



NOTICE OF ANNUAL  
GENERAL MEETING

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# Letter to shareholders

17 September 2020

Dear Shareholder

## NOTICE OF ANNUAL GENERAL MEETING AND PROXY FORM

We are pleased to enclose herewith a detailed notice of the Lewis Group Limited's ("Lewis Group" or "the Company") sixteenth Annual General Meeting ("AGM") to be held at 09:00 on Friday, 23 October 2020. The meeting will be held virtually through electronic participation. The Company has determined that it is appropriate to make the meeting accessible only through electronic participation, as provided for by the JSE Limited and in terms of the provisions of the Companies Act 71 of 2008 ("Companies Act"), as amended, and the company's memorandum of incorporation. This is due to the continued impact of the COVID-19 pandemic and the uncertainty surrounding the restrictions placed on public gatherings and/or the COVID-19 level that may be applicable when the Company's AGM is to take place.

Shareholders or their duly appointed proxy(ies) that wish to participate in the AGM via electronic communication ("Participant(s)"): must either;

1. register online by no later than 12:00 on Wednesday 21 October 2020, using the online registration portal at [www.smartagm.co.za](http://www.smartagm.co.za); or
2. apply to Computershare, by delivering the duly completed electronic participation form to: First Floor, Rosebank Towers, 15 Biermann Avenue, Rosebank 2196, or posting it to Private Bag x9000, Saxonwold, 2132 (at the risk of the Participant), or sending it by email to [proxy@computershare.co.za](mailto:proxy@computershare.co.za) so as to be received by Computershare by no later than 12:00 on Wednesday 21 October 2020. The electronic participation form can be found as an insert in this Notice of AGM. Computershare will first validate such requests and confirm the identity of the shareholder in terms of section 63(1) of the Companies Act, and, if the request is validated, further details on using the electronic communication facility will be provided.

The Company will inform Participants who notified Computershare of their intended participation in accordance with paragraph 1 under Electronic Participation, on page 9 of this notice of AGM, by no later than 12:00 on Thursday, 22 October 2020 by email of the relevant details through which Participants can participate electronically.

The notice of AGM contains a proxy form. The proxy form includes comprehensive instructions on how to complete the form itself. However, should you have questions, do not hesitate to contact our offices.

In an effort to support environmental initiatives, printed copies of Lewis Group's' full Integrated Annual Report and the full financial statements will only be mailed to shareholders on request. The Remuneration Policy and Implementation Report is contained in the Integrated Annual Report. The full Integrated annual report, the Corporate Governance Report and the Audited Annual Financial Statements are available for download on our website at [www.lewisgroup.co.za](http://www.lewisgroup.co.za).

Therefore, should you require a printed copy of the Integrated annual report and Audited Annual Financial Statements, please contact Ntokozo Makomba at [stakeholders@lewisgroup.co.za](mailto:stakeholders@lewisgroup.co.za) to request a copy.

Yours sincerely



**Ntokozo Makomba**  
*Company Secretary*

# Notice of annual general meeting

Notice is hereby given that the sixteenth annual general meeting of shareholders (“AGM”) of Lewis Group Limited (“Lewis Group” or “the Company”) for the year ended 31 March 2020 will be held virtually through electronic participation only at 09:00 on Friday, 23 October 2020 (“Virtual AGM”).

The board of directors of the Company (“the board”) determined that the record date for the purpose of determining which shareholders of the Company are entitled to participate in, and vote at, the virtual AGM is 16 October 2020. The board has determined that the record date by when persons must be recorded as shareholders in the securities register of the Company in order to be entitled to receive the notice of AGM is 4 September 2020.

The purpose of the virtual AGM is for the following business to be transacted, and to consider and, if approved, to pass with or without modification, the following ordinary and special resolutions, in the manner required by the Company’s memorandum of incorporation (“MOI”), the Companies Act, No. 71 of 2008, as amended (“the Companies Act”), as read with the Listings Requirements of the exchange operated by JSE Limited (“the JSE”) (“the JSE Listings Requirements”):

## 1. Presentation of the Audited Annual Financial Statements of the Company, including the reports of the directors, external auditors and the Audit Committee, for the year ended 31 March 2020

In terms of the Companies Act, the audited financial statements of the Company (including the reports of the directors, external auditors and the Audit Committee) for the year ended 31 March 2020 as approved by the board of directors will be presented to shareholders. A summary of the audited Annual Financial Statements is set out in Annexure 2 of this notice of AGM. This summary is not exhaustive and the complete Annual Financial Statements of the Company and its subsidiaries should be read in their entirety for a full appreciation of their contents. The complete audited Annual Financial Statements of the Company and its subsidiaries are available for inspection at the Company’s registered office, and an electronic copy is available on the Company’s website ([www.lewisgroup.co.za](http://www.lewisgroup.co.za)). Alternatively, shareholders can request that a complete copy of the Annual Financial Statements of the Company and its subsidiaries be posted or emailed to them by contacting Ntokozo Makomba on [stakeholders@lewisgroup.co.za](mailto:stakeholders@lewisgroup.co.za).

## 2. Presentation of Social, Ethics and Transformation Committee Report

In accordance with Regulation 43 of the Companies Regulations, 2011, the social, ethics and transformation committee report for the financial year ended 31 March 2020, prepared and approved by the Company’s social and ethics committee and set out in Annexure 3 of this notice, will be presented to shareholders.

## 3. Ordinary resolution number 1

### Re-election and election of directors

#### Explanatory note

In terms of the Company MOI, at each AGM, one third of the longest-serving non-executive directors of the Company must retire. In addition, any non-executive director who has held office for three years since his/her last election must retire at the AGM. The non-executive directors who are due to retire by rotation at this AGM are Ms Daphne Motsepe and Mr Duncan Westcott (each being eligible) and offer themselves for re-election.

In addition, all other directors who have held office for three years since their last election must retire at the AGM in terms of the Company MOI. Mr Hilton Saven is due to retire at the AGM and (being eligible) offers herself for re-election.

It is proposed that each Ms Daphne Motsepe, Mr Duncan Westcott and Mr Hilton Saven be re-elected, by shareholders as directors of the Company at the AGM.

The Nominations Committee has considered the proposed election of Ms Daphne Motsepe, Mr Duncan Westcott and Mr Hilton Saven and recommends that they be re-elected as directors of the Company.

Brief CVs of the abovementioned directors appear in Annexure 1 on pages 10 to 11 of this notice of AGM.

The purpose of these ordinary resolutions is to propose the re-election of Ms Daphne Motsepe, Mr Duncan Westcott and Mr Hilton Saven who have retired as directors in terms of the Company’s MOI.

These elections will be conducted by a series of separate votes in respect of each candidate.

#### Re-election Ms Daphne Motsepe as director

1.1 “Resolved that Ms Daphne Motsepe be and is hereby re-elected as a director of the Company.”

#### Re-election of Mr Duncan Westcott as director

1.2 “Resolved that Mr Duncan Westcott be and is hereby re-elected as a director of the Company.”

#### Re-election of Mr Hilton Saven as director

1.3 “Resolved that Mr Hilton Saven be and is hereby re-elected as a director of the Company.”

# Notice of annual general meeting continued

## 4. Ordinary resolution number 2

### Election of members of the audit committee

#### Explanatory note

In terms of the Companies Act, at each AGM an audit committee comprising at least three members must be elected. It is proposed that the following independent non-executive directors be elected as members of the audit committee for the ensuing year. The election of each member of the audit committee will be voted on separately. In terms of the Companies Act, each member of an audit committee must also be a director of the Company.

Accordingly, the election of each of the persons nominated to be members of the audit committee is subject to the election of such persons as directors of the Company.

Brief CVs of the members up for election are on Annexure 1 on pages 10 to 11 of this notice of AGM.

### Election of Ms Daphne Motsepe as member of the audit committee

- 2.1 “Resolved that subject to the adoption of ordinary resolution number 1.1 Ms Daphne Motsepe be and is hereby elected as a member of the audit committee.”

### Election of Mr Tapiwa Njikizana as a member of the audit committee.

- 2.2 “Resolved that Mr Tapiwa Njikizana be and is hereby elected as a member of the audit committee.”

### Election of Mr Duncan Westcott as member of the audit committee

- 2.3 “Resolved that subject to the adoption of ordinary resolution number 1.2 Mr Duncan Westcott be and is hereby elected as a member of the audit committee.”

## 5. Ordinary resolution number 3

### Approval of reappointment of auditors

#### Explanatory note

In terms of the Companies Act, the Company must each year at its AGM appoint an external auditor. The Company's current external auditor is PricewaterhouseCoopers Inc. which has indicated that Mr Thinus Hamman who is a director of the firm, a registered auditor and accredited with the JSE in accordance with the JSE Listings Requirements will undertake the audit. The Company's Audit Committee has recommended that the firm, PricewaterhouseCoopers Inc, and the designated auditor, Mr Thinus Hamman, be appointed for the ensuing period.

“Resolved that the firm PricewaterhouseCoopers Inc. and Mr Thinus Hamman as the designated auditor be appointed as auditor for the Company for the ensuing year.”

## 6. Non-binding advisory votes

### Approval of the Company's remuneration policy and implementation report

#### Explanatory note

In terms of Part 5.4, principle 14 (recommended practice 37) of the King Report on Corporate Governance in South Africa, 2016 (“King IV”) the Company's remuneration policy and implementation report should be tabled to shareholders for separate non-binding advisory votes at the AGM. This vote enables shareholders to express their views on the remuneration policies adopted and on their implementation. Furthermore, King IV recommends that the remuneration policy should record the measures that the board commits to in the event that either that the remuneration policy or the implementation report, or both have been voted against by 25% (twenty-five percent) or more of the voting rights exercised by the shareholders. The shareholders are requested to separately endorse the Company's remuneration policy on pages 80 to 84 and the implementation report on pages 85 to 92 in the Integrated annual report under the Remuneration report, by way of separate non-binding advisory votes.

#### Non-binding advisory vote 1

“Resolved, through a non-binding advisory vote, that the Company's remuneration policy, set out in the Integrated annual report, be accepted and endorsed.”

#### Non-binding advisory vote 2

“Resolved, through a non-binding advisory vote, that the Company's implementation report, set out in the Integrated annual report, is accepted and endorsed.”

## 7. Special resolution number 1

### Approval of non-executive directors' fees

#### Explanatory note

In terms of section 66(8) of the Companies Act, the Company may pay remuneration to its directors for their service as directors. Section 66(9) requires the remuneration to be paid in accordance with a special resolution approved by shareholders within the previous two years.

The effect of the adoption of this special resolution number 1 will be that the non-executive directors will be entitled to be paid the fees listed below (which amounts are exclusive of VAT, if applicable) in respect of the period from 1 July 2020 until 30 June 2021, such fees to be paid in instalments at the end of each quarter. The proposed fees have been increased by approximately 4% over the corresponding fees that were approved in respect of the period from 1 July 2019 to 30 June 2020.

“Resolved that the fees of the non-executive directors as reflected below be approved for the period from 1 July 2020 until 30 June 2021:

Board/committee position	Proposed fees for 2021 R
Chairman	645 000
Non-executive director	309 000
If a member of the Audit Committee, the following additional amount:	
Chairman	315 000
Member	135 000
If a member of the Risk Committee, the following additional amount:	
Chairman	152 000
Member	95 000
If a member of the Remuneration Committee, the following additional amount:	
Chairman	152 000
Member	75 000
If a member of the Nomination Committee, the following additional amount:	
Chairman	104 000
Member	44 000
If a member of the Social, Ethics and Transformation Committee, the following additional amount:	
Chairman	152 000
Member	75 000

#### Invitation fee

All non-executive directors who attend the committee meetings by invitation at the request of the board shall be eligible to receive the same fee as if they were a member of the committee.

All amounts listed above are exclusive of VAT. The Company is authorised to pay such VAT, if applicable.”

## 8. Special resolution number 2

### Shareholders’ authorisation of the continued issuance of notes under the company’s domestic medium-term notes programme

#### Explanatory note

By special resolution passed on 16 August 2013, shareholders of the Company authorised the

establishment of Company’s domestic medium-term notes programme (“DMTN Programme”) and authorised the board to issue tranches of notes (“Notes”) thereunder from time to time provided that the maximum nominal amount of Notes outstanding from time to time is ZAR2 billion. The reason for this special resolution number 2 is to confirm the authorisation for the board to continue to issue further Notes under the DMTN Programme from time to time in accordance with and subject to the terms and conditions of the DMTN Programme (as amended from time to time).

“Resolved that board is hereby authorised to continue to issue Notes under the Company’s DMTN Programme from time to time in accordance with and subject to the terms and conditions of the DMTN Programme (as amended from time to time).”

## 9. Special resolution number 3

### Shareholders’ general authorisation of financial assistance

#### Explanatory note

The reason for this special resolution number 3 is to provide general authority, in terms of sections 44(3)(ii) and 45(3)(a)(ii) of the Companies Act, for the Company to provide financial assistance to its subsidiaries and other related and inter-related companies and corporations including pursuant to the Company’s DMTN Programme.

Sections 44 and 45 of the Companies Act provide, *inter alia*, that any financial assistance to related or inter-related companies and corporations, including, *inter alia*, to subsidiaries of the Company, must be provided only pursuant to a special resolution of the shareholders, adopted within the previous two years, which approved such assistance either for the specific recipient, or generally for a category of potential recipients, and the specific recipient falls within that category, and the board of directors must be satisfied that:

- immediately after providing the financial assistance, the Company would satisfy the solvency and liquidity test, as defined in section 4 of the Companies Act;
- the terms under which the financial assistance is proposed to be given are fair and reasonable to the Company; and
- any conditions or restrictions in respect of the granting of financial assistance set out in the Company’s MOI have been satisfied.

When the need arises, the Company provides loans to and/or guarantees loans or other obligations of its subsidiaries. The Company requires the ability to continue providing financial assistance, when necessary, to its current and future subsidiaries and/or any other company or corporation that is or becomes related to or inter-related with the Company, in accordance with sections 44 and 45 of the Companies Act.

# Notice of annual general meeting continued

In the circumstances and in order to, *inter alia*, ensure that the Company's subsidiaries and other related and inter-related companies and corporations have access to financing and/or financial backing from the Company, it is necessary to obtain the approval of shareholders, as set out in special resolution number 3.

The passing of this special resolution will have the effect of allowing the directors of the Company to authorise the Company to provide direct or indirect financial assistance to the Company's subsidiaries and other related and inter-related companies and corporations to allow such companies or corporations to have access to financing and/or financial backing from the Company.

"Resolved that, to the extent required by sections 44 and 45 of the Companies Act, the board of directors of the Company may, subject to compliance with the requirements of the Company's MOI and the Companies Act, each as presently constituted and as amended from time to time, authorise the Company to provide direct or indirect financial assistance by way of a loan, guarantee, the provision of security or otherwise, to any of its present or future subsidiaries and/or any other company or corporation that is or becomes related to or inter-related with the Company for any purpose or in connection with any matter.

The financial assistance may be provided at any time during the period commencing on the date of the adoption of this resolution and ending 2 (two) years after such date."

## 10. Special resolution number 4

### General authority to repurchase shares

#### Explanatory note

The reason for special resolution number 4 is to grant the directors of the Company and/or subsidiaries of the Company a general authority in terms of the Companies Act and the JSE Listings Requirements to acquire no more than 10% (ten percent) of the Company's ordinary shares in aggregate, subject to the terms and conditions set out in the special resolution. The directors require that such general authority should be implemented in order to facilitate the repurchase of the Company's ordinary shares in circumstances where the directors consider this to be appropriate and in the best interests of the Company and its shareholders.

"Resolved that the Company hereby approves, as a general approval contemplated in sections 46 and 48 of the Companies Act (including but not limited to section 48(8)(a) of the Companies Act) and paragraph 5.72 of section 5 of the JSE Listings Requirements, the acquisition by the Company or any of its subsidiaries from time to time of the issued ordinary shares of the Company, upon such terms and conditions and in such amounts as the

directors of the Company may from time to time determine, but subject to the MOI, the provisions of the Companies Act and the JSE Listings Requirements as presently constituted and which may be amended from time to time, and provided further that:

- acquisitions by the Company and its subsidiaries of shares in the capital of the Company in terms of this general authority to repurchase shares may not, in the aggregate, exceed in any one financial year 10% (ten percent) of the Company's issued ordinary share capital of the class of the repurchased shares from the date of the grant of this general authority;
- any such repurchase shall be implemented through the order book operated by the JSE trading system, without any prior understanding or arrangement between the Company and the counterparty;
- authorisation thereto being given by the MOI;
- this general authority shall only be valid until the Company's next AGM or 15 (fifteen) months from the date of passing of this special resolution, whichever period is shorter;
- an announcement will be published as soon as the Company and/or its subsidiaries has/have acquired ordinary shares in terms of this authority constituting, on a cumulative basis, 3% (three percent) of the initial number of ordinary shares in issue at the time that this authority is granted by the shareholders, and for each 3% (three percent) in aggregate of the initial number of shares repurchased thereafter, containing full details of such repurchases as required in terms of the JSE Listings Requirements;
- in determining the price at which the Company's shares are acquired by the Company or its subsidiaries in terms of this general authority, the maximum premium at which such shares may be acquired will be 10% (ten percent) of the weighted average of the market price at which such shares are traded on the JSE for the 5 (five) business days immediately preceding the date the repurchase transaction is effected;
- the Company and/or its subsidiaries do not repurchase securities during a prohibited period as defined in paragraph 3.67 of the JSE Listings Requirements unless they have in place a repurchase programme where the dates and quantities of securities to be traded during the relevant period are fixed and such programme has been submitted to the JSE in writing. The Company must instruct an independent third party, which makes its investment decisions in relation to the Company's securities independently of, and uninfluenced by, the Company, prior to the commencement of the prohibited period to execute the repurchase programme submitted to the JSE:

- the repurchase shall only be effected if the board of directors has at the time of the repurchase passed a resolution authorising the repurchase in terms of sections 48 and 46 of the Companies Act and it reasonably appears that the Company and its subsidiaries have satisfied the solvency and liquidity test and that, since the test was performed, there have been no material changes to the financial position of the Company and its subsidiaries; and
- the Company only appoints one agent at any point in time to effect repurchases on its behalf.”

#### **Directors’ statement**

The intention of the board of directors is to utilise the general authority to repurchase shares in the Company if at some future date the cash resources of the Company and group are in excess of the requirements of the Company and group and the opportunity presents itself to do so during the year, which the board deems to be in the best interests of the Company and its shareholders, taking prevailing market conditions and other factors into account.

Pursuant to and in terms of the JSE Listings Requirements, the board of directors of the Company hereby confirms that, after considering the effect of a repurchase of ordinary shares in terms of the foregoing general authority (being 10% (ten percent) of the Company’s issued ordinary share capital of the class of the repurchased shares in any financial year from the date of the grant of this general authority), the directors are of the opinion that the following conditions have been and will be met:

- The Company and the group will be able in the ordinary course of business to pay their debts for a period of 12 (twelve) months after the date of this notice of the AGM;
- The assets of the Company and group are to be in excess of the liabilities of the Company and group for a period of 12 (twelve) months after the date of this notice of AGM (for this purpose the assets and liabilities are recognised and measured in accordance with the accounting policies used in the audited financial statements for the year ended 31 March 2020).
- The share capital and reserves of the Company and group will be adequate for ordinary business purposes for a period of 12 (twelve) months after the date of the notice of the AGM.
- The working capital of the Company and the group are adequate for ordinary business purposes for a period of 12 (twelve) months after the date of this notice of the AGM.
- A resolution being passed by the board that it authorised the repurchase of shares, that the Company and its subsidiaries have passed the solvency and liquidity test and that since the test was performed there have been no material changes to the financial position of the group.

The authority granted in terms of this Special Resolution number 4 is limited to paragraph 5.72(a), (c), (d) and paragraph 5.68 of the JSE Listings Requirements.

The following additional information, some of which may appear elsewhere in the Integrated annual report, is provided in terms of the JSE Listings Requirements for purposes of this general authority:

- Major beneficial shareholders – page 95 of the Integrated annual report and page 110 of the Annual Financial Statements.
- Share capital of the Company – pages 64 and 65 of the Annual Financial Statements.

#### **Directors’ responsibility statement**

The directors, whose names appear on pages 30 to 32 of the Integrated annual report, collectively and individually accept full responsibility for the accuracy of the information given and certify that, to the best of their knowledge and belief, there are no facts that have been omitted which would make any statement false or misleading, and that all reasonable enquiries to ascertain such facts have been made and that the special resolution, read with the Integrated annual report contains all information required by the JSE Listings Requirements.

#### **Material changes**

Other than the facts and developments reported on in the Integrated annual report, there have been no material changes in the affairs or financial position of the group since the date of signature of the audit report and up to the date of this notice.

### **11. Ordinary resolution number 4**

#### **Directors’ authority to implement Company resolutions**

“Resolved that each and every director of the Company be and is hereby authorised to do all such things and sign all such documents as may be necessary for or incidental to the implementation of the resolutions passed at this meeting.”

### **12. To transact such other business that may be transacted at an annual general meeting**

#### **General instructions and information**

1. Unless otherwise specifically provided in this notice of AGM, for any of the ordinary resolutions to be adopted, 50% of the voting rights plus 1 vote exercised on each such ordinary resolution must be exercised in favour thereof. For any special resolutions to be adopted, at least 75% of the voting rights exercised on each special resolution must be exercised in favour thereof.

## Notice of annual general meeting continued

2. In accordance with section 63(1) of the Companies Act, Participants will be required to provide proof of identification to the reasonable satisfaction of the chairman of the AGM before being entitled to participate in the AGM and must accordingly submit a copy of their identity document, passport or driver's licence to the transfer secretaries at proxy@computershare.co.za, by no later than 12:00 on Wednesday 21 October 2020. If in any doubt as to whether any document will be regarded as satisfactory proof of identification, meeting participants should contact the transfer secretaries for guidance.
  3. All shareholders are encouraged to attend, speak and vote at the virtual AGM and are entitled to appoint a proxy to attend, speak and vote at the meeting in place of the shareholder. The proxy duly appointed to act on behalf of a shareholder, need not also be a shareholder of the Company.
  4. If you hold certificated shares (i.e. have not dematerialised your shares in the Company) or are registered as an own name dematerialised shareholder (i.e. have specifically instructed your Central Security Depository Participant ("CSDP") to hold your shares in your own name in the Company sub-register) then:
    - a) you may participate in the virtual AGM, alternatively;
    - b) you may appoint a proxy to represent you at the virtual AGM by completing the attached form of proxy and, for administrative reasons, returning it to the Company's transfer secretary (Computershare Investor Services Proprietary Limited, Rosebank Tower, 15 Biermann Avenue, Rosebank, 2196, Private Bag X9000, Saxonwold, 2132 ) by no later than 12:00 on Wednesday, 21 October 2020, provided that any form of proxy not delivered to the transfer secretaries by this time may be submitted to the transfer secretaries via email at proxy@computershare.co.za, at any time before the appointed proxy exercises any shareholder rights at the virtual AGM.
  5. Please note that if you are the owner of dematerialised shares (i.e. have replaced the paper share certificates representing the shares with electronic records of ownership under the JSE Limited's electronic settlement system, Share Transactions Totally Electronic ("STRATE")) held through a CSDP or broker (or their nominee) and are not registered as an "own-name dematerialised shareholder" then you are not a registered shareholder of the Company, your CSDP or broker (or their nominee) would be. Accordingly, in these circumstances, subject to the mandate between yourself and your CSDP or broker as the case may be:
    - if you wish to participate in the virtual AGM you must contact your CSDP or broker, as the case may be, and obtain the relevant letter of representation from it; alternatively
    - if you are unable to attend the virtual AGM but wish to be represented at the meeting, you must contact your CSDP or broker, as the case may be, and furnish it with your voting instructions in respect of the AGM and/or request it to appoint a proxy. You must not complete the attached form of proxy. The instructions must be provided in accordance with the mandate between yourself and your CSDP or broker, as the case may be, within the time period required by your CSDP or broker, as the case may be.
  6. Shareholders of the Company that are companies, that wish to participate in the virtual AGM, may authorise any person to act as its representative at the AGM.
- CSDPs, brokers or their nominees, as the case may be, recorded in the Company's sub-register as holders of dematerialised shares held on behalf of an investor/beneficial owner in terms of STRATE should, when authorised in terms of their mandate or instructed to do so by the owner on behalf of whom they hold dematerialised shares in the Company, vote by either appointing a duly authorised representative to attend and vote at the virtual AGM or by completing the attached form of proxy in accordance with the instructions thereon and for administrative purposes, returning it to the Company's Transfer Secretary (Computershare Investor Services Proprietary Limited, Rosebank Towers, 15 Biermann Avenue, Rosebank 2196, Private Bag X9000, Saxonwold, 2132) by no later than 12:00 on 21 October 2020 or by sending it by email to proxy@computershare.co.za. In order to facilitate proceedings at the AGM, shareholders intending to appoint a proxy are requested to do so as soon as is reasonably practical.

### Electronic Participation

1. Shareholders or their proxies who wish to participate in the virtual AGM (Participants) must either register online using the online registration portal at [www.smartagm.co.za](http://www.smartagm.co.za); or apply to Computershare, by delivering the duly completed electronic participation form in Annexure 5 on page 39 to: First Floor, Rosebank Towers, 15 Biermann Avenue, Rosebank 2196, or posting it to Private Bag x9000, Saxonwold, 2132 (at the risk of the Participant), or sending it by email to [proxy@computershare.co.za](mailto:proxy@computershare.co.za) so as to be received by Computershare by no later than 12:00 on Wednesday, 21 October 2020. The electronic participation form is attached to this notice of AGM as Annexure 5. Computershare will first validate such request and confirm the identity of the shareholder in terms of section 63(1) of the Companies Act, and, if the request is validated, further details on using the electronic communication facility will be provided.
2. The Company will inform Participants who notified Computershare in accordance with paragraph 1 above by no later than 12:00 on Thursday, 22 October 2020 by email of the relevant details through which Participants can participate electronically.
3. The cost of electronic participation in the AGM is for the expense of the Participant and will be billed separately by the Participant's own service provider.
4. The Participant acknowledges that the electronic communication services are provided by third parties and indemnifies Lewis Group against any loss, injury, damage, penalty or claim arising in any way from the use or possession of the electronic services, whether or not the problem is caused by any act or omission on the part of the Participant or anyone else. In particular, but not exclusively, the Participant acknowledges that he/she will have no claim against Lewis Group, whether for consequential damages or otherwise, arising from the use of the electronic services or any defect in it or from total or partial failure of the electronic services and connections linking the Participant via the electronic services to the AGM.
5. Lewis Group cannot guarantee there will not be a break in electronic communication that is beyond the control of the Company.

By order of the Board



**Ntokozo Makomba**

## Directors' CVs



### Daphne Motsepe

BCompt, MBA

**Independent non-executive director (63)**

Member of the audit, risk, remuneration, nominations, and social, ethics and transformation committees.

**Appointed June 2017**

**Directorships:**

Kapela Holdings (Pty) Ltd, NEC XON Holdings (Pty) Ltd, Trustee of Alexander Forbes Community Trust.

**Experience and expertise:**

Daphne is an experienced banking executive and company director. She was formerly chief executive of Absa card and unsecured lending at Absa Bank and also served as managing director of Postbank. She has previously served as non-executive director on the boards of Investec Bank, Highveld Steel and Vanadium, Edcon, Mercantile Bank, Woolworths Financial Services, Rand Mutual Assurance and Thebe Investment Corporation. Her skills combine strategic, business and financial skills.

**Specific contribution to the board:**

Daphne's board experience includes serving as chairperson of remuneration as well as social, ethics and transformation committees of other boards and serving as a member of audit, risk as well as nominations/directors affairs committees.



### Tapiwa Njikizana

CA(SA) JSE Registered IFRS Advisor

**Independent non-executive director (Zimbabwean) (46)**

Member of the audit, risk, remuneration and nominations committees.

**Appointed August 2019**

**Directorship:**

W.consulting SA (Pty) Ltd

**Experience and expertise:**

Tapiwa is an executive director at W.consulting SA (Pty) Ltd. He has previously served as a non-executive director on the board of Iliad Africa Limited and Mercantile Bank Holdings Limited. He was recognised for his contribution to the consulting industry receiving the "Top Consulting Professional" at the Sanlam South African Professional Services Awards-2018. Tapiwa has held roles in leading industry bodies and committees including as a member of the Accounting Practice Committee of SAICA, and as a member of the Financial Reporting Investigation Panel (formerly GAAP Monitoring Panel) of the JSE.

**Specific contribution to the board:**

Tapiwa is an experienced non-executive director with expertise in the financial services sector including experience chairing audit and technology committees for other entities, as well as experience on the remuneration and nomination committees of the company.



### Hilton Saven

BCom, CA(SA)

**Independent non-executive director (67)**

Chairman of the board and nominations committee; Member of the risk, remuneration and social, ethics and transformations committees.

**Appointed June 2004**

**Directorships:**

Truworths International Ltd and Balwin Properties Ltd.

**Expertise and experience:**

Corporate governance, strategy and finance.

Hilton is an experienced company director and a registered chartered accountant. Hilton is the former chairperson of Mazars South Africa, an international firm of Accountants as well as the former chairperson of Praxity Alliance, an international alliance of Accounting firms.

**Specific contribution to the board:**

Hilton serves as the non-executive chairperson of Lewis Group as well as the non-executive chairperson of Monarch Insurance Company, the group's insurance subsidiary. His extensive experience in corporate governance, strategy and financial affairs assists the board in fulfilling its statutory obligations and financial objectives. He also serves as a member of the risk, remuneration and social, ethics and transformation committees. He has performed these roles over a number of years for both listed and large private companies.



## Duncan Westcott

BSc Economics, FCA (UK), CA(SA)

### Independent non-executive director (71)

Chairperson of the audit and risk committees. Member of the remuneration and nominations committees.

### Appointed 1 December 2017

#### **Directorships:**

Monarch Insurance Company Ltd,  
Standard Bank Mauritius, Balwin  
Properties Ltd.

#### **Expertise and experience:**

Accounting, financial and general  
business management.

Duncan spent the majority of his  
full time career in the auditing  
profession where he fulfilled a  
number of leadership roles in the  
human resources and corporate  
finance functions in addition to his  
client facing responsibilities.

#### **Specific contributions to the board:**

Duncan is an experienced non-  
executive director on the board and  
acts as the chairman of the audit  
and risk committees. In addition,  
he is currently chairman of the  
Standard Bank Mauritius board. The  
group benefits from his training and  
wide-ranging experience in the retail,  
construction and financial services  
industries.

# Independent auditor's report

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

To the Shareholders of Lewis Group Limited

### Opinion

The summary consolidated financial statements of Lewis Group Limited, set out on pages 13 to 33 of the notice of AGM, which comprise the summary consolidated balance sheet as at 31 March 2020, the summary consolidated income statement, the summary consolidated statement of comprehensive income, changes in equity and cash flows for the year then ended, and related notes, are derived from the audited consolidated financial statements of Lewis Group Limited for the year ended 31 March 2020.

In our opinion, the accompanying summary consolidated financial statements are consistent, in all material respects, with the audited consolidated financial statements, in accordance with the JSE Limited's (JSE) requirements for summary financial statements, as set out in note 1 to the summary consolidated financial statements, and the requirements of the Companies Act of South Africa as applicable to summary financial statements.

### Summary Consolidated Financial Statements

The summary consolidated financial statements do not contain all the disclosures required by International Financial Reporting Standards and the requirements of the Companies Act of South Africa as applicable to annual financial statements. Reading the summary consolidated financial statements and the auditor's report thereon, therefore, is not a substitute for reading the audited consolidated financial statements and the auditor's report thereon.

### The Audited Consolidated Financial Statements and Our Report Thereon

We expressed an unmodified audit opinion on the audited consolidated financial statements in our report dated 25 August 2020. That report also includes communication of key audit matters. Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period.

### Director's Responsibility for the Summary Consolidated Financial Statements

The directors are responsible for the preparation of the summary consolidated financial statements in accordance with the JSE's requirements for summary financial statements, set out in note 1 to the summary consolidated financial statements, and the requirements of the Companies Act of South Africa as applicable to summary financial statements.

### Auditor's Responsibility

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



PricewaterhouseCoopers Inc.  
Director: MC Hamman  
Registered Auditor  
Cape Town  
25 August 2020

# Summary financial statements

## Income statement

for the year ended 31 March 2020

	Notes	2020 Audited Rm	2019 Audited Rm
<b>Revenue</b>	4.1	<b>6 453.3</b>	6 137.2
Retail revenue	4.2	<b>4 475.3</b>	4 242.3
Merchandise sales		<b>3 685.5</b>	3 519.9
Ancillary services		<b>789.8</b>	722.4
Insurance revenue		<b>666.1</b>	647.2
Effective interest income		<b>1 311.9</b>	1 247.7
<b>Cost of merchandise sales</b>	7	<b>(2 173.5)</b>	(2 069.3)
<b>Operating costs</b>		<b>(4 026.1)</b>	(3 624.9)
Debtor costs	2.2	<b>(1 010.1)</b>	(733.1)
Employment costs		<b>(1 214.4)</b>	(1 149.5)
Occupancy costs		<b>(144.2)</b>	(444.8)
Administration and IT		<b>(359.7)</b>	(348.3)
Transport and travel		<b>(273.2)</b>	(241.7)
Marketing		<b>(298.7)</b>	(298.3)
Depreciation, amortisation and impairment	10	<b>(375.5)</b>	(78.6)
Other operating costs		<b>(350.3)</b>	(330.6)
<b>Operating profit before investment income</b>		<b>253.7</b>	443.0
Investment income	3.2	<b>53.6</b>	50.3
<b>Profit before net finance costs</b>		<b>307.3</b>	493.3
<b>Net finance costs</b>		<b>(34.5)</b>	(29.5)
Interest paid	5.3	<b>(98.0)</b>	(69.8)
Interest received	5.3	<b>34.2</b>	23.0
Forward exchange contracts	5.3	<b>29.3</b>	17.3
<b>Profit before taxation</b>		<b>272.8</b>	463.8
Taxation	9	<b>(90.4)</b>	(154.3)
<b>Net profit attributable to ordinary shareholders</b>		<b>182.4</b>	309.5
Earnings per share	(cents)	<b>232.1</b>	377.5
Diluted earnings per share	(cents)	<b>225.4</b>	368.7

# Statement of comprehensive income

for the year ended 31 March 2020

	2020 Audited Rm	2019 Audited Rm
Net profit for the year	<b>182.4</b>	309.5
Items that may be subsequently reclassified to income statement:		
Movement in other reserves	<b>(3.4)</b>	(10.1)
Fair value adjustments	<b>(35.7)</b>	(15.3)
Changes in the fair value of debt instruments at fair value through other comprehensive income – FVOCI debt investments	<b>(49.5)</b>	(21.3)
Tax effect	<b>13.8</b>	6.0
Disposal of FVOCI debt investments	<b>1.0</b>	0.2
Disposal	<b>1.3</b>	0.3
Tax effect	<b>(0.3)</b>	(0.1)
Foreign currency translation reserve	<b>31.3</b>	5.0
Items that may not be subsequently reclassified to income statement:		
Retirement benefit remeasurements	<b>37.3</b>	(4.1)
Remeasurements of the retirement asset and liabilities	<b>51.1</b>	(5.7)
Tax effect	<b>(13.8)</b>	1.6
Other comprehensive income	<b>33.9</b>	(14.2)
<b>Total comprehensive income for the year attributable to equity shareholders</b>	<b>216.3</b>	295.3

# Earnings and dividends per share

for the year ended 31 March 2020

		2020 Audited	2019 Audited
<b>Weighted average number of shares</b>			
Weighted average	('000)	<b>78 615</b>	81 990
Diluted weighted average	('000)	<b>80 936</b>	83 950
<b>Headline earnings</b>			
Attributable earnings	(Rm)	<b>182.4</b>	309.5
Loss/(profit) on disposal of fixed assets	(Rm)	<b>2.3</b>	(1.1)
Impairment of right-of-use assets	(Rm)	<b>19.8</b>	–
Headline earnings	(Rm)	<b>204.5</b>	308.4
<b>Earnings per share</b>			
Earnings per share	(cents)	<b>232.1</b>	377.5
Diluted earnings per share	(cents)	<b>225.4</b>	368.7
<b>Headline earnings per share</b>			
Headline earnings per share	(cents)	<b>260.2</b>	376.2
Diluted headline earnings per share	(cents)	<b>252.7</b>	367.4
<b>Dividends per share</b>			
Dividends paid per share			
Final dividend 2019 (2018)	(cents)	<b>129.0</b>	100.0
Interim dividend 2020 (2019)	(cents)	<b>120.0</b>	105.0
	(cents)	<b>249.0</b>	205.0
Dividends declared per share			
Interim dividend 2020 (2019)	(cents)	<b>120.0</b>	105.0
Final dividend 2020 (2019)	(cents)	<b>65.0</b>	129.0
	(cents)	<b>185.0</b>	234.0

# Balance sheet

as at 31 March 2020

	Notes	2020 Audited Rm	2019 Audited Rm
<b>Assets</b>			
<b>Non-current assets</b>			
Property, plant and equipment		324.4	298.9
Right-of-use assets	11.2	693.7	–
Intangible assets		120.6	122.3
Goodwill		187.6	187.6
Deferred taxation		166.1	195.4
Retirement benefit asset		106.8	79.0
Financial assets – insurance investments	3.1	228.0	276.1
		<b>1 827.2</b>	<b>1 159.3</b>
<b>Current assets</b>			
Inventories		740.7	665.8
Trade and other receivables	2.1	3 326.1	3 315.6
Taxation		54.9	102.9
Financial assets – insurance investments	3.1	245.9	340.7
Cash-on-hand and deposits	5.1	1 193.4	204.7
		<b>5 561.0</b>	<b>4 629.7</b>
		<b>7 388.2</b>	<b>5 789.0</b>
<b>Total assets</b>			
<b>Equity and liabilities</b>			
<b>Capital and reserves</b>			
Share capital and premium		0.9	0.9
Treasury shares		(1.0)	(0.5)
Other reserves		52.3	48.4
Retained earnings		4 657.3	4 827.3
		<b>4 709.5</b>	<b>4 876.1</b>
<b>Non-current liabilities</b>			
Lease liabilities	11.1	611.1	–
Deferred taxation		23.3	43.2
Retirement benefit liability		70.7	87.2
		<b>705.1</b>	<b>130.4</b>
<b>Current liabilities</b>			
Trade and other payables		547.9	521.8
Payments in advance		150.1	158.0
Insurance liabilities		104.8	102.7
Short-term interest-bearing borrowings	5.1	922.1	–
Lease liabilities	11.1	226.8	–
Taxation		21.9	–
		<b>1 973.6</b>	<b>782.5</b>
		<b>7 388.2</b>	<b>5 789.0</b>
<b>Total equity and liabilities</b>			

# Statement of changes in equity

for the year ended 31 March 2020

	Note	2020 Audited Rm	2019 Audited Rm
<b>Share capital and premium</b>			
Opening balance		0.9	425.0
Cost of own shares acquired		(101.7)	(99.0)
Treasury shares cancelled		-	(477.7)
Transfer of cost of cancelled shares		101.7	152.6
		<b>0.9</b>	0.9
<b>Treasury shares</b>			
Opening balance		(0.5)	(480.2)
Share awards to employees		20.5	8.1
Cost of own shares acquired		(21.0)	(6.1)
Treasury shares cancelled		-	477.7
		<b>(1.0)</b>	(0.5)
<b>Other reserves</b>			
Opening balance		48.4	42.6
Other comprehensive income for the year:			
Changes in fair value of FVOCI debt investments		(35.7)	(15.3)
Disposal of FVOCI debt investments		1.0	0.2
Foreign currency translation reserve		31.3	5.0
Equity-settled share-based payments		29.0	36.2
Transfer of share-based payments reserve to retained earnings on vesting		(20.9)	(20.3)
Transfer of other reserve to retained earnings		(0.8)	-
		<b>52.3</b>	48.4
<b>Retained earnings</b>			
Opening balance as previously reported		4 827.3	5 461.1
IFRS 9 Transitional adjustments		-	(604.8)
IFRS 15 Transitional adjustments		-	(26.0)
IFRS 16 Transitional adjustments	1.2	(92.8)	-
Opening balance (Restated)		4 734.5	4 830.3
Net profit attributable to ordinary shareholders		182.4	309.5
Distribution to shareholders		(196.4)	(168.0)
Transfer of cost of cancelled shares		(101.7)	(152.6)
Transfer of share-based payments reserve to retained earnings on vesting		20.9	20.3
Retirement benefit remeasurements		37.3	(4.1)
Share awards to employees		(20.5)	(8.1)
Transfer of other reserve to retained earnings		0.8	-
		<b>4 657.3</b>	4 827.3
<b>Balance as at 31 March</b>		<b>4 709.5</b>	4 876.1

# Cash flow statement

for the year ended 31 March 2020

	Notes	2020 Audited Rm	2019 Audited Rm
<b>Cash flow from operating activities</b>			
Cash flow from trading	8.1	<b>892.1</b>	501.8
Changes in working capital	8.2	<b>(255.8)</b>	150.7
Cash flow from operations		<b>636.3</b>	652.5
Interest received other than from trade receivables		<b>86.5</b>	73.0
Interest paid	5.3	<b>(98.0)</b>	(69.8)
Taxation refunded/(paid)		<b>25.2</b>	(128.1)
		<b>650.0</b>	527.6
<b>Cash utilised in investing activities</b>			
Net disposals/(purchases) of insurance business investments		<b>96.0</b>	(31.1)
Purchases of insurance investments		<b>(76.0)</b>	(293.3)
Disposals of insurance investments		<b>172.0</b>	262.2
Acquisition of fixed assets		<b>(108.1)</b>	(88.6)
Purchase of business		<b>-</b>	(16.5)
Proceeds on disposal of fixed assets		<b>4.0</b>	9.6
		<b>(8.1)</b>	(126.6)
<b>Cash flow from financing activities</b>			
Dividends paid		<b>(196.4)</b>	(168.0)
Payment of principal portion of lease liabilities	11.1	<b>(256.2)</b>	-
Advances/(repayments) of borrowings	5.1	<b>922.1</b>	(502.8)
Purchase of own shares		<b>(122.7)</b>	(105.1)
		<b>346.8</b>	(775.9)
<b>Net increase/(decrease) in cash and cash equivalents</b>			
Cash and cash equivalents at the beginning of the year		<b>204.7</b>	579.6
<b>Cash and cash equivalents at the end of the year</b>		<b>1 193.4</b>	204.7

# Notes to the summary financial statements

for the year ended 31 March 2020

## 1. Basis of reporting

The summary consolidated financial statements are prepared in accordance with the requirements of the JSE Limited (“JSE”) for summary financial statements and the requirements of the Companies Act applicable to summary financial statements. The JSE requires summary financial statements to be prepared in accordance with the framework concepts, the measurement and recognition requirements of International Financial Reporting Standards (“IFRS”) and SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Pronouncements as issued by the Financial Reporting Standards Council and to also, as a minimum, contain the information required by IAS 34 Interim Financial Reporting.

The accounting policies applied in the preparation of the consolidated financial statements from which the summary consolidated financial statements were derived are in terms of IFRS and are consistent with those accounting policies applied in the preparation of the previous consolidated Annual Financial Statements except as disclosed in note 1.2.

The group’s trading cycle, consistent with prior financial periods, ends on the fifth day after the month being reported on, unless such day falls on a Sunday, in which case it ends on the fourth day. The financial results have been consistently prepared on this basis in prior years and each financial year reflects one year’s trading performance including the current and comparative year being reported on.

These financial statements are a summary of the group’s audited Annual Financial Statements for the year ended 31 March 2020. The audited Annual Financial Statements were prepared by the group’s Finance Department under the supervision of Mr. J Bestbier CA(SA). A copy of the full set of the audited financial statements is available for inspection at the company’s registered office.

## 1.2 Changes in accounting policies

### 1.2.1 Accounting for IFRS 16 – Leases

IFRS 16 is effective for annual reporting periods beginning on or after 1 January 2019 and replaces IAS 17. The previous distinction between a finance lease and an operating lease under IAS 17 is no longer applicable as IFRS 16 requires almost all operating leases to be brought onto the balance sheet.

IFRS 16 removes the straight-line rent cost previously recognised in respect of operating leases under IAS 17, and replaces the cost with interest charged on outstanding lease liabilities and depreciation on right-of-use (“ROU”) assets.

A lease liability and corresponding ROU asset is recognised at the commencement date of each qualifying lease.

On initial recognition, the lease liability is measured at a value equal to the present value of future lease payments over the lease term, discounted at the interest rate implicit in the lease. If that rate cannot be readily determined the relevant incremental borrowing rate is used. Future lease payments comprise fixed lease payments, less any lease incentives receivable. Subsequent to initial recognition, the lease liability is measured at amortised cost using the effective interest rate method, reduced by future lease payments net of interest charged. Future lease payments include lease extension options where the option to exercise is reasonably certain.

The discount rate used to calculate the lease liability is the group’s relevant incremental borrowing rate as the interest rate implicit in the lease is not readily determinable. The rate is specific to the term, country and currency of the lease. Incremental borrowing rates are based on a series of inputs including market rates and risk adjustments which reflects the individual company and country risk profiles.

The ROU asset is initially measured at cost, comprising the initial lease liability, prepaid lease payments, initial direct costs and costs to dismantle or restore, less any lease incentives received. Subsequent to initial recognition, the ROU asset is depreciated on a straight-line basis over the shorter of the lease term and its estimated useful life. ROU assets are tested for impairment where there are indicators that the ROU asset or the Cash-Generating Unit (“CGU”) to which the ROU asset belongs may be impaired.

The group leases various properties such as stores, storerooms, warehouses and offices. Lease agreements are generally entered into for fixed periods of one to five years and may include further extension options. The lease term includes any non-cancellable periods and reasonably certain extension option periods. At the date of initial application, the group’s portfolio of qualifying leases has an average lease term of four years.

# Notes to the summary financial statements continued

for the year ended 31 March 2020

## 1.2 Changes in accounting policies continued

### 1.2.2 Adoption of IFRS 16 - Leases

The group has adopted IFRS 16 with effect from 1 April 2019 and has elected not to restate its comparative information as permitted by this standard. Accordingly, using the modified retrospective approach, the impact of IFRS 16 has been applied retrospectively with an adjustment to the group's opening retained earnings on 1 April 2019.

On initial recognition the lease liability was measured at the present value of the future lease payments discounted over the lease term using the group's relevant incremental borrowing rate ("IBR") at the date of initial application. The group's portfolio of qualifying leases has a weighted average borrowing rate of 9.04% on date of initial application.

The associated ROU asset was recognised based on the carrying amount as if the standard had always been applied, apart from the practical expedients noted below.

The group considered all of the practical expedients available under the modified retrospective approach listed under IFRS 16 Annexure C paragraph 10 and has elected to apply the following:

- Application of a single discount rate to a portfolio of leases with reasonably similar characteristics;
- Exclude initial direct costs from the measurement of the ROU asset;
- Election not to reassess whether a contract is, or contains a lease at the date of initial application. Instead, for contracts entered into before the transition date the group relied on its assessment made applying IAS 17 and IFRIC 4 *Determining whether an Arrangement contains a Lease*; and
- Use of hindsight in determining the lease term if the contract contains options to extend the lease.

#### Adoption effect on the financial statements

Impact on the income statement

	Post IFRS 16 2020 Rm	IFRS 16 Adjust- ments Rm	Pre IFRS 16 2020 Rm	2019 Rm
Revenue	6 453.3	–	6 453.3	6 137.2
Cost of merchandise sales	(2 173.5)	–	(2 173.5)	(2 069.3)
Operating costs	(4 026.1)	29.3	(4 055.4)	(3 624.9)
Occupancy costs	(144.2)	327.7	(471.9)	(444.8)
Depreciation, amortisation and impairment	(375.5)	(298.4)	(77.1)	(78.6)
Other operating costs <sup>(1)</sup>	(3 506.4)	–	(3 506.4)	(3 101.5)
Operating profit before investment income	253.7	29.3	224.4	443.0
Investment income	53.6	–	53.6	50.3
Profit before net finance costs	307.3	29.3	278.0	493.3
Net finance costs	(34.5)	(75.1)	40.6	(29.5)
Interest paid	(98.0)	(75.1)	(22.9)	(69.8)
Interest received	34.2	–	34.2	23.0
Forward exchange contracts	29.3	–	29.3	17.3
Profit before taxation	272.8	(45.8)	318.6	463.8
Taxation	(90.4)	12.2	(102.6)	(154.3)
<b>Net profit attributable to ordinary shareholders</b>	<b>182.4</b>	<b>(33.6)</b>	<b>216.0</b>	309.5
Earnings per share (cents)	232.1	(42.7)	274.7	377.5
Diluted earnings per share (cents)	225.4	(41.5)	266.8	368.7

<sup>(1)</sup> Comprises debtor costs, employment costs, administration and IT, transport and travel, marketing and other operating costs. Refer page 13 for full income statement for the year ended 31 March 2020.

## 1.2 Changes in accounting policies continued

### 1.2.2 Adoption of IFRS 16 – Leases continued

#### Impact on the balance sheet

	2020 Rm	On transition 1 April 2019 Rm
<b>Total assets</b>		
Increase in right-of-use assets	<b>693.7</b>	726.2
Increase in deferred tax assets	<b>48.8</b>	36.6
Increase/(decrease) in lease premiums <sup>(1)</sup>	<b>7.0</b>	(6.5)
Decrease in rental prepayments <sup>(1)</sup>	<b>(0.9)</b>	(23.2)
	<b>748.6</b>	733.1
<b>Total equity and liabilities</b>		
Decrease in opening retained earnings	<b>(92.8)</b>	(92.8)
Decrease in retained earnings	<b>(33.6)</b>	–
Increase in lease liabilities	<b>837.9</b>	856.1
Non-current	<b>611.1</b>	642.2
Current	<b>226.8</b>	213.9
Decrease in lease averaging provision <sup>(2)</sup>	<b>–</b>	(30.2)
Increase in restoration provision <sup>(2)</sup>	<b>37.1</b>	–
	<b>748.6</b>	733.1
<i><sup>(1)</sup> Included in the trade and other receivables.</i>		
<i><sup>(2)</sup> Included in the trade and other payables.</i>		
<b>Impact on net asset value</b>		
Decrease in opening retained earnings	<b>(92.8)</b>	(92.8)
Decrease in net profit attributable to ordinary shareholders	<b>(33.6)</b>	–
	<b>(126.4)</b>	(92.8)
<b>Impact on net asset value per share</b>		
Decrease in net asset value per share (cents)	<b>(164.4)</b>	(115.7)
<b>Impact on the cash flow statement</b>		
Increase in cash flow from trading	<b>327.7</b>	
Increase in cash flow from operations	<b>327.7</b>	
Increase in interest paid – lease liabilities	<b>(71.5)</b>	
<b>Effect on cash flows from operating activities</b>	<b>256.2</b>	
Increase in principal portion of lease liabilities	<b>(256.2)</b>	
<b>Effect on cash flows from financing activities</b>	<b>(256.2)</b>	
<b>Net effect on cash and cash equivalents</b>	<b>–</b>	

#### Impact on the reportable segments

IFRS 16 adjustments by reportable segments are as follows:

	Traditional Rm	2020 Cash Rm	Group Rm
Decrease in operating costs	<b>22.5</b>	<b>6.8</b>	<b>29.3</b>
Decrease in occupancy costs	<b>273.0</b>	<b>54.7</b>	<b>327.7</b>
Increase in depreciation and impairment	<b>(250.5)</b>	<b>(47.9)</b>	<b>(298.4)</b>
Increase in segment operating profit before investment income	<b>22.5</b>	<b>6.8</b>	<b>29.3</b>
Increase in segment operating margin (%)	<b>0.4</b>	<b>1.3</b>	<b>0.5</b>
Increase in interest paid – lease liabilities	<b>(58.7)</b>	<b>(12.8)</b>	<b>(71.5)</b>
Increase in interest paid – other	<b>(3.2)</b>	<b>(0.4)</b>	<b>(3.6)</b>
Decrease in profit before taxation	<b>(39.4)</b>	<b>(6.4)</b>	<b>(45.8)</b>

# Notes to the summary financial statements continued

for the year ended 31 March 2020

## 1.2 Changes in accounting policies continued

### 1.2.2 Adoption of IFRS 16 – Leases continued

#### Reconciliation of operating lease commitments (IAS 17) to lease liabilities (IFRS 16)

Leases have been classified into three categories based on the individual lease terms.

	Lease categories			Total Rm
	0 – 12 months Rm	1 – 5 years Rm	>5 years Rm	
Operating lease commitments (on cash basis) previously disclosed 31 March 2019	258.3	427.9	–	686.2
Less: Short-term and low value leases recognised as an expense	(4.0)	–	–	(4.0)
Add: Adjustments as a result of the inclusion of extension options <sup>(1)</sup>	48.6	197.8	155.0	401.4
<b>Total commitments to be discounted using the relevant IBR at date of initial application</b>	<b>302.9</b>	<b>625.7</b>	<b>155.0</b>	<b>1 083.6</b>
Discounting using the relevant IBR				(227.5)
<b>Lease liabilities recognised as at 1 April 2019</b>				856.1
Non-current				642.2
Current				213.9

<sup>(1)</sup> IFRS 16 introduced additional guidance on determining reasonable certainty when assessing lease terms. On transition date, the group utilised the additional guidance relating to reasonable certainty and applied the hindsight practical expedient to include the extension options of leases entered into before 6 April 2019. The application of the new guidance and practical expedient resulted in an increase of R401.4 million in undiscounted operating lease commitments.

## 2. Trade and other receivables

### 2.1 Trade receivables

	2020 Audited Rm	2019 Audited Rm
Trade receivables	5 746.5	5 527.8
Provision for impairment	(2 534.0)	(2 323.1)
Trade receivables (net)	3 212.5	3 204.7
Due within 12 months	2 040.3	2 012.9
Due after 12 months	1 172.2	1 191.8
Other receivables	113.6	110.9
<b>Total trade and other receivables</b>	<b>3 326.1</b>	<b>3 315.6</b>
Debtors' impairment provision as percentage of debtors at gross carrying value	(%) 44.1	42.0

Amounts due from trade receivables after one year are reflected as current, as they form part of the normal operating cycle. The credit terms of trade receivables range from 6 to 36 months.

Other receivables consist of prepayments, VAT, foreign reinsurance receivables, forward exchange contracts and investment in insurance cell captive.

#### Impairment modelling

In accordance with paragraph 5.5.15(a)(ii) of IFRS 9, the group has elected to apply the simplified model and measures the impairment allowance at an amount equal to lifetime expected credit losses. This policy has been applied to all trade receivables. Lifetime expected credit losses are assessed by determining cash flows on a probability weighted basis and discounting these at the effective interest rate including initiation fees.

The probability weighted cash flows are calculated using the following:

- Transition matrix and conditional probabilities; and
- Payment performance for each payment state.

## 2. Trade and other receivables continued

### 2.1 Trade receivables continued

The transition matrix and conditional probabilities are calculated using the trade receivables population payment behaviour for each payment state and has been developed using the group's customer payment history over the last five years. The transition matrix predicts the population's payment behaviour and probability of the account being in a particular payment state and transitioning into future payment states. The key states in the transitional matrix are the following:

- Customers' lifetime payment rating which measures the customers actual payments received over the lifetime of the account relative to the contractual instalments due;
- Age of the account; and
- Term of the contract.

For each term, lifetime payment rating and age, the transitional matrix predicts the probability of an account transitioning into future lifetime payment ratings for the remaining months on book. Cash flows are forecast until the account is settled or written off.

The payment performance for each payment state is calculated using the actual payment history for each payment rating over the last 12 months.

#### Economic overlay

To account for the potential impact of COVID-19 on future customer account payment behaviour in the calculation of the expected credit losses, an expanded economic overlay model was used as the primary model, for the current financial year.

#### Standard Economic Overlay Model

An economic overlay has been developed by performing a regression analysis between key economic variables with reference to the non-performing category over a five-year period (customers who have paid less than 55% of amounts due over the contract period). This assessment of the key economic assumptions is done on an annual basis to identify the economic variables that have the highest degree of correlation with the non-performing category. This assessment for 2020 has resulted in a change in variables utilised in the standard model. The following economic variables were identified for the current and prior years:

2020	2019
CPI excluding food and housing Gross Domestic Product ("GDP") Price Index Private credit consumers	Prime overdraft rate Unemployment rate

Base, upside and downside scenarios using the economic variables above is determined and a weighted average scenario prepared. This is compared to the base position and an appropriate adjustment is made to the whole trade receivables book.

The three scenarios project the future impact of the economic variables on the impairment provision. Management has assigned a probability of 60% to the downside scenario, 30% to the base scenario and 10% to the upside scenario for the 12 month forecast for both the current year and prior year using this model. The probabilities used for the standard model anticipates deterioration in the general business environment and is not calibrated towards disruptive events such as the COVID-19 pandemic.

#### Expanded Economic Overlay Model to account for COVID-19

The impact of lockdown and regulations promulgated under the Disaster Management Act 2002 as a result of the COVID-19 pandemic on the economy and consumers will have an impact on the forward-looking economic overlay on the impairment provision for which the standard regression model does not cater.

The expanded model applies a regression analysis between payment behaviour and GDP growth. The payment behaviour is correlated to the GDP growth with a three-month lag. General expectation of GDP growth are used for each of the countries in which the group operates.

Base, upside and downside scenarios are created for GDP growth for each of the countries in which the group operates. The three scenarios project the forward-looking impact on the impairment provision. Management has assigned a probability of 15% to the upside scenario, 50% to the base scenario and 35% to the downside scenario. All the scenarios take into account the impact of the COVID-19 lockdown and regulations and have a five-year horizon in terms of GDP growth which takes into account the expected deterioration over the next calendar year as well as the subsequent recovery in the following four years.

# Notes to the summary financial statements continued

for the year ended 31 March 2020

## 2. Trade and other receivables continued

### 2.1 Trade receivables continued

The GDP growth is based on the Bureau for Economic Research ("BER") forecasts for South Africa and International Monetary Fund ("IMF") forecasts for each of the other countries where the group trades. South Africa constitutes approximately 85% of the group's trading activity and its GDP growth forecast has a significant impact on the economic overlay calculated by this model. The GDP forecasts used for South Africa (i.e. BER forecasts) are as follows:

Scenario		Calendar Year				
		2020	2021	2022	2023	2024
Upside	(%)	(6.6)	4.8	1.9	2.0	2.0
Base	(%)	(9.5)	3.1	1.4	1.5	1.6
Downside	(%)	(14.1)	(2.0)	2.4	1.1	1.2

### Impact of forward-looking information on ECL

	2020 Rm	2019 Rm
Standard regression model	105.0	125.7
Expanded regression model to take account of COVID-19 lockdown and impact on economic recovery	189.5	–
Total economic overlay	294.5	125.7

	2020		2019	
	Rm	% change	Rm	% change
Probability weighted impact of all three scenarios	294.5		125.7	
100% downside scenario	388.8	32	148.5	18
100% base scenario	260.2	(12)	104.5	(17)
100% upside scenario	188.1	(36)	52.0	(59)

### Combined impairment and contractual arrears table

The table reflects the following:

- A summary of the main groupings of payment ratings describing payment behaviour.
- For each of the main groupings of payment ratings, the following is disclosed:
  - number of customers;
  - gross carrying value;
  - impairment provision allocated to each grouping; and
  - contractual arrears for each grouping have been categorised by number of instalments in arrears.

The table referred to above is set out on the following page.

## 2. Trade and other receivables continued

### 2.1 Trade receivables continued

#### Debtors analysis

31 March 2020

Customer grouping	Number of customers Total	Gross carrying value R'000	Impairment provision R'000	Impairment provision %	Total arrears R'000	Instalments in arrears			
						1 R'000	2 R'000	3 R'000	>3 R'000
<b>Satisfactory paid</b> Customers who have paid 70% or more of amounts due over the contract period.	420 399 70.5 %	3 397 212 59.1	728 839 28.8	21.5	615 331	203 768	127 077	89 041	195 445
<b>Slow payers</b> Customers who have paid 55% to 70% of amounts due over the contract period.	98 250 16.5 %	1 088 690 19.0	726 424 28.6	66.7	599 632	78 344	72 297	65 847	383 144
<b>Non-performing accounts</b> Customers who have paid less than 55% of amounts due over the contract period.	77 270 13.0 %	1 260 584 21.9	1 078 695 42.6	85.6	896 869	66 078	62 916	60 529	707 346
<b>Gross debtor analysis</b>	595 919	5 746 486	2 533 958	44.1	2 111 832	348 190	262 290	215 417	1 285 935

#### Credit impaired debtors as at 31 March 2020

Credit impaired categories	Non-performing accounts R'000	In duplum		Debt counselling		No payment in three consecutive months		Total R'000
		Satisfactory R'000	Slow pay R'000	Satisfactory R'000	Slow pay R'000	Satisfactory R'000	Slow pay R'000	
Gross carrying value as at 31 March 2020	1 260 584	1 031	1 115	52 320	106 652	107 739	153 451	1 682 892
Impairment provision	(1 078 695)	(345)	(805)	(13 327)	(72 681)	(29 367)	(107 514)	(1 302 734)
Amortised cost	181 889	686	310	38 993	33 971	78 372	45 937	380 158

# Notes to the summary financial statements continued

for the year ended 31 March 2020

## 2. Trade and other receivables continued

### 2.1 Trade receivables continued

#### Debtors analysis

31 March 2019

Customer grouping	Number of customers	Gross carrying value R'000	Impairment provision R'000	Impairment provision %	Total arrears R'000	Instalments in arrears				
						1 R'000	2 R'000	3 R'000	>3 R'000	
<b>Satisfactory paid</b>										
Customers who have paid 70% or more of amounts due over the contract period.	418 355	3 282 938	593 578	18.1	534 435	156 625	105 396	7 6314	196 100	
%	71.4	59.4	25.6							
<b>Slow payers</b>										
Customers who have paid 55% to 70% of amounts due over the contract period.	88 969	959 418	612 172	63.8	606 735	68 541	65 290	60 511	412 393	
%	15.2	17.3	26.3							
<b>Non-performing accounts</b>										
Customers who have paid less than 55% of amounts due over the contract period.	78 426	1 285 439	1 117 328	86.9	987 580	63 762	62 451	60 902	800 465	
%	13.4	23.3	48.1							
<b>Gross debtor analysis</b>	585 750	5 527 795	2 323 078	42.0	2 128 750	288 928	233 137	197 727	1 408 958	

### Credit impaired debtors as at 31 March 2019

Credit impaired categories	Non-performing accounts R'000	In duplum		Debt counselling		No payment in three consecutive months		Total R'000
		Satisfactory R'000	Slow pay R'000	Satisfactory R'000	Slow pay R'000	Satisfactory R'000	Slow pay R'000	
Gross carrying value as at 31 March 2019	1 285 439	13 182	43 748	35 277	70 006	45 259	70 650	1 563 561
Impairment provision	(1 117 328)	(5 578)	(30 605)	(7 661)	(39 764)	(9 842)	(39 900)	(1 250 678)
Amortised cost	168 111	7 604	13 143	27 616	30 242	35 417	30 750	312 883

#### Interest rate risk

Interest rates charged to customers are fixed at the date the contract is entered into. Consequently, there is no interest rate risk associated with these contracts during the term of the contract.

The average effective interest rate on instalment sale receivables is 22.9% (2019: 22.8%) and the average term of the sale is 32.8 months (2019: 32.8 months).

#### Fair value

In terms of paragraph 29(a) of IFRS 7, the carrying amounts reported in the balance sheet approximates fair value.

## 2. Trade and other receivables continued

### 2.2 Debtor costs

	2020 Audited Rm	2019 Audited Rm
Bad debts	877.5	894.9
Bad debts before adjustment for interest on credit impaired accounts	979.9	1 005.3
Adjustment for interest on credit impaired accounts	(102.4)	(110.4)
Bad debt recoveries	(78.3)	(62.8)
Movement in debtors' impairment provision	210.9	(99.0)
Closing balance	2 534.0	2 323.1
Transition to IFRS 9	-	(802.6)
Opening balance	(2 323.1)	(1 619.5)
	<b>1 010.1</b>	733.1
Debtor costs as a percentage of debtors at gross carrying value (%)	<b>17.6</b>	13.3

"Bad debts before adjustment for interest on credit impaired accounts" is the gross carrying amounts of the trade receivables written off. Interest income is recognised by applying the effective interest rate to the amortised cost (gross carrying value less impairment provision), resulting in lower bad debts.

## 3. Insurance

### 3.1 Insurance investments

	2020 Audited Rm	2019 Audited Rm
<b>Financial assets – insurance investments</b>		
<i>Listed investments</i>		
Fixed income securities – FVOCI debt investments	228.0	276.1
<i>Unlisted Investments</i>		
Money market – FVOCI debt investments	245.9	340.7
	<b>473.9</b>	616.8
Analysed as follows:		
Non-current	228.0	276.1
Current	245.9	340.7
	<b>473.9</b>	616.8
<b>Movement for the year</b>		
Beginning of the year	616.8	606.4
Additions to investments	76.0	293.3
Disposals of investments	(170.7)	(261.9)
Fair value adjustment	(48.2)	(21.0)
End of the year	<b>473.9</b>	616.8

A register of listed investments is available for inspection at the company's registered office.

# Notes to the summary financial statements continued

for the year ended 31 March 2020

## 3. Insurance continued

### 3.1 Insurance investments continued

#### Fair value hierarchy

The following table presents the assets recognised and subsequently measured at fair value:

	Level 2 Rm	Total Rm
<b>31 March 2020</b>		
Insurance investments:		
Fixed income securities – FVOCI debt investments	228.0	228.0
Money market floating rate notes – FVOCI debt investments	245.9	245.9
	<b>473.9</b>	<b>473.9</b>
<b>31 March 2019</b>		
Insurance investments:		
Fixed income securities – FVOCI debt investments	276.1	276.1
Money market floating rate notes – FVOCI debt investments	340.7	340.7
	616.8	616.8

The categorisation of the valuation techniques used to value the assets at fair value are as set out in IFRS 13.

### 3.2 Investment income

	2020 Audited Rm	2019 Audited Rm
Interest – insurance business	52.3	50.0
Realised gain on disposal of insurance investments	1.3	0.3
	<b>53.6</b>	<b>50.3</b>

## 4. Revenue

### 4.1 Revenue

	2020 Audited Rm	2019 Audited Rm
<b>Revenue</b>	<b>6 453.3</b>	6 137.2
Retail revenue – revenue from contracts with customers	4 475.3	4 242.3
Merchandise sales	3 685.5	3 519.9
Ancillary services	789.8	722.4
Insurance revenue	666.1	647.2
Effective interest income	1 311.9	1 247.7
Finance charges and initiation fees earned	1 414.3	1 358.1
Adjustment for interest on credit impaired accounts	(102.4)	(110.4)

### 4.2 Retail revenue

	Traditional Rm	Cash Rm	Group Rm
<b>31 March 2020</b>			
<b>Merchandise sales</b>			
– Cash	1 058.6	530.1	1 588.7
– Credit	2 096.8	–	2 096.8
<b>Ancillary services</b>			
– At a point in time	167.8	10.3	178.1
– Over time	611.7	–	611.7
	<b>3 934.9</b>	<b>540.4</b>	<b>4 475.3</b>
<b>31 March 2019</b>			
Merchandise sales			
– Cash	1 003.4	478.4	1 481.8
– Credit	2 038.1	–	2 038.1
Ancillary services			
– At a point in time	156.2	8.6	164.8
– Over time	557.6	–	557.6
	3 755.3	487.0	4 242.3

## 5. Borrowings cash and net finance costs

### 5.1 Borrowings, banking facilities and cash

	2020 Audited Rm	2019 Audited Rm
<b>Interest-bearing borrowings</b>		
Short-term banking facilities	(922.1)	–
Cash-on-hand and deposits	1 193.4	204.7
<b>Net cash</b>	<b>271.3</b>	204.7
<b>Available facilities</b>		
Banking facilities	1 150.0	1 500.0
Domestic Medium-Term Note Programme	2 000.0	2 000.0
	<b>3 150.0</b>	3 500.0
<b>Available funds</b>	<b>3 421.3</b>	3 704.7
<b>Interest rate profile</b>		
Interest rate profile of borrowings is as follows:		
– Bank borrowings include revolving credit and overnight facilities. Revolving credit facilities are at interest rates linked to three-month JIBAR. The interest rates on the overnight facilities are based on rates as determined by each of the banks based on market conditions. The weighted average interest rate at the end of the reporting period is 7.6% (2019: 9.1%).	922.1	–
	<b>922.1</b>	–
<b>Cash and cash equivalents</b>		
Cash-on-hand and deposits	1 193.4	204.7
	<b>1 193.4</b>	204.7

	2020 Audited Rm	2019 Audited Rm
<b>5.2 Capital management</b>		
<b>Pre IFRS 16</b>		
Net debt	(271.3)	(204.7)
Shareholder's equity	4 835.9	4 876.1
Gearing ratio (%)	(5.6)	(4.2)
<b>Post IFRS 16</b>		
Net debt	566.6	
Shareholder's equity	4 709.5	
Gearing ratio (%)	12.0	
<b>5.3 Net finance costs</b>		
Interest paid	(98.0)	(69.8)
Borrowings	(20.1)	(54.5)
Lease liabilities	(71.5)	–
Other	(6.4)	(15.3)
Interest received – bank	12.4	23.0
Interest received – other	21.8	–
Forward exchange contracts	29.3	17.3
Net finance costs	<b>(34.5)</b>	(29.5)

# Notes to the summary financial statements continued

for the year ended 31 March 2020

## 6. Reportable segments

### Primary

	Traditional Rm	Cash Rm	Group Rm
<b>For the year ended 31 March 2020</b>			
Revenue	<b>5 912.9</b>	<b>540.4</b>	<b>6 453.3</b>
Operating profit before investment income	<b>209.9</b>	<b>43.8</b>	<b>253.7</b>
Operating margin (%)	<b>3.5</b>	<b>8.1</b>	<b>3.9</b>
Segment assets	<b>3 828.9</b>	<b>124.3</b>	<b>3 953.2</b>
<b>For the year ended 31 March 2019</b>			
Revenue	5 650.2	487.0	6 137.2
Operating profit before investment income	402.5	40.5	443.0
Operating margin (%)	7.1	8.3	7.2
Segment assets	3 734.4	136.1	3 870.5

The omni-channel has been discontinued as a separate business and has been integrated into the traditional business. The integration would result in the remaining operations of the omni-channel business becoming the on-line and call centre sales presence for the traditional business. The separate branding for the omni-channel segment has consequently been discontinued. Before the integration, the omni-channel business incurred a R13.2 million operating loss for the six months ended 30 September 2019. Due to the integration, the omni-channel business is no longer considered a separate segment and in accordance with IFRS 8, the comparatives have been restated as if the integration of the omni-channel business was in place last year.

### Geographical

	South Africa Rm	Namibia Rm	BLE <sup>(1)</sup> Rm	Group Rm
<b>For the year ended 31 March 2020</b>				
Revenue	<b>5 492.7</b>	<b>475.9</b>	<b>484.7</b>	<b>6 453.3</b>
<b>For the year ended 31 March 2019</b>				
Revenue	5 131.2	491.6	514.4	6 137.2

<sup>(1)</sup> Botswana, Lesotho and Eswatini

## 7. Gross profit

	2020 Audited Rm	2019 Audited Rm
Merchandise sales	<b>3 685.5</b>	3 519.9
Cost of merchandise sales	<b>(2 173.5)</b>	(2 069.3)
Merchandise gross profit	<b>1 512.0</b>	1 450.6
Gross profit percentage (%)	<b>41.0</b>	41.2

## 8. Cash flow from operations

	2020 Audited Rm	2019 Audited Rm
<b>8.1 Cash flow from trading:</b>	<b>892.1</b>	501.8
Operating profit before investment income	<b>253.7</b>	443.0
<i>Adjusted for:</i>		
Share-based payments	<b>33.3</b>	36.2
Depreciation, amortisation and impairment	<b>375.5</b>	78.6
Movement in debtors' impairment provision	<b>210.9</b>	(99.0)
Movement in other provisions	<b>13.8</b>	23.3
Other movements	<b>4.9</b>	19.7
Included in cash flow from trading is interest received on trade receivables of R1 414.3 million (2019: R1 358.1 million).		
<b>8.2 Changes in working capital:</b>	<b>(255.8)</b>	150.7
Increase in inventories	<b>(85.0)</b>	(63.6)
(Increase)/decrease in trade and other receivables	<b>(213.3)</b>	146.5
Increase in trade and other payables	<b>48.3</b>	77.2
Decrease in payments in advance	<b>(7.9)</b>	(10.9)
Decrease in insurance premiums in advance	<b>-</b>	75.6
Increase/(decrease) in insurance liabilities	<b>2.1</b>	(74.1)
<b>9. Taxation</b>		
<b>Taxation charge</b>		
Normal taxation	<b>34.7</b>	143.7
Current year	<b>66.4</b>	107.0
Prior year	<b>(31.7)</b>	36.7
Deferred taxation	<b>45.7</b>	(4.4)
Current year	<b>12.1</b>	23.3
Prior year	<b>33.6</b>	(27.7)
Withholding tax	<b>10.0</b>	15.0
Taxation per income statement	<b>90.4</b>	154.3
<b>Tax rate reconciliation</b>		
Profit before taxation	<b>272.8</b>	463.8
Taxation calculated at a tax rate of 28% (2019: 28%)	<b>76.4</b>	129.9
Differing tax rates in foreign countries	<b>2.6</b>	3.5
Disallowances	<b>14.0</b>	7.9
Exemptions	<b>(14.5)</b>	(11.0)
Prior years	<b>1.9</b>	9.0
Withholding tax	<b>10.0</b>	15.0
Taxation per income statement	<b>90.4</b>	154.3
Effective tax rate	<b>33.1</b>	33.3
	(%)	

## 10. Depreciation, amortisation and impairment

	2020 Audited Rm	2019 Audited Rm
Depreciation		
Right-of-use assets	<b>(271.8)</b>	-
Property, plant and equipment	<b>(66.1)</b>	(66.5)
Amortisation		
Intangible assets	<b>(11.0)</b>	(12.1)
Impairment		
Right-of-use assets	<b>(26.6)</b>	-
	<b>(375.5)</b>	(78.6)

# Notes to the summary financial statements continued

for the year ended 31 March 2020

## 11. Leases

	2020 Audited Rm	2019 Audited Rm
<b>11.1 Lease liabilities recognised</b>		
Recognised on adoption of IFRS 16	<b>856.1</b>	
Reallocated to restoration provision	<b>(33.4)</b>	
Additions and renewed leases	<b>269.3</b>	
Expired, renegotiated and modified leases	<b>2.1</b>	
Principal portion of lease liabilities	<b>(256.2)</b>	
Interest on lease liabilities	<b>71.5</b>	
Lease liability payments	<b>(327.7)</b>	
Closing balance	<b>837.9</b>	
Analysed as follows:	<b>837.9</b>	
Non-current	<b>611.1</b>	
Current	<b>226.8</b>	
<b>11.2 Right-of-use assets</b>		
<b>Land and buildings</b>		
Recognised on adoption of IFRS 16	<b>726.2</b>	
Additions and renewed leases	<b>269.3</b>	
Expired, renegotiated and modified leases	<b>(3.4)</b>	
Depreciation	<b>(271.8)</b>	
Impairment	<b>(26.6)</b>	
Closing balance	<b>693.7</b>	

## 12. New standards and interpretations not yet effective

### IFRS 17 Insurance Contracts

IFRS 17 (Insurance Contracts) was issued as a replacement for IFRS 4. The standard will apply to the group for the year ending 31 March 2024.

The standard requires a current measurement model where estimates are re-measured in each reporting period.

Contracts are measured using the building blocks of:

- discounted probability-weighted cash flows;
- an explicit risk adjustment; and
- a contractual service margin ("CSM") representing the unearned profit of the contract which is recognised as revenue over the coverage period.

The standard allows a choice between recognising changes in discount rates either in the statement of profit or loss or directly in other comprehensive income.

Management have not yet performed an assessment of the potential impact of the implementation of this new standard.

### COVID-19 – related Rent Concessions – Amendments to IFRS 16

As a result of the COVID-19 pandemic, rent concessions have been granted to lessees. Such concessions might take a variety of forms. In May 2020, the IASB made an amendment to IFRS 16 Leases which provides lessees with an option to treat qualifying rent concessions in the same way as they would if they were not lease modifications. In many cases, this will result in accounting for the concessions as variable lease payments in the period in which they are granted.

Management have not yet performed an assessment of the potential impact of the amendments to IFRS 16 and whether such rent concessions will apply to the group.

### 13. Post balance sheet events – COVID-19 pandemic

#### 13.1 COVID-19 Lockdown and its impact on the group's trading

On 11 March 2020, the World Health Organization formally declared COVID-19 a pandemic. Government restrictions were imposed in South Africa on the 27th of March 2020, and shortly afterwards in other territories of the group, in an attempt to curb infection rates and the inevitable spread of COVID-19. This included nationwide lockdowns that temporarily restricted trading across the group.

The company considers information obtained subsequent to the reporting date, in relation to known or knowable events and expected eventualities identified as at 31 March 2020, as adjusting subsequent events. With regards to financial reporting impacts associated with COVID-19, the key principle is that COVID-19 conditions existed at 31 March 2020. Therefore, COVID-19 related events that arise in the post balance sheet period, that provide additional information in relation to assets and liabilities in existence at 31 March 2020, have been considered adjusting subsequent events. New events which occur after 31 March 2020, which do not relate to existing assets and liabilities related to COVID-19 at the reporting date, are considered to be non-adjusting subsequent events.

Any potential adjusting COVID-19 related impacts are therefore considered to the extent that forward-looking information is used in significant estimates and judgements.

In the subsequent event period, trading was significantly disrupted under the lockdown regulations with all stores being closed for April 2020. The slight easing of restrictions during the 2nd week of May 2020 saw some stores in the African territories being allowed to trade under strict regulation and on the 18th of May 2020, sales through electronic communication channels were allowed in South Africa. On the 1st of June 2020, all South African stores were allowed to trade with a full merchandise offering under strict compliance of COVID-19 safety protocols.

#### 13.2 Impact on Financial Results for the year ended 31 March 2020

The following table shows the impact on earnings and headline earnings of the group as a result of COVID-19 lockdown and regulations:

	Impact on earnings Rm	Impact on headline earnings Rm
<b>Impact on operating results:</b>		
Increase in the impairment provision as a result of lost collections due to store closures in March	(123.2)	(123.2)
<b>Impact on forward-looking information:</b>		
IFRS 9 – Economic overlay for debtors' impairment (refer note 2)	(189.5)	(189.5)
IFRS 16/ IAS 36 – Impairment of right-of-use asset (refer note 11.2)	(26.6)	–
Impact before taxation	(339.3)	(312.7)
Taxation	96.0	89.2
Impact after taxation	(243.3)	(223.5)

#### 13.3 Subsequent impact on the group

While the COVID-19 lockdown had a material impact on the group's trading performance in April and May, the resilience of the group's business model was evident during this period. The group's strong balance sheet ensured that the group did not need to access any borrowings during the lockdown period, despite significant decline in cash flow when stores were closed or trading under restrictions. There was a heightened focus on cash management during this period.

At the date of the approval of the financial statements, the group had repaid all of its short-term borrowings and therefore has access to sufficient unsecured short-term facilities. The group is targeting gearing which includes the lease liabilities in terms of IFRS 16, to be below 15%. The board has reviewed the cashflow forecast for the next 12 months and is of the opinion that the group has more than sufficient liquidity to adequately support its working capital requirements and consequently, is satisfied of the group's ability to continue as a going concern for the foreseeable future.

# Social, ethics and transformation committee report

Lewis Group's Social, Ethics and Transformation Committee (the committee) is a committee of the board operating in compliance with the Companies Act. The committee is governed by a formal charter and assists the board in monitoring the group's activities in relation to the following:

- Corporate citizenship;
- Ethics;
- Transformation and empowerment;
- Environmental sustainability; and
- Stakeholder engagement, including relationships with employees, customers, the communities in which the group trades, suppliers and shareholders.

The chairperson of the committee presents the following report to shareholders for the 2020 financial year, in accordance with the requirements of the Companies Act. This report should be read in conjunction with the Sustainability report on pages 20 to 24 of the Integrated annual report as well as the full Corporate governance report on [www.lewisgroup.co.za](http://www.lewisgroup.co.za).

## Committee composition

The members of the committee are nominated and appointed by the board. In terms of the Companies Act and the recommendation of King IV, the committee consists of a majority of independent non-executive directors, including the chairperson of the committee. The committee comprised the following members for the reporting period:

Professor Fatima Abrahams (chairperson)	Independent non-executive director
Daphne Motsepe	Independent non-executive director
Hilton Saven	Independent non-executive director
Alan Smart	Independent non-executive director
Johan Enslin	Executive director

Alan Smart retired as a director of the company with effect from 2 April 2020.

Senior management in the human resources, merchandise, socio-economic development and sustainability, and risk departments attend meetings by invitation. The company secretary is also the secretary to the committee.

Biographical details of the committee members appear on pages 30 to 33 of the Integrated annual report and the fees paid to the members of the committee are disclosed on page 91 of the Integrated annual report.

The effectiveness of the committee is assessed as part of the annual board and committee evaluation process.

## Committee areas of responsibility

### Social and ethics

- Social and economic development, including the principles of the United Nations Global Compact, the recommendations of the Organisation for Economic Co-operation and Development regarding corruption, the Employment Equity Act, No.55 of 1998 and the Broad-Based Black Economic Empowerment Act, No. 53 of 2003.
- Good corporate citizenship, including the promotion of equality, prevention of unfair discrimination, elimination of corruption, contribution to the development of communities, and recording of sponsorships, donations and charitable giving.
- The environment, health and public safety, including the impact of the group's activities and of its products and services.
- Consumer relationships, including the group's advertising, public relations and compliance with consumer protection laws.
- Labour and employment, including the relevant recommendations of the International Labour Organisation Protocol, the group's employment relationships and its contribution towards the educational development of its employees.

### Transformation

- Transformation strategy and programme.
- Approval of targets in terms of the Codes of Good Practice of the Department of Trade and Industry (DTI).
- B-BBEE verification and monitoring of the group's performance against the set targets.
- Legislative compliance.

## Activities of the committee

### Key focus areas in 2020

- Continued monitoring of values and ethics awareness.
- Evaluation of the B-BBEE strategy and implementation thereof.
- Reviewing skills development expenditure and plans.
- Evaluating progress in employment equity.
- Overseeing health and safety policies and reviewing incidents.
- Reviewing the environmental management report.
- Monitoring customer relationships and compliance with consumer laws.

### Focus areas for the year ahead

- Monitoring impact of COVID-19 on the group's stakeholders.
- Overseeing health and safety plan for COVID-19.
- Continued support to promote enterprise and supplier development.
- Socio-economic development, focusing specifically on early childhood learning centres.

## Committee functioning

The committee met once during the financial year. The number of meetings held during the year was affected by the national lockdown declared in terms of the Disaster Management Act, 2002 by the government on 27 March 2020.

The members of the committee are satisfied that the committee has functioned in accordance with its terms of reference and believe that the group is substantively addressing the issues required to be monitored by the committee in terms of the Companies Act.



**Prof Fatima Abrahams**

*Chairperson*

**Social, Ethics and Transformation Committee**

# Virtual meeting guide for shareholders

## ONLINE SHAREHOLDERS' MEETING GUIDE 2020

### Attending the AGM electronically

This year we will be conducting a virtual AGM, giving you the opportunity to attend the AGM and participate online, using your smartphone, tablet or computer.

If you choose to participate online you will be able to view a live webcast of the meeting, ask the board questions and submit your votes in real time and you will need to either:

- Download the Lumi AGM app from the Apple App or Google Play Stores by searching for Lumi AGM.
- Visit <https://web.lumiagm.com> on your smartphone, tablet or computer. You will need the latest versions of Chrome, Safari, Internet Explorer 11, Edge or Firefox. Please ensure your browser is compatible.

### Meeting ID: 161-703-762

To login you must have your Username and password which you can request from [proxy@computershare.co.za](mailto:proxy@computershare.co.za)

### Using the AGM online facility:

#### ACCESS

Once you have either downloaded the **Lumi AGM app** or entered **web.lumiagm.com** into your web browser, you'll be prompted to enter the Meeting ID.

You will then be required to enter your:

- Username; and
- Password.

**You will be able to log into the site from 09:00 on 23 October 2020.**

To register as a shareholder, select **'I have a login'** and enter your username and password.

If you are a visitor, select **'I am a guest'**

As a guest, you will be prompted to complete all the relevant fields including; title, first name, last name and email address.

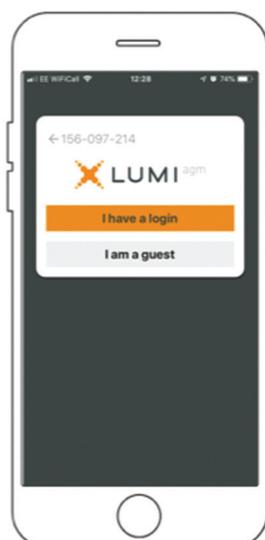
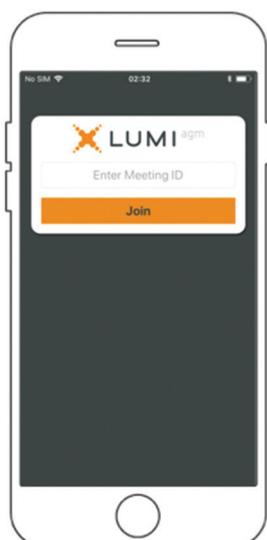
***Please note, visitors will not be able to ask questions or vote at the meeting.***

#### NAVIGATION

When successfully authenticated, the info screen ⓘ will be displayed. You can view company information, ask questions and watch the webcast.

If you would like to watch the **webcast** press the broadcast icon ⓘ at the bottom of the screen.

If viewing on a computer the webcast will appear at the side automatically once the meeting has started.



## VOTING

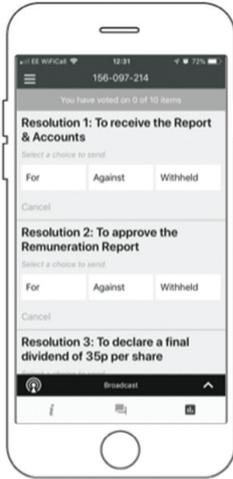
The chairman will open voting on all resolutions at the start of the meeting. Once the voting has opened, the polling icon  will appear on the navigation bar at the bottom of the screen. From here, the resolutions and voting choices will be displayed.

To vote, simply select your voting direction from the options shown on screen. A confirmation message will appear to show your vote has been received. **For - Vote received**

To change your vote, simply select another direction. If you wish to cancel your vote, please press Cancel

Once the chairman has opened voting, voting can be performed at anytime during the meeting until the chairman closes the voting on the resolutions. At that point your last choice will be submitted.

You will still be able to send messages and view the webcast whilst the poll is open.



## QUESTIONS

Any shareholder or appointed proxy attending the meeting is eligible to ask questions.

If you would like to ask a question, select the messaging icon .

Messages can be submitted at any time during the Q&A session up until the Chairman closes the session.

Type your message within the chat box at the bottom of the messaging screen.

Once you are happy with your message click the send button.

Questions sent via the Lumi AGM online platform will be moderated before being sent to the chairman. This is to avoid repetition and remove any inappropriate language.

## DOWNLOADS

Links are present on the info screen. When you click on a link, the selected document will open in your browser.

Data usage for streaming the annual shareholders' meeting or downloading documents via the AGM platform varies depending on individual use, the specific device being used for streaming or download (Android, iPhone, etc) and the network connection (3G, 4G).





# Registration form to participate in the virtual annual general meeting

CAPITALISED TERMS USED IN THIS FORM SHALL BEAR THE MEANINGS ASCRIBED THERETO IN THE NOTICE OF AGM TO WHICH THIS PARTICIPATION FORM IS ATTACHED

**1. Shareholders or their duly appointed proxy(ies) that wish to participate in the virtual AGM (Participants), must either 1. register online using the online registration portal at [www.smartagm.co.za](http://www.smartagm.co.za); or 2. apply to Computershare, by delivering this duly completed Form to:**

Rosebank Towers, First Floor, 15 Biermann Avenue, Rosebank 2196, or posting it to Private Bag x9000, Saxonwold, 2132 (at the risk of the Participant), or by email to [proxy@computershare.co.za](mailto:proxy@computershare.co.za) so as to be received by Computershare by no later than 12:00 on Wednesday, 21 October 2020. Computershare will first validate such requests and confirm the identity of the shareholder in terms of section 63(1) of the Companies Act, and, if the request is validated, further details on using the electronic communication facility will be provided.

**2. Important notice**

The Company shall, by no later than 12:00 on Thursday, 24 October 2020, notify Participants that have delivered valid notices in the form of this Form, by email of the relevant details through which Participants can participate electronically.

## Application form

Full name of Participant: \_\_\_\_\_

ID number: \_\_\_\_\_

Email address: \_\_\_\_\_

Cell number: \_\_\_\_\_

Telephone number: \_\_\_\_\_ (code): \_\_\_\_\_ (number): \_\_\_\_\_

Name of CSDP or broker (if shares are held in dematerialised format): \_\_\_\_\_

Contact number of CSDP/broker: \_\_\_\_\_

Contact person of CSDP/broker: \_\_\_\_\_

Number of share certificate (if applicable): \_\_\_\_\_

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

Terms and conditions for participation in the AGM via electronic communication

1. The cost of electronic participation in the AGM is for the expense of the Participant and will be billed separately by the Participant's own service provider.
2. The Participant acknowledges that the electronic communication services are provided by third parties and indemnifies Lewis Group against any loss, injury, damage, penalty or claim arising in any way from the use or possession of the electronic services, whether or not the problem is caused by any act or omission on the part of the Participant or anyone else. In particular, but not exclusively, the Participant acknowledges that he/she will have no claim against the Company, whether for consequential damages or otherwise, arising from the use of the electronic services or any defect in it or from total or partial failure of the electronic services and connections linking the Participant via the electronic services to the AGM.
3. The application to participate in the AGM electronically will only be deemed successful if this application form has been completed fully and signed by the Participant.
4. Lewis Group cannot guarantee there will not be a break in electronic communication that is beyond the control of the Company.

Participant's name \_\_\_\_\_

Signature \_\_\_\_\_

Date \_\_\_\_\_



# Proxy form

## Lewis Group Limited

Incorporated in the Republic of South Africa  
 Registration number: 2004/009817/06  
 JSE share code: LEW  
 ISIN: ZAE000058236  
 Bond Code: LEWI  
 ("Lewis Group" or "the Company")

For use at the annual general meeting of the Company to be held virtually on 23 October 2020 at 09:00 am ("the annual general meeting").

Not to be used by beneficial holders of shares who have dematerialised their shares ("dematerialised shares") through a Central Securities Depository Participant ("CSDP") or broker, as the case may be, unless you are recorded on the sub-register as an "own name" dematerialised shareholder ("own-name dematerialised shareholder"). Generally, you will not be an own-name dematerialised shareholder unless you have specifically requested the CSDP to record you as the holder of the shares in your own name in the Company's sub-register.

Only for use by certificated, own-name dematerialised shareholders and CSDPs or brokers (or their nominees) registered in the Company's sub-register as the holder of dematerialised ordinary shares.

I/We \_\_\_\_\_ (block letters),

of \_\_\_\_\_ (address)

Telephone: (Work) \_\_\_\_\_ Telephone (Home) \_\_\_\_\_

Being the holder/s of  ordinary shares in the Company, hereby appoint (see instruction overleaf)

1. \_\_\_\_\_ or failing him/her

2. \_\_\_\_\_ or failing him/her

3. The chairperson of the annual general meeting,

as my/our proxy to attend, speak and vote (or abstain from voting) and act for me/us and on my/our behalf at the annual general meeting to be held at 09:00 am on 23 October 2020 for the purpose of considering and if deemed fit passing, with or without modification, the resolutions to be proposed thereat and at any adjournment or postponement thereof and to vote for or against such resolutions or to abstain from voting in respect of the shares in the issued capital of the Company registered in my/our name/s in accordance with the following instructions (see instruction overleaf).

		Insert an "X"		
		In favour	Against	Abstain
Ordinary resolution 1.1	Election of Ms Daphne Motsepe as a director			
Ordinary resolution 1.2	Election of Mr Duncan Westcott as a director			
Ordinary resolution 1.3	Election of Mr Hilton Saven as a director			
Ordinary resolution 2.1	Election of Ms Daphne Motsepe as a member of the audit committee			
Ordinary resolution 2.2	Election of Mr Tapiwa Njikizana as a member of the audit committee			
Ordinary resolution 2.3	Election of Mr Duncan Westcott as a member of the audit committee			
Ordinary resolution 3	Approval of reappointment of auditors			
Non-binding advisory vote 1	Endorsement of the Company's remuneration policy			
Non-binding advisory vote 2	Endorsement of the Company's implementation report			
Special resolution 1	Approval of non-executive directors' fees			
Special resolution 2	Shareholders' authorisation of continued issuance of Notes under the Company's Domestic Medium Term Notes Programme			
Special resolution 3	Shareholder's general authorisation of financial assistance			
Special resolution 4	General authority to repurchase shares			
Ordinary resolution 4	Directors' authority to implement Company resolutions			

Insert an "X" in the relevant spaces above according to how you wish your votes to be cast. If you wish to cast your votes in respect of a lesser number of shares than you own in the Company, insert the number of shares held in respect of which you desire to vote (instruction overleaf).

Signed at \_\_\_\_\_ on \_\_\_\_\_ 2020

Signature/s \_\_\_\_\_ (Authority of signatory to be attached of applicable-see instruction overleaf)

Assisted by \_\_\_\_\_ (where applicable)

Telephone number: \_\_\_\_\_

# Notes to the proxy form

Please read the notes on reverse side.

## Instructions on signing and lodging the proxy form

- 1) A certificated or own-name dematerialised shareholder or CSDP or broker registered in the Company's sub-register may insert the name of a proxy or the names of two alternative proxies of the shareholder's choice in the space/s provided, with or without deleting "the chairman of the annual general meeting", but any such deletion must be initialled by the shareholder. The person whose name stands first on the proxy form and who is present at the annual general meeting will be entitled to act as a proxy to the exclusion of those whose names follow thereafter. If no proxy is inserted in the spaces provided, then the chairperson shall be deemed to be appointed as the proxy to vote or abstain as the chairperson deems fit.
- 2) A shareholder's voting instructions to the proxy must be indicated by the insertion of the relevant number of votes exercisable by that shareholder in the appropriate box provided. If there is no clear indication as to the voting instructions to the proxy, the proxy will be deemed to authorise the proxy to vote or to abstain from voting at the annual general meeting as he/she deems fit in respect of all of the shareholder's votes exercisable thereat. A shareholder or his/her proxy is not obliged to use all the votes exercisable by the shareholder or by his/her proxy, but the total of the votes cast and in respect of which abstention is recorded may not exceed the total of the votes exercisable by the shareholder or by his/her proxy.
- 3) A minor must be assisted by his/her parent or guardian unless the relevant documents establishing his/her legal capacity are produced or have been registered by the transfer secretaries.
- 4) Proxy forms should be lodged with the Company's transfer secretaries, Computershare Investor Services Proprietary Limited, Rosebank Towers, 15 Biermann Avenue, Rosebank 2196 (Private Bag X9000, Saxonwold, 2132 ) or emailed to proxy@computershare.co.za, to be received by no later than 12:00 on 21 October 2020 for administrative purposes, provided that any form of proxy not delivered to the transfer secretaries by this time may be submitted to the transfer secretaries via email at proxy@computershare.co.za, at any time before the appointed proxy exercises any shareholder rights at the AGM.
- 5) Documentary evidence establishing the authority of a person signing this proxy form in a representative capacity must be attached to this proxy form unless previously recorded by the transfer secretaries or waived by the chairman of the annual general meeting. CSDPs or brokers registered in the Company's sub-register voting on instructions from owners of shares registered in the Company's sub-sub-register, are requested that they identify the owner in the sub-sub-register on whose behalf they are voting and return a copy of the instruction from such owner to the company's secretary together with this form of proxy.
- 6) In the case of joint holder, the vote of the senior who tenders a vote, whether themselves or by proxy, will be accepted to the exclusion of the votes of the other joint holders, for which purpose seniority will be determined by the order in which the names appear on the register of shareholders in respect of the joint holding.
- 7) The completion and lodging of this proxy form shall not preclude the relevant shareholder from attending the annual general meeting and speaking and voting themselves thereat to the exclusion of any proxy appointed in terms thereof, should such member wish to do so.
- 8) The completion of any blank spaces overleaf need to be initialled. Any alterations or corrections to this proxy form must be initialled by the signatory/ies.
- 9) The chairman of the annual general meeting may in his absolute discretion reject or accept any proxy form which is completed other than in accordance with these notes.
- 10) If required, additional forms of proxy are available from the secretary of the Company.
- 11) Shareholders which are a company or body corporate may by resolution of their directors, or other properly authorised body, authorise any person to act as their representative. The representative will be counted in the quorum and will be entitled to vote by electronic participation.
- 12) The shareholder's proxy may delegate his/her authority to act on the shareholder's behalf to another person, subject to any restriction set out in the proxy form.
- 13) The appointment of the proxy or proxies will be suspended at any time and to the extent that the shareholder chooses to act directly themselves in the exercise of any of the shareholder's rights as a shareholder at the annual general meeting.
- 14) The appointment of a proxy is revocable unless the shareholder expressly states otherwise in the proxy form.
- 15) As the appointment of the shareholder's proxy is revocable, the shareholder may revoke the proxy appointment by (i) cancelling it in writing, or making a later inconsistent appointment of a proxy and (ii) delivering a copy of the revocation instrument to the proxy, and to the Company. Please note the revocation of a proxy appointment constitutes a complete and final cancellation of your proxy's authority to act on the shareholder's behalf as of the later of the date stated in the revocation instrument, if any, or the date on which the revocation instrument was delivered to the Company and the proxy as aforesaid.
- 16) If the proxy form has been delivered to the Company, as long as that appointment remains in effect, any notice that is required by the Companies Act to be delivered by the Company to the shareholder will be delivered by the Company to the shareholder or the shareholder's proxy or proxies, if the shareholder has directed the Company to do so, in writing and paid any reasonable fee charged by the Company for doing so.
- 17) The shareholder's proxy is entitled to exercise, or abstain from exercising, any voting right of the shareholder at the annual general meeting, but only as directed by the shareholder on the proxy form.
- 18) The appointment of the shareholder's proxy remains valid only until the end of the annual general meeting or any adjournment or postponement thereof or for a period of one year, whichever is shortest, unless it is revoked by the shareholder before then on the basis set out above.

# Corporate information

## Lewis Group Limited

Registration number: 2004/009817/06  
Place of incorporation: Republic of South Africa  
Date of incorporation: 19 April 2004

## Directors

### *Executive*

J Enslin (Chief Executive Officer)  
J Bestbier (Chief Financial Officer)

### *Non-Executive*

Hilton Saven (Chairman)\*  
Prof. Fatima Abrahams\*  
Adheera Bodasing  
Daphne Motsepe\*  
Tapiwa Njikizana\*  
Duncan Westcott\*

\* Independent

## Company secretary

Ms Ntokozo Makomba

## Registered office

Lewis Group Limited  
53A Victoria Road  
Woodstock, 7925  
South Africa  
(PO Box 43, Woodstock, 7915)

Share Code: LEW  
ISIN: ZAE 000058236  
Bond Code: LEWI

## Transfer secretaries

Computershare Investor Services (Pty) Ltd;  
7 Rosebank Towers, 15 Biermann Ave,  
Rosebank, Johannesburg,  
2196;  
Private Bag X9000, Saxonwold, 2132, South Africa

## Auditors

Pricewaterhouse Coopers Inc.  
5 Silo Square, V&A Waterfront  
Cape Town, 8002

## Sponsor

UBS South Africa Proprietary Limited  
Registration number: 1995/011140/07  
64 Wierda Road East, Wierda Valley  
Sandton, 2196  
South Africa  
(PO Box 652863, Benmore, 2010)

## Debt Sponsor

ABSA Bank Limited, acting through its Corporate and  
Investment Banking Division

## Legal adviser

Edward Nathan Sonnenbergs Inc.  
1 North Wharf Square  
Lower Loop Street  
Cape Town  
8001  
(PO Box 2293, Cape Town, 8000)





[www.lewisgroup.co.za](http://www.lewisgroup.co.za)

