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CONSOLIDATED AND  
COMPANY FINANCIAL  
STATEMENTS **2025**  
for the year ended 28 February

**30**  
*Years*  
LISTED ON THE JSE





# Audited financial statements and other information

for the year ended 28 February 2025

The reports and statements set out below were prepared under the supervision of the Group Financial Director, Mrs Nelisiwe Shiluvana CA(SA), ACMA, CGMA and comprise the consolidated and company audited financial statements presented to the shareholders.

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# Directors' report

for the year ended 28 February 2025

The directors have pleasure in submitting their report for the year ended 28 February 2025.

## Nature of business

Famous Brands Limited (Famous Brands or the company) is a holding company domiciled in South Africa and is listed on the JSE Limited under the category Consumer Services: Travel and Leisure. Famous Brands is Africa's leading quick service and casual dining restaurant franchisor.

The nature of goods and services is detailed in the Operating Segment and revenue streams in Note 12 *Revenue*.

Information on the Group's structure and information on related parties is provided in relevant notes to the consolidated financial statements.

Famous Brands' vertically integrated business model comprises a portfolio of 16 brands represented by a franchise network of 2 979 restaurants across South Africa (SA), Southern African Development Community (SADC), the Rest of Africa and Middle East (AME) and the United Kingdom (UK), underpinned by substantial supply chain comprising of logistics and manufacturing operations, and retail operations earning revenue from product sales to retailers.

## Directors' responsibilities

The responsibilities of the company's directors are detailed on page 6 of this document.

## Financial statements and results

The Group's and company's results and financial position are reflected on page 12 to page 92.

## Significant events

All significant events have been detailed within the financial results.

## Corporate governance

The corporate governance report is set out in the 2025 Integrated Annual Report (IAR).

## Tangible and intangible assets

Movements in the Group's tangible and intangible assets are set out in Note 1 *Property, plant and equipment* and Note 2 *Intangible assets*.

## Events after reporting date

There were no events to report post reporting date.

## Prospects

The outlook remains uncertain due to global political tensions and the United States' policy decisions, including the introduction of tariffs, which are expected to weigh down global economic growth. In South Africa, we expect a low growth and low consumer discretionary spend and tailwinds that include lower inflation, further interest rate cuts, improved business and investor confidence and a better national energy outlook.

Our strategy remains appropriate and resilient despite the difficult trading conditions. We must continually refine our value offerings, menu options, promotions and loyalty programmes in response to consumer trends and remain competitive. We are investing in the delivery channel, smaller formats and drive thrus to meet consumer demand for convenience. Our Leading Brands restaurant pipeline is healthy, with strong interest from both new and existing franchise partners. We will expand in the SADC and AME regions with a cautious and targeted focus on selected markets. Supporting the profitability and sustainability of our franchise partners remains critical.

As our revenue comes under pressure, we look to become more efficient. We are refurbishing our manufacturing plants with investments phased over the next three years. These include introducing modern manufacturing technology to enhance capacity, processes and yields, while also reducing waste. Across the supply chain, we continue to benchmark our processes, costs and margins to ensure efficiencies and reduce costs.

We are optimistic about our prospects and opportunities for growth and innovation through trading formats, technology and menu development.

## Dividends

The Board declared a final dividend of 195 cents per share (2024: 164 cents per share) to the amount of R195.4 million, reflecting the Group's stable financial position and cash flows. In light of the challenging economic environment in which our business currently operates, we acknowledge its impact on earnings growth. Nevertheless, we maintain an optimistic outlook for the future. The final dividend will be paid out of current year profits for a total amount of R345.7 million (2024: R302 million). In August 2024, the Board declared an interim dividend of 150 cents per share.

## Share capital

The authorised and issued share capital of the company as at 28 February 2025 is set out in Note 9 *Equity reserves* of the consolidated financial statements.

There were no new issues in the year.



## Directors' report (continued)

### Shareholder spread and material shareholders

In terms of the JSE Listings Requirements paragraph 3.37 and 4.28 (e), Famous Brands complies with the minimum shareholder spread requirements, with 93% (2024: 81%) of ordinary shares being held by the public as at 28 February 2025. Details of the company's shareholder spread, and material shareholders are set out on page 93.

### Directors and Company Secretary

The names of the directors and the Company Secretary at the date of this report are detailed on page 94 of this document.

### Changes to the Board

Chris Boulle replaced Santie Botha as Chairman, effective from the Annual General Meeting (AGM) on 26 July 2024, while Alex Maditse became the lead independent director at the same time. Santie Botha and Norman Adami retired from their positions at the AGM.

The following changes to the composition of the Board took place in July 2024:

- Chris Boulle became Chairman of the Nomination Committee and resigned as Chairman of both the Audit and Risk Committee and the Remuneration Committee. He remains a member of the Remuneration Committee.
- Fagmeedah Petersen-Cook was appointed as the Chairman of the Remuneration Committee.
- Busi Mathe was appointed as the Chairman of the Audit and Risk Committee and as a member of the Nomination Committee.
- William Mzimba was appointed as a member of the Remuneration and Investment Committees.
- Thabo Mosololi was appointed as a member of the Investment Committee.

### Special Resolutions

The Special Resolutions passed by the company at its AGM held on 26 July 2024 are detailed on page 7 to 12 of the 2024 Notice of AGM of Shareholders and Summarised Results.

At the next AGM to be held on 25 July 2025, shareholders will be requested to approve special resolutions detailed in the Notice of AGM of Shareholders, published in 28 February 2025 Integrated Annual Report.



# Audit and Risk Committee's report

for the year ended 28 February 2025

## Composition and attendance

### Chairman

BM Mathe<sup>1</sup> (4/4)  
CH Boule<sup>2</sup> (2/2)

### Members

F Petersen-Cook (4/4)  
T Mosololi (4/4)

### Invitees

DP Hele: Group CEO (4/4)  
N Shiluvana: Group FD (4/4)  
CH Boule<sup>2</sup> (2/2)  
SL Botha (2/2)  
N Halamandaris (4/4)  
N Adami (1/1)  
W Mzimba (1/1)  
N Ndaba: Group Risk Executive (4/4)  
CD Appollis: Group Company Secretary (3/4)  
K Mosuo: Head of Internal Audit (4/4)  
A Abrahams: Operations Finance Executive (4/4)  
L Futter (1/4)  
KPMG (4/4)

<sup>1</sup> BM Mathe was appointed as the Chairman in July 2024.

<sup>2</sup> CH Boule resigned as Chairman and committee member in July 2024.

## Introduction

The Audit and Risk Committee is pleased to present its report for the financial year ended 28 February 2025. This report is prepared based on the requirements of the South African Companies Act, 71 of 2008, as amended (Companies Act), the King IV Code on Corporate Governance™ 2016 of South Africa (King IV™), the Johannesburg Stock Exchange (JSE) Listings Requirements and its terms of reference.

## Mandate

The key focus for the committee is to assist the Board in discharging its oversight responsibilities, including safeguarding the Group's assets, ensuring adequate risk management and control processes, and overseeing the preparation of the financial statements in compliance with all applicable legislation and regulations.

## Composition and function

Members of the committee have the appropriate academic qualifications, financial literacy, business and financial acumen and satisfy the requirements as per section 94 of the Companies Act to serve as members of an Audit Committee. All members are independent non-executive directors.

The Chairman of the Board and other Board members attend meetings by invitation as observers. However, non-committee members are not entitled to participate without consent from the chair, do not have a vote and are not entitled to fees for attendance.

The Group Chief Executive Officer (CEO), Group Finance Director (GFD), Group Risk Executive, Head of internal audit, external auditor and members of the executive team representing areas relevant to the discussion at the committee attend meetings, either by standing invitation or as and when required to provide greater insight into specific issues or areas in the Group.

The internal and external auditors have unlimited access to the Chairman of the committee and the Group Risk Executive reports directly to the committee.

## Focus areas for 2025

### General

- Reviewed and approved the Committee Charter.
- Reviewed and recommended the consolidated and company annual financial statements (AFS) and Integrated Annual Report (IAR) to the Board for approval.
- Reviewed, approved an updated the Limits of Authority Framework.
- Reviewed the outcomes of the committee evaluation and undertook to implement all recommendations.
- Reviewed the annual work plan.
- Reviewed and recommended the Group's 2026 budget to the Board for approval.

## Discharging our duties

### Annual assessments

The committee received feedback on an internal assessment conducted on the skills, expertise and resourcing of the finance function, was satisfied with the overall adequacy and appropriateness of the function and identified areas for improvement. The committee further reviewed the expertise and experience of the GFD, Nelisiwe Shiluvana, and was satisfied with the appropriateness thereof. In evaluating the finance function, including considering the input of the senior finance team during closed session with the auditors, the committee concluded that:

- the finance function's management philosophy and control environment were consistent;
- management of the finance function has provided the required guidance to operations during the year;
- the organisational structure of the finance function was appropriately designed, having the required authority and responsibility that promoted accountability and control;
- the finance function had properly applied accounting principles in the preparation of the financial statements and the accounting of complex and non-routine transactions; and
- the Group's financial reporting procedures were adequate and effective.

The committee also reviewed and considered the Head of Internal Audit and found that they are knowledgeable and provided strong leadership to the department.

The Chairman of the committee provided feedback directly to the parties concerned.



## Audit and Risk Committee's report (continued)

### Financial statements, accounting practices and other financial matters

- Reviewed the assessment prepared by management of the Group's going concern status and made recommendations to the Board. The committee concurred that the adoption of the going concern principle is appropriate for the preparation of the AFS and interim results.
- Reviewed the financial and general covenants applicable to the Group based on the lending and capital structure, which were found to have been appropriate and complied with.
- Considered matters raised relating to financial reporting and accounting practices, internal audit, contents of the Group's and the Company's financial statements, internal financial controls and any related matters.
- Reviewed and recommended the AFS and IAR to the Board for approval.
- Reviewed the processes for reporting matters relating to financial reporting and accounting practices, internal audit, contents of the consolidated and the Company's AFS, the IAR, internal financial controls and any related matters and agreed on matters that required improvement. The committee can confirm that there were no matters of concern noted.
- Reviewed and recommended the short-form announcements, interim results and AFS to the Board for approval.
- Considered accounting treatments, significant unusual transactions and key accounting judgements.
- Considered the reports of the internal and external auditors on the Group's systems of internal control, including financial controls, business risk management and maintenance of an effective internal control system.
- Received assurance from management that proper and adequate accounting records were maintained, and the systems safeguard the assets against unauthorised use or disposal.
- Reviewed the Group tax report.
- Considered the JSE Proactive Monitoring Report dated 7 November 2024 and assessed how the issues raised impact the Group AFS.
- Reviewed and recommended to the Board the Group's 2026 budget.
- Reviewed and recommended to the Board management's submission for the dividend declaration.

Based on the above, the committee formed the opinion that there were no material breakdowns in internal control, including financial control, business risk management and the maintenance of effective material control systems.

### External audit

- Considered the quality controls and processes of the external auditor and, specifically, audit quality reviews conducted over the designated auditor, including those performed by the Independent Regulatory Board for Auditors (IRBA) as part of its routine review process in terms of the Auditing Profession Act.
- Considered the appropriateness of the other auditors engaged to perform audits within the Group, being D.R.E & Co. Chartered Accountants in the UK and PKF Botswana and deemed them appropriate.
- Reviewed the external auditor's report on the consolidated and company AFS and the key audit matter.
- Approved the proposed audit fees for the year under review.

Our external auditor was appointed in 2020, and the committee is of the opinion that the firm remains independent. Our lead external audit partner was appointed in July 2024. A policy and controls are in place to address the provision of non-audit services from the external auditor.

### Internal audit

- Reviewed and approved the internal audit business plan and budget.
- Performed the annual review and approval of the Internal Audit Charter.
- Reviewed the internal audit reports and processes.
- Reviewed the ongoing commitments to ensure that the CEO and GFD can make a positive statement on the adequacy and effectiveness of internal financial reporting controls.
- Oversaw the ongoing drive to improve internal financial controls focusing on subsidiaries and Group finance processes.

### Risk management

- Evaluated and reported on the effectiveness of risk management controls and governance processes to the Board.
- Reviewed and approved the risk management business plan and budget.
- Performed the annual review and approval of the Risk Management Charter.
- Reviewed the Group risk register, IT governance and the progress made to close insurance gaps.
- Monitored the implementation of the 2025 IT security plan.
- Reviewed and considered changes to legislation and regulations that could have an impact on the Group.



## Audit and Risk Committee's report (continued)

### Combined assurance

The committee is satisfied that the Group optimised the assurance coverage obtained from management, internal and external assurance providers. The committee is satisfied that the various internal and external assurances that are obtained and related systems and procedures are effective in achieving an effective internal control environment and supporting the integrity of internal and external reports.

### Going concern

The committee supported management in monitoring the Group's budget monthly. This included reviewing actual results versus the budget and acting as a sounding board for management on where to reduce expenses or defer spending. The committee considered the management-prepared going concern assessment and the Group's outlook for trading conditions, which are expected to persist for the foreseeable future. This evaluation is based on various scenarios.

They include the impact of geopolitical volatility, poor economic conditions in several markets, our loan service and covenant requirements, and working capital requirements. The committee is satisfied that the Group is a going concern for the foreseeable future based on the information available at the time of approval of the Group AFS.

### Key focus areas for 2026

- Providing ongoing guidance on the annual budget to ensure costs are contained, given economic pressures.
- Reviewing measures to enhance the internal control environment as the Group becomes increasingly tech-enabled.
- Monitoring the ever-evolving risk landscape, including climate- and ESG-related risks.
- Overseeing the implementation of the 2026 IT security plan, including measures to improve cybersecurity maturity in key markets outside of South Africa.
- Gaining an understanding of the financial modelling, accounting and auditing implications of IFRS S1 and S2.
- Monitoring regulatory and reporting requirements, including those related to the Companies Act Amendments and King V.

### Conclusion

After considering all the material factors and key audit matter, the committee recommended the AFS for the year ended 28 February 2025 for approval to the Board. The Board approved the AFS and IAR, which will be open for discussion at the upcoming AGM. The committee is satisfied that it has fulfilled its responsibilities in accordance with its terms of reference for the year.

**Busisiwe Mathe**

Chairman

19 May 2025



# CEO and GFD responsibility statement

for the year ended 28 February 2025

- a) the Financial Statements set out on pages 12 to 92, fairly present in all material aspects the financial position, financial performance and cash flows of Famous Brands Limited in terms of International Financial Reporting Standards (IFRS® Accounting Standards);
- b) to the best of our knowledge and belief, no facts have been omitted or untrue statements made that would make the Annual Financial Statements false or misleading;
- c) internal financial controls have been put into place to ensure that material information relating to Famous Brands Limited and its consolidated subsidiaries have been provided to effectively prepare the financial statements of Famous Brands Limited;
- d) the internal financial controls are adequate and effective and can be relied upon in compiling the Annual Financial Statements, having fulfilled our role and function as executive directors with primary responsibility for implementation and execution of controls; and
- e) where we are not satisfied, we have disclosed to the Audit and Risk Committee and the auditors any deficiencies in design and operational effectiveness of the internal financial controls and have remediated the deficiencies; and we are not aware of any fraud involving directors.

**DP Hele**  
Chief Executive Officer (CEO)

19 May 2025

**N Shiluvana**  
Group Financial Director (GFD)

19 May 2025

# Company Secretary's certificate

In my capacity as the Company Secretary, I hereby certify that Famous Brands Limited has lodged with the Companies and Intellectual Property Commission for the financial year ended 28 February 2025, all such returns and notices as are required of a public company in terms of the Companies Act of South Africa and that all such returns are, to the best of my knowledge and belief, true, correct and up to date.

**CD Appollis**  
Company Secretary

19 May 2025



# Approval of the consolidated and company financial statements

for the year ended 28 February 2025

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 annual financial statements and related financial information included in this report. It is their responsibility to ensure that the annual financial statements present fairly the state of affairs of the Group and Company as at the end of the financial year and the results of its operations and cash flows for the year ended. The financial statements have been prepared in accordance with IFRS<sup>®</sup> Accounting Standards as issued by the International Accounting Standards Board (IASB), the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Reporting Pronouncements as issued by the Financial Reporting Standards Council, JSE Listings Requirements and the Companies Act of South Africa.

The external auditor is engaged to express an independent opinion on the financial statements. The financial statements are prepared in accordance with IFRS<sup>®</sup> Accounting Standards and are based on 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 controls established by the Group and place considerable importance on maintaining an adequate control environment. These controls are monitored throughout the Group and all employees are required to maintain the highest ethical standards in ensuring the Group's business is conducted in a manner that is above reproach. The Audit and Risk Committee perform an oversight role in matters related to financial and internal controls.

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

The directors have reviewed the Group's and Company's cash flow forecast for the subsequent year and, considering this review and the current financial position, they are satisfied that the Group and Company has access to adequate resources to continue in operational existence for the foreseeable future. The consolidated and company annual financial statements, which have been prepared on the going concern basis, were approved by the Board of Directors, and are signed on its behalf by:

**CH Boule**  
*Independent Chairman*

19 May 2025

**DP Hele**  
*Chief Executive Officer*

19 May 2025



# Independent auditor's report

for the year ended 28 February 2025

To the shareholders of Famous Brands Limited

## Report on the audit of the consolidated and separate financial statements

### Opinion

We have audited the consolidated and separate financial statements of Famous Brands Limited and its subsidiaries (the Group and company) set out on pages 12 to 92, which comprise:

- The consolidated and company statements of financial position at 28 February 2025,
- The consolidated and company statements of profit or loss and other comprehensive income for the year ended 28 February 2025,
- The consolidated and company statements of changes in equity for the year then ended 28 February 2025,
- The consolidated and company statements of cash flows for the year ended 28 February 2025,
- The primary (business units) and secondary (geographical) segment report for the year ended 28 February 2025,
- Statement of compliance for the year ended 28 February 2025; and
- The notes to the consolidated and company financial statements, including material accounting policy information.

In our opinion, the consolidated and separate financial statements present fairly, in all material respects, the consolidated and separate financial position of Famous Brands Limited at 28 February 2025, and its consolidated and separate financial performance and consolidated and separate cash flows for the year then ended in accordance with IFRS® Accounting Standards as issued by the International Accounting Standards Board and the requirements of the Companies Act of South Africa.

### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the consolidated and separate financial statements section of our report. We are independent of the Group and 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.

In terms of the IRBA Rule on Enhanced Auditor Reporting for the Audit of Financial Statements of Public Interest Entities, published in Government Gazette No. 49309 dated 15 September 2023 (EAR Rule), we report:

**Famous Brands** consolidated and company financial statements **2025**

## Final Materiality

The scope of our audit was influenced by our application of materiality. We set quantitative thresholds and overlay qualitative considerations to help us determine the scope of our audit and the nature, timing and extent of our procedures, and in evaluating the effect of misstatements, both individually and in the aggregate, on the financial statements as a whole.

Based on our professional judgement, we determined materiality for the financial statements as a whole as follows:

	Consolidated financial statements	Separate financial statements
<b>Final materiality</b>	R39 million, which is 4.9% of Profit Before Tax (PBT).	R5.8 million, which is 1% of Total Assets.
<b>Rationale for benchmark and percentage applied</b>	<p>We chose PBT as it is an appropriate benchmark for an entity that is listed and profit orientated.</p> <p>Profitability is a key performance measure and metric for decision making to the users of the consolidated financial statements.</p> <p>In respect of the consolidated financial statements, we adjusted PBT, for the following non-recurring transactions:</p> <ul style="list-style-type: none"> <li>• recovery of losses incurred relating to Gourmet Burger Kitchen investment (GBK)</li> <li>• impairment of intangible assets</li> <li>• impairment of loan to associate</li> </ul> <p>We applied 4.9% which is consistent with quantitative materiality thresholds used for profit-orientated companies in this industry and is also based on our professional judgement after consideration of qualitative factors that impact the group.</p>	<p>We chose Total Assets as it is an appropriate benchmark for an entity that is listed and operates as an asset focused, investment holding company.</p> <p>Asset value is a key performance measure and metric in determining current and potential returns and for decision making to the users of the company financial statements.</p> <p>In respect of the financial statements, we adjusted Total Assets, for the following non-recurring transactions:</p> <ul style="list-style-type: none"> <li>• recovery of losses incurred relating to Gourmet Burger Kitchen investment (GBK)</li> </ul> <p>We applied 1% which is consistent with quantitative materiality thresholds used for asset focused, investment holding companies and is also based on our professional judgement after consideration of qualitative factors that impact the company.</p>



## Independent auditor's report (continued)

### Group Audit Scope

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the consolidated financial statements as a whole, taking into account the structure of the Group, the accounting processes and controls, and the industry in which the Group operates.

We performed risk assessment procedures to determine which of the Group's components are likely to include risks of material misstatement to the Group financial statements and which further audit procedures to perform at these components to address those risks. Our judgement included assessing the size of the components, nature of assets, liabilities and transactions within the components as well as specific risks.

In total, we identified 18 components. Of those, we identified 5 components at which further audit procedures were performed on the entire financial information of the component, either because audit evidence needed to be obtained on all or a significant proportion of the component's financial information, or that component represents a pervasive risk of material misstatement to the consolidated financial statements.

We also identified 13 components, at which further audit procedures were performed on one or more classes of transactions, account balances or disclosures based on the assessed risks of material misstatement to the consolidated financial statements. Accordingly, we performed audit procedures on 18 components, of which we involved component auditors in performing the audit work on 2 components. our audit procedures over the financial information of the components, included:

- Conducting risk assessment and planning discussions, to ensure appropriate identification of risks which impact the group audit and the approach to respond to those risks.
- Sufficient and appropriate two-way communication and involvement on the planning and execution of the component audit as well as on significant findings identified, thereof.
- Review of the component auditors' procedures performed and audit evidence obtained, in areas of significance to the group audit, to determine if the component auditors obtained sufficient and appropriate audit evidence to support their conclusions.

We also performed analytical procedures at an aggregated group level on the remaining financial information to re-examine our assessment on whether there is a less than reasonable possibility of a material misstatement in the remaining financial information.

### Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated and separate financial statements of the current period. These matters were addressed in the context of our audit of the consolidated and separate financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined that there are no key audit matters to communicate in relation to our audit of the separate financial statements.

In terms of the EAR rule, we are required to report the outcome of audit procedures or key observations with respect to the key audit matters and these are included below.

#### Impairment of goodwill, trademarks and brand names intangible assets

Refer to note 2 "intangible assets" which include the significant judgements and estimation uncertainty and note 13 "profit before tax" which include the significant judgements relating to impairments of the consolidated financial statements.



## Independent auditor's report (continued)

### Key audit matter

Intangible assets include goodwill of R449 million and trademarks and brand names of R346 million (total of R795 million) which represents 92% of intangible assets and 40% of total non-current assets of the Group.

As required by IAS 36, Impairment of Assets (IAS 36), management perform annual impairment assessments to test the recoverability of the carrying amounts of goodwill for each cash-generating unit and trademarks and brand names with indefinite useful lives. Impairment assessments of goodwill, trademarks and brand names intangible assets are performed based on value-in-use calculations using discounted cash flow models.

As disclosed in note 2 and note 13, there are a number of key judgements made in determining the inputs into the value-in-use calculations which include:

- forecast revenues.
- forecast profits;
- royalty rates;
- discount rates applied to the projected future cash flows; and
- terminal growth rates.

Given the significance of goodwill, trademarks and brand names intangible assets in the consolidated financial statements and the significant judgements involved and estimation uncertainty in determining the key assumptions used in the discounted cash flow models, this was considered to be a key audit matter.

### How the matter was addressed in our audit

Our audit procedures included:

- Tested the design and implementation of the controls over managements' impairment assessment calculation by performing a walkthrough of their process from initiation to recording and obtaining the relevant supporting documentation.
- Performed a detailed risk assessment to determine which cash generating units (CGU's) or intangible assets contain sensitive significant assumptions which could result in a material misstatement of the misstatement of goodwill, trademarks and brand names intangible assets.
- Critically evaluated whether the discounted cash flow models selected and applied by management to calculate the value-in-use of goodwill for selected CGUs and trademark, or brand name intangible asset complies with the requirements of IAS 36 and were applied appropriately.
- Challenged the assumptions used by management in their value-in-use calculations by:
  - Assessing the reasonableness of the assumptions relating to forecast profits, royalty rates and forecast revenue in relation to our knowledge of the Group and the industries in which it operates.
  - Assessing the reasonableness of the terminal growth rates in relation to external market data; and
  - Assessing the reasonableness of the discount rates applied by independently calculating the rates and comparing the rates to those used by management with assistance from our internal Deal Advisory specialist team.
- Evaluated the future projected cash flows for the selected CGUs, trademarks or brand name intangible assets to determine whether they are reasonable and supportable given the current macroeconomic climate by comparing the projected cash flows, including assumptions relating to profit growth and terminal growth rates, against historical performance to test the accuracy of managements projections.
- Evaluated (for CGU's) whether the carrying amount of the determined unit or group of assets/liabilities were in line with the requirements of IAS 36; and
- Evaluated the adequacy of the disclosures in accordance with IAS 36 presented by management in the consolidated financial statements.

Based on the procedures performed above in respect of Impairment of goodwill, trademarks and brand names intangible assets, and results thereof, we did not identify any significant matters requiring further consideration.

### Other information

The directors are responsible for the other information. The other information comprises the information included in the document titled "Famous Brands consolidated and separate financial statements for the year ended 28 February 2025", which includes the Directors' Report, the Audit and Risk Committee's Report and the Company Secretary's Certificate as required by the Companies Act of South Africa. The other information does not include the consolidated and separate financial statements and our auditor's report thereon.

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

In connection with our audit of the consolidated and separate financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated and separate financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

The directors are responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with IFRS<sup>®</sup> Accounting Standards as issued by the International Accounting Standards Board 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 consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.



## Independent auditor's report (continued)

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

### **Auditor's responsibilities for the audit of the consolidated and separate financial statements**

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

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

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the group's and company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group and Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and/or Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group, as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

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

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

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

### **Report on other legal and regulatory requirements**

In terms of the IRBA Rule published in Government Gazette Number 39475 dated 4 December 2015, we report that KPMG Inc. has been the auditor of Famous Brands Limited for five years.

*KPMG Inc.*

KPMG Inc.  
Registered Auditor

Per BPK Jajula  
Chartered Accountant (SA)  
Registered Auditor  
Director  
19 May 2025

KPMG Crescent  
85 Empire Road Parktown  
2193



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# Consolidated statement of financial position

at 28 February 2025

	Notes	2025 R000	2024 R000
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment	1	962 646	923 997
Intangible assets	2	859 386	868 771
Investments in associates	3	42 912	39 841
Investment in preference shares	25.1	12 115	9 031
Loans to associates	3	–	10 663
Lease receivables	4.1	5 889	3 363
Deferred tax	5	92 542	99 901
		<b>1 664 242</b>	<b>1 597 039</b>
<b>Current assets</b>			
Inventories	6	555 922	572 906
Trade and other receivables	7	611 205	583 672
Cash and cash equivalents	8.1	441 436	352 750
Restricted cash	8.2	44 075	71 832
Lease receivables	4.1	1 680	2 091
Derivative financial instruments	25.1	228	3 162
Current tax assets		9 696	10 626
<b>Total assets</b>		<b>3 639 732</b>	<b>3 552 606</b>

	Notes	2025 R000	2024 R000
<b>Equity and Liabilities</b>			
<b>Capital and reserves</b>			
Share capital	9.1	1 002	1 002
Share premium	9.2	163 441	163 441
Non-distributable reserves		104 452	153 327
Foreign currency translation reserve		73 084	92 674
Retained earnings		833 648	541 402
Equity attributable to owners of Famous Brands Limited		<b>1 175 627</b>	951 846
Non-controlling interests		116 674	126 925
<b>Total equity</b>		<b>1 292 301</b>	1 078 771
<b>Non-current liabilities</b>			
Borrowings	10	907 254	1 075 688
Lease liabilities	4.1	223 953	245 343
Provision		2 201	2 421
Deferred tax	5	88 972	86 109
<b>Current liabilities</b>		<b>1 125 051</b>	1 064 274
Trade and other payables	11	767 878	806 239
Borrowings	10	232 996	125 552
Lease liabilities	4.1	73 926	76 559
Shareholders for dividends		3 626	3 245
Current tax liabilities		45 813	52 679
Derivative financial instruments	25.1	812	–
<b>Total liabilities</b>		<b>2 347 431</b>	2 473 835
<b>Total equity and liabilities</b>		<b>3 639 732</b>	<b>3 552 606</b>



# Consolidated statement of profit or loss and other comprehensive income

for the year ended 28 February 2025

	Notes	2025 R000	2024 R000
Revenue	12	8 282 653	8 023 793
Cost of sales		(4 737 309)	(4 639 859)
<b>Gross profit</b>		<b>3 545 344</b>	<b>3 383 934</b>
Other income	13	60 746	28 268
Expected credit loss	25.4	(3 034)	10 121
Administration expenses		(196 185)	(190 664)
Marketing expenses		(717 952)	(659 538)
Operations expenses		(1 772 860)	(1 747 306)
<b>Operating profit before impairment of intangible assets</b>		<b>916 059</b>	<b>824 815</b>
Impairment of intangible assets	2	(2 063)	(12 889)
<b>Operating profit</b>		<b>913 996</b>	<b>811 926</b>
Net finance costs		(105 202)	(120 396)
Finance costs	14.1	(152 078)	(160 931)
Finance income	14.2	46 876	40 535
Share of profit from associates		9 851	10 095
Devaluation of loan to associate	3	–	(18 080)
Impairment of loan to associate	3	(12 392)	–
<b>Profit before tax</b>	13	<b>806 253</b>	<b>683 545</b>
Tax	15	(221 694)	(199 840)
<b>Total profit for the year</b>		<b>584 559</b>	<b>483 705</b>
Profit for the year attributable to:			
Owners of Famous Brands Limited		547 614	457 566
Non-controlling interests		36 945	26 139
<b>Total profit for the year</b>		<b>584 559</b>	<b>483 705</b>

	Notes	2025 R000	2024 R000
<b>Other comprehensive income, net of tax:</b>			
Exchange differences on translating foreign operations*		(19 590)	15 220
Pre-tax foreign exchange differences on translating foreign operations		(19 001)	16 086
Tax effect on exchange differences on translating foreign operations		(589)	(866)
Movement in hedge accounting reserve*		(2 865)	(442)
Pre-tax change in fair value of cash flow hedges		(3 925)	(605)
Tax on movement in hedge accounting reserve		1 060	163
<b>Total comprehensive income for the year</b>		<b>562 104</b>	<b>498 483</b>
<b>Total comprehensive income for the year attributable to:</b>			
Owners of Famous Brands Limited		525 159	472 344
Non-controlling interests		36 945	26 139
<b>Total comprehensive income for the year</b>		<b>562 104</b>	<b>498 483</b>
Basic earnings per share (cents)			
Basic	16	547	457
Diluted	16	547	457

\* This item may be reclassified subsequently to profit or loss.



# Consolidated statement of changes in equity

for the year ended 28 February 2025

## Attributable to owners of Famous Brands Limited

	Share capital R000	Share premium R000	Non-distributable reserves R000	Foreign currency translation reserve R000	Retained earnings R000	Total R000	Non-controlling interests R000	Total equity R000
<b>Balance at 1 March 2023</b>	1 002	163 441	143 263	77 454	458 691	843 851	131 933	975 784
Equity settled share-based payment scheme*	–	–	10 291	–	738	11 029	–	11 029
Transfer between reserves	–	–	–	–	(3 843)	(3 843)	3 843	–
Total comprehensive income for the year	–	–	(442)	15 220	457 566	472 344	26 139	498 483
Dividends declared	–	–	–	–	(371 750)	(371 750)	(38 760)	(410 510)
Non-controlling interest arising on business combination	–	–	–	–	–	–	3 770	3 770
Other reserve	–	–	215	–	–	215	–	215
<b>Balance at 1 March 2024</b>	<b>1 002</b>	<b>163 441</b>	<b>153 327</b>	<b>92 674</b>	<b>541 402</b>	<b>951 846</b>	<b>126 925</b>	<b>1 078 771</b>
Equity settled share-based payment scheme*	–	–	(33 854)	–	64 864	31 010	–	31 010
Transfer between reserves	–	–	–	–	(5 543)	(5 543)	5 543	–
Total comprehensive income for the year	–	–	(2 865)	(19 590)	547 614	525 159	36 945	562 104
Dividends declared	–	–	–	–	(314 689)	(314 689)	(30 507)	(345 196)
Disposal of interest in subsidiaries impact on non-controlling interests	–	–	–	–	–	–	(2 185)	(2 185)
Change in ownership interests in subsidiaries	–	–	(6 457)	–	–	(6 457)	(21 843)	(28 300)
Other reserve	–	–	(133)	–	–	(133)	–	(133)
Business combination remeasurement**	–	–	(5 566)	–	–	(5 566)	1 796	(3 770)
<b>Balance at 28 February 2025</b>	<b>1 002</b>	<b>163 441</b>	<b>104 452</b>	<b>73 084</b>	<b>833 648</b>	<b>1 175 627</b>	<b>116 674</b>	<b>1 290 301</b>

Note 9

Note 9

\* Equity settled share-based payment scheme is a net of the annual charge of R48.9 million (2024: R40.1 million) in Note 13 Profit before tax and grant settlement of R17.9 million (2024: R 29.1 million). During the financial year, R64.9 million was released to retained earnings due to lapsed and expired awards.

\*\* Effective 1 November 2023, the Group acquired a 51% shareholding interest in Famous Brands Restaurant Holdings Ltd (Mauritius). Adjustments were made to equity and goodwill during the measurement period, based on the fair values of identifiable assets and liabilities.



# Consolidated statement of cash flows

for the year ended 28 February 2025

	Notes	2025 R000	2024 R000
<b>Cash generated from operations</b>	17.1	<b>1 121 109</b>	1 086 075
Net finance costs paid		<b>(104 895)</b>	(120 817)
Finance income received		<b>46 876</b>	38 199
Finance costs paid		<b>(151 771)</b>	(159 016)
Income tax paid	17.2	<b>(214 510)</b>	(211 476)
Dividends paid		<b>(344 815)</b>	(410 067)
Dividends paid to owners of Famous Brands Limited	17.3	<b>(314 308)</b>	(371 307)
Dividends paid to non-controlling interests		<b>(30 507)</b>	(38 760)
<b>Net cash inflow from operating activities</b>		<b>456 889</b>	343 715
<b>Cash flow from investing activities</b>			
Additions to property, plant and equipment	1	<b>(169 098)</b>	(154 254)
Additions to intangible assets	2	<b>(25 569)</b>	(29 485)
Proceeds from disposal of property, plant and equipment		<b>16 003</b>	20 406
Proceeds from disposal of intangible assets		–	3 612
Investment in associate		–	(25 401)
Cash inflow on disposal of subsidiary	17.4	<b>3 873</b>	–
Cash outflow on investment in subsidiary	17.4	–	(6 396)
Dividends received from associates		<b>6 781</b>	7 720
Principal receipts from lease receivables	4.3	<b>4 997</b>	5 291
Loans to associates		<b>(4 329)</b>	(4 186)
<b>Net cash outflow from investing activities</b>		<b>(167 342)</b>	(182 693)

	Notes	2025 R000	2024 R000
<b>Cash flow from financing activities</b>			
Net borrowings (repaid)/raised		<b>(60 215)</b>	60 390
Borrowings raised	17.5	<b>100 347</b>	186 700
Borrowings repaid	17.5	<b>(160 562)</b>	(126 310)
Non-controlling shareholder loans (repaid)/received	17.5	<b>(492)</b>	220
Principal repayments of lease obligations	4.3	<b>(86 635)</b>	(79 734)
Lease incentives received		<b>1 500</b>	–
Share-based payment grant settlements		<b>(17 900)</b>	(29 124)
Acquisition of additional interest in subsidiaries	17.4	<b>(28 300)</b>	–
<b>Net cash outflow from financing activities</b>		<b>(192 042)</b>	(48 248)
Net increase in cash and cash equivalents		<b>97 505</b>	112 774
Foreign currency effect		<b>(8 819)</b>	7 239
Cash and cash equivalents at the beginning of the year		<b>352 750</b>	232 737
<b>Cash and cash equivalents at the end of the year</b>	8.1	<b>441 436</b>	352 750



# Primary (Business Units) and Secondary (Geographical) Segment Report

for the year ended 28 February 2025

## Operating segments

Operating segments are identified based on financial information regularly reviewed by the executive members of the Group (identified as the Chief Operating Decision Maker (CODM)) for IFRS 8 – *Operating Segments* for performance assessments and resource allocations. The Brands, Supply Chain and Corporate Business reportable segments are operating segments, differentiated by the activities that each undertakes. The business reportable segments of SA, SADC, AME and the UK are comprised of both franchise operations and company-owned restaurants, with each segment distinguished by its respective geographic operating regions.

The principal activities of the segments are as follows:

### Brands

Leading brands and Signature brands are primarily franchised and some company-owned restaurants exist. The Leading (mainstream) brands portfolio is segmented into Quick Service and Casual Dining brands. One of the Signature (niche) brands is a majority owned subsidiary of the Group.

The Group earns sales-based royalty income, based on a percentage of restaurant turnover. Marketing fund revenue contributions are primarily used to pay for expenses relating to purchasing media for marketing, market research, commercial production, other support functions for the respective brands.

### Supply chain

The integrated supply chain consists of Manufacturing and Logistics operations which support the brands business in South Africa and selected markets in the rest of Africa. Retail sells products to retailers.

### Corporate

The Corporate segment consists of costs related to central head office services and other administrative costs not related to operations. Corporate services support the entire Group.

### United Kingdom (UK)

This segment comprises the Group's brand business in the UK (Wimpy).

### Southern African Development Community (SADC)

This segment comprises the Group's brands in the SADC region, excluding South Africa. The Group is represented in 10 countries in the region.

## Rest of Africa and Middle East (AME)

This segment comprises the Group's brands in the AME region. The Group is represented in 8 countries in the region.

	2025 R000	2024 R000
<b>Revenue*</b>		
Leading brands	969 323	954 311
Signature brands	198 319	207 387
Supply chain	5 768 587	5 555 706
Manufacturing	3 371 365	3 287 823
Logistics	5 226 491	5 021 308
Retail	344 061	368 463
Eliminations	(3 173 330)	(3 121 888)
Marketing funds	690 643	677 545
Corporate	2 730	2 478
South Africa	7 629 628	7 397 427
Southern African Development Community	450 633	409 494
United Kingdom	131 644	161 481
Rest of Africa and Middle East	70 748	55 391
<b>Revenue</b>	<b>8 282 653</b>	<b>8 023 793</b>

\* Nature of goods and services for each segment is detailed in Note 12 Revenue.



	2025 R000	2024 R000
<b>Operating segments (continued)</b>		
<b>Operating profit</b>		
Leading brands	516 277	480 278
Signature brands	(9 187)	8 924
Supply chain	443 994	396 740
Manufacturing	371 365	296 631
Logistics	71 365	93 785
Retail	1 264	6 324
Corporate	(49 882)	(120 176)
Share-based payment charge	(48 854)	(40 146)
Consolidation entries	(5 194)	(7 121)
Corporate administration costs*	4 266	(72 909)
South Africa	901 202	765 766
Southern African Development Community**	50 591	55 041
United Kingdom	7 051	18 412
Rest of Africa and Middle East	(42 785)	(14 404)
<b>Operating profit before impairment of intangible assets</b>	<b>916 058</b>	824 815
Impairment of intangible assets – Signature brands	(2 062)	(12 889)
<b>Operating profit</b>	<b>913 996</b>	811 926
Net finance costs	(105 202)	(120 396)
Share of profit of associates	9 851	10 095
Devaluation of loan to associate	–	(18 080)
Impairment of loan to associate	(12 392)	–
Tax	(221 694)	(199 840)
<b>Total profit for the year</b>	<b>584 559</b>	483 705

No segment assets or liabilities have been disclosed as such information is not regularly provided to the CODM.

\* Corporate administration costs include the GBK liquidation dividends of GBP 1.1 million (R24.8 million) recognised in other income.

\*\* SADC includes the Botswana operating profit of R9.2 million (2024: R16 million).

	2025 R000	2024 R000
<b>Operating profit margins after impairments</b>		
Leading brands	53.3%	50.3%
Signature brands*	(5.7%)	(1.9%)
Supply chain	7.7%	7.1%
Manufacturing	11.0%	9.0%
Logistics	1.4%	1.9%
Retail	0.4%	1.7%
South Africa	11.8%	10.4%
Southern African Development Community**	11.2%	13.4%
United Kingdom	5.4%	11.4%
Rest of Africa and Middle East	(60.5%)	(26.0%)
<b>Total</b>	<b>11.0%</b>	10.1%
<b>Geographical allocation of revenue</b>		
United Kingdom	131 644	161 481
Botswana	400 836	365 117
The table below sets out the geographical location of non-current assets excluding deferred tax assets and lease receivables.		
<b>Geographical allocation of non-current assets</b>		
South Africa	1 544 704	1 509 402
Southern African Development Community (excluding Botswana)	1 660	2 195
United Kingdom	162 946	170 474
Botswana	132 787	122 362
Rest of Africa and Middle East	34 962	47 870
<b>Total</b>	<b>1 877 059</b>	1 852 303

\* Refer to Note 2 Intangible assets for details on impairments.

\*\* SADC includes the Botswana operating profit margin of 2.3% (2024: 4.4%).



## Operating segments (continued)

### Additions to non-current assets by segment\*

	2025 R000	2024 R000
Leading brands	35 702	31 251
Signature brands	19 228	14 704
Manufacturing	40 851	53 459
Logistics	13 542	22 137
Retail	860	2 263
Corporate	70 096	31 957
South Africa	180 279	155 771
Southern African Development Community	25 902	23 055
Rest of Africa and Middle East	2 075	1 404
United Kingdom	5 947	3 509
<b>Total**</b>	<b>214 203</b>	<b>183 739</b>

\* Relates to property, plant, equipment and intangible assets, excludes acquisition of subsidiaries.

\*\* The additions comprise of R25.6 million and R188.6 million related to intangible assets and property, plant, and equipment, respectively. Property, plant, and equipment comprise of cash outflow of R169.1 million, and non-cash additions of R19.5 million relating to prior year prepayments and accruals from the current year.

The Group's material overhead costs are employment costs, electricity, insurance costs and depreciation. These costs are allocated to segments as follows:

	2025			
	Employee cost R000	Electricity cost R000	Property insurance cost R000	Depreciation R000
Leading brands	266 188	2 287	938	20 872
Signature brands	62 486	5 405	300	19 797
Manufacturing	303 829	67 886	16 212	31 178
Logistics	218 390	18 438	8 233	39 069
Retail	3 882	–	113	36
Corporate	131 950	2 555	1 623	26 836
South Africa	986 725	96 571	27 419	137 788
Southern African Development Community	98 421	12 573	683	36 873
Rest of Africa and Middle East	39 289	2 126	433	11 769
United Kingdom	19 644	300	382	1 229
<b>Total</b>	<b>1 144 079</b>	<b>111 570</b>	<b>28 917</b>	<b>187 659</b>

	2024			
	Employee cost R000	Electricity cost R000	Property insurance cost R000	Depreciation R000
Leading brands	264 162	3 217	1 941	21 875
Signature brands	62 316	5 635	280	19 818
Manufacturing	294 629	53 700	14 056	36 344
Logistics	206 212	14 522	7 067	41 423
Retail	5 109	–	126	54
Corporate	130 177	2 735	2 750	28 072
South Africa	962 605	79 809	26 220	147 586
Southern African Development Community	88 609	11 691	–	34 346
Rest of Africa and Middle East	26 750	1 658	202	8 068
United Kingdom	19 033	189	319	1 191
<b>Total</b>	<b>1 096 997</b>	<b>93 347</b>	<b>26 741</b>	<b>191 191</b>



# Statement of compliance

for the year ended 28 February 2025

## Reporting entity

Famous Brands Limited (Famous Brands or the company) is a holding company domiciled in South Africa and is listed on the JSE Limited under the category Consumer Services: Travel and Leisure. Famous Brands is Africa's leading quick service and casual dining restaurant franchisor. The consolidated financial statements (financial statements) of Famous Brands comprise the company and its subsidiaries (together referred to as the Group) and the Group's investments in associates.

Famous Brands owns brands which are represented by restaurants locally and internationally. The business model mainly consists of business relationships between Famous Brands as the franchisor and various franchise partners whereby the franchise partners use the Famous Brands intellectual property and sell menu items to consumers. Famous Brands earns sales-based royalty income ("Franchise fee revenue"), based on a percentage of these restaurant turnovers.

Our brands are supported by a vertically integrated business, in our supply chain division which comprises our manufacturing, logistics, and retail operations. The primary function of our supply chain division is to sell ingredients and products to franchise partners. Franchise fee revenue and manufacturing and logistics revenue is earned from our franchise partners, who are Famous Brands' customers. Retail operations (part of supply chain) earns revenue from product sales to retailers.

The nature of goods and services is detailed in the Operating Segment and revenue streams as detailed in Note 12 *Revenue*. Information on the Group's structure and information on related parties is provided in relevant notes to the consolidated financial statements.

## Statement of compliance

The financial statements have been prepared in accordance with IFRS® Accounting Standards as issued by the International Accounting Standards Board (IASB), the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Reporting Pronouncements as issued by the Financial Reporting Standards Council, JSE Listings Requirements and the Companies Act of South Africa. The consolidated financial statements were approved by the Board of Directors on 19 May 2025.

## Accounting policies

These material accounting policies are consistent with the previous year, except for the changes set out in Note 1.5 *Adoption of new standards, amendments to standards and interpretations*.

### 1.1 Basis of preparation

#### Presentation currency

The financial statements are presented in South African Rand (Rand), which is the Group's presentation currency. All financial information presented in Rand has been rounded to the nearest thousand (R000) except when otherwise indicated.

#### Basis of measurement

The financial statements have been prepared on the historical cost basis, except for the measurement of certain financial instruments at fair value or at amortised costs, and incorporate the principal accounting policies set out below and in the respective disclosure notes.

The going concern basis has been used in preparing the financial statements as the directors have a reasonable expectation that the Group will continue as a going concern for the foreseeable future, refer to Note 29 *Going Concern*.

### 1.2 Basis of consolidation

The consolidated financial statements incorporate the financial statements of Famous Brands Limited and its subsidiaries and associates up to 28 February 2025.

The results of subsidiaries are included in the consolidated financial statements from the effective date of acquisition to the effective date of disposal. Adjustments are made when necessary to the financial statements of subsidiaries to bring their accounting policies in line with those of the Group. All intra-group transactions, balances, income and expenses are eliminated on consolidation.

Non-controlling interests in the net assets of consolidated subsidiaries are identified and recognised separately from the Group's interest therein, and are recognised within equity. Non-controlling interests are measured at the proportionate share of the fair value of the acquiree's identifiable net assets. Losses incurred by subsidiaries attributable to non-controlling interests are allocated to the non-controlling interest even if this results in a debit balance being recognised for non-controlling interests.

Transactions that result in changes in ownership levels, where the Group has control of the subsidiary both before and after the transaction, are regarded as equity transactions and are recognised directly in the statement of changes in equity. The difference between the fair value of consideration paid or received and the movement in non-controlling interest for such transactions is recognised in equity attributable to the owners of the parent.



## Accounting policies (continued)

### 1.2 Basis of consolidation (continued)

Where a subsidiary is disposed of and a non-controlling shareholding is retained, and there is a loss of control, the remaining investment is measured to fair value with the adjustment to fair value recognised in profit or loss as part of the gain or loss on disposal of the controlling interest. The assets and liabilities of the subsidiary, and any related non-controlling interest and other components of equity are derecognised.

#### Business combinations

The Group accounts for business combinations using the acquisition method of accounting. The cost of the business combination is measured as the aggregate of the fair values of assets transferred, liabilities incurred or assumed and equity instruments issued. Acquisition costs directly attributable to the business combination are expensed in profit or loss.

Goodwill is determined as the consideration paid, plus the fair value of any shareholding held prior to obtaining control, plus non-controlling interest less the fair value of the identifiable assets and liabilities of the acquiree. Goodwill recognised on consolidation of foreign entities is considered an asset of that foreign group. In such cases, the goodwill is translated to the presentation currency of the Group at the end of each reporting period with the adjustment recognised in equity through other comprehensive income.

Contingent liabilities are only included in the identifiable assets and liabilities of the acquiree where there is a present obligation at the acquisition date. On acquisition, the Group assesses the classification of the acquiree's assets and liabilities and reclassifies them where the classification is inappropriate for Group purposes.

Business combinations in which all the combining entities or businesses are ultimately controlled by the same party/parties before and after the business combination (and where control is not transitory) are referred to as common control business combinations. The Group applies the predecessor value method (pooling of interest method). This requires accounting for the assets and liabilities of the acquired business using existing carrying values as reflected in the consolidated financial statements of the selling entity. No new goodwill is recorded. The difference between the acquirer's cost of investment and the acquiree's equity is presented as a separate reserve within equity on consolidation.

#### Accounting for subsidiaries

The acquiree's identifiable assets, liabilities and contingent liabilities which meet the recognition conditions of IFRS 3 *Business Combinations* are recognised at their fair values at acquisition date.

The results of subsidiaries are included in profit or loss from the effective date of acquisition up to the effective date of disposal.

#### Non-controlling interests

Non-controlling interests that arise from a business combination, which are present ownership interests, and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation, are measured either at the present ownership interests' proportionate share in the recognised amounts of the acquiree's identifiable net assets or at fair value. The treatment is not an accounting policy choice but is selected for each individual business combination.

In cases where the Group held a non-controlling shareholding in the acquiree prior to obtaining control, that interest is measured to fair value as at acquisition date. The measurement to fair value is included in profit or loss.

#### Investment in associates

An associate is an entity over which the Group has significant influence and which is neither a subsidiary nor a joint venture. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but not control or joint control over those policies.

The results, assets and liabilities of associates are incorporated in these consolidated financial statements using the equity method of accounting, from date of acquisition, except when the investment is classified as held-for-sale in accordance with IFRS 5 *Non-current Assets Held-for-Sale and Discontinued Operations*.

An investment in an associate is accounted for using the equity method from the date on which the investee becomes an associate. On acquisition of the investment, an excess of the cost of the investment over the Group's share of the net fair value of the identifiable assets and liabilities of the investee is recognised as goodwill, which is included within the carrying amount of the investment. Any excess of the Group's share of the net fair value of the identifiable assets and liabilities over the cost of the investment, after reassessment, is recognised immediately in profit or loss as part of the equity-accounted profit of the associate in the period in which the investment is acquired.

Under the equity method, investments in associates are carried in the consolidated statement of financial position at cost, adjusted thereafter to recognise the Group's share of the profit or loss and other comprehensive income of the associate less any impairment losses and dividends received. When the Group's share of losses exceeds the Group's interest in that associate, the Group discontinues recognising its share of further losses.

Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate. The Group in applying the equity method uses the most recent available financial statements and management accounts of the associate.

When the Group reduces its level of significant influence or loses significant influence, the Group proportionately reclassifies the related items which were previously accumulated in equity through other comprehensive income to profit or loss as a reclassification adjustment. In such cases, if an investment remains where significant influence is no longer applicable, that investment is measured to fair value and recognised in accordance with IFRS 9, with the fair value adjustment being recognised in profit or loss as part of the gain or loss on disposal.



## Accounting policies (continued)

### 1.3 Translation of foreign currencies

#### Foreign currency transactions

The Rand is the functional currency of the parent entity and the presentation currency of the Group. Cash flows arising from transactions in a foreign currency are recorded in Rand by applying to the foreign currency amount the exchange rate between the Rand and the foreign currency at the date of the cash flow.

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

At the end of the reporting period:

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

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

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

#### Foreign operations

The results and financial position of a foreign operation are translated into the presentation currency using the following procedures:

- assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that statement of financial position;
- income and expenses for each item of profit or loss are translated at average exchange rates that approximate the foreign exchange rates prevailing at each of the transaction dates; and
- all resulting exchange differences are recognised to other comprehensive income and accumulated as a foreign currency translation reserve.

Exchange differences arising on a monetary item that forms part of a net investment in a foreign operation are recognised initially to other comprehensive income and accumulated in the foreign currency translation reserve. They are recognised in profit or loss as a reclassification adjustment through to other comprehensive income on disposal of the net investment.

The cash flows of a foreign subsidiary are translated at the exchange rates between the functional currency and the foreign currency at the average rate of the year or period.

When a foreign operation is disposed of in its entirety or partially such that control, significant influence is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal. If the Group disposes of part of its interest in a subsidiary but retains control, then the relevant proportion of the cumulative amount is reattributed to non-controlling interest.

When the Group disposes of only part of an associate while retaining significant influence, the relevant proportion of the cumulative amount is reclassified to profit or loss.

### 1.4 Significant judgements and estimation uncertainty

In preparing the financial statements, management is required to make estimates and assumptions that affect the amounts represented in the financial statements and related disclosures. Use of available information and the application of judgement are inherent in the formation of estimates. Actual results in the future could differ from these estimates which may be material to the financial statements. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are presented within each relevant disclosure note to the financial statements.

### 1.5 Adoption of new standards, amendments to standards and interpretations

The Group adopted the following new, revised and amendments to standards applicable for the first time in the current financial year, which did not have a material impact on the financial statements:

IFRS 16 *Leases Liability in a sale and leaseback (Amendment)* – The amendment requires a seller-lessee to subsequently measure lease liabilities arising from a leaseback in a way that it does not recognise any amount of the gain or loss that relates to the right of use it retains. This amendment did not have a material impact.

IAS 1 *Presentation of Financial Statements Classification of liabilities as current or non-current (Amendment)* – The amendment clarifies how to classify debt and other liabilities as current or non-current and provides a more general approach to the classification of liabilities under IAS 1 based on the contractual arrangement in place at the reporting date. This amendment did not have a material impact.

IAS 1 *Presentation of Financial Statements Non-current liabilities with covenants (Amendment)* – The amendment clarifies how conditions with which an entity must comply within twelve months after the reporting period affect the classification of a liability. This amendment did not have a material impact.



## Accounting policies (continued)

### 1.6 New standards, amendments to standards and interpretations in issue not yet effective

The Group has chosen not to early adopt the following amendments and interpretations, which have been published and are mandatory for the Group's accounting periods beginning on or after 1 March 2025 or later periods. Management is assessing the impact of the standards on the financial statements.

Standard	Effective date (for financial years beginning on or after)
IAS 21 <i>The Effects of Changes In Foreign Exchange Rates</i> Lack of exchangeability (Amendment)	
The amendment clarifies when a currency is exchangeable into another currency and how a company estimates a spot rate when a currency lacks exchangeability.	1 January 2025
IFRS 18 <i>Presentation and Disclosure in Financial Statements</i>	
IFRS 18 replaces IAS 1 <i>Presentation of Financial Statements</i> with a focus on updates to the statement of profit or loss. The new standard requires enhanced profit or loss performance measures that are reported outside the financial statements and enhanced principles on aggregation and disaggregation which apply to the primary financial statements and notes in general.	1 January 2027
IFRS 19 <i>Subsidiaries without Public Accountability: Disclosures</i>	
IFRS 19 simplifies disclosures for subsidiaries without public accountability, reducing costs while maintaining usefulness for stakeholders. Subsidiaries that elect to apply IFRS 19 will follow the same recognition, measurement and presentation requirements of those standards will be replaced with the reduced requirements of IFRS 19.	1 January 2027
IFRS 9 and IFRS 7 <i>Classification and measurement of financial instruments</i> (Amendment)	
IFRS 9 – The amendment includes guidance on the classification of financial assets, including those with contingent features.	
IFRS 7 – The amendment requires companies to provide additional disclosures on financial assets and financial liabilities that have certain contingent features.	1 January 2026



# Notes to the Consolidated Financial Statement

## 1. Property, plant and equipment

	Land and buildings R000	Leasehold improvements R000	Plant and equipment R000	Motor vehicles R000	Computer equipment R000	Furniture, fittings and office equipment R000	Right-of-use assets R000	Total R000
<b>Carrying amount at 1 March 2023</b>	241 929	56 882	183 007	51 776	24 209	51 164	295 181	904 148
Cost	259 554	125 550	590 839	145 562	78 239	110 179	498 389	1 808 312
Accumulated depreciation and impairment	(17 625)	(68 668)	(407 832)	(93 786)	(54 030)	(59 015)	(203 208)	(904 164)
Additions**	15 531	30 832	47 711	20 187	19 469	20 524	77 609	231 863
Foreign currency translation	(315)	(450)	171	(166)	52	536	386	214
Disposals	(404)	(1 961)	(6 687)	(153)	(1 746)	(2 683)	(9 693)	(23 327)
Acquisition of subsidiaries*	–	–	–	119	1 799	6 839	–	8 757
Depreciation	(11 872)	(18 421)	(39 082)	(17 116)	(10 918)	(12 139)	(81 643)	(191 191)
Transfers	–	–	–	–	(410)	–	–	(410)
Remeasurements	–	–	–	–	–	–	(6 057)	(6 057)
<b>Carrying amount at 1 March 2024</b>	<b>244 869</b>	<b>66 882</b>	<b>185 120</b>	<b>54 647</b>	<b>32 455</b>	<b>64 241</b>	<b>275 783</b>	<b>923 997</b>
Cost	273 890	146 023	627 728	153 007	85 885	124 376	532 415	1 943 324
Accumulated depreciation and impairment	(29 021)	(79 141)	(442 608)	(98 360)	(53 430)	(60 135)	(256 632)	(1 019 327)
Additions**	69 464	13 658	53 530	20 164	8 331	23 487	47 618	236 252
Foreign currency translation	–	(147)	(605)	(384)	(245)	(2 298)	(3 460)	(7 139)
Disposals	(17)	(1 201)	(3 602)	(2 857)	(431)	(674)	(3 985)	(12 767)
Disposal of subsidiaries	–	(808)	(870)	–	(326)	(519)	(1 738)	(4 261)
Depreciation	(5 168)	(16 161)	(38 640)	(14 948)	(13 105)	(13 767)	(85 870)	(187 659)
Impairment	–	(1 783)	–	(72)	(57)	–	–	(1 912)
Transfers	(951)	951	–	–	–	–	–	–
Remeasurements	–	–	–	–	–	–	16 135	16 135
<b>Carrying amount at 28 February 2025</b>	<b>308 197</b>	<b>61 391</b>	<b>194 933</b>	<b>56 550</b>	<b>26 622</b>	<b>70 470</b>	<b>244 483</b>	<b>962 646</b>
Cost	341 298	151 827	641 380	155 295	90 604	136 753	520 946	2 038 103
Accumulated depreciation and impairment	(33 101)	(90 436)	(446 447)	(98 745)	(63 982)	(66 283)	(276 463)	(1 075 457)

\* Refer to Note 17.4 Cash flow information for details relating to the acquisition of subsidiaries.

\*\* Additions include work-in-progress, refer Note 1.1. Additions for the current year comprise of cash outflow of R169.1 million, and non-cash additions of R19.5 million relating to prior year prepayments and accruals from the current year.

The cost and net carrying amount of the land within land and buildings is R84 million (2024: R84 million).

Property with a carrying amount of R159.5 million (2024: R161.8 million) was pledged as security for borrowings of R129.8 million (2024: R162.9 million). (Refer Note 10 Borrowings).

# 1. Property, plant and equipment (continued)

## 1.1 Capital work-in progress

Included in property, plant and equipment is R105.8 million (2024: R38.6 million) that relates to cost capitalised for assets not yet available for use.

	2025 R000	2024 R000
Balance at the beginning of the year	38 557	22 598
Additions	88 958	45 234
Land and buildings	69 246	12 363
Leasehold improvements	4 849	15 502
Plant and equipment	14 477	17 323
Computer equipment	386	46
Transfers	(21 725)	(29 275)
Land and buildings	–	(5 112)
Leasehold improvements	(16 692)	(6 377)
Plant and equipment	(5 033)	(17 740)
Computer equipment	–	(46)
<b>Balance at the end of the year</b>	<b>105 790</b>	38 557

### Significant judgements and estimation uncertainty

The depreciation methods, estimated remaining useful lives and residual value of each asset are reviewed at the end of each year. The estimation of the useful lives of property, plant and equipment is based on historic performance as well as expectations about future use and therefore requires a degree of judgement to be applied by management. If the expectations differ from previous estimates, the change is accounted for as a change in accounting estimate.

Item	Useful life
Buildings	50 years
Leasehold improvements	Over expected remaining term of the lease
Right of Use assets	Over expected remaining term of the lease
Plant and equipment	5 to 20 years
Furniture, fixtures and office equipment	4 to 10 years
Motor vehicles	5 to 8 years
Computer equipment	3 to 5 years

### Accounting policy

Property, plant and equipment is carried at cost less accumulated depreciation and any impairment losses and is depreciated on the straight-line basis over their expected useful lives. Land is not depreciated as it has an indefinite useful life.

### Cost

Items of property, plant and equipment are initially measured at cost. Cost includes those costs incurred initially to acquire or construct an item of property, plant and equipment and costs incurred subsequently to add to or replace part of it. If a replacement cost is recognised in the carrying amount of an item of property plant and equipment, the carrying amount of the replaced part is derecognised.

### Depreciation

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

The depreciation charge for each year is recognised in profit or loss. Depreciation commences once the asset is available for use.

### Impairment

Property, plant and equipment is assessed for impairment as non-financial assets in accordance with accounting policy in Note 13 *Profit before tax*.

### Derecognition

The gain or loss arising from the derecognition on disposal, when no further economic benefits are expected from use or disposal of an item of property, plant and equipment is included in profit or loss when the item is derecognised.

### Insurance compensation

Any compensation from third parties for losses of items of property, plant and equipment is recognised as separate economic events from the derecognition and subsequent purchase of replacement assets. The compensation is recognised as income in profit or loss when it becomes receivable.

### Borrowing cost

Borrowing costs that are directly attributable to the acquisition, construction or development of a qualifying asset are capitalised as part of the cost of that asset until such time as the asset is ready for its intended use. The amount of borrowing costs eligible for capitalisation is determined as follows:

- actual borrowing costs on funds specifically borrowed for the purpose of acquisition, construction or development of a qualifying asset less any temporary investment of those borrowings; and
- the weighted average of the borrowing costs applicable to the entity on funds generally borrowed for the purpose of acquisition, construction or development of a qualifying asset.

The borrowing costs capitalised cannot exceed the total borrowing costs incurred.

The capitalisation of borrowing costs commences when:

- expenditures for the asset have occurred;
- borrowing costs have been incurred; and
- activities that are necessary to prepare the asset for its intended use or sale are in progress.

Capitalisation is suspended during extended periods in which active development is interrupted. Capitalisation ceases when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are complete.

All other borrowing costs are recognised as an expense in the period in which they are incurred.



## 2. Intangible assets

	Trademarks and Brand names R000	Goodwill R000	Franchise incentives and similar R000	Computer software R000	Total R000
<b>Carrying amount at 1 March 2023</b>	349 746	448 534	34 281	17 897	850 458
Cost	474 088	591 394	80 861	74 048	1 220 391
Accumulated amortisation and impairment	(124 342)	(142 860)	(46 580)	(56 151)	(369 933)
Additions	–	–	16 795	12 690	29 485
Foreign currency translation	9 980	4 169	1 438	–	15 587
Disposals	(925)	–	(3 324)	(376)	(4 625)
Acquisition of subsidiaries	–	7 435	–	–	7 435
Transfers	–	–	–	410	410
Amortisation	–	–	(9 785)	(7 305)	(17 090)
Impairment	(7 734)	–	(5 155)	–	(12 889)
<b>Carrying amount at 1 March 2024</b>	<b>351 067</b>	<b>460 138</b>	<b>34 250</b>	<b>23 316</b>	<b>868 771</b>
Cost	483 143	611 780	88 792	79 525	1 263 240
Accumulated amortisation and impairment	(132 076)	(151 642)	(54 542)	(56 209)	(394 469)
Additions	–	–	17 375	8 194	25 569
Foreign currency translation	(4 554)	(3 664)	(481)	(8)	(8 707)
Disposal of subsidiaries*	–	(3 870)	–	–	(3 870)
Business combination remeasurement**	–	(3,770)	–	–	(3 770)
Amortisation	–	–	(9 439)	(7 105)	(16 544)
Impairment	(800)	–	(1 263)	–	(2 063)
<b>Carrying amount at 28 February 2025</b>	<b>345 713</b>	<b>448 834</b>	<b>40 442</b>	<b>24 397</b>	<b>859 386</b>
Cost	478 588	596 470	115 420	88 926	1 279 404
Accumulated amortisation and impairment	(132 875)	(147 636)	(74 978)	(64 529)	(420 018)

\* Derecognition of goodwill relates to the disposal of 60% shareholding in Dial n Dine (Pty) Ltd, effective 28 February 2025.

\*\* Effective 1 November 2023, the Group acquired 51% shareholding interest in Famous Brands Restaurant Holdings Ltd (Mauritius). Adjustments were made to equity and goodwill during the measurement period, based on fair values of identifiable assets and liabilities.

Impairment loss of R0.8 million (2024: R7.7 million) on trademarks and brand name, and R1.3 million (2024: R5.2 million) on franchise incentives relate to brands in Signature brands, mainly due to the conversion of Fego Caffè' to the Leading brands portfolio. The intangible assets had no recoverable amounts.

Intangible assets amortisation and impairments have been included in their respective line captions on the statement of profit or loss and other comprehensive income.

## 2. Intangible assets (continued)

### Significant judgements and estimation uncertainty

#### Trademarks and brand names

The Group's trademarks and brand names that have been assessed as indefinite life intangible assets and are disclosed above. In arriving at the conclusion that a brand has an indefinite life, management considers that the Group is a brands business and expects to acquire, hold and support brands for an indefinite period. The Group supports its brands through spending on consumer marketing and through significant investment in promotional support.

Indefinite life trademarks and brands are assessed as such, as management believes there is no foreseeable limit over which the Group will continue to generate revenues from their continued use. Supporting this assumption is the fact that the brands held are established, well known, and can reasonably be expected to generate revenues beyond the Group's strategic planning horizon. In addition, the Group can continue to renew legal rights attached to such trademarks, without significant costs, and intends to do so beyond the foreseeable future.

#### Franchise incentives and similar

Franchise incentives or inducement are offered to franchise partners as a non-returnable contribution underpinned by a franchise agreement of at least five years. Typically related to projects of a strategic nature.

#### Computer software

Computer software relates to mainly acquired computer software licences and systems.

### Impairment reviews of goodwill and intangible assets with indefinite useful life

For the purposes of impairment testing, goodwill is allocated to cash-generating units. Carrying amounts of significant goodwill and intangible assets with indefinite useful life are detailed below.

	2025 R000	2024 R000
<b>Trademarks and brand names</b>		
<b>Domestic</b>		
Wimpy, Debonairs Pizza, FishAways, Milky Lane, Steers, Vovo Telo, KEG, Mugg & Bean, Europa, Fego Caffè, Mythos, WakaberryTM, Cater Chain, Lexi's, Catch, Tru Fruit and Lamberts Bay Foods	235 029	235 828
<b>International</b>		
Wimpy (UK)	110 684	115 239
	<b>345 713</b>	351 067

	2025 R000	2024 R000
<b>Goodwill</b>		
<b>Domestic</b>		
Wimpy, Debonairs Pizza, FishAways, Steers, Famous Brands Coffee Company, Creative Coffee, Turn n Tender, Cater Chain, Lupa, Salsa, Tru Bev and Retail Group Botswana	404 222	409 833
<b>International</b>		
Venus Solutions Ltd	41 098	42 795
Famous Brands Restaurant Holdings Ltd	3 514	7 510
	<b>448 834</b>	460 138

### Impairment calculations

The recoverable amounts of trademarks, brand names and goodwill have been determined on the basis of value-in-use calculations. These intangible assets are considered on an individual basis for impairment assessment. Value-in-use calculations use cash flow projections based on 2026 financial year budgets and projected future years, approved by management, refer to Note 13 *Profit before tax* for details on impairment processed.

Significant inputs and assumptions are as follows:	UK-based intangibles*		Domestic-based intangibles**	
	2025	2024	2025	2024
Royalty rates	–	–	4.6%–6.1%	4.6%–6.1%
Post-tax discount rates applied to the projected future cash flows***	13.1%	14%	16.7%–18.2%	16%–17%
Terminal growth rates	2.5%	2%	1.6%	1%
Forecast revenues and profits (Goodwill)	5 years	5 years	5 years	5 years

\* Wimpy UK brand and trademark are assessed centrally for domestic and international operations hence UK-based royalty rates are not applicable.

\*\* Domestic includes South Africa and Middle East-based intangibles.

\*\*\* The range in discount rates applies to all trademarks and brands, and goodwill allocated to cash-generating units.

The pre-tax discount rates applicable for domestic-based intangibles are between 17.4% (2024: 17%) and 18.9% (2024: 18%) and the UK-based intangible was 13.3% (2024: 15%).

## 2. Intangible assets (continued)

### Significant judgements and estimation uncertainty

The amortisation methods, estimated remaining useful lives and residual value of each asset are reviewed at the end of each year. The estimation of the useful lives for intangible assets with definite life is based on historic performance as well as expectations about future use and therefore requires a degree of judgement to be applied by management. If the expectations differ from previous estimates, the change is accounted for as a change in accounting estimate.

Reassessing the useful life of an intangible asset with a finite useful life after it was classified as indefinite is an indicator that the asset may be impaired. As a result, the asset is tested for impairment and the remaining carrying amount is amortised over its useful life.

The useful lives of items of intangible assets have been assessed as follows:

Item	Useful life
Trademarks	Indefinite
Franchise incentives or similar	Agreement period
Computer software	3 to 5 years
Brand names	Indefinite

### Accounting policy

#### Cost

Intangible assets are carried at cost less any accumulated amortisation and any impairment losses. The amortisation charge, if any, for each period, is recognised in profit or loss.

Internally generated brands, franchise agreements, recipes, customer lists and items similar in substance are not recognised as intangible assets.

#### Amortisation

Goodwill, trademarks and brand names are regarded as having an indefinite useful life when, based on all relevant factors, there is no foreseeable limit to the period over which the asset is expected to generate net cash inflows. However these assets are tested for impairment on an annual basis. If goodwill is assessed to be impaired, the impairment loss is recognised in profit or loss and is not subsequently reversed.

Amortisation is not provided for intangible assets with indefinite life. For all other intangible assets, amortisation is provided on a straight-line basis over their useful lives. The amortisation period and the amortisation method for intangible assets are reviewed every year-end.

#### Impairment

Intangible assets are assessed for impairment as non-financial assets in accordance with accounting policy in Note 13 *Profit before tax*.

#### Derecognition

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal.

## 3. Investments in associates

Name of associate	2025 R000	2024 R000
Sauce Advertising (Pty) Ltd	3 676	4 676
DHQ Interior Brands Architects (Pty) Ltd	5 365	4 310
FoodConnect (Pty) Ltd	8 143	5 571
Munch Software (Pty) Ltd	25 728	25 284
<b>Carrying amount of investments in associates</b>	<b>42 912</b>	<b>39 841</b>
UAC Restaurants Ltd*	–	8 663
Ground and Green (Pty) Ltd	–	2 000
<b>Carrying amount of loans to associates</b>	<b>–</b>	<b>10 663</b>
<b>Reconciliation of the carrying amount for the loan to UAC Restaurants Ltd (UACR)*</b>		
Opening balance	8 663	22 228
Advance	3 729	2 186
Interest income	–	2 328
Devaluation of loan to associate	–	(18 080)
Impairment of loan to associate	(12 392)	–
<b>Closing balance</b>	<b>–</b>	<b>8 663</b>

\* The loan to UACR matures in December 2027 and accrues interest at 12% per annum. The loan was fully impaired during the current financial year. Both shareholders provided a letter of support in favour of UACR. The prior year devaluation of the loan to associate related to the foreign currency loss recognised for the remeasurement of the Naira denominated loan.

The investment in UACR was fully impaired in February 2022. The comprehensive loss for the year not recognised is R7.3 million (2024: R11.3 million), accumulated losses not recognised is R34.9 million (2024: R27.6 million).

#### Group's share on aggregated information of associates that are not individually material:

	2025 R000	2024 R000
Profit for the year	9 851	10 212
Total comprehensive income	9 851	10 212



## 4. Leases

The Group has commitments arising from 100 (2024:102) property leases for its own business operations and leases entered into to secure key sites for franchised outlets, refer to Note 19 *Commitments*. With regard to leases entered into to secure key sites, it is the Group's policy to enter into sub-lease agreements with the franchise partners on the same terms and conditions as those in the main lease.

Lease rentals for SA operations are negotiated on an average term of five years and escalated at an average rate of between 5% and 8% per annum. No contingent rent is payable.

Lease rentals for UK operations are negotiated on an average term of 10 years, with longer terms based on rent review scheduled on average, every five years based on market conditions existing at the time of review. In addition to the base rent, a number of lease agreements include additional rent based upon turnover achieved in any set period, over an agreed threshold for that period. No other contingent rent is payable.

Lease rentals for Botswana operations are negotiated on an average term of four to five years and an average escalation rate of between 6% and 8%.

### 4.1 Amounts recognised in the Statement of Financial Position

#### Lease liabilities

	2025 R000	2024 R000
Balance at the beginning of the year	321 902	338 937
Disposals	(4 704)	(10 766)
Disposal of subsidiaries	(1 978)	–
Additions	52 008	79 133
Principal repayments of lease obligations	(86 635)	(79 734)
Accretion of interest	29 527	30 642
Payments	(116 162)	(110 376)
Remeasurements	20 067	(6 057)
Foreign currency translation movement	(2 781)	389
<b>Balance at the end of the year</b>	<b>297 879</b>	321 902
<i>Maturity analysis</i>		
Current liabilities	73 926	76 559
Non-current liabilities	223 953	245 343
<b>Balance at the end of the year</b>	<b>297 879</b>	321 902

Details of the lease rentals and commitments are disclosed in Note 19 *Commitments*.



## 4. Leases (continued)

### 4.1 Amounts recognised in the Statement of Financial Position

(continued)

#### Maturity analysis (gross cash flows)

The gross future minimum rentals due are repayable as follows:

	2025 R000	2024 R000
Payable within the next 12 months	95 840	102 466
Payable two to five years	241 872	251 515
Payable thereafter	34 373	52 205
Gross future minimum rentals payable:	372 085	406 186
Less: future finance charges	(74 206)	(84 284)
<b>Present value of minimum lease payments</b>	<b>297 879</b>	<b>321 902</b>

#### Right of use assets

	2025 R000	2024 R000
Carrying amount at the beginning of the year	275 783	295 181
Land and buildings	244 356	253 970
Plant and equipment	31 427	41 211
Additions	47 618	77 609
Foreign currency translation	(3 460)	386
Disposals	(3 985)	(9 693)
Depreciation	(85 870)	(81 643)
Land and buildings	(80 188)	(72 066)
Plant and equipment	(5 682)	(9 577)
Disposal of subsidiaries	(1 738)	-
Remeasurements	16 135	(6 057)
Carrying amount at the end of the year	244 483	275 783
Land and buildings	235 170	244 356
Plant and equipment	9 313	31 427

### Lease receivables – Head leases

The Group enters into head-leases over strategic franchise sites which are sub-leased to franchisees. The average age of leases is five years. All lease contracts contain market review clauses in the event that the lessee exercises its option to renew. To manage the risk relating to the underlying assets, prospective franchisees are vetted thoroughly to ensure that they will be able to satisfy the financial obligations inherent to a franchise. Majority of the leased properties are situated in strategic locations, which makes it easy for the Group to operate them as a company-owned restaurant in an instance where the franchise partner is unable to continue operating the restaurant.

	2025 R000	2024 R000
Carrying amount at the beginning of the year	5 454	9 162
Additions	3 168	1 524
Remeasurements	3 944	59
Principal lease receipts	(4 997)	(5 291)
Lease receipts	(5 692)	(5 870)
Finance income	695	579
<b>Carrying amount at the end of the year</b>	<b>7 569</b>	<b>5 454</b>
<b>Gross future minimum rentals receivable:</b>		
Receivable within the next 12 months	4 238	3 035
Receivable within one and two years	3 507	1 905
Receivable within two and three years	2 243	1 084
Receivable within three and four years	701	-
Total undiscounted lease payments receivable	10 689	6 024
Less: unearned finance income	(3 120)	(570)
<b>Net investment in lease receivables</b>	<b>7 569</b>	<b>5 454</b>
<i>Maturity analysis (net investment)</i>		
Receivable within the next 12 months	1 680	2 091
Receivable within two to five years	5 889	3 363
<b>Net investment in lease receivables</b>	<b>7 569</b>	<b>5 454</b>

Finance income is disclosed under Note 14.2.



## 4. Leases (continued)

### 4.2 Amounts recognised in the statement of profit or loss and other comprehensive income

The Group has elected not to recognise a lease liability for short-term leases (leases of expected term of 12 months or less) or for leases of low value assets. Payments made under such leases are expensed on a straight-line basis during the year. The expenses relating to variable lease payments not included in the measurement of lease liabilities (e.g. turnover rentals) are expensed in profit or loss.

	2025 R000	2024 R000
Short-term leases	<b>25 473</b>	22 908
Lease of low value assets	<b>10 978</b>	6 097
Variable lease charges	<b>4 921</b>	4 497
	<b>41 372</b>	33 502

Details of the lease rentals and commitments are disclosed in Note 19 *Commitments*.

### 4.3 Amounts recognised in the statement of cashflows

Principal payments on lease obligations	<b>(86 635)</b>	(79 734)
Principal receipts from lease receivables	<b>4 997</b>	5 291

#### Significant judgements and estimation uncertainty

At the commencement date, a lease liability is measured at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the incremental borrowing rate (IBR) is used. IBR is the rate of interest that a lessee would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The determination of the discount rate considers various factors including forecasted yields, lease period, geographical location, credit spread of the entity and nature of asset being leased. Management judgement in determining which factors should be considered in calculating the IBR.

Extension and termination options are included in several leases across the Group. These terms are used to maximise operational flexibility in the management of contracts. The Group applied judgement to determine the lease term for some of the lease contracts, in which it is a lessee, that include renewal options. The assessment of whether the Group is reasonably certain to exercise such options impacts the lease term, which affects the amount of lease liabilities and right-of-use assets recognised.

Where applicable the cost of the right-of-use assets include an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease. The provision is calculated based on actual current quotes and adjusting these with inflation to estimate the future costs, the present value of the future costs is discounted using the rate applicable in the lease.

#### Accounting policy Famous Brands as lessee

To the extent that a right-of-control exists over an asset subject to a lease, with a lease term exceeding one year, a right-of-use asset, representing the Group's right to use the underlying leased asset, and a lease liability, representing the Group's obligation to make lease payments, are recognised in the consolidated statement of financial position at the commencement of the lease.

The Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include:

- fixed payments (including in-substance fixed payments) less any lease incentives receivable;
- variable lease payments that depend on an index or a rate;
- amounts expected to be paid under residual value guarantees;
- the exercise price of a purchase option reasonably certain to be exercised; and
- lease payments to be made under reasonably certain extension options.

Subsequent measurement for the lease liability is at amortised cost using the effective interest method and finance charge is recognised in profit or loss.

The lease liability is remeasured when there is a modification, change in lease term, lease payments arising from a change in an index or rate, estimate of the amount expected to be payable under residual value guarantee, assessment of whether it will exercise purchase, extension, or termination option or if there is a revised in-substance fixed lease payment. With the rent concession credits, the Group opted to adjust the carrying amount of the right of use asset and balance of the lease liability.

Lease expenses (costs related to leases with a duration of one year or less, variable lease payments (i.e., turnover rentals) and low-value assets (new assets less than R70 000 at inception date) are charged to profit or loss on a straight-line basis over the lease term.

## 4. Leases (continued)

The right-of-use asset is measured at cost, less any accumulated depreciation and impairment losses, and adjusted for remeasurement of lease liabilities. The cost includes:

- the amount of initial measurement of the lease liability;
- any initial direct costs incurred less lease incentives received;
- any advance lease payments; and
- an estimate of the dismantling, removal and restoration costs required in terms of the lease.

The right-of-use asset is depreciated to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term and charged to profit or loss. The lease term shall include the period of an extension option where it is reasonably certain that the option will be exercised. Where the lease contains a purchase option the asset is written off over the useful life of the asset when it is reasonably certain that the purchase option will be exercised.

At inception or on modification of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component based on their relative stand-alone prices.

Provision for dismantling is recognised when the Group has a present legal or constructive obligation as a result of a past event, and when it is probable that it will result in an outflow of economic benefits that can be reasonably estimated. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as a finance cost in profit or loss.

Gains or losses on derecognition of leases are recognised in profit or loss.

### Famous Brands as lessor

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

When the Group is an intermediate lessor (leases entered into for key sites), it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Group applies the exemption described above, then it classifies the sub-lease as an operating lease.

The Group applies the derecognition and impairment requirements in IFRS 9 to the net investment in the lease.

## 5. Deferred tax

	2025 R000	2024 R000
Balance at the beginning of the year (net)	13 792	4 222
Foreign currency effect	(589)	(866)
Movement through profit or loss	(10 693)	10 273
Current year temporary differences	(10 166)	8 746
Prior year overprovision	(527)	1 527
Movement through other comprehensive income		
Current year temporary differences	1 060	163
<b>Balance at the end of the year</b>	<b>3 570</b>	13 792
<b>Analysis</b>		
Excess capital allowances over depreciation and amortisation	(178 460)	(152 630)
Property, plant and equipment	(36 099)	(36 714)
Right of use assets	(67 254)	(47 673)
Intangible assets	(75 107)	(68 243)
Lease receivable	119	(1 686)
Prepayments	(13 965)	(8 559)
Employee benefits	14 503	18 013
Lease liabilities	79 453	60 037
Marketing funds	14 088	8 368
Share-based payment scheme	60 610	64 466
Deferred income	27 048	27 493
Other temporary differences	174	(1 710)
<b>Balance at the end of the year</b>	<b>3 570</b>	13 792
The balance comprises:		
Aggregate of deferred tax assets	92 542	99 901
Aggregate of deferred tax liabilities	(88 972)	(86 109)
<b>Balance at the end of the year</b>	<b>3 570</b>	13 792

Tax losses of R6 million (2024: R3 million) have not been recognised.

## 5. Deferred tax (continued)

### Significant judgements and estimation uncertainty

The Group recognises the net future tax benefit related to deferred tax assets to the extent that it is probable that the deductible temporary differences will reverse in the foreseeable future. Assessing the recoverability of deferred tax assets requires the Group to make estimates related to expectations of future taxable income. Estimates of future taxable income are based on forecast cash flows from operations and the application of existing tax laws in each jurisdiction.

To the extent that future cash flows and taxable income differ significantly from estimates, the ability of the Group to realise the net deferred tax assets recorded at the end of the reporting period could be impacted.

### Accounting policy

Deferred tax is recognised for temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the tax base of the assets and liabilities at the reporting date.

Deferred tax is not recognised for the following temporary differences:

- the initial recognition of goodwill; or
- the initial recognition of an asset or liability in a transaction which is not a business combination; and at the time of the transaction, affects neither accounting or taxable profit (tax loss); and
- the parent can control the timing of the reversal of the temporary difference; and it is probable that the temporary difference will not reverse in the foreseeable future.

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

Deferred tax is recognised in profit or loss, except to the extent that it relates to a transaction that is recognised directly in equity or other comprehensive income, or a business combination.

A deferred tax asset is recognised for the carry forward of unused tax losses and/or unutilised capital allowances and recognised to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unutilised capital allowances can be recovered. Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax assets are reviewed at each reporting year and recognised to the extent that it has become probable that future taxable profits will be available against which they can be used.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply during 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 deferred tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities but they intend to settle deferred tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

## 6. Inventories

	2025 R000	2024 R000
Finished goods	304 929	313 179
Raw materials	204 540	222 321
Stock in transit	18 396	19 522
Consumables	15 779	17 884
Consignment stock	12 278	–
	555 922	572 906

When inventories are sold, the cost incurred relating to that inventory is recognised as an expense in cost of sales, for the period in which the related revenue is recognised. Inventory with a carrying amount of R15.2 million was written down (2024: R11.9 million) to its net realisable value of Rnil.

The amount of any write-down of inventories to net realisable value and all losses of inventories are recognised as an expense in the period in which the write-down or loss occurs.

The amount of any reversal of any write-down of inventories, arising from an increase in net realisable value, is recognised as reduction to the write off expenses.

The net cost of inventory sold reflected in cost of sales was R4.7 billion (2024: R4.6 billion).

### Accounting policy

The inventories in the Group primarily consist of the following:

- Finished goods which includes items such as beef and chicken patties, cheese and coffee;
- Raw materials which relate to unprocessed product such as beef and coffee beans;
- Stock in transit which relates to distribution of finished goods;
- Consumables such as spare parts; and
- Consignment stock which is stock legally owned by Famous Brands but is held by a third party.

Inventories are measured at the lower of cost or net realisable value. Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimate costs necessary to make the sale. The cost of manufactured inventory and work in progress includes materials and parts, direct labour, other direct costs and includes an appropriate portion of overheads but excludes interest expenses. The cost of inventories is assigned using the weighted average cost formula. The same cost formula is used for all inventories having a similar nature and use to the Group.

### Consumables – standby equipment and critical spare parts

The Group purchases spare parts or standby equipment in advance from time to time due to reasons below:

- The machine is discontinued, and the parts are scarce when required.
- The spare part or standby equipment is imported and have long lead time.

These items are stored at the respective manufacturing plant and only used when necessary thus the spare parts remain idle until installation.

If material spare parts are expected to be used for more than one period, and the economic benefits of these assets are expected to flow to the Group, these are reclassified to property, plant and equipment.



## 7. Trade and other receivables

	2025 R000	2024 R000
Net trade receivables	500 110	495 365
Trade receivables	512 159	504 451
Impairment allowance	(12 049)	(9 086)
Other receivables	51 610	42 276
Prepayments	49 092	41 269
VAT receivable	10 393	4 762
	<b>611 205</b>	<b>583 672</b>

The Group has a wide customer base and there is no significant concentration of credit risk. One debtor has a current balance in excess of 4% (2024: 3%) of the trade receivables balance amounting to R23.7 million (2024: R15.4 million).

The book value of trade and other receivables approximates the fair value due to the short-term nature of these receivables.

The Group measures the loss allowance for trade receivables at an amount equal to the lifetime expected credit losses based on the simplified approach, refer to Note 25.4 *Credit risk* for details on the impairment.

The Group does not hold any collateral security.

Other receivables include the marketing funds deficit balance.

## 8. Cash

	2025 R000	2024 R000
<b>8.1 Cash and cash equivalents</b>	<b>441 436</b>	352 750
<b>8.2 Restricted cash*</b>	<b>44 075</b>	71 832
<b>Cash on hand and bank balances</b>	<b>485 511</b>	424 582

\* *Restricted cash relates to cash used for a specific purpose. It is 'ring-fenced' for franchise marketing services and not available to use for any other business operations. Marketing funds in South Africa are governed by the Consumer Protection Act (CPA). The funds are managed in accordance with this law, refer to Note 12 Revenue.*

Contributions to the Marketing Fund are deposited into a separate Marketing Fund bank account, managed accordingly and used for purposes of the fund only.

The fair value of cash and cash equivalents approximates its book value.

### Accounting policy

Cash and cash equivalents comprise cash on hand, demand deposits 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. Cash and cash equivalents are measured at amortised costs and stated at carrying amount which reflects its fair value.

Bank overdrafts are viewed as part of cash and cash equivalents as they form an integral part of the Group's cash management.

Restricted cash relates to contributions from franchise partners for the marketing funds. The cash in the marketing funds is identified as restricted as it is not available for general use by the Group but is only available to fund future marketing costs in accordance with franchise agreements concluded between the Group and its franchisee partners.



## 9. Equity reserves

	2025 R000	2024 R000
Share capital	1 002	1 002
Share premium	163 441	163 441
	<b>164 443</b>	164 443
<b>9.1 Share capital</b>		
<b>Authorised</b>		
200 000 000 (2024: 200 000 000) ordinary par value shares of one cent each	2 000	2 000
<b>Issued</b>		
100 202 284 (2024: 100 202 284) ordinary par value shares of one cent each	1 002	1 002
<b>Unissued</b>		
99 797 716 (2024: 99 797 716) ordinary par value shares of one cent each	998	998
<b>9.2 Share premium</b>		
Balance for the year	163 441	163 441
<b>Reconciliation of movements in the number of ordinary shares</b>		
	<b>2025 Number of shares</b>	2024 Number of shares
<b>Authorised</b>		
	<b>200 000 000</b>	200 000 000
<b>Issued</b>		
Shares in issue for the year	<b>100 202 284</b>	100 202 284

### 9.3 Cash flow hedge reserve

When accounting for cash flow hedges, the designated effective portions of a hedging relationship are recognised in other comprehensive income. Any changes in excess of the fair value of the designated component are recognised as ineffectiveness through profit or loss. The use of interest rate swaps as hedging instruments is discussed in Note 25.2 *Market risk*.

The table below shows a reconciliation of the reserve:

	2025 R000	2024 R000
Balance at beginning of the year	(2 142)	(2 584)
Recognition of interest swaps in other comprehensive income	3 925	605
Recognition of interest swaps fair value movement in other comprehensive income	3 925	527
Reclassification from other comprehensive income to profit and loss (included in finance costs)	–	78
Deferred tax	(1 060)	(163)
<b>Balance at end of the year</b>	<b>723</b>	(2 142)

## Accounting policy

### Share capital and share premium

Share capital and share premium represent shares held by holders who are entitled to dividends declared from time to time and who are entitled to voting rights at general meetings held for the companies within the Group.

### Non-distributable reserves

The reserve consists of share-based payment scheme recognised from share-based payments that are to be settled through equity once vesting conditions have been met, equity recognised for change in ownership interests when acquiring non-controlling interests as well as put option reserves arising from initial designation of equity investment reserves, see details in Note 28 *Share-based payments reserve*. See further accounting policies on cash flow hedge reserve and change in ownership interest below.

### Cash flow hedge reserve

The reserve includes the effective portion of fair value changes arising from cash flow hedges related to interest rate swap financial instruments entered into relating to borrowings raised for Group funding requirements.

### Change in ownership interest

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions – that is, as transactions with the owners in their capacity as owners. The difference between the fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recognised in equity. Gains or losses on disposals to non-controlling interests are also recognised in equity, refer to Statement of changes in equity for movement.

### Foreign currency translation reserve

The reserve includes all foreign currency differences arising from the translation of financial results included in the Group financial statements from foreign operations and exchange differences arising on a monetary item that forms part of a net investment in a foreign operation, refer to Statement of changes in equity for movements in the reserve.



## 10. Borrowings

	2025 R000	2024 R000
Long-term borrowings	907 254	1 075 688
Short-term borrowings	232 996	125 552
Short-term portion of borrowings	231 701	123 765
Non-controlling shareholder loans	1 295	1 787
	<b>1 140 250</b>	<b>1 201 240</b>

	Currency	Maturity date	Interest rate Nature	Margin %	Rate	2025 %	2024 %	2025 R000	2024 R000
<b>Terms of repayment</b>									
Loan facility: Amortising loan	ZAR	Aug-27	variable	1.70	3-month JIBAR	9.47	10.06	250 000	350 000
Loan Facility: Revolving Credit Facility (RCF)	ZAR	Aug-26	variable	1.75	3-month JIBAR	9.52	10.11	280 000	300 000
Loan Facility: Revolving Credit Facility (RCF)	BWP	Apr-25	variable	0.40	Prime	6.41	6.91	13 947	9 209
Loan Facility: Mortgage bond	ZAR	Sep-25	variable	2.15	3-month JIBAR	9.62	–	4 706	–
Loan facility: Bullet payment loan	ZAR	Aug-26	variable	1.70	3-month JIBAR	9.47	10.06	150 000	150 000
Loan facility: Bullet payment loan	ZAR	Aug-26	variable	1.85	3-month JIBAR	9.62	10.21	200 000	200 000
Loan Facility: Amortising loan	ZAR	Nov-26	variable	1.50	Prime	12.50	13.25	14 473	9 415
Loan Facility: Amortising loan	GBP	Sep-25	fixed	1.75	Fixed	2.00	2.00	2 043	5 774
Loan Facility: Mortgage bond	ZAR	Apr-35	variable	2.15	3-month JIBAR	9.62	–	82 464	–
Loan Facility: Amortising loan	ZAR	Jan-32	variable		Prime	11.00	11.75	11 223	12 216
Loan Facility: Amortising loan**	ZAR	Feb-27	variable	2.00	3-month JIBAR	9.97	10.37	129 800	162 900
<b>Non-controlling shareholder loans*</b>									
Dial and Dine (Pty)	ZAR							–	236
Marathon Holdings (Pty) Ltd	ZAR							1 295	1 368
Elegant Armor (Pty) Ltd	ZAR							–	183
								<b>1 139 951</b>	<b>1 201 301</b>
Interest accrued								299	(61)
								<b>1 140 250</b>	<b>1 201 240</b>

\* Loans from non-controlling shareholders are unsecured, interest free and have no repayment terms.

\*\* Pledged property. As at 28 February 2025, the Group pledged property with a carrying amount of R159.5 million (2024: 161 million) as security for liabilities. The property pledged consists of land and buildings.



## 10. Borrowings (continued)

### Sensitivity analysis

A change of 1% in interest rates at the reporting date would have increased/(decreased) profit or loss by R11 million (2024: R12 million).

### Interest risk management

The Group utilises interest rate swap contracts to hedge its exposure to the variability of cash flows arising from unfavourable movements in interest rates, refer Note 25 *Financial instruments and risk management* for further details.

### Facilities

- The Group has an overdraft facility in place: R100 million (2024: R100 million). Unutilised portion at year-end is R100 million (2024: R100 million).
- The Group has a 3-year revolving credit facility of R428 million (2024: R428 million). Unutilised portion is R133 million (2024: R119 million) at year end.
- The Group has 5 to 10-year amortising loans of R278 million (2024: R377 million), which are fully utilised.
- The Group has a 4.5-year amortising loan of R130 million (2024: R163 million), which is fully utilised.
- The Group has 3-year and a 4-year term bullet payment loans of R150 million (2024: R150 million) and R200 million (2024: R200 million) respectively, which are fully utilised.
- The Group has a 10-year partially amortising bond with a balance of R82.5 million (2024: Rnil) and a short term VAT loan facility of R4.7 million (2024: Rnil).

### Guarantees

Famous Brands Limited, Famous Brands Management Company (Pty) Ltd, Steers Properties (Pty) Ltd, Lamberts Bay Foods (Pty) Ltd and FB Signature Brands (Pty) Ltd are joint guarantors in terms of the loan agreement:

- Punctual performance by the Group of amounts due in the agreement;
- Immediate payment of amounts due which the Group has not paid; and
- To indemnify the lender against any cost, loss or liability it incurs as a result of the Group not paying amounts that are due.



## 11. Trade and other payables

	2025 R000	2024 R000
Trade payables and accruals	<b>614 384</b>	595 835
Trade payables	<b>403 142</b>	421 701
Accruals	<b>211 242</b>	174 134
Employee benefits	<b>79 810</b>	108 916
Deferred income	<b>10 105</b>	9 406
VAT payable	<b>28 493</b>	30 543
Put option written over the equity of non-controlling interest	<b>35 086</b>	61 539
	<b>767 878</b>	806 239

Accruals represent miscellaneous contractual liabilities that relate to expenses that were incurred but not paid for at year-end.

Deferred income relates to income received in advance for services to franchise partners such as project management for a new build or restaurant revamp or call centre services or any ad hoc services from time to time. An amount of R9.4 million (2024: R9.8 million) included in deferred income from prior year has been recognised as revenue based on the Group satisfying the relevant performance obligations over time.

The book value of trade payables and other payables approximates their fair values due to the short-term nature of the instruments.

Put option written over the equity of non-controlling interest is evergreen and remeasured annually based on earnings multiple applied to the investee's profit before interest and tax, as determined by the agreement. Current year movement relates to a remeasurement.

## 12. Revenue

	2025 R000	2024 R000
<b>Sales-based royalties</b>		
Franchise fees revenue	<b>1 030 195</b>	1 151 604
Leading brands	<b>978 564</b>	1 099 733
Signature brands	<b>51 631</b>	51 871
Marketing fees revenue*	<b>690 670</b>	677 544
Leading brands	<b>675 918</b>	663 115
Signature brands	<b>14 752</b>	14 429
<b>Revenue at point in time</b>		
Manufacturing revenue	<b>198 036</b>	165 935
Owned**	<b>32 835</b>	30 279
Subsidiary	<b>165 201</b>	135 656
Logistics revenue	<b>5 358 134</b>	5 021 308
Retail revenue	<b>344 061</b>	368 463
Company-owned restaurant revenue	<b>617 199</b>	596 367
Leading brands	<b>471 506</b>	440 851
Signature brands	<b>145 693</b>	155 516
Joining fees	<b>11 955</b>	13 402
<b>Revenue over time</b>		
Service revenue	<b>32 403</b>	29 170
	<b>8 282 653</b>	8 023 793

\* Marketing fees revenue relate to funds contributed by franchise partners for the various brands across the Group and are administered in line with the Consumer Protection Act ("CPA") in South Africa.

Additional analysis of revenue is provided in the primary (business units) and secondary (geographical) segment report based on the information reviewed by the CODM.

\*\* Owned relates to Famous Brands Management Company (Pty) Ltd plants.



## 12. Revenue (continued)

### Significant judgements and estimation uncertainty

Famous Brands' vertically integrated business model comprises a portfolio of brands represented by a franchise network of restaurants across South Africa (SA), the Rest of Africa and Middle East (AME), and the United Kingdom (UK), underpinned by substantial Logistics and Manufacturing operations.

The business model consists of business relationships between Famous Brands as the franchisor and franchise partners whereby the franchise partners make use of Famous Brands intellectual property and sell menu items to consumers. Revenue earned from the "Brands" is sales-based royalty income from supporting the franchise partners ("Franchise fees revenue") and managing the marketing, product development and related services ("Marketing fees revenue"). These are based on a percentage restaurant turnover, stipulated in the franchising agreements.

The manufacturing division supplies ingredients and products to the logistics division which on-sells to franchise partners and company-owned restaurants who earn revenue from the sale of these goods. Retail also earns revenue from sale of products to retailers.

Throughout Famous Brands' business model, our main customer is the franchise partner rather than the end-consumer, except where Famous Brands sells manufactured products to its company-owned restaurants and retailers.

Our categories of disaggregation of revenue depict the nature, amount, timing and cashflows based on business model i.e., where the franchise partner is our independent customer rather than the end-user consumer who is the franchise partner's customer.

### Marketing funds revenue

Franchise restaurants are required to spend a percentage of their respective restaurants' sales on marketing programs with the goal of increasing sales and enhancing the reputation of our Brands. The contributions are primarily used to pay for expenses relating to purchasing media for marketing, market research, commercial production, other support functions for the respective Brands.

We have determined the marketing services provided to franchise partners are highly interrelated with the franchise right and therefore not distinct. Franchise partners contribute to these consolidated marketing initiatives a percentage of restaurant sales as consideration for providing the marketing. As a result, revenues for marketing services is recognised when the related franchise restaurant sales occurs, thus a sales-base royalty revenue.

We incur marketing expense as a result of our obligation to spend franchise partners' contributions to marketing. Such marketing expense is recorded in franchise marketing in the statement of profit or loss and other comprehensive income as and when incurred. At the end of each financial year, additional marketing costs are accrued to the extent marketing revenues exceed the related marketing expense to date, as we are obligated to expend such amounts on marketing. If the marketing fee expense exceed the marketing revenue, vice versa, such deficit or excess is recognised in the deficit/surplus account such that the marketing fund activities have no impact on the statement of profit or loss. Any surplus funds are identified as "restricted" cash balances. The cash in the marketing funds is identified as restricted as it is not available for general use by the Group but is only available to fund future marketing costs in accordance with franchise agreements concluded between the Group and its franchisee partners.

### Accounting policy

Revenue from contracts with customers is recognised when the Group satisfies a performance obligation by transferring control over a product or service to a customer. Revenue is measured based on the consideration specified in the contract and excludes amounts collected on behalf of third parties. Revenue is recognised net of any discounts, returns, allowances, royalty breaks and rebates.

The Group does not have any revenue streams where the period between transfer of the promised goods or services to the franchise partner or customer and payment exceed a year. Thus, no adjustment is made to transaction prices for a financing component. The payment terms across the revenue streams do not generally exceed 90 days, and in some cases payment is before delivery.

Group performance obligations are satisfied at a point in time, over time and in relation to royalty-based income. Refer to the table below for further details.



## 12. Revenue (continued)

### Timing of revenue recognition

Timing of revenue recognition	Items	Nature of activity	Customer segment	Performance obligation and transaction price
<b>Point in time</b>	<ul style="list-style-type: none"> <li>Sales of manufactured and purchased products</li> <li>Logistics</li> <li>Sales of products to retailers</li> <li>Company-owned restaurants</li> </ul>	The Group procures or manufacturers to supply food and/or other products to franchise partners, retailers and/or company-owned restaurants.	<ul style="list-style-type: none"> <li>Franchise partners</li> <li>Retailers</li> <li>Company-owned restaurant</li> </ul>	<p>The performance obligation is satisfied upon delivery and/or sales of a product to the franchise partner, retailers or company-owned restaurant.</p> <p>The Group also exports manufactured and purchased products to franchise partners. The performance obligation is satisfied upon delivery to the customer.</p> <p>The transaction price is based on a standalone selling price of the goods.</p>
	Joining fees	The Group charges franchise partners a joining fee for upfront training and setting up the business.	Franchise partners	<p>The performance obligation is satisfied upon the commencement date of the franchise agreement.</p> <p>The transaction price is determined per the franchise agreement.</p>
<b>Over time</b>	Services revenue	The Group provides other services to franchise partners such as project management for new build or restaurant revamp or call centre services or any ad hoc services from time to time.	Franchise partners	<p>The performance obligation is satisfied over time.</p> <p>The transaction price is based on the price determined per agreement and is non-refundable.</p>
<b>Sales-based royalties</b>	Franchise fees revenue	The Group provides franchise partners with access to the intellectual property, business processes and trademark linked to the brand throughout the period of the franchise agreement.	Franchise partners	<p>The performance obligation is satisfied over time.</p> <p>The transaction price is based on a percentage of the franchisee's sales as stipulated in the franchise agreement.</p> <p>In the case of Wimpy (UK), the transaction price is on occasion based on a percentage of the franchise partner's licensed product purchases as stipulated in the franchise agreement.</p> <p>In an event where the Group grants the franchisee a royalty break, it accounts for the contract modification as if it were a part of the existing contract and is recognised as an adjustment to revenue (as a reduction of revenue).</p>
	Marketing fees revenue	The Group provides the franchise partners with access to marketing services throughout the period of the franchise agreement.	Franchise partners	<p>The performance obligation is satisfied over time.</p> <p>The transaction price is in the form of a sales-based marketing fee.</p> <p>There is no marketing fund in the UK.</p>



## 13. Profit before tax

	Notes	2025 R000	2024 R000
Profit before tax is arrived at after taking into account, among other items, those detailed below:			
Depreciation of property, plant and equipment	1	187 659	191 191
Amortisation of intangible assets	2	16 544	17 090
Expected credit loss	25.4	3 034	(10 121)
Directors' remuneration	22	26 458	30 248
Executive directors	22	19 624	23 625
Non-executive directors	22	6 834	6 623
		13 428	12 184
Auditors' remuneration			
Audit fees		11 358	10 243
Non-audit fees*		2 070	1 941
Electricity**		111 570	93 347
Property insurance **		28 917	26 741
Employee expenses		1 144 079	1 096 997
Share-based payments – equity-settled	27	48 908	40 146
Foreign exchange differences		(141)	(646)
Remeasurement of non-controlling interest put option		(26 452)	3 195
Other income		(60 746)	(28 268)
Profit on disposal of property, plant and equipment		(7 221)	(6 772)
Profit on disposal of right-of-use assets		(509)	(1 073)
Loss on disposal of intangible assets		–	1 013
Sundry Income***		(53 016)	(21 436)
Impairments		3 975	12 889
Impairment – Trademarks	2	800	7 734
Impairment – Franchise incentives and similar	2	1 263	5 155
Impairment – Property, plant and equipment	1	1 912	–
Share of profit from associates	3	(9 851)	(10 095)
Devaluation of loan to associate****	3	–	18 080
Impairment of loan to associate	3	12 392	–

\* Relates to fees paid for independent reviews over the subsidiary statutory financial statements.

\*\* Management reassessed the way certain expenses related to facilities and property are disclosed in the financial statements. By separating out material items such as electricity and insurance from the general line item "Facilities and property expenses," the financial statements will provide a clearer and more precise representation of the Group's material operation expenses.

\*\*\* Sundry income includes the GBK liquidation dividend of GBP 1.1 million (R24.8 million).

\*\*\*\* Prior year devaluation of loan to associate related to the foreign currency loss recognised for the remeasurement of the Naira denominated loan to UACR. The loss was due to the devaluation of the Naira against the Rand.

### Significant judgements and estimation uncertainty Impairment of non-financial assets

The Group's non-financial assets, other than inventories and deferred tax assets, are reviewed for impairment at each year or whenever events or changes in circumstances indicate that the carrying value may not be recoverable. In addition, intangible assets with an indefinite useful life are tested on an annual basis for impairment. Recoverable amounts are estimated for individual assets or, where an individual asset cannot generate cash inflows independently, the recoverable amount is determined for the larger cash generating unit to which it belongs.

The recoverable amounts of cash-generating units and individual assets have been determined based on the higher of value-in-use calculations and fair values less costs to sell. The calculations for projected cash flows require the use of estimates and assumptions. These estimated cash flows are based on financial budgets over set years and extrapolated over the useful life of the asset using forecast growth rate. The forecast cash flows and discount rate are post-tax.

Expected future cash flows used to determine the value-in-use of intangible and tangible assets are inherently uncertain and could materially change over time. The accuracy of the impairment models will only be proved by the future performance of the related businesses. It is reasonably possible that the assumptions will change, which may then impact our estimations and may require a material adjustment to the carrying value of intangible and tangible assets. Management determined the fair values using their best estimates.

### Projected cash flows

Management determines the expected performance of the assets based on past performance and its future expectations of market developments. By its very nature, cash flow projections involve uncertainties. These adjustments took into account recovery of the business post the pandemic period. The adjustments were on revenue and margins.

### Discount rate

The weighted average cost of capital (WACC) rate is derived from a pricing model. The variables used in the model are established on the basis of management judgement and current market conditions.

### Sensitivity analysis on value-in-use assessments

It is unlikely that any reasonably possible change in the key assumptions will result in a different conclusion.



## 13. Profit before tax (continued)

### Accounting policy

#### Impairment of non-financial assets

The Group assesses at the end of each year whether there is any indication that an asset may be impaired. If any such indication exists, the Group estimates the recoverable amount of the asset. Irrespective of whether there is any indication of impairment, the Group also:

- tests intangible assets with indefinite useful life or intangible assets not yet available for use for impairment annually by comparing their recoverable amounts; and
- tests goodwill acquired in a business combination for impairment annually.

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

The recoverable amount of an asset or a cash-generating unit is the higher of its fair value less costs to sell and its value-in-use. If the recoverable amount of an asset is less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. That reduction is an impairment loss. An impairment loss of assets carried at cost less any accumulated depreciation or amortisation is recognised immediately in profit or loss.

Goodwill acquired in a business combination is, from the acquisition date, allocated to each of the cash-generating units, or groups of cash-generating units, that are expected to benefit from the synergies of the combination.

The impairment loss is allocated to reduce the carrying amount of the assets of the unit in the following order:

- first, to reduce the carrying amount of any goodwill allocated to the cash-generating unit; and then
- to the other assets of the unit, pro rata based on the carrying amount of each asset in the unit.

The Group assesses at the end of each year whether there is any indication that an impairment loss recognised in prior years for assets other than goodwill may no longer exist or may have decreased. If any such indication exists, the recoverable amounts of those assets are estimated.

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

## 14. Net finance costs

	2025 R000	2024 R000
<b>14.1 Finance costs</b>		
Interest on borrowings	(117 085)	(125 239)
Interest on lease liabilities	(29 527)	(30 642)
Ineffective portion of cash flow hedge	–	78
Other finance costs	(5 466)	(5 128)
	<b>(152 078)</b>	<b>(160 931)</b>
<b>14.2 Finance income</b>		
Interest from lease receivables	695	579
Interest from bank deposits	46 181	39 956
	<b>46 876</b>	<b>40 535</b>
Net finance costs	<b>(105 202)</b>	<b>(120 396)</b>

### Accounting policy

#### Finance costs

Finance costs comprise interest payable on borrowings and lease liabilities using the effective interest method. All other finance costs are expensed in the period in which they incurred. For the purposes of the statement of cash flows finance costs is classified under operating activities due to the nature of the costs.

#### Finance income

Finance income comprise interest receivable on positive bank balances and lease receivables using the effective interest method. All other finance income is recognised in the period in which its earned. For the purposes of the statement of cash flows finance income is classified under operating activities due to the nature of the income.



## 15. Tax

	2025 R000	2024 R000
<b>Normal tax</b>		
Current tax	211 001	210 113
Current year	211 556	205 628
Foreign tax	7 356	4 485
Prior year over provision	(7 911)	–
<b>Deferred tax</b>	10 693	(10 273)
Current temporary differences	10 166	(8 746)
Prior year over provision	527	(1 527)
	<b>221 694</b>	199 840

	2025 %	2024 %
<b>Reconciliation of rate of tax</b>		
<b>South African normal rate of tax</b>	27.0	27.0
Adjustments in rate for year due to:		
Share of profits of associates	(0.3)	(0.3)
Exempt income	(0.9)	0.3
Prior year over provision deferred tax	1.0	(0.2)
Learnership allowances	(0.2)	(0.2)
Other disallowable expenditure	(0.8)	0.7
Depreciation on leasehold improvements	0.4	0.2
Profit on sale of assets	(0.1)	–
Impairment	0.8	1.0
Prior year over provision current tax	(0.1)	–
Profit on sale of business	(0.2)	–
Tax losses not recognised	0.5	0.1
Foreign tax differential	0.4	0.6
<b>Effective rate of tax</b>	<b>27.5</b>	29.2

### Accounting policy

Current and deferred taxes are recognised in profit or loss for the financial year, except to the extent that the tax arises from items related to other comprehensive income, equity or business combination, in which case it is recognised directly in other comprehensive income, equity or business combination.

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

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



## 16. Basic and headline earnings per share

	2025 Cents per share	2024 Cents per share
<b>Attributable to owners of Famous Brands Limited</b>		
Basic earnings per share	547	457
Headline earnings per share	520	465
Diluted earnings per share	547	457
Diluted headline earnings per share	520	465

### 16.1 Reconciliation of weighted average number of shares to diluted weighted average number of shares

	2025 Number of shares	2024 Number of shares
Weighted average number of shares in issue	100 202 284	100 202 284
Possible issue of ordinary shares in the future relating to the share incentive scheme	161 617	7 690
<b>Diluted weighted average number of shares in issue</b>	<b>100 363 901</b>	100 209 974

### 16.2 Basic and headline earnings

	2025 R000	2024 R000
Basic earnings	547 614	457 565
<b>Adjusted for:</b>	<b>(26 636)</b>	7 917
Profit on disposal of property, plant and equipment	(7 221)	(6 772)
Tax on profit on disposal of property, plant and equipment	1 949	1 836
Loss on disposal of intangible assets	–	1 013
Tax on loss on disposal of intangible assets	–	(279)
Profit on disposal of right-of-use assets	(509)	(1 073)
Tax impact on disposal of right-of-use assets	137	303
GBK liquidation dividend	(24 751)	–
Impairment of intangible assets and property, plant and equipment	3 975	12 889
Tax on impairment	(216)	–
<b>Headline earnings</b>	<b>520 978</b>	465 483



## 17. Cash flow information

	2025 R000	2024 R000
<b>17.1 Reconciliation of profit before tax to cash generated by operations</b>		
Profit before tax	806 253	683 545
Adjusted for:		
Depreciation of property, plant and equipment	187 659	191 191
Amortisation of intangible assets	16 544	17 090
Impairment of property, plant and equipment	1 912	–
Impairment of intangible assets	2 063	12 889
Devaluation of loan to associate	–	18 080
Impairment of loan to associate	12 392	–
Revaluation of preference shares	(3 084)	(5 541)
Net finance costs expense	105 202	120 396
Profit on disposal of property, plant and equipment	(7 221)	(6 772)
Profit on disposal of right-of-use asset	(509)	(1 073)
Loss on disposal of intangible assets	–	1 013
Share of profits from associates	(9 851)	(10 095)
Share-based payments reserve	48 908	40 146
Movement in expected credit loss	3 034	(10 121)
Non-controlling interests put option remeasurement	(26 452)	3 195
Inventory write-down	15 193	11 939
Other non-cash items	4 465	(301)
Cash generated before changes in working capital	1 156 508	1 065 581
Working capital changes	(35 399)	20 494
Decrease/(increase) in inventories	1 439	(51 183)
Increase in receivables	(39 783)	(28 387)
Decrease in restricted cash	27 620	61 966
(Decrease)/increase in payables	(24 675)	38 098
<b>Cash generated from operations</b>	<b>1 121 109</b>	<b>1 086 075</b>

	2025 R000	2024 R000
<b>17.2 Reconciliation of tax paid during the year</b>		
Net amount payable at the beginning of the year	(42 053)	(43 697)
Amounts charged to profit or loss	(211 001)	(210 113)
Foreign currency effect	2 427	281
Net amount payable at the end of the year	36 117	42 053
<b>Tax paid</b>	<b>(214 510)</b>	<b>(211 476)</b>
<b>17.3 Reconciliation of dividends paid during the year</b>		
Amounts owing at the beginning of the year	(3 245)	(2 802)
Amounts charged to retained earnings	(314 689)	(371 750)
Amounts owing at the end of the year	3 626	3 245
<b>Dividends paid</b>	<b>(314 308)</b>	<b>(371 307)</b>



## 17. Cash flow information (continued)

	2025 R000	2024 R000
<b>17.4 Summary of cash flows on acquisitions, disposals and changes in ownership interests</b>		
<b>Cash inflow on disposal of interests in subsidiaries</b>		
Elegant Armor (Pty) Ltd	1 049	–
Effective 15 August 2024, the Group disposed of a 90% shareholding in a Elegant Armor.		
Dial n Dine (Pty) Ltd	2 824	–
Effective 28 February 2025, the Group disposed of a 60% shareholding in Dial n Dine.		
<b>Cash inflow on disposal of subsidiaries</b>	<b>3 873</b>	<b>–</b>
<b>Cash outflow on acquisition of interests in subsidiaries</b>		
Famous Brands Restaurants Holdings Ltd (Mauritius)	–	(6 396)
Effective 1 November 2023, 51% shareholding interest was acquired in Famous Brands Restaurant Holdings Limited (Mauritius), for a consideration of R6.4 million.		
Famous Brands Coffee Company (Pty) Ltd	(28 300)	–
Effective 1 March 2024, the Group acquired the remaining 38% shareholding in Famous Brands Coffee Company for a consideration of R28.3 million.		
<b>Cash outflow on acquisition of subsidiaries</b>	<b>(28 300)</b>	<b>(6 396)</b>

	2025 R000	2024 R000
<b>17.5 Liabilities from financing activities reconciliation</b>		
<b>Borrowings</b>		
Balance at beginning of the year	1 199 453	1 138 296
Borrowings raised	100 347	186 700
Borrowings repaid	(160 562)	(126 310)
Other changes*	(283)	767
<b>Balance at end of the year</b>	<b>1 138 955</b>	<b>1 199 453</b>
* Other changes include movement in non-cash movements and interest payments included in finance costs.		
<b>Non-controlling shareholder loans</b>		
Balance at beginning of the year	1 787	1 567
Loan (repaid)/received	(492)	220
<b>Balance at end of the year</b>	<b>1 295</b>	<b>1 787</b>

## 18. Contingent liabilities

Refer to Note 10 *Borrowings* for other guarantees and facilities in the Group.

The Group has issued R16.2 million (2024: R16.2 million) suretyship in favour of First Rand Bank Limited to secure the banking facilities entered into by certain local subsidiary companies.



## 19. Commitments

	2025 R000	2024 R000
<b>19.1 Operating leases</b>		
The net future minimum rentals due under operating leases are as follows:		
The gross minimum rentals for low-value leases	<b>14 831</b>	20 289
	<b>14 831</b>	20 289
The gross future minimum rentals due are repayable as follows:		
Payable within the next 12 months	<b>7 583</b>	7 126
Payable within two to five years	<b>7 248</b>	13 163
	<b>14 831</b>	20 289
The operating leases relate to laptop and printer machine rentals for a period of 48 months. Refer to Note 4 <i>Leases</i> for more information relating to commitments related to leases accounted for in terms of IFRS 16 <i>Leases</i> .		
<b>19.2 Capital expenditure</b>		
Approved by the directors but not contracted for	<b>373 189</b>	496 248

This capital expenditure relates to additions and improvements to production facilities, motor vehicles, franchise incentives, computer equipment and furniture and fittings. This expenditure will be financed by existing borrowing facilities and internally generated funds.

## 20. Retirement benefit plans

Employees within the Group are members of 18 (2024: 18) provident funds and 1 pension fund (2024: 1). 11 funds are administered by Sygnia Group, 1 fund by Borwa Financial Services and 6 by Sanlam. Each fund provides benefits on a defined contribution basis. The funds are subject to the Pension Funds Act of 1956, as amended. All employees of the Group are eligible to be members of the funds. As at 28 February 2025, the membership of the funds was 1 814 (2024: 1 793) employees. The Group's contribution to the provident funds for the year was R71 million (2024: R60 million). The market value of the investments of the various funds as at 28 February 2025 was R424 million (2024: R384 million).



## 21. Directors' interests in shares

	2025			2024		
	Beneficial direct interest R000	Beneficial indirect interest R000	Total R000	Beneficial direct interest R000	Beneficial indirect interest R000	Total R000
<b>Executive</b>						
Mr DP Hele	165	–	165	135	–	135
<b>Non-executive</b>						
Mr N Halamandaris	974	5 729	6 703	605	6 829	7 434
Mr T Mosololi	2	–	2	–	–	–
	<b>1 141</b>	<b>5 729</b>	<b>6 870</b>	740	6 829	7 569

No director has any non-beneficial interest in the ordinary shares of the company.

The Group has not been advised of any changes in the above interests of the directors between the end of the financial year and date of approval of the report.



## 22. Directors' remuneration

	For services as directors R000	Remuneration R000	Bonuses R000	Provident fund contributions R000	Other benefits and payments R000	Total R000
<b>28 February 2025</b>						
<b>Executive</b>	–	8 946	6 317	908	3 453	19 624
Mr DP Hele	–	5 464	4 423	511	3 361	13 759
Mrs N Shiluvana	–	3 482	1 894	397	92	5 865
<b>Non-executive</b>	6 834	–	–	–	–	6 834
Mr NJ Adami	279	–	–	–	–	279
Mr CH Boulle	1 261	–	–	–	–	1 261
Ms SL Botha	504	–	–	–	–	504
Mr AK Maditse	869	–	–	–	–	869
Mr N Halamandaris	675	–	–	–	–	675
Ms F Petersen-Cook	986	–	–	–	–	986
Mr W Mzimba	734	–	–	–	–	734
Ms B Mathe	822	–	–	–	–	822
Mr T Mosololi	704	–	–	–	–	704
	<b>6 834</b>	<b>8 946</b>	<b>6 317</b>	<b>908</b>	<b>3 453</b>	<b>26 458</b>
Less: Paid by subsidiaries	–	(8 946)	(6 317)	(908)	(3 453)	(19 624)
	<b>6 834</b>	<b>–</b>	<b>–</b>	<b>–</b>	<b>–</b>	<b>6 834</b>



## 22. Directors' remuneration (continued)

	For services as directors R000	Remuneration R000	Bonuses R000	Provident fund contributions R000	Other benefits and payments R000	Total R000
<b>29 February 2024</b>						
<b>Executive</b>	–	8 998	8 748	707	5 172	23 625
Mr DP Hele	–	5 335	4 649	485	5 060	15 529
Mr DJ Fredericks <sup>1</sup>	–	1 720	4 099	–	60	5 879
Mrs N Shiluvana <sup>2</sup>	–	1 943	–	222	52	2 217
<b>Non-executive</b>	6 623	–	–	–	–	6 623
Mr NJ Adami <sup>6</sup>	625	–	–	–	–	625
Mr CH Boulle	1 027	–	–	–	–	1 027
Ms SL Botha <sup>5</sup>	1 088	–	–	–	–	1 088
Mr AK Maditse	760	–	–	–	–	760
Mr N Halamandaris	596	–	–	–	–	596
Mr JL Halamandres <sup>3</sup>	151	–	–	–	–	151
Ms F Petersen-Cook	825	–	–	–	–	825
Ms B Mathe	675	–	–	–	–	675
Mr T Mosololi	636	–	–	–	–	636
Mr W Mzimba <sup>4</sup>	240	–	–	–	–	240
	6 623	8 998	8 748	707	5 172	30 248
Less: Paid by subsidiaries	–	(8 998)	(8 748)	(707)	(5 172)	(23 625)
	6 623	–	–	–	–	6 623

<sup>1</sup> Mr DJ Fredericks retired as Group Financial Director on 31 July 2023.

<sup>2</sup> Mrs N Shiluvana was appointed as Group Financial Director and executive director on 1 August 2023.

<sup>3</sup> Mr JL Halamandres retired on 20 July 2023.

<sup>4</sup> Mr W Mzimba was appointed on 1 October 2023.

<sup>5</sup> Mrs SL Botha retired on 26 July 2024

<sup>6</sup> Nomarn Adami retired on 26 July 2024

Directors' remuneration is only reflected from the date upon which an appointment commences and up to the date of resignation.

Performance bonuses are disclosed in relation to the bonus paid during the year.

The following amounts, which have not been included in the remuneration above, were recognised in line with IFRS 2 *Share-based payments*:

	2025				2024			
	Share Appreciation Rights R000	Retention Shares R000	Performance shares R000	Total R000	Share Appreciation Rights R000	Retention Shares R000	Performance shares R000	Total R000
Mr DP Hele	1 327	331	3 844	5 502	2 780	737	1 528	5 045
Mrs N Shiluvana	–	–	979	979	–	–	–	–
	1 327	331	4 823	6 481	2 780	737	1 528	5 045



## 23. Related party transactions

The Group, in the ordinary course of business, entered into various transactions with related parties.

### 23.1 Franchise agreements

A non-executive director of Famous Brands Limited, has interests in 1 (2024: 1) franchised outlet (Mythos Waterfall). Franchise fees and product sales have been charged under terms and conditions no more favourable than those entered into with third parties.

### 23.2 Lease agreements

The Group leased property to Ground and Green, an associate. The transaction was conducted at market related fees prevailing at the time of entering into the transaction.

### 23.3 Supply agreements

The Group has entered into a supply agreement with an associate, FoodConnect. The transactions were conducted at market related fees prevailing at the time of entering into the transactions.

### 23.4 Advertising fees

Advertising fees have been paid to an associate, Sauce Advertising. The transactions were conducted at market-related fees prevailing at the time of entering into the transactions.

### 23.5 Design fees paid to associate

Design fees for the restaurant layout have been paid to an associate, DHQ Interior Brands Architects. The transactions were conducted at market-related fees prevailing at the time of entering into the transactions.

### 23.6 Point of sale services paid to associate

The Group has entered into a point of sale service agreement with an associate, Munch. The transactions were conducted as cost recovery for point of sale devices. Purchased devices are held as consignment stock.

## 23.7 Details of transactions and balances with related party entities

	2025 R000	2024 R000
<b>Transactions for the year</b>		
Franchise fee revenue	980	1 160
Sale of products	49 833	46 145
Purchase of product	58 247	51 057
Advertising fees paid to associate	96 990	94 776
Point of sale services paid to associate	23 293	629
Point of sale devices cost recovery from associate	15 188	–
Design fees paid to associate	24 938	23 574
Rental income received from associate	359	704
Dividends declared by associate companies	6 781	7 720
<b>Balances with related parties</b>		
Loans receivable from related parties*	–	10 663
Trade payables to related parties	14 237	14 988
Trade receivables from related parties	9 784	2 218

\* The loan to UAC Restaurants matures in December 2027 and accrues interest at 12%. The balance is fully impaired.

## 23.8 Remuneration

### Directors' remuneration

The remuneration for directors of the holding company paid during the year by subsidiaries within the Group has been disclosed in Note 22 *Directors' remuneration*. Executive directors are defined as key management.



## 24. Schedule of investments in subsidiaries and associates

	Share capital		Interest		Cost of investment in shares		Amounts owing by/(to) subsidiaries	
	2025 R	2024 R	2025 %	2024 %	2025 R000	2024 R000	2025 R000	2024 R000
<b>24.1 Direct</b>								
Debonairs Pizza (Pty) Ltd <sup>3</sup>	–	–	100	100	110	110	–	–
Famous Brands Management Company (Pty) Ltd <sup>1</sup>	100	100	100	100	257 383	291 238	(420 662)	(444 614)
Fishaways (Pty) Ltd <sup>3</sup>	2 000	2 000	100	100	2 269	2 269	–	–
Mugg & Bean Franchising (Pty) Ltd <sup>3</sup>	101	101	100	100	100 000	100 000	–	–
Pleasure Foods (Pty) Ltd <sup>4</sup>	800	800	100	100	–	–	–	–
Pleasure Foods Intellectual Property Company (Pty) Ltd <sup>3</sup>	800	800	100	100	107 499	107 499	–	–
Pleasure Foods Property Holdings 1 (Pty) Ltd <sup>5</sup>	–	100	100	100	–	–	–	–
Steers (Pty) Ltd <sup>3</sup>	200	200	100	100	6 243	6 243	–	(16 698)
The Famous Brands Share Incentive Trust <sup>4</sup>	–	–	100	100	–	–	–	–
Steers Properties (Pty) Ltd <sup>6</sup>	4 000	4 000	100	100	129 731	129 731	4 769	24 269
Halamandaris Props (Pty) Ltd <sup>6</sup>	400	400	100	100	1 679	1 679	–	13 429
<b>24.2 Indirect</b>								
4 E Holdings (Pty) Ltd <sup>4</sup>	120	120	100	100				
BC Hospitality (Lupa) <sup>1</sup>	100	100	100	100				
Brickhouse Trading (Pty) Ltd <sup>6</sup>	–	–	100	100				
Cater Chain Foodservices (Pty) Ltd <sup>1</sup>	100	100	75	75				
Dial n Dine (Pty) Ltd <sup>5</sup>	–	4 900 000	–	60				
Elegant Armor (Pty) Ltd <sup>5</sup>	–	–	–	90				
Famous Brands Cheese Company (Pty) Ltd <sup>1</sup>	100	100	51	51				
Famous Brands Franchising Kenya Limited <sup>1</sup>	20 619 172	20 619 172	100	100				
Famous Brands Group (Zambia) Limited <sup>1</sup>	11 373	11 373	100	100				
Famous Brands Lilongwe <sup>1</sup>	179	179	100	100				
FB Manco Restaurant Management LLC <sup>1</sup>	1 046 608	1 046 608	100	100				
Famous Brands Management Namibia (Pty) Ltd <sup>1</sup>	–	–	100	100				
Famous Brands Restaurant Holdings Limited <sup>1</sup>	11 332 100	11 332 100	51	51				
Trubev (Pty) Ltd <sup>1</sup>	7 418 466	7 418 466	70	70				
Chilango (Pty) Ltd <sup>4</sup>	1 000	1 000	100	100				
Creative Coffee Franchise Systems (Pty) Ltd <sup>1</sup>	750 100	750 100	100	100				
Famous Brands Coffee Company (Pty) Ltd <sup>1</sup>	100	100	100	62				
Five Star Performance (Pty) Ltd <sup>1</sup>	6 500 000	6 500 000	51	51				



## 24. Schedule of investments in subsidiaries and associates (continued)

	Share capital		Interest		Cost of investment in shares		Amounts owing by/(to) subsidiaries	
	2025 R	2024 R	2025 %	2024 %	2025 R000	2024 R000	2025 R000	2024 R000
<b>24.2 Indirect (continued)</b>								
Gorilla Holdings Limited <sup>2</sup>	41	41	100	100				
FB Signature Brands (Pty) Ltd <sup>1</sup>	32 000 000	32 000 000	100	100				
Lamberts Bay Foods (Pty) Ltd <sup>1</sup>	52 700	52 700	100	100				
Lexi's Healthy Eatery (Pty) Ltd <sup>5</sup>	–	–	51	51				
Lunar Thought Trading (Pty) Ltd <sup>5</sup>	–	–	100	100				
Marble Olympia Trading (Pty) Ltd <sup>4</sup>	–	–	100	100				
Marathon Holdings (Pty) Ltd <sup>1</sup>	32 595 715	32 595 715	92,5	92,5				
Opal Octopus Trading (Pty) Ltd <sup>4</sup>	–	–	100	100				
Pink Potato Trading 103 (Pty) Ltd <sup>1</sup>	87	87	75	75				
Quickstep Investment 10 (Pty) Ltd <sup>4</sup>	1 000	1 000	100	100				
Retail Group Botswana <sup>1</sup>	249	249	51	51				
Rising Rapids Trade and Invest (Pty) Ltd <sup>1</sup>	–	–	100	100				
Sapphire Stag Trade and Invest (Pty) Ltd <sup>1</sup>	3 296 507	3 296 507	100	100				
Souldance Holdings 11 (Pty) Ltd <sup>1</sup>	100	100	100	100				
Vovo Telo Bakery and Café (Pty) Ltd <sup>1</sup>	1 000	1 000	100	100				
Venus Solutions Ltd <sup>2</sup>	42 613 800	42 613 784	100	100				
Wakaberry™ Holdings (Pty) Ltd <sup>4</sup>	1 000	1 000	100	100				
Wimpy Marketing Fund (Pty) Ltd <sup>4</sup>	2	2	100	100				
					604 915	638 769	(415 893)	(423 614)

All the above subsidiaries are incorporated in South Africa, except for Venus Solutions Limited (incorporated in the United Kingdom), Retail Group Botswana (incorporated in Botswana), Famous Brands Lilongwe (incorporated in Malawi), Gorilla Holdings Limited and Famous Brands Restaurant Holdings Limited (incorporated in Mauritius), FB Manco Restaurant Management LLC (incorporated in UAE), Famous Brands Management Namibia (Pty) Ltd (incorporated in Namibia) and Famous Brands Franchising Kenya Limited (Incorporated in Kenya).

Main business:

1. Franchisor, product manufacture, distribution, management and/or administration.
2. Offshore holding company.
3. Trademark owner.
4. Dormant.
5. Deregistered or sold or administration.
6. Property holding.



## 24. Schedule of investment in subsidiaries and associates (continued)

	Principal activity	Place of incorporation and operation	Year end	"Effective date of acquisition"	Interest 2025 %	2024 %
<b>24.3 Associates</b>						
UAC Restaurants Ltd	Quick service restaurants	Nigeria	31 December	1 October 2013	<b>49</b>	49
Sauce Advertising (Pty) Ltd	Advertising	South Africa	28 February	1 March 2013	<b>37</b>	37
DHQ Interior Brands Architects (Pty) Ltd	Restaurant design	South Africa	28 February	1 March 2021	<b>48.5</b>	48.5
FoodConnect (Pty) Ltd	Distribution	South Africa	28 February	1 June 2018	<b>49</b>	49
Ground and Green (Pty) Ltd	Distribution	South Africa	28 February	1 May 2023	<b>49</b>	49
Munch Software (Pty) Ltd	Point of sale	South Africa	28 February	16 October 2023	<b>45.5</b>	45.5



## 24. Schedule of investments in subsidiaries and associates (continued)

### 24.4 Investment in subsidiaries with material non-controlling interests

#### Famous Brands Coffee Company (Pty) Ltd

Famous Brands Limited has an indirect interest of 100% (2024: 62%) in Famous Brands Coffee Company (Pty) Ltd, a company involved in the production of coffee. The Group acquired the non-controlling interest, effective 1 March 2024. The company's principal place of business is 154 Edward Avenue, Hennopspark, Centurion, Gauteng. The information below summarises the financial position and performance of the subsidiary:

	2025 R000	2024 R000
Current assets	–	56 755
Non-current assets	–	23 749
Current liabilities	–	(9 906)
Non-current liabilities	–	(13 221)
Net assets of the subsidiary	–	57 377
Revenue	–	165 597
Profit before tax	–	14 988
Profit for the year	–	10 942
Total comprehensive income for the year	–	10 942
Profit for the year allocated to non-controlling interest	–	4 158
Accumulated non-controlling interests	–	22 015
Dividends paid to non-controlling interests	–	3 420
Net cash inflow from operating activities	–	1 699
Net cash outflow from investing activities	–	(2 966)
Net cash outflow from financing activities	–	(2 626)

#### Famous Brands Cheese Company (Pty) Ltd

Famous Brands Limited has an indirect interest of 51% in Famous Brands Cheese Company (Pty) Ltd, a company involved in the production of cheese. The company's principal place of business is Cable Road, Zone 3, Coega, Eastern Cape. The information below summarises the financial position and performance of the subsidiary:

	2025 R000	2024 R000
Current assets	<b>186 504</b>	156 117
Non-current assets	<b>67 409</b>	75 885
Current liabilities	<b>(55 124)</b>	(54 389)
Non-current liabilities	<b>(28 488)</b>	(36 320)
Net assets of the subsidiary	<b>170 301</b>	141 293
Revenue	<b>724 174</b>	673 275
Profit before tax	<b>95 511</b>	58 561
Profit for the year	<b>69 002</b>	42 844
Total comprehensive income for the year	<b>69 002</b>	42 844
Profit for the year allocated to non-controlling interest	<b>33 811</b>	20 993
Accumulated non-controlling interests	<b>83 697</b>	69 486
Dividends paid to non-controlling interests	<b>19 600</b>	31 850
Net cash inflow/(outflow) from operating activities	<b>52 384</b>	(28 619)
Net cash outflow from investing activities	<b>(6 187)</b>	(2 602)
Net cash outflow from financing activities	<b>(6 424)</b>	(5 980)



## 24. Schedule of investments in subsidiaries and associates (continued)

### 24.4 Investment in subsidiaries with material non-controlling interests (continued)

#### Cater Chain Food Services (Pty) Ltd

Famous Brands Limited has an indirect interest of 75% in Cater Chain Food Services (Pty) Ltd Group, a Group involved in general meat trading. The Group's principal place of business is 30 Angus Rd, City Deep, Johannesburg, Gauteng. The information below summarises the financial position and performance of the subsidiary:

	2025 R000	2024 R000
Current assets	118 834	103 707
Non-current assets	27 952	42 368
Current liabilities	(31 933)	(39 343)
Non-current liabilities	(3 766)	(3 861)
Net assets of the subsidiary	111 087	102 871
Revenue	535 036	581 637
Profit before tax	28 261	17 130
Profit for the year	19 215	12 495
Total comprehensive income for the year	19 215	12 495
Profit for the year allocated to non-controlling interest	4 804	3 124
Accumulated non-controlling interests	27 916	25 862
Dividends paid to non-controlling interests	2 750	2 500
Net cash inflow from operating activities	33 120	1 637
Net cash outflow from investing activities	(1 931)	(9 896)
Net cash outflow from financing activities	(4 479)	(4 006)

## 25. Financial instruments and risk management

### Financial risk management

The Group has exposure to the following risks from its use of financial instruments: market risk (foreign exchange, interest rate), liquidity risk, credit risk and capital risk. This note presents information about the Group's exposure to each of the above risks, the Group's objectives, policies and processes for measuring and managing financial risk, and the Group's management of capital.

The Board of Directors has approved strategies for the management of financial risks which are in line with corporate objectives. These guidelines set up the short-term and long-term objectives and actions to be taken in order to manage the financial risk exposure of the Group.

The major guidelines of this policy are the following:

- to minimise interest rate, currency and market risk for all transactions;
- to ensure that all financial risk management activities are carried out and monitored at a central level; and
- to ensure that all financial risk management activities are carried out on a prudent and consistent basis.

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

### 25.1 Accounting classifications and fair values

The table below sets out the classification of financial assets and liabilities carrying amounts as well as a comparison to their fair values. The different fair value levels are described below:

**Level 1:** Quoted prices (adjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date.

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

**Level 3:** Unobservable inputs for the asset or liability.

Level 2 financial instruments: the fair value of all external over-the-counter derivatives is calculated based on the discount rate adjustment technique. The discount rate used is derived from observable rates of return for comparable assets or liabilities traded in the market. The credit risk of the external counterparty is incorporated into the calculation of fair values of financial assets and credit risk is incorporated in the measurement of financial liabilities. The change in fair value is therefore impacted by movements in interest rate curves, the volatility of the applied credit spreads, and changes to the credit profile of the involved parties.



## 25. Financial instruments and risk management (continued)

### 25.1 Accounting classifications and fair values (continued)

	2025 Carrying amount R000	2024 Carrying amount R000
<b>Financial assets</b>		
<b>Measured at amortised cost:</b>		
Trade and other receivables	551 720	537 641
Lease receivables	7 569	5 454
Restricted cash	44 075	71 832
Cash and cash equivalents	441 436	352 750
Loans to associate	–	10 663
	<b>1 044 800</b>	978 340
<b>Financial liabilities</b>		
<b>Measured at amortised cost:</b>		
Trade and other payables	614 888	657 374
Shareholders for dividends	3 626	3 245
Lease liabilities	297 879	321 902
Borrowings	1 140 250	1 201 240
	<b>2 056 643</b>	2 183 761

The carrying amounts of financial assets and financial liabilities classified at amortised cost are considered to approximate the fair values.

	Level	2025 Carrying amount R000	2024 Carrying amount R000
<b>Derivative financial instruments</b>			
<b>Assets</b>			
<b>Fair value through profit or loss</b>			
Foreign exchange contracts	2	228	50
<b>Fair value through other comprehensive income</b>			
Interest-rate swaps	2	–	3 112
		<b>228</b>	3 162
<b>Liabilities</b>			
<b>Fair value through other comprehensive income</b>			
Interest-rate swaps	2	812	–
		<b>812</b>	–
Movements in Level 3 financial instruments carried at fair value			
<b>Financial instruments at fair value through profit or loss</b>			
<b>Assets</b>			
Investment in preference shares	3	12 115	9 031
		<b>12 115</b>	9 031
<b>Investment in preference shares (insurance cell captive)</b>			
Reconciliation to carrying amount			
Carrying amount at the beginning of the year		9 031	3 490
Fair value adjustment		3 084	5 541
<b>Carrying amount at the end of the year</b>		<b>12 115</b>	9 031



## 25. Financial instruments and risk management (continued)

### 25.2 Market risk

#### Interest rate risk

The following table analyses the breakdown of liabilities by type of interest rate.

#### Variable rate instruments

Derivative financial instruments

Interest-rate swap assets

Borrowings

**Fixed rate instruments**

Borrowings

Lease liabilities

Note	2025 Carrying amount R000	2024 Carrying amount R000
	812	3 112
10	(1 138 207)	(1 193 679)
10	(2 043)	(5 774)
4	(297 879)	(321 902)
	<b>(1 437 315)</b>	<b>(1 518 243)</b>

#### Sensitivity analysis

A hypothetical increase/(decrease) in interest rates by 100 basis points, with all other variables remaining constant, would decrease/(increase) total comprehensive income for the year and equity by R8.3 million (2024: R8.7 million).

The analysis has been performed for variable interest rate financial liabilities. The impact of a change in interest rates on floating interest financial liabilities has been assessed in terms of the changing of their cash flows and net expenses.

The Group's operating income and operating cash flows are substantially independent of changes in market interest rates.

#### Interest-rate swaps

The Group has entered into interest rate swap contracts that entitle it to pay fixed interest rates on notional principal amounts relating to interest-bearing borrowings raised at floating interest rates (refer Note 10 *Borrowings*). Derivatives are only used for economic hedging purposes and not as speculative investments.

The hedging objective is to achieve cash flow certainty regarding interest payments. In order to mitigate against the risk of not benefiting from potential decreases in interest rates, the Group's policy is to hedge between 40% and 60% of the underlying interest bearing instrument, with the aim of matching the critical terms of the hedging instrument to that of the underlying debt.

The Group assesses prospective hedge effectiveness by ensuring the critical terms (including interest reset dates and term of the loan facility) are matched, thus the hedge is expected to be highly effective. The Group assesses the hedge effectiveness by comparing the changes in fair value of hypothetical derivatives reflecting the terms of the interest bearing borrowings' movement in interest with the changes in fair value of the interest rate swaps.

The Group uses the hypothetical derivative method to determine the change in fair value of the hedged item on a cumulative basis.

The Group determines the hedge ratio by comparing the notional amount of the derivative with the notional principal debt of the interest bearing borrowings. If the loan granted has an amortising principal, the Group enters into interest rate swaps with an equivalent amortising notional amount.

The Group has identified the following possible sources of ineffectiveness in its cash flow hedge relationships:

- The use of derivatives as a protection against interest rate risk creates an exposure to the derivative counterparty's credit risk which is not offset by the hedged item. This risk is minimised by entering into derivatives with high credit quality counterparties;
- Difference in tenure of hedged items and hedging instruments;
- Use of different discounting curves for hedged items and hedging instruments, because for interest rate swaps the discounting curve used depends on collateralisation and the type of collateral used;
- Difference in timing of settlement of the hedging instrument and hedged item; and
- Designation of off-market hedging instruments.



## 25. Financial instruments and risk management (continued)

### 25.2 Market risk (continued)

The table below sets out the details of the interest rate swap contracts including the notional amounts, fair values and base variables:

	Maturity date	2025		2024	
		Notional amount R000	Fixed interest rate %	Notional amount R000	Fixed interest rate %
<b>Term loans (swap from variable to fixed)</b>					
Amortising loan	Aug-25	90 000	7.57	90 000	7.57
Amortising loan	Aug-26	120 000	7.77	120 000	7.77
Amortising loan	May-27	210 000	7.58	210 000	7.58

The table below sets out the details of the fair values of the financial instruments, fair value for determining hedge ineffectiveness and line impacted in the statement of financial position:

	2025 R000	2024 R000
Fair value changes in determining hedge ineffectiveness (included in finance costs)	-	78
Derivative financial instruments (interest rate swaps)	812	3 112



## 25. Financial instruments and risk management (continued)

### 25.2 Market risk (continued)

#### Foreign currency risk

Since the Group operates internationally, it is exposed to foreign currency risk in its normal commercial businesses. On occasion, the Group hedges transactional foreign exchange exposures.

The Group has certain investments in foreign operations whose net assets are exposed to foreign currency translation risk.

Financial assets and financial liabilities are analysed by currency as follows:

	2025				
	Mauritian Rupee*	United Arab Emirates Dirham*	GB Pound*	Zambian Kwacha*	Botswana Pula*
<b>Financial assets</b>					
Trade and other receivables	1 955	527	812	10 700	2 688
Cash and cash equivalents	22 868	107	3 018	7 398	4 554
Lease receivables	–	–	129	–	–
<b>Financial liabilities</b>					
Borrowings	–	–	(87)	–	(10 408)
Trade and other payables	(12 360)	(1 041)	(817)	(1 668)	(19 594)
Lease liabilities	(55 670)	–	(139)	(288)	(38 449)
	(43 207)	(407)	2 916	16 142	(61 209)
<i>* Currency unit thousands</i>					
Exchange rates used for conversion of foreign amounts to the South African Rand were (R):	0.40	5.05	23.35	0.65	1.34
<b>Sensitivity analysis</b>					
At reporting date, if the Rand had weakened/strengthened by 10% against any currency above, with all other variables held constant, total comprehensive income for the year and equity would have decreased/increased as follows (R'000):	(1 728)	(206)	6 809	1 049	(8 202)



## 25. Financial instruments and risk management (continued)

### 25.2 Market risk (continued)

2024

	Mauritian Rupee*	United Arab Emirates Dirham*	GB Pound*	Zambian Kwacha*	Botswana Pula*
<b>Financial assets</b>					
Trade and other receivables	3 042	671	470	6 797	33 612
Cash and cash equivalents	31 130	20	4 666	13 618	24 193
<b>Financial liabilities</b>					
Borrowings	–	–	(238)	–	(6 606)
Trade and other payables	(17 015)	703	(664)	(5 803)	(60 320)
Lease liabilities	(70 128)	–	(240)	(861)	(32 475)
	(52 971)	1 394	3 994	13 751	(41 596)

\* Currency unit thousands

Exchange rates used for conversion of foreign amounts to the South African Rand were (R):

	0.42	5.23	24.31	0.82	1.39
<b>Sensitivity analysis</b>					
At reporting date, if the rand had weakened/strengthened by 10% against any currency above, with all other variables held constant, total comprehensive income for the year and equity would have decreased/increased as follows (R'000):	(2 235)	729	9 709	2 257	(5 799)

### 25.3 Liquidity risk

The Group manages liquidity risk on the basis of expected maturity dates, through an ongoing review of future commitments and credit facilities managed centrally. Cash flow forecasts are prepared to monitor inflows and outflows, adequate borrowing facilities are secured and utilisation monitored. The borrowings are subject to financial covenants per Note 26 *Capital management* and any non-compliance with financial covenants could trigger early settlement of the facilities.

The Group maintains its liquidity position by conserving the Group's cash resources through continued focus on working capital improvement, cost savings and capital reprioritisation also considering our growth plan. Group treasury prepares regular cash flow forecasts, monitors cash holdings, negotiates with financiers and oversees compliance with treasury policies.

The Group meets its financing requirements through a combination of cash generated from its operations and, short and long-term borrowings and strives to maintain adequate banking facilities and borrowings.



## 25. Financial instruments and risk management (continued)

### 25.3 Liquidity risk (continued)

The following table analyses financial liabilities by remaining contractual maturity (contractual and undiscounted cash flows):

	2025				
	Carrying Amount R000	Less than 1 year R000	2-5 years R000	Thereafter R000	Total R000
<b>Group</b>					
Borrowings	1 140 250	323 784	975 510	–	1 299 294
Trade and other payables	649 470	649 470	–	–	649 470
Shareholders for dividends	3 626	3 626	–	–	3 626
Lease liabilities	297 879	95 840	241 872	34 373	372 085
	<b>2 091 225</b>	<b>1 072 720</b>	<b>1 217 382</b>	<b>34 373</b>	<b>2 324 475</b>
	2024				
	Carrying Amount R000	Less than 1 year R000	2-5 years R000	Thereafter R000	Total R000
<b>Group</b>					
Borrowings	1 201 240	244 780	1 201 376	4 554	1 450 710
Trade and other payables	657 374	657 374	–	–	657 374
Shareholders for dividends	3 245	3 245	–	–	3 245
Lease liabilities	321 902	102 466	251 515	52 205	406 186
	<b>2 183 761</b>	<b>1 007 865</b>	<b>1 452 891</b>	<b>56 759</b>	<b>2 517 515</b>

The carrying amount of the current financial liabilities approximates the fair value at the reporting date.

At present the Group expects to pay all liabilities at their contractual maturity. In order to meet such cash commitments the Group expects operating activities to generate sufficient cash inflows. In addition, the Group holds financial assets for which there is a liquid market and that are readily available to meet liquidity needs.

Restricted cash balances of R44.1 million (2024: R71.8 million), as detailed in Note 8 *Cash*, are not available for general use and excluded when assessing liquidity.

The Group has sufficient undrawn facilities to manage shortfalls in operational cash flows. Refer to Note 10 *Borrowings* for details on the facilities. The Group expects to meet its obligations from operating cash flows.



## 25. Financial instruments and risk management (continued)

### 25.4 Credit risk

Credit risk is managed on a Group-wide basis. Credit risk mainly relates to cash deposits, cash equivalents and trade receivables. The Group only deposits cash with major banks with high-quality credit standing and limits exposure to any one counterparty.

In assessing whether the credit risk on a financial instrument has increased significantly since initial recognition, the Group compares the risk of default occurring on the financial instrument at the reporting date against the risk of default occurring on the financial instrument at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information that is available without undue cost or effort. Forward looking information considered includes the future prospects of Group's debtors obtained from economic reports, financial analysts, governmental bodies as well as consideration of various external sources of actual and forecast economic information that relate to the Group's core operations.

In particular, the following information is taken into account when assessing whether credit risk has increased significantly since initial recognition:

- an actual or expected significant deterioration in the financial instrument's external (if available) or internal credit rating;
- significant deterioration in external market indicators of credit risk for a particular financial instrument, e.g. a significant increase in the credit spread, or the length of time or the extent to which the fair value of a financial asset has been less than its amortised cost;
- existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in the debtor's ability to meet its debt obligations; and
- an actual or expected significant deterioration in the operating results of the debtor.

The maximum exposure to credit risk at the reporting date is the carrying amount of the financial assets below.

#### Cash and cash equivalents

Cash and cash equivalents are held with financial institution counterparties, with a local currency deposit rating "B", based on Standard & Poor's. These financial institutions also have a stable outlook. The Group considers that its cash and cash equivalents have low credit risk based on the external credit ratings of the counterparties.

The expected credit loss on cash and cash equivalents have been assessed to be insignificant.

#### Derivative financial instruments

Derivatives financial instruments relate to interest rate swaps contracts entered into with Nedbank. The bank is rated "B and BB+" and "BB+" based on Standard & Poor's and Fitch rating agencies. The Group considers its derivate assets to have low credit risk based on the external credit ratings of the counterparties.

#### Trade and other receivables

Trade receivables comprise a widespread customer base, mainly franchise partners and some retailers. Management evaluates credit risk relating to customers on an ongoing basis. If customers are independently rated through a credit rating agency, these ratings are used. If there is no independent credit rating, management assesses the credit quality of the customer, taking into account the customer's financial position, past experience and other factors. Individual risk limits are set based on internal ratings.

Customers have been segmented into groupings. The franchise partners credit risk is assessed on product and leasing activities. Management regularly reviews the receivables age analysis and follows up on outstanding receivables.

#### Expected credit losses

The Group applies the simplified IFRS 9 approach to measure expected credit loss. The simplified approach considers the lifetime expected loss allowance for all trade receivables. The Group calculates expected losses based on consideration of a portfolio of customers, and where necessary at customer-specific and actual credit loss experienced over the past three years. The Group also conducts qualitative assessments on trade receivables which includes product, franchise fees and rental agreements.

The impact of qualitative assessments was immaterial and the results were aligned to the impairment calculation.

To measure the expected credit losses, trade receivables are grouped based on the date of initial recognition and similar credit risk characteristics. The expected credit loss is mainly on product and franchise fees, as expected credit loss on rental is considered immaterial.

Default on a financial occurs when:

- a franchise has closed and there is an amount outstanding in the trade receivables related to the franchise;
- a customer fails to make contractual payments within 90 days after they past due; or
- a franchise partner is bankrupt or under business rescue or under liquidation.

Under the provision matrix, the expected credit loss is calculated by applying a loss ratio to the aged balance of trade receivables at each reporting date. A loss rate is then applied for determining the impairment allowance. The historical loss rate is determined based on impairment trends identified in previous years. The loss ratio is calculated according to the ageing profile of sales by applying write-offs to the payment profile of customers. To ensure that the loss rate used to determine impairment is relevant to the current financial year, forward looking information, such as, macroeconomic developments are taken into account in arriving to the loss rate. The impairment allowance of R12 million (2024: R9.1 million) approximates 2% (2024: 2%) of the gross trade receivables, was mainly against past due portfolio of debtors.



## 25. Financial instruments and risk management (continued)

### 25.4 Credit risk (continued)

Irrespective of the outcome of the excepted credit loss assessment, the Group presumes that exposure to trade receivables credit risk has increased significantly since initial recognition when contractual payments are more than 30 days past due, unless the Group has reasonable and supportable information that demonstrates otherwise.

The table below illustrates the trade receivables ageing analysis:

	2025			
	Gross R000	Impairment R000	Net R000	Average ECL/ Impairment ratio (%)
The following table details the risk profile of trade receivables based on the Group's expected credit loss reconciliation.				
Performing	480 089	(20)	480 070	–
Past due	32 070	(12 029)	20 041	38
31–60 days	7 876	(178)	7 698	2
61–90 days	7 062	(333)	6 729	5
91 days and beyond	17 132	(11 518)	5 614	67
<b>Total</b>	<b>512 159</b>	<b>(12 049)</b>	<b>500 111</b>	<b>2</b>
	2024			
	Gross R000	Impairment R000	Net R000	Average ECL/ Impairment ratio (%)
Performing	489 682	(605)	489 077	–
Past due	14 769	(8 481)	6 288	57
31–60 days	1 704	(126)	1 578	7
61–90 days	354	(59)	295	17
91 days and beyond	12 711	(8 296)	4 415	65
<b>Total</b>	<b>504 451</b>	<b>(9 086)</b>	<b>495 365</b>	<b>2</b>

## 25. Financial instruments and risk management (continued)

### 25.4 Credit risk (continued)

#### Expected credit losses (continued)

Trade receivables are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Group, debtors experiencing significant financial difficulties, and probability that the debtor will enter bankruptcy, business rescue, liquidation or financial reorganisation.

Trade receivables of R0.1 million (2024: R2.9 million) written off during the financial year are still subject to enforcement activity.

The following table details the Group's trade receivables impairment allowance reconciliation based on the Group's expected credit loss computation.

	2025 R000	2024 R000
<b>Reconciliation of trade receivables impairment allowance</b>		
Balance at the beginning of the year	9 086	22 061
Amounts adjusted during the year	3 034	(10 121)
Amounts written off as uncollectible	(71)	(2 854)
<b>Balance at the end of the year</b>	<b>12 049</b>	9 086

### Accounting policy

#### Classification

The Group classifies financial assets into the following categories:

- amortised cost;
- fair value through other comprehensive income; or
- fair value through profit or loss (FVTPL).

Classification is based on the contractual cash flow characteristics and the Group's business model for managing financial assets and cash flow characteristics of the financial asset.

Financial liabilities are classified and measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

The Group makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- how the performance of the portfolio is evaluated and reported to the Group's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Group's continuing recognition of the assets.

Financial assets that are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

#### Initial recognition and measurement

Financial instruments are recognised initially when the Group becomes a party to the contractual provisions of the instruments.

The Group classifies financial instruments, or their component parts, on initial recognition as a financial asset, a financial liability or an equity instrument in accordance with the substance of the contractual arrangement.

Financial instruments are measured initially at fair value plus, in the case of financial instruments not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition, or issue of the financial asset or liability. Transaction costs of financial instruments carried at fair value through profit or loss are expensed in profit or loss.

#### Subsequent measurement

Financial instruments at fair value through other comprehensive income are measured at fair value. Movements in the carrying amount of these instruments are taken to other comprehensive income, except for impairment, interest income and foreign exchange gains or losses that are recognised in profit or loss.

Financial instruments at fair value through profit or loss are subsequently measured at fair value. Gains or losses arising on remeasurement of these assets are recognised in profit or loss. These include the following:

- Derivatives (including interest rate swaps and foreign exchange contracts); and
- Investment in preference shares.



## Accounting policy (continued)

### Subsequent measurement (continued)

Financial assets at amortised cost are subsequently measured at amortised cost using the effective interest method less impairment. Interest income, foreign exchange gains or losses and impairment are recognised in profit or loss. These include the following:

- Trade and other receivables;
- Lease receivables; and
- Cash and cash equivalents.

Financial liabilities at amortised cost are subsequently measured, using the effective interest rate method. These include the following:

- Trade and other payables;
- Borrowings;
- Bank overdraft;
- Non-controlling shareholder loans;
- Lease liabilities; and
- Loans to associates.

### Derecognition

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire or the Group transfers the financial asset and the transfer qualifies for derecognition.

The cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss except for equity investments, where the Group has made an election to present fair value gains or losses on equity investments in other comprehensive income. There is no subsequent reclassification on derecognition of the investment.

Any gain or loss on derecognition of financial assets at amortised cost is recognised in profit or loss.

Financial liabilities are derecognised when the obligation specified in the contract is discharged, cancelled or expires.

### Modification of financial liabilities

A substantial modification of the terms of an existing debt instrument or part of it is accounted for as an extinguishment of the original debt instrument and the recognition of a new debt instrument.

Gains or losses arising from the modification of the terms of a debt instrument are recognised immediately in profit or loss where the modification does not result in the derecognition of the existing instrument.

### Offsetting financial instruments

Offsetting of financial assets and liabilities is applied when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The net amount is reported in the statement of financial position.

## Impairment of financial assets

The impairment allowance represents the Group's estimate of lifetime expected credit losses, which are the present value of the cash shortfalls over the expected life of the financial assets. The Group applies the simplified approach in determining credit losses for all trade and lease receivables. The determination of the impairment allowance requires the expected lifetime losses to be recognised from initial recognition of the receivables calculated using a provision matrix. This takes into account past events, current conditions, reasonable and supportable forward-looking information that is available without undue cost or effort, probability weighted scenarios and impact of the time value of money.

The impairment allowance for the financial assets measured at amortised cost are deducted from the gross carrying amount of the asset. This is recognised in profit or loss. The Group reassess the life-time expected credit losses at each reporting date and recognises any changes in profit or loss.

## Hedge accounting

The Group enters into forward exchange contracts, and interest rate swap contracts to hedge its exposure to foreign exchange and interest rate risk.

Changes in the fair value of derivative instruments that are not formally designated in a hedging relationship are recognised immediately in profit or loss.

For qualifying cash flow hedges, the fair value gain or loss on the hedging instrument associated with the effective portion of the cash flow hedge is recognised initially in other comprehensive income within hedge accounting reserve, limited to the cumulative change in the fair value of the hedged item since inception of the hedge, and then recycled to profit or loss in the reporting periods when the hedged item affects profit or loss. Any ineffective portion of the gain or loss on the hedging instrument is recognised in profit or loss immediately. When a hedging instrument expires or is sold, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in equity at that time remains in equity and is recognised when the hedged item is ultimately recognised in profit or loss.

When a forecast transaction is no longer expected to occur, the cumulative gain or loss that was recognised in equity is immediately transferred to profit or loss.

## Insurance cell captive

The Group has determined that it does not have control of its short-term insurance cell captive arrangement as the current insurance legislative framework regards all the assets and liabilities in the cell as that of the insurer and not the investee. Therefore the cell captive is not considered to be a silo in accordance with IFRS 10. The Group has therefore not consolidated the cell captive. The Group is exposed to financial risk rather than insurance risk and has therefore accounted for its investment in the cell captive as an asset held at fair value through profit or loss (FVTPL) in accordance with IFRS 9.

The fair value of the Group's short-term insurance cell captive underwritten by an insurer is determined monthly with reference to the net asset value of the cell captive, as determined by the insurer.

The fair value adjustments are recognised in operating expenses.



## 26. Capital management

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

The capital structure of the Group consists of Note 8.1 *Cash and cash equivalents*, Note 10 *Borrowings*, Note 4 *Leases* and Note 9 *Equity reserves* as disclosed in the statement of financial position.

### Financial covenants

The Group's borrowings (refer Note 10 *Borrowings*) are subject to financial covenants. Management regularly monitors and reviews compliance of these ratios in line with the funding agreement. These financial covenants are based on the contractual terms of each facility. The covenants are limited to the SA business.

Dates	Leverage ratio	Interest cover ratio
Feb-23	2.50x <sup>^</sup>	3.00x <sup>^</sup>
Aug-23	2.50x <sup>^</sup>	3.00x <sup>^</sup>
Feb-24	2.25x <sup>^</sup>	3.00x <sup>^</sup>
Aug-24	2.25x <sup>^</sup>	3.00x <sup>^</sup>
Feb-25	2.25x <sup>^</sup>	3.00x <sup>^</sup>
Aug-25	2.25x	3.00x
Feb-26	2.25x	3.00x

<sup>^</sup> All covenant ratios were satisfied per the Group's primary lender.

	2025 R000	2024 R000
<b>Net debt to Total equity (Gearing ratio)</b>		
Borrowings	1 140 250	1 201 240
Lease liabilities	297 879	321 902
Cash and cash equivalents	(441 436)	(352 750)
Net debt	996 693	1 170 392
Equity	1 292 301	1 078 771
<b>Net debt to Total equity (Gearing ratio)</b>	<b>0.77</b>	1.08
<b>Net debt to EBITDA (Leverage ratio)</b>		
Net debt	996 693	1 170 392
EBITDA	1 120 261	1 033 096
Net debt to EBITDA ratio	0.89	1.13
<b>Net asset value per share</b>		
Total equity	1 292 301	1 078 771
Issued shares	100 202 284	100 202 284
<b>Net asset value per share (cents)</b>	<b>1 290</b>	1 077



## 27. Share-based payments reserve

Famous Brands manages three share schemes, which comprises the following equity-settled share-based payments arrangements:

- (a) Share Option Scheme (2012 Scheme);
- (b) the Famous Brands Share Incentive Scheme (2015 Scheme), which comprises the following components:
  - Share Appreciation Rights (SARs); and
  - Retention Shares
- (c) The 2023 Famous Brands Share Plan (2023 Share Plan).

The 2015 Scheme enables executive directors and management and specified directors of subsidiaries to benefit from Famous Brands' share price performance. The Group's remuneration philosophy is contained in the IAR which is available on the company's website at [www.famousbrands.co.za](http://www.famousbrands.co.za).

The total expense recognised for employee services received during the year ended 28 February 2025 is R48.9 million (2024: R40.1 million). The expense recognised relates to the share appreciation rights, retention shares and the 2023 Share Plan transactions, reduced by a credit of R1.2 million (2024: R2.2 million) resulting from forfeitures.

### 27.1 Share Option Scheme

The 2012 Scheme confers the right to participants to acquire ordinary shares at the value of Famous Brands' share at the date that the option is granted. On acceptance of the option, the participant has the right to exercise the option at any time, after vesting, during the option life, in as many tranches as the participant may elect.

To receive shares, participants must be either employed by or be retirees of the company when the rights to the shares vest. The directors of the company may amend the vesting period of the options by board resolution.

The scheme has a single type of vesting category which comprises a three-year vesting period and seven-year expiry period subsequent to vesting date. The scheme was replaced by the 2015 scheme.

A reconciliation of the movement of all share options is detailed below:

	Option exercise price range (Rand)		Number of shares	
	2025	2024	2025	2024
Opening balance	101.20	101.20	195 000	195 000
Expired			(195 000)	–
<b>Options granted, shares not issued up to the end of the year</b>	–	101.20	–	195 000

The last options were granted in November 2014.



## 27. Share-based payments reserve (continued)

### 27.1 Share Option Scheme (continued)

The following options vested in February 2018, but, not yet exercised. These options expired in November 2024.

Number of ordinary shares	Grant date	Option fair value at grant date (Rand)	Option exercise price (Rand)	Financial year in which options vested
195 000	Nov 2014	16.21	101.20	Feb 2018

An analysis of share options granted to executive directors is detailed below:

	Option vesting date	Subscription price (Rand)	Outstanding as at 1 March 2024	Expired during the year	Outstanding as at 28 February
Executive director DP Hele	Nov 2017	101.20	80 000	(80 000)	–
Options granted, shares not issued up to the end of the year			80 000	(80 000)	–

### Significant judgements and estimation uncertainty

The share options granted were valued, at grant date, using the Black-Scholes-Merton model which takes account of the vesting period (European style option). Expected volatility of the share price was determined by giving consideration to the historical volatility of Famous Brands' share price.

## 27. Share-based payments reserve (continued)

### 27.2 Famous Brands Share Incentive Scheme (2015 Scheme)

#### 27.2.1 Share Appreciation Rights (SARs)

In 2015, Famous Brands adopted a Long Term Incentive scheme consisting of two components, SARs, which is a performance award linked to the share price and Retention Shares, which is linked to the retention of the employment of the executives. The SARs represent the right participants have to be paid the difference between the share price on grant date and the share price on the date on which the SARs vest. The Group has the option to settle in equity or cash, however historically the options have been equity-settled. The SARs have performance conditions attached to KPI's of the Group and the individual participant. The vesting is phased in three equal tranches over three years, with the first tranche vesting in year 3 dependent on the service and performance conditions being met, subject to the discretion of the Group's Remuneration Committee, within the scheme rules. Refer to *Annexure 1* for further details on grants. The last allocation was awarded in June 2022. The scheme will wind down until its final vesting.

A reconciliation of the movement of all SARs granted is detailed below:

	Number of SARs	
	2025	2024
Opening balance	4 697 443	5 720 734
Forfeited	(752 747)	(342 155)
Settled	(589 405)	(681 136)
<b>SARs outstanding at the end of the year</b>	<b>3 355 291</b>	<b>4 697 443</b>

#### Significant judgements and estimation uncertainty

The SARs granted in the current year have been valued at grant date, using the Black-Scholes-Merton model which takes account of the vesting period (American style option) and 10-year exercise period. Expected volatility of the share price was determined by giving consideration to the historical volatility of the Famous Brands share price.

#### 27.2.2 Retention Shares

Retention Shares represent the right participants have to be paid the value of the company's 30-day Volume Weighted Average Price immediately preceding the vesting date. The Group has the option to settle in equity or cash, however historically the options have been equity-settled. The Retention Shares vest in three equal tranches over 3 years, with the first tranche vesting in year 3. Refer to *Annexure 1* for further details on grants.

A reconciliation of the movement of all Retention Shares granted is detailed below:

	Number of retention shares	
	2025	2024
Opening balance	421 656	600 954
Forfeited	(5 772)	(32 174)
Settled	(169 690)	(147 125)
<b>Retention Shares outstanding at the end of the year</b>	<b>246 194</b>	<b>421 656</b>

#### Significant judgements and estimation uncertainty

The Retention Shares granted have been valued, at grant date, using the Black-Scholes-Merton model which takes account of the vesting period (European style option). Expected volatility of the share price was determined by giving consideration to the historical volatility of Famous Brands' share price.

#### Accounting policy

Goods or services received or acquired in a share-based payment transaction are recognised when the goods or services are received. A corresponding increase in equity is recognised if the goods or services are received in an equity-settled share-based payment transaction. Group has option to settle in cash or equity however historical settlements were only equity. When the share-based payments granted do not vest until the counterparty completes a specified period of service, the Group accounts for those services as they are rendered by the counterparty during the vesting period (or on a straight-line basis over the vesting period). When the share-based payments vest immediately and are simultaneously exercised, the expense for services received is recognised in full. On vesting, the equity-settled share based payments related to awards that lapsed or expired, previously credited to the share-based payments reserve are transferred to retained earnings through an equity transfer.



## 27. Share-based payments reserve (continued)

### 27.3 The 2023 Famous Brands Share Plan (2023 Share Plan)

In 2023, the Company with the approval of shareholders, adopted the 2023 Share Plan. The new share-based scheme is mutually exclusive and replaces the existing Long-term Incentive Plan ("Existing Scheme"). The current 2015 Scheme will remain in place and run its course in respect of rights which have been granted prior to the implementation of the 2023 Share Plan. The 2023 Share Plan aligns with global best practice, which promotes the required attributes of shareholder alignment, retention of key talent and long-term, sustained performance, all in what may become an increasingly more volatile and challenging market. The 2023 Share Plan will form an integral part of Famous Brand's reward and talent strategy in the future.

The 2023 Share Plan provides for several performance conditions designed to align the interests of participants with those of the Famous Brand's shareholders.

Eligible participants in the Plan are offered:

- Awards of Performance Shares; and
- Grants of Restricted Shares.

#### Significant judgements and estimation uncertainty

The Restricted Shares granted have been valued, at grant date, using the Black-Scholes-Merton model which takes account of the vesting period (European style option). Expected volatility of the share price was determined by giving consideration to the historical volatility of Famous Brands' share price.

#### Accounting policy

Goods or services received or acquired in a share-based payment transaction are recognised when the goods or services are received. A corresponding increase in equity is recognised if the goods or services are received in an equity-settled share-based payment transaction. Group has option to settle in cash or equity however historical settlements were only equity. When the share-based payments granted do not vest until the counterparty completes a specified period of service, the Group accounts for those services as they are rendered by the counterparty during the vesting period (or on a straight-line basis over the vesting period). However, when the share-based payments vest immediately and are simultaneously exercised, the expense for services received is recognised in full.

### 27.3.1 Restricted Shares

Certain of the participants in the 2023 Share Plan receive a discretionary grant of Restricted Shares, expressed as a percentage of their guaranteed pay. A 30-trading day volume-weighted average price (VWAP) before the grant date is used as the grant price, rounded to the nearest whole share.

Restricted Shares are granted to participants from middle management to general management. Members of the Executive Committee are not entitled to Restricted Shares.

The value that vests will be the full value of the share after a minimum of three years and will provide shareholder alignment and share-based retention to key talent who, through various criteria, have demonstrated their value to the company. This is an equity-settled share-based payment arrangement.

A reconciliation of the movement of all Restricted Shares granted is detailed below:

	Number of restricted shares	
	2025	2024
Opening balance	163 005	–
Granted	222 135	169 981
Forfeited	(13 458)	(6 976)
<b>Restricted Shares outstanding at the end of the year</b>	<b>371 682</b>	163 005

Details of the weighted average fair value of the Restricted Shares granted during the year and the related assumptions utilised are set out below:

	2025	2024
<b>Number of Restricted Shares granted</b>	<b>222 135</b>	169 981
The principal inputs are as follows:		
Range of the weighted average fair value at grant date for the respective tranches (Rand)	49.87	55.14
Closing share price at grant date (Rand)	49.87	61.25
Expected life (years)	3	–
Expected volatility (%)	33.50%	0.00%
Range of the risk-free interest rates utilised for the respective tranches (%)	8.24%	8.80%
Average expected dividend yield (%)	0.00%	3.50%



## 27. Share-based payments reserve (continued)

### 27.3 The 2023 Famous Brands Share Plan (2023 Share Plan)

#### 27.3.2 Performance Shares

Participants in the 2023 Share Plan receive an annual conditional award of Performance Shares, expressed as a percentage of their guaranteed pay. A 30-trading day VWAP before the award date will be used as the award price, rounded to the nearest whole share.

Performance Shares vest on the third anniversary of their award to the extent that the company has met the specified performance criteria over the intervening period.

The value per share that vests are the share's full value. The number of shares that will vest will depend on whether the company's performance over the intervening three-year period has met, below or exceeded the targets set at the award date. The performance conditions that govern the vesting of Performance Shares will be determined by the Remuneration Committee and communicated in award letter to participants who receive Performance Shares. This is an equity-settled share-based payment arrangement.

A reconciliation of the movement of all Performance Shares granted is detailed below:

	Number of performance shares	
	2025	2024
Opening balance	701 895	–
Granted	1 030 348	722 824
Management	796 317	610 156
Executive directors	234 031	112 668
Forfeited	(28 255)	(20 929)
<b>Performance Shares outstanding at the end of the year</b>	<b>1 703 988</b>	<b>701 895</b>

Details of the weighted average fair value of the Performance Shares granted during the year and the related assumptions utilised are set out below:

	2025	2024
<b>Number of Performance Shares granted</b>	<b>1 030 348</b>	<b>722 824</b>
The principal inputs are as follows:		
Range of the weighted average fair value at grant date for the respective tranches (Rand)	47.82	54.43
Closing share price at grant date (Rand)	49.87	61.25
Expected life (years)	3	3
Expected volatility (%)	33.50%	40.16%
Range of the risk-free interest rates utilised for the respective tranches (%)	8.24%	8.80%

## 28. Events after reporting date

The Board declared a final dividend of 195 cents per share to the amount of R195.4 million, reflecting the Group's stable financial position and cash flows. In light of the challenging economic environment in which our business currently operates, we acknowledge its impact on earnings growth. Nevertheless, we maintain an optimistic outlook for the future. The final dividend will be paid out of the current year profit for the total of R345.7 million. In August 2024, the declared an interim dividend of 150 cents per share.

## 29. Going concern

The Board has undertaken a rigorous assessment of whether the group is a going concern in the light of current and anticipated economic conditions across its operating geographies taking into consideration available information about economic uncertainties and market volatility. The projections for the Group have been prepared considering prospective performance, and available capital and liquidity for a period of 12 months from the date of approval of these consolidated financial statements including performing sensitivity analysis. The assumptions modelled are based on the continued estimated impact of the current difficult operating environment impacted by political uncertainty, ongoing water shortages, electricity crisis, supply chain disruptions, elevated food and fuel prices and, higher interest rates.

Despite the challenging environment, resilience of the consumer to a certain extent is apparent in the Group's stable performance across profitability, cash generation, gearing matrices and improved solvency. For the Group we are forecasting growth in revenue, profit and cash flow, which is still under pressure due to the existing structural challenges which negatively impact growth in the economy.

Our support protected our franchise partners and our own supply chain operations, resulting in improved performance for the 2025 financial year, including access to more appropriate debt finance structure in line with the Group's current funding requirements and strategy.

At 28 February 2025 the Group had access to unutilised facilities of R233 million (refer Note 10 Borrowings). *Our forecasts and projections, taking account anticipated market volatility, show that the Group will be profitable and cash generative in the year ahead. The Board has reviewed the Group's projections and sensitivity analysis which shows that the Group has sufficient capital, liquidity and positive future performance outlook to continue to meet its obligations and consequently, it is appropriate to prepare the consolidated financial statements on a going concern basis for the foreseeable future.*



# Annexure 1: Share-based payments reserve

for the year ended 28 February 2025

## 1. Share Appreciation Rights (SARs)

The number of SARs outstanding as at 28 February 2025 are set out below:

Grant date	Financial year of vesting	Fair value at grant date (Rand)	Opening balance	Forfeited	Settled	Closing balance
<b>June 2016</b>			<b>147 716</b>	<b>(474)</b>	<b>–</b>	<b>147 243</b>
Tranche 1	February 2019 – 2020	31.67	57 939	(158)	–	57 781
Tranche 2	February 2020 – 2021	36.41	57 939	(158)	–	57 781
Tranche 3	February 2021 – 2022	42.12	31 839	(158)	–	31 681
<b>June 2018</b>			<b>236 077</b>	<b>(53 063)</b>	<b>–</b>	<b>183 014</b>
Tranche 1	February 2021 – 2022	84.58	207 441	(44 179)	–	163 262
Tranche 2	February 2022 – 2023	87.27	14 701	(4 442)	–	10 259
Tranche 3	February 2023 – 2024	89.74	13 935	(4 442)	–	9 493
<b>June 2019</b>			<b>155 026</b>	<b>(51 690)</b>	<b>–</b>	<b>103 336</b>
Tranche 1	February 2022 – 2023	47.12	51 668	–	–	51 668
Tranche 2	February 2023 – 2024	48.46	51 668	–	–	51 668
Tranche 3	February 2024 – 2025	49.35	51 690	(51 690)	–	–
<b>June 2020</b>			<b>1 335 952</b>	<b>(89 821)</b>	<b>(582 722)</b>	<b>663 409</b>
Tranche 2	February 2024 – 2025	27.21	667 956	(85 233)	(582 722)	–
Tranche 3	February 2025 – 2026	27.98	667 996	(4 588)	–	663 408
<b>June 2021</b>			<b>1 474 033</b>	<b>(524 671)</b>	<b>(6 683)</b>	<b>942 679</b>
Tranche 1	February 2024 – 2025	13.19	491 328	(478 087)	(6 683)	6 558
Tranche 2	February 2025 – 2026	19.76	491 328	(23 290)	–	468 038
Tranche 3	February 2026 – 2027	22.76	491 377	(23 294)	–	468 083
<b>June 2022</b>			<b>1 348 639</b>	<b>(33 028)</b>	<b>–</b>	<b>1 315 611</b>
Tranche 1	February 2025 – 2026	23.86	449 530	(11 008)	–	438 522
Tranche 2	February 2026 – 2027	24.21	449 546	(11 010)	–	438 536
Tranche 3	February 2027 – 2028	24.26	449 563	(11 010)	–	438 553
<b>Number of SARs</b>			<b>4 697 443</b>	<b>(752 757)</b>	<b>(589 405)</b>	<b>3 355 291</b>



## Share-based payments reserve (continued)

for the year ended 28 February 2025

### 1. Share Appreciation Rights (SARs) (continued)

The number of SARs outstanding as at 29 February 2024 are set out below:

Grant date	Financial year of vesting	Fair value at grant date (Rand)	Opening balance	Forfeited	Settled	Closing balance
<b>June 2016</b>			147 716	–	–	147 716
Tranche 1	February 2019 – 2020	31.67	57 939	–	–	57 939
Tranche 2	February 2020 – 2021	36.41	57 939	–	–	57 939
Tranche 3	February 2021 – 2022	42.12	31 839	–	–	31 839
<b>June 2017</b>			12 319	(12 319)	–	–
Tranche 1	February 2020 – 2021	24.54	4 107	(4 107)	–	–
Tranche 2	February 2021 – 2022	31.01	4 106	(4 106)	–	–
Tranche 3	February 2022 – 2023	36.58	4 106	(4 106)	–	–
<b>June 2018</b>			271 643	(35 566)	–	236 077
Tranche 1	February 2021 – 2022	84.58	217 815	(10 374)	–	207 441
Tranche 2	February 2022 – 2023	87.27	25 075	(10 374)	–	14 701
Tranche 3	February 2023 – 2024	89.74	28 753	(14 818)	–	13 935
<b>June 2019</b>			155 026	–	–	155 026
Tranche 1	February 2022 – 2023	47.12	51 668	–	–	51 668
Tranche 2	February 2023 – 2024	48.46	51 668	–	–	51 668
Tranche 3	February 2024 – 2025	49.35	51 690	–	–	51 690
<b>June 2020</b>			2 098 407	(81 319)	(681 136)	1 335 952
Tranche 1	February 2023 – 2024	26.15	699 455	(18 319)	(681 136)	–
Tranche 2	February 2024 – 2025	27.21	699 456	(31 500)	–	667 956
Tranche 3	February 2025 – 2026	27.98	699 496	(31 500)	–	667 996
<b>June 2021</b>			1 565 009	(90 976)	–	1 474 033
Tranche 1	February 2024 – 2025	13.19	521 652	(30 324)	–	491 328
Tranche 2	February 2025 – 2026	19.76	521 653	(30 325)	–	491 328
Tranche 3	February 2026 – 2027	22.76	521 704	(30 327)	–	491 377
<b>June 2022</b>			1 470 614	(121 975)	–	1 348 639
Tranche 1	February 2025 – 2026	23.86	490 187	(40 657)	–	449 530
Tranche 2	February 2026 – 2027	24.21	490 204	(40 658)	–	449 546
Tranche 3	February 2027 – 2028	24.26	490 223	(40 660)	–	449 563
<b>Number of SARs</b>			5 720 734	(342 155)	(681 136)	4 697 443



## Share-based payments reserve (continued)

for the year ended 28 February 2025

### 1. Share Appreciation Rights (SARs) (continued)

Details of the SARs granted to executive directors are set out below:

28 February 2025		Grant price (Rand)	Outstanding at the beginning of the year	Forfeited/ Settled	Outstanding at the end of the year
<b>Executive director</b>	<b>Financial year of vesting</b>				
Mr DP Hele					
<b>June 2016</b>			11 571	–	11 571
Tranche 1	February 2019 – 2020	31.67	3 857	–	3 857
Tranche 2	February 2020 – 2021	36.41	3 857	–	3 857
Tranche 3	February 2021 – 2022	42.12	3 857	–	3 857
<b>June 2019</b>			4 927	(1 643)	3 284
Tranche 1	February 2022 – 2023	47.12	1 642	–	1 642
Tranche 2	February 2023 – 2024	48.46	1 642	–	1 642
Tranche 3	February 2024 – 2025	49.35	1 643	(1 643)	–
<b>June 2020</b>			222 069	(111 035)	111 034
Tranche 2	February 2024 – 2025	27.21	111 035	(111 035)	–
Tranche 3	February 2025 – 2026	27.98	111 034	–	111 034
<b>June 2021</b>			205 530	(68 510)	137 020
Tranche 1	February 2024 – 2025	13.19	68 510	(68 510)	–
Tranche 2	February 2025 – 2026	19.76	68 510	–	68 510
Tranche 3	February 2026 – 2027	22.76	68 510	–	68 510
			444 097	(181 188)	262 909



## Share-based payments reserve (continued)

for the year ended 28 February 2025

### 1. Share Appreciation Rights (SARs) (continued)

Details of the SARs granted to executive directors are as set out below:

	Financial year of vesting	Grant price (Rand)	Outstanding at the beginning of the year	Forfeiture/ Settled	Outstanding at the end of the year
<b>29 February 2024</b>					
<b>Executive director</b>					
Mr DP Hele					
<b>June 2016</b>					
			11 571	–	11 571
Tranche 1	February 2019 – 2020	31.67	3 857	–	3 857
Tranche 2	February 2020 – 2021	36.41	3 857	–	3 857
Tranche 3	February 2021 – 2022	42.12	3 857	–	3 857
<b>June 2019</b>					
			4 927	–	4 927
Tranche 1	February 2022 – 2023	47.12	1 642	–	1 642
Tranche 2	February 2023 – 2024	48.46	1 642	–	1 642
Tranche 3	February 2024 – 2025	49.35	1 643	–	1 643
<b>June 2020</b>					
			333 104	(111 035)	222 069
Tranche 1	February 2023 – 2024	26.15	111 035	(111 035)	–
Tranche 2	February 2024 – 2025	27.21	111 035	–	111 035
Tranche 3	February 2025 – 2026	27.98	111 034	–	111 034
<b>June 2021</b>					
			205 530	–	205 530
Tranche 1	February 2024 – 2025	13.19	68 510	–	68 510
Tranche 2	February 2025 – 2026	19.76	68 510	–	68 510
Tranche 3	February 2026 – 2027	22.76	68 510	–	68 510
			555 132	(111 035)	444 097



## Share-based payments reserve (continued)

for the year ended 28 February 2025

### 2. Retention Shares

Details of the Retention Shares allocated as at 28 February 2025 are set out below:

Grant date	Financial year of vesting	Fair value at grant date (Rand)	Opening balance	Forfeited	Settled	Closing balance
<b>June 2019</b>			72 595	(40)	(72 555)	–
Tranche 3	February 2024 – 2025	81.30	72 595	(40)	(72 555)	–
<b>June 2020</b>			112 004	(427)	(55 945)	55 632
Tranche 2	February 2024 – 2025	34.00	55 984	(39)	(55 945)	–
Tranche 3	February 2025 – 2026	34.00	56 020	(388)	–	55 632
<b>June 2021</b>			123 707	(2 521)	(41 190)	79 995
Tranche 1	February 2024 – 2025	61.99	41 222	(32)	(41 190)	–
Tranche 2	February 2025 – 2026	61.99	41 222	(1 162)	–	40 060
Tranche 3	February 2026 – 2027	61.99	41 263	(1 327)	–	39 936
<b>June 2022</b>			113 350	(2 784)	–	110 566
Tranche 1	February 2025 – 2026	62.33	37 769	(927)	–	36 842
Tranche 2	February 2026 – 2027	62.33	37 786	(928)	–	36 858
Tranche 3	February 2027 – 2028	62.33	37 795	(929)	–	36 866
<b>Number of Retention Shares</b>			421 656	(5 772)	(169 690)	246 194



## Share-based payments reserve (continued)

for the year ended 28 February 2025

### 2. Retention Shares (continued)

Details of the Retention Shares allocated as at 29 February 2024 are set out below:

Grant date	Financial year of vesting	Fair value at grant date (Rand)	Opening balance	Forfeited	Settled	Closing balance
<b>June 2018</b>			17 939	(3 459)	(14 480)	–
Tranche 1	February 2021 – 2022	115.00	3	(3)	–	–
Tranche 2	February 2022 – 2023	115.00	3	(3)	–	–
Tranche 3	February 2023 – 2024	115.00	17 933	(3 453)	(14 480)	–
<b>June 2019</b>			152 239	(4 092)	(75 552)	72 595
Tranche 1	February 2022 – 2023	81.30	2 180	–	(2 180)	–
Tranche 2	February 2023 – 2024	81.30	75 016	(1 644)	(73 372)	–
Tranche 3	February 2024 – 2025	81.30	75 043	(2 448)	–	72 595
<b>June 2020</b>			175 946	(6 848)	(57 094)	112 004
Tranche 1	February 2023 – 2024	34.00	58 636	(1 542)	(57 094)	–
Tranche 2	February 2024 – 2025	34.00	58 636	(2 652)	–	55 984
Tranche 3	February 2025 – 2026	34.00	58 674	(2 654)	–	56 020
<b>June 2021</b>			131 269	(7 562)	–	123 707
Tranche 1	February 2024 – 2025	61.99	43 742	(2 520)	–	41 222
Tranche 2	February 2025 – 2026	61.99	43 742	(2 520)	–	41 222
Tranche 3	February 2026 – 2027	61.99	43 785	(2 522)	–	41 263
<b>June 2022</b>			123 563	(10 213)	–	113 350
Tranche 1	February 2025 – 2026	62.33	41 172	(3 403)	–	37 769
Tranche 2	February 2026 – 2027	62.33	41 190	(3 404)	–	37 786
Tranche 3	February 2027 – 2028	62.33	41 201	(3 406)	–	37 795
<b>Number of Retention Shares</b>			600 956	(32 174)	(147 126)	421 656



## Share-based payments reserve (continued)

for the year ended 28 February 2025

### 2. Retention Shares (continued)

Details of the Retention Shares granted to executive directors are set out below:

28 February 2025		Outstanding at the beginning of the year		Outstanding at the end of the year	
	Financial year of vesting	Grant price (Rand)		Forfeiture/ Settled	
<b>Executive director</b>					
Mr DP Hele					
<b>June 2019</b>			12 786	(12 786)	-
Tranche 3	February 2024 – 2025	81.30	12 786	(12 786)	-
<b>June 2020</b>			18 336	(9 168)	9 168
Tranche 2	February 2024 – 2025	34.00	9 168	(9 168)	-
Tranche 3	February 2025 – 2026	34.00	9 168	-	9 168
<b>June 2021</b>			16 971	(5 657)	11 314
Tranche 1	February 2024 – 2025	61.99	5 657	(5 657)	-
Tranche 2	February 2025 – 2026	61.99	5 657	-	5 657
Tranche 3	February 2026 – 2027	61.99	5 657	-	5 657
			48 093	(27 611)	20 482



## Share-based payments reserve (continued)

for the year ended 28 February 2025

### 2. Retention Shares (continued)

Details of the Retention Shares granted to executive directors are set out below:

	Financial year of vesting	Grant price (Rand)	Outstanding at the beginning of the year	Forfeiture/ Settled	Outstanding at the end of the year
<b>29 February 2024</b>					
<b>Executive director</b>					
Mr DP Hele					
<b>June 2019</b>			25 570	(12 785)	12 785
Tranche 2	February 2023 – 2024	81.30	12 785	(12 785)	–
Tranche 3	February 2024 – 2025	81.30	12 785	–	12 786
<b>June 2020</b>			27 504	(9 168)	18 336
Tranche 1	February 2023 – 2024	34.00	9 168	(9 168)	–
Tranche 2	February 2024 – 2025	34.00	9 168	–	9 168
Tranche 3	February 2025 – 2026	34.00	9 168	–	9 168
<b>June 2021</b>			16 971	–	16 971
Tranche 1	February 2024 – 2025	61.99	5 657	–	5 657
Tranche 2	February 2025 – 2026	61.99	5 657	–	5 657
Tranche 3	February 2026 – 2027	61.99	5 657	–	5 657
			70 045	(21 953)	48 092



## Share-based payments reserve (continued)

for the year ended 28 February 2025

### 3. Performance Shares

Details of the Performance Shares allocated as at 28 February 2025 are set out below:

Grant date	Financial year of vesting	Fair value at grant date (Rand)	Opening balance	Granted	Forfeited	Closing balance
<b>28 February 2025</b>						
June 2023	June 2026	61.25	701 895	–	(12 666)	689 229
June 2024	June 2027	49.87	–	1 030 348	(15 589)	1 014 759
			701 895	1 030 348	(28 255)	1 703 988

Grant date	Financial year of vesting	Fair value at grant date (Rand)	Opening balance	Granted	Closing balance
<b>28 February 2025</b>					
<b>Executive director</b>					
Mr DP Hele	June 2026	61.25	112 668	–	112 668
	June 2027	49.87	–	151 634	151 634
Mrs N Shiluvana	June 2027	49.87	–	82 397	82 397
			112 668	234 031	346 699

### 4. Restricted Shares

Details of the Restricted Shares allocated as at 28 February 2025 are set out below:

Grant date	Financial year of vesting	Fair value at grant date (Rand)	Opening balance	Granted	Forfeited	Closing balance
<b>28 February 2025</b>						
June 2023	June 2026	61.25	163 005	–	(5 753)	157 252
June 2024	June 2027	49.87	–	222 135	(7 705)	214 430
			163 005	222 135	(13 458)	371 682



# Annexure 2: Exchange rates

for the year ended 28 February 2025

The following significant exchange rates were applied in the preparation of the Group's results:

	2025		2024	
	Average	Closing	Average	Closing
GB Pound to Rand	<b>23.28</b>	<b>23.35</b>	23.39	24.31
Euro to Rand	<b>19.63</b>	<b>19.27</b>	20.24	20.81
US Dollar to Rand	<b>18.28</b>	<b>18.55</b>	18.68	19.22
Zambian Kwacha to Rand	<b>0.69</b>	<b>0.65</b>	0.89	0.82
Nigerian Naira to Rand	<b>0.01</b>	<b>0.01</b>	0.02	0.01
Botswana Pula to Rand	<b>1.34</b>	<b>1.34</b>	1.39	1.39
Mauritian Rupee	<b>0.39</b>	<b>0.40</b>	0.41	0.42
United Arab Emirates Dirham to Rand	<b>4.98</b>	<b>5.05</b>	5.09	5.23



# Company accounting policies

## Statement of compliance

The financial statements have been prepared in accordance with IFRS® Accounting Standards as issued by the International Accounting Standards Board (IASB), the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Reporting Pronouncements as issued by the Financial Reporting Standards Council, JSE Listings Requirements and the Companies Act of South Africa. The accounting policies of the company are the same as the Group, where applicable. The material accounting policies detailed below are specifically applicable to the company. The financial statements of the company were approved by the Board on 19 May 2025.

### 1. Basis of preparation

#### Functional and presentation currency

The financial statements are presented in South African Rand (Rand), which is the company's functional and presentation currency. All financial information presented in Rand has been rounded to the nearest thousand (R000) except for when otherwise indicated.

#### Basis of measurement

The financial statements have been prepared on the historical cost basis, except for the measurement of certain financial instruments at fair value and incorporate the principal accounting policies set out below.

### 2. Significant judgements and sources of estimation uncertainty

In preparing the financial statements, management is required to make estimates and assumptions that affect the amounts represented in the financial statements and related disclosures. Use of available information and the application of judgement are inherent in the formation of estimates. Actual results in the future could differ from these estimates which may be material to the financial statements.

### 3. Investment in subsidiaries

In the company's financial statements, investments in subsidiaries are carried at cost less any accumulated impairment losses. The cost of an investment in a subsidiary is the aggregate of:

- the fair value, at the date of exchange, of assets given, liabilities incurred or assumed, and equity instruments issued by the company; plus
- any costs directly attributable to the purchase of the subsidiary.

### 4. Financial instruments

#### Receivables from/payables to Group companies

These include amounts receivable from and payable to subsidiaries and are recognised initially at fair value. Amounts receivable from Group companies are classified as financial assets at amortised cost. Amounts payable to Group companies are classified as financial liabilities measured at amortised cost.

### 5. Revenue

Dividends are recognised in profit or loss, when the company's right to receive payment has been established, it is probable that the economic benefits associated with the dividend will flow to the company, and the amount of the dividend can be measured reliably.

### 6. Going concern

The company reported a net profit for the year ended 28 February 2025 of R348.6 million (2024: R361.3 million) and as of that date its total assets exceeded its liabilities by R212.7 million (2024: 212.7 million).

The entity is in a net current asset position of R28.5 million (2024: 35.3 million).

The directors of Famous Brands Management Company (Pty) Ltd have made a commitment, via a signed board resolution, to not call on the liability from the company for at an indeterminable period from date of approving the financial statements.

The directors, based on the information available, have assessed and are satisfied that the company is a going concern for the foreseeable future, at least for the next 12 months from the date of approval of the financial statements.

Refer to the consolidated financial statements Note 29 *Going concern* and the assumptions applied.



# Company statement of financial position

at 28 February 2025

	Notes	2025 R000	2024 R000
<b>Assets</b>			
<b>Non-current assets</b>			
Investments in subsidiaries	1	604 915	638 769
<b>Current assets</b>			
Receivables from Group companies	1	4 769	37 698
Other receivables	2	26 909	1 565
Cash and cash equivalents	3	457	67
<b>Total assets</b>		<b>637 050</b>	<b>678 099</b>
<b>Equity and Liabilities</b>			
<b>Capital and reserves</b>			
Share capital	4	1 002	1 002
Share premium	4	164 811	164 811
Reserves		235 259	269 113
Accumulated losses		(188 327)	(222 188)
<b>Total equity</b>		<b>212 745</b>	<b>212 738</b>
<b>Non-current liabilities</b>			
Payables to Group companies	1	420 662	461 312
<b>Current liabilities</b>			
Other payables	5	17	804
Shareholders for dividends		3 626	3 245
<b>Total liabilities</b>		<b>424 305</b>	<b>465 361</b>
<b>Total equity and liabilities</b>		<b>637 050</b>	<b>678 099</b>



# Company statement of profit or loss and other comprehensive income

for the year ended 28 February 2025

	Notes	2025 R000	2024 R000
<b>Revenue</b>	6	<b>331 333</b>	371 750
Other income*		<b>24 751</b>	–
Operating expenses		<b>(7 570)</b>	(10 490)
<b>Operating profit</b>		<b>348 514</b>	361 260
Net finance costs		<b>36</b>	23
Finance costs		–	(1)
Finance income		<b>36</b>	24
<b>Profit before tax</b>	7	<b>348 550</b>	361 283
Tax	8	–	–
<b>Profit for the year</b>		<b>348 550</b>	361 283

\* Other income relates to the GBK liquidation dividend of GBP1.1 million (R24.8 million).



# Company statement of changes in equity

for the year ended 28 February 2025

	Share capital R000	Share premium R000	Non-distributable reserves R000	Accumulated losses R000	Total equity R000
<b>Balance at 1 March 2023</b>	1 002	164 811	266 907	(208 822)	223 898
Equity settled share-based payment schemes	–	–	(693)	–	(693)
Transfer between reserves	–	–	2 899	(2 899)	–
Total comprehensive income for the year	–	–	–	361 283	361 283
Dividends declared	–	–	–	(371 750)	(371 750)
<b>Balance at 1 March 2024</b>	<b>1 002</b>	<b>164 811</b>	<b>269 113</b>	<b>(222 188)</b>	<b>212 738</b>
Equity settled share-based payment schemes	–	–	(33 854)	–	(33 854)
Total comprehensive income for the year	–	–	–	348 550	348 550
Dividends declared	–	–	–	(314 689)	(314 689)
<b>Balance at 28 February 2025</b>	<b>1 002</b>	<b>164 811</b>	<b>235 259</b>	<b>(188 327)</b>	<b>212 745</b>
	Note 4	Note 4			

Dividend per share is 314 cents (2024: 371 cents).



# Company statement of cash flows

for the year ended 28 February 2025

	Notes	2025 R000	2024 R000
<b>Cash utilised in operations</b>	9.1	<b>(8 950)</b>	(10 862)
Dividends received		<b>314 635</b>	371 750
Finance income received		<b>36</b>	24
Finance costs paid		<b>–</b>	(1)
Dividends paid to owners of Famous Brands Limited	9.2	<b>(314 308)</b>	(371 307)
<b>Net cash outflow from operating activities</b>		<b>(8 587)</b>	(10 396)
<b>Cash utilised in investing activities</b>			
Decrease in receivables from Group companies		<b>32 929</b>	11 892
<b>Cash inflow from investing activities</b>		<b>32 929</b>	11 892
<b>Cash flow from financing activities</b>			
Decrease in payables to Group companies	9.3	<b>(23 952)</b>	(1 647)
<b>Cash outflow from financing activities</b>		<b>(23 952)</b>	(1 647)
Net increase/(decrease) in cash and cash equivalents		<b>390</b>	(152)
Cash and cash equivalents at the beginning of the year		<b>67</b>	219
<b>Cash and cash equivalents at the end of the year</b>	3	<b>457</b>	67



# Notes to the company financial statements

for the year ended 28 February 2025

## 1. Investments, receivables and payables with Group companies

	2025 R000	2024 R000
Investments in subsidiaries*	604 915	638 769
Net amount owing to subsidiaries	(415 893)	(423 614)
Receivables from Group companies	4 769	37 698
Payables to Group companies	(420 662)	(461 312)
	189 022	215 155

\* Unlisted shares at cost less impairment. Refer to the consolidated financial statements Note 24 Schedule of investments in subsidiaries and associates.

### Receivables from Group companies – Steers Properties (Pty) Ltd

The company purchased the rights to the collection of the loans to shareholders in Steers Properties (Pty) Ltd in the 2023 financial year. The R4.8 million loan is interest-free and has no fixed terms of repayment.

### Payables to Group companies – Famous Brands Management Company (Pty) Ltd (Manco)

The amount owing to Group companies is interest free and has no fixed terms of repayment. The loan disclosed on the statement of financial position is required by IFRS<sup>®</sup> Accounting Standards. However, repayment is not expected in the foreseeable future, hence liquidity risk is considered low. Manco will not require repayment of the loan for at least the next 15 months and will also continue to provide financial support to Famous Brands Limited against all claims for at least the next 15 months.

## Investment in subsidiaries

A schedule of subsidiaries of the company is set out in Note 24 of the consolidated financial statements.

	2025 R000	2024 R000
<b>Reconciliation of the movement in unlisted shares at cost less amounts written off</b>		
Balance at the beginning of the year	638 769	639 462
Change in Investment in Subsidiary – IFRS2 Share-based payments	(33 854)	(693)
<b>Carrying amount of investments in subsidiaries</b>	<b>604 915</b>	<b>638 769</b>

## 2. Other receivables

	2025 R000	2024 R000
<b>Financial instruments</b>		
Other receivables*	24 751	–
<b>Non-financial instruments</b>	<b>2 158</b>	<b>1 565</b>
VAT receivable	389	804
Prepayments	1 769	761
	26 909	1 565

\* Other receivables relates to the GBK liquidation dividend of GBP1.1 million (R24.8 million)

### Fair value of other receivables

There is no material difference between the fair value of other receivables and their book value due to the short-term nature of these items.

The maximum exposure to credit risk at the reporting date is the fair value of other receivables above. The company does not hold any collateral as security.



### 3. Cash and cash equivalents

	2025 R000	2024 R000
Cash and cash equivalents included in the statement of cash flows comprise		
Cash and cash equivalents	457	67
<b>Cash on hand and bank balances</b>	<b>457</b>	<b>67</b>

The fair value approximates the book value of cash and cash equivalents.

### 4. Share capital and share premium

	2025 R000	2024 R000
Share capital	1 002	1 002
Share premium	164 811	164 811
	<b>165 813</b>	<b>165 813</b>
<b>Share capital</b>		
<b>Authorised</b>		
200 000 000 (2024: 200 000 000) ordinary par value shares of one cent each	2 000	2 000
<b>Unissued</b>		
99 797 716 (2024: 99 797 716) ordinary par value shares of one cent each	998	998
<b>Issued</b>		
100 202 284 (2024: 100 202 284) ordinary par value shares of one cent each	1 002	1 002
<b>Share premium</b>		
<b>Shares in issue at the end of the year</b>	<b>164 811</b>	<b>164 811</b>

### Reconciliation of movements in the number of ordinary shares

	2025 Number of shares	2024 Number of shares
<b>Authorised Issued</b>	<b>200 000 000</b>	200 000 000
Shares in issue for the year	<b>100 202 284</b>	100 202 284
<b>Unissued shares at the end of the year</b>	<b>99 797 716</b>	99 797 716

### 5. Other payables

	2025 R000	2024 R000
<b>Financial instruments</b>		
Other payables	-	804
Accruals	17	-
	<b>17</b>	<b>804</b>

Accruals represent miscellaneous contractual liabilities that relate to expenses that were incurred, but not paid for at year-end. The book value of trade and other payables approximates fair values.

### 6. Revenue

	2025 R000	2024 R000
Dividends received from subsidiaries	<b>331 333</b>	371 750
	<b>331 333</b>	<b>371 750</b>

Dividends of R314.6 million (2024: 371.8 million) and R16.7 million (2024: Rnil) were received from Famous Brands Management Company (Pty) Ltd and Steers (Pty) Ltd, respectively.



## 7. Profit before tax

	2025 R000	2024 R000
Profit before tax is calculated after taking into account, among other items, those detailed below: Directors' remuneration (Refer to Note 22 of the consolidated financial statements)	6 834	6 623
Non-executive directors	6 834	6 623
Executive directors	19 624	23 625
Less: amounts paid by subsidiaries	(19 624)	(23 625)
Auditors' remuneration	452	648
Net finance costs	(36)	(23)
Finance costs	–	1
Finance income	(36)	(24)

\* Auditors remuneration comprises of fees in respect of the financial statement audit.

## 8. Tax

	2025 %	2024 %
<b>Reconciliation of rate of tax</b>		
<b>South African normal rate of tax</b>	27.0	27.0
Reduction in rate for year due to:		
Exempt dividend income	(27.6)	(27.8)
Increase in rate for year due to:		
Disallowable expenditure*	0.6	0.8
Effective rate of tax	–	–

\* A deferred tax asset on the assessed loss has only been recognised to the extent of available taxable temporary differences.

Tax losses of R36 million (2024: R35.9 million) have not been recognised.

## 9. Cash flow information

	2025 R000	2024 R000
<b>9.1 Reconciliation of profit before tax to cash utilised in operations</b>		
Profit before tax	348 550	361 283
Adjustments for:		
Dividends received	(331 333)	(371 750)
Finance costs	–	1
Finance income	(36)	(24)
Cash generated/(utilised) before changes in working capital	17 181	(10 490)
Working capital changes	(26 131)	(372)
Increase in other receivables	(25 344)	(881)
(Decrease)/increase in other payables	(787)	509
<b>Cash utilised in operations</b>	<b>(8 950)</b>	<b>(10 862)</b>
<b>9.2 Reconciliation of dividends paid during the year</b>		
Amounts owing at the beginning of the year	(3 245)	(2 802)
Amounts charged to retained earnings	(314 689)	(371 750)
Amounts owing at the end of the year	3 626	3 245
<b>Dividends paid*</b>	<b>(314 308)</b>	<b>(371 307)</b>
<b>9.3 Reconciliation of financing activities</b>		
<b>Amount owing to subsidiaries</b>		
Carrying value at beginning of the year	461 312	462 959
Cash movement	(23 952)	(1 647)
<b>Carrying value at end of the year</b>	<b>437 360</b>	<b>461 312</b>

\* Includes movement in unclaimed dividends.



## 10. Risk management

The company has exposure to the following risks from its use of financial instruments: market risk (foreign exchange, interest rate), liquidity risk, credit risk and capital risk. This note presents information about the company's exposure to each of the above risks, the company's objectives, policies and processes for measuring and managing financial risk, and the company's management of capital.

The major guidelines of this policy are the following:

- to minimise interest rate, currency and market risk for all transactions;
- to ensure that all financial risk management activities are carried out and monitored at a central level; and
- to ensure that all financial risk management activities are carried out on a prudent and consistent basis.

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

	2025 Carrying amount R000	2024 Carrying amount R000
Financial assets		
<b>Measured at amortised cost:</b>		
Cash and cash equivalents	457	67
Receivables from Group companies	4 769	37 698
Other receivables	24 751	–
	<b>29 977</b>	37 765
Financial liabilities		
<b>Measured at amortised cost:</b>		
Other payables	17	804
Shareholders for dividends	3 626	3 245
Payables to Group companies	420 662	461 312
	<b>424 305</b>	465 361

The carrying amounts of current financial assets and liabilities are considered to approximate the fair values.

## 10.1 Liquidity risk

The company manages liquidity risk on the basis of expected maturity dates, through an ongoing review of future commitments and credit facilities. Cash flow forecasts are prepared, adequate borrowing facilities are secured and utilisation monitored.

The following table analyses financial liabilities by remaining contractual maturity (contractual and undiscounted cash flows):

	2025		Total R000
	Less than 1 year R000	1–5 years R000	
Other payables	17	–	17
Payables to Group companies	–	420 662	420 662
Shareholders for dividends	3 626	–	3 626
	<b>3 643</b>	<b>420 662</b>	<b>424 305</b>

	2024		
	Less than 1 year R000	1–5 years R000	Total R000
Other payables	804	–	804
Payables to Group companies	–	461 312	461 312
Shareholders for dividends	3 245	–	3 245
	<b>4 049</b>	<b>461 312</b>	<b>465 361</b>

At present the company expects to pay all liabilities at their contractual maturity. In order to meet such cash commitments the company expects operating activities to generate sufficient cash inflows.



## 10. Risk management (continued)

### 10.2 Credit risk

Credit risk is managed on a Group-wide basis. Credit risk consists mainly of cash deposits, cash equivalents and other debtors. The company only deposits cash with major banks with high-quality credit standing and limits exposure to any one counterparty.

The company's credit risk mainly lies with loans with Group companies. The three-stage model (general approach) is applied in determining expected credit losses for receivables from Group companies (i.e. inter-company receivables). At each reporting date, the company assesses whether the credit risk on the financial instruments has increased significantly since initial recognition. The following indicators are incorporated: significant increases in credit risk on other financial instruments of the same borrower, actual or expected significant adverse changes in business, financial and economic conditions that are expected to cause a significant change to the borrower's ability to meet its obligations. The expected credit loss in relation to receivables from Group companies has been assessed as negligible.

The loans are provided to subsidiaries on an ongoing basis except where it is considered an equity loan and is included as part of the net investment in the borrower.

The loans, which are not equity loans, are generally repayable on demand and interest free. Credit risk is mainly dependent on the subsidiaries performance.

	2025 R000	2024 R000
Receivables from Group companies	4 769	37 698
Cash and cash equivalents	457	67
Other receivables	24 751	–
	<b>29 977</b>	<b>37 765</b>

## 11. Schedule of investments in subsidiaries

Please refer to Note 24 *Schedule of investment in subsidiaries and associates* of the consolidated financial statements.

## 12. Related party transactions

Related parties to the company include the companies direct and indirect subsidiaries, joint ventures, associates and key management which is defined as appointed directors of the company as well as directors of related entities of the company. The company, in the ordinary course of business, enters into transactions with related parties which may include the rendering of services, funding arrangements or transfer of resources to related parties.

### 12.1 Transactions between the holding company and subsidiaries

	2025 R000	2024 R000
Dividends received	331 333	371 750
Finance cost	–	(1)

### 12.2 Remuneration

The remuneration for directors of the holding company paid during the year by subsidiaries within the Group has been disclosed in Note 22 *Directors' remuneration*. Executive directors are defined as key management.

### 12.3 Receivables from/payable to Group companies

The intercompany loan balances, including the terms and conditions, have been disclosed in Note 24 of the consolidated financial statements and Note 1 of the company financial statements.

## 13. Events after reporting date

The Board declared a final dividend of 195 cents per share to the amount of R195.4 million, reflecting the company's stable financial position and cash flows. In light of the challenging economic environment in which our business currently operates, we acknowledge its impact on earnings growth. Nevertheless, we maintain an optimistic outlook for the future. The final dividend will be paid out of the current year profit for the total of R345.7 million.



# Shareholder spread

at 28 February 2025

	2025			
	Number of share-holders	% of total share-holdings	Number of shares	% of issued capital
1 – 10 000	6 767	94.26	2 691 175	2.69
10 001 – 50 000	203	2.83	4 488 064	4.48
50 001 – 100 000	69	0.96	4 743 539	4.73
100 001 – 1 000 000	115	1.60	37 384 710	37.31
Over 1 000 000	25	0.35	50 894 796	50.79
<b>Total</b>	<b>7 179</b>	<b>100.00</b>	<b>100 202 284</b>	<b>100.00</b>
<b>Distribution of shareholders</b>				
Individuals	6 123	85.29	7 902 494	7.89
Insurance companies	4	0.06	1 192 716	1.19
Investment trusts	265	3.69	6 736 050	6.72
Other companies and corporate bodies	787	10.96	84 371 024	84.20
<b>Total</b>	<b>7 179</b>	<b>100.00</b>	<b>100 202 284</b>	<b>100.00</b>
<b>Shareholder type</b>				
<b>Non-public shareholders</b>				
	7	0.10	6 870 331	6.86
Directors and associates (Direct)	6	0.09	1 141 376	1.14
Directors and associates (Indirect)	1	0.01	5 728 955	5.72
<b>Public shareholders</b>				
	7 172	99.90	93 331 953	93.14
<b>Total</b>	<b>7 179</b>	<b>100</b>	<b>100 202 284</b>	<b>100.00</b>
<b>Fund managers greater than 5% of the issued shares</b>				
Camissa Asset Managers		–	16 135 979	16.10
Public Investment Corporation		–	10 214 649	10.19
36One Asset Management		–	8 336 049	8.32
<b>Total</b>		–	<b>34 686 677</b>	<b>34.61</b>
<b>Direct and indirect beneficial shareholders greater than 5% of the issued shares (excluding directors)</b>				
Government Employees Pension Fund		–	15 102 977	15.07
36 One Asset Management		–	5 106 735	5.10
Panis Trust		–	5 728 955	5.72
<b>Total</b>		–	<b>25 938 667</b>	<b>25.89</b>
<b>Total number of shareholdings</b>	<b>7 179</b>			
<b>Total number of shares in issue</b>			<b>100 202 284</b>	



# Administration

## Famous Brands Limited

Incorporated in the Republic of South Africa Registration number: 1969/004875/06

JSE share code: FBR

ISIN code: ZAE000053328

## Directors

CH Boulle (Independent Chairman), N Halamandaris, DP Hele (Chief Executive Officer)\*, AK Maditse, B Mathe, W Mzimba, F Petersen-Cook, T Mosololi and N Shiluvana (Group Financial Director)\*.

\* Executive

## Company secretary

CD Appollis

## Registered office

478 James Crescent, Halfway House, Midrand, 1685 PO Box 2884, Halfway House, 1685

Telephone: +27 11 315 3000

Email: investorrelations@famousbrands.co.za Website address: www.famousbrands.co.za

## Transfer secretaries

Computershare Investor Services Proprietary Limited Registration number: 2004/003647/07

Rosebank Towers, 15 Biermann Avenue Rosebank, 2196, South Africa

PO Box 61051, Marshalltown, 2107

## Sponsor

The Standard Bank of South Africa Limited Registration number: 1969/017128/06

30 Baker Street, Rosebank, 2196

## Auditor

KPMG Inc

Registration number: 1999/021543/21

85 Empire Road, Parktown, Johannesburg, 2193

