

SUMMARISED INTERIM FINANCIAL RESULTS

FOR THE SIX MONTHS ENDED 31 AUGUST 2024



(Incorporated in the Republic of South Africa) South African registration number 2020/113877/06 (Share code: 4AGR1O ISIN ZAE400000259 – the “Ordinary Shares” Share code: 4AGR1A ISIN ZAE400000101 “A Preference Shares” Share code: 4GR1B ISIN: ZAE400000234 – “B Preference Shares”) (“GR1” or “the Company”)

COMMENTARY

Nature of business

The Company was established by Gaia Fund Managers as a ring-fenced entity for the express purpose of providing institutional and retail investors access to infrastructure investments in South Africa.

Gaia Fund Managers is a registered financial services provider (licence number 46028) and is considered a leading specialist secondary market infrastructure transaction team in South Africa, having concluded 12 utility scale renewable energy, two toll road and several digital infrastructure transactions to a value of approximately R4.5 billion for South African institutional investors, as well as establishing Gaia Infrastructure Capital Limited, a JSE main board listed investment holding company.

Pursuant to the listing of the A preference shares in October 2020 on the Cape Town Stock Exchange, the Company, acting through TCWF Investment SPV, acquired its first indirect interest in an infrastructure project via the financing of RE Times’s acquisition of a 16% interest in the Tsitsikamma Community Wind Farm Project. The Company listed its B preference shares in May 2024, with proceeds earmarked for investment in the Gaia Africa Climate Fund SA. SICAV-RAIF.

Financial highlights

GR1 is pleased to announce that its latest set of half-year results for the period ended 31 August 2024 have been buoyant and well ahead of expectations.

Revenue for the six months totalled R11.6 million, which was well above expectations following strong operational and financial performance from the Tsitsikamma Community Wind Farm Project during the period under review. This enabled the Company to declare an interim dividend to its A preference shareholders totalling R10.5 million (or R10.47 per A preference share), which represents a dividend yield of 8% for the six month period (2023: 5%).

A small loss after tax of R0.4 million was reported resulting mainly from the listing of the Company’s B preference shares. Costs and expenses remained under control.

Earnings per A preference share totalled R7.48 for the six months under review, representing an annualised total return of 11.8%.

An ordinary dividend of R0.32 million (or 0.32 cents per ordinary share) was declared and paid during the period under review.

STATEMENT OF FINANCIAL POSITION

Figures in R	Unaudited at 31 August 2024	Unaudited at 31 August 2023	Audited at 29 February 2024
Assets			
Investment in subsidiary	130 253 000	136 344 927	133 180 453
Current assets			
Cash and cash equivalents	34 416	588 301	358 818
Current tax assets	5 122	920	–
Total current assets	39 538	589 221	358 818
Total assets	130 292 538	136 934 148	133 539 271
Equity and liabilities			
Equity			
Issued capital	100	100	100
Retained income/ (accumulated loss)	1 983 044	3 174 629	2 690 082
Total equity	1 983 144	3 174 729	2 690 182
Liabilities			
Non-current liabilities			
Other financial liabilities	127 826 900	133 707 932	130 816 605
Current liabilities			
Cash and cash equivalents	–	–	507
Trade and other payables	482 494	51 487	31 466
Current tax liabilities	–	–	511
Total current liabilities	482 494	51 487	32 484
Total liabilities	128 309 394	133 759 419	130 849 089
Total equity and liabilities	130 292 538	136 934 148	133 539 271

STATEMENT OF CASH FLOWS

Figures in R	Six month period ended 31 August 2024	Six month period ended 31 August 2023	12 month period ended 29 February 2024
Net cash flows (used in)/ from operations	(1 265 031)	(1 652 119)	(1 900 592)
Dividend paid	(323 800)	(209 400)	(376 000)
Dividends received	11 628 628	8 535 703	14 092 267
Interest paid	(10 470 000)	(6 770 000)	(12 160 007)
Interest received	9 810	27 045	49 933
Income taxes paid	(3 402)	(7 687)	(12 049)
Net cash flows from/ (used in) operating activities	(423 795)	(76 458)	(306 448)
Cash flows used in financing activities			
Proceeds from other financial liabilities	99 900	–	–
Repayment of loan	–	–	–
Net cash flows used in financing activities	99 900	–	–
Net (decrease)/increase in cash and cash equivalents	(323 895)	(76 458)	(306 448)
Cash and cash equivalents at beginning of the period	358 311	664 759	664 759
Cash and cash equivalents at end of the period	34 416	588 301	358 31

Revenue
R11.6 million

A Pref interim
dividend yield
8%

A Pref net asset
value per share
R127.83

Ordinary interim
dividend
R0.32 million

Ordinary net asset
value per share
R0.02

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

Figures in R	Unaudited six month period ended 31 August 2024	Unaudited six month period ended 31 August 2023	Audited year ended 29 February 2024
Revenue	11 628 628	8 535 703	14 092 267
Administrative expenses	(351 890)	(332 185)	(422 882)
Other expenses	(1 364 170)	(1 344 001)	(1 481 756)
Other gains and (losses)	162 152	(856 399)	(1 129 546)
(Loss)/profit from operating activities	10 074 720	6 003 118	11 058 083
Finance income	9 810	27 045	49 933
Finance costs	(10 470 000)	(6 770 000)	(12 160 007)
(Loss)/profit before tax	(385 470)	(739 837)	(1 051 991)
Income tax expense	2 233	(5 873)	(11 666)
(Loss)/profit for the period	(383 237)	(745 710)	(1 063 657)

STATEMENT OF CHANGES IN EQUITY

Figures in R	Issued capital	Retained income/ (accumulated loss)	Total
Balance at 1 March 2023	100	4 129 739	4 129 839
Changes in equity			
Loss for the period	–	(745 710)	(745 710)
Total comprehensive income for the period	–	(745 710)	(745 710)
Dividend recognised as distributions to holding entity	–	(209 400)	(209 400)
Balance at 31 August 2023	100	3 174 629	3 174 729
Balance at 1 September 2023	100	3 174 629	3 174 729
Changes in equity			
Loss for the period	–	(317 947)	(317 947)
Total comprehensive income for the period	–	(317 947)	(317 947)
Dividend recognised as distributions to holding entity	–	(166 600)	(166 600)
Balance at 29 February 2024	100	2 690 082	2 690 182
Balance at 1 March 2024	100	2 690 082	2 690 182
Changes in equity			
Loss for the period	–	(383 237)	(383 237)
Total comprehensive income for the period	–	(383 237)	(383 237)
Dividend recognised as distributions to holding entity	–	(323 800)	(323 800)
Balance at 31 August 2024	100	1 983 044	1 983 144

NOTES TO THE SUMMARISED INTERIM FINANCIAL RESULTS

1. Basis of preparation and accounting policies

This financial report is an extract from the summarised interim financial results which are available on the Company's website (www.gaia.group). The summarised interim financial results for the six months ended 31 August 2024 have been prepared in accordance with International Financial Reporting Standards ("IFRS") and presented according to the disclosure requirements of accounting standard IAS 34: *Interim Financial Reporting*.

The accounting policies applied in the preparation of the interim financial results are consistent with those accounting policies applied in the preparation of the previous year's annual financial results.

The financial information is presented in South African Rand, which is the reporting currency. The summarised interim financial results have been prepared under the supervision of the reporting accountant, Mr George du Preez CA(SA) and have not been reviewed by the auditors. The summarised interim financial results for the six months ended 31 August 2024 were approved for issue by the board on 29 November 2024.

2. New and amended standards adopted by the Group

Certain new accounting standards and interpretations have been published that are not mandatory for 28 February 2025 reporting periods and have not been early adopted by the Group. These standards are not expected to have a material impact on the Company in the current or future reporting periods and on foreseeable future transactions.

3. Events after balance sheet date

There were no significant events that occurred after the reporting date that require adjustment to or disclosure in the interim financial results for the six months ended 31 August 2024.

For and on behalf of the board

Retha Meyer
Chairperson

Cape Town
29 November 2024

CORPORATE INFORMATION

Directors

Executive
RC de Wit
MM Nieuwoudt
HA Snyman

Independent non-executive

L Kotze
R Meyer
ALC Olivier
CB Lesetedi

Registered office

146 Campground Road, Newlands,
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Company Secretary

Hilde Matthee

CTSE Issuer Agent

Gaia Fund Managers (Pty) Ltd
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