supergroup

Integrated Report

For the year ended 30 June 2020

CONTENTS

DOCUMENTS AVAILABLE ON SUPER GROUP'S WEBSITE: WWW.SUPERGROUP.CO.ZA

- Annual Financial Statements
- ESG Report (incl. King IV™ Application Register)
- Notice of Annual General Meeting

ABBREVIATIONS AND DEFINITIONS

The abbreviations and definitions used throughout this Integrated Report are detailed on page 100.

ABOUT THIS REPORT

SCOPE

Super Group's Integrated Report for the financial year ended 30 June 2020 covers the economic, governance, environmental and social activities of the Group. It aims to provide a balanced, understandable and comprehensive review of the businesses by reporting on the financial and non-financial performance of the Group. This Integrated Report deals with the opportunities, risks and material issues faced by the Group in the normal course of business.

There are no material changes to the lay-out of this Integrated Report compared to the 2019 Integrated Report other than the enhancement of the report and combining the Corporate Governance Report and Sustainability Report into a consolidated ESG Report. This Integrated Report was prepared in accordance with IFRS, the requirements of the Companies Act, the JSE Listings Requirements, the principles of King IV™ and the International Integrated Reporting Framework of the International Integrated Reporting Council.

MATERIALITY

The materiality of information, both financial and non-financial, is considered when deciding which information to include in the Integrated Report.

The Integrated Report is intended to provide insight into issues identified as the most relevant and material to Super Group and its stakeholder groups that could potentially impact the Group as a going concern. Comprehensive information, pertaining to stakeholder engagement and material issues relevant to the various stakeholder groups, has been placed on the Company's website.

ASSURANCE

This Integrated Report, as a whole, has not been independently assured. As a result of there not being an approved standard on assurance, the Group has decided not to assure this report as a whole until such standard exists.

Super Group has an Internal Audit Department which, together with the Group Audit Committee, assesses all internal and external assurances obtained and matches these to its identified risks.

This Integrated Report may contain certain forward-looking statements concerning the Group's strategy, financial conditions, growth plans and expectations. Such views involve both known and unknown risks, assumptions, uncertainties and important factors that could materially influence the actual performance of the Group. No assurance can therefore be given that these views will prove to be correct and no representation or warranty expressed or implied is given as to the accuracy or completeness of such views.

The Annual Financial Statements have been audited by KPMG Inc. and the Independent Auditor's Report can be found in the Annual Financial Statements which are available on Super Group's website at www.supergroup.co.za.

INTEGRATED REPORT AND OTHER RELATED DOCUMENTS

This Integrated Report for the year ended 30 June 2020 is published in various media. A summarised version of the Annual Financial Statements is contained in the Integrated Report. The Integrated Report, Notice of AGM, Annual Financial Statements, ESG Report, the King IV™ Application Register, the Annual B-BBEE Compliance Report and the Gender Equality and Race Policy are available on the Group's website. For additional information and recent announcements, please visit Super Group's website at www.supergroup.co.za.

Super Group Holdings' B-BBEE status is a Level 1 contributor, which is a highly commendable achievement. Notice is hereby given that the Company´s Annual Compliance Report required to be published in terms of section 13G(2) of the Broad-Based Black Economic Empowerment Amendment Act, No 46 of 2013, as amended, and paragraph 16.20 (g) and Appendix 1 to Section 11 of the JSE Listings Requirements is available on the Company´s website. The B-BBEE Certificates of Super Group Holdings and other South African registered entities are also available on the website.

APPROVAL OF THE INTEGRATED REPORT

The Board acknowledges its responsibility to ensure the integrity of this Integrated Report. The Board has applied its mind to the Integrated Report and in its opinion this report addresses the material issues and represents fairly the integrated performance of the Group.

Phillip Vallet	**Peter Mountford**
Chairman of the Company	*Chief Executive Officer*

9 November 2020

Any queries regarding this Integrated Report or its contents should be addressed to:
John Mackay
Group Company Secretary
Super Group
E-mail: john.mackay@supergrp.com
Tel: +27 11 523 4663

Any queries regarding Super Group's Investor Relations should be addressed to:
Marlize Keyter
Investor Relations Consultant
Keyter Rech Investor Solutions CC
E-mail: mkeyter@kris.co.za
Tel: +27 87 351 3810

OVERVIEW OF SUPER GROUP

SUPER GROUP AT A GLANCE

PROFILE

Super Group is a leading transport logistics and mobility group, headquartered in South Africa. Super Group, founded in 1986, has been listed on the JSE since 1996. Super Group includes supply chain, dealerships and fleet solutions businesses focused on offering a comprehensive range of services, utilising world-class skills and technology.

Supply Chain

The Supply Chain division comprises Supply Chain Africa, consisting of Supply Chain South Africa and African Logistics, and Supply Chain Europe, represented by a 75% interest in inTime, 88% interest in Ader and an 80% interest in TLT

Fleet Solutions

The Fleet Solutions division comprises Fleet Africa and SG Fleet, in which Super Group has a 60.13% interest at 30 June 2020, a listed Australian fleet management business

Dealerships

The Dealerships division comprises Dealerships SA and Dealerships UK, being the 100% interest in Allen Ford (UK), Essex Auto Group Limited and Slough Motor Corporation

OUR VISION

The strategic vision for Super Group is to provide **end-to-end supply chain solutions, fleet management and dealership services** to a diversified customer base in Africa, Australia, the United Kingdom, Europe and New Zealand and to become a **leading transport, logistics and mobility group** in the countries in which it operates.

OUR STRATEGIC FOCUS

Super Group remains committed to Its strategy of being an innovative, integrated, mobility solutions company. The strategic issues of importance in the short-term include:

Supply Chain Africa

- Continued development of integrated end-to-end solutions
- Improved efficiencies, reduced costs and optimised asset investment
- Collection of customer accounts and minimising cost of business
- Increased digital trading platforms
- Wider commodity trading solutions and margins

Supply Chain Europe

- Diversification of customer base as recovery of automotive manufacturing volumes is slow
- Improved flexibility and solutions visibility
- Cost rationalisation to achieve profitability with lower critical mass

Fleet Africa

- Focus on corporate solutions
- Investment in digital and enhanced data solutions

SG Fleet

- The expansion of the Corporate business model to counter headwinds in the Consumer space
- Integration and cross-selling opportunities in terms of transport solutions, including planning and optimisation platforms
- A wider range of technology-driven, high value-add products and services
- One-stop commercial solutions across funding, maintenance, insurance and e-Commerce platforms

Dealerships SA

- Rationalisation of unprofitable brands and sites
- Network optimisation
- Enhanced digital trading and purchase solutions or platforms

Dealerships UK

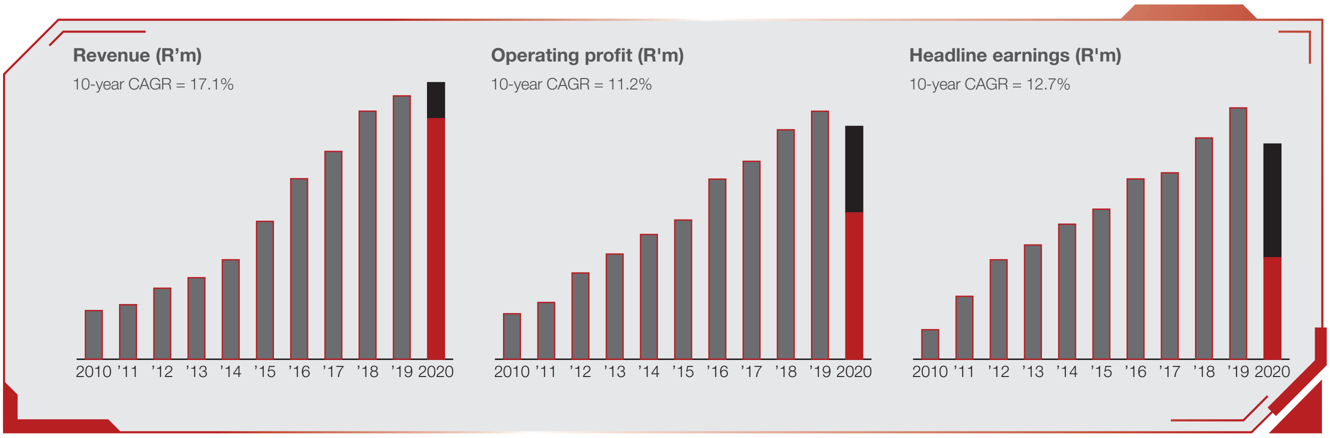
- Establishing fleet partnerships
- Leveraging data platforms – digitisation and e-Commerce trade platforms

OUR INVESTMENT PROPOSITION

Our investment proposition for Super Group entails:

- Super Group is a leading transport logistics and mobility group in South Africa and a leading fleet management solutions company in Australasia.
- Certain businesses within the Group are starting to establish themselves as leaders in their respective countries of operation.
- The Group continued to expand both locally and internationally and growing its geographic footprint as well as offshore earnings. At 30 June 2020, Super Group's revenue and operating profit from non-South African businesses comprised 46% (June 2019: 48%) and 43% (June 2019: 50%) of Group total, respectively.
- The Group has a strong financial position with an acceptable level of gearing, excluding IFRS 16 – well below 40%.
- An experienced and skilled management team.
- The financial strength, acumen and track record to explore growth opportunities.

HIGHLIGHTS



■ Estimated Covid-19 impact on revenue, operating profit and headline earnings was approximately R5.2 billion, R932 million and R613 million, respectively.

2020 IN PERSPECTIVE

Covid-19 – the pandemic that disrupted the world and created unheralded business interruption

- Supply Chain Africa's results were impacted by depressed economic conditions and turmoil in the commodities businesses. Despite the majority of the Supply Chain businesses being classified as essential service providers during the high Covid-19 lockdown levels, the impact was still severe.
- Supply Chain Europe continued to perform poorly on the back of a depressed automotive market in Germany, with automotive OEMs being closed for two months during the initial Covid-19 lockdown restrictions.
- SG Fleet's performance for the year was also under pressure mainly due to lack of consumer confidence in the last six months and further exacerbated by the Covid-19 lockdown regulations.
- Fleet Africa managed to benefit from existing contracts and was mostly unaffected by Covid-19.
- Dealerships SA and Dealerships UK were severely impacted by Covid-19, being closed for 40 days and 63 days respectively, during the SA and UK hard lockdown periods.
- Super Group concluded the following corporate actions for the year ended 30 June 2020:
  - Acquired a 65% interest in Lieben Logistics and a 51% interest in GLS effective 3 July 2019. The purchase price of Lieben Logistics was R498.8 million and the purchase price of GLS was R96.4 million. These acquisitions form part of the Supply Chain Africa segment.
  - In January 2020, the Group acquired an additional 2.4% interest in Lieben Logistics for R13.1 million, taking its interest to 67.4%.
  - inTime acquired an 80% interest in TLT effective 5 July 2019 for R186.9 million. This acquisition forms part of the Supply Chain Europe segment.
  - Acquired an 80% interest in Zultrans, an express freight and distribution business, effective 1 March 2020, for a purchase consideration of R26.7 million.
  - Super Group's effective shareholding in SG Fleet increased to 60.13% at 30 June 2020 from 59.2% at 30 June 2019. The increase in the Group's shareholding in SG Fleet resulted from Super Group acquiring 2 600 000 shares for a total amount of R60.1 million during the year.
  - Super Group raised a total of R750 million in terms of its DMTN Programme dated 29 April 2020 (as amended) and listed the following senior unsecured notes:
    - SPG008 to the value of R250 million (3 year notes);
    - SPG009 to the value of R350 million (5 year notes); and
    - SPGC01 to the value of R150 million (12 month notes).

MILESTONES ALONG THE ROAD

REVENUE FOR THE YEAR ENDED 30 JUNE

2010	2011	2012	2013	2014	2015
R6 992 million	R7 835 million	R10 205 million	R11 718 million	R14 297 million	R19 818 million

2010*

Corporate actions

- Repaid term loans and reduced total consolidated gearing by R606 million to 27%.
- Disposal of Emerald Risk Underwriters, AutoZone and Mica.
- Winding down and disposal of SGIP businesses.
- Recapitalisation of the Group by R1.2 billion.

Appointments

- Peter Mountford appointed as CEO.
- Colin Brown appointed as CFO.

2011*

Corporate actions

- Restructure of SG Fleet: Introduced new minority shareholders, CHAMP Ventures and the management of SG Fleet.
- Acquired the minority interest in Fleet Africa Eastern Cape.

2012*

Corporate actions

- Odd-lot offer successfully completed, reducing total number of shareholders by 27%.
- Share consolidation of 10 Super Group shares of 10 cents per share into 1 Super Group share of 100 cents per share.
- Successfully unwound the Financing and Credit Facility Agreements with 21 lenders entered into in 2009.
- Entered into new Facility Agreements with two primary lenders for general banking requirements.
- Acquired Haulcon (SG Bulk), a specialised bulk dry powder and liquids distribution business, effective 1 July 2011.

2013*

Corporate actions

- Implementation of the B-BBEE Staff Empowerment Scheme effective 1 October 2012.
- Maiden dividend, totalling R2.2 million, was paid to 3 214 employee beneficiaries of the B-BBEE Staff Empowerment Scheme during March 2013.
- Repurchased 3.57 million shares totalling 1.13% of the issued share capital.
- Acquired a 50.1% controlling interest in Digistics, a multi-temperature procurement and food distribution business in the QSR industry effective 1 October 2012.
- Effective 1 March 2013, acquired a 75% interest in SG Coal, a logistics services company that provides hauling of dry bulk goods such as coal, chrome and "run of mine minerals" in tipper trucks.

2014*

Corporate actions

- Issued and listed DMTN programme with the first tranche totalling R471 million at the end of October 2013.
- Effective 1 March 2014, SG Convenience acquired R&H Liquor Distributors.
- SG Fleet listed on the Australian Securities Exchange on 4 March 2014.
- During the year Super Group repurchased 2 635 791 shares at an average share price of R25.05 for R66 million (0.8% of issued share capital).

2015*

Corporate actions

- Effective 1 July 2014, Super Group acquired a 75% interest in Phola Coaches, a business providing passenger transport solutions for the mining, power generation and construction sectors.
- Effective 1 December 2014, Super Group acquired 100% of Allen Ford (UK), a franchised motor dealership, for a consideration of R614 million (funded in Pounds Sterling).

** For the year ended 30 June*

2016	2017	2018	2019	2020
R25 949 million	R29 874 million	R35 663 million	R37 862 million	R34 578 million

2016*

Corporate actions

- Super Group acquired a 75% interest in inTime, a German niche logistics group, effective 2 November 2015.
- SG Fleet acquired 100% of nlc (Pty) Ltd, a novated lease and consumer finance company, effective 30 November 2015.
- To part fund the inTime acquisition, Super Group concluded a fully underwritten Rights Offer raising R900 million on 12 October 2015.
- An Accelerated Bookbuild Offer was undertaken on 10 December 2015, raising R360 million to bolster the Group's financial position.
- On 30 June 2016, the business of Micor was sold to SG Agility, a joint venture between Super Group (55%) and Agility (45%).

2017*

Corporate actions

- SG Fleet acquired Fleet Hire, a provider of contract hire, salary sacrifice, short-term rental and fleet management services in the UK, for a purchase price of R367.5 million effective 4 August 2016.
- Dealerships SA acquired nine Western Cape dealerships for R899.3 million, which include a strategic property, effective 1 September 2016.
- Super Group listed its SPG002 senior unsecured notes in terms of its DMTN Programme dated 22 October 2013 on 9 September 2016, to the value of R50 million and listed its SPG003 DMTN on 31 October 2016 to the value of R154 million.
- Super Group acquired a 75% interest in Legend Logistics effective 30 September 2016 for R110.5 million.
- SG Fleet also acquired Motiva effective 30 November 2016 for R249.0 million.
- Dealerships UK acquired Essex Auto Group effective 1 March 2017 for R407.0 million.
- Acquired the 49.2% minority interest in SG Coal during the financial year for R167.3 million.

Achievement

Peter Mountford was announced as the Master Category Winner in the prestigious EY World Entrepreneur Award Southern Africa 2016 ceremony and represented Southern Africa at the EY World competition in Monte Carlo in June 2017.

2018*

Corporate actions

- inTime acquired a net of 88% interest in Ader, a Spanish courier company, effective 4 July 2017 for a purchase consideration of R171.2 million.
- Dealerships UK acquired Slough Motor Corporation effective 4 July 2017 for R414.3 million.
- On 10 August 2017 S&P upgraded Super Group's long-term and short-term credit rating to zaAA and zaA+, respectively.
- On 1 October 2017 Supply Chain Africa acquired 90% of MDS for R59.0 million.
- In October 2017, Super Group raised an amount of R500 million through an Accelerated Bookbuild placement of 12 422 360 shares at a price of R40.25 per share.
- SG Coal sold 15% to the Group's Black Women Empowerment Scheme effective 1 April 2018 for a consideration of R105.0 million.
- Supply Chain Africa acquired the remaining 45% interest in Digistics for a consideration of R102.7 million.
- Supply Chain Africa acquired an additional 15% in Legend Logistics for a consideration of R99.7 million.
- The Group acquired an additional 14 186 914 shares during the year in SG Fleet, increasing its effective interest to 57% at 30 June 2018 for a total amount of R551.7 million.

2019*

Corporate actions

- Effective 3 July 2018, Super Group announced that its long-term national scale rating was upgraded by S&P to zaAAA from zaAA and its short-term national scale rating was maintained as zaA1+.
- Acquired an 80.0% interest in Cargo Works, a specialist overnight cargo business, for R49.5 million effective 2 July 2018.
- Acquired the remaining minority interest in Legend Logistics for R174.5 million, which resulted in Legend Logistics becoming a wholly-owned subsidiary.
- Dealerships SA acquired Orbit Motors (a division of Rola Motors) effective 1 October 2018 for R1.1 million.
- Super Group's effective shareholding in SG Fleet increased to 59.2% from 57.0% at 30 June 2018. The increase in the Group's shareholding in SG Fleet resulted from Super Group taking up 3,958,732 shares in the Dividend Reinvestment Plan, which amounted to R147.5 million, and the Group purchased an additional 4 366 928 shares for a total of R106.2 million during the year.
- Super Group listed the following senior unsecured notes, in terms of the Company's DMTN Programme dated 22 October 2013:
  - » SPG004 on 27 September 2018 to the value of R450 million;
  - » SPG005 on 15 March 2019 to the value of R300 million; and
  - » SPG006 and SPG007 on 18 June 2019 to the value of R1 billion.

Achievement

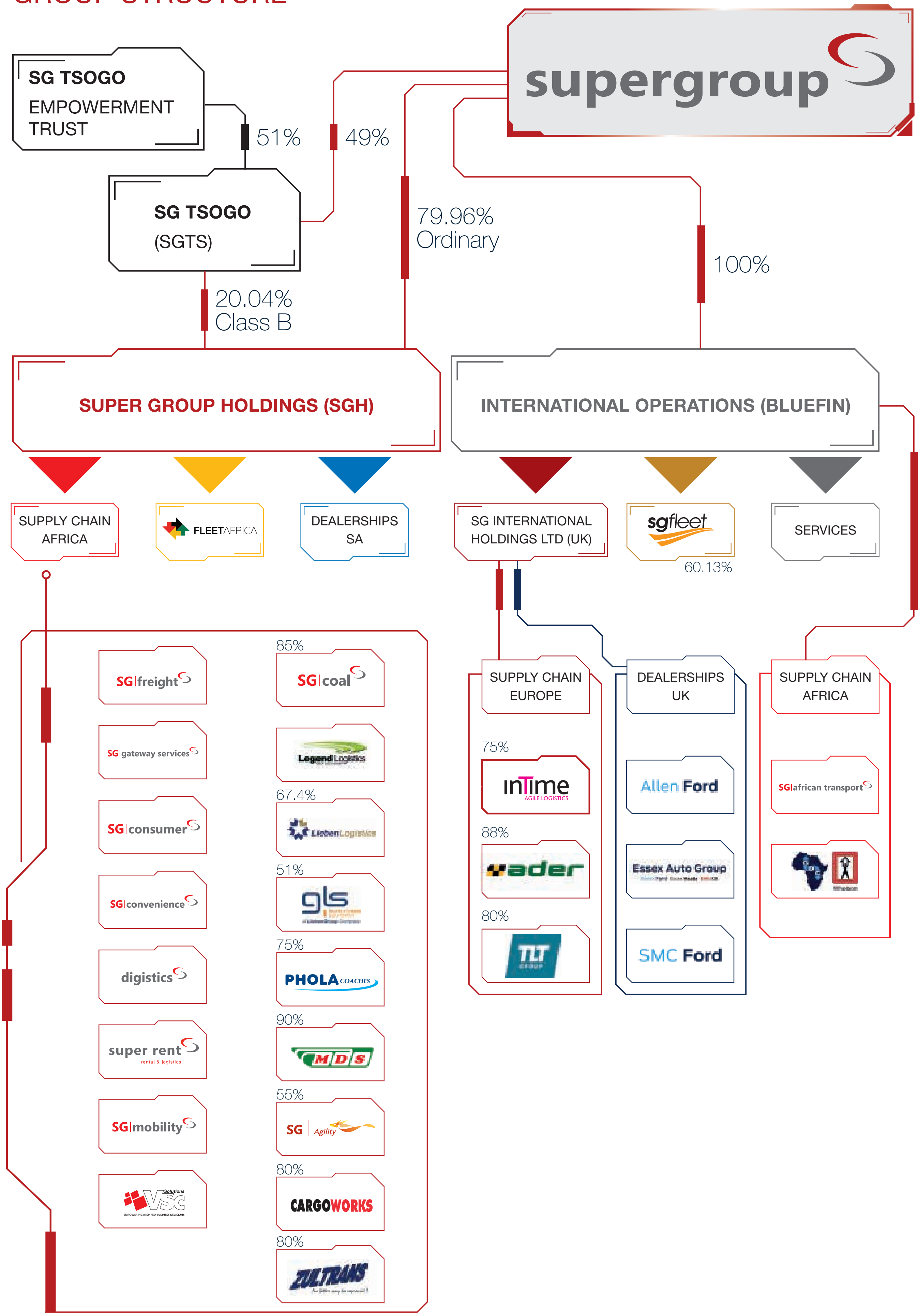
Peter Mountford was recognised as the CNBC Africa Business Leader of the Year on 20 September 2018.

2020* – COVID-19

Corporate actions

- Acquired a 65% interest in Lieben Logistics and a 51% interest in GLS effective 3 July 2019. The purchase price for Lieben Logistics was R498.8 million and the purchase price of GLS was R96.4 million.
- In January 2020, the Group acquired an additional 2.4% interest in Lieben Logistics for R13.1 million, taking its interest to 67.4%.
- inTime acquired an 80% interest in TLT effective 5 July 2019 for R186.9 million.
- Acquired an 80% interest in Zultrans, an express freight and distribution network business, effective 1 March 2020, for a purchase consideration of R26.7 million.
- On 10 October 2019, the Group raised a total of R750 million in terms of its DMTN Programme dated 29 April 2020 (as amended) and listed the following senior unsecured notes:
  - » SPG008 to the value of R250 million;
  - » SPG009 to the value of R350 million; and
  - » SPGC01 to the value of R150 million.
- Super Group's effective shareholding in SG Fleet increased to 60.13% at 30 June 2020 with the Group acquiring 2 600 000 shares for a total amount of R60.1 million.

GROUP STRUCTURE

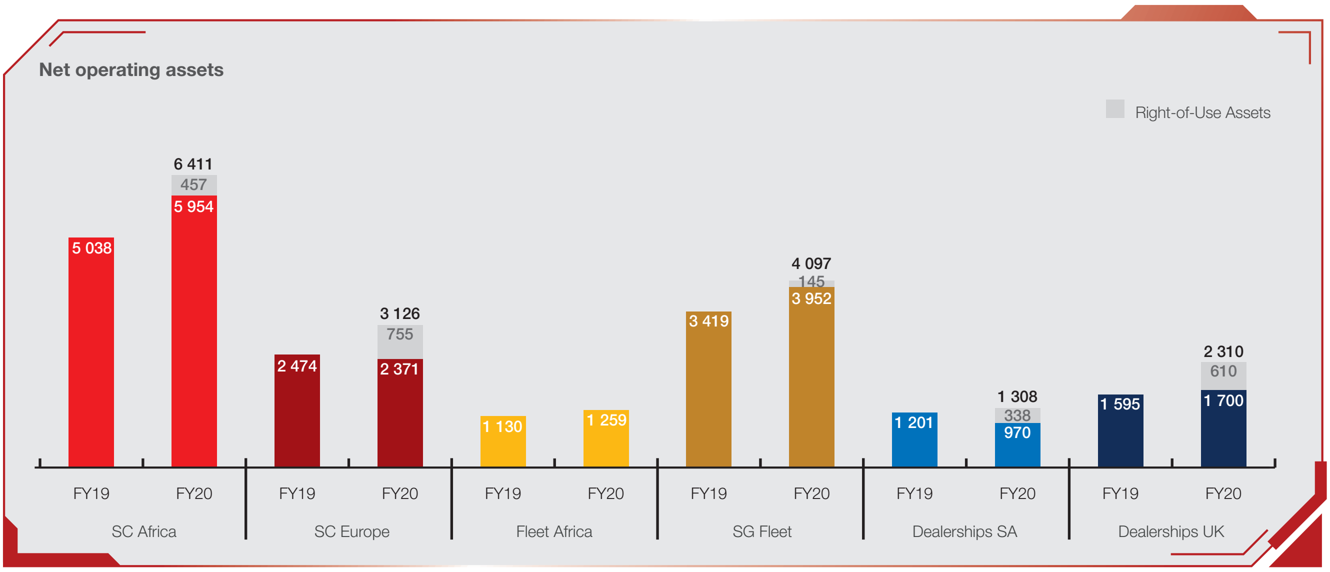


The legal structure is in the Notes to the Annual Financial Statements under Subsidiary investments

FIVE-YEAR FINANCIAL HISTORY

For the year ended 30 June		2020	2019	2018	2017	2016
Profit information						
Revenue	R'm	34 578	37 862	35 663	29 874	25 949
EBITA[1]	R'm	1 788	2 843	2 651	2 310	2 072
EBITA margin[1]	%	5.2	7.5	7.4	7.7	8.0
Operating profit[1]	R'm	1 578	2 674	2 474	2 134	1 942
Operating profit margin[1]	%	4.6	7.1	6.9	7.1	7.5
(Loss)/profit after tax	R'm	(161)	1 622	1 492	1 333	1 259
Headline earnings	R'm	547	1 355	1 193	1 005	972
Financial position						
Total assets	R'm	35 889	30 281	28 547	24 873	22 798
Total equity	R'm	13 026	12 613	11 377	9 855	9 302
Total liabilities	R'm	22 863	17 668	17 170	15 018	13 496
Net operating assets	R'm	19 337	15 840	14 582	13 495	11 589
Net debt (excl IFRS 16) to equity	%	24.1	24.1	25.1	31.5	21.4
Operating cash flow	R'm	3 447	3 793	3 780	3 111	2 652
Asset management						
Return on total assets[1]	%	4.8	9.1	9.3	9.0	10.2
Return on equity	%	(1.7)	12.6	12.7	12.4	15.6
RNOA (after tax)[1]	%	6.3	12.6	12.4	11.5	16.3
Share statistics						
Basic EPS/(loss per share)	cents	(52.1)	360.8	320.8	284.7	296.6
Basic HEPS	cents	151.2	373.8	332.2	288.2	292.6
Diluted EPS/(loss per share)	cents	(52.1)	360.4	319.9	282.6	291.3
Diluted HEPS	cents	151.2	373.4	331.3	286.1	287.3
NAV per share	cents	3 116.4	3 036.5	2 704.6	2 394.1	2 196.4
Stock exchange statistics						
Market value per share						
– At year-end	cents	1 600	3 289	3 504	3 690	3 935
– Highest (year to 30 June)	cents	3 455	4 087	4 670	4 350	4 450
– Lowest (year to 30 June)	cents	1 119	3 180	3 300	3 324	2 881
Closing earnings yield	%	9.5	11.4	9.5	7.8	7.4
Closing PE ratio	times	10.6	8.8	10.5	12.8	13.4
Market capitalisation – close	R'm	5 944	11 924	12 694	12 879	14 130
Shares in issue less treasury shares	'000	359 764	362 548	362 280	349 013	346 671
Weighted number of shares	'000	361 373	362 431	359 012	348 723	332 387
Diluted weighted number of shares	'000	361 373	362 836	360 035	351 274	338 447

[1] *The prior year numbers were restated as capital items have been reclassified to be excluded from EBITDA and operating profit in order to be comparable with the general disclosure adopted in the industry.*



RISK MANAGEMENT

BACKGROUND

Based on the Group's approach to managing a sustainable business, its strategic objectives, stakeholder engagement and risk management, the Group has identified material risks or issues that could potentially prevent the business from achieving its objectives. The Group Risk Committee (GRC) is responsible for the overall monitoring, assessing and mitigation of risks within Super Group. In addition, the Group ensures that sufficient insurance cover is purchased to mitigate all the significant risks.

THE RISK CATEGORIES

Super Group classifies the risks that have a material impact on the Group into six strategic categories: Strategic, Human Resources, Financial, Operations, Compliance and IT.

The risk categories can be described as follows:

Risk categories	Overview
Strategic	The strategic risk considers the brand and reputation of the Group, the Group's strategy, initiatives, communication and investor relations.
Human Resources	The Human Resources risks are associated with capacity requirements, employment of skills, compensation and benefits as well as the culture of the organisation.
Financial	The financial risks pertain to the accounting, tax and reporting structures of the Group.
Operational	Operational risks are associated with sales and marketing, customer service, and service delivery to meet our customers' expectations.
Compliance	Compliance risks are those that consider the adherence to and compliance with governance, legal and regulatory issues.
IT	IT risks contemplate the application development, availability, security, continuity and the data integrity of the Group's IT systems.

THE RISK IDENTIFICATION PROCESS

Each division is responsible for identifying, recording and assessing risks that would hinder the division from achieving its objectives. Appropriate control procedures are introduced aimed at mitigating these risks to an acceptable level. The Group Audit and Risk Officer facilitates risk sessions with each division and ensures that the risks identified have been correctly assessed and mitigated. Risks are assessed based on the potential impact on the business, financial position and reputation. A scale of 1 to 5 is used where 1 is "Minor" and 5 "Catastrophic". Risks are also assessed on the likelihood of the risk occurring after taking into account controls in place to mitigate them. A scale of 1 to 5 is used, where 1 is "Rare" and 5 is "Almost certain".

The GRC sets out the risk policy in its Charter detailing the objectives, scope, approach and roles and responsibilities of the committee members. The GRC meets twice a year and is chaired by an independent non-executive director. The membership of this committee comprises two non-executive directors, the CEO and CFO. The Group Audit and Risk Officer, the Group Legal Manager and the CIO are invited to the meeting.

The Board reviews the list of strategic and critical risks regularly, as required by King IV™, and approves the risk tolerance of the Group.

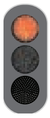
MANAGEMENT AND MITIGATION OF MAJOR RISKS TO THE GROUP


High risk (5)
Medium risk (3 – 4)
Low/minor risk (1 – 2)

Risk level 2020	Risk level 2019	Risk	Context	Mitigating factors
	–	Impact of Covid-19: • The Covid-19 pandemic has impacted the Group's operations by varying degrees. • Severe loss of revenue and reduction in profits during lockdowns experienced in Dealerships UK, Dealerships SA, Supply Chain Africa, Supply Chain Europe and SG Fleet.	• Dealerships closed their doors during initial lockdown phases, and low consumer confidence impacted sales volumes in the subsequent weeks after lockdown rules were relaxed. • Except for volumes related to essential services, volumes in Supply Chain Africa plummeted, warehouses were closed, and vehicles were parked. • The consumer businesses in SG Fleet were impacted by worsening consumer sentiment in Australia, which saw demand for novated leases decline as spending on large ticket items, including cars, shrunk markedly. • Germany and European automotive OEMs closed their plants for up to two months, which affected inTime directly.	• Strict expense and cash management procedures instituted. • Freeze on non-essential capital expenditure. • Employees furloughed where possible. The Group facilitated applicable UIF and government support claims for the employees. • Employees worked remotely from home where possible. • The necessary protective measures (set out in greater detail in the ESG Report on page 19) were implemented as businesses re-opened and employees returned to work.
		Highly competitive local markets, adverse macroeconomic conditions, political turmoil, industry unrest and deteriorating business confidence hinder growth in and place margin pressure on operations.	• The continual need for customers to cut their costs. • Transaction volume declines due to an economic downturn in the markets in which the Group trades/operates. • Impact of labour unrest on the industries serviced by the Group. • Customers going out of business or in business rescue for the same reason mentioned above as well as the severe impact of Covid-19 on both suppliers and customers.	• Continually focusing on customer service and service delivery at all levels. • Expanding the competitive product offerings to the market. • Acquiring businesses operating in targeted areas of the market that complement the Group's existing offerings. • Passing on the cost of fuel price, toll fee and wage increases to the customers through generally accepted escalation arrangements, where possible. • Maintaining a conservative Statement of Financial Position and preserving resources to meet the challenges of the economy and the industries in which the Group operates. • Managing labour force challenges by the Head of HR within each business.

RISK MANAGEMENT *continued*

Risk level 2020	Risk level 2019	Risk	Context	Mitigating factors
		African socio-economic environment, including commodity cycles.	• Understanding the commodity and capital investment cycles, e.g. coal, copper and fuel. • Concerns regarding investment in neighbouring countries, e.g. Zimbabwe.	• Management closely monitoring trends and cycles. • Diversifying commodity exposures. • Driving costs and revenue initiatives to support the achievement of financial targets. • Trading with large multinational companies in neighbouring countries.
		The attacks on trucks in South Africa.	• Targeting trucks with foreign drivers. • Accosting and stealing goods from trucks as they drive through communities. • Criminal syndicates and cargo theft under the guise of checking for foreign drivers.	• Employ South African Nationals in South African operations. • Working with the communities in the affected areas. • Liaising with the Road Freight Association to try to find a solution.
		Changing regulatory environment.	• Compliance with a wide range of regulatory requirements including licensing, consumer protection, B-BBEE changes, new legislation, WLTP (EU and UK) and AARTO regulations. • Repetitive and highly inefficient WLTP cycles resulting in large declines in European automotive manufacturing and sales volumes.	• Developing or exploring new revenue streams. • Engaging specialist regulatory and Government relations consultants that understand the legislative and regulatory environment. • Monitoring all changes to the legal and governance framework by the Group Company Secretary, who is also the Group's Compliance Officer. • Diversification of industry and customer risk.
		Customer concentration.	• The Group faces intensive competition in all the markets in which it operates. • The ability to compete depends on the Group's geographical footprint, quality of service and the use of market leading technologies.	• Continuing efforts to achieve new business. • Offering a wide range of services at competitive prices. • Continuing efforts to offer more value to customers. • Continuing development of IT-based logistics solutions to improve control and monitoring of the supply chain by its customers.

Risk level 2020	Risk level 2019	**Risk**	**Context**	**Mitigating factors**
		Retention of critical management, succession planning for key personnel, skills development and gender diversity.	• The skills shortage in South Africa makes it imperative for the Group to retain and develop key management and specialist skills. • Unforeseen loss of a key manager. • Gender equality and transformation are to be promoted where appropriate.	• Focusing on career development, fair reward as well as education and training to develop all personnel, both male and female. • Looking to promote from within and ensuring that succession planning is implemented in all the business units. • Gender and transformation targets have been determined.
		The long-term effect of Brexit on the UK and Eurozone economies.	Brexit D-Day was 31 October 2019, however, the exact way in which the trade agreements are going to be structured to "divorce" the UK and Eurozone countries, is still uncertain.	Continuing to monitor developments closely.
		The threat of cyber-attacks and data breaches.	The threat of cyber-attacks and data breaches is alarming, and is set to escalate as hackers become more daring and tools more sophisticated.	Continuing to invest heavily in measures to ensure that any future attacks are mitigated. The Group's cyber-security forum meets monthly to evaluate and discuss new and better ways of combatting this global threat.
		Development in the IT/ Technology space in terms of on-line trading, telematics, Internet-of-Things (IoT), Artificial Intelligence (AI) and electric cars.	• Technology is changing the face of how trading is done in terms of digital platforms (i.e. goods, vehicles, package delivery, etc). • When looking at logistics and monitoring driver behaviour, Telematics, IoT and AI continue to need to be evaluated. • The rise in the use of electric cars, especially abroad.	• Spending time and dedicating resources to ensure continued product and service innovation and development in the Group's various businesses to keep abreast of the latest trends. • The Group has world-class systems and state-of-the-art facilities making use of technology.

BOARD OF DIRECTORS

Corporate governance within Super Group is managed and monitored by a unitary Board, the Group Audit Committee and several sub-committees of the Board. The Board's responsibilities and terms of reference are detailed in the Board Charter. This charter has been developed to enable the directors to maintain effective control over strategic, financial and compliance matters, and is reviewed annually. Further, the charter is updated when required to ensure compliance with the Companies Act, King IV™ and the JSE Listings Requirements.

- Group Audit Committee
- Group Risk Committee
- Remuneration Committee
- Group Social and Ethics Committee
- Deal Committee

EXECUTIVE DIRECTORS

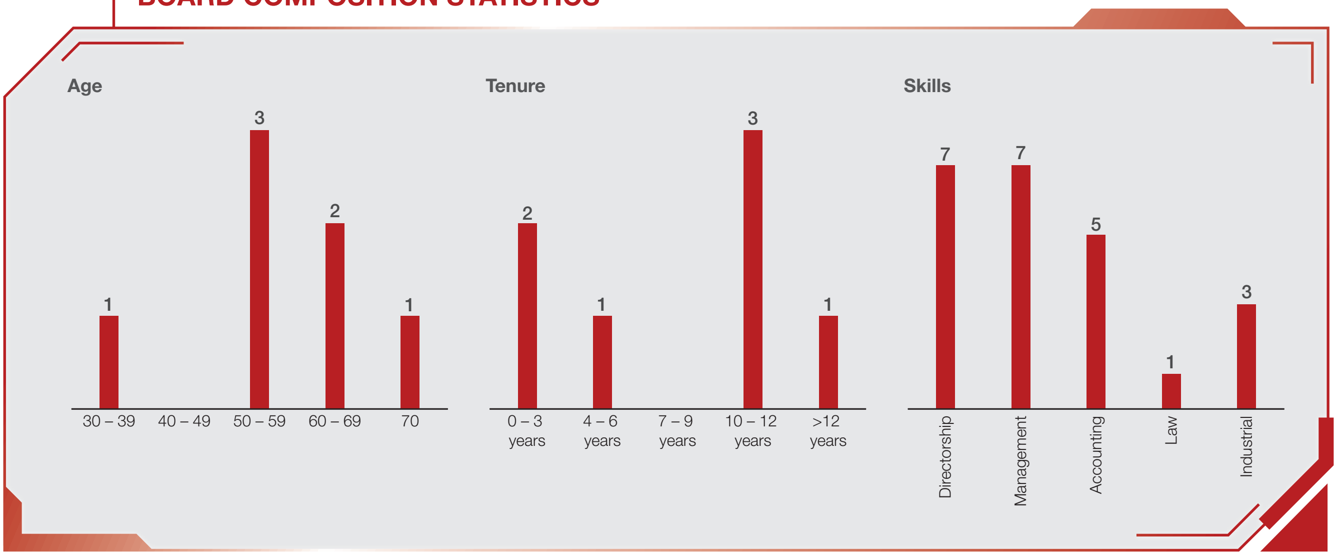
PETER MOUNTFORD (62)
BCom, BAcc, HDip Tax, MBA (with distinction, Warwick), CA(SA)

Chief Executive Officer
Appointed 29 July 2009

COLIN BROWN (51)
BCompt (Hons), MBL, CA(SA)

Chief Financial Officer and Debt Officer
Appointed 28 February 2010

BOARD COMPOSITION STATISTICS



NON-EXECUTIVE DIRECTORS

PHILLIP VALLET (74)
BA, LLB

Chairman of the Company
Appointed 1 November 2009

VALENTINE CHITALU (56)
ACCA (UK), M.Phil (UK)

Lead Independent Non-executive Director
Appointed December 2008

DAVID IAN CATHRALL (63)
BCom, BAcc, CA(SA)

Independent Non-executive Director
Appointed 1 June 2019

PITSI MNISI (37)
BCom, BCom (Hons) Acc, BCom (Hons) Tax, CA(SA), Advanced Certificate in Emerging Markets and Country Risk Analysis (Fordham University, New York), MBA (Heriot-Watt University, Edinburgh, UK)

Independent Non-executive Director
Appointed 1 October 2020

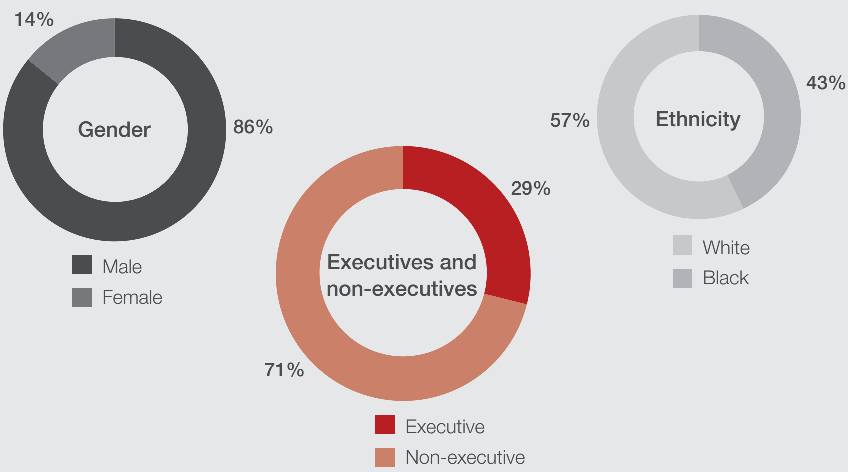
SIMPHIWE MEHLOMAKULU (50)
BSc (Chemical Engineering), Post Graduate Diploma (Marketing Management), MBA (University of Witwatersrand), Stanford Executive Programme (Stanford University of California, USA)

Independent Non-executive Director
Appointed 1 October 2020

GROUP COMPANY SECRETARY

JOHN MACKAY (56)

Group Company Secretary
Appointed 1 January 2020



CHAIRMAN'S STATEMENT

This has, without a doubt, been one of the most challenging years Super Group has experienced during my tenure as Chairman. The Group's results for the financial year ended June 2020 reflect the uncertain and increasingly deteriorating economic climate, as well as the countless trading challenges the Group faced, both locally and globally. These tough conditions were exacerbated by the outbreak of the novel coronavirus, Covid-19, which resulted in countries and territories around the world enforcing lockdowns of varying degrees, effectively stopping the world in its tracks.

Super Group operates mainly in South Africa, Australia, the United Kingdom and Europe, all of which have had various lockdown measures and regulations in place since the middle of March 2020, severely impacting three full months of the financial year under review. Whilst certain countries have started easing lockdowns, we all find ourselves in unchartered territory when it comes to doing business.

The Group supports the various measures the South African Government implemented from midnight on 26 March 2020, as well as the procedures applied by other countries in which it operates to contain the spread of Covid-19.

As expected, the lockdowns had a significant impact on the Group's performance, with the Board having to make a number of decisions based on the application of IFRS. This resulted in the impairment of goodwill, intangible assets and property in the amount of R895 million, mainly within Supply Chain Europe, Supply Chain Africa and Dealerships SA. The Board is comfortable with these impairments and continues to support the Group's robust strategy.

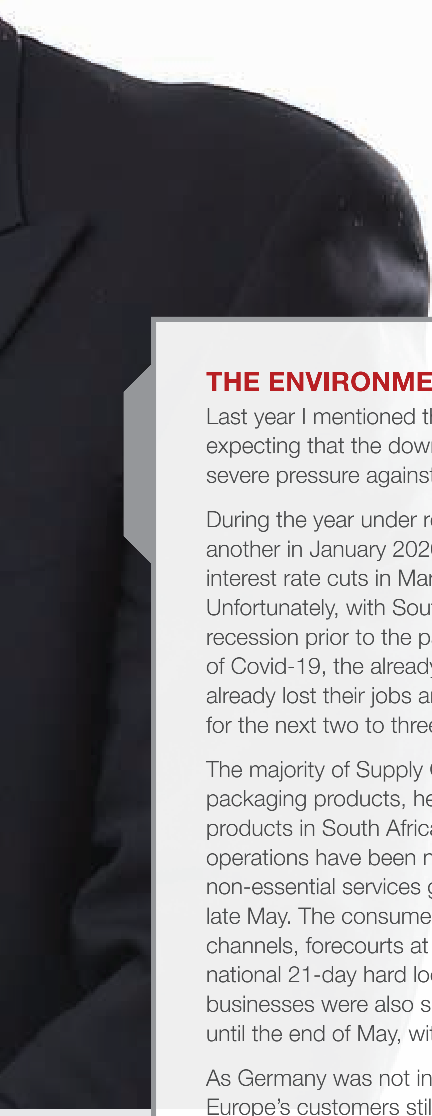
Gender equality and employee transformation remain a key vision of the Group. We continue to acknowledge the principle that gender plays no part in merit and will actively ensure that women and men have equal opportunity to participate in management, at all levels. Super Group Holdings also maintained its Level 1 contributor B-BBEE status.

Historic global event **Covid-19**

CSI spend **R20.6** MILLION

S&P long-term credit rating **zaAAA**

PHILLIP VALLET
Chairman of the Company



THE ENVIRONMENT IN WHICH SUPER GROUP OPERATES

Last year I mentioned that the global economy was likely heading towards a synchronised economic downturn, never expecting that the downturn would be closer to a complete meltdown, triggered by the pandemic. The Rand came under severe pressure against all major currencies, reaching record lows.

During the year under review, the South African Reserve Bank announced five interest rate cuts, one in July 2019 and another in January 2020, to provide some financial relief to consumers and to stimulate economic growth. The other three interest rate cuts in March 2020, April 2020 and July 2020 were to provide some relief as a result of Covid-19. Unfortunately, with South Africa having been awarded "junk status" by all the global rating agencies, the country went into recession prior to the pandemic. As retrenchments continue on the back of business closures due to the devastating impact of Covid-19, the already high unemployment rates are set to escalate – recent research indicates that 3 million people have already lost their jobs and 4.5 million have lost their income. The country is expected to be mired in a prolonged recession for the next two to three years.

The majority of Supply Chain Africa's revenue is generated by the logistics relating to consumer goods, paper and pulp, packaging products, healthcare products, and commodity products (primarily coal), which were classified as essential products in South Africa for the purposes of lockdown regulations. That being said, the South African commodity operations have been negatively affected by the lockdown, seeing weak volume demand as the transportation of non-essential services ground to a halt and the demand for coal was low given the warmer weather that lasted until late May. The consumer and convenience logistics businesses servicing the QSR and restaurant market, liquor distribution channels, forecourts at fuel stations, the tourism industry and the aviation industry came to a complete stop during the national 21-day hard lockdown, continuing into Level 3, which came into effect on 1 June 2020. The industrial-facing businesses were also significantly impacted by the lockdown, only supplying products to sectors providing essential goods until the end of May, with volumes picking up slightly under Level 3.

As Germany was not in a complete lockdown, but adhering to strict social distancing rules, a number of Supply Chain Europe's customers still managed to operate. However, the European business faced tough trading conditions prior to Covid-19, with the business coming under additional financial pressure as a result of the automotive OEMs shutting down their plants in March and April. Germany's annual growth rate in 2019 slowed to 0.6%, the weakest since 2013, with the economy expected to grow by 0.4% in 2020 and 0.9% in 2021. Government officials said the economy "remains in a weak phase" following "very weak" industrial production and a drop in incoming orders for manufacturing firms.

CHAIRMAN'S STATEMENT *continued*

The Australian operations also faced a range of external challenges and it is fair to say that SG Fleet's overall operating environment was mixed at best. The consumer businesses were impacted by worsening consumer sentiment in Australia, which saw demand for novated leases decline as spending on large ticket items, including cars, shrunk markedly. SG Fleet experienced a slowdown in New Zealand, although it managed to secure a significant contract which very positively benefitted the company.

Prior to Covid-19, Dealerships SA saw a further decline in new and used vehicle sales volumes, particularly in the premium segment, with Dealerships UK suffering a sharp decline in sales units. This was attributed to a decline in the Privilege Schemes activity levels as offered by the automotive OEMs. Both the South African and UK dealerships had to close all their dealerships from the end of March when lockdowns were imposed on non-essential businesses and only became fully operational towards the end of June 2020. These dealerships were also impacted by the shut-down of OEM plants as mentioned above.

The UK economy is on course to shrink by 12.4% in 2020, the biggest decline in 300 years, with borrowing set to rise to 104% of GDP. The fiscal watchdog warned that the economy would not get back to its pre-crisis size until the end of 2022, while the unemployment rate is likely to rise to a record 12% by the end of this year. Banks in the UK fear that up to 800,000 businesses may not recover in the next year as a result of the pandemic. Brexit negotiations, following Brexit D-Day on 31 October 2019, reached a deadlock following the outbreak of Covid-19. The withdrawal agreement offers an option of an extension of the transition period for one or two years, requiring the UK to make an appropriate financial contribution, as well as to continue following EU rules. The consensus seems to be a one-year extension to avoid uncertainty given the fragile state of the economy after the pandemic.

SUPER GROUP'S GOVERNANCE, ENVIRONMENTAL AND SOCIAL APPROACH

The Group's Integrated Reporting process, as well as the content of this report, is guided by the principles and requirements of the International Integrated Reporting Framework, IFRS and the King Code of Governance Principles for South Africa and is in accordance with the 'core' option of the Global Reporting Initiative (GRI) Standards. Super Group continues to maintain and implement high standards of corporate governance. The Board and its committees strive to continually enhance good corporate governance and review sustainable practices throughout the Group to ensure compliance with all corporate governance- and sustainability-related requirements and regulations. The emerging global focus on Environmental, Social and Governance (ESG) performance by shareholders specifically is firmly on our radar and suitable attention is given to these matters.

Management meets regularly with various stakeholders as open communication is viewed as critical to the Group's long-term success and to ensure that stakeholder matters and concerns, as far as possible, are addressed.

We take our role as a corporate citizen seriously as well as our impact on the environment. For the year ended 30 June 2020, Super Group spent R20.6 million on various CSI projects, an increase of 31.2% on the prior year. The implementation of the Carbon Tax was postponed until October 2020; however, this might be postponed again due to the pandemic. The external consultant employed by Super Group assisted with the measurement of the Group's carbon emissions activities and the results are set out on page 29 of the ESG Report, available on the website.

Gender equality and employee transformation remain a key vision of the Group. We continue to acknowledge the principle that gender plays no part in merit and will actively ensure that women and men have equal opportunity to participate in management, at all levels. Super Group Holdings also maintained its Level 1 contributor B-BBEE status.

Our ESG Report sets out our principles and policies in more detail.


BOARD CHANGES

Mr John Newbury and Mr David Rose both retired at the AGM held on 26 November 2019. We thank them for their valuable input during the time they served on the Board as Independent Non-Executive Directors. They are sorely missed.

Mr Oyama Mabandla resigned effective 8 July 2020 due to an unforeseen conflict of interest. The Board would like to thank Oyama for his contribution since joining the Board in 2018 and wish him well in his new endeavours.

Ms Mariam Cassim will also be resigning from the Board effective 30 November 2020 due to increased executive commitments. We wish Mariam well with her business responsibilities.

In terms of King IV™, Mr Valentine Chitalu has been appointed as Lead Independent Director effective 30 September 2020. I look forward to working with Valentine as part of the Group's Board succession plan.

On the positive side, Ms Pitsi Mnisi and Mr Simphiwe Mehlomakulu have been appointed to the Board as Non-executive Directors with Ms Mnisi also being appointed as a member of the Group Audit Committee and Chairperson of the Group Social and Ethics Committee, both with effect from 1 October 2020. We look forward to working with them both into the future.

Mr John Mackay was appointed Group Company Secretary on 1 January 2020 following the retirement of Mr Nigel Redford on 31 December 2019. We would like to also thank Nigel for his contribution to the Group and wish him well and hope he enjoys his well-deserved retirement.

APPRECIATION

To Peter Mountford, his executive team and the Super Group employees, we extend our gratitude for navigating the Group through unchartered waters. This has been an exceptionally challenging year where the team had to adapt to a massively changed environment.

I would further like to extend my thanks to all stakeholders for your ongoing support and commitment.

Thank you to my fellow Board members, as always, for your continued support.

Phillip Vallet
Chairman of the Company

9 November 2020

CHIEF EXECUTIVE OFFICER'S REPORT

Super Group reported results for the year ended 30 June 2020 that reflect the challenging macroeconomic and trading conditions experienced across the various geographies in which the Group trades, as well as the significant negative impact of the novel coronavirus (Covid-19) pandemic.

The South African economy was already constrained before the pandemic and with the Covid-19 lockdown the economic and social environment has become significantly more demanding and uncertain. The South African national lockdown since 27 March 2020, as well as the partial lockdown arrangements applied in Australia, Germany, Spain and the UK have created major business disruptions and the Group's trading has been severely impaired in all of these territories between March and June 2020.

The majority of Super Group's Supply Chain operations and Fleet Africa were designated as essential service providers during the lockdown. The Group has in place a comprehensive suite of safety, health and hygiene protocols for the protection of all stakeholders, in particular staff and customers.

Super Group acquired a 65% interest in Lieben Logistics and a 51% interest in GLS effective 3 July 2019. The purchase price of Lieben Logistics was R498.8 million and the purchase price of GLS was R96.4 million. In January 2020, the Group acquired an additional 2.4% interest in Lieben Logistics for R13.1 million, taking its interest to 67.4%. Effective 1 March 2020, Super Group acquired an 80% interest in Zultrans, an express freight and distribution business, for a purchase consideration of R26.7 million. These businesses are incorporated into Supply Chain Africa.

Supply Chain Europe's inTime business acquired an 80% interest in TLT, effective 5 July 2019 for R186.9 million.

The Group also acquired a further 2.6 million SG Fleet shares for a total of R60.1 million, thereby increasing its interest in SG Fleet to 60.13% as at 30 June 2020 (30 June 2019: 59.2%).

Super Group listed senior unsecured notes to the value of R750 million during the year under review (SPG008 for R250 million (3 years), SPG009 for R350 million (5 years) and SPGC01 for R150 million (12 months), in terms of the Company's DMTN Programme.

THE YEAR AT A GLANCE

- Revenue decreased by 8.7% to R34.6 billion (June 2019: R37.9 billion)
- Operating profit decreased by 41.0% to R1 578.0 million (June 2019: R2 673.9 million)
- Headline earnings decreased by 59.7% to R546.6 million (June 2019: R1 354.7 million)
- Headline earnings per share decreased by 59.6% to 151.2 cents (June 2019: 373.8 cents)
- Earnings per share decreased by 114.4% to a loss of 52.1 cents (June 2019: profit of 360.8 cents)
- Cash generated from operations increased by 37.0% to R4.3 billion (June 2019: R3.1 billion)
- Net asset value increased by 3.3% to R13.0 billion (June 2019: R12.6 billion)

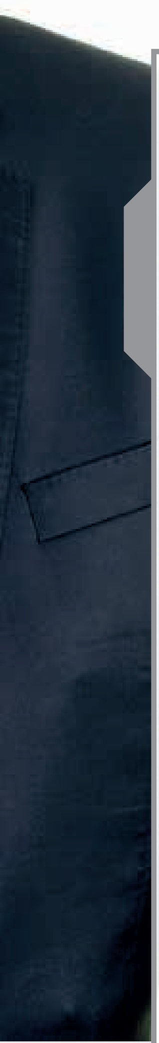
The adverse impact of the Covid-19 pandemic on revenue, operating profit and headline earnings was estimated at R5.2 billion, R932 million and R613 million, respectively.

Cash generated from operations **R4.3 BILLION**

Estimated Covid-19 impact on revenue **R5.2 BILLION**

Direct Covid-19 related costs **R53.7 MILLION**

PETER MOUNTFORD
Chief Executive Officer



FINANCIAL PERFORMANCE

Group revenue decreased by 8.7% to R34.6 billion (June 2019: R37.9 billion) mainly due to the tough trading conditions experienced across all of the Group's operations. Some of these trading conditions pre-existed and were severely exacerbated by the onset of the Covid-19 pandemic at the end of the third quarter of the financial year ended 30 June 2020. Revenue lost during the second half as a result of Covid-19 is estimated to be R5.2 billion.

Super Group adopted the new IFRS 16 – Leasing Standard effective 1 July 2019, which had the following impact on the financial results:

- Decrease in revenue by R22.2 million
- Increase in EBITDA by R578.9 million
- Increase in operating profit by R142.5 million
- Decrease in profit before tax by R12.4 million
- ROU assets recognised amounted to R2 320.8 million
- ROU lease liabilities recognised amounted to R2 880.8 million

EBITA decreased by 37.1% to R1 788.2 million (June 2019: R2 842.9 million). Other than Fleet Africa, the majority of the other underlying divisions' profitability was severely impacted by the weakened trading conditions. Operating profit decreased by 41.0% to R1 578.0 million (June 2019: R2 673.9 million). The estimated impact of Covid-19 on operating expenses includes retrenchment costs of approximately R31.4 million and cost of compliance to Covid-19 health and safety protocols of approximately R22.3 million. The Group estimated impact of Covid-19 on operating profit before tax was approximately R932 million.

The proportion of Super Group's revenue and operating profit derived from its non-South African businesses was 46% (June 2019: 48%) and 43% (June 2019: 50%), respectively.

Total capital items amounted to R879.2 million (June 2019: R68.3 million) for the year under review. Super Group has made impairments against the

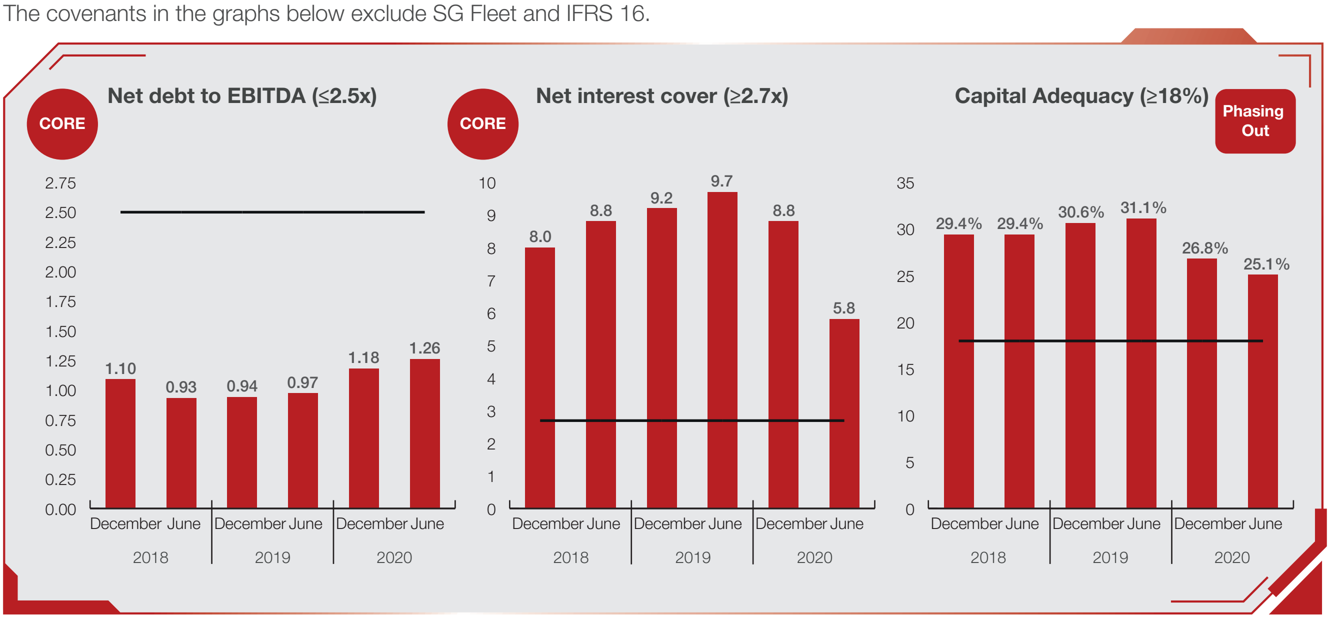
Our employees are key to the success of our Group. Our permanent workforce totalled 13 568 (June 2019: 12 289) employees across all regions as at 30 June 2020, an increase of 10.4%. The Group had 261 confirmed Covid-19 cases, equating to 1.9% of its employees as at 30 June 2020 with two fatalities to this terrible pandemic. Our condolences go out to the families.

carrying values of certain goodwill, intangible assets and properties, mainly against Supply Chain Europe (inTime) of R599.4 million, Dealerships SA of R183.6 million and Supply Chain Africa of R111.7 million. In addition, provisions for bad debts of R203.6 million were raised.

Earnings per share decreased by 114.4% to a loss of 52.1 cents (June 2019: profit of 360.8 cents) and HEPS decreased by 59.6% to 151.2 cents (June 2019: 373.8 cents). The estimated impact of Covid-19 and IFRS 16 on HEPS was approximately 172 cents.

Net finance costs, excluding finance costs on ROU lease liabilities, increased by 17.1% to R405.8 million (June 2019: R346.5 million). Super Group's net debt position, excluding IFRS 16's ROU lease liabilities at 30 June 2020 was R3 142.1 million, an increase of R99.8 million, resulting in the net debt to equity (gearing) ratio, excluding ROU lease liabilities, to be in line with the 24.1% at 30 June 2019. The Group met its debt covenants and has sufficient debt facilities to meet its current obligations.

The covenants in the graphs below exclude SG Fleet and IFRS 16.



The net asset value per share increased by 2.6% from R30.37 at 30 June 2019 to R31.16 at 30 June 2020.

Total assets increased by 18.5% to R35.9 billion from R30.3 billion at 30 June 2019. The Group's return on net operating assets, after tax, decreased to 6.3% from 12.6% at 30 June 2019 with the Group's WACC being 9.4% (June 2019: 9.2%). The increase in the total assets includes the capitalisation of ROU assets of R2.3 billion in terms of IFRS 16.

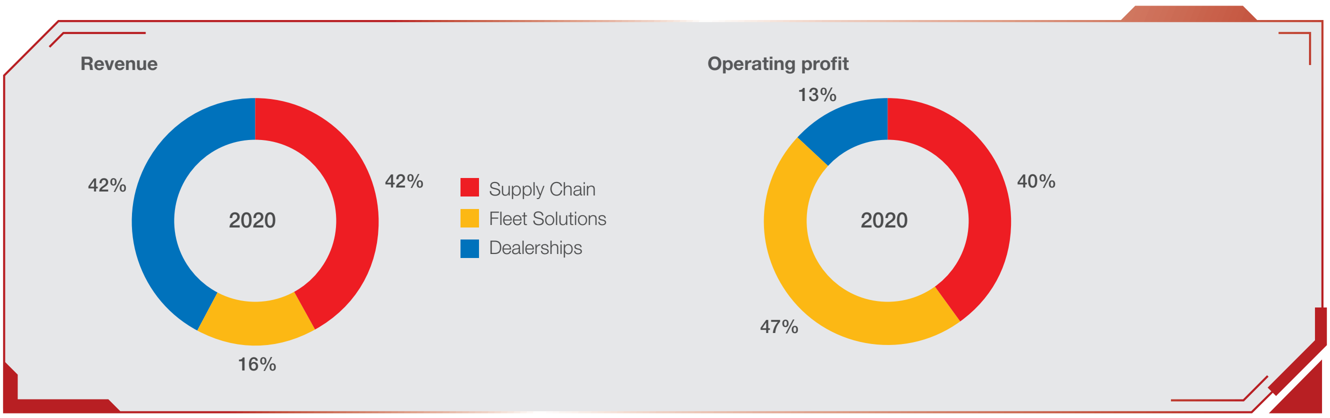
Cash generated from operations increased by 37.0% for the year to R4 301.9 million (June 2019: R3 140.4 million). Working capital inflow of R854.6 million was recorded, compared to a cash outflow of R652.1 million in the prior year. Super Group spent R2.4 billion in net additions, acquisitions and share buybacks.

No dividend for the year ended 30 June 2020 (June 2019: Nil) has been declared. Although the Board considered the implementation of a share buyback programme at the half year results, a decision was taken to rather preserve cash in these uncertain times.

DIVISIONAL REVIEW

Due to Covid-19, the revenue and operating profit contributions for the year to June 2020 are not a true reflection of each divisions' performance. The acquisitions of Lieben Logistics and GLS made a meaningful contribution to Supply Chain Africa.

The divisional analysis, excluding Services:



For a comprehensive overview of each division and business, refer to pages 22 to 53 of this Integrated Report.

ENVIRONMENTAL, SOCIAL AND GOVERNANCE OVERVIEW

ESG compliance has gained greater traction over the past two years and is of significant importance to the Group in terms of its obligations to all of its stakeholders, who include its employees, suppliers and customers, shareholders and the communities in the countries in which the Group operates.

The Group continues to focus on environmentally friendly business practices. Many of these initiatives make good business sense in that they form part of the Group's continuing drive to improve efficiencies. The Group ensures that its vehicles are properly maintained and not overloaded. Along with frequent driver training, this ensures that carbon emissions from all vehicles meet manufacturers' specifications.

Our employees are key to the success of our Group. Our permanent workforce totalled 13 568 (June 2019: 12 289) employees across all regions as at 30 June 2020, an increase of 10.5%. Although all necessary OHS procedures are adhered to, our total number of accidents increased to 481 (June 2019: 332) mainly due to the unacceptable condition of our road infrastructure, the increasing criminal attacks on trucks and the lawlessness of drivers on our roads continue to increase. The Group had 261 confirmed Covid-19 cases, equating to 1.9% of its employees as at 30 June 2020. We had two fatalities during the year due to accidents and two fatalities due to Covid-19. Our sincere condolences go out to their families and colleagues. We continue to strive for a zero-rate fatality level.

The organisation further supports and is committed to the concept of broad-based black economic empowerment and actively promotes the empowerment of staff members and the communities in which it operates. Delivering on this commitment, Super Group actively contributes to the social upliftment of previously disadvantaged communities and charities where there are significant needs. The Group has again invested in numerous projects which are set out in more detail in the ESG Report. The total CSI contribution amounted to R20.6 million (June 2019: R15.7 million), a 31.2% increase on the prior year.

For more detail on the Group's corporate governance, sustainability and environment practices, refer to the ESG Report on the website, www.supergroup.co.za/esg-report.

PROSPECTS AND STRATEGY

The extraordinary pressures on the South African economy, brought on by the devastating impact of the Covid-19 pandemic across all industries, the restart of load shedding and high unemployment rates make for a bleak outlook. Nevertheless, the Group expects a recovery in the Supply Chain Africa's Industrial and Consumer businesses. Supply Chain Europe's businesses are starting to see the benefits of the efforts to streamline the operations and should perform more strongly next year. High levels of fleet extensions in the past two quarters and growing consumer interest levels position SG Fleet well for next year. The forthcoming year should be one of significant recovery provided we do not see further pandemic-related lockdowns.

Super Group remains committed to its strategy of being an innovative, integrated mobility solutions company to ensure growth over the long-term. The strategy is robust and the Group will continue to explore growth opportunities. The development of superior technology capabilities, enhanced service efficiencies and product innovation remain key in order for the Group to grow organically post this period of materially reduced activity and uncertainty in both South Africa and the other geographies in which it operates.

The prospects and strategy, together with the outlook regarding market conditions for 2021 for each division, are explained in greater detail in the Divisional Review section of this Integrated Report.

ACKNOWLEDGEMENTS

This has been, by far, one of the most challenging years faced by the Group. My sincere appreciation and thanks go out to all my colleagues in management and to our staff for your loyalty and support under these exceptionally difficult circumstances. Despite all the challenges and unknown trading conditions, you demonstrated huge commitment and contributed significantly to the Group weathering the storms faced.

I extend my gratitude to all our customers for their continued support this past year and we appreciate the vital contribution made by all our suppliers and business partners amidst the challenges currently being faced as a result of this global pandemic.

To my fellow Board members, thank you for their support and guidance this year. I would like to thank Messrs. David Rose, John Newbury, Oyama Mabandla and Ms. Mariam Cassim for their valued contribution and guidance over their tenures on the Board. I would also like to welcome Ms Pitsi Mnisi and Mr Simphiwe Mehlomakulu to the Board and look forward to working with them.

Peter Mountford
Chief Executive Officer

9 November 2020

GROUP PERFORMANCE

Revenue **R14.4** BILLION

Operating profit **R615.5** MILLION

Covid-19 impact on Profit before tax **R313.7** MILLION

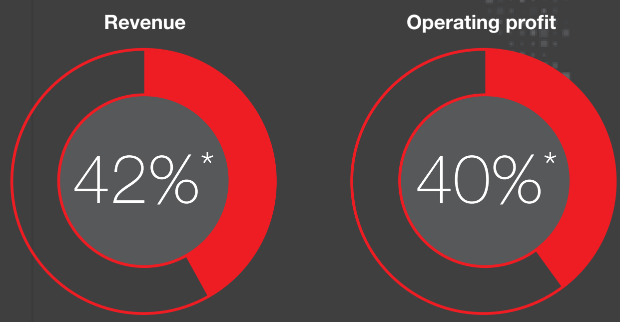
Net operating assets **R9.5** BILLION

Supply Chain's strategy is to be a leading end-to-end supply chain solution business In Southern Africa and in selected European environments. The business operates across world class facilities and technologies to drive client efficiencies within a broad sphere of industries.

The Supply Chain division has operations in Southern Africa and Europe. Super Group combines operational excellence with integrated technology solutions to create dynamic supply chain solutions and time-critical delivery services that enhance the profitability and efficiency of its customers and clients. Supply Chain has a strong operational footprint across the entire supply chain service offering, focusing on providing end-to-end integrated mobility and delivery solutions.

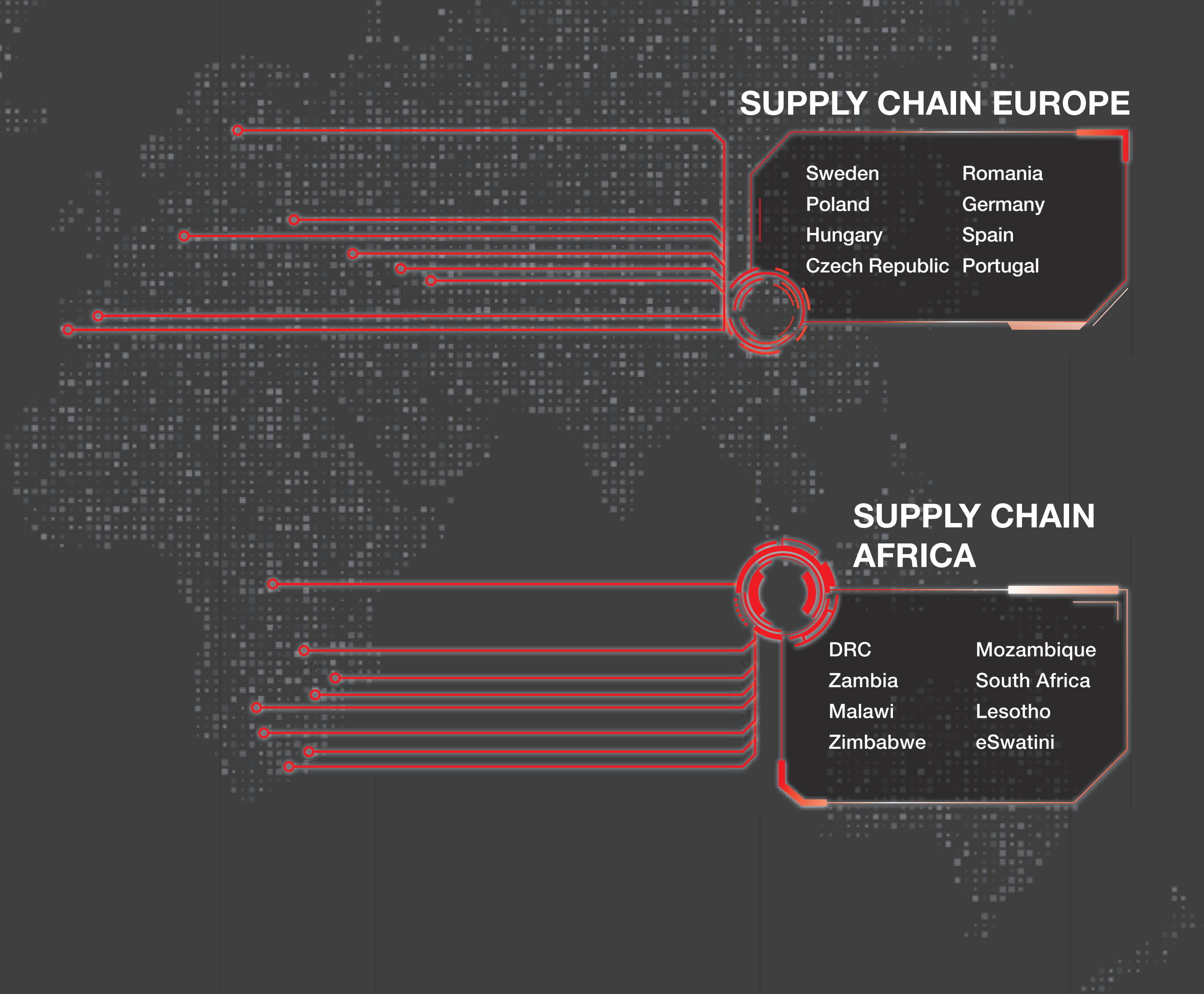
Super Group optimises customers and clients to create flexible and adaptable supply chain solutions that can respond quickly to the changing demands of the market place. The Group provides custom solutions that are scalable to any industry and supply chain service environment of enhancing our customers' competitive advantage and to optimise their sectoral growth and investment returns.

The Supply Chain operations are significant in scale and value-added services as illustrated below.



** Indicated as a percentage of Group contribution excluding Services*

Supply C in focus



OPERATING ENVIRONMENT

Super Group operates across a diverse footprint in Africa and Europe and the Supply Chain businesses are focused on market leading efficiencies in order to generate solid returns on invested capital.

Chain

9 764	4 511	7 833	16
(2019: 8 183)	(2019: 4 159)	(2019: 10 006)	(2019: 16)
Employees	**Vehicles/trucks**	**inTime subcontractors**	**countries in which Supply Chain operates**

SUPPLY CHAIN AFRICA

STRATEGY

Supply Chain Africa aims to be one of the leading end-to-end supply chain solution companies in Southern Africa. The business combines the skills of a team with many years of supply chain experience with assets, such as the Super Park distribution hub, and market-leading technology to drive efficiencies for clients within a multidisciplinary environment. The strategic vision for Super Group is to create a focused supply chain business with above-average growth and margins, generating solid returns on invested capital.

Peter Mountford (62)
BCom, BAcc, HDip Tax, MBA (with distinction, Warwick), CA(SA)

Chief Executive Officer Supply Chain Africa

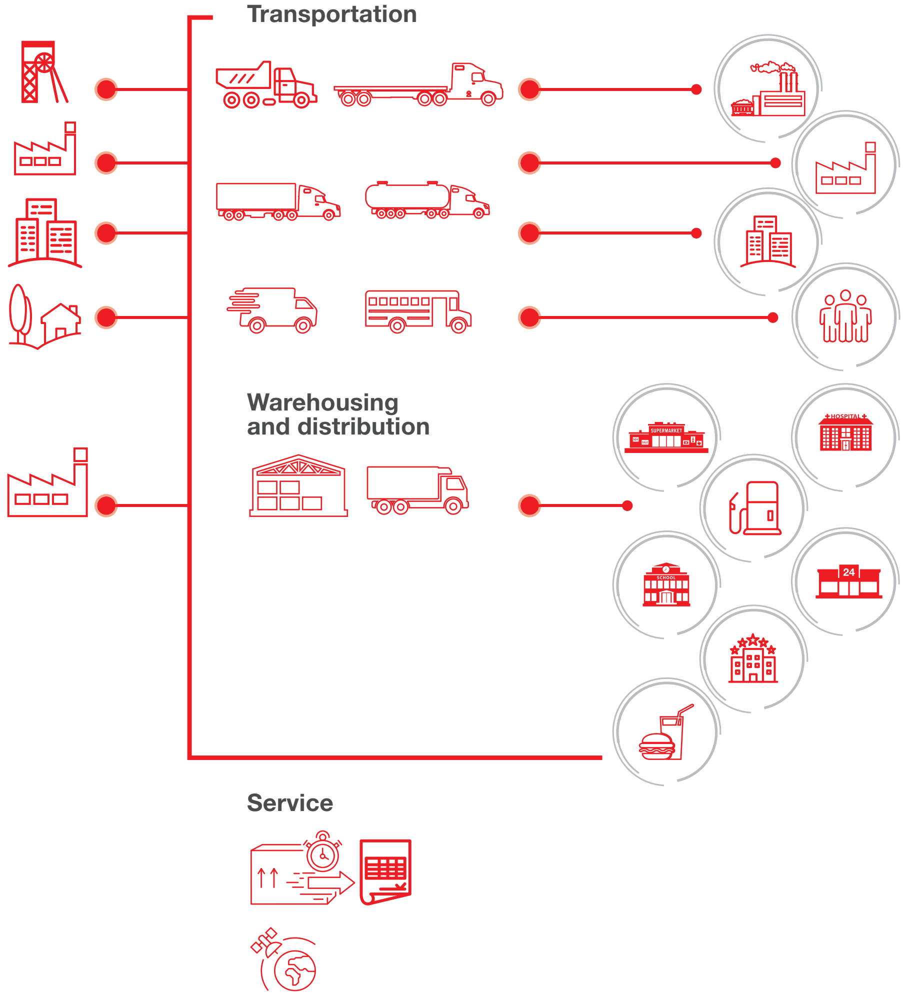
Philip Smith (55)
BCom, BAcc, CA(SA)

Executive Director of Super Group Trading (Pty) Ltd and Super Group Africa (Pty) Ltd

INPUTS

- End-to-end supply chain solutions
- People
- Brands
- Technical skills
- Supplier and customer relationships
- Business development
- Geographic presence
- Leading market share in certain sectors

BUSINESS MODEL



Material risks	Mitigation of risks
• Competitive trading – undercutting prices on new contracts	• Identify new contracts • Not accepting loss-making contracts
• Fuel price fluctuations	• Changes in fuel prices are passed onto the customer
• Staff retention	• Payment of market-related salaries and meaningful performance-related incentives
• Attacks on trucks	• Endeavour to employ non-foreign drivers in South Africa • Work with communities and Road Freight Association
• Foreign exchange fluctuations	• Invoicing in the same currency that the majority of costs are incurred
• Commodity prices – unstable	• Diversifying types of loads and transport routes
• African risk – political	• Appropriate ownership structures are in place

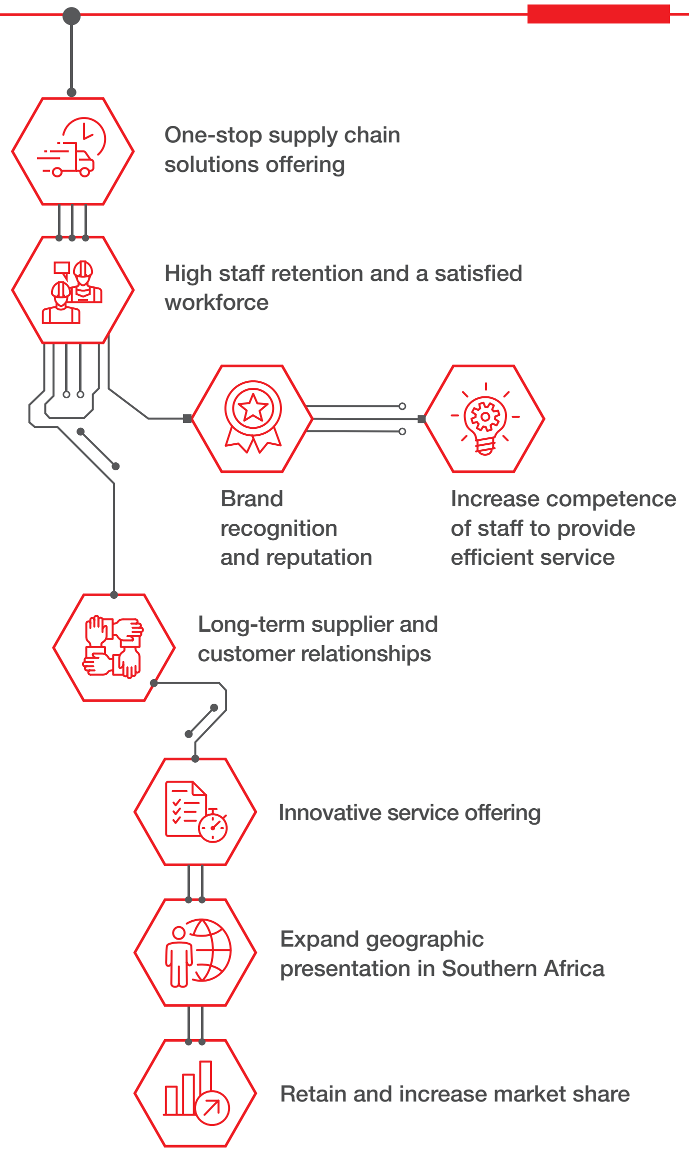
Opportunities

The ongoing rationalisation taking place in the consumer logistics industry in South Africa should benefit the consumer-facing businesses within Supply Chain Africa.

The economic pressure experienced by smaller supply chain operators is creating attractive acquisition opportunities in various areas of the supply chain.

Pursue selected logistics business proposals in sub-Saharan Africa.

OUTPUTS



OUTCOMES

Revenue up 2.6%	Operating profit down 29.8%
RNOA of 8.7%	WACC of 12.6%
Major contracts	RETAINED
New contracts	SECURED
8 963 Employees	4 439 Vehicles/trucks

R'million	Change	Year ended 30 June 2020 Audited	Year ended 30 June 2019 Restated/ Audited
Revenue	2.6%	11 585.3	11 290.5
EBITA	(26.9%)	739.4	1 011.4
EBITA margin		*6.4%*	*9.0%*
Operating profit	(29.8%)	696.4	991.6
Operating profit margin		*6.0%*	*8.8%*
Capital items		(110.9)	(12.4)
Finance costs – ROU		(50.3)	–
Profit before tax	(55.3%)	397.0	888.6
Net operating assets	27.2%	6 410.9	5 038.5
RNOA		8.7%	15.7%
WACC		12.6%	12.0%

The estimated impact of Covid-19 on revenue and profit before tax was approximately R745.7 million and R216.8 million, respectively. Direct Covid-19 related costs amounted to about R21.8 million. IFRS 16 increased operating profit by R32.5 million and decreased profit before tax by R9.0 million. ROU assets amounted to R457.1 million.

SUPPLY CHAIN AFRICA *continued*

ACTIVITIES

The Supply Chain Africa Division delivers an end-to-end supply chain solution through the integration of its multiple business units. Its services include:

- Supply chain optimisation
- Consulting
- Technology
- Procurement
- Third-party distribution
- Transport
- Multi-temperature-controlled product distribution
- Bulk raw material transportation
- Warehousing
- Courier services
- Inbound and outbound freight forwarding
- Customs clearing
- Import and export consolidation
- International airfreight services
- Bonded cross-border transport
- Brand management
- Sales and merchandising
- Integrated distribution to the national convenience market

The Supply Chain Africa business comprises the following main underlying businesses:

Name	Business
Commodity	
SG coal Legend Logistics	SG Coal is a logistics services company that provides the hauling of dry bulk goods such as coal, chrome and "run-of-mine minerals" in tipper trucks. SG Coal is a business built on more than 60 years of practical experience. The company has one of the biggest fleets of coal haulage trucks in Africa. The greatest advantage the company has in the market is its "end-to-end" supply of road maintenance vehicles, loaders and other yellow equipment. In this way it supplies the total demand of a coal mines' coal haulage needs. Legend Logistics is a logistics services company that provides coal-hauling services to a range of clients. Super Group has an 85% and a 100% shareholding in SG Coal and Legend Logistics, respectively.
SG africa logistics	African Logistics is the Group's sub-Saharan African transport business, operating primarily between South Africa, Zimbabwe, Zambia, Malawi, DRC and Mozambique. Over 70% of its volumes come from commodity-related transport. It moves mining equipment and supplies north to the Zambian and DRC copper belt and transports mining products south for export. The balance of the volumes come from transporting agricultural products and aids for governments and multinational Non-Governmental Organisations. The business trades in fuel, re-tread tyres, polymers and soya meal as an add-on to transporting these commodities for its own use.
Industrial	
SG freight	SG Freight is a freight, dry bulk powder and liquids distribution business. SG Freight provides a national primary and secondary haulage service across the country with deliveries also being made into Botswana, eSwatini and Namibia. 80% of all tonnage moved is through long-term, dedicated and multi-principal contracts across a blue-chip customer base. Market sectors include timber, paper and pulp, packaging, building materials, food, beverages, appliances and plastics industries. It also provides short and long-haul tanker transportation to clients in the fuel, aviation, civil engineering, mining and cement industries.
SG mobility	SG Mobility is a niche supply chain management company focused on providing clients with fully integrated supply chain solutions that can respond quickly to the changing demands of the marketplace. It specialises in the management of the warehousing and outbound distribution of parts and accessories for clients in the automotive, IT, mining and pharmaceutical sectors.
PHOLA COACHES	Phola Coaches is a provider of passenger transport solutions and bus charter services. The company's core business is focused on long-term passenger transport contracts in the construction, mining, power generation and higher education sectors. LuxLiner, a subsidiary of Phola Coaches, offers safe and reliable passenger transport solutions from small groups including churches, schools, society groups, sports groups to corporates. Super Group has a controlling 75% interest in Phola Coaches.
super rent rental & logistics	Super Rent is the Group's truck hire business with a national footprint covering all major centres across South Africa. Super Rent operates a wide range of vehicles available for short- medium- or long-term hire from light utility vehicles to panel vans to trucks. The fleet includes a unique range of specialist commercial vehicles for hire including refrigerated trucks, crane trucks and passenger busses. The business also provides FML, outsourced distribution services and can assist with professional drivers and van assistants.
MDS	MDS Group is a web-based express domestic courier company, servicing both individuals and corporates. Super Group holds a 90% interest in the business.

Name	Business
Industrial	
CARGOWORKS	Cargo Works is a specialist overnight cargo business. Super Group holds an 80% interest in the business.
VSc Solutions	VSc (Virtual Supply Chain) Solutions is a global supply chain consulting and technology company. The business focuses exclusively on best practices in the design, implementation and ongoing management of consulting and technology solutions across the supply chain.
SG Agility	SG Agility is a freight forwarding and clearing agent that focuses on diversified industrial customers. It ensures that goods get from their point of departure to their destination in the most cost and time effective manner, and in their original condition. SG Agility helps importers to enhance product lifecycles, reduce inventory costs, and achieve greater returns on working capital. SG Agility is a joint venture between Super Group (55%) and Agility (45%).
ZULTRANS	Zultrans is an express freight and distribution business. Super Group acquired 80% of the business effective 1 March 2020.
Consumer	
LiebenLogistics	Super Group acquired a 65% interest in Lieben Logistics effective July 2019 and an additional 2.4% in January 2020. Lieben Logistics is a diversified logistics and supply chain management company focused on transportation services to clients in an assortment of industries including retail, meat, fresh produce and other cold-chain goods. Lieben Logistics also transports dry goods for its extensive client base. It operates from depots and satellite offices in Cape Town, Port Elizabeth, East London, Durban and Johannesburg.
gls	Super Group acquired a 51% interest in GLS effective July 2019. GLS is a leading supplier of returnable packaging solutions and outsourced equipment services to optimally manage, store and progress products through different supply chain operations.
digistics	Digistics is a procurement and food distribution business, distributing multi-temperature-controlled product portfolios for McDonalds, KFC, King Pie, Corner Bakery, Pizza Hut, Burger King, Starbucks and other QSR's.
SG gateway services	SG Gateway Services is an integrated end-to-end solution for FMCG brands to efficiently reach all sectors of the South African FMCG landscape, whether it is to Formal Retail, Wholesale or Convenience. In partnership with SG Convenience and SG Consumer, the business operates multiple sites and delivers nationally. In conjunction with various other Super Group divisions, the business offers all services integrated into one solution from importation, clearing, warehousing, distribution, sales & merchandising, key account management, promotions, market intelligence and a variety of other complementary services. SG Gateway Services customises its experience in outsourced value and supply chain management, in order to improve its clients' competitiveness, from inbound logistics, to warehouse storage and handling, to outbound distribution, sales and merchandising, debtors' management, key account management and brand activation.
SG consumer	SG Consumer provides end-to-end supply chain solutions for the FMCG industry. The business specialises in the primary and secondary distribution, warehousing and debtors' administration of products ranging from foodstuffs, personal hygiene, detergents, plastic ware and beverage and confectionery type products. Core services entail primary transport from factory through to full warehousing functionality and distribution to customers. These services are performed whilst utilising state-of-the-art warehouse management, route planning and vehicle monitoring technologies.
SG convenience	SG Convenience is the largest player in South Africa's convenience distribution market, distributing to over 9 000 outlets nationwide. The Group has a 20 000m^2 distribution centre at Super Park in Johannesburg and a 16 000m^2 warehouse in Cape Town. The Port Elizabeth, Durban, Nelspruit and George distribution centres have sufficient space to meet current demand. The business spread of SG Convenience is as follows: 65% to retail forecourt stores, 11% to retail shops and convenience stores, 15% to the hospitality industry and 9% to other entities such as schools, hospitals, gyms, golf clubs, hotels and resorts. SG Convenience is the only true multi-temperature convenience distribution company in South Africa, sourcing brands and products of only the highest quality. The business warehouses, packages and delivers frozen, chilled and ambient products, all in one delivery, anywhere in South Africa. As the unified link between manufacturer, retailer and customer, SG Convenience serves as a one-stop shop for its customers and principals.

SUPPLY CHAIN AFRICA *continued*

RESULTS FOR 2020

Supply Chain Africa's results were positively impacted by the inclusion of the Lieben Logistics and GLS results for the full financial year. The majority of Supply Chain Africa's operations were designated as essential service providers during the Covid-19 lockdown period.

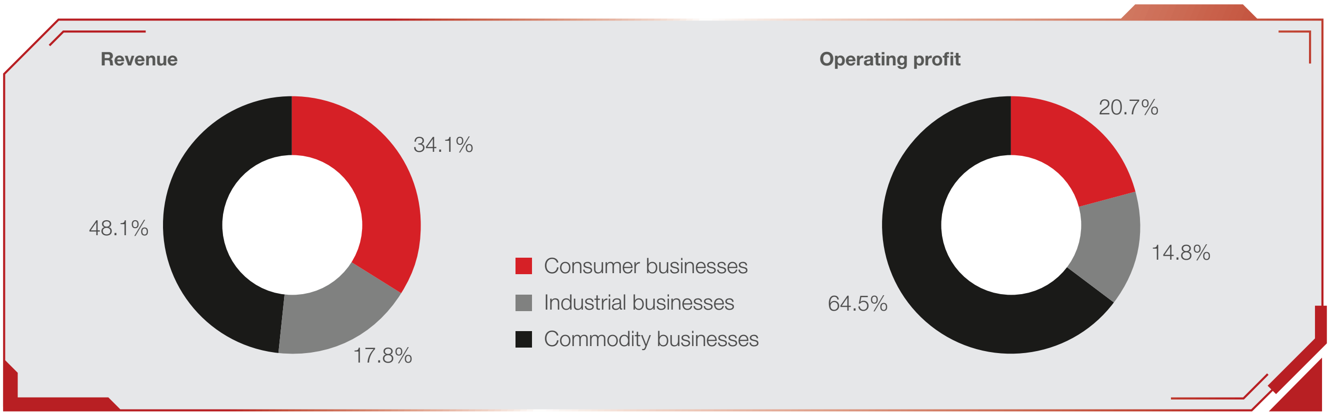
The consumer-facing businesses performed well during the first half of the financial year, despite a weak economy. However, this positive performance was offset by the negative impact of the national lockdown on Supply Chain Africa's businesses exposed to the industrial, QSR, restaurant, tourism and liquor industries. As a result, an impairment of R77.5 million was made against the Convenience operations. Lieben Logistics and GLS showed strong resilience during the lockdown period.

The industrial businesses were essentially unable to operate during the initial Covid-19 lockdown period. The remaining goodwill of Phola Coaches of R34.2 million was impaired in the first half of the year and a bad debt provision of R21.5 million was made in the second half of the year.

The commodities businesses in South Africa started to see a decline in local demand from November 2019 due to an increase in load shedding and maintenance being done to the power infrastructure. Although coal mines were regarded as essential service providers, due to lower electricity usage as a result of reduced manufacturing activities during Level 5 and Level 4 lockdown periods, there was a sharp reduction in the demand for coal. One of SG Coal's major mining customers went into business rescue in January 2020 and, as a result, a bad debt provision of R69.4 million has been raised. The African commodities businesses performed well, benefiting from an increase in commodity trading profits.

The estimated impact of Covid-19 on revenue and profit before tax was approximately R745.7 million and R216.8 million, respectively. Direct Covid-19 related costs amounted to about R21.8 million. IFRS 16 increased operating profit by R32.5 million and decreased profit before tax by R9.0 million.

The revenue and operating profit split by key industries:



ENVIRONMENT, SUSTAINABILITY AND GOVERNANCE

Refer to the ESG Report on the Group's website.

OUTLOOK FOR 2021

Supply Chain Africa is expecting trading conditions across all its businesses to remain challenging. However, despite these challenges, the Group expects a recovery in the Supply Chain Africa's Industrial and Consumer businesses. The underlying businesses have already been implementing numerous measures to reduce costs and preserve cash and further cost-saving initiatives will be implemented during the new financial year.

The 2021 financial year remains uncertain given the extent of the lockdown measures imposed by Government in an already fragile economy. However, any recovery from the Covid-19 lockdown together with cost rationalisation, will improve profitability.

SUPPLY CHAIN EUROPE

Supply Chain Europe strives to be one of the leading time-critical and integrated supply chain management solutions businesses in Europe.

STRATEGY

Supply Chain Europe's strategy is to be one of the leading time-critical delivery service and courier businesses in Europe.

Torsten Prelle (56)
Diplom-Kaufmann

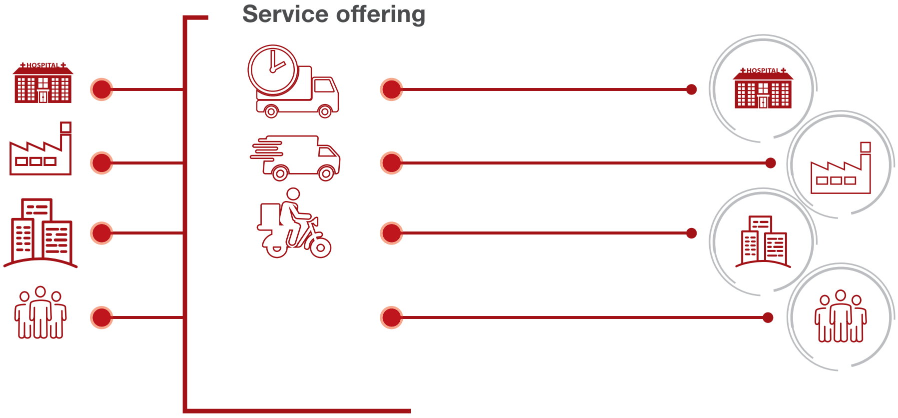
Chief Executive Officer
inTime

INPUTS

- Provide time-critical delivery services
- Courier service business
- People
- Brands
- Technical skills
- Business development
- Long-term supplier and customer relationships
- Geographic presence
- Market share

BUSINESS MODEL

Service offering



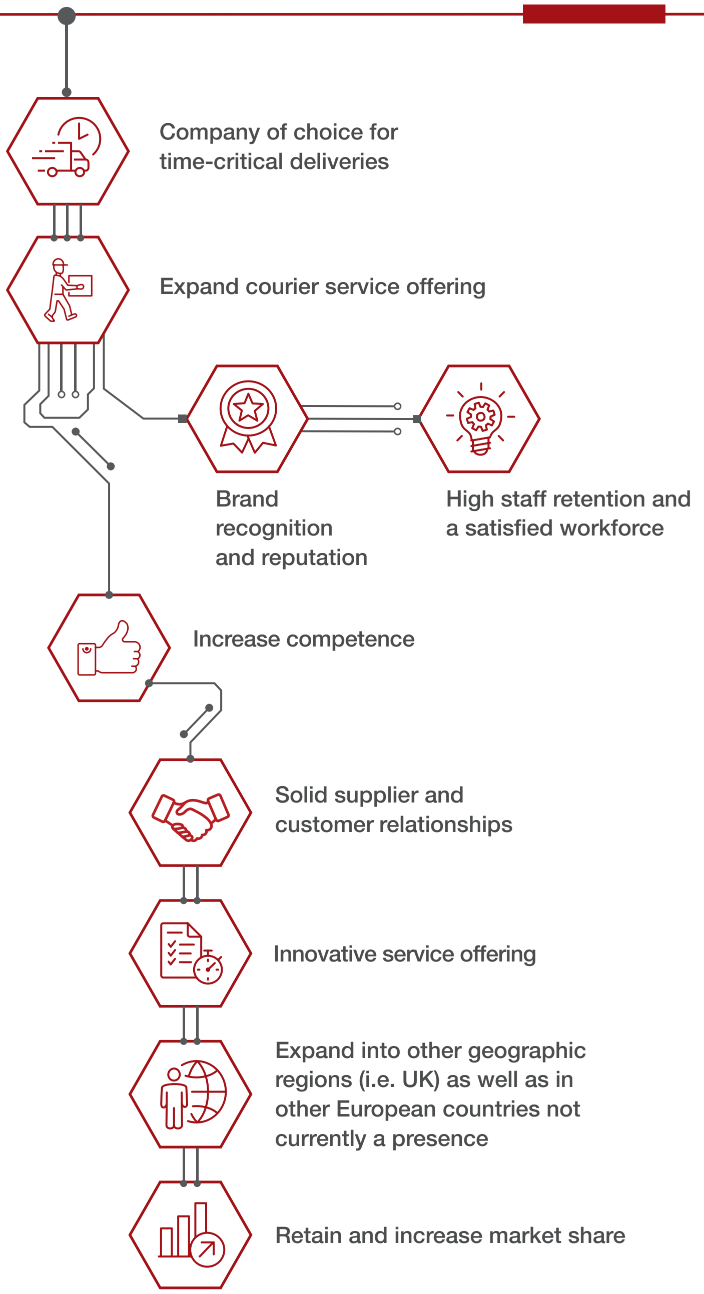
Material risks	Mitigation of risks
• Competitive trading environment • Shortage of subcontractor drivers	• Securing new contracts • Initiatives to recruit more subcontractor drivers from Eastern Europe.
• Economic impact of Covid-19	• Streamlining operations by closing loss-making distribution centres.
• Potential impact of USA and China trade war on automotive industry	• Finding other countries to supply parts – being less reliant on China.

Opportunities

Continue to explore new business opportunities in the logistics sector through acquisitions.

Expand its time-critical delivery and courier service businesses into other geographically regions, in particular the Southern and Eastern European environments.

OUTPUTS



OUTCOMES

Revenue down
7.4%
in Euro

Operating profit down
293.1%
in Euro-terms

RNOA of
(2.0%)

WACC of
4.7%

Contracts RETAINED

TLT acquisition BEDDED DOWN

801
Employees

72
Vehicles/trucks

7 833 Subcontractors

R'million	Change	Year ended 30 June 2020 Audited	Year ended 30 June 2019 Restated/ Audited
Revenue	(0.8%)	2 844.2	2 866.8
EBITA	(84.5%)	19.2	123.9
EBITA margin		*0.7%*	*4.3%*
Operating (loss)/profit	>(100.0%)	(80.9)	39.1
Operating (loss)/profit margin		*(2.8%)*	*1.4%*
Capital items		(602.5)	0.1
Finance costs – ROU		(56.3)	–
Loss before tax	>100.0%	(771.2)	(6.1)
Net operating assets		3 126.4	2 474.3
RNOA		(2.0%)	1.1%
WACC		4.7%	4.6%

The estimated impact of Covid-19 on revenue and profit before tax was approximately R322.4 million and R96.9 million, respectively. Direct Covid-19 related costs amounted to about R4.2 million. IFRS 16 decreased revenue by R22.2 million, increased operating profit and profit before tax by R58.0 million and R13.6 million, respectively. ROU assets amounted to R755.0 million.

SUPPLY CHAIN EUROPE *continued*

ACTIVITIES

inTime is a logistics company headquartered in Germany. inTime has 13 (2019: 19) operating branches across Germany, Sweden, Hungary, Romania, the Czech Republic, Poland and the UK. It operates in the niche logistics sector of time-critical delivery services across 45 countries in Europe. Customers are in the automotive, electronics, hazardous goods, life sciences, temperature controlled engineering industries. The business owns proprietary dispatching software that optimises transport capacity utilisation. Super Group has a 75% equity interest in inTime.

inTime has an 88% interest in Ader, a Spanish courier and express transport operator. Ader has 18 (2019: 18) offices throughout Spain. Ader specialises in the provision of dedicated and exclusive transport and logistics solutions.

inTime acquired an 80% interest in TLT, effective 5 July 2019. TLT is a Fifth Party Logistics provider focusing on organisational consulting and support, material flow planning, logistics, production, development and engineering services.

RESULTS FOR 2020

Supply Chain Europe inTime's results continued to be negatively impacted by severe declines in Germany's new vehicle production volumes, which were down 23.0%, resulting in the company's transport activities dropping by 25.4% and kilometers travelled declining by 27.1% during the financial year. The German automotive manufacturing volumes were already at a 23-year low before the outbreak of Covid-19, with the pandemic further exacerbating the already weak performance. In addition, Covid-19 has resulted in the automotive OEMs closing their plants for up to two months, which affected inTime directly. As a result, revenue in Euro-terms declined by 7.4% and operating profit by 293.1%.

inTime closed three satellite branches and two trans-shipment points during the year under review, which resulted in once-off closure costs of R10.4 million. The impairment test of goodwill and intangible assets resulted in an impairment of R599.4 million during the second half of the year.

The estimated impact of Covid-19 on revenue and profit before tax was approximately R322.4 million and R96.9 million, respectively. Direct Covid-19 related costs amounted to about R4.2 million. IFRS 16 decreased revenue by R22.2 million, increased operating profit and profit before tax by R58.0 million and R13.6 million, respectively.

Ader and TLT delivered a commendable set of results, however, the various lockdown regulations in the countries where Supply Chain Europe operates, have negatively impacted their delivery volumes.

The weakening of the average Rand against the Euro exacerbated the loss before tax, mainly due to the impairment, by R50.1 million for the year under review.

ENVIRONMENT, SUSTAINABILITY AND GOVERNANCE

Refer to the ESG Report on the Group's website.

OUTLOOK FOR 2021

Supply Chain Europe's inTime will continue to be impacted by the short supply of new vehicles. German automotive volumes starting to recover, albeit at a slow rate. Supply Chain Europe's businesses are starting to see the benefits of the efforts to streamline the operations and should perform more strongly next year. Low economic growth is expected across the EU on the back of the devastating impact of Covid-19 and the trade conflict between the USA and China.

inTime will continue to focus on streamlining its operations, cost-containment initiatives and will only explore other opportunities in Europe if it makes commercial sense.

GROUP PERFORMANCE

R5.5 BILLION
Revenue

R722.6 MILLION
Operating profit

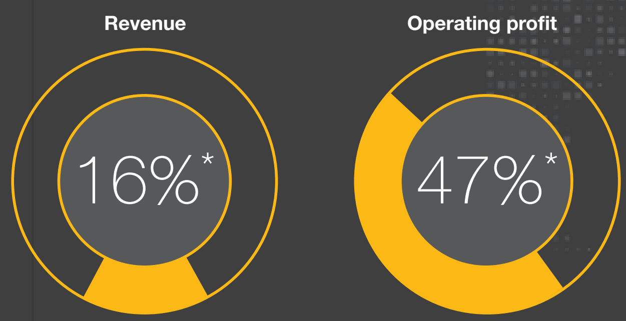
R202.5 MILLION
Covid-19 impact on Profit before tax

R5.4 BILLION
Net operating assets

The Fleet Solutions division has operations in South Africa, Kenya, Australia, New Zealand and the United Kingdom. The division provides world class fleet solutions to suit individual customer needs and requirements, focusing on the containment of costs and operating risks associated with fleet ownership.

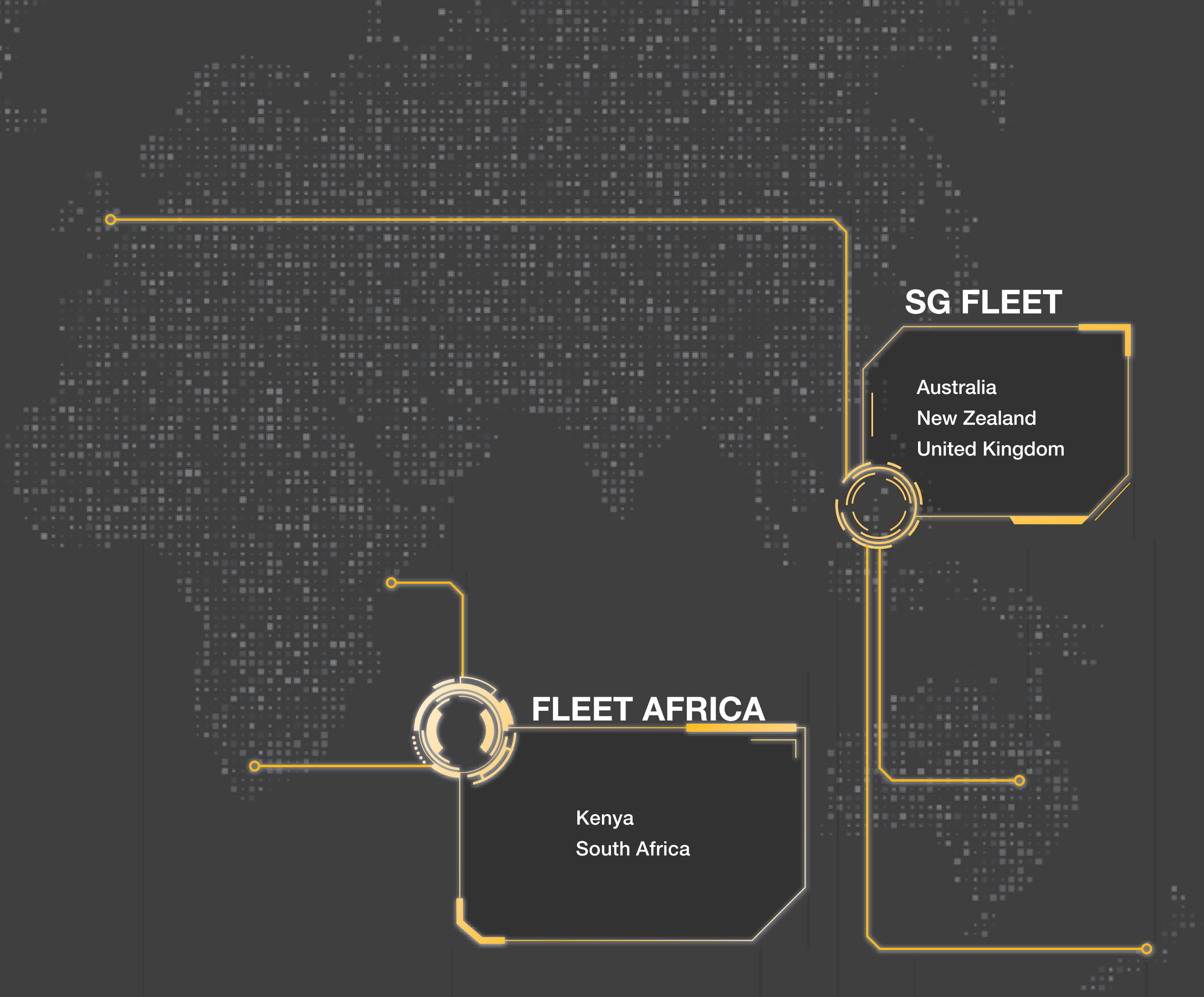
Products range from fully maintained operating leases to pure fleet management services for corporate and government clients and small to medium businesses.

The Group delivers, through Fleet Africa and SG Fleet, optimal solutions utilising the latest fleet management technologies, supported by specialist skills. These services help deliver lower operating risk, higher utilisation, improved efficiencies and greater cost savings.



** Indicated as a percentage of Group contribution excluding Services*

Fleet Sol
in focus



OPERATING ENVIRONMENT

SG Fleet operates in Australia, New Zealand and the United Kingdom, while Fleet Africa operates in sub-Saharan Africa.

lutions

821
(2019: 897)
Employees

153 692
(2019: 148 167)
Vehicles

1st
SG Fleet's Australian market position

5
countries in which Fleet Solutions operates

FLEET AFRICA

STRATEGY

Fleet Africa's strategy is to be a leading provider of fleet solutions in Southern and East Africa in commercial and specialised fleets for both private and public enterprises.

Philip Smith (55)
BCom, BAcc, CA(SA)

Executive Director of Super Group Trading (Pty) Ltd and Super Group Africa (Pty) Ltd

Bonisile Makubalo (50)
N.D. Mech Eng, MBA and busy with a PhD

Chief Executive Officer Fleet Africa

INPUTS

- **End-to-end fleet management solutions business**
- **Solid relationships with:**
  - OEMs
  - Banks
  - Insurance providers
  - Vehicle tracking and tracing organisations
  - Vehicle accessory suppliers
  - Fuel suppliers
- **People**
- **Technical skills**
- **Business systems and product development**
- **OEM and customer relationships**

BUSINESS MODEL

OEMs

Service offering

Material risks	Mitigating factors
• Dependency on large SOC contracts.	• Target private company tender providers. • Secure more long-term business opportunities. • Explore opportunities beyond the borders of South Africa.
• African risk – political	• Appropriate ownership structures are in place. • Joint venture structures with existing in-country companies, reducing Fleet Africa's risk.
• Staff retention	• Payment of market-related salaries and meaningful performance-related incentives.
• Foreign exchange fluctuations	• Invoicing in the same currency that the majority of costs are incurred.

Opportunities

The trend by the large corporate companies to outsource the management of their fleet continues.

The public sector continues to pose good growth opportunity.

Focusing on new fleet management opportunities in sub-Saharan Africa.

Provide consulting services in the fleet management arena to existing and potential customers.

Collaboration with SG Fleet in respect of product innovation and systems development.

Partnership with telematics service provider to provide leading technology at competitive pricing.

OUTPUTS

One-stop fleet management solutions to corporates, government and municipalities

Cost competitive fleet pricing

High staff retention and a satisfied workforce

Specialist knowledge in FML products

Innovative product and service offering

Long-term supplier and customer relationships

OUTCOMES

Revenue up
15.8%

Operating profit up
21.7%

RNOA of
8.6%

WACC of
12.6%

Major FML contracts RETAINED

New FML contracts SECURED

131
Employees

10 414
Vehicles/trucks

R'million	Change	Year ended 30 June 2020 Audited	Year ended 30 June 2019 Restated/ Audited
Revenue	15.8%	808.7	698.1
Operating profit	21.7%	143.4	117.8
Operating profit margin		*17.7%*	*16.9%*
Profit before tax	10.8%	141.1	127.3
Net operating assets	11.4%	1 259.0	1 130.2
RNOA		8.6%	7.8%
WACC		12.6%	12.0%

The estimated impact of Covid-19 on revenue and profit before tax was immaterial. Direct Covid-19 related costs amounted to about R0.6 million.

FLEET AFRICA *continued*

ACTIVITIES

Fleet Africa, a specialised fleet management solutions company in South Africa, provides flexible, turnkey fleet management solutions, which are designed to meet the specific transport and vehicle management needs of government and parastatal customers as well as SOC's. Specialised skills and the latest technology are used to leverage ownership and operating risks, through off-balance sheet financing, improved fleet utilisation, increased efficiencies and cost savings.

Additional value-added services are provided including driver, fuel and tyre management; accident and insurance administration fleet optimisation and route planning; vehicle tracking and recovery; and access to Fleet Africa's 24/7/365 call centre and national service/ repair network. Fleet Africa is one of the leading "true" fleet management companies providing custom solutions that are tailored to each client's unique business requirements. Through its customer-centric approach, experience, specialist skills-base, and application of advanced technologies, Fleet Africa's clients are assured of a sustainable, reliable fleet management partner. Fleet Africa, through dedication and commitment, retained its B-BBEE Level 1 contributor status.

RESULTS FOR 2020

Fleet Africa reported a solid set of results for the year ended 30 June 2020, with Covid-19 having a minimal impact on the business. The results can be mainly attributable to the contracts secured at the end of the 2019 financial year as well as the replacement of vehicles on a major long-term FML contract, albeit slower than expected, as new vehicle supply over the hard lockdown period came to a stop.

The estimated impact of Covid-19 on revenue and profit before tax was immaterial. Direct Covid-19 related costs amounted to about R0.6 million.

Fleet Africa's joint venture with the Co-op Bank in Kenya is making steady progress and has been awarded some government contracts.

ENVIRONMENT, SUSTAINABILITY AND GOVERNANCE

Refer to the ESG Report on the Group's website.

OUTLOOK FOR 2021

The outlook for 2021, depending on the Covid-lockdown period, is promising as there are some major FML tenders in the pipeline. Fleet Africa, with its strong B-BBEE credentials and the competitor market in a transition phase, is well positioned to secure and renew a number of FML contracts.

Fleet Africa's joint venture in Kenya has some good opportunities in the pipeline for 2021.

STRATEGY

SG Fleet's strategy is to be the leading provider of integrated mobility solutions in its chosen markets.

Robbie Blau (52)
BComm LLB (Cum Laude), HDip Tax Law

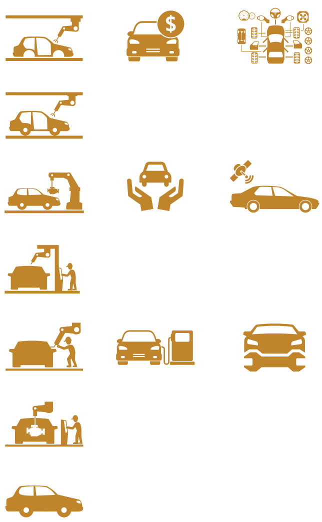
Chief Executive Officer SG Fleet

INPUTS

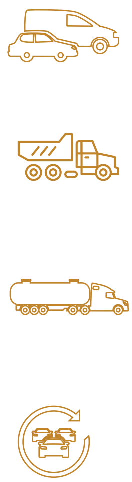
- End-to-end mobility, fleet management and novated lease solutions business
- Solid relationships with:
  – OEMs
  – Banks
  – Insurance providers
  – Vehicle tracking and tracing organisations
  – Vehicle accessory suppliers
  – Fuel suppliers
- People
- Technical skills
- Business systems and product development
- OEM and customer relationships
- Geographic presence in Australia, UK and New Zealand

BUSINESS MODEL

OEMs



Service offering



Material risks	Mitigating factors
• Inability to predict future market movements in the used vehicle market.	• Strong manufacturer, dealer and wholesaler relationships. • Continue to develop innovative tool-of-trade business solutions through new business development and product penetration.
• Failure to obtain funding or appropriately priced funding.	• Diversify key funders to reduce dependencies and introduce on balance sheet funding.
• Cyber Security	• Implementation and adherence to best practice Cyber security measures.

Opportunities

Focus on organic and acquisitive growth in corporate fleet management and novated lease markets in Australia, New Zealand and the United Kingdom.

Innovation and product development to enhance value add to customers and build a comprehensive offering of mobility solutions.

OUTPUTS

One-stop mobility, fleet management and novated lease solutions business to corporates, government and municipalities

Value added Fleet Strategies

High staff retention and a satisfied workforce

Specialist knowledge in FML and novated lease products

Innovative product and service offering

Long-term supplier and customer relationships

Expand geographic representation in Australia, UK and New Zealand

OUTCOMES

Revenue down
11.1% in AUD

Operating profit down
42.0% in AUD

RNOA of
10.8%

WACC of
5.4%

Major Corporate FML contracts
RETAINED

New major FML contracts
SECURED

690
Employees

143 278
passenger and commercial vehicles

R'million	Change	Year ended 30 June 2020 Audited	Year ended 30 June 2019 Restated/ Audited
Revenue	(8.5%)	4 714.1	5 153.0
EBITA	(37.8%)	640.5	1 029.2
EBITA margin		*13.6%*	*20.0%*
Operating profit	(40.3%)	579.2	970.4
Operating profit margin		*12.3%*	*18.8%*
Capital items		(0.7)	(58.7)
Finance costs – ROU		(5.9)	–
Profit before tax	(39.1%)	506.4	832.3
Net operating assets	19.8%	4 096.7	3 419.4
RNOA		10.8%	20.0%
WACC		5.4%	6.0%

The estimated impact of Covid-19 on revenue and profit before tax was approximately R375.8 million and R202.5 million, respectively. Direct Covid-19 related costs amounted to about R5.5 million. IFRS 16 decreased operating profit and profit before tax by R0.8 million and R6.8 million, respectively. ROU assets amounted to R145.1 million.

SG FLEET *continued*

ACTIVITIES

SG Fleet is a leading provider of integrated mobility solutions, including fleet management, vehicle leasing and salary packaging services. SG Fleet has a presence across Australia, as well as in the United Kingdom and New Zealand. SG Fleet listed on the Australian Securities Exchange in March 2014.

The company has a unique position in the marketplace, built on the experience and product expertise of its team. SG Fleet prides itself on the strength of its relationships with blue chip corporate and government customers. These long-term relationships have been built around a customer-centric approach to service delivery and the development of bespoke but scalable solutions to meet the needs of each customer.

An innovative mindset is core to everything SG Fleet does. The company actively contributes to the global discussion about the future of transport and is shaping the new mobility landscape in cooperation with all levels of government, as well as leading corporates. SG Fleet continuously evolves its highly advanced fleet management capabilities and flexible mobility solutions and selectively invests in new technologies and business models that are changing the way people move.

RESULTS FOR 2020

SG Fleet's overall results, in AUD terms, reflected the unprecedented challenging operating conditions during the reported period. In the Consumer business in Australia, negative consumer sentiment resulted in a decline in retail sales of vehicles and novated leases since the start of the financial year. This was compounded by the impact of the Covid-19 pandemic. Net revenue, in AUD, declined by 11.1%, with the business estimating that the impact of the Covid-19 crisis in the final quarter of the financial year resulted in a 42% reduction in net revenue when compared to the previous corresponding quarter. Operating profit declined by 42.0% in AUD-terms. The weakening of the average Rand against the AUD positively impacted profit before tax by R16.6 million for the year under review.

The Corporate business reported that its activity levels were largely maintained, with new opportunities continuing to emerge. Requirements resulting from the Covid-19 crisis drove strong demand for extra vehicles in certain segments. Overall, funded Corporate deliveries, including extensions, were up 9.2%. Patchy consumer demand and the unavailability of stock resulted in a decline of 33.6% in novated deliveries, including extensions, for the fourth quarter compared to the previous corresponding period. Passenger car sales in Australia were down 13.8% compared to the prior reporting period.

The estimated impact of Covid-19 on revenue and profit before tax was approximately R375.8 million and R202.5 million, respectively. Direct Covid-19 related costs amounted to about R5.5 million. IFRS 16 decreased operating profit and profit before tax by R0.8 million and R6.8 million, respectively.

In the UK, a significant level of new opportunities emerged and were successfully pursued, and the penetration of products within existing accounts grew further. New vehicle registrations declined sharply in the UK with the onset of the lockdown at the end of March 2020, with some signs of a return to normal emerging in early June 2020. Extension levels increased and the second-hand vehicle market briefly came to a standstill. Volumes and prices started to recover during June 2020, and the used vehicle market was performing strongly by the end of that month.

Activity levels in the third quarter in New Zealand were in line with the previous reported period. The Northpower contract, won last year, went live and the business had a further large win in the utility sector. New registrations came to a standstill by mid-April, and the business temporarily halted disposals. Signs of a recovery emerged during June 2020. Despite the crisis, activity levels remained relatively stable, helped by the business' strong presence in the public sector.

ENVIRONMENT, SUSTAINABILITY AND GOVERNANCE

Refer to the ESG Report on the Group's website.

OUTLOOK FOR 2021

SG Fleet continued to make progress in terms of new business development and product penetration. Tender activity levels increased in the second half, with the business improving its success rate further. A large number of unchallenged contract renewals and extensions were also signed, which should benefit the business going into the 2021 financial year.

SG Fleet has also seen stronger disposal returns in recent months as the second-hand market rebounds in line with renewed interest in personal vehicles. While Australia is facing some vehicle supply disruption as a result of Covid-19, deliveries for the large contract wins achieved in the past few months will be made during the next six months. Corporate demand remains strong.

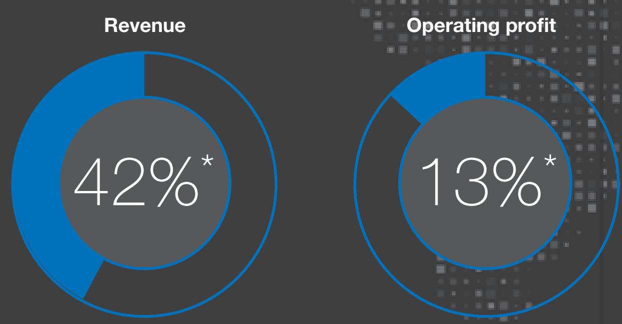
The Covid-19 crisis is making a lot of organisations think about their mobility management approach, and some will feel the time has come to hand over that management to a specialist, outsourced provider such as SG Fleet to be able to extract greater efficiencies.

On the consumer front in Australia, the country is showing signs of cautious optimism and growth, with the exception of one state. Meanwhile, opportunities continue to emerge at a rapid pace in the Corporate space in the UK and New Zealand.

For further detail, refer to SG Fleet's website: www.sgfleet.com.

GROUP PERFORMANCE

Revenue	**R14.6** BILLION
Operating profit	**R196.8** MILLION
Covid-19 impact on Profit before tax	**R415.3** MILLION
Net operating assets	**R3.6** BILLION



** Indicated as a percentage of Group contribution excluding Services*

Dealers
in fo

UNITED KINGDOM

London and surrounding areas

The Dealerships division operates franchised motor dealerships in South Africa and the United Kingdom. The Dealerships SA business is made up of passenger and commercial vehicle franchises representing the majority of franchise brands sold in the South Africa, while the Dealerships UK business represents five major OEMs, of which Ford is the largest.

Dealerships

28

(2019: 32)

Key UK franchise areas

3

(2019: 5)

SOUTH AFRICA

Gauteng
North West
Mpumalanga
Western Cape

Employees

2 850

(2019: 3 075)

Dealerships

44

(2019: 48)

OPERATING ENVIRONMENT

Dealerships SA and Dealerships UK operate in the areas mentioned below.

Dealerships SA: Gauteng, North West, Mpumalanga and Western Cape Provinces.

Dealerships UK: Coventry, Rugby, Nuneaton, Warwick, Solihull, Riverside, Daventry, Kettering, Northampton, Romford, Brentwood, Warley, Upminster, Basildon, Swindon, Bath, Rayleigh, Southend, Lakeside, Slough, Uxbridge, Gravesend, Sittingbourne and Crayford.

DEALERSHIPS SA

STRATEGY

Dealerships SA's strategy is to be a highly efficient and dynamic dealerships business representing multiple OEMs across South Africa.

Graeme Watson (53)

Chief Executive Officer
Dealerships

Material risks

- ***South African economy:***
  - According to NAAMSA statistics, new vehicle sales have been declining for the past three years.
  - The long-term impact of Covid-19 lockdown on the South African economy.
  - Rand devaluation relating in above inflation price increases.
- ***Shortage in inventory:*** The Covid-19 lockdown has forced all Automotive OEMs to close and, as a result, creating a shortage of vehicles in selected model lines.
- ***Staff:*** Employment cost inflation and the availability of skilled personnel.
- ***Digital marketplace:*** Buying and selling of new and used vehicles through an online, digital platform.

INPUTS

- Relationships with OEMs
- Excellent customer service
- After market service
- People
- Strong sales team
- Geographic dealership presence in South Africa

OEMs

BUSINESS MODEL

Service offering

Mitigating factors

- Consolidation or closure of non-viable outlets, brands and properties:
  - Closed four dealerships, thereby exiting the Honda brand and the Super Group Pre-Owned dealership concept.
  - Consolidated two dealerships into one dealership
  - Impaired historic goodwill of R171 million; and
  - Raised a provision of R8 million relating to retrenchments and other Covid-related costs.
- Intensive focus on cost controls.
- Focus on internal synergies and lean central service structure and overheads – Retrenched 8.5% of staff complement.
- Application of reduced working hours to mitigate the effects of Covid-related activity declines.

- Secured sufficient available stock to meet demand as the lockdown levels shifted.
- Highly efficient working capital management.

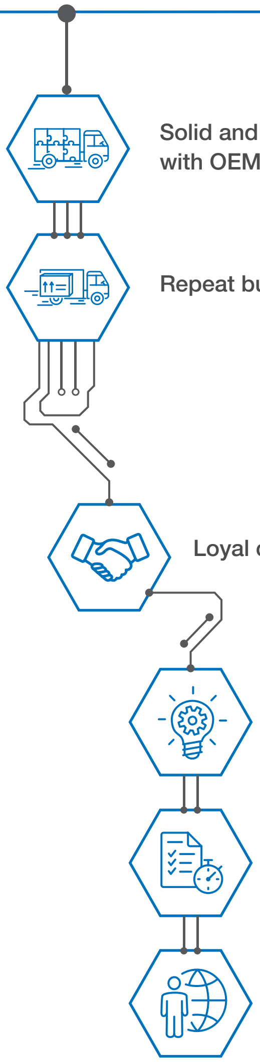
- Improved recruitment process to ensure quality staff are employed, trained and developed.
- Focused on the retention of high performing staff.
- Continuous focus on efficient staff deployment to meet the activity demands.

- Covid-19 has accelerated Dealerships' plans to create a customised end-to-end online solution to sell new and used vehicles.
- Appointment of dedicated management resources for digital marketing and sales.

Opportunities

Ownership of strategic properties	Significant advantages can be derived through strategic property ownership by reducing lease cost averaging and avoiding substantial rental escalations.
"Going Above and Beyond"	Dealerships' culture remains fundamental to improved morale, staff retention, and ultimately resulting in improved customer service and retention.
Finance and Insurance income	The division continues to improve its product offering and service levels. Continuously enhanced customer value will enable these income streams to be maintained.
Multi-franchising	Selected OEMs are allowing multi-franchising in certain areas, and Dealerships SA has a number of these arrangements in place as it reduces overhead costs and enhances property efficiencies.
Digital market place	Increased focus on the digital marketing environments will provide increased sales opportunities to the division and to enhance transaction capability in collaboration with the financial institutions. The digital platform will improve the on-line customer experience.

OUTPUTS



Solid and long-term relationships with OEMs

Repeat business

Loyal customers

Staff retention

Increase revenue

Expand geographic dealership representation in South Africa

OUTCOMES

Revenue down
15.2%

Operating profit down
54.1%

RNOA of
8.4%

WACC of
12.6%

20.5% decrease in new vehicles sold

13.9% decrease in used vehicles sold

1 552 Employees

R'million	Change	Year ended 30 June 2020 Audited	Year ended 30 June 2019 Restated/ Audited
Revenue	(15.2%)	6 894.3	8 134.1
Operating profit	(54.1%)	146.6	319.5
Operating margin		*2.1%*	*3.9%*
Capital items		(183.8)	(9.0)
Finance costs – ROU		(42.0)	–
(Loss)/profit before tax	>(100.0%)	(147.1)	222.6
Net operating assets	8.9%	1 307.9	1 201.1
RNOA		8.4%	20.0%
WACC		12.6%	12.0%

The estimated impact of Covid-19 on revenue and profit before tax was approximately R1 218.3 million and R170.1 million, respectively. Direct Covid-19 related costs amounted to about R4.1 million. IFRS 16 increased operating profit by R32.2 million and decreased profit before tax by R9.8 million. ROU assets amounted to R338.4 million.

DEALERSHIPS SA *continued*

ACTIVITIES

As at 30 June 2020, the Dealerships business consisted of 44 (June 2019: 48) franchised motor dealerships, made up of 38 (June 2019: 39) passenger vehicle and six (June 2019: eight) commercial vehicle dealerships, based in the Gauteng, North West, Mpumalanga and Western Cape Provinces. The Super Group Pre-Owned dealership concept was closed during the year.

The division represents the majority of major brands including Nissan, Renault, Ford, Mazda, Toyota, Lexus, Mercedes-Benz (including SMART), Land Rover, Jaguar, Volvo, Jeep, Datsun, Volkswagen, Audi, Isuzu, Haval, GWM, Suzuki, Alfa Romeo, Fiat (including Abarth), UD trucks, Hino trucks, FUSO trucks Mercedes-Benz trucks and Isuzu trucks. The majority of new vehicle sales are passenger and light commercial vehicles, while medium, heavy and extra heavy commercial vehicles represent slightly more than 7.7% (June 2019: 6%) of new vehicle sales.

RESULTS FOR 2020

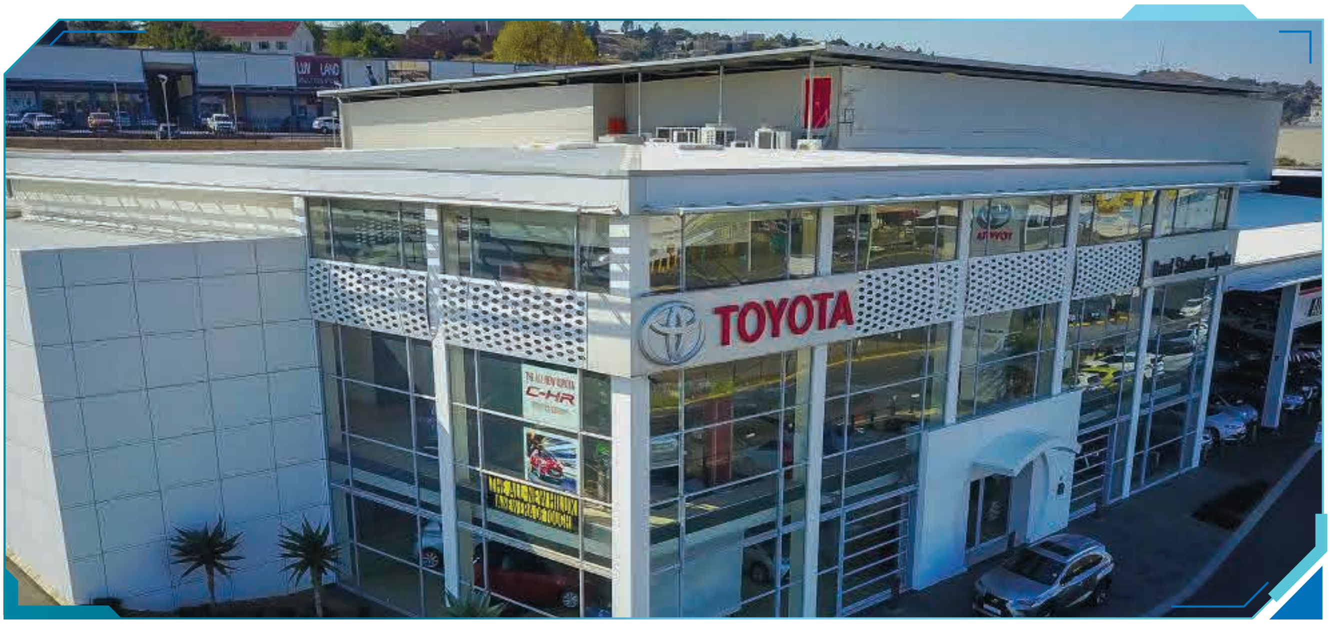
Dealerships SA reported sales volumes that mirrored the NAAMSA sales trends and market statistics prior to the Covid-19 lockdown, with the premium luxury segment reporting the largest volume declines. The implementation of the hard lockdown forced all dealerships throughout the country to shut their doors for 40 days, and only support for essential service personnel was permitted. The South African motor industry did not operate during April, was at minimal capacity in May, and only resumed full operation in June. Dealerships were permitted to commence with general servicing from the 6 May 2020 and sales commenced in the latter part of May. Demand levels in June 2020 were remarkably strong by comparison as pent-up demand for vehicles, parts and service drove robust activity levels.

Dealerships SA closed four dealerships during the year under review. The division developed a new facility in Cape Town, enabling the consolidation of two of its Western Cape commercial vehicle dealerships.

New vehicle sales volumes (excluding the closed dealerships) declined by 20.5% (2019: 1.5%) and mirrored the NAAMSA dealer market decline for the financial year ended 30 June 2020. Similarly, used vehicle sales volumes (excluding the closed dealerships) were also heavily affected by the Covid-19 lockdown and declined by 13.9% (2019: 8.9%), which is a trend that was also evident in the Parts and Service business.

The estimated impact of Covid-19 on revenue and profit before tax was approximately R1 218.3 million and R170.1 million, respectively. Direct Covid-19 related costs amounted to about R4.1 million. IFRS 16 increased operating profit by R32.2 million and decreased profit before tax by R9.8 million.

A total impairment against goodwill of R171.0 million was made, mainly against the Western Cape Mercedes-Benz dealerships of R155 million. Property to the value of R12.6 million was also impaired.



ENVIRONMENT, SUSTAINABILITY AND GOVERNANCE

Refer to the ESG Report on the Group's website.

OUTLOOK FOR 2021

The Dealerships SA business is anticipating difficult trading conditions for the year ahead as consumers remain under severe pressure, despite the three interest rate cuts announced by the South African Reserve Bank. The repo rate at 3.5% and the prime commercial lending rate at 7.0%, are record lows last seen 40-years ago. The significant decline in the new and used sales during the lockdown period is expected to recover gradually over the course of the coming year. This is not however, expected to reach pre-Covid sales levels in the medium-term. The resultant low economic growth and business confidence in South Africa, as well as the increase in unemployment rates, are expected to compound the already challenging recovery process.

The focus for Dealerships SA will be a shift towards resilience, recovery, and creating a strategy to deal with new consumer behaviour. With the outbreak of Covid-19, the emphasis on operating an efficient and effective online platform for the buying and selling of new and used vehicles has been pushed to the top of the Dealerships SA's priority list. This, together with right-sizing the dealership footprint and staff resources, as well as an uncompromising approach to cost containment, will be critical to ensure that this division successfully mitigates the Covid-19 fall-out.

Dealerships SA does however enter this process with a strong and stable management team that will directly implement and oversee the Covid-19 recovery plans and is well positioned to deal with the numerous challenges and ever changing environment that it currently faces.

DEALERSHIPS UK

STRATEGY

Dealerships UK's strategy is to be the leading Ford dealership group in the UK.

Graeme Watson (53)

Chief Executive Officer
Dealerships

Niall Hooper (51)

Chief Executive Officer
Dealerships UK

Material risks

- ***Key management:*** The loss of any senior executives will potentially create management and leadership challenges in this highly competitive market.
- ***Property dilapidations:*** The onerous nature of UK leases regarding the dilapidation process and cost at the end of a lease is an area of risk and of potential un-budgeted cost to the business.
- ***Brexit:*** The long-term effect of Brexit on the UK economy and the uncertain outcome of the trade deal negotiation process.
- ***Covid-19:*** The ongoing effects of the Covid-19 pandemic

INPUTS

- Relationships with OEMs
- Excellent customer service
- After market service
- People

OEMs

BUSINESS MODEL

Service offering

Mitigating factors

- The management and reporting structures of the business are regularly reviewed and adapted to accommodate this where necessary.
- Key talent with potential has been identified and development plans are in place to prepare them should any senior vacancy arise.

- Undertake detailed initial assessment of lease properties on commencement.
- Ensure strict record keeping of alterations and maintenance.
- Appropriate provisions are held on the Balance Sheet to counter the likely risks.

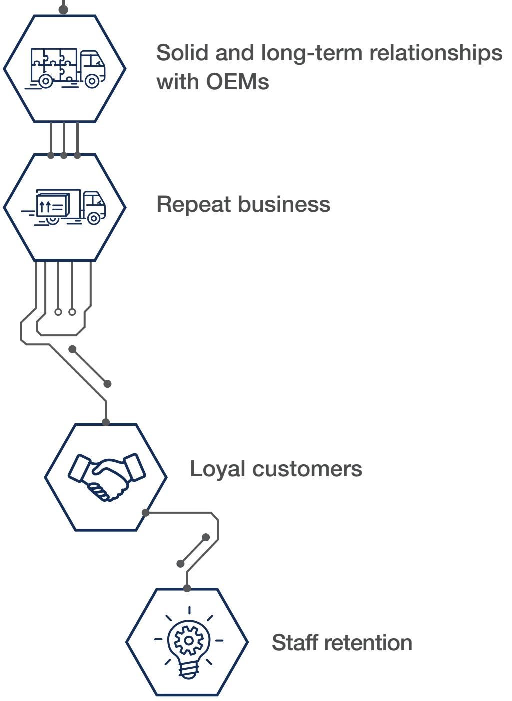
- Ford vehicles are imported from Europe into the UK. Allen Ford remains in constant discussions with the OEM to ensure the business is able to quickly adapt to the outcome of the trade deal negotiations.
- The business has sufficient storage facilities to ensure adequate new vehicle stock levels for a potential short-term disruption period.

- Review of all dealerships with regards to leases, personnel and overall expense base.
- Exploring multi-franchising opportunities and reviewing the existing dealership footprint.
- New website with full online end-to-end transaction capabilities will be launched early in the financial year to take advantage of changing consumer behaviour post-Covid.

Opportunities

New vehicle sales	Ford continues to be the market leader in the UK and Dealerships UK has a strong Ford presence with flagship dealerships in key locations. KIA is one of the most desirable franchises in the UK. Our relationships with KIA are strong and we have been granted an additional territory.
Fleet and commercial	Demand for commercial vehicles continues to be robust and is likely to increase if an orderly Brexit is achieved. Our dealerships are geographically well positioned to take advantage of this segment and potential opportunity.
Used vehicle sales	Online enquiries for used vehicles is ever increasing and our new website will enable the business to take advantage of this opportunity.
Service and parts	A growing ageing vehicle car parc with the customers keeping their vehicles for longer periods is expected to result in a greater opportunity for vehicle servicing, repairs and parts sales.
Ownership of strategic properties and consolidation of portfolio	Availability of properties in the UK is limited and relocation at the end of a lease is often challenging and costly. Significant cost and certainty of tenure advantages can be derived through the ownership of strategic properties, which also mitigates an extremely landlord friendly environment.

OUTPUTS



OUTCOMES

Revenue down
25.9% in GBP

Operating profit down
82.7% in GBP

RNOA of
2.1%

WACC of
6.3%

1 298 Employees

R'million	Change	Year ended 30 June 2020 Audited	Year ended 30 June 2019 Restated/ Audited
Revenue	(20.4%)	7 724.4	9 704.6
EBITA	(79.6%)	56.2	275.1
EBITA margin		*0.7%*	*2.8%*
Operating profit	(81.4%)	50.2	269.6
Operating margin		*0.7%*	*2.8%*
Capital items		14.1	–
Finance costs – ROU		(16.8)	–
(Loss)/profit before tax	>(100.0%)	(47.8)	174.6
Net operating assets	44.8%	2 309.9	1 595.4
RNOA		2.1%	13.6%
WACC		6.3%	5.8%

The estimated impact of Covid-19 on revenue and profit before tax was approximately R2 515.2 million and R245.2 million, respectively. Direct Covid-19 related costs amounted to about R17.5 million. IFRS 16 increased operating profit by R13.6 million and decreased profit before tax by R3.3 million. ROU assets amounted to R609.9 million.

DEALERSHIPS UK *continued*

ACTIVITIES

Allen Motor Group comprises 28 franchised motor dealerships in key franchise and retail areas in England. It operates the second largest independently-owned Ford franchise network in the UK, with 23 (June 2019: 24) franchised Ford motor dealerships, four (June 2019: four) franchised Kia dealerships, with a fifth due to open in early 2021, and one Mazda Dealership.

This includes Ford dealerships in Coventry, Rugby, Nuneaton and Warwick and a Kia dealership in Solihull in the Midlands. In Northampton County, Allen Motor Group has four Ford dealerships in Northampton, Daventry, Kettering and Bedford Road, with the latter being a commercial vehicle dealer. In Essex County, Allen Motor Group has seven Ford dealerships, two Kia dealerships with a third opening early 2021 together with one Mazda dealership. One of the Ford dealerships, situated in Basildon, is regarded as the largest flagship Ford Store in the UK and is immediately adjacent to the Ford UK Technical Centre where we also operate a pop-up store to serve the significant Ford employee market.

In the Swindon County, Allen Motor Group has a Ford dealership in Swindon and both a Ford and Kia dealership in Bath. The final county of representation is Kent, where Allen Motor Group operates dealerships in Crayford, Gravesend and Sittingbourne.

As one of the UK's leading Ford dealership groups, Allen Motor Group has substantial leverage, enabling it to stock large volumes of new and used passenger and light commercial vehicles (vans), which in turn gives the group a competitive advantage in the high volume new vehicle market. The Group is also a Motability Premier Partner, which is the leading car scheme in the UK for disabled people, enabling them to use their UK Government-funded mobility allowance to lease a new car. Moreover, it is one of the UK's largest Privilege dealers, selling a high volume of cars at preferential prices to Ford, Jaguar, Land Rover and Aston Martin employees and their families.

RESULTS FOR 2020

With the outbreak of Covid-19, dealerships across the UK were closed for a period of 63 days with all OEMs closing their plants for two months. A number of franchise and industry issues existed prior to the Covid-19 lockdown, which also negatively impacted on the results. Dealerships UK reported a decline in revenue, in Pound Sterling-terms, of 25.9%, as a result of a 31% decline in new vehicle sales, a 16% decline in used vehicles sales and the impact of the lockdown on the Aftersales business.

Subdued confidence levels around Brexit, and the industry as a whole, negatively affected privilege sales volumes and market shares. This had a severe impact on the overall UK retail vehicle market, which reported a decline of 28% in volumes over the prior year. Dealerships UK's share of Ford retail sales declined marginally to 8.35% (June 2020) from 8.91% (June 2019), while Kia increased its retail sales share from 1.73% (June 2019) to 1.97% (June 2020). The Parts and Services business was performing satisfactorily to the end of February 2020 but was severely impacted as a result of the reduced operating days caused by the lockdown. Operating profit in Pound Sterling-terms declined by 82.7%.

The estimated impact of Covid-19 on revenue and profit before tax was approximately R2 515.2 million and R245.2 million, respectively. Direct Covid-19 related costs amounted to about R17.5 million. IFRS 16 increased operating profit by R13.6 million and decreased profit before tax by R3.3 million.

Despite the tough trading conditions, the business achieved Ford's top level of bonus target achievement in each quarter.

ENVIRONMENT, SUSTAINABILITY AND GOVERNANCE

Refer to the ESG Report on the Group's website.

OUTLOOK FOR 2021

The UK dealership market is expected to remain under pressure as a result of the uncertainty pertaining to the outcome of Brexit, with negotiations coming to a halt at the onset of the Covid-19 pandemic. The change in government policies on diesel technology, as well as the full impact of the pandemic on the UK economy will further challenge the business in the year ahead. Both these issues are expected to have potential effects on the OEMs supply of vehicles in certain segments.

An analysis of the existing dealership footprint, together with a critical review of overhead structures and the required staff resources, will be essential to ensure that the Group successfully recovers from the Covid-19 fall-out and is able to navigate any potential Brexit challenges.

The strong Ford and Kia presence of Dealerships UK remains key to the Group's resilience in the current market and to the delivery of our objectives. This, together with our online digital sales strategy, driven by a strong and stable management team, will positively position the Group to deal with the challenges of a rapidly evolving market in the year ahead.

SERVICES

The Services segment includes the Corporate and the Mauritius operations. The Services segment performed well on the back of the solid performance by Treasury together with other recoveries.

The Corporate operations entail the Head Office and IT functions of the South African operations.

Super Group Commercial Trading, based in Mauritius, specialises in trade finance, commercial trading and foreign exchange management. All of Super Group South Africa's international procurement activities are administered through this business.

The impact of Covid-19 on revenue and profit before tax was approximately R1.4 million and R0.6 million, respectively.

REMUNERATION REPORT

INTRODUCTION

Super Group's remuneration philosophy is set with the intentions of ensuring the achievement of the Group's performance objectives and the encouragement of sustainable long-term performance. The Remuneration Policy has a direct impact on employee behaviour, operational performance, Company culture and strategic alignment of the Group. The Remuneration Committee (Remco) addresses issues relating to the remuneration of directors and senior management and ensures that the remuneration levels are sufficient to attract, retain, motivate and reward directors and executives of the quality needed to run the Group successfully.

Remco	
Chairperson	Valentine Chitalu (Independent Non-executive Director)
Members	Philip Vallet (Non-executive Director) David Cathrall (Independent Non-executive Director)
Independence	The majority of the Remco members are independent non-executive directors
Secretary	Peter Mountford
Role and function	Remco considers the Remuneration Policy of the Group with the assistance and guidance of independent external consultants, P-E Corporate Services, where necessary, to determine market-related remuneration levels.
Responsibilities	• Reviews the Exco performance, at appropriate intervals, to motivate employees to perform to required standards and to retain their services by offering and maintaining market-related remuneration in line with their performance. Remuneration is linked to corporate and individual performance. • Ensures that the executive directors' remuneration mix, in respect of "guaranteed pay" and "variable pay", is appropriate, so as to align the directors' interests with those of shareholders. • Assesses succession planning at executive and senior management levels. The CEO, in consultation with Remco, is responsible for ensuring that adequate succession plans are in place. • Approves the remuneration of senior management who are members of Exco reporting to the CEO and receives the details of remuneration of the managers who report to the members of the Exco. • Adjustments to directors' and Exco members' total remuneration are recommended to the Board for individual approval.
Assurance	Remco is governed by the good corporate governance principles and the Group's value statement. The members of Remco hereby confirm that they were diligent in exercising their duties of care and skill and that they have taken reasonable steps to ensure that they performed their duties in accordance with the Remco mandate.

In keeping with good corporate governance practices, the CEO attends meetings by invitation only and is not entitled to vote. The CEO does not participate in discussions regarding his own remuneration.

Shareholder engagement

In terms of King IV™, the Company should obtain the endorsement of its shareholders pertaining to the Company's Remuneration Policy and the implementation of this policy at the AGM. If more than 25% of the total votes cast by the shareholders, present and voting, be against either resolutions, the Company will issue an announcement on SENS inviting shareholders who voted against the resolutions to meet with the members of Remco. The process to be followed will be set out in a SENS announcement.

The Super Group Remuneration Policy received support from the shareholders who voted in favour of the policy at the most recent and prior AGMs and the results are indicated in the table below:

Percentage of "For" votes	**26 November 2019**	27 November 2018
Endorsement of the Remuneration Policy	61.80%	71.86%
Endorsement of the implementation of the Remuneration Policy	67.27%	74.68%

In response to receiving less than 75% support for the Remuneration Policy and the implementation of the Remuneration Policy, Super Group issued a SENS inviting shareholders who voted against the policies to provide comment to the Company. Three of Super Group's major South African shareholders voted against the Remuneration Policy and the following feedback was received in relation to these votes:

(i) The current incentive structure is well aligned with best practice principles. However, Remco was urged to reconsider the "Profit before tax" KPI and replace this with a cashflow generation KPI under the STI scheme.

(ii) A concern was expressed that the CEO and CFO did not hold fully vested shares in Super Group which does not promote alignment with long-term shareholder interests and executive retention.

(iii) Comment was received that incentives need to be stretched beyond current maximums in order to encourage executives to strive for maximum corporate earnings.

(iv) It was highlighted that the Remuneration Report did not include details of the "peer" or comparative businesses that were considered when benchmarking an executive director's remuneration.

A major financial institution, which is not a shareholder of Super Group also confirmed that they would vote against all Remuneration Policies that did not contain a clawback provision in relation to incentives.

Remco has reviewed these recommendations and responded as follows:

(i) The variable pay incentives for executive directors have been adjusted to exclude the "Profit before tax" KPI as an incentive measure. This measure has been replaced by a "Cash generated from operations" KPI.

(ii) Remco is considering a Deferred Share Plan (the DSP) which aims to incentivise Eligible Employees (as defined in the DSP), to better align the interests of Eligible Employees with the shareholders of the Company, and to attract and retain highly-skilled employees by, amongst others, deferring a portion of incentive remuneration earned into a scheme that is aligned to longer-term Company performance. The aim of the DSP will be to achieve a phased ownership of Super Group shares over a five-year period. Bowmans Inc. was consulted in terms of the DSP principles, benchmarking and implementation. The proposed DSP will be put to shareholders for endorsement at the AGM on Friday, 18 December 2020. The ordinary resolution number 8 and Annexure A with the full details of the DSP are set out in the Notice of AGM.

(iii) Remco was satisfied that KPI targets were adequately stretched between minimum and maximum levels as defined. In this regard, it is noted that between June 2011 and June 2020, growth in Profit before tax, HEPS, cash generated from operations and NAV grew at CAGR as indicated below:

	CAGR %	
Measurement details	**June 2020**	June 2019
Profit before tax	(15.9)	21.7
HEPS	4.5	17.0
Cash generated from operations	20.4	15.8
NAV	18.6	18.4

Notes:

The CAGR indicated for June 2019 are well above the maximum KPI of 9% growth per annum. The financial performance for the year ended 30 June 2020 reflects the significantly negative impact of the Covid-19 pandemic.

(iv) Details have been provided in this report of the JSE-listed companies considered in the comparative benchmarking of an executive director's remuneration.

(v) Remco has introduced Malus and Clawback provisions as outlined below.

Malus and clawback clause

Malus is applicable to awards that have not yet vested, and where required, these will be cancelled. Clawback applies once an event occurs that triggers the repayment of the award.

If performance conditions are not satisfied, both STI and LTI allocations are forfeited. Remco has the discretion to claw back the pre-tax proceeds of any discretionary payment received by employees in the event of a trigger event as detailed below.

A trigger event may include, inter alia:

- the discovery of a material misstatement of performance that resulted in a variable reward made, which the Board is satisfied that the employee has contributed to and is responsible for;
- the discovery that the assessment of any KPI upon which the award was made was based on erroneous, inaccurate or misleading information; and/or
- the discovery that performance related to financial and non-financial targets was misrepresented and that such misstatement led to the over-payment of incentives.

The clawback applies for two years after the discretionary incentive payment is made, or in the case of share schemes, two years after the awards have vested.

Activities undertaken by Remco during the year

During the year under review, Remco reviewed the Remuneration Policy to ensure that it is aligned with applicable regulation and remuneration principles contained in the Group's value statement as well as corporate governance guidelines and input received from shareholders.

The Remuneration Report was aligned to King IV™ Principles to articulate and demonstrate the link between strategy, value creation, performance and remuneration.

Remco also reviewed the remuneration packages and structure of executive directors to ensure that they are competitive in the relevant market and are aligned with shareholders' interest as well as with the Group's strategy and performance.

Some of the initiatives undertaken is set out under shareholder engagement set out in the ESG Report on the website.

Outlook for 2021

Remco has identified the following key areas for the year ending 30 June 2021:

- Be the employer of choice in the industries in which Super Group operates.
- Develop and retain existing employees.
- Identify, develop and retain a skilled and knowledgeable workforce.
- Attract new talent and skills whilst addressing race and gender diversity.
- Executive and management alignment with shareholder objectives in terms of the proposed Deferred Share Purchase Scheme.

The following action items continue to be done to achieve the Group's goals:

- Engagement with employees at all levels and across all geographies, in order to understand and consider the continuing impact of the Covid-19 pandemic.
- Creating an environment for all employees to develop themselves and to build future potential and succession plans.
- Develop relevant and meaningful internal and external development programmes.

SECTION A: REMUNERATION POLICY

Objectives of the Remuneration Policy

The overriding objective of the Group Remuneration Policy is to "pay for performance".

The Group Remuneration Policy is designed to:

- Support and help execute the Group strategy by rewarding staff members for "performance" and for "living the values".
- Build together with the performance management process, a culture of high performance by ensuring that "reward" encompasses the performance of both the individual and the business.
- Excellent performance will be rewarded (above the market average), which will ensure both the attraction and retention of key talent and high performers.
- Conversely, poor performance needs to be managed until a satisfactory level of performance is attained or the employee exits the business.

Key principles of the Remuneration Policy

The Group's value statement governs the way employees conduct themselves in all interactions internally and externally. The value system is of such importance that a significant percentage of an individual's bonus is linked to how they apply the Group's value system.

The Group's vision describes the feedback expected from customers, employers, the investment market, competitors and suppliers.

Paramount importance is placed on the vision and as a result, 90% of an employee's bonus is based on the achievement of the overall Group vision. Every employee has a responsibility to the Group to assist in achieving this target.

While the policy pertains to monetary reward, it should be acknowledged that reward also encompasses learning and development opportunities (performance management; career development, succession planning) and work environment (leadership; culture; involvement; transformation; work/life balance).

Remuneration Policies for executive directors, executive managers and employees

Remuneration Policy for executive directors

The executive directors are appointed to the Board to bring to the Group the skills and experience appropriate to its needs. The guaranteed remuneration is based on the median of the market, with discretion to pay a premium (typically 10% to 20%) to the median for the attraction and retention of the executive directors.

Remco aims to align the directors' total remuneration with shareholders' interest by ensuring that a significant portion of their package is linked to the achievement of performance targets.

Executive directors' salaries comprise a cash salary which is reviewed annually by Remco. Salaries are compared to pay levels of other JSE-listed South African companies, the list is provided below, to ensure sustainable performance and market competitiveness. The individual salaries of directors are reviewed annually in light of their own performance, experience, responsibility and Group performance. The Company makes contributions to defined contribution plans on behalf of the executive directors on the basis of a percentage of cash salary. Death and disability cover provided to executive directors reflects best practice among comparable employers in South Africa. Other benefits include car and travel benefits and cover on the Group's medical healthcare scheme. These elements comprise the fixed remuneration component.

A review of the remuneration structures of a comparative group of companies was conducted during the year based on metrics including revenue, number of employees, industry and complexity.

Comparative companies/"peers"

AVI Limited	Consumer staples
Barloworld Limited	Industrials
Bidvest Limited	Consumer discretionary
Imperial Logistics Limited	Industrials
Kap Industrial Holdings Limited	Industrials
Motus Holdings Limited	Consumer discretionary
RCL Foods Limited	Consumer staples

This review was the basis of the current executive director's salary, incentive and share scheme benchmarking and also influenced the introduction of the proposed Deferred Share Purchase Scheme.

Remuneration Policy for executive management and employees

The remuneration package splits are deemed as appropriate for the various levels of employees. The PE Survey (salary surveys conducted by P-E Corporate Services) is one benchmark that is used to assess the market/industry salaries. For highly specialised positions other surveys are used.

In the case of members of unions, their pay is based on the agreements concluded by the Road Freight Bargaining Council.

Guaranteed pay (or base pay) may be inclusive of any benefits that the individual employee may receive. Super Group strives to provide its employees with a benefit offering that is competitive with the local or regional market offering for that level of employee at a cost-to-company level.

Remuneration package structure

The remuneration package percentage split between the guaranteed and variable pay needs to be appropriate to the level of accountability carried by the individual employee and their "line of sight" in the business (i.e. the ability to affect the results). The guiding principle is that the greater the level of accountability and the closer the "line of sight", the greater the risk portion of an employee's remuneration package. The risk portion of remuneration ranges from 75:25 to 50:60 fixed to variable.

GUARANTEED

Cash-based remuneration

Paid monthly

50% – 75% of package

Includes:

- Basic salary
- Medical healthcare scheme
- Car and travel benefits

Three forms of increases:

- Performance-based
- Merit
- Adjustment to bring in line with comparative companies

SHORT-TERM INCENTIVES

Variable bonus

Paid annually

25% – 60% of package

Executive directors

Targets	Bonus weighting %	CEO Maximum bonus achievement %	CFO Maximum bonus achievement %
HEPS growth >9%	25	40	40
Cash generated from operations growth >9%	25	30	25
RNOA >WACC + 30% premium (2019: 12.0%)	40	30	25
Discretionary personal KPIs	10	10	10
Total	**100**	**110**	**100**

Senior executives

Targets	Bonus split %
Profit before tax growth >9%	60
Cash generated from operations growth >9%	30
Discretionary personal KPIs	10
Total	**100**

LONG-TERM INCENTIVES

Cash

Awarded annually

Executive directors

Share Appreciation Rights Scheme (SARS)

Objectives:

- to recognise the contribution to the growth in value of the Group's equity;
- retain key executive directors; and
- to align executive directors and management with shareholders' interests

Targets:

Vesting of the SARS rights is subject to HEPS growth of >2% above CPI over a three-year performance period following the award.

Guaranteed pay

Guaranteed pay is that remuneration which is contractually guaranteed to the employee and is generally paid to the employee on a monthly basis.

At a total annual guaranteed salary level (variable pay excluded), Super Group offers market-related salaries. At a total annual salary level (guaranteed and variable pay), Super Group strives to be a superior payer, the underlying philosophy being that when the Company and the individual achieve a high level of performance, the overall reward is superior to that of the average market offering.

The business units are responsible to ensure that individual employees are correctly positioned in the market from a guaranteed pay perspective and to this end must conduct regular market surveys and benchmarking studies. At a minimum this must be done on an annual basis but, where necessary, should be done to correct any imbalances. These studies use data that is accurate, relevant and up to date and take into consideration local market conditions as well as inflation trends.

Salary increases and salary reviews

There are three forms of salary increases that can be given, namely:

a) Performance-based salary increase;

b) Merit increases; and

c) Salary adjustments.

Performance-based salary increases are awarded in recognition of an individual employee's achievement and level of performance relative to their role in the organisation and the delivery against KPIs set in their performance review.

Merit increases are awarded in recognition of consistent, exceptional performance by an individual employee whose delivery and achievements surpass that which is normally and/or reasonably expected of an employee in that role or may be awarded as a result of a promotion or job role change.

Salary adjustments are awarded to ensure that an individual employee is adequately compensated for the job that they do and/or their knowledge or skills relative to the market value of that job and/or knowledge or skills. Adjustments are made to ensure that no employee is de-incentivised to perform.

All salary increases are subject to the approval of the relevant line managers and must be submitted and actioned in accordance with the processes and procedures established by the Group approvals framework.

Variable pay (STI)

Variable pay is that remuneration which is not guaranteed to the employee and which payment is dependent on the achievement of specified criteria at an individual employee level and/or a collective business level. This form of remuneration is also known as "at risk" pay.

Variable pay or "at risk" pay takes the form of bonuses or commission, with the latter being applicable generally to sales (quota-bearing) staff.

Generally, an employee's variable pay is in the form of a bonus and is split into a "business performance bonus" portion and a "discretionary performance bonus" portion. The targets and bonus achievement splits for the executive directors and senior executives are set out on page 59.

Although commission is, by definition, also a form of "at risk" or variable pay in that it is not guaranteed to the employee, the criteria on which commission are earned are fundamentally different to those applied to bonus earnings.

The targets for the executive directors are as follows:

Targets	**Group CEO Maximum bonus[1] achievement %**	Group CFO Maximum bonus achievement %
HEPS growth >9%	40.0	40.0
Cash generated from operations growth >9%	30.0	25.0
RNOA >WACC + 30% premium (2019: 12.0%)	30.0	25.0
Discretionary personal KPIs	10.0	10.0
Total	110.0	100.0

Note 1: The Group CEO can earn a performance bonus to a maximum of 110% of his guaranteed pay. Bonuses are not earned in relation to any one element, should the performance in that element be less than 50% of such target. For achievement against target between 50% and 100%, the bonuses paid are pro rata.

The targets for F2020 have been amended from F2019 with the substitution of the "Cash generated from operations growth" KPI as opposed to "Profit before tax".

The targets for the senior executives are as follows:

Targets	**Bonus split %**
Profit before tax growth >9%	60.0
Cash generated from operations growth >9%	30.0
Discretionary personal KPIs	10.0
Total	100.0

Senior executives can achieve bonuses of between 50% and 100% of their guaranteed pay depending on their role within the Group and the achievement of their targets. Bonuses are not earned should profit before or after taxation achievement be less than 50% of the targets. For achievement against target between 50% and 100%, the bonuses paid are pro-rated. The target for F2020 has been amended from the 2019 measure with the introduction of the cash generated from operations metric and reduction in profit before taxation weighting to 60%.

Certain employees receive a bonus equivalent to approximately one month's salary provided the Group has met its targets.

Long Term Incentives (LTI)

The Group's LTI programme is the Share Appreciation Rights Scheme (SARS). Senior managers within the Group are eligible to participate in the scheme.

The scheme supports the principle of aligning management and shareholder interests. Performance conditions governing the vesting of these rights are intended to be stretching but achievable. The performance conditions are related to headline earnings per share increasing by 2% per annum above the Consumer Price Inflation Index over the three-year performance period following the award. The grants are conditional upon the participant remaining employed during the performance period.

Remco approves the award of the grants and certifies the achievement of the three-year target prior to the grants vesting.

Share option and incentive scheme grants

Executive directors participate in the Group's share option and incentive schemes, which are designed to recognise the contributions of senior staff to the growth in the value of the Group's equity and to retain key employees. Within the limits imposed by the Company's shareholders, options are allocated to the directors and senior staff in proportion to their contribution to the business as reflected by their seniority and the Company's performance. The options, which are allocated at a price determined by Remco, in terms of a resolution and the applicable JSE Listings Requirements, vest after stipulated periods and are exercisable after a three-year period in terms of the scheme rules.

Share option allocations are considered at least annually and are recommended by Remco and approved by the Board. The underlying principle of these schemes is to provide direct linkage between the interests of shareholders and the efforts of executives or managers.

Targets are linked where applicable to the Group's medium-term business plan, over rolling three-year performance periods. The SARS incorporates performance target requirements which must be met before the exercise of the share grants is permitted. Certain executive directors have an interest in the various share incentive schemes of the Group. The performance targets are set by Remco and may be varied from time to time.

Directors trading in Company securities

All directors are required to obtain clearance prior to trading in Company securities. Such clearance must be obtained from the Chairman of the Company or in his absence from a designated director. The Chairman consults the CEO and Group Company Secretary prior to his trading in the Company's securities. Directors are required to inform their portfolio/investment managers not to trade in the securities of the Company unless they have specific written instructions from that director to do so. Directors also may not trade in their shares during closed periods. Directors are further prohibited from dealing in the Company's shares at any time when they are in possession of unpublished price-sensitive information in relation to those securities, or otherwise where clearance to deal is not given.

Directors' service contracts

Peter Mountford, the CEO, has a written letter of appointment which endures indefinitely and is subject to termination on one month's notice. Colin Brown, the CFO, has a written letter of appointment which endures indefinitely and is subject to termination on two months' notice. Both executives have change of control clauses included in their letters of appointment. The contractual relationship between the Company and its executive directors is controlled through Remco which comprises non-executive directors only.

These contracts are formulated in a manner which is consistent with the provisions of the Basic Conditions of Employment Act.

Beneficial and non-beneficial shareholding

The directors of the Company that hold beneficial or non-beneficial shareholding in the issued shares of the Company as at 30 June 2020 are disclosed in Section B of this report.

Interest of directors in contracts

Fluxmans Inc, a director-related entity up until end of February 2020, assists Super Group with corporate law advisory services in respect of various transactions and several other corporate and labour matters. During the year the Group paid Fluxmans Inc. R6.0 million (2019: R6.2 million) for general legal services.

The directors have certified that they were not materially invested or held a material interest in any transaction of material significance and which significantly affected the business of the Group, with the Company or any of its subsidiaries. Accordingly, no conflict of interest with regard to directors' interests in contracts exists. There have been no material changes in the aforegoing between 30 June 2020 and 6 November 2020.

SECTION B: DIRECTORS' REMUNERATION AND FEES

Executive directors' remuneration, STI and LTI allocations

The achievement of targets for the executive directors for FY2019 is as follows:

Targets	Group CEO Bonus weighting %	Group CFO Bonus weighting %	F2019 achievements %	Group CEO Bonus achievement %	Group CFO Bonus achievement %
Profit before tax growth >9%	30.0	25.0	7.3	18.7	15.4
RNOA >WACC +30% premium (2019: 12.0%)	30.0	25.0	12.6	30.0	25.0
HEPS growth >9%	40.0	40.0	12.5	40.0	40.0
Discretionary personal KPIs[1]	10.0	10.0	100.0	10.0	10.0
Total	110.0	100.0		98.7	90.4

Note 1: The discretionary personal KPI's considered in relation to the CEO include the implementation of strategic initiatives, optimisation of under-performing business units, B-BBEE rating of the South African businesses, new business generation, renewal rates on existing customers as well as environmental and social initiatives. In the case of the CFO, these discretionary personal KPI's include quality of financial reporting, renegotiation of bond and other interest rates, corporate governance and tax compliance, audit performance and management of Bank and Corporate Sponsorship relations.

The targeted increase in HEPS for the award of the 2017 share options was 17.3% (2016: 20.1%). The actual decrease in HEPS over the period was 47.2% (2019: increase of 30.1%).

The annual remuneration (excluding equity awards) of directors for the year ended 30 June 2020:

Year ended 30 June 2020	Basic remuneration[1] R	Subsidiary directors' fees[2] R	Retirement contributions R	Other material benefits[3] R	Total excl performance R	Performance bonus[4] R	Total R
P Mountford	5 994 775	1 149 878	350 000	445 224	7 939 878	7 345 878	15 285 756
C Brown	3 487 803	–	350 000	135 530	3 973 333	2 646 000	6 619 333
Total	9 482 578	1 149 878	700 000	580 755	11 913 211	9 991 878	21 905 089

Notes:

1. *Basic remuneration comprises gross salary.*
2. *For services as a director of SG Fleet, amounting to AUD110 158.*
3. *Other material benefits include entitlement to fuel, cover on the Group's medical healthcare and disability scheme, funeral benefits and travel allowances. These benefits are granted on similar terms to other senior executives.*
4. *Performance bonuses reflect the amounts awarded and paid for the 30 June 2019 financial performance.*

The annual remuneration (excluding equity awards) of directors for the year ended 30 June 2019:

Year ended 30 June 2019	Basic remuneration[1] R	Subsidiary directors' fees[2] R	Retirement contributions R	Other material benefits[3] R	Total excl performance R	Performance bonus[4] R	Total R
P Mountford	5 511 608	1 191 707	349 999	437 041	7 490 355	8 176 188	15 666 543
C Brown	3 244 404	–	349 999	157 733	3 752 136	3 619 000	7 371 136
Total	8 756 012	1 191 707	699 998	594 774	11 242 491	11 795 188	23 037 679

Notes:

1. *Basic remuneration comprises gross salary.*
2. *For services as a director of SG Fleet, amounting to AUD117 502.*
3. *Other material benefits include entitlement to fuel, cover on the Group's medical healthcare and disability scheme, funeral benefits and travel allowances. These benefits are granted on similar terms to other senior executives.*
4. *Performance bonuses reflect the amounts awarded and paid for the 30 June 2018 financial performance.*

Executive directors' share option and incentive scheme grants

Analysis of directors' share option entitlements as at 30 June 2020:

Executive directors' options	**Allocation date**	**Strike price R**	**Balance at 01/07/2019**	**Awarded**	**Exercised**	**Expired[1]**	**Forfeited[2]**	**Balance at 30/06/2020**	**Share based payment expenses/ (reversal)**
Peter Mountford	26/08/2015	31.85	1 071 370	–	–	(1 071 370)		–	
	31/08/2016	40.20	850 000	–	–	(850 000)		–	
	30/08/2017	38.64	1 200 000	–	–	–	(1 200 000)	–	
	28/08/2018	35.37	1 200 000	–	–	–		1 200 000	
	30/08/2019	27.58	–	2 700 000	–	–	–	2 700 000	
Total			4 321 370	2 700 000	–	(1 921 370)	(1 200 000)	3 900 000	(7 810 000)
Colin Brown	26/08/2015	31.85	749 959			(749 959)		–	
	31/08/2016	40.20	500 000	–	–	(500 000)		–	
	30/08/2017	38.64	650 000	–	–	–	(650 000)	–	
	28/08/2018	35.37	650 000	–	–	–	–	650 000	
	30/08/2019	27.58	–	1 000 000	–	–	–	1 000 000	
Total			2 549 959	1 000 000	–	(1 249 959)	(650 000)	1 650 000	(4 230 000)
Total directors' options			6 871 329	3 700 000		(3 171 329)	(1 850 000)	5 550 000	(12 040 000)

Notes:

1. *Expired options have time lapsed or been surrendered prior to expiry date.*
2. *Forfeited options have not met the HEPS requirement for vesting.*

Share option gains after tax

Executive directors	**2020 R'000**	2019 R'000
P Mountford	–	515
C Brown	–	–
Total	–	515

Non-executive directors' fees

Non-executive directors generally receive fixed fees for service on the Board and Board committees. Non-executive directors do not receive short-term incentives nor do they participate in any long-term incentive schemes. The fees paid to non-executive directors were approved by Remco, the Board and shareholders at the AGM.

	Fixed directors' fees including allowances R	Meeting attendance fees R	**Year ended 30 June 2020 (excl VAT) R**	Year ended 30 June 2019 (excl VAT) R
P Vallet[1] – South Africa	767 500	375 000	1 142 500	1 134 167
M Cassim[2]	411 667	190 000	601 667	597 500
D Cathrall[3]	411 667	300 000	711 667	53 333
V Chitalu	411 667	225 000	636 667	552 500
O Mabandla[4]	411 667	100 000	511 667	425 833
J Newbury[5]	166 667	145 000	311 667	627 500
D Rose[5]	166 667	220 000	386 667	787 500
E Banda[6]	–	–	–	557 500
Total	2 747 502	1 555 000	4 302 502	4 735 833

Notes:

1. *Billed by Fluxmans Inc. P Vallet's full-time employer until retirement in February 2020.*
2. *M Cassim will be resigning effective 30 November 2020.*
3. *D Cathrall was appointed effective 1 June 2019.*
4. *O Mabandla resigned effective 8 July 2020.*
5. *J Newbury and D Rose both retired effective 30 November 2019.*
6. *E Banda resigned effective 8 July 2020.*

P Mnisi and S Mehlomakulu were appointed subsequent to 30 June 2020, effective 1 October 2020.

Interests of directors in the share capital of Super Group

The aggregate beneficial holdings of the directors of the Company and their immediate families in the issued ordinary shares of the Company are detailed below. There have been no changes in these shareholdings to the date of approval of this report.

	Number of shares held			
	30 June 2020		30 June 2019	
	Direct	**Indirect**	Direct	Indirect
Beneficial				
P Mountford	53 000	–	35 000	–
Total	53 000	–	35 000	–

There are no associate interests for the above directors and also no non-beneficial shareholdings.

Directors trading in Company securities

On 20 October 2020, Peter Mountford acquired 17 000 shares at an average weighted price of R18.79 per share. No other director has traded in any shares between 30 June 2020 and the date of this Integrated Report.

On behalf of the Remuneration Committee

Valentine Chitalu
Remuneration Committee Chairman

9 November 2020

GROUP SOCIAL AND ETHICS COMMITTEE REPORT

Dear stakeholders,

The economic and social sustainability as well as the governance of Super Group is of key importance to the Group. Effectively managing the consequences of the Group's activities and upholding our commitment to all our stakeholders, not only secures trust, but ensures that Super Group maintains its reputation as a good corporate citizen, attract investors and be the "Employer of Choice".

Mr Oyama Mabandla acted as Chairman of the Group Social and Ethics Committee until his resignation on 8 July 2020 and, on behalf of the Board, I would like to take this opportunity to thank Oyama for his valued contribution. Subject to my election as a non-executive director at the AGM on 18 December 2020, I am honoured to serve as Chairperson of the Group Social and Ethics Committee effective 1 October 2020.

A decision was taken to combine the Corporate Governance Report and Sustainability Report into a consolidated ESG Report for the year ended 30 June 2020. The Group Social and Ethics Committee ("the Committee") assists the Board in monitoring Super Group's performance as a good and responsible corporate citizen and performs its duties in terms of regulation 43 under the Companies Act.

This has been an extraordinary year given the Covid-19 pandemic, resulting in various forms of lockdowns across the world. The Group had to adapt to the "new normal" of doing business whilst ensuring that the environment in which our employees work, adhere to the necessary Covid-19 health and safety protocols. The cost of compliance to these Covid-19 protocols amounted to approximately R22.3 million. The Group had 261 employees who tested positive for Covid-19. The majority of employees self-isolated and were a-symptomatic. We unfortunately had two fatalities as a result of this devastating pandemic and our sincere condolences to their families. In response to Covid-19, Super Group has adopted Covid-19 health and safety protocols which are clearly outlined in the ESG Report on page 19.

Corporate governance within Super Group is managed and monitored by a unitary Board and the Group Audit Committee, supported by this Committee and other sub-committees of the Board. The Board's responsibilities and terms of reference are detailed in the Board Charter. This charter has been developed to enable the directors to maintain effective control over strategic, financial and compliance matters, and is reviewed annually. Further, the charter is updated when required to ensure compliance with the Companies Act, King IV™ and the JSE Listings Requirements.

Super Group's capacity to act as a responsible corporate citizen is directly impacted by its financial performance. The Group continues to focus on initiatives to significantly improve the lives of previously disadvantaged South Africans through training and mentorship.

Our value creation is closely connected to improving the lives and wellbeing of societies in the regions in which we operate. Across both our African and international operations, Super Group continues to invest in its people. Our employees are key to

the success of our Group. Although the Group had to retrench employees as a direct result of Covid-19, our workforce increased by 1 279 employees across all regions on the back of the various acquisitions concluded during the year. Retrenchment costs, mostly associated with Covid-19, amounted to approximately R31.4 million. Despite retrenchments, we recruited 172 (2019: 222) unemployed Black learners as well as 32 (2019: 20) disabled Black ladies to participate in learnership programmes this past year. No bursaries were awarded during the year, however, the learnership programme currently has 184 students of which 104 are in the employ of Super Group.

The total number of accidents increased to 481 (June 2019: 332) mainly due to the unacceptable condition of our road infrastructure, the increasing criminal attacks on trucks and the lawlessness of drivers on our roads continue to increase. We had two fatalities, both in Supply Chain Africa, during the year and our condolences go out to their families and colleagues. We continue to strive for a zero-rate fatality level.

Super Group actively contributes to the social upliftment of previously disadvantaged communities as well as where there is a real need. We are aware of the devastating effect Covid-19 has had on the communities we operate in and as a result, we increased the Group's total Corporate Social Investment contribution for the financial year ended 30 June 2020 to R20.6 million, an increase of 31.2% on the prior year's R15.7 million. The various CSI initiatives undertaken by Supply Chain, Fleet Solutions and Dealerships are set out in more detail on pages 26 to 28 of the ESG Report.

In line with our overall approach to ESG principles, we have put in place a number of environmentally-friendly business practices across the Group, many of which also make good financial sense as they drive improved efficiencies at the same time. The Group reported a 10.5% decline in its carbon emissions from 390 134 tonnes (2019) to 349 107 tonnes mainly as a result of less traveling on the back of the various Covid-19 lockdowns. We also ensure that all vehicles are properly maintained and are not overloaded. Along with frequent driver training, this ensures that carbon emissions from all our vehicles meet manufacturers' specifications. This in turn contributes to reduced pollution as well as better driving habits.

Despite Covid-19 and the dire impact it is having on world economies, Super Group acknowledges that there is more to be done. The following imperatives, forming part of the Group's strategy, will provide the context for setting the Group's sustainability targets going forward:

- actively contributing to the success of emerging entrepreneurs and supporting local initiatives;
- continuing to firmly embed sustainability management in all businesses;
- setting clear transformation and gender diversity targets;
- retention of key talent and succession planning; and
- enterprise and socio-economic development.

GROUP SOCIAL AND ETHICS COMMITTEE REPORT *continued*

Composition and responsibilities

Chairperson	Pitsi Mnisi (effective 1 October 2020) Oyama Mabandla (resigned effective 8 July 2020)
Members	Peter Mountford Simphiwe Mehlomakulu (effective 9 November 2020) Colin Brown (resigned effective 9 November 2020) Exco members (by invitation)
Independence	In terms of King IV™, the majority of Committee members should consist of non-executive directors. Super Group has taken a decision that the duties of the Committee overlap with certain duties performed by Remco, the Group Audit Committee and the Group Risk Committee and are therefore satisfied that all of the independent non-executive directors not serving on the Committee, are updated on all the social and ethics-related matters of the Group. Effective 9 November 2020, the majority of the members will be independent non-executive directors.
Secretary	John Mackay
Role and function	The Committee has a Board-approved Social and Ethics Charter which incorporates the responsibilities of the Committee and its terms of reference, aligned to the guidelines and requirements provided by the Companies Act and King IV™.
Responsibilities	The Committee: • executes its statutory duties in terms of the requirements of the Companies Act and King IV™; • regularly reviews the Social and Ethics Charter and updates it where necessary to ensure that its terms of reference comply with all regulatory and legislative guidelines and that the Committee performs its duties in terms of all the relevant regulatory requirements; • ensures that the highest ethical standards and integrity are maintained when dealing with external and Internal stakeholders as outlined in the Group's Code of Ethics, available on the Group's website; • consults advisors and attends presentations on the various aspects of the duties and responsibilities relating to social and ethics issues; • creates a reporting structure for the Group's business units in respect of the Committee's requirements; • monitors the Group's compliance with the United Nations Global Compact 10 Principles on Human Rights, Environment, Labour and Anti-Corruption; • monitors the Group's compliance with the Organisation for Economic Co-operation and Development recommendations regarding corruption; • monitors the Group's compliance with the International Labour Organization's definition of "Decent Work"; • monitors the Group's Corporate Social Investment; • monitors the Group's achievements against its Employment Equity Plan; and • monitors the B-BBEE Staff Empowerment Scheme.
Assurance	The Committee hereby confirms that it has executed its duties in accordance with these terms of reference during the past financial year. Greenstone, an independent consultant, assists Super Group to collect, manage, analyse and report the data required to fulfil its ESG compliance reporting requirements in terms of monitoring the impact of the Group on the environment.

ACTIVITIES UNDERTAKEN BY THE COMMITTEE DURING THE YEAR

The activities undertaken by the Committee during the year are set out in detail in the ESG Report that can be found on the Group's website www.supergroup.co.za.

In addition, the Committee:

- reviewed the Group's response to Covid-19 and that the Group complied with the Covid-19-related regulatory requirements as promulgated by the various governments. and receives reports on the number of infections and recoveries. It also assessed and reviewed the Group's current and potential future scenarios and action plans;
- reviewed the Group's transformation and gender equality targets to align with industry trends;
- critically reviewed CSI spend to ensure that the major CSI projects, like Rise Against Hunger Africa, Rays of Hope and the Pink Drive, are still being supported; and
- reviewed progress against the Group's environmental targets.

STAKEHOLDER ENGAGEMENT

As promoted by King IV™, inclusive stakeholder engagement is encouraged whereby the Board considers the legitimate interests and expectations of stakeholders on the basis that is in the best interests of the Company, and not merely as an instrument to serve the interests of the shareholders.

The Companies Act also requires a Company to embrace engagement with its shareholders, employees, unions, communities and consumers. The Committee monitors and assists with stakeholder engagement.

Stakeholders are also considered when assessing the materiality of issues.

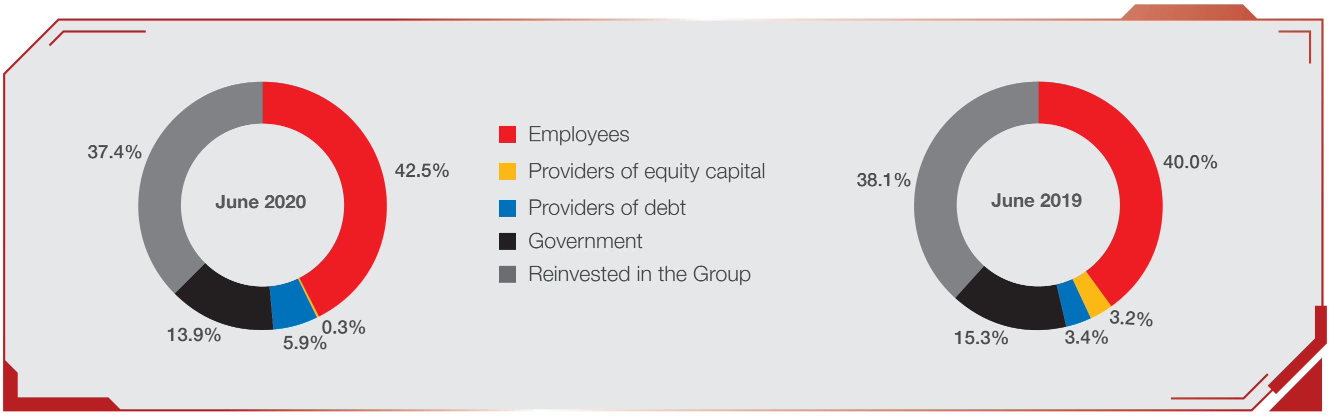
Super Group believes that open and transparent communication with stakeholders is important and uses many avenues to facilitate the engagement with its stakeholders on a regular and constructive manner. There are various internal functions within the Group to ensure that the needs and requirements of all stakeholders are addressed. The Committee, in conjunction with the Human Resources department and investor relations function, ensures that stakeholder engagement is executed.

For further details on the specific engagement with each of the stakeholder categories, as well as determining materiality when assessing the risks associated with Super Group's business, see the ESG Report on the website.

VALUE-ADDED STATEMENT

A measure of the wealth created by Super Group, for various stakeholders, is the amount spent on the cost of goods and services provided, the remuneration paid to its employees, money paid to providers of equity and debt, taxes paid to Government and capital reinvested in the Group.

	Year ended 30 June 2020 R'000	%	Year ended 30 June 2019 R'000	%
Revenue	34 578 298		37 861 772	
Goods and services provided	(24 777 998)		(27 975 633)	
Total wealth created	9 800 300		9 886 139	
Allocated as follows:				
Wealth distributed	6 132 868	62.6	6 119 767	61.9
Employees	4 169 171	42.5	3 957 594	40.0
Provider of equity capital	27 034	0.3	314 804	3.2
Providers of debt	573 453	5.9	332 192	3.4
Government	1 363 210	13.9	1 515 177	15.3
Reinvested in the Group	3 667 432	37.4	3 766 372	38.1
Total wealth distributed and reinvested	9 800 300	100.0	9 886 139	100.0
Number of employees	13 568		12 289	
Wealth created per employee	722		804	
Wealth distributed per employee	307		322	
Revenue per employee	2 549		3 081	



OUTLOOK FOR 2021

The Committee is satisfied with the Group's progress in the different areas and with the plans for the 2021 financial year. The Committee is aware its function will continue to evolve as it addresses all the responsibilities within its mandate as well as bring it in line with the King IV™ requirements.

The one critical area that has to be evaluated is the root causes of the accidents and fatalities reported for the year and the improvements in operating procedures and behaviours needed to prevent repeat occurrences. The Committee will also be reviewing the Group's OHS reporting protocols to ensure applicable standards are consistently applied.

On behalf of the Group Social and Ethics Committee

Pitsi Mnisi
Chairperson of the Group Social and Ethics Committee

9 November 2020

supergroup

SUMMARISED CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 30 June 2020

PREPARATION OF THE SUMMARISED CONSOLIDATED FINANCIAL STATEMENTS

The Annual Financial Statements, available on the Group's website www.supergroup.co.za as well as the Summarised Consolidated Financial Statements contained in this Integrated Report, have been prepared under the supervision of the Chief Financial Officer, C Brown, BCompt (Hons), CA(SA) and MBL.

Colin Brown
Chief Financial Officer and Debt Officer

9 November 2020

GROUP COMPANY SECRETARY CERTIFICATE

In terms of section 88(2)(e) of the Companies Act, I certify that, to the best of my knowledge and belief, Super Group has, in respect of the financial year ended 30 June 2020, lodged with CIPC all returns and notices required of a public company in terms of the Companies Act and that all such returns and notices are true, correct and up to date.

John Mackay
Group Company Secretary

9 November 2020

DIRECTORS' RESPONSIBILITIES AND APPROVAL

For the year ended 30 June 2020

RESPONSIBILITIES

The Board is required by the Companies Act to maintain adequate accounting records and is responsible for the content and integrity of the Annual Financial Statements of Super Group and related financial information included in this Integrated Report and published on the Group's website www.supergroup.co.za. It is its responsibility to ensure that the Annual Financial Statements fairly present the financial position of the Company and the Group at the end of the financial year and the results of their operations and cash flows for the year then ended, in conformity with IFRS and the requirements of the Companies Act. The External Auditor is engaged to express an independent opinion on the Annual Financial Statements.

The Annual Financial Statements have been audited by the independent accounting firm, KPMG Inc., which was given unrestricted access to all financial records and related data, including minutes of all meetings of the shareholders, the directors and its committees. The directors believe that all representations made to the independent auditors during the audit were valid and appropriate.

The Annual Financial Statements are prepared in accordance with IFRS and are based upon appropriate accounting policies consistently applied and supported by reasonable and prudent judgements and estimates.

The directors acknowledge that they are ultimately responsible for the system of internal financial control established by the Group and place considerable importance on maintaining a strong control environment. To enable the directors to meet this responsibility, the directors set standards for internal control aimed at reducing the risk of error or loss in a cost-effective manner. The standards include the proper delegation of responsibilities within a clearly defined framework, effective accounting procedures and adequate segregation of duties to ensure an acceptable level of risk. These controls are monitored throughout the Group and all employees are required to maintain the highest ethical standards in ensuring the Group's business is conducted in a manner that in all reasonable circumstances is above reproach. The focus of risk management in the Group is on identifying, assessing, managing and monitoring all known forms of risk across the Group.

While operating risk cannot be fully eliminated, the Group endeavours to minimise it by ensuring that appropriate infrastructure, controls, systems and ethical behaviour are applied and managed within predetermined procedures and constraints.

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

The directors have reviewed the Group's cash flow forecast for the year ending 30 June 2021 and, in the light of this review and the current financial position, they are satisfied that the Company and Group have or have access to adequate resources to continue in operational existence for the foreseeable future.

GOING CONCERN STATEMENT

Performance

As reflected in Super Group's results, most of the Group's businesses have seen a significant impact on volumes due to lockdown restrictions. Severe losses of revenue and reductions in profits during the lockdown were experienced in Dealerships UK, Dealerships SA, Supply Chain Africa, Supply Chain Europe and SG Fleet.

For the 2021 financial year, a steady recovery in revenue on the back of easing Covid-19 restrictions and a recovery in economies in which the Group operates, is expected. In addition, it is also expected that the Group's operations will deliver an improvement in operating profit and free cash flow generation. While many of the markets experienced an increase in activities since lockdown restrictions were eased, further lockdowns from the second wave of the Covid-19 pandemic will negatively impact the Group's operations and performance.

Solvency and liquidity

As at 30 June 2020, the Consolidated Statement of Financial Position reflects total equity of R13 026 million. The Group has various funding facilities across the divisions, with adequate headroom across the different types of funding. As at 30 June 2020, the Group had R4 628 million in cash and cash equivalents, of which R2 720 million was held in wholly-owned subsidiaries. In addition, the Group had unutilised borrowing capacity of R5 281 million at 30 June 2020, of which R1 600 million relates to committed liquidity facilities.

The Group has externally imposed capital requirements in terms of debt covenants. The covenants, which exclude the SG Fleet operations and exclude IFRS 16 — Leases, requires the Group to maintain a net debt to EBITDA ratio of no more than 2.5 times and an EBITDA to net interest expense ratio of no less than 2.7 times. At 30 June 2020, the Group's net debt to EBITDA ratio was 1.26 times and the net interest cover ratio was 5.8 times. This leaves the Group with significant headroom to sustain any further lockdown restrictions. Super Group has tested the possibility of the Group not meeting debt covenants if the countries in which the Group operates had to be subjected to the same lockdown restrictions that were instituted in April 2020. In this unlikely scenario, the forecast did not indicate a breach of debt covenants for at least a four month period.

In addition, capital expenditure for the 2021 financial year will be limited to essential and committed expenditure. The focus for the immediate future will be operating cash flows aided by strict working capital management. These measures, all within management control and not impeding the Group's ability to meet client demands, will provide greater liquidity and financial flexibility.

CONCLUSION

On the basis outlined above, the directors consider it appropriate for the going concern basis to be adopted in preparing the Annual Financial Statements.

The Annual Financial Statements of the Group and Company were approved by the directors on 9 November 2020 and were signed on their behalf by

Peter Mountford
Chief Executive Officer

Colin Brown
Chief Financial Officer and Debt Officer

GROUP AUDIT COMMITTEE REPORT

INTRODUCTION

The Group Audit Committee (the Committee) has pleasure in submitting this report, which has been approved by the Board and has been prepared incorporating the recommendations of King IV™.

In summary, this Committee assists the Board in its oversight responsibilities covering the:

- assessment of the internal and external audit processes to ensure that the processes are adequate and effective to mitigate the significant control risks for the Group.
- adequacy and functioning of the Group's internal controls;
- integrity of the financial reporting processes; and
- expertise of the CFO.

The Committee is elected by the shareholders in terms of section 94(2) of the Companies Act. The Group Risk Committee is a subcommittee of the Committee.

The Committee consists of a minimum of three independent non-executive directors of the Board. It meets at least four times per annum as per its Charter. The Committee met five times during the year ended 30 June 2020.

The Committee has performed all the duties required.

COMPOSITION OF THE COMMITTEE

Chairperson	David Cathrall (Independent Non-executive Director)
Members	Mariam Cassim (Independent Non-executive Director) (Resigning effective 30 November 2020) Valentine Chitalu (Independent Non-executive Director) Pitsi Mnisi (Independent Non-executive Director) (Effective 1 October 2020)
Permanent invitees	Peter Mountford (Group CEO) Colin Brown (Group CFO and Debt Officer) Dwight Thompson (Designated Audit Partner from KPMG Inc.) Nicola Bryce (Group Audit Manager from KPMG Inc.) Zack Sieberhagen (Group Financial Controller) Elton Biljon (Group Financial Manager) Reyaaz Mahmood (Head of Group Audit Services and Risk Manager) Clive Pincus (Group Tax Manager)
By invitation	Phillip Vallet (Non-executive Chairman)
Secretary	John Mackay

EXECUTION OF RESPONSIBILITIES DURING THE YEAR

The Committee is satisfied that, for the financial year ended 30 June 2020, it has performed all the functions required to be performed by an Audit Committee as set out in the Companies Act. The Committee's terms of reference are as follows:

External Audit

The Committee amongst other matters:

- Nominated the reappointment of KPMG Inc. as external auditor and Mr Dwight Thompson as the individual designated auditor for the financial year ended 30 June 2020 and ensured that the appointment complied with all applicable legal and regulatory requirements for the appointment of an auditor.
- Satisfied itself as to the qualifications and competence of KPMG Inc. and the designated audit engagement partner.
- Approved the proposed fees for the current year audit.
- Approved the external auditor for each material subsidiary company for re-appointment.
- Reviewed the audit effectiveness and evaluated the external auditor's internal quality control procedures.
- Obtained an annual confirmation from the external auditor that their independence was not impaired.
- Determined the terms of engagement and the fees to be paid to KPMG Inc. as disclosed in note 24.4 in the Annual Financial Statements.
- Approved a Non-Audit Services Policy which determines the nature and extent of any non-audit services which KPMG Inc. may provide to the Group.
- Pre-approved any proposed contract with KPMG Inc. for the provision of non-audit services to the Group. An annual approval is made for certain services that are requested by management. The services rendered against this approval are reviewed at each meeting of the Committee. All other services are specifically approved by the Committee when requested.

- Considered whether any reportable irregularities were identified and reported by the external auditor in terms of the Auditing Profession Act No 26 of 2005.
- Considered any reported control weaknesses, management's response for their improvement and assessed their impact on the general control environment.
- Considered the tenure of the external auditor and found it to be appropriate.
- Noted the requirement relating to mandatory audit firm rotation and that this will be implemented at the appropriate time.

The Committee is satisfied that KPMG Inc. is independent of the Group after taking the following factors into account:

- Representations made by KPMG Inc. to the Committee.
- The auditor does not, except as external auditor or in rendering of permitted and approved non-audit services, receive any remuneration or other benefits from the Group.
- The auditor's independence was not impaired by any consultancy, advisory or other work undertaken by the auditor.
- Dwight Thompson of KPMG Inc. has been the designated audit partner of the Group for five years. In terms of the requirements of the Companies Act, Dwight Thompson will be replaced by David Read as the designated audit partner for the year ending 30 June 2021.
- In terms of the rules issued by the IRBA, KPMG Inc. may remain as the auditors of the Group at the latest April 2023.
- The Committee obtained and considered all information listed in the JSE Listings Requirements in its assessment of the suitability of KPMG Inc. for reappointment.
- The criteria specified for independence by IRBA and international regulatory bodies have been met.

Internal Audit

The Committee:

- Reviewed and approved the internal audit charter and annual audit plan and evaluated the independence, effectiveness and performance of the Internal Audit Department and its compliance with the charter.
- Considered the reports of the internal auditor on the Group's systems of internal control including financial controls, business risk management and maintenance of effective internal control systems.
- Received assurance that proper and adequate accounting records were maintained and that the systems safeguarded the assets against unauthorised use or disposal thereof.
- Reviewed significant issues raised by the internal audit processes and the adequacy of corrective action in response to significant internal audit findings.

ACTIVITIES UNDERTAKEN BY THE COMMITTEE DURING THE YEAR

Oversight of risk management

The Committee, as a result of its responsibility for internal controls, has ensured that all material risks have been identified and that the mitigation of these risks was effectively managed. The Committee has also satisfied itself that the level of unmitigated risks, both individually and in totality, are within the risk appetite of the Group, and that there is sufficient assurance provided to manage risks and the control environment through both internal and external assurance providers.

David Cathral, Philip Vallet and Mariam Cassim (resigning effective 30 November 2020) are members of the Group Risk Committee, ensuring that the Committee is an integral component of the risk management process. Pitsi Mnisi, appointed as Independent Non-executive Director effective 1 October 2020, joined the Group Risk Committee on the same date.

Internal financial controls

The Committee reviewed the plans and work outputs of the internal auditors and concluded that these were adequate to address all significant financial risks facing the business.

As noted above, the Committee also reviewed the reporting and monitoring of the adequacy and effectiveness of the internal controls and based on this concluded that there had been no material breakdowns in internal control, including financial controls, business risk management and the maintenance of effective material control systems throughout the year.

Internal Audit

Super Group has an Internal Audit Department. The Head of Group Audit Services is Reyaaz Mahmood. He reports functionally to the chair of the Committee and administratively to the CFO. Annually the Committee approves the Internal Audit Plan and any variation thereof. The chairman of the Committee meets with the Head of Group Audit Services on a regular basis and the Head of Group Audit Services has unfettered access to all members of the Committee. The Committee considered and was satisfied with the independence and effectiveness of the Internal Audit function and monitored adherence to the annual Internal Audit Plan.

Financial reporting

The Committee ensures that the financial reporting to stakeholders is a fair representation the state of affairs of Super Group which includes the Consolidated Annual Financial Statements.

The Committee among other matters:

- Confirmed the appropriateness of the going concern assumption as the basis of preparation of the Annual Financial Statements.
- Examined and reviewed the Annual Financial Statements, as well as all other financial information including the effects of Covid-19 on the Group that was disclosed prior to the submission to the Board for their approval and then for disclosure to stakeholders.
- Recommended to the Board that Annual Financial Statements and the financial information contained in the Integrated Report be approved.
- Considered the appropriateness of the accounting policies adopted and changes thereto.
- Reviewed the external auditor's audit report and key audit matters included.
- Reviewed the representation letter relating to the Annual Financial Statements which was signed by management.
- Considered any problems identified and reviewed any significant legal and tax matters that could have a material impact on the Annual Financial Statements.
- Considered accounting treatments, significant unusual transactions, impairments and accounting judgements.

The Committee was not required to deal with any complaints relating to accounting practices or internal audit, nor to the content or audit of the Annual Financial Statements, nor internal financial controls and related matters.

Proactive monitoring

The Committee hereby confirms that the Group has considered the findings contained in the JSE's Proactive Monitoring Reports and the IFRS 9 and IFRS 15 thematic review when preparing the Consolidated Annual Financial Statements for the year ended 30 June 2020.

The major points covered by the JSE that relate to the Group are:

- The classification of cash flows between operating, investing and financing must be correctly assessed – the material items have been assessed and have been properly allocated in the Consolidated Statement of Cash Flows.
- Tax rate reconciliation – generic terms are used with too much aggregation. The reconciliation has been assessed disclosing additional line items with specific descriptions and is dealt with in note 26 to the Annual Financial Statements.
- The implementation of IFRS 9 and IFRS 15 was considered together with the increased disclosure requirements and dealt with in notes 38.5 and 23 to the Annual Financial Statements.
- The implementation of IFRS 16 was considered together with the increased disclosure requirements and dealt with in note 3 to the Annual Financial Statements.
- Classification of liabilities between current and non-current is dealt with in the Consolidated Statement of Financial Position.
- Material judgement and estimations is dealt with in note 40 to the Annual Financial Statements.

KEY AUDIT MATTERS

The Committee has considered the key audit matters as outlined in the external auditor's report. These matters have been covered in the significant areas of judgement below:

In arriving at the figures disclosed in the Annual Financial Statements, there are many areas where judgement is required. These are outlined in note 40 – Critical accounting judgements, estimates and assumptions to the Annual Financial Statements. The Committee has considered the quantum of the assets and liabilities on the Consolidated Statement of Financial Position and other items that require significant judgement. The following items of judgement were considered:

- Impairment of the following assets:
  - Goodwill and Intangible assets;
  - Properties;
  - Right-of-use assets; and
  - Investments in subsidiaries held by the Company.
- Residual value of tangible assets;
- Fair value measurement of financial instruments;
- Net realisable value assessment of inventory;
- Incremental borrowing rates on application of IFRS 16 – Leases.
- Impact of the Covid-19 pandemic

Key sources of estimation and uncertainty relate to:

- Future cash flows.
- Growth rates.
- Forward looking information utilised in the expected credit loss model.

In making its assessment in each of the above areas, the Committee questioned senior management and examined the external auditor's report in arriving at their conclusions. The Committee reviewed the disclosures, considered the procedures undertaken by the senior management and were satisfied that sufficiently robust processes were followed with regards to the judgements relating to the above items.

CHIEF FINANCIAL OFFICER

The Committee is satisfied that Colin Brown has the appropriate expertise and experience to meet the responsibilities of his appointed position as CFO as required by the JSE.

The Committee is satisfied:

- with the expertise and experience of the Group Financial Manager, Elton Biljon; and
- that the resources within the finance function are adequate to provide the necessary support to the CFO.

In making these assessments, the Committee has obtained feedback from the external auditor.

SUBSIDIARY COMPANIES

Except for SG Fleet, which has its own Independent Audit Committee, each operating subsidiary company that has outside shareholders and/or is located offshore has an established Divisional Audit Committee comprised of members that are independent of divisional management, chaired by the Group CFO, which reports to the Committee. The Committee is notified of all Divisional Audit Committee meetings and committee members are entitled to attend. Minutes of the meetings of the Divisional Audit Committees are made available to members of the Committee.

APPROVAL

Having achieved its objectives, the Committee has recommended the Consolidated and Summarised Annual Financial Statements for the year ended 30 June 2020 for approval to the Board. The Board has subsequently approved the reports, which will be open for discussion at the forthcoming AGM on 18 December 2020.

On behalf of the Group Audit Committee

David Cathrall
Group Audit Committee Chairman

9 November 2020

DIRECTORS' REPORT

The directors present their report which forms part of the Annual Financial Statements of the Company and of the Group for the year ended 30 June 2020.

NATURE OF BUSINESS

Super Group Limited (Registration number 1943/016107/06), the holding company of the Group, is a company listed on the Main Board of the JSE in the "Industrial Transportation" sector, incorporated and domiciled in the Republic of South Africa. Super Group is a broad-based supply chain management business, operating predominantly in South Africa, with operations across sub-Saharan Africa and businesses in Australia, Europe, New Zealand and the United Kingdom. Its principal operating activities include supply chain management, dealerships and fleet management activities.

FINANCIAL RESULTS

The results for the year are set out in the Summarised Consolidated Financial Statements presented on pages 79 to 95 of this Integrated Report. The Annual Financial Statements are published on the Group's website www.supergroup.co.za.

YEAR UNDER REVIEW

Super Group reported results for the year ended 30 June 2020 that reflect the challenging macroeconomic and trading conditions experienced across the various geographies in which the Group trades, as well as the significant negative impact of the novel coronavirus (Covid-19) pandemic. The overview of the results as well as the financial performance of the Group is dealt with in the Chief Executive Officer's Report and the Divisional Reviews in this Integrated Report published on the Group's website.

SIGNIFICANT EVENTS

Acquisition of Lieben Logistics and GLS

Super Group Holdings acquired a 65% interest in Lieben Logistics and 51% interest in GLS on 3 July 2019. The purchase price for Lieben Logistics was R498.8 million and the purchase price of GLS was R96.4 million. In January 2020, the Group acquired an additional 2.4% interest in Lieben Logistics for R13.1 million, taking its interest to 67.4%. These acquisitions form part of the Supply Chain African segment.

Acquisition of TLT

inTime acquired an 80% interest in TLT on 5 July 2019 for R186.9 million. This acquisition forms part of the Supply Chain Europe segment.

Acquisition of Zultrans

Super Group acquired an 80% interest in Zultrans, an express freight and distribution business, effective 1 March 2020, for a purchase consideration of R26.7 million. This acquisition forms part of the Supply Chain African segment.

Raising of unsecured debt notes

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

- SPG008 was listed on 15 October 2019. The value of the SPG008 issue was R250 million with interest of three-month JIBAR plus 139 basis points, coupon rate payable quarterly on 15 January, 15 April, 15 July and 15 October of each year. The maturity date of the issue is 15 October 2022.
- SPG009 was listed on 15 October 2019. The value of the SPG009 issue was R350 million with interest of three-month JIBAR plus 158 basis points, coupon rate payable quarterly on 15 January, 15 April, 15 July and 15 October of each year. The maturity date of the issue is 15 October 2024.
- SPGC01 was listed on 15 October 2019. The value of the SPGC01 issue was R150 million with interest of three-month JIBAR plus 95 basis points, coupon rate payable quarterly on 15 January, 15 April, 15 July and 15 October of each year. The maturity date of the issue is 15 October 2020.

DEBT LISTINGS REQUIREMENTS

Colin Brown was appointed as the Group Debt Officer effective 13 October 2020. The Board confirms that it is satisfied with the competence, qualifications and experience of the Group Debt Officer.

Refer to note 20.5 for details of the debt raised under the DMTN programme and the Group Audit Committee Report on pages 70 to 73 for confirmation of compliance with the applicable requirements. Refer to http://www.supergroup.co.za/investors/shareholder-centre for details on the implementation of King IV™.

SUBSEQUENT EVENTS

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

SHARE CAPITAL

The authorised and issued share capital is detailed in note 14 of the Annual Financial Statements.

DIRECTORS AND GROUP COMPANY SECRETARY

The names of the directors and Group Company Secretary who currently hold office are as follows:

Phillip Vallet: *Non-Executive Director and Chairman of the Company*	Phillip qualified as a lawyer in 1971. He was the senior partner and CEO of Fluxmans Attorneys until his retirement in February 2020. He continues to consult to Fluxmans on an executive basis. Phillip joined the Board in 1999. From April 2009 to 29 July 2009 he acted as interim CEO until the appointment of Peter Mountford to the position. He assumed the position as Non-executive Chairman of the Company effective 1 November 2009.
Mariam Cassim: *Independent Non-Executive Director (resigning effective 30 November 2020)*	Mariam Cassim was appointed as an Independent Non-executive Director with effect from 1 July 2015. Until recently Ms Cassim held a number of senior positions at Telesure Investment Holdings as well as Thebe Investment Corporation, and currently holds, the position of Chief Officer: Financial Services at Vodacom. She has notable board experience having served previously on the main board as well as subcommittees of listed as well as unlisted companies. A recipient of various academic awards, both local and international, Ms Cassim is a Chartered Accountant (SA) and was singled out by the South African Institute of Chartered Accountants (SAICA) as a finalist in the 35-under-35 most outstanding young chartered accountants in the country. She has an MBA (cum laude) from the University of Cape Town's Graduate School of Business.
David Cathrall: *Independent Non-Executive Director*	David has a Bachelor of Commerce (B.Com) and Bachelor of Accountancy (B.Acc) from the University of the Witwatersrand and is a member of the South Africa Institute of Chartered Accountants (CA(SA)). He was a Senior Partner at EY until his retirement in 2018, with considerable experience as the engagement partner on the audits of large listed companies. He held various positions in EY including being a member of the EY Executive and Remuneration Committees.
Valentine Chitalu: *Independent Non-Executive Director (appointed Lead Independent Non-Executive Director effective 30 September 2020)*	Valentine is an entrepreneur in Zambia and Southern Africa, specialising in Private Equity and General Investments. In the early part of his career, he worked at KPMG London Office. Valentine was previously CEO at the Zambia Privatisation Agency where he was responsible for the divestiture of over 240 enterprises. He later worked for CDC Group Plc, both in London and Lusaka, and recently retired as a Non-executive Director of the CDC Group Plc; a Fund-of-Funds Group based in London. Valentine holds several other board positions in Zambia, Australia and the United Kingdom. He is currently Chairman of MTN (Zambia) Limited and the Phatisa Group, a Pan African Private Equity Fund Manager. Valentine is a UK Qualified Accountant and holds a Masters Degree in Development Economics from Cambridge University in the United Kingdom. Valentine was appointed as Lead Independent Director effective 30 September 2020.
Pitsi Mnisi: *Independent Non-Executive Director (effective 1 October 2020)*	Pitsi Mnisi was appointed as an Independent Non-executive Director with effect from 1 October 2020. She is a qualified Chartered Accountant (SA) with extensive experience across mining, investments, transportation, manufacturing and construction. She is founder and director of a wholly black owned and managed consulting and corporate finance advisory company, Lynshpin Cedar, as well as co-founder and a director of an investment holding business, Mcorp Investments, with interests across various sectors. Prior to this, Pitsi was Finance Manager on the Venetia Underground Project for De Beers. She has extensive experience in corporate governance matters having served on a number of Boards and Chaired a number of Finance and Audit Committees. She has also worked at Deloitte and Touché as a senior tax consultant, providing both employees and corporate tax compliance & advisory services to various corporates, and was seconded to the UK as an assistant manager in the audit department. Being ambitious and an entrepreneur, she left formal employment in December 2013 to form Lynshpin Cedar.
Simphiwe Mehlomakulu: *Independent Non-Executive Director (effective 1 October 2020)*	Simphiwe Mehlomakulu was appointed as an Independent Non-executive Director with effect from 1 October 2020. Simphiwe is an entrepreneur and in September 2003, he, with his co-founders, formed the Reatile Group to invest in the Petroleum and Energy sectors of the Southern African economy. He was appointed Executive Chairman and has grown Reatile Group over a 17-year period. He started his career in 1993 at Sasol Limited where he spent time in the Sasol Technologies division, Sasol Phenolics division and Sasol Solvents division, the latter as Global Export Manager. He joined Old Mutual Limited in 2000 as General Manager: Stategy Effectiveness Broker. In 2002, Simphiwe joined PetroSA (Pty) Ltd as General Manager: Trading, Supply and Logistics and in 2003 was promoted to Managing Director PetroSA Europe. He served as Chairman of the Board of Governors, for the South African Petroleum Industry Association, in 2004.

Peter Mountford: *Group CEO*	Peter is a qualified Chartered Accountant with an MBA from Warwick University. His business experience includes the role of Managing Director of SAB Diversified Beverages which included SAB's Supply Chain Services and Logistics interests. He was previously the Managing Director of Super Group's Logistics and Transport Division until June 2002, after which he joined Imperial Holdings Limited (Imperial). Over the six years to April 2008 he fulfilled the role of CEO of the Consumer Logistics Division at Imperial. He rejoined Super Group in May 2008 as Managing Director of the Supply Chain Division. Peter was appointed CEO on 29 July 2009. Peter is also a Director of the Road Freight Association. Peter was the Master Category Winner of the EY World Entrepreneur Award Southern Africa 2016. Peter was recognised as the CNBC Africa 2018 Business Leader of the Year.
Colin Brown: *Group CFO*	Colin is a Chartered Accountant and has an MBL from the UNISA School of Business Leadership. Colin provided support services to the Group`s treasury activities from June 2009 to February 2010, and was subsequently appointed to the Board as CFO. Prior to that, Colin was CFO and a member of the Board of Celcom Group Limited, a business in the mobile phone industry and previously listed on the Alternative Exchange (AltX) of the JSE. Colin has also held the Financial Director position at EDS Africa Limited and Fujitsu Services South Africa, both multi-national companies in the IT services industry.
John Mackay: *Group Company Secretary*	John has over 25 years of experience at a Director level in numerous well known corporations in South Africa. In 2003 John was CEO of The Link Investment Trust, the franchisor for Link Pharmacies, and was a member of the Clicks healthcare executive team during the transformation years of the pharmaceutical industry in South Africa. Prior to joining Super Group, John was the Managing Director of Patleys (Pty) Ltd and a board member of the Bidvest Foods Africa board. John joined Super Group in February 2016 as the Group Executive for Marketing and new business development and was appointed as the Group Company Secretary effective from 1 January 2020. John is also a director of South Africa Day, representing Super Group.

Other than the changes to the Board set out in this report, there were no other Board changes to the date of publishing the Integrated Report.

Details of directors' remuneration, share appreciation rights and options appear on pages 59 to 60.

DIVIDENDS

The Board has resolved not to declare a dividend for the current year. The dividend policy will be reviewed in the year ahead.

RESOLUTIONS

During the year, other than the resolutions passed at the Annual General Meeting on 26 November 2019, the shareholders of the Company passed no other resolutions. No special resolutions, the nature of which might be significant to members in the appreciation of the affairs of the Group, were passed by any subsidiary companies during the year covered by this Integrated Report.

SUBSIDIARY COMPANIES

Details of the principal subsidiary companies appear on pages 111 and 112 of the Annual Financial Statements available on the website.

SHARE OPTION SCHEMES

Refer to note 39 of the Annual Financial Statements for information relating to option schemes, share-based payments and the B-BBEE Staff Empowerment Scheme.

LITIGATION STATEMENT

Super Group is not involved in any material legal or arbitration proceedings or legal actions, nor are the directors aware of any proceedings that are pending or threatened, that may have, or have had, in the 12-month period preceding the date of this Integrated Report, a material adverse effect on the Group's financial position.

MATERIAL CHANGES

There have been no material changes in the financial or trading position of the Company and its subsidiaries between 30 June 2020 and the date of this Integrated Report.

GOING CONCERN

Performance

As reflected in Super Group's results, most of the Group's businesses have seen a significant impact on volumes due to lockdown restrictions. Severe losses of revenue and reductions in profits during the lockdown were experienced in Dealerships UK, Dealerships SA, Supply Chain Africa, Supply Chain Europe and SG Fleet.

For the 2021 financial year, a steady recovery in revenue on the back of easing Covid-19 restrictions and a recovery in economies in which the Group operates, is expected. In addition, it is also expected that the Group's operations will deliver an improvement in operating profit and free cash flow generation. While many of the markets experienced an increase in activities since lockdown restrictions were eased, further lockdowns resulting from the second wave of the Covid-19 pandemic will negatively impact the Group's operations and performance.

Solvency and liquidity

As at 30 June 2020, the Consolidated Statement of Financial Position reflects total equity of R13 026 million. The Group has various funding facilities across the divisions, with adequate headroom across the different types of funding. As at 30 June 2020, the Group had R4 628 million in cash and cash equivalents, of which R2 720 million was held in wholly-owned subsidiaries. In addition, the Group had unutilised borrowing capacity of R5 281 million at 30 June 2020, of which R1 600 million relates to committed liquidity facilities.

The Group has externally imposed capital requirements in terms of debt covenants. The covenants, which exclude the SG Fleet operations and exclude IFRS 16 — Leases, requires the Group to maintain a net debt to EBITDA ratio of no more than 2.5 times and an EBITDA to net interest expense ratio of no less than 2.7 times. At 30 June 2020, the Group's net debt to EBITDA ratio was 1.26 times and the net interest cover ratio was 5.8 times. This leaves the Group with significant headroom to sustain any further lockdown restrictions. Super Group has tested the possibility of the Group not meeting debt covenants if the countries in which the Group operates had to be subjected to the same lockdown restrictions that were instituted in April 2020. In this unlikely scenario, the forecast did not indicate a breach of debt covenants for at least a four month period.

In addition, capital expenditure for the 2021 financial year will be limited to essential and committed expenditure. The focus for the immediate future will be operating cash flows aided by strict working capital management. These measures, all within management control and not impeding the Group's ability to meet client demands, will provide greater liquidity and financial flexibility.

CONCLUSION

On the basis outlined above, the directors consider it appropriate for the going concern basis to be adopted in preparing the Annual Financial Statements.

The Annual Financial Statements of the Group and Company were approved by the directors on 9 November 2020 and were signed on their behalf by

Peter Mountford
Chief Executive Officer

Colin Brown
Chief Financial Officer and Debt Officer

INDEPENDENT AUDITOR'S REPORT

For the Independent Auditor's Report, please refer to the Annual Financial Statements published on the Group's website: www.supergroup.co.za.

BASIS OF PREPARATION AND ACCOUNTING POLICIES

The Summarised Consolidated Financial Statements for the year ended 30 June 2020 are prepared in accordance with the requirements of the JSE Listings Requirements, the JSE Guidance Letter: Summary Financial Statements dated 25 July 2011, the requirements of the Companies Act of South Africa, in accordance with the framework concepts and the measurement and recognition requirements of IFRS and the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and Financial Pronouncements as issued by the Financial Reporting Standards Council and to also, as a minimum, contain the information required by IAS 34 – Interim Financial Reporting.

The Summarised Consolidated Financial Statements are extracted from the Annual Financial Statements, but are not audited. The Annual Financial Statements have been audited by KPMG Inc., who expressed an unmodified opinion thereon. The Annual Financial Statements and the Independent Auditor's Report thereon are available for inspection at the Company's registered office. The directors take full responsibility for the preparation of the Summarised Consolidated Financial Statements and the financial information has been correctly extracted from the Annual Financial Statements.

The accounting policies applied in the preparation of the Summarised Consolidated Financial Statements are in terms of IFRS and are consistent with those applied in the previous Consolidated Financial Statements with the exception of the adoption of IFRS 16 – Leases and the definitions of operating profit, EBITA and EBITDA which now exclude capital items. The new standard IFRS 16 – Leases became effective for the first time in Super Group's financial year that commenced 1 July 2019.

IFRS 16 – Leases replaces IAS 17 – Leases, introduced changes to lessee accounting, in particular, the requirement to recognise leases currently classified as operating leases on the Summarised Consolidated Statement of Financial Position. The standard requires a lessee to recognise a right-of-use asset, representing its rights to use the underlying lease asset, and a lease liability, representing its obligation to make lease payments, with certain exceptions for short-term leases or leases of low-value assets such as cell phones, printers and office furniture, on the Summarised Consolidated Statement of Financial Position. The Group adopted IFRS16 – Leases on 1 July 2019, using the modified retrospective approach resulting in IAS 17 still being applied for leases in the prior reporting period. Therefore, the cumulative effect of adopting this standard was recognised as an adjustment to retained earnings on 1 July 2019 with no restatement of the comparable period presented.

The adoption of IFRS 16 resulted in a right-of-use asset and lease liability of R2.32 billion and R2.88 billion, respectively being recognised on the Summarised Consolidated Statement of Financial Position with an opening retained earnings adjustment of R175.1 million in the Summarised Consolidated Statement of Changes in Equity. The lease expenses decreased by R512.4 million, depreciation expense increased by R464.5 million and the finance costs increased by R175.5 million in the Summarised Consolidated Statement of Comprehensive Income.

Standards effective for reporting periods starting on or after 1 July 2020:

- Amendments to References to Conceptual Framework in IFRS Standards
- Definition of a business (Amendments to IFRS 3)
- Definition of Material (Amendments to IAS 1 and IAS 8)

The Board's initial view on these standards not yet effective is that the impact is not expected to be material.

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

These results have been compiled under the supervision of the Chief Financial Officer, Colin Brown, CA(SA), BCompt (Hons), MBL.

NOTES TO THE SUMMARISED CONSOLIDATED FINANCIAL STATEMENTS

For the comprehensive notes to the Summarised Consolidated Financial Statements, please refer to the Annual Financial Statements published on www.supergroup.co.za.

SUMMARISED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	Year ended 30 June 2020 Audited R'000	Year ended 30 June 2019 Restated[1] Audited R'000
Revenue	34 578 298	37 861 772
Operating expenditure – excluding capital items and impairment of receivables	(31 004 779)	(34 086 725)
Operating expenditure – impairment of receivables	(203 612)	(11 205)
EBITDA	3 369 907	3 763 842
Depreciation on right-of-use (ROU) assets	(464 462)	–
Other depreciation and amortisation (excluding amortisation of PPA intangibles)	(1 117 238)	(920 970)
EBITA	1 788 207	2 842 872
Amortisation of PPA intangibles	(210 186)	(168 969)
Operating profit	1 578 021	2 673 903
Capital items	(879 157)	(68 278)
Finance costs – ROU lease liabilities	(175 469)	–
Finance costs – other	(632 521)	(540 098)
Interest received and income from equity-accounted investees	226 676	193 585
Profit before income tax	117 550	2 259 112
Income tax expense	(278 647)	(636 806)
(Loss)/profit for the year	(161 097)	1 622 306
(Loss)/profit for the year attributable to:		
Non-controlling interests (NCI)	27 034	314 804
Equity holders of Super Group	(188 131)	1 307 502
	(161 097)	1 622 306
Other comprehensive income (OCI)		
Items which will be reclassified to profit or loss:	1 249 715	(109 460)
Translation adjustment	1 256 490	(88 780)
Effective portion of hedge	(9 678)	(29 036)
Tax effect of effective portion of hedge	2 903	8 356
Items which will not be reclassified to profit or loss:	7 677	47 203
Revaluation of land and buildings	9 393	62 562
Tax effect of revaluation of land and buildings	(1 716)	(15 359)
Other comprehensive income for the year (net of tax)	1 257 392	(62 257)
Total comprehensive income for the year	1 096 295	1 560 049
Total comprehensive income for the year attributable to:		
Non-controlling interests	293 918	280 857
Equity holders of Super Group	802 377	1 279 192
	1 096 295	1 560 049
RECONCILIATION OF HEADLINE EARNINGS		
(Loss)/profit attributable to equity holders of Super Group	(188 131)	1 307 502
Capital items after tax and NCI (refer note 8 in salient features)	734 694	47 194
Headline earnings for the year	546 563	1 354 696
(Loss)/earnings per share (cents)		
Basic	(52.1)	360.8
Diluted	(52.1)	360.4
Headline earnings per share (cents)		
Basic	151.2	373.8
Diluted	151.2	373.4

[1] *Capital items have been reclassified to be excluded from operating profit to be comparable with the general disclosure adopted in the industry.*

SUMMARISED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

	30 June 2020 Audited R'000	30 June 2019 Audited R'000
ASSETS		
Non-current assets	21 427 021	16 470 328
Property, plant and equipment	6 755 863	6 077 255
ROU assets	2 320 846	–
Investment property	168 900	164 200
Full maintenance lease assets	1 885 830	1 551 641
Intangible assets	1 522 699	1 149 735
Goodwill	8 262 969	7 305 094
Investments and other non-current assets	439 357	209 194
Deferred tax assets	70 557	13 209
Current assets	14 461 597	13 810 292
Inventories	4 842 928	4 488 869
Trade receivables	3 415 653	3 813 236
Sundry receivables	1 530 946	1 931 015
Income tax receivable	43 785	–
Cash and cash equivalents	4 628 285	3 577 172
Total assets	35 888 618	30 280 620
EQUITY AND LIABILITIES		
Capital and reserves		
Capital and reserves attributable to equity holders of Super Group	11 211 634	11 008 716
Non-controlling interests	1 814 619	1 604 302
Total equity	13 026 253	12 613 018
Non-current liabilities	10 576 105	6 279 891
Fund reserves	825 083	457 499
Non-controlling interest put options and other liabilities	342 270	101 196
Full maintenance lease borrowings	709 940	335 703
ROU lease liabilities	2 423 245	–
Interest-bearing borrowings	5 603 187	4 792 801
Provisions	85 409	61 951
Deferred tax liabilities	586 971	530 741
Current liabilities	12 286 260	11 387 711
Full maintenance lease borrowings	580 563	541 958
ROU lease liabilities	457 519	–
Interest-bearing borrowings	876 679	949 041
Trade and other payables	9 982 223	9 493 932
Income tax payable	–	46 321
Provisions	389 276	356 459
Total equity and liabilities	35 888 618	30 280 620

SUMMARISED CONSOLIDATED STATEMENT OF CASH FLOWS

	Year ended 30 June 2020 Audited R'000	Year ended 30 June 2019 Audited R'000
Cash flows from operating activities		
Operating cash flow	3 447 264	3 792 588
Working capital inflow/(outflow)	854 616	(652 140)
Cash generated from operations	4 301 880	3 140 448
Finance costs paid	(805 557)	(535 029)
Interest received	234 698	170 787
Income tax paid	(508 673)	(663 038)
Dividends paid to non-controlling interests	(205 385)	(219 449)
Net cash generated from operating activities	3 016 963	1 893 719
Cash flows from investing activities		
Additions to property, plant and equipment	(1 121 297)	(1 578 505)
Additions to full maintenance lease assets	(1 063 340)	(739 511)
Additions to intangible assets	(80 468)	(85 552)
Proceeds on disposal of property, plant and equipment	242 240	240 144
Proceeds on disposal of full maintenance lease assets	460 252	398 054
Proceeds on disposal of intangible assets	4 698	–
Long term receivable loan granted	(4 870)	(15 129)
Long term receivable loan repaid	22 299	62 288
Net acquisition of businesses (net of cash acquired)	(735 028)	(40 796)
Other investing activities	(9 858)	(1 946)
Net cash outflow from investing activities	(2 285 372)	(1 760 953)
Cash flows from financing activities		
Cash outflow on share movements	(63 605)	(393)
Additional investments in existing subsidiaries	(71 542)	(277 403)
Interest-bearing borrowings raised	1 813 922	4 040 958
External shareholders loans repaid	(10 814)	–
Full maintenance lease borrowings raised	827 455	703 269
Interest-bearing borrowings and ROU lease liabilities repaid	(2 012 326)	(3 647 830)
Full maintenance lease borrowings repaid	(514 369)	(676 381)
Net cash (outflow)/inflow from financing activities	(31 279)	142 220
Net increase in cash and cash equivalents	700 312	274 986
Net cash and cash equivalents at beginning of the year	3 577 172	3 351 270
Effect of foreign exchange on cash and cash equivalents	350 801	(49 084)
Cash and cash equivalents at end of the year	4 628 285	3 577 172

SUMMARISED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Stated capital R'000	Other reserves R'000	Retained earnings R'000	Share buyback reserve R'000	Total R'000	Non-controlling interests R'000	Total equity R'000
Balance at 30 June 2018 – Audited	3 753 641	1 088 060	5 119 999	(163 464)	9 798 236	1 578 889	11 377 125
Adjustment on initial application of IFRS 9 and 15, net of tax	–	–	(9 514)	–	(9 514)	(5 125)	(14 639)
Restated balance as at 1 July 2018	3 753 641	1 088 060	5 110 485	(163 464)	9 788 722	1 573 764	11 362 486
Other comprehensive income	–	(28 310)	–	–	(28 310)	(33 947)	(62 257)
Translation adjustment	–	(63 317)	–	–	(63 317)	(25 463)	(88 780)
Effective portion of hedge	–	(17 134)	–	–	(17 134)	(11 902)	(29 036)
Tax effect of effective portion of hedge	–	4 938	–	–	4 938	3 418	8 356
Revaluation of land and buildings	–	62 562	–	–	62 562	–	62 562
Tax effect of revaluation of land and buildings	–	(15 359)	–	–	(15 359)	–	(15 359)
Profit for the year	–	–	1 307 502	–	1 307 502	314 804	1 622 306
Total comprehensive income for the year	–	(28 310)	1 307 502	–	1 279 192	280 857	1 560 049
Transactions with shareholders recognised directly in equity							
Realisation of revaluation reserve through depreciation	–	(109)	109	–	–	–	–
Share-based payment reserve movement	–	–	43 878	–	43 878	2 258	46 136
Share options exercised – South Africa	–	–	(10 013)	–	(10 013)	(154)	(10 167)
Share options exercised – SG Fleet	–	–	(1 888)	–	(1 888)	(1 394)	(3 282)
B-BBEE good leaver options exercised[1]	–	–	(412)	–	(412)	–	(412)
Movement in treasury shares	–	–	–	10 186	10 186	–	10 186
Dividends paid to NCI	–	–	–	–	–	(238 320)	(238 320)
Deferred tax recorded directly in equity on movement in options	–	–	(7 821)	–	(7 821)	(92)	(7 913)
NCI put option movement	–	–	141 574	–	141 574	–	141 574
Transactions with equity partners – increase in shareholdings	–	–	(93 064)	–	(93 064)	88 212	(4 852)
Transactions with equity partners – decrease in shareholdings	–	–	(141 638)	–	(141 638)	(112 042)	(253 680)
NCI recognised in respect of subsidiary acquired	–	–	–	–	–	11 213	11 213

	Stated capital R'000	Other reserves R'000	Retained earnings R'000	Share buyback reserve R'000	Total R'000	Non-controlling interests R'000	Total equity R'000
Balance at 30 June 2019 – Audited	3 753 641	1 059 641	6 348 712	(153 278)	11 008 716	1 604 302	12 613 018
Adjustment on initial application of IFRS 16, net of tax	–	–	(175 143)	–	(175 143)	(8 754)	(183 897)
Restated balance as at 1 July 2019	3 753 641	1 059 641	6 173 569	(153 278)	10 833 573	1 595 548	12 429 121
Other comprehensive income	–	990 508	–	–	990 508	266 884	1 257 392
Translation adjustment	–	986 913	–	–	986 913	269 577	1 256 490
Effective portion of hedge	–	(5 831)	–	–	(5 831)	(3 847)	(9 678)
Tax effect of effective portion of hedge	–	1 749	–	–	1 749	1 154	2 903
Revaluation of land and buildings	–	9 393	–	–	9 393	–	9 393
Tax effect of revaluation of land and buildings	–	(1 716)	–	–	(1 716)	–	(1 716)
(Loss)/profit for the year	–	–	(188 131)	–	(188 131)	27 034	(161 097)
Total comprehensive income for the year	–	990 508	(188 131)	–	802 377	293 918	1 096 295
Transactions with shareholders recognised directly in equity							
Realisation of revaluation reserve through depreciation	–	(110)	110	–	–	–	–
Movement in treasury shares	–	–	–	(63 605)	(63 605)	–	(63 605)
Share-based payment reserve movement	–	–	(30 122)	–	(30 122)	(1 796)	(31 918)
B-BBEE good leaver options exercised[1]	–	–	(246)	–	(246)	–	(246)
Share options exercised – SG Fleet	–	–	(4 570)	–	(4 570)	(3 249)	(7 819)
Dividends paid to NCI	–	–	–	–	–	(205 385)	(205 385)
Deferred tax recorded directly in equity on movement in options	–	–	5 605	–	5 605	6	5 611
NCI put option movement	–	–	(287 800)	–	(287 800)	–	(287 800)
NCI recognised in respect of subsidiaries acquired[2]	–	–	–	–	–	163 541	163 541
Transactions with equity partners (Brands) – increase in shareholding[2]	–	–	(5 351)	–	(5 351)	5 351	–
Transactions with equity partners (Rentrak) – increase in shareholding[2]	–	–	(3 020)	–	(3 020)	(3 276)	(6 296)
Transactions with equity partners (Lieben) – increase in shareholding[2]	–	–	(5 688)	–	(5 688)	(7 414)	(13 102)
Transactions with equity partners (SG Fleet) – increase in shareholding[2]	–	–	(32 466)	–	(32 466)	(27 641)	(60 107)
Transactions with equity partners (SG Fleet) – decrease in shareholding[2]	–	–	2 947	–	2 947	5 016	7 963
Balance at 30 June 2020 – Audited	3 753 641	2 050 039	5 624 837	(216 883)	11 211 634	1 814 619	13 026 253

[1] *A good leaver is an employee who participated in the Broad-Based Black Economic Empowerment Scheme whose employment was terminated due to their death, retrenchment or sale of the subsidiary or business whom employed the participant.*

[2] *Refer to business combinations note.*

OPERATING SEGMENTS

	Super Group		Supply Chain Africa		Supply Chain Europe	
	Year ended 30 June 2020 Audited R'000	Year ended 30 June 2019 Audited R'000	**Year ended 30 June 2020 Audited R'000**	Year ended 30 June 2019 Audited R'000	**Year ended 30 June 2020 Audited R'000**	Year ended 30 June 2019 Audited R'000
Revenue	34 578 298	37 861 772	11 585 254	11 290 502	2 844 185	2 866 810
South Africa	18 824 518	19 616 594				
United Kingdom	8 726 410	10 767 147				
Australia	3 587 161	3 927 992				
Europe	2 844 194	2 866 810				
Africa and other	596 015	683 229				
Depreciation – ROU assets	(464 462)	–	(145 394)	–	(123 496)	–
Other depreciation and amortisation (excluding amortisation of PPA intangibles)	(1 117 238)	(920 970)	(570 508)	(426 136)	(26 142)	(19 428)
Net operating expenditure – excluding capital items	(31 208 391)	(34 097 930)	(10 129 913)	(9 852 963)	(2 675 392)	(2 723 463)
EBITA	1 788 207	2 842 872	739 439	1 011 403	19 155	123 919
Amortisation of PPA intangibles	(210 186)	(168 969)	(43 047)	(19 824)	(100 020)	(84 825)
Operating profit	1 578 021	2 673 903	696 392	991 579	(80 865)	39 094
Capital items	(879 157)	(68 278)	(110 854)	(12 362)	(602 497)	86
Finance costs – ROU lease liabilities	(175 469)	–	(50 298)	–	(56 288)	–
Other net finance (costs)/income	(405 845)	(346 513)	(138 257)	(90 648)	(31 587)	(45 240)
Profit/(loss) before tax	117 550	2 259 112	396 983	888 569	(771 237)	(6 060)
Net capex	1 557 915	1 765 370	769 284	1 148 250	43 612	29 995
South Africa	1 065 414	1 453 137				
United Kingdom	219 156	48 085				
Australia	58 970	103 273				
Europe	43 612	29 995				
Africa and other	170 763	130 880				

Fleet Africa		SG Fleet		Dealerships SA		Dealerships UK		Services & intercompany eliminations	
Year ended 30 June 2020 Audited R'000	Year ended 30 June 2019 Audited R'000	**Year ended 30 June 2020 Audited R'000**	Year ended 30 June 2019 Audited R'000	**Year ended 30 June 2020 Audited R'000**	Year ended 30 June 2019 Audited R'000	**Year ended 30 June 2020 Audited R'000**	Year ended 30 June 2019 Audited R'000	**Year ended 30 June 2020 Audited R'000**	Year ended 30 June 2019 Audited R'000
808 742	698 087	4 714 146	5 153 016	6 894 260	8 134 059	7 724 427	9 704 591	7 284	14 707
–	–	(56 196)	–	(65 449)	–	(67 721)	–	(6 206)	–
(228 073)	(194 197)	(219 544)	(213 521)	(20 814)	(19 875)	(30 958)	(25 530)	(21 199)	(22 283)
(437 257)	(386 113)	(3 797 956)	(3 910 284)	(6 661 422)	(7 794 685)	(7 569 596)	(9 403 933)	63 145	(26 489)
143 412	117 777	640 450	1 029 211	146 575	319 499	56 152	275 128	43 024	(34 065)
–	–	(61 202)	(58 815)	–	–	(5 917)	(5 505)	–	–
143 412	117 777	579 248	970 396	146 575	319 499	50 235	269 623	43 024	(34 065)
–	–	(734)	(58 671)	(183 810)	(8 999)	14 062	–	4 676	11 668
	–	(5 949)	–	(41 983)	–	(16 818)	–	(4 133)	–
(2 301)	9 528	(66 119)	(79 442)	(67 853)	(87 871)	(95 242)	(95 062)	(4 486)	42 222
141 111	127 305	506 446	832 283	(147 071)	222 629	(47 763)	174 561	39 081	19 825
359 851	264 748	301 762	155 991	61 014	72 303	(12 165)	41 176	34 557	52 907

OPERATING SEGMENTS *continued*

	Super Group		Supply Chain Africa		Supply Chain Europe	
	As at 30 June 2020 Audited R'000	As at 30 June 2019 Audited R'000	**As at 30 June 2020 Audited R'000**	As at 30 June 2019 Audited R'000	**As at 30 June 2020 Audited R'000**	As at 30 June 2019 Audited R'000
ASSETS						
Non-current assets						
Property, plant and equipment	6 755 863	6 077 255	3 669 523	3 164 107	98 554	65 023
ROU assets	2 320 846	–	457 148	–	754 953	–
Investment property	168 900	164 200	–	–	–	–
Full maintenance lease assets	1 885 830	1 551 641	–	–	–	–
Intangible assets	1 522 699	1 149 735	317 883	50 223	530 625	492 642
Goodwill	8 262 969	7 305 094	917 123	617 481	1 819 437	1 863 242
Investments and other non-current assets	439 357	209 194	42 697	55 326	240 151	2 881
Current assets						
Inventories	4 842 928	4 488 869	418 490	401 498	5 064	952
Trade receivables	3 415 653	3 813 236	1 679 952	1 886 747	487 520	557 854
Sundry receivables	1 530 946	1 931 015	1 068 352	1 176 291	58 815	33 070
Intercompany trade receivables	–	–	9 259	7 083	–	–
SEGMENT ASSETS	31 145 991	26 690 239	8 580 427	7 358 756	3 995 119	3 015 664
South Africa	13 458 766	12 430 320				
United Kingdom	7 052 962	5 725 378				
Australia	5 526 930	4 638 149				
Europe	3 995 120	3 015 664				
Africa and other	1 112 213	880 728				
LIABILITIES						
Non-current liabilities						
Fund reserves	825 083	457 499	–	–	–	–
Non-controlling interest put options and other liabilities	342 270	101 196	328 431	6 197	–	36 852
ROU lease liabilities	2 423 245	–	383 784	–	912 369	–
Long-term borrowings	6 313 127	5 128 504	812 175	913 391	38 986	–
Long-term provisions	85 409	61 951	–	–	4 980	3 682
Current liabilities						
ROU lease liabilities	457 519	–	145 656	–	136 259	–
Short-term borrowings	1 457 242	1 490 999	606 289	617 282	–	–
Trade and other payables and provisions	10 371 499	9 850 391	2 104 638	2 158 998	623 600	534 820
Intercompany trade payables	–	–	23 316	45 153	–	–
SEGMENT LIABILITIES	22 275 394	17 090 540	4 404 289	3 741 021	1 716 194	575 354
South Africa	10 554 987	8 859 335				
United Kingdom	6 157 426	4 599 203				
Australia	3 536 782	2 840 425				
Europe	1 716 194	575 354				
Africa and other	310 005	216 223				
Net operating assets	19 336 587	15 839 716	6 410 892	5 038 451	3 126 387	2 474 283

Fleet Africa		SG Fleet		Dealerships SA		Dealerships UK		Services & intercompany eliminations	
As at 30 June 2020 Audited R'000	As at 30 June 2019 Audited R'000	**As at 30 June 2020 Audited R'000**	As at 30 June 2019 Audited R'000	**As at 30 June 2020 Audited R'000**	As at 30 June 2019 Audited R'000	**As at 30 June 2020 Audited R'000**	As at 30 June 2019 Audited R'000	**As at 30 June 2020 Audited R'000**	As at 30 June 2019 Audited R'000
1 921	978	37 980	40 536	915 186	962 804	1 189 684	1 015 987	843 015	827 820
–	–	145 060	–	338 440	–	609 881	–	15 364	–
–	–	–	–	–	–	–	–	168 900	164 200
1 117 980	985 281	767 850	566 360	–	–	–	–	–	–
–	–	602 993	548 103	40	142	45 699	43 381	25 459	15 244
87 822	87 822	4 124 848	3 411 231	365 964	536 918	947 775	788 400	–	–
–	–	20 852	2 374	–	–	–	–	135 657	148 613
–	–	195 821	100 202	1 112 552	1 341 685	3 111 001	2 644 532	–	–
240 449	197 835	655 642	721 038	174 978	201 823	189 319	231 863	(12 207)	16 076
25 949	3 122	109 736	98 609	95 152	24 045	15 687	323 335	157 255	272 543
258	27 499	–	–	2 602	1 287	–	–	(12 119)	(35 869)
1 474 379	1 302 537	6 660 782	5 488 453	3 004 914	3 068 704	6 109 046	5 047 498	1 321 324	1 408 627
63 778	51 838	761 305	405 661	–	–	–	–	–	–
–	–	13 839	18 093	–	23 953	–	–	–	16 101
–	–	92 639	–	420 869	–	582 331	–	31 253	–
338 554	154 935	1 870 392	1 420 335	–	–	404 853	274 842	2 848 167	2 365 001
–	–	80 429	58 269	–	–	–	–	–	–
–	–	51 281	–	45 357	–	68 057	–	10 909	–
259 082	292 268	321 412	275 984	–	–	107 685	88 134	162 774	217 331
124 731	119 900	1 708 532	1 586 578	1 696 535	1 843 563	3 799 167	3 452 110	314 296	154 422
27 041	743	–	–	520	46	–	–	(50 877)	(45 942)
813 186	619 684	4 899 829	3 764 920	2 163 281	1 867 562	4 962 093	3 815 086	3 316 522	2 706 913
1 258 954	1 130 182	4 096 680	3 419 394	1 307 862	1 201 142	2 309 879	1 595 389	825 933	980 875

BUSINESS COMBINATIONS

	Nature of business	Operating segment	Date acquired	Interest acquired (%)	**Purchase price R'000**
Subsidiaries and businesses acquired					
Lieben Logistics Proprietary Limited (Lieben)	Logistics	Supply Chain Africa	3 July 2019	65	498 777
GLS Supply Chain Equipment Proprietary Limited (GLS)	Logistics	Supply Chain Africa	3 July 2019	51	96 371
Trans-Logo-Tech Gmbh (TLT)	Logistics	Supply Chain Europe	5 July 2019	80	186 866
Zultrans Proprietary Limited (Zultrans)	Logistics	Supply Chain Africa	1 March 2020	80	26 743
Purchase price					808 757

Net cost on acquisition of businesses	Lieben R'000	GLS R'000	TLT R'000	Zultrans R'000	**Total R'000**
Fair value of assets acquired and liabilities assumed at date of acquisition					
Assets					
Property, plant and equipment	(295 754)	(31 566)	(3 798)	(15 632)	(346 750)
ROU assets	(59 176)	(2 935)	(379 166)	–	(441 277)
Intangible assets	(257 574)	(52 478)	(63 013)	–	(373 065)
Goodwill	(321 416)	(66 629)	(158 779)	(8 416)	(555 240)
Non-current receivables	–	–	(113 109)	–	(113 109)
Inventories	(9 047)	(19 551)	(2 260)	–	(30 858)
Trade and other receivables	(128 112)	(24 843)	(55 256)	(12 669)	(220 880)
Income tax receivable	–	–	–	(80)	(80)
Cash and cash equivalents	(72 254)	(480)	–	(8 960)	(81 694)
	(1 143 333)	(198 482)	(775 381)	(45 757)	(2 162 953)
Liabilities					
ROU lease liabilities	59 253	3 308	515 447	–	578 008
Interest-bearing borrowings	235 526	25 879	–	5 076	266 481
Shareholders' loan	–	10 814	–	–	10 814
Deferred tax liabilities	125 254	16 856	10 790	3 541	156 441
Trade and other payables	96 913	12 644	18 526	5 815	133 898
Income tax payable	12 478	2 480	11 330	–	26 288
Provisions	3 163	1 555	6 042	–	10 760
Overdraft	–	–	7 965	–	7 965
	532 587	73 536	570 100	14 432	1 190 655
Fair value of net assets acquired	(610 746)	(124 946)	(205 281)	(31 325)	(972 298)
Less: Non-controlling interest	111 969	28 575	18 415	4 582	163 541
Purchase price	(498 777)	(96 371)	(186 866)	(26 743)	(808 757)
Cash acquired	72 254	480	(7 965)	8 960	73 729
Cash outflow	(426 523)	(95 891)	(194 831)	(17 783)	(735 028)

The acquisition of Lieben, GLS and Zultrans will bolster the Supply Chain Africa division. The Group subscribed for shares in Lieben for R498.8 million of which R426.2 million was utilised to repay shareholders' loans. The Group performed a PPA exercise on Lieben and GLS whereby intangible assets acquired were separately valued. The valuation, using projected financial information, led to the recognition of customer contracts and relations of R256.9 million in Lieben and R52.3 million in GLS.

The acquisition of TLT will bolster the Supply Chain Europe division. The Group performed a PPA exercise on TLT whereby intangible assets acquired were separately valued. The valuation, using projected financial information, led to the recognition of customer contracts and relations of R63.0 million.

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

Goodwill has been recognised on the acquisition of Lieben, GLS, TLT and Zultrans amounting to R321.4 million, R66.6 million, R158.8 million and R8.4 million respectively.

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

The values identified in relation to Zultrans are provisional as at 30 June 2020.

The acquisition related costs of R0.6 million in respect of these acquisitions are included in profit or loss in the consolidated statement of comprehensive income.

Impact of the acquisitions on the results of the Group	Lieben R'000	GLS R'000	TLT R'000	Zultrans R'000	**Total R'000**
From the dates of acquisition, the acquired business contributed:					
Revenue	796 559	164 908	188 566	21 919	1 171 952
Profit after tax and amortisation of PPA intangibles[1]	90 527	21 347	17 559	(1 613)	127 820
Attributable profit to equity holders of Super Group[1]	63 174	14 214	10 535	(1 290)	86 633

Impact of the acquisitions on the results of the Group – had they occurred on 1 July 2019	**Zultrans R'000**
From 1 July 2019 the businesses would have contributed:	
Revenue	64 040
Profit after tax and amortisation of PPA intangibles[1]	1 493
Attributable profit to equity holders of Super Group[1]	1 194

[1] *Excluding acquisition related costs.*

The difference on the impact of the results if Lieben, GLS and TLT were purchased on 1 July 2019 is immaterial.

Net costs on increase in existing shareholding in subsidiaries	Brands R'000	Rentrak R'000	Lieben R'000	SG Fleet R'000	**Total R'000**
Non-controlling interest	5 351	(3 276)	(7 414)	(27 641)	(32 980)
Effect of transactions between equity partners on equity	(5 351)	(3 020)	(5 688)	(32 466)	(46 525)
Cash outflow	–	(6 296)	(13 102)	(60 107)	(79 505)

During the period the Group purchased 2.6 million shares in SG Fleet. The Group's closing shareholding in SG Fleet was 60.13%.

The Group purchased the remaining 49.9% and 20% interests in Brands Ink and Rentrak respectively.

The Group purchased an additional 2.4% interest in Lieben in January 2020 for R13.1 million.

Net proceeds on decrease in existing shareholding in subsidiaries	**SG Fleet R'000**
Non-controlling interest	5 016
Effect of transactions between equity partners on equity	2 947
Cash inflow	7 963

During the year shares were issued in SG Fleet for the exercise of share options which diluted the Group's shareholding. The Group's closing shareholding in SG Fleet was 60.13%.

SALIENT FEATURES

		30 June 2020 Audited R'000	30 June 2019 Audited R'000
1	**INTEREST-BEARING BORROWINGS**		
	Australia and New Zealand	1 237 902	1 015 414
	South Africa	4 429 405	4 113 005
	United Kingdom	773 574	613 423
	Spain	38 985	–
		6 479 866	5 741 842
2	**SHARE STATISTICS**		
	Total issued less treasury shares ('000)	359 764	362 548
	Weighted number of shares ('000)	361 373	362 431
	Diluted weighted number of shares ('000)	361 373	362 836
	Net asset value per share (cents)[1]	3 116.4	3 036.5
	Net tangible asset value per share (cents)[2]	396.4	704.4

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

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

		30 June 2020 Audited R'000	30 June 2019 Audited R'000
3	**CAPITAL COMMITMENTS**		
	Authorised capital commitments, excluding full maintenance lease assets	1 569 249	1 310 491

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

4 RELATED PARTY TRANSACTIONS

The Group, in the ordinary course of business, entered into various sales and purchase transactions on an arms' length basis with related parties.

The Group utilises Fluxmans Attorneys, a director-related entity, to assist with corporate law advisory services in respect of various transactions and several other corporate and labour matters. These transactions are performed at an arm's length basis.

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

5 SUBSEQUENT EVENTS

The directors are not aware of matters or circumstances arising subsequent to the reporting date up to the date of this report, which would require adjustments to or disclosure in these results.

6 SIGNIFICANT EVENTS

Acquisition of Lieben and GLS

The Group acquired a 65% interest in Lieben, which owns a 51% interest in Baleka Freight Proprietary Limited and 51% interest in GLS on 3 July 2019 for a purchase consideration of R498.8 million and R96.4 million respectively. The Statement of Financial Position as at 30 June has been impacted by increases in property, plant and equipment of R328.5 million, ROU assets of R55.1 million, intangible assets of R275.3 million, trade and other receivables of R130.6 million, deferred tax liability of R123.4 million and trade and other payables of R79.4 million as a result of these acquisitions. Trading relating to the financial year ended 30 June 2020 has been included in the Statement of Comprehensive Income.

The Group acquired an additional 2.4% in Lieben in January 2020 for R13.1 million.

Acquisition of TLT

inTime Service GMBH acquired 80% interest in TLT on 5 July 2019 for R186.9 million. This acquisition forms part of the Supply Chain Europe segment. The Statement of Financial Position as at 30 June 2020 has been impacted by increases in property, plant and equipment of R17.5 million, ROU assets of R363.2 million, intangible assets of R65.6 million, trade and other receivables of R37.3 million and trade and other payables of R16.7 million as a result of this acquisition. Trading relating to the financial year ended 30 June 2020 has been included in the Statement of Comprehensive Income.

6 SIGNIFICANT EVENTS *continued*

Acquisition of Zultrans

The Group acquired an 80% interest in Zultrans on 1 March 2020 for R26.7 million. This acquisition forms part of the Supply Chain Africa segment. The Statement of Financial Position as at 30 June 2020 has been impacted by increases in property, plant and equipment of R14.2 million, deferred tax liabilities of R3.5 million, trade and other receivables of R12.5 million and trade and other payables of R3.6 million as a result of this acquisition. Trading relating to the 4 months ended 30 June 2020 has been included in the Statement of Comprehensive Income.

Adoption of IFRS 16

The adoption of IFRS 16 has had the following effect on the Statement of Comprehensive Income for the 12 months ending 30 June 2020:

	Year ended 30 June 2020 R'000
Decrease in revenue	(22 205)
Increase in EBITDA	578 882
Increase in operating profit	142 474
Decrease in profit before tax	(12 357)

The Statement of Financial Position as at 30 June 2020 has been impacted by increases in ROU assets of R2.32 billion and ROU lease liabilities of R2.88 billion. Opening equity was decreased by R183.9 million on initial recognition of the standard.

Raising of unsecured debt notes

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

- SPGC01 was listed on 15 October 2019. The value of the SPGC01 issue was R150 million with interest of three month Johannesburg Interbank Agreed Rate (JIBAR) plus 95 basis points, coupon rate payable quarterly on 15 January, 15 April, 15 July and 15 October of each year. The maturity date of the issue is 15 October 2020.
- SPG008 was listed on 15 October 2019. The value of the SPG008 issue was R250 million with interest of three month JIBAR plus 139 basis points, coupon rate payable quarterly on 15 January, 15 April, 15 July and 15 October of each year. The maturity date of the issue is 15 October 2022.
- SPG009 was listed on 15 October 2019. The value of the SPG009 issue was R350 million with interest of 3 month JIBAR plus 158 basis points, coupon rate payable quarterly on 15 January, 15 April, 15 July and 15 October of each year. The maturity date of the issue is 15 October 2024.

Exchange rate movements

The Group operates in foreign countries which use currencies other than the presentation currency. The main currencies used in the Group's foreign operations are Australian Dollar, US Dollar, Euro and the Pound Sterling. The fluctuation of the Rand against these currencies has had an effect on the Group's financial statements and has resulted in a foreign currency translation adjustment of R1.26 billion increasing total equity.

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

	30 June 2020	30 June 2019	% Change
Average currency rate to the South African Rand:			
Australian Dollar	10.44	10.14	2.9
US Dollar	15.67	14.18	10.5
Euro	17.33	16.18	7.1
Pound Sterling	19.72	18.35	7.5
Closing currency rate to the South African Rand:			
Australian Dollar	11.98	9.89	21.1
US Dollar	17.36	14.09	23.2
Euro	19.49	16.03	21.6
Pound Sterling	21.51	17.89	20.2

The non-South African operations account for 58% (June 2019: 55%) and 52% (June 2019: 49%) of the Group's total assets and liabilities respectively.

The non-South African operations generated 46% (June 2019: 48%) and 43% (June 2019: 50%) of the Group's revenue and operating profit respectively.

6 SIGNIFICANT EVENTS *continued*

Judgements and assumptions

The effect of the current economic conditions as a result of Covid-19 was taken into consideration in the following judgements and assumptions:

- Goodwill impairment tests
  - Additional risk premium in calculating the discount rate; and
  - Forecasted cash flows in the value in use model.
- IFRS 9
  - When considering the expected credit losses (ECL), the actual credit losses experienced were adjusted by the possible future impact of Covid-19.
- Going concern
  - Impact of Covid-19 on reported results including cash generated from operations, current Statement of Financial Position, gearing ratios;
  - Potential additional corporate bonds issued in terms of the DMTN programme;
  - Forecast results including cash generated from operations;
  - Current and forecasted bank covenants; and
  - Committed banking facilities.
- Financial impact on current year results
  - The estimated impact of Covid-19 on revenue and profit before tax is R5.2 billion and R932 million respectively.
- IFRS 2 expense
  - The achievement of the performance conditions imposed on all awards.

Effective tax rate

The effective tax rate is 237.0% (2019: 28.2%). The contributing factor to this increase mainly relates to the impairment of goodwill which is not tax deductible.

	Hierarchy Level 2 R'000	Level 3 R'000	Valuation technique
7 FAIR VALUE			
Property, plant and equipment – Land, buildings and leasehold improvements		2 956 418	External and internal valuations were performed during the year. The valuation models consider the present value of net cash flows to be generated from these properties, taking into account expected rental growth rate, void period, occupancy rate, lease incentive costs such as rent-free periods and other costs not paid by tenants and the rate per square metre allocated between showroom, workshop, display parking and parking. The expected net cash flows are discounted using risk-adjusted discount rates. Among other factors, the discount rate estimation considers the quality of a building and its location (prime vs secondary), tenant credit quality and lease terms.
Investment properties		168 900	
Deferred contingent purchase consideration receivable – GWM		60 000	Due to the sale of the GWM business in 2016 and the related profit warranties not being met, the amount receivable is certain as at year end according to the purchase agreement and has been assessed as recoverable.
FEC Liabilities	420		The fair values are based on broker quotes. Similar contracts are traded in an active market and reflect the actual transactions in similar instruments.
FEC Assets	5 667		
Interest rate swap payable	219 213		The fair values are based on observable market rate. Similar contracts are traded in an active market and reflect the actual transactions in similar instruments. The valuation technique maximises the use of observable market data where it is available and relies as little as possible on entity specific estimates.
inTime put option		–	This put option is calculated as the fair value determined by using the average audited EBITDA for the 3 years preceding the put option exercise date at a price earnings multiple of 7.5, adjusted for net debt. The present value has been determined using a pre-tax discount rate of 6.5%. The put option can be exercised from 30 June 2020 to 30 June 2025.
Lieben put option		328 431	This put option is calculated as the fair value determined by using the average audited profit after tax for the two years preceding the put option exercise date at a price earnings multiple of 8.1, adjusted for net debt. The present value has been determined using a pre-tax discount rate of 9.5%. The put option can be exercised from 30 June 2023.

The carrying value of all other financial instruments approximates the fair value of the financial instruments as at 30 June 2020.

7 FAIR VALUE *continued*

Movement in level 3 financial instruments measured at fair value

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

	Year ended 30 June 2020 Audited Total R'000	Year ended 30 June 2019 Audited Total R'000
Property, plant and equipment – Land, buildings and leasehold improvements		
Opening balance	2 809 354	2 589 415
Net additions	57 963	148 461
Acquisition of businesses	312	454
Revaluation	9 393	62 562
Other	79 396	8 462
Closing balance	2 956 418	2 809 354
Investment properties		
Opening balance	164 200	151 000
Fair value adjustment recognised in profit and loss	4 700	13 200
Closing balance	168 900	164 200
Put option liabilities		
Opening balance	36 852	177 412
Movement through statement of changes in equity	291 579	(140 560)
Acquisition – Lieben put option	298 778	–
Exercised – Legend	–	(36 130)
Fair value adjustment	(10 978)	(105 444)
Foreign currency translation	3 779	1 014
Closing balance	328 431	36 852
Financial asset/(liability) – deferred contingent purchase considerations		
Opening balance	60 000	(2 488)
Disposal	–	62 488
Closing balance	60 000	60 000

Sensitivity analysis:

Land and buildings

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

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

Deferred contingent purchase consideration

Due to the Group having disposed of GWM, the deferred contingent purchase consideration of R60 million is certain.

7 **FAIR VALUE** *continued*

Sensitivity analysis: *continued*

Put options

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

	Fair value R'000	Increase in liability R'000
inTime	–	–
Lieben	331 715	3 284

	Year ended 30 June 2020 Audited R'000	Year ended 30 June 2019 Audited R'000
8 CAPITAL ITEMS		
Capital items before tax and non-controlling interest	879 157	68 278
Impairment of property, plant and equipment	12 634	1 083
Impairment of intangible assets	31 011	58 671
Impairment of goodwill	851 756	38 905
Impairment of investment and goodwill on equity-accounted investee	17 032	10 168
Profit on sale of property, plant and equipment	(28 576)	(27 349)
Fair value adjustment to investment property	(4 700)	(13 200)
Tax effect of capital items	(3 658)	(7 289)
Impairment of property, plant and equipment	(2 147)	(303)
Impairment of intangible assets	(9 243)	(17 603)
Profit on sale of property, plant and equipment	6 679	7 660
Fair value adjustment to investment property	1 053	2 957
Non-controlling interest effect of capital items	(140 805)	(13 795)
Impairment of property, plant and equipment	–	(16 768)
Impairment of intangible assets	(205)	–
Impairment of goodwill	(142 275)	–
Profit on sale of property, plant and equipment	1 675	2 973
Capital items after tax and NCI	734 694	47 194
9 REVENUE		
Supply Chain Africa	11 585 254	11 290 502
Short haul transportation – Principal	5 266 519	5 951 521
Short haul transportation – Agent	976 297	904 167
Leasing of specialised software	227 708	254 847
Long haul transportation	1 471 077	1 504 332
Sale of goods	3 332 712	2 268 622
Other	310 941	407 013
Supply Chain Europe	2 844 185	2 866 810
Time critical delivery and courier services	2 825 425	2 839 465
Other	18 760	27 345
Dealerships	14 618 687	17 838 650
Sale of vehicles – Principal	13 399 357	16 709 536
Sale of vehicles – Agent	248 207	46 928
Servicing of vehicles	971 123	1 082 186
Fleet Solutions	5 522 888	5 851 103
Management and maintenance income	1 060 622	1 068 009
Additional products and services	1 104 096	1 271 362
Funding commission	413 486	513 519
End of lease income	2 229 010	2 268 323
Rental income	701 891	709 281
Other	13 783	20 609
Services	7 284	14 707
Other	7 284	14 707
	34 578 298	37 861 772

ADDITIONAL INFORMATION

SHAREHOLDERS' DIARY

Notice of AGM posted to shareholders	17 November 2020
Annual Financial Statements published and available on website	17 November 2020
2020 Integrated Report published and available on website	17 November 2020
Annual General Meeting	18 December 2020
Interim results for the six months ending 31 December 2020	February 2021
Final results for the year ending 30 June 2021	August 2021

SHAREHOLDERS' ANALYSIS

Through analysis of the Strate registered holdings and Combined Share Register, and pursuant to the provisions of section 56 of the Companies Act, the following shareholder statistics have been prepared as at 30 June 2020:

Shareholder spread	Number of shareholdings	% of Total shareholdings	Number of shares	% of Issued capital
1 – 1 000	4 013	56.04%	1 171 785	0.32%
1 001 – 10 000	2 261	31.57%	7 179 632	1.93%
10 001 – 100 000	574	8.02%	19 474 344	5.24%
100 001 – 1 000 000	255	3.56%	75 738 516	20.39%
Over 1 000 000	58	0.81%	267 943 517	72.12%
Total	7 161	100.00%	371 507 794	100.00%

Distribution of shareholders	Number of shareholdings	% of Total shareholdings	Number of shares	% of Issued capital
Assurance Companies	45	0.63%	21 821 983	5.87%
BEE Entities	1	0.01%	50 252	0.01%
Close Corporations	67	0.94%	254 497	0.07%
Collective Investment Schemes	260	3.63%	186 149 438	50.11%
Control Accounts	2	0.03%	45	0.00%
Custodians	18	0.25%	163 870	0.04%
Foundations and Charitable Funds	43	0.60%	2 463 075	0.66%
Hedge Funds	5	0.07%	964 520	0.26%
Insurance Companies	12	0.17%	3 721 087	1.00%
Investment Partnerships	27	0.38%	133 322	0.04%
Managed Funds	35	0.49%	4 696 309	1.26%
Medical Aid Funds	21	0.29%	2 894 073	0.78%
Organs of State	9	0.13%	51 301 639	13.81%
Private Companies	169	2.36%	5 343 940	1.44%
Public Companies	5	0.07%	1 334 182	0.36%
Public Entities	3	0.04%	506 657	0.14%
Retail Shareholders	5 544	77.42%	10 560 246	2.84%
Retirement Benefit Funds	269	3.76%	55 798 781	15.02%
Scrip Lending	8	0.11%	2 296 952	0.62%
Share Schemes	1	0.01%	11 453 987	3.08%
Sovereign Funds	4	0.06%	3 878 644	1.04%
Stockbrokers and Nominees	86	1.20%	757 892	0.20%
Trusts	522	7.29%	4 961 596	1.34%
Unclaimed Scrip	5	0.07%	807	0.00%
Total	7 161	100.00%	371 507 794	100.00%

Shareholder type	Number of shareholdings	% of Total shareholdings	Number of shares	% of Issued capital
Non-Public Shareholders	4	0.06%	11 847 188	3.19%
Directors and associates of the Company	1	0.01%	53 000	0.01%
Empowerment Holding	1	0.01%	50 252	0.01%
Own Holdings	1	0.01%	289 949	0.08%
Share Schemes	1	0.01%	11 453 987	3.08%
Public Shareholders	7 157	99.94%	359 660 606	96.81%
Total	7 161	100.00%	371 507 794	100.00%

SHAREHOLDERS' ANALYSIS *continued*

Beneficial shareholders with a holding greater than 5% of the issued shares	Number of shares	% of Issued capital
Allan Gray	59 669 444	16.06%
Government Employees Pension Fund	47 502 900	12.79%
Old Mutual Group	41 061 982	11.05%
PSG	28 401 256	7.64%

Total number of shareholdings	7 161
Total number of shares in issue	371 507 794

Non-Public shareholding	Count	Holding	%
Share Schemes			
Super Group Share Incentive Scheme	1	11 453 987	3.08%
	1	11 453 987	3.08%
Empowerment holding			
SG Tsogo Empowerment Trust	1	50 252	0.00
	1	50 252	0.01%
Own holdings			
Super Group Trading (Pty) Ltd	1	289 949	0.08%
	1	289 949	0.08%
Directors & Associates			
Peter Mountford	1	53 000	0.01%
	1	53 000	0.01%

BONDHOLDERS' ANALYSIS

The bondholders as at 30 June 2020 were:

Bondholder Spread	Number of Bondholdings	% of Total Bondholdings	Value of Bonds Held	% Held
50 000 - 1 000 000 Bonds	38	27.94%	27 550 192	1.10%
1 000 001 Bonds and over	98	72.06%	2 472 449 808	98.90%
Total	136	100.00%	2 500 000 000	100.00%

Distribution of Bondholders	Number of Bondholdings	% of Total Bondholdings	Value of Bonds Held	% Held
Assurance Companies	8	5.88%	30 100 000	1.20%
Collective Investment Schemes	49	36.03%	741 390 192	29.66%
Foundations and Charitable Funds	5	3.68%	5 750 000	0.23%
Hedge Funds	1	0.74%	3 000 000	0.12%
Insurance Companies	5	3.68%	10 250 000	0.41%
Public Companies	7	5.15%	428 500 000	17.14%
Stockbrokers and Nominees	9	6.62%	618 000 000	24.72%
Custodians	2	1.47%	10 000 000	0.40%
Trusts	1	0.74%	130 000	0.01%
Retirement Benefit Funds	20	14.71%	126 300 000	5.05%
Managed Funds	25	18.38%	514 579 808	20.58%
Medical Aid Funds	4	2.94%	12 000 000	0.48%
Total	136	100.00%	2 500 000 000	100.00%

Bondholder Type	Number of Bondholdings	% of Total Bondholdings	Value of Bonds Held	% Held
Strategic Bondholders (>10%)	1	0.74%	300 000 000	12.00%
Nedcor Capital Treasury	1	0.74%	300 000 000	12.00%
Public Bondholders	135	99.26%	2 200 000 000	88.00%
Total	136	100.00%	2 500 000 000	100.00%

Beneficial Bondholdings (>5%)	Value of Bonds Held	% Held
Momentum Metropolitan Holdings	476 400 000	19.06%
Nedcor Capital	457 000 000	18.28%
Standard Financial Markets	221 450 000	8.86%
Ashburton Fund Managers	209 500 000	8.38%
RMB Capital	202 000 000	8.08%
RMB Morgan Stanley	175 580 000	7.02%
Momentum Asset Management	147 900 000	5.92%
Total	1 889 830 000	75.59%

Beneficial Holding by Region	Value of Bonds Held	% Held
South Africa	2 487 000 000	99.48%
United States	10 000 000	0.40%
Namibia	3 000 000	0.12%
Total	2 500 000 000	100.00%

Total number of Bondholdings	136
Total value of Bonds in issue	2 500 000 000

ABBREVIATIONS AND DEFINITIONS

The following abbreviations and definitions listed below have been used throughout this Integrated Report.

"AARTO"	Administrative Adjudication of Road Traffic Offences
"Ader"	Servicios Empresariale Ader S.A
"AGM"	Annual General Meeting
"AUD"	Australian Dollar
"Basic EPS"	Earnings for the year attributable to equity holders of Super Group divided by the weighted average number of ordinary shares in issue during the year
"B-BBEE"	Broad-Based Black Economic Empowerment
"BEE"	Black Economic Empowerment
"CAGR"	Compound Annual Growth Rate
"CEO"	Chief Executive Officer
"CFO"	Chief Financial Officer
"CIO"	Chief Information Officer
"CIPC"	Companies and Intellectual Property Commission
"CJD"	Chrysler, Jeep, Dodge
"Closing earnings yield"	Headline earnings per share as a percentage of market value per share at 30 June
"Closing PE ratio"	Market value per share at 30 June divided by headline earnings per share
"Companies Act"	Companies Act No. 71 of 2008, as amended
"CSI"	Corporate Social Investment
"DMTN"	Domestic Medium Term Notes
"Earnings yield"	HEPS as a percentage of market value per share
"EBIT"	Earnings before interest and taxation
"EBITA"	Earnings before interest, taxation, amortisation of PPA intangibles and capital items
"EBITDA"	Earnings before interest, taxation, depreciation and amortisation of PPA intangibles and capital items
"EPS"	Earnings per share
"ESG"	Environmental, Social and Governance
"EU"	European Union
"EUR/€"	Euro
"Exco"	Executive Committee
"FMCG"	Fast Moving Consumer Goods
"FML"	Full Maintenance Leasing
"GDP"	Gross Domestic Product
"Gearing"	Interest-bearing borrowings less cash and cash equivalents as a ratio to total equity
"GLS"	GLS Supply Chain Equipment (Pty) Ltd
"GRC"	Group Risk Committee
"HEPS"	Headline earnings divided by the weighted average number of ordinary shares in issue during the year
"IAS"	International Auditing Standards
"IFRS"	International Financial Reporting Standards
"inTime"	inTime Holdings GmbH and its subsidiaries
"IRBA"	Independent Regulatory Board of Auditors
"IT"	Information Technology
"JIBAR"	Johannesburg Interbank Agreed Rate
"JSE"	JSE Limited
"King IV™"	The King Code of Corporate Governance Principles and the King Report on Governance for South Africa 2016
"KPI"	Key Performance Indicators
"Legend Logistics"	Legend Logistics Proprietary Limited
"Lieben Logistics"	Lieben Logistics Proprietary Limited
"Listings Requirements"	Listings Requirements of the JSE
"NAAMSA"	National Association of Automobile Manufacturers of South Africa
"NAV"	Net asset value
"NCI"	Non-controlling interests
"Net operating assets"	Total assets excluding cash and cash equivalents, deferred tax assets, equity accounted investees and interest-bearing receivables less total liabilities excluding bank overdrafts, interest-bearing borrowings, FML borrowings, ROU liabilities, deferred tax liabilities, interest bearing payables and income tax payable
"OEMs"	Original Equipment Manufacturers
"OHS"	Occupational Health and Safety
"Operating profit margin"	Operating profit as a percentage of revenue
"PE"	Price earnings, market value per share divided by HEPS
"Pound Sterling/ GBP/£"	Great British Pound
"PPA"	Purchase Price Allocation
"QSR"	Quick Service Restaurant
"R"	Rand, the South African currency
"Remco"	Remuneration Committee
"Return on equity"	Profit attributable to equity holders of Super Group as a percentage of average capital and reserves attributable to equity holders of Super Group
"Return on total assets"	EBIT as a percentage of average total assets
"RNOA"	Return on net operating assets, calculation being EBIT after tax as a percentage of average net operating assets
"ROU"	Right-of-Use
"S&P"	Standard and Poor's
"SA"	South Africa
"SARS"	Share Appreciation Rights Scheme
"SENS"	Stock Exchange News Service
"SG Fleet"	SG Fleet Group Limited
"SOC"	State-Owned Company
"Strate"	Strate Limited
"Super Group" or "the Group"	Super Group Limited and its subsidiaries
Super Group Holdings	Super Group Holdings Proprietary Limited, the holding company for the Group's South African businesses
"t"	ton or tonnes
"TLT"	Trans-Logo-Tech GmbH
"the Board"	the Board of directors of Super Group
"the Company"	Super Group Limited
"UK"	United Kingdom
"WACC"	Weighted Average Cost of Capital
"WLTP"	World-wide Harmonised Light Vehicle Test Procedure
"Zultrans"	Zultrans (Pty) Ltd

CORPORATE INFORMATION

DIRECTORS

Executive: P Mountford (CEO) and C Brown (CFO and Group Debt Officer)

Non-executive: P Vallet (Chairman of the Company), V Chitalu*# (Lead Independent Director), M Cassim* (resigning effective 30 November 2020), DI Cathrall*, P Mnisi* and S Mehlomakulu*

* *Independent*
\# *Zambian*

GROUP COMPANY SECRETARY

J Mackay
+27 (0)11 523 4000
john.mackay@supergrp.com

GROUP DEBT OFFICER

C Brown
+27 (0)11 523 4000
colin.brown@supergrp.com

REGISTERED OFFICE

27 Impala Road, Chislehurston, Sandton, 2196

TRANSFER SECRETARIES

Computershare Investor Services Proprietary Limited
(Registration number 2004/003647/07)
Rosebank Towers, 15 Bierman Avenue, Rosebank, 2196
(PO Box 61051, Marshalltown, 2107)

EQUITY SPONSOR

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

DEBT SPONSOR

FirstRand Bank Limited, acting through its Rand Merchant Bank Debt and Trade Solutions division
(Registration number 1929/001225/06)
4 Merchant Place, Cnr Rivonia Road and Fredman Drive, Sandton, 2146

AUDITORS

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

ATTORNEYS

Fluxmans Inc.
(Registration number 2000/024775/21)
30 Jellicoe Avenue, Rosebank, 2196

INVESTOR RELATIONS

Keyter Rech Investor Solutions CC
(Registration number 2008/156985/23)
5 2nd Road, Hyde Park, 2196

WWW.SUPERGROUP.CO.ZA

GREYMATTERFINCH # 14073

supergroup.co.za