectively.

The goodwill is attributable mainly to the skills and technical talent of the workforce and synergies expected to be achieved from integrating the acquired businesses into the Group's various operations. None of the goodwill is expected to be deductible for tax purposes.

The acquisition related costs of R7.4 million are included in profit or loss in the consolidated statement of comprehensive income.

### Business combinations continued

Impact of the acquisitions on the results of the Group	AMCO R'000	RSU R'000	Haval Northcliff R'000	Total R'000
From the dates of acquisition, the acquired business contributed:				
Revenue	1 345 214	302 240	179 252	1 826 706
Profit/(loss) after tax and amortisation of PPA intangibles <sup>1</sup>	907	23 973	(374)	24 506
Attributable profit/(loss) to equity holders of Super Group <sup>1</sup>	715	14 384	(374)	14 725

<sup>1</sup> Excluding acquisition-related costs.

Impact of the acquisitions on the results of the Group – had they occurred on 1 July 2023	AMCO R'000	RSU R'000	Haval Northcliff R'000	Total R'000
From 1 July 2023 the businesses would have contributed:				
Revenue	1 345 214	362 688	179 252	1 887 154
Profit/(loss) after tax and amortisation of PPA intangibles <sup>1</sup>	907	28 768	(374)	29 301
Attributable profit/(loss) to equity holders of Super Group <sup>1</sup>	715	17 261	(374)	17 602

<sup>1</sup> Excluding acquisition-related costs.

Net costs on increase in existing shareholding in subsidiaries	Lieben R000's	SG Coal R000's	SG Fleet R000's	inTime R'000	Total R'000
Decrease in non- controlling interest Effect of transactions between equity	(27 122)	(260 270)	(24 021)	(5 152)	(316 565)
partners on equity	(112 572)	36 479	(10 188)	4 652	(81 629)
Cash outflow	(139 694)	(223 791)	(34 209)	(500)	(398 194)

During the year the Group re-purchased 18.13% in SG Coal from the Kgolo Trust for R223.8 million. The closing shareholding in SG Coal is 100%.

A portion of the Lieben Logistics non-controlling interest put option was exercised for R139.7 million, resulting in an increase in shareholding of 12.6%. The closing shareholding in Lieben Logistics is 80%.

The Group purchased additional shares in SG Fleet during the year for R34.2 million, resulting in a closing shareholding of 53.58%.

In December 2023 the Group purchased an additional 0.515% in inTime for R0.5 million, resulting in a closing shareholding of 96.9%.

Inflow on recapitalisation of GLS Middle East	GLS Middle East R'000	Total R'000
Increase in non-controlling interest	10 821	10 821
Cash inflow	10 821	10 821

During the year GLS Middle East was recapitalised in equal proportions by the Group and the non-controlling interest. This resulted in no impact on the effective shareholding of GLS Middle East.

### **Salient features**

		30 June 2024 Audited R'000	30 June 2023 Audited R'000
1.	Debt Interest-bearing borrowings	12 080 079	11 479 663
	Australia South Africa United Kingdom Mauritius Spain East Africa and Middle East	3 341 607 8 115 219 485 600 104 644 31 579 1 430	3 454 971 6 928 626 545 722 515 120 33 893 1 331
	ROU lease liabilities Lease portfolio borrowings <sup>1</sup>	2 784 793 21 697 099	2 871 566 17 300 675
		36 561 971	31 651 904

Lease portfolio borrowings includes securitised warehouse debt of R20 117 million (June 2023: R15 334 million). The securitised warehouse debt typically has a two-year term. At the expiration date, the Group is exposed to the risk that financiers may not have the appetite to extend the facility. If this occurs, the facility will enter an orderly amortisation phase, but no new business could be originated under the relevant facility.

#### 2. Share statistics

Total issued less treasury shares ('000)	338 724	334 675
Weighted number of shares ('000)	337 460	337 808
Diluted weighted number of shares ('000)	337 542	341 683
Net asset value per share (cents) <sup>1,3</sup>	4 289.5	4 635.1
Net tangible asset value per share (cents) <sup>2, 3</sup>	690.0	707.2

<sup>1</sup> Net asset value per share is calculated as the capital and reserves attributable to equity shareholders of Super Group divided by the total issued less treasury shares.

<sup>2</sup> Net tangible asset value per share is calculated as the capital and reserves attributable to equity shareholders of Super Group excluding goodwill and intangible assets divided by the total issued less treasury shares.

<sup>3</sup> Recalculated based on restated balances at 30 June 2023. Refer to note 11 for details of the restatements.

#### 3. Capital commitments

Authorised capital commitments, excluding lease portfolio assets

Capital commitments will be funded from normal operating cash flows and the utilisation of existing borrowing facilities.

2 204 020

2 428 213

#### 4. Related party transactions

The Group encourages its employees and key management to purchase goods and services from Group companies. These transactions are generally conducted on terms no more favourable than those entered into with third parties, although in some cases nominal discounts are granted. Transactions with key management personnel are conducted on similar terms. No abnormal or non-commercial credit terms are allowed, and no impairments were recognised in relation to any transactions with key management personnel during the period nor have they resulted in any non-performing debts at year end. Similar policies are applied to key management personnel at subsidiary level who are not defined as key management personnel at Group level.

#### 5. Subsequent events

#### **Declaration of dividend No.15**

A gross dividend of 60 cents (2023: 80 cents) per share has been declared out of income reserves in respect of the ordinary shares of no par value for the year ended 30 June 2024.

Other than the matters disclosed, the directors are not aware of any matters or circumstances arising subsequent to the reporting date up to the date of this report, which will require disclosure in these results.

#### 6. Significant events

#### Acquisition by the Group

During the year the Group purchased AMCO for R740.0 million. This acquisition had the following material impacts on the balance sheet as at 30 June 2024:

- Increase in ROU assets of R203.3 million.
- Increase in Trade receivables of R237.1 million.
- Increase in ROU lease liabilities of R223.7 million.
- Increase in Trade and other payables of R236.8 million.

#### 6. Significant events continued

#### **Raising of unsecured debt notes**

The JSE listed Super Group's senior unsecured notes, in terms of its DMTN Programme dated 29 April 2020 (as amended), as follows:

- SPG014 was listed on 26 October 2023. The value of the SPG014 issue was R500 million with interest of three month Johannesburg Interbank Agreed Rate (JIBAR) plus 123 basis points, coupon payable quarterly on 26 January, 26 April, 26 July and 26 October of each year. The maturity date of the issue is 26 October 2026.
- SPG015 was listed on 26 October 2023. The value of the SPG015 issue was R500 million with interest of three month JIBAR plus 139 basis points, coupon payable quarterly on 26 January, 26 April, 26 July and 26 October of each year. The maturity date of the issue is 26 October 2028.
- SPGC05 was listed on 15 March 2024. The value of the SPGC05 issue was R200 million with interest of three month JIBAR plus 87 basis points, coupon payable quarterly on 15 June 2024, 15 September 2024, 15 December 2024 and 15 March 2025. The maturity date of the issue is 15 March 2025.
- SPG016 was listed on 15 March 2024. The value of the SPG016 issue was R650 million with interest of three month JIBAR plus 120 basis points, coupon payable quarterly on 15 March, 15 June, 15 September and 15 December of each year. The maturity date of the issue is 15 March 2027.
- SPG017 was listed on 15 March 2024. The value of the SPG017 issue was R400 million with interest of three month JIBAR plus 134 basis points, coupon payable quarterly on 15 March, 15 June, 15 September and 15 December of each year. The maturity date of the issue is 15 March 2029.
- SPGC03 was settled on 12 July 2023 for R200 million.
- SPG004 was settled on 27 September 2023 for R450 million.
- SPG010 was settled on 1 December 2023 for R213 million.
- SPG005 was settled on 15 March 2024 for R300 million.
- SPGC04 was settled on 2 April 2024 for R200 million.
- SPG007 was settled on 18 June 2024 for R625 million.

#### **Repurchase programme**

Super Group bought and cancelled a total of 1 000 000 shares during the year for R34.6 million. In addition, 5 309 812 treasury shares to the value of R183.7 million were cancelled during the year.

#### **Exchange rate movements**

The Group operates in foreign countries which use currencies other than the presentation currency. The main currencies used in the Group's foreign operations are Australian Dollar, US Dollar, Euro, Pound Sterling and the New Zealand Dollar. The fluctuation of the Rand against these currencies has had an effect on the Group's financial statements and has resulted in a foreign currency translation adjustment of R509.9 million decreasing total equity.

The table below reflects the movement in the exchange rates from the prior year:

	30 June 2024	30 June 2023	% Change
Average currency rate to the South African Rand:			
Australian Dollar	12.25	11.93	2.7%
US Dollar	18.73	17.76	5.5%
Euro	20.24	18.62	8.7%
Pound Sterling	23.58	21.41	10.1%
New Zealand Dollar	11.35	10.95	3.7%
Closing currency rate to the South African Rand:			
Australian Dollar	12.15	12.56	(3.3%)
US Dollar	18.18	18.83	(3.5%)
Euro	19.49	20.58	(5.3%)
Pound Sterling	22.99	23.92	(3.9%)
New Zealand Dollar	11.09	11.57	(4.1%)

The non-South African operations account for 71% (June 2023: 70%) and 73% (June 2023: 69%) of the Group's total assets and liabilities respectively.

The non-South African operations generated 56% (June 2023: 54%) and 54% (June 2023: 57%) of the Group's revenue and operating profit before capital items respectively.

#### 7. Fair value

	Hierarchy		
	Level 2 R'000	Level 3 R'000	Valuation technique
Property, plant and equipment – Land, buildings and leasehold improvements		4 137 602	External valuations are performed on the Group's properties at least every three years. The valuation model considers the present value of net cash flows to be generated from
Investment properties		173 657	these properties, taking into account expected rental growth rate, void period, occupancy rate, lease incentive costs such as rent-free periods and other costs not paid by tenants and the rate per square metre allocated between showroom, workshop, display parking and parking. The expected net cash flows are discounted using risk-adjusted discount rates. Among other factors, the discount rate estimation considers the quality of a building and its location (prime vs secondary), tenant credit quality and lease terms.
FEC liabilities	3 469		The fair values are based on broker quotes. Similar contracts are traded in an active market
FEC assets	19		and reflect the actual transactions in similar instruments.
Interest rate swap receivables	230 387		The fair values are based on observable market rates. Similar contracts are traded in an active
Interest rate swap payables	53 105		market and reflect the actual transactions in similar instruments. The valuation technique maximises the use of observable market data where it is available and relies as little as possible on entity specific estimates.
RSC and Clean Tech put option		90 758	This put option is calculated as the fair value determined by using the average audited profit after tax for the two years preceding the put option exercise date at a price earnings multiple of 6.4. The present value has been determined using a pre-tax discount rate of 9.5%. The put option can be exercised from 1 February 2029.
RSU put options		77 350	These put options are calculated as the fair market value of the put shares determined at the commencement of the put period, and present valued using a pre-tax discount rate of 10.75%. The put options can be exercised from 1 September 2026 and 1 September 2028.
AMCO put options		120 009	These put options are calculated as the fair value determined by using the average audited EBITDA for the two years preceding the put option exercise notice date at a multiple of 6.74 as well as the net debt position at that date. The present value has been determined using a pre-tax discount rate of 10.5%. The put options can be exercised from 1 July 2026 and 1 July 2028.

The carrying value of all other financial instruments approximates the fair value of the financial instruments as at 30 June 2024.

#### 7. Fair value continued

#### Movement in level 3 financial instruments measured at fair value

The following table shows a reconciliation from the opening to closing balances of level 3 financial instruments carried at fair value:

	Year ended 30 June 2024 Audited R'000	Year ended 30 June 2023 Audited R'000
Property, plant and equipment – Land, buildings and leasehold improvements Balance at beginning of year	3 950 543	3 253 172
Net additions Acquisition of businesses Revaluation Impairment Other	353 447 6 437 25 581 (3 760) (194 646)	303 355 118 901 9 902 (16 958) 282 171
Balance at end of year	4 137 602	3 950 543
Investment properties Balance at beginning of year Transfer from property, plant and equipment Fair value adjustment recognised in profit and loss	162 200 7 257 4 200	162 200 _ _
Balance at end of year	173 657	162 200
Put option liabilities Balance at beginning of year Movement of NCI liability in statement of changes in equity	464 581 115 655	273 451 191 130
Acquisition of businesses Put option exercised – Lieben Other	219 664 (111 715) 7 706	82 816 - 108 314
Transition to level 1 fair value financial instruments	(292 119)	-
Balance at end of year	288 117	464 581
Deferred contingent purchase consideration liabilities Balance at beginning of year Acquisition of businesses Fair value adjustment through profit/loss Transition to level 1 fair value financial instruments	25 787 33 575 6 853 (66 215)	 25 787 
Balance at end of year	-	25 787
		j –

#### Sensitivity analysis:

#### Land and buildings

8.

The estimated fair value would increase/(decrease) if:

Occupancy rate was higher/(lower), the rent-free periods were (increased), the yield was lower/(higher) and rental growth was higher/(lower).

#### Put options and deferred contingent purchase consideration liabilities

The significant assumption included in the fair value measurement of the liabilities relates to the projected earnings that is not observable in the market. The following table shows how the fair value of the liability would change if the earnings assumption was increased by 100bps:

	Fair value R'000	Increase in liability R'000
RSC and Clean Tech put option RSU put options AMCO put options	99 833 85 085 121 108	9 075 7 735 1 099
	Year ended 30 June 2024 Audited R'000	Year ended 30 June 2023 Audited R'000
<b>Goodwill</b> The table below reflects the movement in goodwill from the prior year:		
Balance at beginning of year Acquisition of businesses Impairment Translation adjustment	11 159 866 747 204 (1 204 429) (352 649)	9 606 343 272 763 (3 000) 1 283 760
Balance at end of year	10 349 992	11 159 866

	30 June 2024 Audited R'000	30 June 2023 Audited R'000
Capital items Capital items before tax and non-controlling interest	1 181 158	(30 461)
Impairment of property, plant and equipment Impairment of intangible assets Impairment of lease portfolio assets Impairment of goodwill Profit on disposal of property, plant and equipment Fair value adjustment to investment property Adjustments related to equity-accounted investee	3 760 10 767 - 1 204 429 (33 598) (4 200) -	16 958 - 2 698 3 000 (54 617) - 1 500
Tax effect of capital items	5 500	9 198
Impairment of property, plant and equipment Impairment of intangible assets Impairment of lease portfolio assets Profit on disposal of property, plant and equipment Fair value adjustment to investment property	(1 015) (3 203) - 8 942 776	(4 748) _ (809) 14 755 _
Non-controlling interest effect of capital items	(36 224)	9 709
Impairment of lease portfolio assets Impairment of goodwill Impairment of intangible assets Adjustments related to equity-accounted investee Profit on disposal of property, plant and equipment	_ (37 001) (1 854) _ 2 631	(883) - - (324) 10 916
Capital items after tax and NCI	1 150 434	(11 554)

	2024 Audited R'000	2023 Restated <sup>3</sup> R'000
Revenue Supply Chain Africa	17 388 552	17 804 699
Short haul transportation – Principal Short haul transportation – Agent Long haul transportation Sale of goods Warehouse services and other <sup>4</sup>	7 976 707 1 506 255 2 112 994 4 017 133 1 775 463	8 338 574 1 536 152 2 449 272 4 615 589 865 112
Supply Chain Europe⁵	5 786 501	4 482 458
Time critical delivery and courier services Other	5 546 900 239 601	4 415 829 66 629
Dealerships <sup>1</sup>	27 627 211	26 349 649
Sale of vehicles and parts – Principal Sale of vehicles – Agent Servicing of vehicles	25 994 042 212 238 1 420 931	24 839 905 218 038 1 291 706
Fleet Solutions <sup>2</sup>	14 091 427	13 382 094
Vehicle risk income Mobility services income Additional products and services Finance commission Rental and other income	5 170 607 2 448 282 1 399 796 598 782 4 473 960	5 245 121 2 232 661 1 249 094 399 603 4 255 615
Services	5 343	7 033
Other	5 343	7 033
	64 899 034	62 025 933

<sup>1</sup> Comprises of Dealerships SA and Dealerships UK.

<sup>2</sup> Comprises of Fleet Africa and SG Fleet.

<sup>3</sup> Refer to note 11 for details of the restatement.

<sup>4</sup> Warehouse services includes leasing of specialised software and commercial vehicles

<sup>5</sup> Comprises of inTime and AMCO

10.

30 June

30 June

#### 11. Restatements

#### Restatements of prior period errors reported in interim results

#### Waiver of warranties (SG Fleet)

On 30 June 2023, SG Fleet entered into an agreement with LeasePlan Corporation N.V. in which SG Fleet agreed, with effect from 4 July 2023, to waive certain warranties to which it was entitled under the share sale and purchase agreement for the acquisition of LeasePlan Australia Limited and LeasePlan New Zealand Limited, in exchange for a payment of AUD12.5 million (R149.1 million). As the agreement specified an effective date of 4 July 2023, SG Fleet did not recognise the financial impact of the transaction in the financial statements for the year ended 30 June 2023. Due to the lack of conditionality in the agreement between the signature date, being 30 June 2023, and the effective date of 4 July 2023, SG Fleet is required to recognise the financial impact of the transaction in the financial statements for the year ended 30 June 2023. As a result, comparative period sundry receivables increased by AUD12.5 million (R104.4 million), after deferred tax of AUD3.8 million (R44.7 million).

#### Residual value provision (SG Fleet)

SG Fleet's residual value provision in the prior comparative year was estimated on a pooled asset basis, this was changed to reflect the required provision at an asset level. The impact of the restatement to the residual value provision resulted in SG Fleet increasing the prior year provision with AUD6.4 million (R79.9 million) and a respective deferred tax restatement of AUD1.9 million (R23.9 million).

The net impact at a Super Group level of the above restatements in SG Fleet is to increase profit attributable to ordinary shareholders for the year ended 30 June 2023 by an amount of R27.3 million.

Statement of Comprehensive Income	Previously reported Year ended 30 June 2023 Audited R000's	Restated Year ended 30 June 2023 Audited R000's	Adjustment Year ended 30 June 2023 Audited R000's
Revenue	61 876 808	62 025 933	149 125
Operating expenditure – excluding capital items and impairment of receivables	(53 325 590)	(53 401 477)	(75 887)
EBITDA	8 491 795	8 565 033	73 238
Operating profit before capital items	3 946 302	4 019 540	73 238
Operating profit after capital items	3 976 763	4 050 001	73 238
Profit before income tax	2 972 758	3 045 996	73 238
Income tax expense	(824 337)	(846 372)	(22 035)
Profit for the year	2 148 421	2 199 624	51 203
Profit for the year attributable to:			
Non-controlling interests	551 058	575 006	23 948
Equity holders of Super Group	1 597 363	1 624 618	27 255
Total comprehensive income for the year	3 778 919	3 832 827	53 908
Headline earnings for the year	1 585 809	1 613 064	27 255
Earnings per share (cents)			
Basic	472.9	480.9	8.0
Diluted	467.5	475.5	8.0
Headline earnings per share (cents)			
Basic	469.4	477.5	8.1
Diluted	464.1	472.1	8.0

#### 11. Restatements continued

	Previously reported Year ended 30 June 2023 Audited	Restated Year ended 30 June 2023 Audited	Adjustment Year ended 30 June 2023 Audited
Statement of Financial Position	R000's	R000's	R000's
ASSETS			
Current assets	31 039 556	31 196 556	157 000
Sundry receivables	2 445 354	2 602 354	157 000
Total assets	73 031 275	73 188 275	157 000
EQUITY AND LIABILITIES			
Capital and reserves			
Capital and reserves attributable to	45 400 007		00.005
equity holders of Super Group	15 483 837	15 512 532	28 695
Non-controlling interests	4 032 282	4 057 495	25 213
Total Equity	19 516 119	19 570 027	53 908
Non-current liabilities	24 852 379	24 943 778	91 399
Provisions	309 195	377 396	68 201
Deferred tax liabilities	1 945 158	1 968 356	23 198
Current liabilities	28 662 777	28 674 470	11 693
Provisions	685 593	697 286	11 693
Total equity and liabilities	73 031 275	73 188 275	157 000

### Restatements continued

#### **Statement of Cash flows**

	Previously reported Year ended 30 June 2023 Audited R'000	Restated Year ended 30 June 2023 Audited R'000	Adjustment Year ended 30 June 2023 Audited R'000
Operating cash flow	8 716 979	8 866 104	149 125
Other working capital	517 494	368 369	(149 125)
Cash generated from operations	4 448 370	4 448 370	—

# **Corporate information**

#### **Directors**

**Executive:** P Mountford (CEO) and C Brown (CFO and Group Debt Officer) **Non-executive:** V Chitalu<sup>\*#</sup> (Chairperson), D Cathrall<sup>\*</sup>, S Mehlomakulu<sup>\*</sup>, P Mnisi<sup>\*</sup>, J Phalane<sup>\*</sup>

\* Independent

\* Zambian

#### **Company Secretary**

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#### **Group Debt Officer**

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#### **Investor Relations Executive**

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#### **Registered office**

27 Impala Road, Chislehurston, Sandton, 2196

#### **Transfer secretaries**

JSE Investor Services (Pty) Limited (Registration number 2000/007239/07) One Exchange Square, 2 Gwen Lane, Sandown, Sandton, 2196

#### **Auditors**

KPMG Inc. (Registration number 1999/021543/21) KPMG Crescent, 85 Empire Road, Parktown, 2193

#### **Equity Sponsor**

Investec Bank Limited (Registration number 1969/004763/06) 100 Grayston Drive, Sandown, Sandton, 2196

#### **Debt Sponsor**

Questco (Pty) Ltd Registration number 2002/005616/07 Ground Floor, Block C, Investment Place 10th Road, Hyde Park, 2196

#### www.supergroup.co.za

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